

# Philmont Rod and Gun Club, Inc

## By-Laws

February 24<sup>th</sup> 2020

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## ARTICLE I

### 1. INTRODUCTION

#### 1.1. Name of the Club

This Club shall be known as the Philmont Rod and Gun Club, Incorporated, located in Philmont, New York. The Club shall have a Seal, carrying its indenture, as provided for in the Charter of Incorporation.

#### 1.2. Object of the Club

The Club is a non-profit organization and is dedicated and committed to the following goals: To provide land and facilities for its members for shooting, hunting, fishing, trapping and other outdoor sports; to support laws promoting shooting, hunting, fishing and trapping; to support the conservation of natural resources and protection of wildlife; to protect the Second Amendment to the United States Constitution, the right to keep and bear arms; to promote sportsmanship and hunter safety; and, to educate our youth and others by example, organized training and events sponsored by the Club. The Philmont Rod and Gun Club, Inc., does not discriminate against any person because of gender, race, color, creed or national origin.

#### 1.3. Courtesy Cards

Courtesy cards may be issued to those landowners who allow the Club to post or use their land. This courtesy card will state either the land of the landowner or the lands of the Philmont Rod & Gun Club and will entitle the holder to use the lands as specified on the card.

## ARTICLE II

### 2. OFFICERS AND ELECTIONS

#### 2.1. Officers

The Officers shall be chosen from the regular membership of the Club and shall consist of a President, a Vice President, a Treasurer, a Secretary, and Directors consisting of nine (9) members for a total of thirteen (13). These Officers shall comprise the Board of Directors. The Officers shall continue in office until their successors are installed at the beginning of the calendar year.

#### 2.2. Election of Officers

Every two (2) years the President, Vice President, Secretary and Treasurer will be elected to two (2) year terms with their terms expiring in the odd number years. The Directors will also serve two (2) year terms with four directors term expiring in the odd years and five directors term expiring in the even years.

##### 2.2.1 Nominating Committee

The Nominating Committee will consist of a minimum of 2 regular or life members. One (1) member will be designated the Chair person.

1. The Nominating Committee Chair Person will be appointed at the January meeting.
2. The committee will review the records of incumbents and other qualified Club members when developing a slate. All candidates interested in running for office must contact the Nominating Committee by August 15th.
3. The Nominating Committee will inform each candidate of their responsibilities while a member of the Board of Directors. This will also include their introduction on election night.
4. In July of each year the Nominating Committee will review the records of all incumbents to check the performance of all the Directors or Officers not up for election to see if these members of the Board have met the performance criteria as set forth by the Board. If the criteria have not been met the Nominating Committee will report to the Board their finding.

##### 2.2.2 Nominating Procedures

The nomination of Officers and Directors will be made at the September meeting. Nominations will be made by the Nominating Committee and from the floor.

1. A slate of Officers and Directors will be submitted by the committee. Nomination of the slate will be by a motion to accept the slate, and a second.
2. The officer presiding at the meeting will ask for additional nominations from the floor for the following positions separately: President, Vice President, Treasurer, Secretary and Director.

3. Each nomination from the floor for a position will be accepted on a motion and a second.
4. A member may be nominated for 1 position only.
5. Prior to the conclusion of the nomination process, the Secretary will review the nominees for each of the elected offices and the presiding Officer will seek additional nominees prior to closing of nominations. Nominations will be closed by a motion to close, a second and carried by a simple majority.

### 2.2.3 The Election

The election will be held during the October annual meeting. The meeting is turned over to the Nominating Committee Chair Person who will conduct the election. The secretary will prepare paper ballots with the names of nominees printed on the ballot prior to the meeting. The ballot will contain room for write in votes and will clearly state how many selections may be made on the ballot. there will be a single ballot for all positions.

1. The candidates receiving the highest number of votes at their position will be elected to that position.
2. Tie votes will require a separate ballot between the tied candidates.
3. Any ballot with more candidates checked than available for the position are voided.
4. Ballots will be counted by the Nominating Committee. If a committee member is also a candidate, he or she may not participate in counting of the ballots for that office. Any member present other than the candidates, may observe the count.

### 2.2.4 Election of Board Chairperson

After January 1st, and prior to the first meeting in January, the President will call a meeting of the Board of Directors. The meetings purpose will be to elect the Chairperson for the Board. The Chairperson shall be chosen from the 9 elected director positions and the secretary and treasurer for a one year term.

