

Moore County Wildlife and Conservation Club Inc Constitution And By-Laws

Article I - Name

The official name of this organization shall be The Moore County Wildlife Club, hereinafter referred to as the Club, a non-profit organization incorporated in the State of North Carolina.

Article II – Purposes and Objectives

The detailed objectives of this club include, but are not limited to:

- A.** Advocating conservation, restoration, wise management and utilization of wildlife and other natural resources of Moore County, the State of North Carolina and throughout the nation.
- B.** Encouraging and sponsoring educational efforts to create greater public and governmental awareness of the role wildlife and other renewable resources play in providing wholesome recreation, such as hunting, fishing, camping, boating, swimming, hiking and nature study.
- C.** Instructing in and encouraging safety procedures relating to outdoor recreational activities. To minimize accidents and protect human life.
- D.** Conducting programs on firearms education, gun safety and marksmanship within the club and with the general public.
- E.** Publicizing Club policies on natural resources conservation and utilization with government, civic groups, educators and land owners to encourage optimum public access to wildlife resources.
- F.** Monitoring wildlife legislation to assure continuation of laws that feature sound management and utilization of this resource.
- G.** Preventing further degradation of air quality, forest and water resources and supporting responsible efforts toward their reclamation.
- H.** Supporting the Second Amendment to the Constitution of the United States and opposing any proposed action, which would deprive a law-abiding citizen, the right to purchase, keep and bear arms.
- I.** Upholding and abiding by the Wildlife Pledge:
I give my pledge as an American

To save and, faithfully, to defend from waste
The natural resources of my country
Its soil and minerals,
Its forests, waters, air and wildlife

- J.** Carrying-out educational programs and dealing with contributions to a fund specifically set aside for this purpose.
- K.** Affiliating with other organizations with related goals such as: The North Carolina Rifle and Pistol Association, The North Carolina Wildlife Federation, and The National Rifle Association.

Article III – Membership

Section 1. Classes of Membership. Membership in the Club shall be composed of three classes, family, associate and life. The Board of Directors shall set dues and the term with renewal dates for each class of membership.

- (a) Membership shall be open to all citizens or residents of the United States who are of good repute, have never been convicted of a crime of violence, subscribe to the purpose and objectives of the Club, and who meet the requirements for the type of membership for which application is made.
- (b) Family membership shall be open to any family residing in the United States or Moore County, which makes application, attends an orientation session, pays the required dues, attends four meetings or work sessions in a membership year, and otherwise meets all criteria. Family membership includes all members of the immediate household.
- (c) Associate membership is a family membership where a member of the family does not attend four or more monthly club meetings in one calendar year.
- (c) Life membership is a family membership which, after paying a fee to be determined by the board, has no expiration.

Section 2. Rights and Privileges of Membership

- (a) All Family, associate, and life members have a right to receive the club newsletter via United States Postal Service or e-mail. The Board of Directors shall determine the delivery method.
- (b) All members are encouraged to attend the monthly club meetings. Each member shall have the right to voice input on each topic brought up at the monthly meetings.
- (c) All members shall have the right to use the facilities, grounds, and participate in club activities within the rules set by the Board of Directors or committee chairmen for the activity.
- (d) Members 18 years and older have the right to vote at annual meetings for selection of the Board of Directors. They also have the right to vote at annual meetings as described in Article XII- Ammendments.

Section 3. Voting. All members 18 years of age or older may vote at the annual meeting as described in Article XII – Amendments. All members 18 years of age or older may vote at the annual meetings for the selection of the Board of directors.

Section 4. Expiration, Suspension and Expulsion.

- (a) The Board of Directors shall determine terms for the Club membership year.
- (b) A member may be suspended or expelled from membership in the Club for cause by a majority vote of the Board of Directors.
- (c) No vote on suspension or expulsion of a member may be taken except for cause determined by the Board or members unless the secretary shall have given notice of the proposed suspension or expulsion, together with charges which are thought to merit such action, and notification of the member's rights to

request a hearing on the charges. These are to be forwarded to the accused member not less than 15 days prior to the date of the meeting of the Board of Directors at which the vote on suspension or expulsion will be taken.

If the member does not request a hearing on the charges, he/she will be deemed to have waived the right to a hearing on the matter, and indicated the willingness to abide by the decision of the Board of Directors. If the member requests a hearing, the Board of Directors must convene a hearing within 30 days, at which the accused member shall have the right to confront his/her accusers, examine witnesses and present evidence bearing on the charges. At the completion of the hearing, the Board of Directors, by majority vote, may: affirm the charges and impose some lesser penalty, or reject the charges.

