

BYLAWS OF LINCOLN BOWMEN ARCHERY CLUB

Revised, September 2016

ARTICLE I – Name

The name of this non-profit corporation shall be Lincoln Bowmen Archery Club.

ARTICLE II – Purpose

The purpose of Lincoln Bowmen Archery Club shall be to promote and develop the practice of archery and to provide the conveniences and privileges of a clubhouse to its members and their family.

ARTICLE III – Membership

Section 1. Types of Membership.

1. Membership at Lincoln Bowmen shall consist of two types of membership.

The two (2) types shall be as follows:

- a. **CLASS A** – must be a member in good standing for one full year. Shall be entitled to have the combination to the front gate and front door of the building by paying a onetime fee to be determined by the Board as defined in the club Rules and Regulations. Will have the right to vote at all general membership meetings and special membership meetings. Shall pay annual dues accordingly. Eligible to be elected to serve on the board and to hold an officer's position. Can qualify for a Senior Membership discount as determined by the Board.
- b. **GENERAL MEMBER** – Will have the right to vote at all general membership meetings and special membership meetings. Shall be entitled to have the combination to the front gate. Shall pay annual dues accordingly. Eligible for a Senior Membership discount after one year. Has the option to gain keycard access to the building by meeting the following requirements: is a member in good standing for no less than 90 days, is sponsored by two Class A members, pays a onetime non-refundable fee as defined in the Rules and Regulation, and makes a formal request in front of the Board of Directors at a regularly scheduled meeting. A non-Class A keycard holders will be on probation for their first year of membership. A non-Class A keycard holder must make a formal request after the probation period to become a Class A member. No additional fee will be required. Failure to renew membership after the first year makes the probationary period null and void.

Section 2. Election of Members.

1. All persons of good moral character will be eligible to election to membership in the club by submitting his or her written and signed application to the Board of Directors.
2. The Board of Directors, at any duly called meeting, may elect a person to membership by a majority vote of the board, if present at a meeting.
3. No person will be deemed a member until elected in by the board and the initiation fee and dues are paid. A membership card will then be issued and the person will be a member with all rights, privileges and obligations as delegated in the bylaws, rules and regulations of the club.

Section 3. Transfer of Membership.

1. Membership is not transferable or assignable.

Section 4. Expulsion of Members.

1. The Board of Directors, for good cause, and in its discretion, may censure, suspend, or expel a member.
2. Violation of the bylaws or rules and regulations will constitute good cause. The spreading of false rumors concerning the officers, directors, other members of the club, or the club, or the making of untrue, misleading or disparaging statements or remarks concerning any of them, will also constitute good cause.
3. The affirmative vote of a majority of the directors present at any board meeting is required to censure or suspend a member, but the affirmative vote of not less than two-thirds of the directors at a board meeting is required to expel a member.
4. Notice must be given to any accused member of the intention of the board of directors to consider and determine whether the member will be censured, suspended or expelled, along with the date, time and place of the meeting. Notice to the member must specifically state the provision or provisions of the bylaws or rules and regulations, which have been violated or the improper conduct, constituting good cause as defined herein. The accused member may appear at the board meeting and present evidence or make arguments as he or she may deem necessary in their defense.
5. The decision of the board of directors as expressed in any order or resolution of censure, suspension or expulsion, will be final and binding on the affected member.

Section 5. Initiation Fee and Membership Dues.

1. The Board of Directors may determine from time to time the amount of the initiation fee and membership dues payable by the members to the club. The Board of Directors has the power to terminate the membership of any member who is in default of payment of the initiation fee or dues.
2. Membership dues will be paid as follows:
 - a. Membership dues for new members will be for a period of at least 12 months beginning on the day of approval by the Board of Directors.
 - b. The first year of membership will expire on the last day of the month the membership began plus one year.
 - c. Membership Renewal fees must be paid no later than one month past the expiration date.
 - d. A Late Fee will be assessed, as determined by the Board of Directors and noted in the club Rules & Regulations, for late payment of membership dues.
 - e. Memberships that are not paid within 30 days of the expiration date will be considered null and void and all seniority, rights and privileges will be revoked.
 - f. Memberships renewed early or late will continue to expire on the original date.

