

By Laws Of the Grass Lake Sportsman Club

January 1, 1994
Amended December 15, 1999
Amended January 15, 2001
Amended March 19, 2003
Amended August 15, 2007
Amended September 17, 2008
Amended November 1, 2008
(per State of Mich. Act 222 of 2008)
Amended June 16, 2010

By-Laws of the Grass Lake Sportsman Club, as approved on December 21, 1994.

Articles of incorporation for the club were filed with the Michigan Department of Commerce, Corporation and Securities Bureau, Corporation Division, Lansing Michigan on January 6th, 1995. All revisions, and Amendments, included.

Article I

Section 1-Name

This organization shall be known as the Grass Lake Sportsman Club of Grass Lake, Michigan.

Section 2 Mission Statement

Purpose and Objectives

- A) To further and advance the cause of the environment and conservation in all its phases, and to perpetuate and conserve the fish, game, mineral, air, water, forest and land resources of the state, to so manage the use of all natural resources that this generation and posterity will receive the maximum benefit from the same.
- B) To promote and encourage the scientific management and intelligent sustained use of the above resources, recognizing as a valid management tool the harvest and use of surplus wildlife and other renewable resources.
- C) To promote conservation education programs designated to educate citizens in the cause of natural resources conservation and environmental protection and enhancement, creating in them an awareness and understanding of the importance of this aim, equipping them to work knowledgeably and effectively toward this achievement, and through rational discussion, to attempt resolution of all issues affecting our environment.
- D) To protect and defend the right of our citizens to own, keep and bear arms.
- E) To promote enjoyment of outdoor activities.

Article II

Officers

- A) The officers of the organization shall consist of a President, Vice President, Secretary, Treasurer and Three Trustees. The President, Vice President, Secretary, Treasurer and Trustees shall be elected **AT THE DECEMBER MEETING.**
 - 1) Officers are to be staggered. President & Treasurer will be elected on the even numbered years and Vice President and Secretary will be elected on the odd numbered years.

- 2) The elections of 2010 President & Treasurer will be elected for two (2) years and the Vice President and Secretary will be elected for one (1) year terms. There after all officers will be a two-year term with normal odd & even staggering of officers.
- 3) In the 2010 election there will be two (2) Trustees elected for a two (2) year Term and one (1) Trustee will be elected for a one year (1) term. Staggered terms will continue there after.

No member shall be elected to office that has not been a member in good standing for at least two consecutive years. The officers shall take office immediately after the January meeting of the Board of Officers.

. The Board shall appoint a nomination committee to furnish a slate of Officers, with their approval, for the election at the December meeting. Any member may nominate any other member for any office providing acceptance is assured.

- B) The President shall hold office for 2 years. The same person may not hold this office for more than 4 consecutive years, but may hold office again. Along with the board, the President shall see that all By-Laws, Rules and Regulations of the club are enforced, and shall perform all duties prescribed by the membership. This person shall preside at all meetings and have the general supervision and direction of all officers of the club. He/She shall call regular meetings. The President shall call all board meetings. Any ten (10) member's may call a special membership meeting and must state the business of these meetings on special notice. The President is a non-voting board member with the exception of a tie. He/She then called upon shall cast the deciding vote. He/She shall provide an agenda to his board at all meetings he/she presides at.
- C) The Vice President shall hold office for 2 years. The same person may not hold this office for more than 4 consecutive years, but may hold office again. He/She shall have equal voting power with the board . (1 vote). The Vice President shall perform all the duties of the President in his absence and act as the club Parliamentarian.
- D) The Secretary shall hold office for 2 years. The Secretary shall have equal voting power with the Board (1 vote). The Secretary shall handle all correspondence of this organization. He/She shall keep the minutes of all meetings and shall be the custodian of the club seal, all records, papers, files, books (except bank account book and receipts) and any other club property necessary for he/she to use to perform the duties of this office. He/She shall send notices to the members for all meetings and perform any other duties that pertain to this office. It will be the Secretary that will hand out all membership cards and be responsible for the monthly news letter that will be out no later than the 5th of the month. In the event

of his/her absence from a meeting, he/she shall insure the presence at the meeting of the proper books and records and shall post bulletins of interest to the members.

