

2014

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**BYLAWS
of the
GLENNIE SPORTSMAN'S CLUB, INC.
Founded 1999**

**ARTICLE I
NAME AND PURPOSE**

Section 1 Name and Structure

The name of this organization, a non-profit Corporation of the State of Michigan, shall be the "Glennie Sportsman's Club, Inc.".

Where used in this document, the word "Club" shall be construed as meaning the "Glennie Sportsman's Club, Inc.".

Where used in this document, the word "Board" shall be construed as meaning "The Board of Trustees".

Section 2 Purpose and Objectives

(A) The purpose and objectives of this organization are to advance the cause of conservation in all of its phases, to stimulate interest in the conservation of fish, game, soil, water and forest resources, to promote sound management of the natural resources and national environment of Michigan, and to promote sportsmanship, boating safety and hunter safety education, and youth education.

(B) The organization shall be operated on a non-profit basis for charitable, scientific and educational purpose within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, of the corresponding provisions of any future federal tax laws. In furtherance of these purposes and subject to the limitations expressed in these Bylaws, the Corporation may engage in any lawful activity including the receipt and administration of funds for these purposes.

**ARTICLE II
OFFICE OF INCORPORATION**

Section 1 Office of Incorporation

The principal office and Registered Agent for the Corporation shall be maintained in Alcona County, Michigan. The mailing address may be determined from time to time by the Board.

**ARTICLE III
TRUSTEES AND OFFICERS**

Section 1. Trustees

The Board of Trustees of this organization shall consist of a President, Vice President, Treasurer and Secretary plus a One Year Trustee, a Two Year Trustee and a Three Year Trustee. The President, Vice President, Treasurer and Secretary shall serve a two year term of office. The One Year Trustee shall serve a one year term of office, the Two Year Trustee, two years and the Three Year Trustee shall serve a three year term of office.

Section 2. Duties of the President

The President shall be the Chief Executive Trustee of the organization and shall also serve as chairman of the Board. He/she shall preside over all meetings of the membership and the Board and have supervision and direction of all Trustees and Officers. The President shall call all Board and membership meetings. The President shall have authority, subject to the control of the Board, over the administration and management of the affairs of Glennie Sportsman's Club, Inc. and shall represent the Club as its spokesperson. The President shall see that orders and resolutions of the Board are carried into effect and may perform other duties as necessary to fulfill the responsibilities of the office. The President can only vote when there is a tie in the voting process.

Section 3. Duties of the Vice President

The Vice President shall perform all duties of the President in his/her absence; also assist the President with his/her duties, throughout their term of office.

Section 4. Duties of the Secretary

The Secretary shall take minutes of membership and Board meetings and keep record of all votes, handle correspondence of the organization, maintain an up-to-date mailing list, and maintain all records and files of the Club. Except when necessary to facilitate Club business, the Secretary, or any other Trustee, shall not divulge to any person the mailing list or any part thereof of this organization.

Section 5. Duties of the Treasurer

The Treasurer shall receive, properly account for, and deposit into the approved accounts, all Club income. He/she shall be authorized to pay all bills and expenses necessary to the operation of the Glennie Sportsman's Club, Inc. upon approval by the Board. At each membership meeting and at each Board meeting the Treasurer shall review the status of all accounts, and shall prepare an annual financial report for review at the membership meeting in April. The Treasurer shall maintain an emergency fund established by a 2/3 majority vote of those members present at a regular membership meeting for his/her use or for the use by another Trustee or Officer for unscheduled or unexpected expenses of the organization as authorized by the Board.

Section 6. Duties of the Chief Range Officer

The Chief Range Officer shall be Chairman of the Range Committee and have principal responsibility, subject to Board oversight, for all activities concerning the shooting and archery ranges. These responsibilities include direction of Range Officers, providing safety rules and regulations, recommending range improvements, and arranging for maintenance of range grounds and facilities.

Section 7. Nomination and Election of Trustees

Election of Trustees shall be conducted and posted by the Nominations and Elections Committee. Elected Trustees and Officers term of office shall begin January 1 of the following year. Any member in good standing for one (1) year or more shall be eligible for any office. Any member may nominate any other member for any office providing acceptance is assured. The President, Vice President, Treasurer and Secretary shall serve a two year term of office. The President and the Treasurer shall be elected on even years and the Vice President and Secretary shall be elected on odd years.