Section 6. Classification.

1. Classification for purpose of establishing member status shall be as follows:
 - a. **General** – is the age of 18 years but not beyond 55 years. Membership dues as defined in Rules and Regulations of Lincoln Bowmen. Shall include spouses and children under the age of 22 years.
 - b. **Senior** – is the age of 55 years or older. Membership dues as defined in the Rules and Regulations of Lincoln Bowmen. Shall include spouse and children under the age of 22 years.
 - c. **Gratis** – Board of Directors may award a gratis membership to an outstanding member by majority vote of the board for the following year.
 - d. **Lifetime** – has 20 years of paid membership and is a member in good standing and/or is nominated by the Board of Directors and approved by a majority vote of the Board of Directors. Will no longer be required to pay membership dues.

Section 7. Responsibility of Members.

1. Members take full responsibility for their actions as club members and will hold the club harmless from any liability thereon and from any loss, damage, or injury to person or property due to their own negligent acts.

ARTICLE IV – Meetings

Section 1. Place of Meetings.

1. The Board of Directors may designate any place as the place of any regular, general membership, or special meeting of the club.

Section 2. Notice of Meetings.

1. Written or printed notice stating the place and time of the meeting must be delivered either in person or by mail to each member not less than ten (10) days, but no longer than 60 days before, the date of the meeting.

Section 3. General Membership Meeting.

1. The General Membership Meeting shall be held during the month of September, or at such time as selected by the Board of Directors. Notice of such meeting shall be given to each member.
2. Each General Membership Meeting will serve the purpose of electing new board members as defined hereafter. Each member has one ballot to elect new board members.
3. A meeting of the Board of Directors will be held, without further notice, other than these bylaws, immediately after and at the same place, of the General Membership Meeting for the purpose of electing new officers.
4. Quorum – there must be a majority of the board members as well as enough Class A members to constitute a minimum of 15 to hold a General Membership Meeting.
5. Order of Business – The order of business at the Annual General Membership Meeting will be as follows:
 - a. Roll Call
 - b. Minutes of Last Annual Membership Meeting
 - c. Fiscal Treasurer Report
 - d. Report of Officers, Board or Committees
 - e. Old Business
 - f. New Business
 - g. Announcements
 - h. Election of Board
 - i. Adjournment.

Section 4. Regular Meetings of the Board of Directors.

1. Regular Meetings of the Board of Directors will be held every month, at a time and place as the board from time to time determines. Notice of such meetings will be given or mailed to each member by way of the monthly newsletter and posting at the clubhouse.
2. Regular meetings are open to members who are encouraged to attend, however, only the governing body votes.
3. Members wishing to present New Business must request an item be added to the agenda, no less than 7 days, prior to the start of a regularly scheduled BOD meeting.
4. Quorum of Directors – a majority of the directors constitutes a quorum.
5. Order of Business – The order of business at the Regular Meetings will be as follows:
 - a. Roll Call
 - b. Minutes of Last Meeting
 - c. Treasurer's Report
 - d. New Members
 - e. Old Business
 - f. New Business
 - g. Adjournment

Section 5. Special Meetings of Membership.

1. Special Meetings of the members may be called by the President, the Board of Directors, or not less than one-tenth of the membership. A Special Meeting may be called only for a particular purpose.

Section 6. Special Meetings of Board of Directors.

1. Special Meetings of the Board of Directors may be called by the President at any time, by means of notice to each director of the time, place and purpose of the meeting.

Section 7. Conduct of Business.

1. Any action of members or directors directly affecting the club must first be presented to the board for a vote of approval. Any member may move for a vote on a particular matter discussed at a meeting.
2. An affirmative vote by majority of the board is sufficient to carry a matter presented for approval.
3. If necessary the vote of the President will constitute a tie-breaker at any meeting of the club.

