



PEMIGEWASSET VALLEY FISH & GAME CLUB

Beede Road • Holderness, NH

BYLAWS

Revised and adopted March 31, 2005 at Club's Annual Meeting

ARTICLE I

TITLE

Section I. The title of this Club shall be the Pemigewasset Valley Fish and Game Club. Inc.

ARTICLE II

PURPOSE AND GOALS

Section I. A. PURPOSE: The purpose of this club is to improve the hunting and fishing conditions of this state, to create a friendly feeling among those interested in these sports, to protect our environment, and to promote appreciation for our natural heritage.

B. GOALS: The goals of this club are:

1. The conservation of habitat, fish and wildlife;
2. Good sportsmanship, safety and outdoor ethics;
3. The proper management of fish and wildlife resources;
4. And the promotion and preservation of the shooting sports.

Section II. Said corporation is organized exclusively for charitable purposes including, for such charitable purposes, the making of distributions to organizations under section 501(C)(7) of the Internal Revenue Code of 1986, and amendments thereto, as well as corresponding provisions of any future Internal Revenue Law. The organization seeks to create a friendly feeling among persons interested in fishing and hunting in the State of New Hampshire in order to foster respect for the protection and propagation of fish and game.

Section III: No part of the net earnings of the corporation shall enure to the benefit of, or be distributed to its members, officers, directors, trustees, private shareholders or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes as set forth in Article First hereof. No part of the activities of the corporation shall be the carrying of propaganda, publishing or distributing statements 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 any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not be carried on (a) by a corporation, exempt from Federal Income Tax under section 501(C)(3) of the Internal Revenue Law or (b) by a corporation, contributions to which are deductible under section 170(C)(2) of the Internal Revenue Law. The corporation will not engage, other than as an insubstantial part of its activities, in activities which are not in furtherance of the charitable purposes set forth in Section Second hereto.



Section IV: Upon the dissolution of the corporation the Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose all assets of the corporation exclusively for the charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(C)(3) of the Internal Revenue Code of 1986 and amendments thereto as well as the corresponding provision of any future United States Internal Revenue Law, as the Executive Committee shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is then located, exclusively for such purposes and to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

OFFICERS

Section I. The officers of this club shall consist of a President, a Vice President, a Secretary and a Treasurer who are paid-up, current members.

ARTICLE IV

EXECUTIVE COMMITTEE

Section I. The Executive Committee shall consist of the four Club officers, and a Board of Directors of twelve members. They shall be paid-up, current members.

ARTICLE V

DUTIES OF THE OFFICERS, DIRECTORS, AND EXECUTIVE COMMITTEE

- Section I.** **PRESIDENT.** The President shall preside at all meetings of the Club, Executive Committee, and Board of Directors, appoint all special committees not otherwise provided for and perform such other duties as usually appertain to this office. The president shall have a vote at all meetings only to break a tie vote.
- Section II.** **VICE-PRESIDENT.** The Vice President should assist the President in the discharge of his duties, and in the absence of the president perform the duties of that office.
- Section III.** **SECRETARY.** The Secretary shall keep a correct record of all meetings of the Club, conduct all correspondence and perform all duties pertaining to this office.
- Section IV.** **TREASURER.** The Treasurer shall keep a detailed account of all funds received and all funds expended, and shall render at the annual meeting, or at any time when so requested by the Club or Executive Committee, a full statement thereof. He shall hold all moneys of the Club for the benefit of the Club, giving a receipt for the same, agreeing to transfer said moneys and all property he may have in his possession belonging to the Club to his successor.
- Section V.** **BOARD OF DIRECTORS.** The Board of Directors shall have supervision of all property of the Club, make and keep a true inventory of the same and audit the books of the Secretary and Treasurer at the end of the year or at any other time the Club or the Executive Committee may determine.



Section VI. EXECUTIVE COMMITTEE.

- A. The Executive Committee shall have complete power to manage the Club, to raise funds in any manner not inconsistent with the Articles of Association, By Laws, or policies of the Club and to perform all other necessary functions.
- B. The Executive Committee is authorized to make such expenditures as required to meet the Club's financial obligations.
- C. The Executive Committee shall act as the Disciplining Authority.
- D. Each member of the Executive Committee except the President shall have one vote at Committee meetings.
- E. Decisions or actions of the Executive Committee may be overruled by a 2/3 vote of the members at any regular or special Club meeting.

ARTICLE VI

MEMBERSHIP

- Section I. Senior members shall consist of any person 16 years or over.
- Section II. Junior members shall be youth under 16 years old and shall be admitted without voting privileges.
- Section III. Honorary members may be voted by the Club or Executive Committee without restriction to number. All such memberships shall be for life.
- Section IV. Complimentary members may be voted by the Club or Executive Committee but not to exceed five (5) in any membership year. All such memberships are annual.
- Section V. The membership year shall be from April 1st until the ensuing March 31st. All memberships terminate March 31st, except honorary which are for life.

ARTICLE VII

FISCAL YEAR

- Section I. The fiscal year shall be from March 1st to the last day of February, inclusive.

ARTICLE VIII

DUES AND SPECIAL FEES

- Section I. **DUES.** The dues of the members of this Club shall be set by the Executive Committee.
- Section II. **SPECIAL FEES.** Special user fees, such as range and activity fees, shall be set by the Executive Committee or their designee.

ARTICLE IX

GIFTS AND ASSESSMENTS

- Section I. No special assessments may be made against the members of the Club. Voluntary contributions may be solicited for specific or general purposes.
- Section II. Gifts and bequests may be accepted by the club in any form or amount and for any use compatible with the Articles of Association, By Laws, and purposes of the Club.