- (d) Charges against a member may be brought by any member of the Club in good standing, but they must be made in writing, with supporting documents, if any, attached. Charges should be submitted to the attention of the Secretary or President of the Club.

Section 5. Resignations. A member may resign from the Club by letter to the Secretary. Resignations are to be effective upon the date received, unless a later date shall be specified therein. Resignation shall not release a member from any financial obligations to the Club previously incurred, nor shall any member be entitled to any refund or dues or fees paid to the Club.

Article IV – Club Meetings

Section 1. Annual Meeting. Annually, in November the Club members shall meet for election of directors and transaction of business as may properly come before the meeting. The Board of Directors shall adopt a budget for the coming fiscal year and present it to the members. The Board of Directors shall determine the exact date, time and place the meeting will be held. Not less than 30 days notice of this meeting shall be provided to the members.

Section 2. Special Meetings. Special meetings of the Board of Directors may be held at any time, upon call of the President, a majority of the Board of Directors, or upon petition of 10% of members in good standing, which petition shall state the object of the proposed meeting. Notice of the time, place and object of any proposed petitioned special meeting shall be provided to all members in good standing not less than 15 days prior to said meeting.

Section 3. Quorum. At any annual meeting, a quorum shall consist of (1) a majority of the Board of Directors and (2) at least 5% of the membership, which minimum percentage for a quorum (i.e., 5%) shall be determined by multiplying by 100 the fraction having, as its denominator, the total number of all active family memberships (Family, Associate and Life) in the club and having, as its numerator, the number of such active member households, having at least one member of the immediate household present at such annual meeting. A Special Meeting shall require the majority of the Board of Directors.

(active households with at least 1 immediate household member present) ÷ (total of all active family memberships in the Club) × 100 ≥ 5%

Section 4. Monthly Meetings of the Members. Monthly meetings of the Members shall be held to further the Purposes and Objectives of the Club. The president shall preside over these meetings and over programs to be developed by the Programs Committee. All members are urged to attend and Family Members are committed to attend at least four meetings annually, as a dues requirement.

Article V – The Board of Directors

Section 1. Composition. The Board of Directors shall consist of 9 members, elected from among those entitled to vote and the 4 executive officers (President, Vice President, Secretary, and Treasurer) for a total of voting 13 members as provided in this article. The immediate past president will serve as an ex-officio member of the board.

Section 2. Term of Office. The term of office of a Director shall be three years, or until his successor is elected and qualified, however, that in the first election of Directors conducted pursuant to the Bylaws, one third of the Directors shall be elected to terms of one year, one third shall be elected to terms of two year, one third shall be elected to terms of three years. The terms thereafter be arranged so that one-third of the members on the board must stand for election each year.

Section 3. Powers and Duties. The governing body, as authorized by the membership of the Club, shall be the Board of Directors. The Board of Directors shall have supervision, control, and direction of the affairs of the Club, its committees and publication; shall determine with participation by the Club members, its policies or changes therein; shall actively prosecute its objectives and supervise disbursement of its funds. The Board may adopt such rules and regulations for the conduct of its business as shall be deemed advisable may, in the execution of the powers granted, delegate certain of its authority to the Executive Committee. Rules and Regulations governing the activities and properties of the Club shall be the responsibility of the Board of Directors.

Section 4. Regular Meetings. The Board of Directors shall meet to transact business of the Club and to hear the concerns of the membership on the third Tuesday of each month or on a day to be determined by the Board of Directors.

Section 5. Special Meetings. Special meetings of the Board of Directors may be called by the President, or by signed petition of not less than one-third of the Directors, which petition shall state the matters to be considered at said meeting. The time, place of such special meetings shall be determined by the President.

Section 6. Quorum. At all meetings of the Board of Directors, a majority of the Board shall constitute a quorum for the conduct of business.

Section 7. Proxy Voting. All votes at meetings of the Board of Directors shall be cast in person and not in proxy. This section is not to be constructed to prohibit taking of ballots by mail.

Section 8. Nomination and Election Procedures. The Board of Directors shall select, from among the members of the Club who are entitled to vote, a nominating Committee. It shall be the responsibility of the Nominating Committee to present nominees for all vacancies on the Board of Directors to the voting members 31 days prior the Annual Meeting. Nominations from the floor of the Annual Meeting may be made, provided that the specific vacancy(s) for which nomination is made are included in the nomination. In the event of nominations from the floor, balloting will take place between the nominees for each contested vacancy. Nominees to uncontested vacancies shall be elected by a majority vote of those members present and entitled to vote. Directors shall be elected by a majority vote of those eligible Club members at the Annual Meeting. Balloting methods shall be determined by the Board of Directors prior to the Annual Meeting.

