

CENTER FOR NONPROFIT LAW, PC

May 7, 2025

Via Email and U.S. Mail

Josephine County Sportsman Association
ATTN: Christine Lowe
treasurer@jcsa-gunrange.com

RE: Cease and Desist Demand – Improper Financial Consolidation Activities

Dear Ms. Lowe:

I represent Rogue Valley Sporting Clays (“RVSC”), an affiliated but independently managed club under the umbrella of Josephine County Sportsman Association (“Parent Organization”). I write to demand that you and any representatives of the Parent Organization immediately **CEASE AND DESIST** from any efforts to consolidate, redirect, or otherwise assert control over the financial assets of RVSC, or any similarly situated affiliated clubs, without proper authority and in contravention of the governing bylaws and policies of the Parent Organization.

It has come to our attention that recent actions, proposals, or communications from officers or representatives of the Parent Organization suggest an attempt to centralize financial resources held by sub-clubs. These actions are improper, lack transparency, and are inconsistent with both historical practice and the clear language of the Parent Organization’s bylaws, including but not limited to the following provisions:

- **Secretary Duties (Bylaws, p. 3):** The bylaws provide that the Secretary is responsible for collecting annual financial reports from affiliated clubs. This role presumes that sub-clubs retain and manage their own financial records and assets.
- **Article VII – Club Affiliation:** Requires sub-clubs to submit financial reports, not funds, further confirming that financial control remains at the sub-club level.
- **Article VIII – Forfeiture:** States that if the Parent Organization dissolves, affiliated clubs shall have no access to the Parent Organization’s assets. The principle of financial separation inherent in this clause equally prohibits the Parent Organization from asserting ownership over sub-club funds.

“Helping the People Who Change the World”

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- **Article XVI – Audit of the Books:** Authorizes the Parent Organization to audit sub-club finances, but not to assume control over those funds. Audit power does not equate to financial authority.
- **Article XVIII – Amendments to the Bylaws:** If the Parent Organization seeks to alter the long-standing decentralized financial structure, it must do so through a properly noticed and approved bylaw amendment, not through unilateral action or policy reinterpretation.

The actions taken to date—absent any bylaw amendment or vote of the membership—appear to exceed the scope of the Parent Organization’s authority and may constitute a breach of fiduciary duty, misrepresentation of authority, and an infringement on the legal and financial autonomy of RVSC.

Therefore, on behalf of my client, I hereby demand that the Parent Organization and its officers:

1. **IMMEDIATELY CEASE AND DESIST** from any further action related to the consolidation, transfer, or control of financial resources belonging to RVSC or other affiliated clubs;
2. Refrain from any future communications or representations that suggest the Parent Organization has legal or operational control over sub-club finances;
3. Provide written confirmation within ten (10) days that no further steps will be taken to consolidate or interfere with sub-club assets absent full compliance with the amendment procedures outlined in Article XVIII of the bylaws.

Please be advised that failure to comply with this demand may result in legal action, including but not limited to injunctive relief, declaratory judgment, or other remedies deemed necessary to protect the rights of RVSC and its members. Nothing in this letter should be construed as a waiver of any rights or claims, all of which are expressly reserved.

Sincerely,



Zachary Klonoski
Attorney for RVSC
Center for Nonprofit Law