



**NIPMUC ROD and GUN CLUB, INCORPORATED**

**BYLAWS**

**as Amended and Restated**

**as of**

**September 20, 2022**

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## ARTICLE I

### -Name-

#### Section No. 1 - Name.

The name of this corporation shall be **NIPMUC ROD and GUN CLUB, INCORPORATED.**

## ARTICLE II

### -PURPOSE-

#### Section No. 1. - Purpose.

This corporation is organized under Chapter #180 of General Laws of the Commonwealth of Massachusetts for the purpose of encouraging athletic exercises and establishing and maintaining places for social gatherings or activities and recreation, including without limitation the following:

- (a) Improving hunting and fishing conditions by all lawful means.
- (b) Cooperating in all worthy and lawful conservation measures.
- (c) Aiding in the enforcement of all laws pertaining to the propagation, protection and preservation of fish and game.
- (d) Doing all other lawful things incidental to or in furtherance of the foregoing.

## ARTICLE III

### -Members-

#### **Section No. 1 - Eligibility.**

All persons, regardless of race, creed or color, are eligible for membership application.

#### **Section No. 2 - Memberships.**

##### **(a) Senior or Regular Memberships.**

All members eighteen (18) years of age or older shall be classed as Senior or Regular members with full voting power at all meetings of the club.

##### **(b) Junior Membership.**

All members under age eighteen (18) years of age shall be classed as Junior Members with non-voting powers at meetings or interest in the property of the club.

##### **(c) Family Membership.**

A Family Membership may include a Senior/Regular Member and spouse or partner and/or any of their children under age 18. The spouse (if any) or partner (if any) will have Senior or Regular Membership privileges and the children (if any) will have Junior Membership privileges as provided in (a) or (b) of this section.

##### **(d) Free Membership for Lifetime Members (formerly known as Elders.)**

Upon reaching sixty-five (65) years of age, a member, who has been for the five (5) immediately preceding years, a member of the club may apply to the Membership Secretary for free membership in the club. Upon verification of the above previous membership, the Membership Secretary shall bring the application before the next meeting of the Board of Directors. If approved by a majority of the members present and voting thereon, the applicant shall receive a free Senior/Regular membership without qualification.

**Section No. 3 - Applications.**

- (a) Applicants for membership shall make written application on forms supplied by the club and accompanied by the initiation fee and one year's dues.
- (b) The application shall provide the full name and complete address of the applicant, and such other information as may be decided by the club.
- (c) The application shall be submitted to the next Club membership meeting. Approval of the application shall be indicated by endorsement by a majority vote, a quorum being present, at said meeting of the Club.
- (d) Provided that the application is not approved by the Club members as hereinafter provided, the applicant shall be so notified and his/her membership fee refunded by the Membership Secretary.

**Section No. 4 - Member Election.**

- (a) Successful applicants shall be so notified and membership cards issued to them by the Membership Secretary as soon as conveniently possible but in no case later than the next regular Club meeting provided that it is at least thirty (30) days after the election.
- (b) Families of Club members in good standing will be admitted to Membership in the Club under the Family Membership by notifying the Membership Secretary of the persons to be included and the payment of the proper dues therefore.

**Section No. 5 - Resignation.**

A member may resign from the club at any time by submitting his resignation in writing to the Membership Secretary.

**Section No. 6. - Loss of Membership.**

(a) A member convicted of the violation of any fish or game law shall there by immediately lose his membership in the Club and shall not be eligible for reelection to membership for a period of at least one year and as much longer as determined by a majority vote of the Board of Directors at their next meeting following the time of his/her conviction. He/she shall be notified of such loss of membership at his last known address by the Membership Secretary. He/she shall not be entitled to any refund of dues.

(b) The present years' membership expires on October 1<sup>st</sup> of each year. If dues are paid by October 31<sup>st</sup> there will be no late fees. Any membership paid after November 1<sup>st</sup> and before December 31<sup>st</sup> will carry a Late Fee of \$25.00. After December 31<sup>st</sup>, Membership Club privileges are suspended and subject to New Membership application rules.

(c) A member may lose his/her membership as provided in any house or ground rules of the club.

(d) A member may be expelled by a majority vote, with a quorum being present, at any meeting of the Club. The member must be allowed to know the preferred charges and must be given an opportunity to be heard thereon either before the Club members in meeting or a Committee appointed by the Club President for the purpose as the Directors shall determine.

## ARTICLE IV

### -Meetings-

#### **Section No. 1. - Annual Meeting.**

There shall be an annual meeting held on the third Tuesday in September for the Election of Officers and Board of Directors and the transaction of such other business as may be proper before the meeting.