For the year **2013**, Trustees other than the President, Vice President, Treasurer, and Secretary will be elected on the following basis:

1. The Trustee with the most votes will serve for three years.
2. The Trustee with the second most votes will serve for two years.
3. The Trustee with the least amount of votes will serve for one year.

Beginning for election year **2014** only the position of the **One Year Trustee** will be voted upon.

At this time the following will occur:

1. The Trustee serving a three year term will become a **Two Year Trustee**.
2. The Trustee serving a two year term will become a **One Year Trustee**.
3. The newly elected Trustee will become a **Three Year Trustee**.

Section 8. Attendance

If any Trustee is absent from three scheduled Board meetings without a good excuse being presented to the President, he/she shall be automatically suspended from office and the office declared vacant with the Board approval.

Section 9. Vacancies

When a vacancy exists in any office due to resignation, suspension, termination, or any other reason, a successor may be appointed by the Board for the duration of the term.

Section 10. Compensation

No compensation shall be paid to Trustees or Officers for their services but expenses may be reimbursed by the vote of the Board for attending authorized business of the Glennie Sportsman's Club, Inc. The Board may also authorize hourly compensation for Club members serving as Range Officers, for maintenance, or for other services when volunteer services are not sufficiently available.

Section 11. Duties of the Sergeant at Arms

The Sergeant at Arms will keep order during membership and Board of Trustees meetings. The Sergeant at Arms may be called upon to remove any member who is rowdy or disruptive during Club meetings.

The Sergeant at Arms is a Club Officer elected by the general membership and will serve for a two year term. The Sergeant at Arms can be re-elected at the end of the two year term. The Board may appoint a temporary Sergeant at Arms for any GSC meeting that the Sergeant at Arms is unable to attend.

ARTICLE IV BOARD OF TRUSTEES

Section 1. Board of Trustees

The Board shall consist of seven persons. The number of Trustees may be increased or decreased by 2/3 majority vote of the general membership.

Section 2. Board of Trustees Responsibility

It shall be the duty and responsibility of the Board to manage the business affairs of Glennie Sportsman's Club, Inc., to carry out decisions or resolutions by the membership, and to report on actions recommended or taken by the Board at membership meetings. The Board shall have the power and authority consistent with Club objectives and these Bylaws to address issues, formulate policy resolutions, and initiate action in behalf and betterment of the Club.

Section 3. Regular Meetings

The Board shall provide, by resolution, the time and place for the holding of regular meetings without other notice than such resolution. All Board meetings are open to attendance by any Club member.

Section 4. Special Meetings

Special meetings of the Board may be called at the request of the President, or by three (3) Trustees on three (3) days' notice to each Trustee, either personally, by mail, or by electronic communication.

Section 5. Quorum

It shall be necessary to have a quorum of four (4) Board members to conduct business at any Board meeting. The act of a majority of the Trustees present at a meeting, at which a quorum is present, shall be the act of the Board, except as otherwise provided by these Bylaws, or by the Articles of Incorporation of the Glennie Sportsman's Club, Inc..

Section 6. Action without a Meeting

Unless otherwise restricted by these Bylaws, any action required or permitted at any meeting of the Board may be taken without a meeting if, before the action, a written consent is signed by all members of the Board and such written consent is filed with the minutes or proceedings of the Board. Such consent shall have the same effect as a vote of the Board.

Section 7. Meeting by Telephone or Similar Equipment

The Board may participate in a meeting by means of conference telephone or other communication system by means of which all persons participating can hear each other and communicate. Business conducted by such a conference shall have the same effect as if conducted at a normal meeting.

Section 8. Fees and Expenses

Fees and expenses, maintenance, education, training, and certification shall be the responsibility of the member wishing to pursue the discipline. This endeavor must be with pre-approval of the Board. Reimbursement will be at the discretion and approval of the Board upon successful completion of said training.