Section 9. Suspension or Removal of Directors. The Board of Directors may, in its discretion by affirmative vote of two-Thirds of its members suspend or remove any Director for reason.

Section 10. Vacancies. Vacancies, which occur on the Board of Directors shall be filled by appointment of the President, with the concurrence of the Board, until the next regular election of Directors, at which time an individual will be elected to complete the un-expired term of office.

Section 11. Voting by Mail. Action taken by a mail ballot of the members of the Board of Directors, in which at least a majority of such Directors, in writing, indicate themselves in agreement, shall constitute a valid action of the Board if reported at the next regular meeting of such Board.

Section 12. Compensation of Directors. No Director shall receive any salary or emolument unless specifically authorized by resolution of the Board of Directors, but all such persons shall be entitled to reimbursement for expenses incurred on behalf of the Club, to such extent as, may be authorized or approved by the Board of Directors.

Article VI- The Executive Committee

Section 1. Composition. The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and one Board member (not an officer), and Who is elected by the Board.

Section 2. Powers and Duties. The Executive Committee may act in in place and stead of the Board of Directors between Board meetings on all matters, except those specially reserved to the Board by law or these Bylaws, pursuant to delegation of

authority to duly authorized committees.
Such actions of the Executive Committee shall be
Reported to the Board for ratification at the next regular
meeting of the Board.

Section 3. Call of Meetings.

The Executive Committee shall meet upon the call of the
President, proper notice being given.

Section 4. Quorum. Three members of the Executive Committee shall
Constitute a quorum for the conduct of business.

Article VII – Officers

Section 1. Number and Elections. The officers of the
Club shall consist of a President, Vice President,
Secretary, and Treasurer, elected by the membership
at the Annual Meeting for one-year
Terms. Officers
must be members in good standing of the Club, and at
least 18 years of age. No officer may hold more than one office
simultaneously, except that the office of Treasurer may also be
held by the Secretary. The Board of Directors may establish
other appointive offices as it deems proper to expedite the
conduct of the affairs of the Club.

Section 2. Powers and Duties.

(a) President. The President shall serve as Chairperson of
both the Board of Directors and The Executive
Committee, and shall preside at all meetings thereof
and at all meetings of the members. He/she shall serve
as member, ex-officio, with right to vote, on all

Committees except the Nominating Committee. He/she shall make all required appointments of standing and special committees and the chairmen thereof, subject to the confirmation by the Board of Directors. Committee chairmen, at the discretion of the President, may make committee member appointments.

At the Annual Meeting of the Club and at such other times as he/she deem proper, the president shall communicate to the members such matters and make such recommendations as may in their opinion tend to promote the welfare and increase the usefulness of the Club.

(b) Vice President. The Vice President shall perform the duties of the President in his/her absence, upon appropriate request, or in the event of the inability or refusal to act. In case a vacancy shall occur in the office of President, the Vice President shall become President and shall serve for the balance of the term.

The Vice President shall serve as the Chairperson of the Nominating Committee, and shall perform such other duties as may be assigned to him/her by the President of the Board of Directors.

(c) Secretary. The Secretary shall attend and keep minutes of all meetings of the Club, the Board of Directors, and the Executive Committee. He/she shall see that all notices are given in accordance with the provisions of state law and these Bylaws; shall be the custodian of all books, minutes, records of the Club except the Treasurer's books of accounts, and the Corporate Seal; and shall attest to all official documents and resolutions of the Club. The Secretary or his/her agent (Membership Secretary) shall receive all applications for membership in the Club; shall be responsible for collection of all dues, fees, and assessments, and shall remit it promptly to the Treasurer, obtaining a receipt therefore. They shall issue such credentials and indicia of membership as may be required

by these Bylaws or as directed by the Board, and shall be responsible for maintaining an accurate roster of all current members in good standing, including their mailing addresses and such other information as may be requested by the President or the Board of Directors.

(d) Treasurer. The Treasurer shall receive, have in charge, and be responsible for all money, bills, notes, bonds, and like property coming into his/her possession belonging to the Club. He/she shall establish and maintain proper accounting standards for the handling of the Club's funds and, shall be responsible for the keeping of the funds in such banks, other financial institutions, and/or investment media as shall be determined by the Board of Directors. The Treasurer shall report on the financial condition of the Club at all meetings of the Board of Directors, at the Annual Meeting, and at such other functions as called upon to do so by the President.