#### **Section No. 2. - Regular Meetings.**

Regular meetings for the transaction of business shall be held on the third Tuesday of each month.

#### **Section No. 3. - Special Meetings.**

Special Meetings may be held at the call of the President, but notice of them and the purpose of the meeting must be communicated by appropriate means at least three days before the meeting.

#### **Section No. 4. - Quorum.**

(a) Thirty (30) members shall constitute a quorum for the Election of Officers and Directors and transaction of business at the annual meeting; or any meeting for the purpose of amending the Bylaws.

(b) Fifteen (15) members shall constitute a quorum for the transaction of business at any regular meeting of the Club, except as provided in paragraph (a) of this Section No. 4 of Article IV.

## ARTICLE V

### -Officers-

#### **Section No. 1. – Officers and Board of Directors.**

The Officers of the Club shall consist of a President, a Vice-President, a Recording Secretary, a Membership Secretary, a Treasurer, and a Board of Directors consisting of the above officers and (12) other members. All officers and directors shall be members of the Club in good standing.

#### **Section No. 2. - Election of Officers and Directors.**

- (a) The Officers and Directors shall be elected by majority vote, a quorum being present at the annual meeting.
- (b) Each office must be voted on separately.
- (c) Members must be present to cast their vote; there shall be no absentee or proxy ballots.
- (d) Applicants on the ballot must be present at the annual meeting to qualify for election, unless excused by the Board of Directors.

#### **Section No. 3. - Terms of Office.**

- (a) The President, Vice-President, Recording Secretary, Membership Secretary and Treasurer shall be elected for a term of one (1) year.
- (b) At the first election following the adoption of this Bylaw, there shall be four (4) Directors elected for terms of three (3) years, four (4) Directors elected for terms of two (2) years and four (4) Directors elected for a term of one (1) year. Thereafter, there shall be elected annually three (3) Directors for terms of three (3) years.



(c) The Officers and Directors shall assume their duties immediately upon completion of the election and their qualification and shall serve until the completion of their respective term of office or until their successors have been elected and qualified.

**Section No. 4. - Vacancies.**

(a) Vacancies arising in office during the term shall be filled for the balance of the term by an election.

(b) Vacancies shall be posted in a timely manner as determined by the Board of Directors.

(c) Any Officer or Director absent for three consecutive meetings without cause may be replaced by actions of the Board of Directors as needed.

**ARTICLE VI**

**- Duties of Officers -**

**Section No. 1. - President.**

The President shall be the executive head of the Club, shall preside at all Membership Meetings of the Club and exercise the usual functions of such an office, except as noted in Section No. 6(a) of this Article VI.

**Section No. 2. - Vice President.**

In the absence or incapacity of the President, the Vice-President shall have and exercise all the powers and duties of the President.

**Section No. 3. - Treasurer.**

(a) The Treasurer shall collect all monies from the Bar and/or Event Manager and/or Membership Secretary and shall pay all duly approved obligations of the Corporation. In addition, the Treasurer's responsibilities shall be to provide general financial oversight, oversee accounts and financial statements, financial

reporting, banking, and record-keeping. The Treasurer shall be responsible for all accounts receivable and accounts payable and acting as the liaison between the Club's Tax Reporting service, Bookkeeping service and Payroll Company. The Treasurer shall also submit to the Board of Directors' monthly income and expense reports necessitating a competent level of computing skills to provide efficient financial management. The Treasurer shall also be responsible for the collection of all other monies from Club events includes dues from the Membership Secretary.

(b) All funds shall be held in the name of the Corporation and deposited to its credit by the Treasurer in a financial institution approved by the Board of Directors.

(c) The Treasurer shall be bonded by an amount authorized by the Board of Directors and approved by the President. The amount of the bond should be equal to, or greater than, the current or forecasted cash balance in all accounts held by the Club.

(d) The Treasurer shall keep and have charge of the accounts of the Corporation, the vouchers therefore, the monies and the valuable papers of the Corporation.

(e) The Treasurer shall, when it is required, certify that the execution of any document is the free act and deed of the Corporation.

(f) The Treasurer shall submit a complete report on the Club's financial standing at the Annual Meeting or to the Board of Directors on demand.

(g) The Treasurer shall pay normal operating bills of the Club and any unusual bills over \$500 must be approved by the Board of Directors.

#### **Section No. 4. - Recording Secretary.**

(a) The Recording Secretary shall be sworn to the faithful and impartial discharge of the duties of the office.

(b) The Recording Secretary shall keep a true record of the proceedings of all meetings of the Club and Board of Directors.

(c) The Recording Secretary shall conduct the correspondence of the Club and Board of Directors and shall keep a true record of such correspondence.