## ARTICLE III

### 3. DUTIES OF OFFICERS

#### 3.1. President

It shall be the duty of the President to preside at all meetings of the Club and to provide guidance and leadership to the membership. The President shall be the representative of the Club for legal matters and shall have wide discretionary powers in the administration and conduct of the affairs of the Club. However, they shall cooperate fully with recommendations, if any, of the Board of Directors.

#### 3.2. Vice President

In the absence of the President or in the inability of the President to perform their duties, the Vice President shall preside at meetings and shall perform all of the duties of the president.

#### 3.3. Treasurer

It shall be the duty of the Treasurer to oversee the management and reporting of the club's finances. and to pay all bills of the Club. The Treasurer shall maintain the financial records of the Club and shall report same at regular monthly meetings. The Treasurer shall maintain all bank, checking accounts and any other investments and perform any other duty pertaining to their office.

#### 3.4. Secretary

It shall be the duty of the Secretary to keep the roll call and all minutes and transactions of regular and special meetings. To keep a monthly current running membership of the club. To receive all dues and new membership monies collected by the club and to pay or deposit the same amount to the Treasurer. They shall send all correspondence, notices, oversee any newsletter publication, electronic publication and oversee any official website for the club and perform any other duties pertaining to their office.

#### 3.5 Chairman and Board of Directors

In the absence of the President and Vice president, the Chairman of the Board of Directors shall preside at the meetings and shall perform all the duties of the president. The Chairman shall preside at all meetings of the Board of Directors. The Chairman of the Board shall be elected from the current Board of the Directors at the first Board of Directors meeting of the new year.

It shall be the duty of the Board of Directors to take responsibility for the general supervision of the business of the Club. The Board shall have the power to terminate or suspend a member of the club when they deem it is just and proper for the good of the club and the safety of the members. The board of Directors has the power to fill any vacancy on a temporary basis, until the next regularly scheduled election. At that time that position will be put up for election to fill the unexpired term. The Board of Directors by majority vote has the power to discharge an incumbent or sitting Officer or Director based on that Officer/Director's performance. The Board is responsible to see that all of the rules of the Club are complied with for the safety of the members and shall insure the enforcement of all rules and laws. The Board of Directors shall review Club finances on a regular basis and make any required recommendations to the membership. The Board of Directors shall prepare an annual budget and shall have the power to veto any spending proposals passed by the membership, if two thirds (2/3) of the Board of Directors present agrees on the veto.

## ARTICLE IV

### 4. MEMBERSHIP

#### 4.1. Membership Requirements

Any person, 12 years of age or older with a residence (voting address) in Columbia County or with a parent or legal guardian whose residence is in Columbia County is eligible to join the Philmont Rod and Gun Club, Inc. A land owner who is not a resident of Columbia County who designates his lands open for Club Members use may join the Club at the discretion of the regular members.

Members, who are not residents of Columbia County (voting address), except those who originally joined the club as Columbia County residents, shall not exceed 20% of total membership. Members who are not residents of Columbia County (voting address) cannot comprise a majority on the board of directors or during any meeting when a vote on club business occurs.

#### 4.2. Types of Membership

There shall be four types of membership: Regular, Social, Junior and Life.

##### 4.2.1. Regular Members

A regular member is a person who has been accepted as such by the voting membership and who has paid any required dues and fees. A regular member is entitled to all of the rights and privileges of the Club including, but not limited to: attending meetings; participating in club events; holding office, voting on issues, by-laws, elections, and membership; use of club facilities; and, hunting, fishing, trapping and otherwise using club lands and lands posted by the club.

##### 4.2.1.1. Life Members

Any regular member of the Club in good standing for a minimum of 15 years of consecutive continuous service may at their own request and approval of the Board of Directors, be placed on the active exempt roll for life upon meeting the following criteria:

1. Having accrued a combination of age points, plus years of service points, that equal 84 or more; and
2. A minimum of 15 years of consecutive continuous service as a Regular Member.

These regular life members shall be exempt from all regular dues requirements, regular work party requirements & shall enjoy all the privileges of the Club for the rest of their life. Life Members are subject to specialty fees such as Trap, Pheasants Hunting and programs alike. Once a Life Member, Service Units will stop accruing.