4. No action may be taken by the club or anyone acting on behalf of the club, which is contrary to these bylaws, the articles of incorporation, and any local, state and federal laws; nor may action be taken which is prejudicial or detrimental determined to the club.

Section 8. Personal Conduct of Members.

1. Each member must present himself or herself in a composed and dignified manner at any meeting of the club. The President must enforce this provision and may discipline any member who fails to uphold the decorum of a meeting, or engage in conduct prejudicial to the club, the President may discipline in a reasonable and justifiable manner. Each member or director is encouraged to engage in open and frank discussions intended for the betterment of the club.

ARTICLE V – Board of Directors

Section 1. Number and Terms of Directors.

1. The business, property, and affairs of the club will be managed and controlled by the Board of Directors composed of fifteen (15) persons. However, in exceptional conditions, the Board of Directors can be composed of eleven (11) persons and shall be returned to fifteen (15) as soon as possible. Any Class A member is eligible to serve as a director of the club, but must be a Class A member for one year, to be eligible to hold an officer's position. Each director will hold office for a term of two (2) years and will hold office until his or her successor is elected. There is no limit on the number of terms served by a director.

Section 2. Election of Board of Directors.

1. The Board of Directors will be elected by the members at the General Membership Meeting. There will be eight (8) vacancies to be filled on even years and seven (7) vacancies to be filled on odd years. There shall be no more than two (2) immediate family members on the board at one time.

Section 3. Duties of Board of Directors.

1. The duties of all officers will be as set forth in these bylaws and as specifically established by the Board of Directors from time to time.
2. Meetings – Directors shall attend all regular, membership, and special meetings.

Section 4. Powers of Board of Directors.

1. Elect Officers – The Board of Directors will elect, for a term of one (1) year, the officers of the club. There is no limit of terms served by an officer
2. Appoint Other Officers – The Board of Directors has the power to appoint other officers as the board may deem necessary for transaction of the business of the club.

3. Delegation of Powers – For any reason deemed sufficient by the Board of directors, whether occasioned by absence or otherwise, the board may delegate all or any of the powers and duties of any officer to any other officer.

Section 5. Vacancies.

1. The president will send out an e-mail to the membership announcing the vacancy as soon as it is verified. The vacancy will be filled at the next board meeting, as soon as possible. Any class A member present at the board meeting who states an interest in filling a vacant position will be included in the selection vote. A written ballot vote of the present directors will be conducted to select the member for the vacancy. The member with the most votes will be selected. Any person selected to fill a vacancy will remain on the board until the election at the next scheduled General Membership Meeting.

Section 6. Removal.

1. Any Board of Director may be removed by a majority vote of the directors, with good cause, and more specifically for having three (3) absences of his or her duties as required in the bylaws or rules and regulations at any regular or special meeting during a fiscal year.
2. Notice must be given to any director of the intention of a board of directors to consider and determine whether the director will be removed, and date and time of the meeting.
3. Notice to the director must specifically state the provision or provisions of the bylaws or rules and regulations, which have been violated or the improper conduct, constituting good cause as defined herein. The Director may appear at the board meeting and present evidence or make arguments as he or she may deem necessary in defense of himself or herself.

Section 7. Resignation.

1. A director may resign by giving written, verbal or e-mail notice to the president or secretary of the club. Once notified of any resignation, the president will attempt to obtain confirmation of the resignation. A 10 day waiting period will begin at the time of confirmation of resignation. If the resigning director has not rescinded, in writing, by the end of the waiting period, the resignation is accepted and final.

Section 8. Appointment of Committees.

1. The Board of Directors may designate one or more committees, each of which will consist of at least one (1) committee chairperson and one or more committee members. Committee members may be members of the Board of Directors or members of the club. The chairperson and members of the committee will be appointed by the Board of Directors. Each committee may exercise all powers and authority delegated to it in the Board resolution establishing the committee.

Section 9. Reports of the Committee.

1. The studies, findings and recommendation of all committees will be reported to the Board of Directors for consideration and action.