ARTICLE X

ORDER OF BUSINESS

Section I. At general meetings of the Club the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

1. Salute to the Flag of the United States of America
2. Minutes of the last meeting
3. Report of the President
4. Report of the Secretary
5. Report of the Treasurer
6. Report of Committees
7. Report of the nominating committee at the annual meeting
8. Elections at the annual meeting
9. Unfinished business
10. New business
11. Adjournment

Section II. At meetings of the Board of Directors or the Executive Committee the order of business, unless directed by majority vote of those present, shall be as follows:

1. Reading of the minutes of the last meeting
2. Report of the Secretary
3. Report of the Treasurer
4. Report of committees
5. Unfinished business
6. Election/appointment of new officers
7. New Business
8. Adjournment

ARTICLE XI

MEETING TYPES AND PROCEDURES

Section I. Regular meetings shall be held at such times and dates as determined by the Executive Committee. There shall be at least one Club meeting in each quarter of the membership year.

Section II. The annual election of officers and Board members and the presentation of the annual financial report shall be at the Annual Meeting which shall be held on the last regular meeting of March or as determined by the Executive Committee.

Section III. Executive Board meetings shall be held at least once in each quarter of the membership year.

Section IV. Special Meetings:

- A. The President may at anytime call a special meeting of the Club or Executive Committee, or when so requested in writing by ten or more members. Said meeting shall be publicized at least 10 days prior to the day of meeting.
- B. The 10 day notice may be waived with the approval of ten or more of the Executive Committee for Executive Committee meetings only.

Section V. Robert's Rules of Order (latest edition) shall be the parliamentary authority for all matters of procedure in which they are consistent with the Articles of Association and By Laws, or any special rules the Club may adopt, unless otherwise agreed to by a 2/3 majority vote before the first order of business is introduced.



ARTICLE XII

QUORUM

- Section I. **CLUB MEETINGS:** Twenty-five members of the Club shall constitute a quorum for the transaction of business at any Club meeting.
- Section II. **BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE:** A majority of the current Board of Directors or Executive Committee shall constitute a quorum at their respective meetings.

ARTICLE XIII

ELECTION OF OFFICERS AND DIRECTORS

- Section I. **OFFICERS:** The officers shall be elected at the annual meeting for one year terms.
- Section II. **DIRECTORS:** Four Directors shall be elected at the annual meeting for a term of three years.
- Section III. **ASSUMPTION OF DUTIES:** Those elected each year shall take office at the conclusion of the meeting at which they are elected.

ARTICLE XIV

VACANCIES

- Section I. When a vacancy occurs in the office of the President, the Vice-President shall become the President for the remainder of the term. If the Vice-President does not accept this appointment the Executive Committee shall appoint a President from among its members for the remainder of the term.
- Section II. A vacancy in any other office or Board position should be filled by appointment by the President subject to approval of the Executive Committee. They will serve until the next annual election. The election will be for the remainder of the original term.

ARTICLE XV

MODE OF ELECTING OFFICERS AND DIRECTORS

- Section I. The Nominating Committee, appointed by the President, shall at the annual meeting nominate a slate of officers and Directors. Additional nominations may be made from the floor.
- Section II. A. The mode of electing officers and Directors shall be by ballot at the annual meeting. If there is more than one nominee for any officer position, the nominee with the most votes shall be declared elected. If there are more than four nominees for the 3-year Director's positions, the four nominees with the most votes shall be declared elected. If there is more than one nominee to fill each specific Board vacancy (to be served for the balance of that term), the nominee with the most votes shall be declared elected to that position.
- B. A voice vote may be entertained for any office having only one candidate.
- Section III. All officers and Directors elected shall hold office until their successors are elected unless resigning or being removed for cause earlier.



ARTICLE XVI

DISCIPLINARY ACTION AND TERMINATION OF TERM OF OFFICE

Section 1. CHARGES

A. NON-PAYMENT OF DUES. Membership shall be terminated for non-payment of Club dues. A member dropped solely for non-payment of dues shall be reinstated automatically upon payment of current club dues.

B. Members may be admonished, suspended from certain privileges or offices, or expelled from club membership for any of the following reasons:

1. Misuse or appropriation of club property or facilities.
2. Disregard of the safety of themselves and/or others while on club property.
3. Disregard for published or posted Club Rules and Range Safety Rules.
4. Conduct detrimental to the club or at odds with the Club's Purpose and Goals.

Section II. ACTION:

A. Disciplinary action shall be initiated only upon presentation to the Executive Committee of a written petition for disciplinary action submitted by at least two members not from the same household or by a Club officer or Board member. The Executive Board may at its option conduct an investigation to determine that a violation of disciplinary or Safety Rules has occurred. Jurisdiction under this provision shall be accepted upon a majority vote of the Executive Committee by secret ballot. If the Committee considers that the charges do not allege conduct which would be prejudicial to the Club it may refuse to entertain jurisdiction.

B. Upon accepting jurisdiction and after completion of an investigation, if any, the Executive Committee shall vote on the action to be taken, including but not limited to no action, expulsion or any alternative to expulsion. A two-thirds vote shall be necessary for expulsion, a majority vote for any other action. The vote of the Committee shall be final.

Section III. REINSTATEMENT:

A. A member expelled by the Executive Committee may at any time apply to the Committee for reinstatement which may be granted or withheld for any reason or no reason by a majority vote of the Committee.

ARTICLE XVII

AMENDMENTS

Section I. These By Laws shall not be altered or amended except in the following way. Amendments may be submitted in writing signed by ten or more members in good standing and read at a regular or special meeting previous to being acted upon. If accepted by a two-thirds vote of members present and voting at a subsequent meeting, provided there is a legal quorum present, they shall be declared adopted.