##### 4.2.1.2 Junior Members

There shall be a junior membership open to all persons at least twelve 12 years of age, but not having reached their eighteenth (18th) birthday. Junior members are Regular members but may not hold office or vote. Junior membership years do not count toward the 15 years of consecutive continuous service for Life membership point requirements.

Persons may join the Club as junior members by submitting the usual membership application accompanied by dues outlined in section 4.6. There shall be no initiation fee accompanying the application. The membership application will thereafter be acted upon in the same manner as for a regular member.

#### 4.2.2 Social Members

A social member is a person 18 years of age or older who has been accepted as such by the voting membership and who has paid any required dues and fees. A social member is entitled to use club's facilities, range, club lands, attend meetings, and participate in club events. They may not hold office, buy bonds, vote, or hunt, fish, trap on club lands or lands that are leased or posted by the club.

Social Members cannot use club hunting lands during any hunting season.

Social members are eligible for regular membership after one year of their date of acceptance as a Social member. The member at that time may petition the Board of Director to become a full member. The member's dues will then reflect the cost of a regular members dues scale and if any additional dues to become a Regular member will be due at that time including the purchase of 2 Club Bonds. The member will then become a Regular member. At that date service requirements for Life membership will start.

#### 4.3 Membership Ceilings

Maximum Membership shall be reviewed as necessary by the board of directors base on the needs of the membership of the club. Secretary's club roles will state current membership ceiling.

#### 4.4. Application for Membership

All applications for membership shall be submitted on a form approved by the Board of Directors. The applications shall: indicate the type of membership(s) applied for; indicate the date it was completed; indicate the name & date of birth, address and telephone number of the applicant; and, be signed by the applicant. The applicant must meet with the membership committee prior to acceptance into the club. The membership committee will make a recommendation on the applicants at a regular meeting [to] who will be accepted or rejected by majority vote at a regular meeting.

Said applications shall lay before the regular members for 30 days minimum and shall be voted upon at the next regular meeting if the ceiling for the type of membership applied for permits. Prior to voting, the initiation fee and any required dues must be paid in full.

#### 4.5. Obligation of New Members

Each new member must attend at least three (3) meetings and three (3) assigned work details during the first year of membership or face suspension or termination. Upon request of the new member, this requirement may be waived or modified by the Board of Directors if sickness, employment or other reasonable factors prohibited fulfillment of the requirement of the member.

##### 4.5.1 Obligation of Existing Members

Each member is required to work a minimum of five (5) hours per year or pay an additional work party fee which will be due with the dues for the upcoming year. All hours are required to be worked or the work party fee will be imposed. Work details will be posted by committee chairmen and/or officers in lower clubhouse and completed work and hours must be verified and signed by the chairman of the event, by a member of the Board of Directors or by an officer of the club on the back of your membership card. This card is the record of work party hours worked and must be submitted with your yearly dues paperwork. Failure to submit your work party record card will result in the work party fee being imposed. Upon request of the member this requirement may be waived or modified by the Board of Directors if sickness or other reasonable factors prohibited fulfillment of the requirement of the member. Life Members, Active Military Members & Undergrad College Student Members are exempt from the yearly work party requirements. Junior Members are also exempt from yearly work party requirements but are encouraged to get involved in the club.

#### 4.6. Membership Dues

The dues of regular members shall be determined by the Board of Directors and can be modified at any time. The dues should be calculated by dividing the Club's proposed operating expenses by the number of dues paying members.

Operating expenses shall be those expenses directly attributed to the maintenance and ownership of Club lands and property, including but not limited to, county and school taxes, income taxes, insurance premiums and utility bills as determined by the Board of Directors.

Current Dues for members aged twelve (12) to thirteen (13) years of age shall be free.  
Current Dues for members aged fourteen (14) to seventeen (17) years of age are listed on the current application.  
Current Dues for a social member are listed on the current application.  
Current Dues for a regular member are listed on the current application.

Upon annual written request, the dues of a regular member who is a tuition paying full time undergraduate college student or who is an active member of the armed forces during his first enlistment or deployed shall be waived. Any member of the club who becomes a member of the armed forces on active duty, dues will be waived while on title 10 active duty.

The payment of dues entitles a member to the rights and privileges the Club has to offer consistent with the type of membership other than the purchase or disposal of real property exceeding one thousand dollars (\$1,000.00) in value.