The Treasurer is responsible for assisting an Audit Committee in the conduct of an annual audit of the Club's books of account, and preparing a statement of financial condition as of the close of each fiscal year, and shall furnish a copy of such statement to each Board member. At the expiration of his/her term of office, the treasurer shall promptly deliver to the successor all books, money, and other property of the Moore County Wildlife Club in his charge or, in the absence of a successor, he/she shall deliver such properties over to the President. The Treasurer shall serve as Chairperson of the Budget and finance Committee, and shall perform such duties as may be assigned by the President or the Board of Directors.

Section 3. Vacancies. In the event of a vacancy in any office other than the President, the President shall appoint a replacement for the remainder of the term with the approval of a majority vote the Board of Directors.

Section 4. Suspension and Removal. An officer may be suspended or removed from office, for cause, by a two-thirds majority vote of the Board of Directors; provided, however that no vote on such suspension or removal shall be taken until the Secretary shall have caused notice to be served upon the accused officer, stating the nature of the charges thought to merit suspension or removal, and given the accused an opportunity to request a hearing on the charges before the Board. If such a hearing is requested, it shall be conducted in the same manner as specified in Article III, section 6(c) of these Bylaws. Any such suspension or removal from office shall have no effect upon the officer's status as a Director or member of the Club.

Section 5. Appointive Offices. Appointive offices of the Club shall include North Carolina Wildlife Federation Liaison, National Rifle Association Liaison, North Carolina Rifle and Pistol Association Liaison, Education Training and Safety Director, Maintenance and Grounds Director, Public Relations Director. The specific powers and duties of these appointive offices, as well as their terms of office, shall be as specified by the Board of Directors. The Board shall retain the power to create additional appointive offices, or abolish any such offices previously created, as it deems necessary.

Article VIII – Committees

Section 1. Standing Committees. The Club shall have the following Standing Committees.

1. Nominating Committee
2. Range
3. Grounds
4. Membership Committee
5. Youth
6. Audit Committee
7. House Keeping
8. Legislative Affairs

9. Programs Committee

Section 2. Special Committees. The President shall establish such special committees as may be required to handle Club matters beyond the scope of existing committees.

Section 3. Reporting Requirements. At least once each year, each Standing Committee shall submit a written report through the Secretary of the Club, and shall report at such other times as may be requested by the President. Each special committee shall report at such time and place as may be specified by the President or the Board of Directors. Committees may also make written reports and recommendations to the Board of Directors or Executive Committee at any regular or special meeting.

Article IX – Finance

Section 1. Fiscal Year. The fiscal year of the Moore County Wildlife Club shall be as prescribed by the Treasurer with the approval of the Board of Directors.

Section 2. Bonding. Trust or surety bonds may be furnished for loaned properties, the President, Secretary, Treasurer, and such other Officers or employees of the Club who may handle funds, assets or responsibilities of the Club, or as the board of Directors may direct. The amount of the bond shall be determined by the Board, and the expenses of obtaining said bonds shall be borne by the Club.

Section 3. Budget. With recommendations of the Executive Committee, the Board shall adopt at the annual meeting an annual operating budget for the coming fiscal year covering all activities of the Club. The budget will be made available to members.

Section 4. Audit. The Accounts of the Club shall be audited not less often than annually by the Audit Committee.

The Audit Committee shall consist of one member of the Executive Committee, other than the Treasurer, and two more committee members selected from the membership by the President.

Article X – Parliamentary Authority

Roberts Rules of Order, Newly Revised, or any subsequent revision thereof, shall govern the deliberations at all meetings Of members, the Board of Directors, and the Executive Committee, unless specific exceptions are made herein.

Article XI – Dissolution

The Club shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of said funds shall inure, or be distributed, to the members of the Club. Upon dissolution of the Club, through action by the Club members and the Board of Directors, after payment of all indebtedness of the Club, including unpaid loan capital however evidenced, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board of Directors.

Article XII – Amendments

These Bylaws may be amended or repealed by a three/quarters vote of the members entitled to vote present at any Annual Meeting of the Club duly called and regularly held, notice of such proposed changes or action having been sent in writing to the members entitled to vote thereon not less than twenty-nine days before such meeting, or by a three quarters vote of the members entitled to vote voting by a mail ballot sent to them not less than twenty-

nine days before the annual meeting. Amendments may be proposed by the Board of Directors on its own initiative, or by petition by any members entitled to vote addressed to the Board of Directors and received not less than sixty days prior to any Annual Meeting. All such proposed amendments shall be presented by the Board to the membership with or without recommendation . The amended bylaws shall be published in the monthly newsletter following their adoption.