**ARTICLE V
MEMBERS**

Section 1. Qualification

Membership shall be open to all who subscribe to the purposes and objectives of the Club. When duly sponsored by a member of this Club, and upon making application for membership, any person eighteen (18) years of age or older shall become a regular voting member. Club members shall be issued individual cards to recognize membership. Members need not belong to any other organization. Members' age twelve (12) thru seventeen (17) will be known as junior members, non-voting

Section 2. Responsibilities and Duties

Regular members shall actively pursue the purposes of the organization and participate in adopted programs and activities. Regular members are entitled to vote in the election of Trustees, and on all matters submitted to a vote of the membership. No regular member may host more than one guest per day or another outside organization at the range without permission of the President or in his/her absence, another Board of Trustee member.

Section 3 – Associate Membership

An associate membership shall be available for the spouse of a member in good standing. This member shall abide by Article II Section 1 and Section 2 of these Bylaws. Associate members are non-voting members and may not hold a Club office.

Section 4. Membership Dues

The amount of annual membership dues shall be set by affirmative vote of the membership if recommended for a vote by the Board. Annual membership dues are for the calendar year and are due by January 1. Failure to renew annual membership dues by April 10 will constitute automatic termination of regular membership. Reinstatement will occur when dues have been paid in full. A life time membership will be available.

Section 5. Termination of Membership

Any member charged with conduct harmful to the purposes or interest of the Glennie Sportsman's Club, Inc., or who causes, or intends to cause injury or embarrassment to the organization, or is in violation of its Bylaws or rules shall be notified in writing by Registered or Certified Mail of the nature of the complaint and will be given not less than fifteen (15) days to respond to such complaints. If the Board, upon review of the facts, finds the complaint to be true, it may revoke the individual's membership by a 2/3 affirmative vote.

ARTICLE VI MEETING OF MEMBERS

Section 1. Annual Meeting

An annual meeting of Club members shall be held each year in December for the purpose of electing Trustees and Officers and for conducting such other business as may come before the meeting. The date, time and place for the meeting will be determined by the Board and will be noticed to Club members at least thirty (30) days prior to the meeting.

Section 2. Regular Membership Meetings

Regular membership meetings will be held from time to time as approved by Board resolution on recommendation by the President. The date, time and program agenda will be noticed to Club members at least ten (10) days prior to the meeting.

Section 3. Special Meetings

Special meetings of the members may be called by the Board, by the President, or by any five (5) members and shall be held on such date as may be specified in the notice of the meeting.

Section 4. Place of Meetings

All membership meetings will be held at available locations. Members will be notified previous to any change of location.

Section 5. Conduct of Meetings

The Club will use the most current edition of Robert's Rules of Order as a guide to conduct meetings and to settle any procedural disputes. Robert's Rule of Order will prevail in all cases not in conflict with the Glennie Sportsman's Club, Inc. Bylaws or Articles of Incorporation. In order to pass, a motion must be supported by another member and have a 2/3 majority vote of the members present.

Section 6. Quorum

A quorum of at least ten (10) members must be present at any membership meeting in order to conduct business. If a quorum is not present by one-half hour after the scheduled starting time, the meeting can be postponed by the presiding Trustee.

ARTICLE VII COMMITTEES

Section 1. Standing Committees

There shall be two standing Committees: one for Nominations & Elections and the other to oversee Range operations. The Chairman for the Range Committee shall be the Chief Range Officer and the Chairman for the Nominations Committee shall be appointed by the President. Each committee shall consist of three members appointed by the President.

(A) The Nominations & Elections Committee shall be responsible for preparing a slate of candidates for election of Trustees and Officers by accepting nominations at the October regular membership meeting. Candidate's names will be posted in the November newsletter so the entire membership can be notified prior to the election. The Committee will conduct the election at the December regular membership meeting by written ballot and report the results to the membership.

(B) The Range Committee shall be responsible for managing, controlling, and overseeing all activities associated with the shooting and archery ranges. These include appointment and scheduling of Range Officers, developing shooting and archery range rules and regulations, providing for maintenance and improvements for the range grounds, facilities, organizing and conducting shooting events.

Section 2. Ad Hoc Committee

The Board and President shall have the authority to appoint Ad Hoc committees and their Chairpersons as it deems desirable. The President shall be an ex-officio member of all Ad Hoc Committees. Purpose for these committees may include the annual supper, major Club events, special conservation projects, fund raising or other endeavors consistent with Club objectives.