- E) The Treasurer shall hold office for 2 years. His/Her term shall not exceed 4 consecutive years, but may hold office again. The Treasurer shall have equal voting power with the board (1 vote). The Treasurer shall collect all monies due the club and shall pay all bills authorized, approved and contracted by the club. He/She shall keep an account of all receipts, disbursements and balances, making a summary report at regular meetings. He/She shall also maintain an accounting of all real personal property owned or leased by the club. He/She shall provide a financial statement to the members for the past calendar year upon the turn over of the books to the new board in January. He/She shall notify the Secretary of paid memberships so cards can be made and dispersed. All checks must be signed by the Treasurer and co-signed by the President. If the President is not available, another officer of the club can be the co-signer. This office must be bonded. Therefore the person holding this office must meet the qualifications required to become bonded.
- F) The Trustees are defined as: Three club members, who have been in good standing for two years and are voted on by the membership. In addition to their duties as Voting Board Members they shall act as agents and assistants to the club officers. They should be familiar with the By-Laws. They maintain the same rights and duties as the above mentioned officers, (1 vote) each.
- G) If any officer misses three consecutive meetings with out excuse being presented to the President/Secretary within this time, he/she shall automatically be suspended from the office and the office declared vacant.
- H) When a vacancy exists in any office a successor shall be appointed at the next regular membership meeting by the Board for the duration of the vacant term.
- I) Elected officers may be removed from their office, for cause, by a two thirds (2/3) vote of the club officers present at any official meeting of said officers.

ARTICLE III Membership

QUALIFICATIONS: The members of this club shall be persons or groups interested in the conservation of our natural resources having complied with the terms and conditions set forth in these By-Laws.

MEMBER IN GOOD STANDING: Whenever the term member or membership is used in the By-Laws, unless it is otherwise specified, this shall mean a member or membership in good standing, having the right to vote and whose dues are received by the Treasurer of the Grass Lake Sportsman Club. The exception would be when a member is suspended by the Board for cause. While in good standing all members shall have equal rights,

interests and responsibilities with respect to the club and its property. They shall obey all By-Laws, Rules and Regulations of the club, and the decisions or actions of the Board of Directors. They shall have the right to vote and shall have the right to hold office and committee assignments. When deemed a member in non-good standing, all rights, accessibility to the club and its events are prohibited, until otherwise notified.

A) CLASSES: The club membership shall be made of Family, Individual, Junior and Honorary members due by 1-Jan.

B) DEFINITIONS OF MEMBERSHIPS:

1. FAMILY MEMBERSHIP: Any person/persons submitting annual dues of \$80.00 which will encompass husband, wife and children, (under 18 years of age). Single parent and children, (under 18 years of age), (immediate family). Family Membership in good standing entitled to two adult votes.

2. INDIVIDUAL MEMBERSHIP: Any individual age 18 years and over submitting annual dues of \$60.00. Individual membership in good standing entitled to vote.

3. JUNIOR MEMBERSHIP: Any individual under the age of 18 and submitting the dues of \$20.00. Junior membership in good standing (No Voting Rights).

4. 2007 Senior Citizens age 65 or older, dues will stay the same.

a) As of 2010 Senior Membership will be anyone 65 or older or any person retired through medical or normal retirement. Membership will be \$30.00 Single and \$40.00 Family. To maintain a senior membership in good standing will require a minimal 8 hour volunteer effort annually to be recorded by the club committee chair.

b) A Senior Membership will be granted to any person who is shown to be handicapped by proper documentation.