#### 4.7. Initiation Fees

The initiation fee for a Regular Member or Social Member shall be equal to one years regular dues rate. All new Regular members shall be required to purchase two (2) club bonds (Value totaling \$10) as part of their initiation requirement. Social Members may not buy bonds. Junior Members are exempt from the initiation fee and may not buy bonds. Current initiation fees are listed on the current application.

#### 4.8. Immediate Family Member of a Regular Member

Any member who is in good standing with the Club, who has a immediate family member (Father/Mother, Sibling, Child, Grandchild) who is eligible to join the Philmont Rod and Gun Club, will be allowed to join the Club upon approval of the regular membership even if the ceiling described in Section 4.3 will be exceeded.

#### 4.9. Purchase/Disposal of Real Property

All regular members shall be entitled to purchase bonds in the club. Only bond holders shall have the privilege of voting on the purchase or disposal of any real property exceeding One Thousand dollars (\$1,000.00) in value. A vote of 75% of the bond holders present for the vote in favor is required for passage. Bonds must be physically presented at the time of the vote.

#### 4.10. Disposition of Bonds

Any bond holder whose membership is terminated in this club for any reason or the estate of a deceased member, shall dispose of their bonds within ninety (90) days of such termination or death by presenting the bonds to the Board of Directors, who will instruct the Treasurer to redeem same at the price the member paid for it. Any regular member buying bonds shall understand at the time of purchase that they are not transferable, and saleable to the Club only. If all bonds in the terminated or deceased member's name are not redeemed within ninety (90) days, the bonds shall revert to the treasury of the club.

#### 4.11. Member Access to Private Land via Club Property

No member of the Philmont Rod and Gun Club will be allowed to cross over land or lands of the Philmont Rod and Gun Club to gain access to his or her own private property.

#### 4.12. Suspension/Revocation of Membership

Where the Board of Directors determines that a Club member has discredited the Club's reputation, the member may have his/her membership suspended or revoked:

1. Upon conviction for a misdemeanor or felony;
  2. For a violation of the Club by-laws or other procedure or rule voted upon at a regular or special meeting;  
or,
  3. For causing damage to, depriving the lawful owner the use of or inflicting injury upon any Club member, non-member, Club property, private property or public property regardless of whether such act was intentional or unintentional or whether legal proceedings were instituted as a result of such action.
- By simple majority of the Board of Directors, the Board shall recommend suspension or revocation of membership based upon Section 4.12 (1), (2) or (3).

Before a member can have their membership suspended or revoked, such member shall be informed, in writing, of the Club charges against them. If the member does not voluntarily agree to a suspension of privileges for a specified period, or voluntarily resign upon being served with charges, such member shall be entitled to a hearing before the Board of Directors providing that a quorum (7 or more) is present. The member shall have the right to face their accuser and answer the charges. After consideration of the facts and by simple majority of the members present, the Board of Directors can then suspend or revoke membership, take other action against the member as determined appropriate by the Board, or set aside the charges.

## ARTICLE V

### 5. COMMITTEES

#### 5.1 Committee Appointment

The President and / or Board of Directors shall determine and / or appoint the appropriate committees at the beginning of each calendar year or as required throughout the calendar year and said committees shall organize within ten (10) days or as soon as possible thereafter.

#### 5.2 Committee Funding

Committee chairmen will prepare an estimated budget for their respective committee. This budget will be presented to the membership for approval. In lieu of a budget, money spent by a Committee must be approved in advance by the Board of Directors or by a vote at a meeting of the membership.

#### 5.3 Committee Reporting

Said appointed committees / committee chairmen shall provide reports on their respective committee progress at monthly General Membership meetings or at scheduled Board of Director meetings. Reports received by the Board of Directors will be provided to the General Membership at the next General Membership meeting. The Board of Directors will determine from these reports the need and effectiveness of each committee.

## ARTICLE VI

### 6. INCOME

#### 6.1. Source of Income

The revenues of this Club shall be derived from initiation fees and the annual dues, and other sources which shall be used for operating expenses, equipment, maintenance and other expenses and purchases approved by the membership. The income shall not be gained for the purpose of making a profit or paying dividends to its members.