ARTICLE VIII LIABILITY AND INDEMNIFICATION

Section 1. Liability

To the extent permitted by law, a Trustee shall not be personally liable to the Club or its members for monetary damages for breach of Trustee's or Officers fiduciary duty. The Club assumes all liability to any person other than the Club on its members for all acts or errors and omissions of a Trustee or Officer.

Section 2. Liability Insurance

Should any area of personal liability to the Trustees, Officers, Employees, or Agents of the Club be determined, the Board shall have the authority to purchase the appropriate liability insurance for protection.

Section 3. Indemnification

To the full extent provided by Michigan law, the Club shall indemnify all Trustees, Officers, Employees, and Agents. The indemnity granted shall only apply after all applicable insurance proceeds available to the persons indemnified have been paid.

ARTICLE IX RECORDS, FINANCIAL AND CONTRACTS

Section 1. Records

The Club shall keep correct and complete books and records of accounts and shall also keep minutes of the Board and membership meetings. All books and records of the Club may be inspected by any member for any proper purpose at any reasonable time.

Section 2. Deposits

All income, including dues collected, shall be deposited into the proper bank accounts. These accounts shall be approved by the Board.

Section 3. Payment of Bills

The Treasurer, or in his/hers absence the President or other person designated by the Board, shall be authorized to pay upon approval by the Board, all bills and expenses for the Club. All bills and expenses shall be paid by check except that the Treasurer shall maintain an emergency fund established by a 2/3 majority vote of those members present at a regular membership meeting for his/her use or for the use by another Trustee or Officer for unscheduled or unexpected expenses of the organization as authorized by the Board. All payments and expenses are to be accounted for.

Section 4. Fiscal Year

The fiscal year of the Club shall end on the last day of December of each year.

Section 5. Gifts

The Board or the President may accept, on behalf of the Club any contribution, gift or bequest for the general purpose or any special purpose of the Glennie Sportsman's Club, Inc. This organization shall not under any circumstances, contribute any Club funds or goods purchased with Club funds to any organization, group, or individual except as authorized by the Board or the membership.

Section 6. Contracts

The Board may authorize any Trustee, Officer or Agent of the Club to enter into any contract, or execute and deliver any instrument in the name of and in behalf of the Glennie Sportsman's Club, Inc.

Section 7. Affiliation

The membership shall have the authority to affiliate the Club with any other organization that has like interest, aims or purposes.

ARTICLE X
AMENDMENT OF BYLAWS OR ARTICLES OF INCORPORATION

Section 1. Amendment

Any amendment or revision to the Bylaws or Articles of Incorporation of this organization must first be referred to the Board for study. If recommended by that body, it must be brought to a vote of the membership at a regular membership meeting. Members must be notified of the details of the proposed change and the meeting date at least sixty (60) days in advance of the meeting. A 2/3 majority vote of those members present at a regular membership meeting is required to change the Articles of Incorporation and or Bylaws.

ARTICLE XI
ORGANIZATIONAL STATUS

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purpose, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(4) of the Internal Revenue Code or the corresponding section of any future federal tax code. No part of the net earnings of the Corporation shall inure to the behalf of or be distributable to its members, Trustees, Officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 10 herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any federal tax code or (b) by a Corporation, contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE XII
DISSOLUTION

Section 1. Dissolution

(A) Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code or shall be distributed to the federal government or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization, or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

(B) In the event of dissolution of the Club, any assets remaining after satisfaction of all liabilities against the organization shall be turned over to an organization having similar purpose and objectives under Section 501(c)(4) of the Internal Revenue Code.

Section 2. Vote for Dissolution

The quorum for any membership meeting in which a resolution to dissolve the Glennie Sportsman's Club, Inc. is to be considered shall be 10% of the total membership. All members must first be notified by mail of the proposal and at least sixty (60) days notice must be provided for any meeting in which dissolution may be considered. Adoption of such a resolution shall require a 2/3 vote of those members present at the dissolution meeting.

CERTIFICATION OF TRUSTEES

These amended or revised Bylaws as presented to the Glennie Sportsman's Club, Inc. membership were approved on February 7, 2013.

Donald Ciolk
President

3-27-2014
Date

Vice President

Date

Secretary

Date

Treasurer

Date