5 HONORARY MEMBERSHIP: at the discretion of the club officers an honorary membership may be granted to person/persons who have or will be of some special benefit to the club (No Voting Rights).

C) APPLICATION FOR MEMBERSHIP:

An application must be submitted and signed by a current member in good standing who is sponsoring the applicant. The application will be presented to the Body along with one (1) years dues and a \$200.00 "Probationary Assessment". The Applicant will be on probation for a period of one (1) year for which he/she must earn 40 credits (credits to be established by the Board) by way of participation in the club. A card will be issued to be punched and initialed by a board member. It is the responsibility of the applicant to see that proper credit is received. At the end of the probationary period the "Probationary Assessment" will be refunded if the probationary requirements have been satisfied. If the probationary requirements have not been

satisfied and the applicant still wants to be a member the “Probationary Assessment” will be kept. At the end of one (1) year the person will be reintroduced and voted upon by the body with a two-thirds (2/3) vote for approval.

Credits may be attained by, but not limited to:

Attending Monthly Meetings = 2 earned credits

1-4 hr activity = 5 earned credits

5-8 or greater hours of an activity = 10 earned credits

“Alternative” contributions evaluated by the board

D) CANCELLATION OF MEMBERSHIP:

The club officers may by two-third (2/3) vote, revoke, cancel and terminate the membership of any member. Cancellation of membership must be for cause, after notice and hearing. For cause shall include, but not limited to: the conviction of any member of a violation of the Game, Fish or environmental Laws; Failure to pay dues; fees; charges; of assessments by the due date, member in non-good standing determined to be detrimental to the club, club members and/or property of the club. Upon cancellation of membership, all dues shall be forfeited.

E) APPEAL OF CANCELLATION:

Any person or group of persons whose application of membership has been denied by the club officers may appeal such action at the next meeting of the board.

ARTICLE IV

Section 1 – Rights and Privileges of Members

- A) All Members age 16 years or older and in good standing shall have the rights to attend any and all regular meetings.
- B) All Members age 18 years or older and in good standing for at least one full year shall have the right to nominate and vote for elective offices of the club.

ARTICLE V

Section 1 Meeting

- A) All membership meetings (except special meetings) shall be held on the third Wednesday of each month at 7:00 p.m. at the place designated.
- B) Voting shall be by voice, unless a roll call or ballot is prescribed at the time of voting. A majority vote is sufficient for the adoption of any motion that is in order as these By-Laws and parliamentary law as contained in Roberts Rules of Order

shall otherwise prescribe, and except when two-thirds (2/3) vote is required as set forth in these By-Laws.

- C) A motion may be put on the floor by any voting member, provided it pertains to the subject being discussed at the time of the proposal. In order to pass, a motion must be supported by another member and have a majority vote of the members present.
- D) 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 within one-half (1/2) hour after the scheduled starting time at the discretion of the presiding officer, the meeting can be postponed.

Section II: Order of Business

Business meetings of the club shall be conducted according to Roberts Rules of Parliamentary Procedure and the order of business shall be as follows

1. Call to order and opening of the meeting
2. Pledge of Allegiance
3. Report from the Secretary, minutes of the last meeting to be read, corrected and approved.
4. Report from the Treasurer, financial report to be handed out and gone over, corrected and approved.
5. Officers Report
6. Old Business
7. Good and Welfare
8. New Business
9. Committee Reports
10. Adjournment.

ARTICLE VI

Section 1 – Dues

Dues shall be set in accordance with the club officers and brought before the membership by a special meeting and subject to approval of 2/3 majority of present members. Dues of this organization shall be due on 1-January as determined in ARTICLE III, Section 1. All dues shall be paid to the Treasurer within one (1) month of their expiring date. Members in arrears after 1-February shall be dropped from the rolls of this club. A member who was dropped from the club rolls after Feb 1st. must reapply for membership and is considered a probationary member. Any change in dues passed shall be effective as of January 1st of the next year. Individual MUCC dues for the magazine should be paid by September 30th.