#### 6.2. Revenue from Bonds

Revenues from bonds at ten (\$10) dollars for two bonds shall be held in a separate account and be applied to the purchase of real property and improvements only. Said bonds are to be paid for at the time of issuance.

## ARTICLE VII

### 7. FORFEITURE OF MEMBERSHIP FOR NON-PAYMENT OF DUES

#### 7.1. Annual Dues

Annual dues are due on the first day of 'September' but shall be paid by no later than the last day of 'September' of that year. Failure to pay by the last day due shall result in immediate and automatic removal of the delinquent member from the active membership rolls unless reasonable factors prohibited payment of dues as scheduled and then only when approved by the Board of Directors. The removed member shall be eligible to rejoin the Club, but only after complying with all of the requirements which are placed on a new applicant for membership. In addition, the delinquent member will lose tenure toward Life Membership immediately.

## 7.2. Annual Fund Raiser

Fund Raiser money must be turned in prior to the date of the Fund Raiser or the member receiving same will be assessed the amount of the Fund Raiser on the next year's dues. Failure to pay the assessment will result in removal from the Club. Each member, except life members and junior members, must sell a minimum of \$20.00 for the year to satisfy the yearly requirement.

## ARTICLE VIII

### 8. MEETINGS

#### 8.1. Regular Meetings

The Club shall hold a regular monthly meeting on the fourth Monday of each month except December. Twelve (12) regular members in attendance shall constitute a quorum. Motions made and seconded for those votes not covered elsewhere in these By-Laws shall be carried by a simple majority of the regular members present. Starting times for the meetings shall be 7:30 P.M.

#### 8.2. Board of Directors Meetings

The Board of Directors shall hold a meeting at least four (4) times a year. A quorum shall consist of at least seven (7) members of the Board. Motions are carried by a simple majority.

#### 8.3. Special Meetings

The President shall have the power to call a special meeting as he deems proper and necessary for the good of the Club, or upon receipt of a written petition from ten (10) regular members. Motions made and seconded for those votes not covered elsewhere in these By-Laws shall be carried by a simple majority of the regular members present. Notice of Special meeting must be posted on the Club web site and sent via email to members no less than 72 hours before said Special meeting.

## ARTICLE IX

### 9. AMENDMENTS TO THE BY-LAWS

#### 9.1. Revision of the By-Laws

These By-Laws may be amended or revised at any regular or special meeting called for that purpose when approved by a two thirds (2/3) vote of the regular members present. Prior presentation to the membership, the proposed amendments or revisions shall be submitted to the Secretary thirty days (30) prior to the date when they are to be voted upon. The Secretary will ensure member notification of proposed By-Law changes at least twenty-eight (28) days prior to the meeting at which the change will be presented for a vote of approval.

#### 9.2. Filing

A copy of these By-Laws shall be filed with the Secretary of State of New York State. A copy shall be posted in the lower Clubhouse and a copy shall be available to each member upon request.

#### 9.3 By-Laws Review

By-Laws shall be reviewed every 5 years or as necessary due to changes in the club.

## ARTICLE X

### 10. DISSOLUTION OF THE CLUB

#### 10.1. Distribution of Assets

Upon dissolution of the Philmont Rod and Gun Club, Inc., all assets remaining after the payment of all just debts and taxes, shall be distributed to the then active regular members as determined by the Secretary. The amount of a regular member's individual distribution will be determined by:

##### 10.1.1. Dividing Assets

Dividing the total remaining assets by the total service units for all Current Regular & Life members who are in good standing. This will be the value of one service unit.

### 10.1.2. Service Units

The value of one service unit will be multiplied by the total allowable service units accumulated by each individual member. This amount shall represent the amount to be distributed to each member.

### 10.2. Computing Service Units

Service units shall be accumulated as follows:

#### 10.2.1. Earning Service Units

One service unit for each continuous year of service as a Regular member; and,

#### 10.2.2. Bond Service Units

One half (1/2) service unit for each bond purchased and maintained by a Regular or Life member, except that no member shall be allowed to accumulate for the purpose of dissolution, more service units attributable to the ownership of bonds, than service units attributable to continuous years of membership.

#### 10.2.3. Life Member Service Units

Once a member petitions and chooses to become a Life member, continuous years of service units stop accruing for the purpose of dissolution. Life members may continue to buy bonds in accordance to Article 10.2.2.