(d) The Recording Secretary shall perform such other duties as would be normally classified as secretarial duties of the Club except those assigned to the Membership Secretary.

(e) The Recording Secretary shall submit a report summarizing all matters of interest for the year at the Annual Meeting.

**Section No. 5. - Membership Secretary.**

(a) The Membership Secretary shall attend Board of Director and Member Meetings; collect, process, record dues; and manage the Club's membership computer database. The Membership Secretary shall follow-up with any member issues relating to membership and dues and responds to inquiries from members; submit a monthly Membership Report to the Board of Directors and process membership cards for new and renewal club members.

These dues monies and the membership record form shall be turned over to the Treasurer and verified by the Treasurer prior to the bank deposit in a timely manner.

The Membership Secretary shall have a competent level of computing skills to provide efficient management of the membership database and act as Chairperson of the Membership Committee.

(b) The Membership Secretary shall receive all applications for membership in the Club and shall process them as provided under Article III, Sections #3 and #4.

(c) The Membership Secretary shall turn the monies of the Club over to the Treasurer as soon as conveniently possible and take the Treasurer's receipt for them.

(d) The Membership Secretary shall send notice via email to the membership of the Annual Dues and note that membership expires October 1<sup>st</sup> during the months of July, August and September, prior to the expiration date of October 1<sup>st</sup>.

The Membership Secretary shall also include that if dues are paid by October 31st, there will be no late fee assessed. Membership renewals paid after November 1st and before December 31st will carry a late fee of \$25.00. After December 31st, Membership Club privileges shall be suspended and subject to a New Membership application fee in addition to the Annual Dues payable.

(e) The Membership Secretary shall keep a true record of all members.

(f) The Membership Secretary shall keep a true record of all applicants denied admission to the Club.

(g) The Membership Secretary shall submit a complete report of the Club's receipts at the Annual Meeting or to the Board of Directors on demand.

(h) The Membership Secretary shall be bonded by an amount authorized by the Board of Directors and approved by the President. The amount of the bond should be equal to, or greater than, the current or forecasted cash balance in all accounts held by the Club.

**Section No. 6. - Board of Directors.**

(a) The Board of Directors shall, at an organization meeting held promptly after the annual meeting, elect a Chairman to preside at their meetings. The Chairman shall serve for a term of one year or until the next election of a Board of Directors.

(b) In the absence or incapacity of the Chairman, the Vice-President of the Club shall exercise the duties of the Chairman of the Board of Directors.

(c) The Board of Directors shall meet monthly, or at the call of the Chairman of the Board or the President of the Club.

(d) The Board of Directors shall determine that the Membership Secretary and the Treasurer are bonded in a proper amount for the protection of the club property.

(e) The Board of Directors may cause the books of the Membership Secretary and the Treasurer to be audited at any time that they deem necessary.

(f) Expenditures for any unusual bills over \$500.00 shall be approved by a majority vote of the Board of Directors, a quorum being present.

- (g) The Board of Directors shall, by their votes, direct the Officers in the management of the affairs of the Corporation.
- (h) The Board of Directors or their duly appointed agent shall have the power to make leases or contracts in the transaction of the business of the Club. Approval of such transactions shall be by majority vote, a quorum being present.
- (i) The Board of Directors shall be responsible for the enforcement of all Rules and shall enlist and appoint whatever additional help is necessary to assure that the rules are properly and adequately enforced.
- (j) Nine (9) members shall constitute a quorum at any meeting of the Board of Directors.

**Section No. 7. - Duties not defined.**

Duties of any officer of the Club or of any Committee not defined by the Bylaws shall be determined by the Board of Directors.

## ARTICLE VII

### -Committees-

**Section No. 1.**

The President shall, at the Annual Meeting or at the next regular meeting, appoint the following committees from the members of the Club; to serve until the next annual Meeting or until their successors have been appointed and qualified.

- (a) A Fishing Committee of three (3) Members or more.
- (b) A Game Committee of three (3) Members or more.
- (c) A Range Committee of three (3) Members or more.
- (d) An Archery Committee of three (3) Members or more.
- (e) An Entertainment committee of three (3) Members or more.

- (f) A Membership Committee of three (3) Members or more.
- (g) A Beverage Committee of three (3) Members or more.
- (h) A Bylaws Committee of 3 Members or more.

### **Section No. 2 - Nominations**

The President shall, subject to the approval of the Board of Directors, appoint a Nominating Committee of three (3) Members at the regular meeting two (2) months prior to the Annual Meeting.

### **Section No. 3 - Committee Appointments**

The President shall, with the approval of the Board of Directors at any time, appoint such other committees, as deemed necessary for the well-being of the Club, and shall appoint as many members to the committee as the President, with the approval of the Board of Directors, shall deem appropriate for the functions of the committees.