- A) The commercial account of this organization commonly referred to as the general fund or checking account shall be used to defray all expenses and fund the club projects. The bank account shall be maintained at an institution subjected to the discretion of the club officers.

ARTICLE VII

Committees

The board may at their discretion appoint any such temporary special committees as do not conflict with the By-Laws of existing committee. Such committees should present expected expenses and receive approval from the board before any spending is done.

ARTICLE VIII

Financial Reporting Requirement

The books of accounting and other financial records of the club shall be maintained in a manner compliant with the Michigan United Conservation Club (MUCC) financial reporting requirements. The reporting shall be performed by a Certified Public Accountant (CPA) agreed upon by the Board of Directors.

ARTICLE IX

General

- A) This organization shall not, at any time, or under any circumstances, contribute any club funds or goods purchased with club funds to any organization, group or individual except as authorized by a majority of the members in attendance.
- B) Subject to a decision by the Club Officers, any member may be dropped from the rolls of this organization if found guilty of violating any law enforced by the Department of Natural Resources of this or any other state.
- C) When properly approved by the membership, every member shall receive a copy of the By-Laws.

ARTICLE X

Club Representation

No individual member or group of members other than the President shall state views as being those of the club's without official authorization by the membership board.

ARTICLE XI

- A) To the extent permitted by law, an officer shall not be personally liable to the corporation of its members for monetary damages, for breach of officer's fiduciary duty.
- B) The club assumes all liability to any person other than the corporation of its

members for all acts of omissions of a volunteer officer occurring after January 1st 1994.

ARTICLE XII

Every officer of the corporation shall be indemnified by the corporation to the full extent permitted by law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon Him/Her in connection with any proceeding to which He/She may be a party, or in which he/she may become involved, by reason of Him/Her being or having been an officer at the time such expenses are incurred, except where prohibited by law. Provided that in the event of any claim for reimbursement of indemnification here under based upon a settlement by the President of officers seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Club Officers approves such settlement and reimbursement as being in the best interest of the club. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such President or Officer may be entitled.

ARTICLE XIII

Section 1 – Dissolution

In the event of dissolution of the Club, and assets remaining after satisfaction of all liabilities against the organization, shall be turned over to another non-profit organization or local unit of government having similar objectives. The organization shall be determined at the time of dissolution by two-thirds (2/3) majority of the attending club members and officers.

ARTICLE XIV

Section 1 – Use of funds for Lawful Purposes

Revenues of the Club shall not be used for the benefit of any individual, member of the qualified organization except to further the lawful purposes of the Club.

Section 2- Funds and Assets

All funds and assets of the Club shall be used only for purposes that are consistent with the purposes of the Club and for actual administrative expenses in conducting the affairs of the Club under the direction and with the approval of the Board of Directors. The Board of Directors may purchase land, buildings and equipment with approval from the membership and operate and maintain the same as required to further the purpose of the Club.

State of Michigan Requirement

P.A. 222 OF 2008 Amends Nonprofit Act – adds new requirements for Nonprofit Corporations

New Requirements for Nonprofit Corporations

Public Act 222 of 2008, effective July 16, 2008, amended the nonprofit Corporation Act. The amendment includes new requirements for nonprofit corporations.

Section 505 of the act has been amended to require the board of directors of a nonprofit corporation consist of at least three directors. Michigan nonprofit corporations in existence on July 16, 2008, must have a board consisting of three (3) or more directors by January 16, 2009. For nonprofit corporations formed after July 16, 2008, the initial board of directors, and subsequent boards, must consist of three (3) or more directors.

An existing nonprofit corporation with only one (1) or two (2) directors will need to increase the size of the board to at least 3 directors. If the corporation's by-laws fix the size of the board less than three (3) directors, the by-laws need to be amended. In accordance with its by-laws, a nonprofit corporation may elect additional directors at its annual meeting or a special meeting called by the board.