## **ARTICLE VIII**

### **-Duties of Committees-**

#### **Section No. 1. - Fishing Committee.**

- (a) The Fishing Committee shall make application for, receive, distribute and feed all fish authorized by the Club.
- (b) The Chairman shall notify the other members of the Committee of the time and place of the arrival of all fish received by the Club.
- (c) The Fishing Committee shall recommend to the members such rules, as it deems necessary for the proper control of any fishing activities, which are within the Club's property.
- (d) The Committee may select additional helpers if necessary.

**Section No. 2. - Game Committee.**

- (a) The Game Committee shall make application for, receive, distribute and feed all bird and game authorized by the Club.
- (b) The Chairman shall notify the other members of the Committee of the time and place of arrival of all birds and game received by the Club.
- (c) The Game Committee shall recommend to the members such rules as it deems necessary for the proper control of any birds and game, which are within the Club's property.
- (d) The committee may select additional helpers if necessary.

**Section No. 3 - Range Committee.**

- (a) The Range Committee shall supervise the range and related activities of the Club subject to the approval of the Club members.
- (b) They shall be responsible for all property of the Club used in such activities.
- (c) The Committee may select additional helpers if necessary.

**Section No. 4. - Archery Committee.**

- (a) The Archery Committee shall supervise the archery facilities and related activities of the Club members.
- (b) They shall be responsible for all property of the Club used in such activities.
- (c) The Committee may select additional helpers if necessary.

**Section No. 5. - Entertainment Committee.**

The Entertainment Committee shall propose and have charge of all programs for the entertainment of the Club unless otherwise ordered by vote of the Club members.

**Section No. 6. - Nominating Committee.**

The Nominating Committee shall submit a list of nominations for Officers and Directors of the Club to the Annual Meeting.

**Section No. 7. - Beverage Committee.**

The Beverage Committee shall oversee the operations of the Bar, which includes, but is not limited to, setting bar prices, managing bartenders and staff, and setting bar rules with Board of Directors approval.

**Section No. 8. - Bylaws Committee.**

The Bylaws Committee shall review the Bylaws yearly and present any updates to the Board of Directors.

**ARTICLE IX**

**-Dues and Fees-**

**Section No. 1. - Dues and Fees.**

All dues and fees, including initiation fees, will be determined by the Board of Directors, after consideration of the operating budget of the Club.

**Section No. 2. - Dues Payable.**

Dues shall be payable on October first (1<sup>st</sup>) for the ensuing year. (See Article: III, Section No.6 (b).



## ARTICLE X

### -Liability-

#### **Section No. 1. – Liability Claims**

The Club membership limits its liability in that no claims may be made against the total membership in any claim or personal injury out of accident or negligence of any member or body of members.

## ARTICLE XI

### -Amendments-

#### **Section No. 1. - Filing of Proposal.**

Intended amendments proposed by the Bylaw Committee to these Bylaws must be filed in writing with the Recording Secretary and read in full to the members at the regular meeting previous to the one in which action is to be taken.

#### **Section No. 2. - Notice.**

Notice of an intended amendment to the Bylaws must be contained in the notice calling the meeting at which such action is proposed to be taken.

#### **Section No. 3. - Vote.**

The Bylaws may be amended at any meeting of the Club provided that the other actions of this article have been properly carried out and provided that the amendment receives two-thirds of the votes, a quorum being present as provided in Article IV, Section #4, Paragraph (a). thirty (30) members' quorum.

## ARTICLE XII

### **-Rules of Procedure-**

#### **Section No. 1.**

The rules contained in "**Roberts Rules of Order Revised**" shall govern the meetings of the club in all cases to which they are applicable, and in which they are not inconsistent with the Bylaws or the Special Rules of Order of the Club.

## ARTICLE XIII

### **-In the Event of Dissolution of the Club-**

#### **Section No.1**

(a) The property of the Club shall include real estate in the Commonwealth of Massachusetts, together with all improvements and all other property assets belonging to Nipmuc Rod and Gun Club, Incorporated.

#### **Section No. 2**

(b) Upon dissolution of the Club all properties of any kind shall be liquidated or assigned a fair market value and after all debts and obligations have been satisfied or otherwise provided for, the resulting monies shall be distributed to non-profit charities, agencies or scholarships as the membership at that time feels proper.

### **Amendments**

These Bylaws were last updated and voted upon by the Membership at the Annual Meeting with the then current amendments on September 20, 2022.

Attested:  
Membership  
Nipmuc Rod and Gun Club, Inc.  
Annual Meeting  
September 20, 2022