Section 10. Additional Rules.

1. The Board of Directors may adopt additional rules and procedures for the conduct of their meetings, and additional rules and regulations for the conduct of the affairs of the club, provided that no additional rule may be inconsistent with these bylaws.
2. Use of Revenue: All funds and assets of the club shall be used only for purposes that are consistent with the purposes of the club and for actual administrative expenses in conducting the affairs of the club under the direction and with the approval of the Board of Directors. The Board of Directors may purchase land, building and equipment and operate and maintain the same as required to further the purpose of the club.
3. Use of Revenue for Lawful Purpose: Revenues of the club shall not be used for the benefit of any individual or member of the qualified organization except to further the lawful purposes of the club.
4. Dissolution: Upon dissolution of the club and after paying for payment of all liabilities of the club, all remaining assets of the club shall be transferred to (another non-profit or local unit of government).

ARTICLE VI – Officers

Section 1. Designation.

1. The Officers of the club are President, Vice President, Secretary, Treasurer, membership Secretary and any other officers as may be elected in accordance with these bylaws. The Board of Directors may appoint other officers as it deems desirable, including another vice president, one or more assistant secretaries or treasurers, the officers will have authority and perform duties prescribed by the Board of Directors. Any two or more offices may be held by the same person, except the offices of president and secretary, and president and treasurer.

Section 2. Election and Term of Office.

1. Only a Class A member in good standing for one year can be eligible to serve as an officer. The officers are elected for a term of one year by the Board of Directors at the General Membership Meeting, or as soon after as possible. New offices may be created and filled at any meeting of the Board of Directors. Each officer will hold office until his or her successor is duly elected and qualified.

Section 3. Duties of Officers.

1. The duties of all officers will be as set forth in these bylaws and as specifically established by the Board of Directors from time to time.
 - a. **President.** The president will preside at all meetings of the Board of Directors and members, act as the chief executive officer of the club, and have the general powers of supervision and management of the affairs of the club. The president will appoint, with approval of the Board of Directors, the chairman and members of all committees, and will be an ex-officio member of all committees.
 - b. **Vice President.** In the absence of the president or in the event of his or her refusal to act, the vice president will perform the duties and exercise the powers of the president. The vice president will perform other duties as from time to time may be assigned him or her by the president or the Board of Directors.
 - c. **Secretary.** The secretary must attend all meetings of the members and of the Board of Directors, and must preserve in books of the club true minutes of the proceedings of all meetings. He or she must give all notices required by these bylaws. The secretary will perform other duties delegated to him or her by the Board of Directors.
 - d. **Treasurer.** The treasurer will have general charge of all club funds and securities and must keep full and accurate accounts of all receipts and disbursements; he or she must deposit moneys and other valuable effects in the name of the club in depositories designated for that purpose by the Board of Directors. When necessary, he or she will endorse on behalf of the club all checks, drafts and other obligations for payment of money. The treasurer must disburse the funds of the club as may be ordered by the board, and must render to the directors at the regular meetings of the board and whenever requested by them, and to the members at the annual membership meeting, an account of all transactions of the treasury and of the financial condition of the club. Each calendar year he or she must obtain an annual financial review prepared by a Certified Public Accountant (CPA) for the purpose of preparing the yearly 990 tax return; he or she must then file the annual 990 tax return, prepared by a CPA, on or before the due date of May 15th. The financial review must be presented to the board of directors at the next regular scheduled Board of Directors meeting, no later than June of that year.
 - e. **Membership Secretary.** The membership secretary shall keep a record of all current members of the club. He or she must give notice to all expiring members and from time to time has the authority to collect dues on behalf of the club.

Section 4. Vacancy.

1. A vacancy in an office, other than president, because of death, resignation, disqualification or otherwise, may be filled by the Board of Directors for the remaining portion of the term. In the case of a resignation or other departure from office by the president, the vice president is appointed to take the seat on the Board of Directors previously filled by the president and will perform all presidential duties and powers until the board meets to fill the vacancy.

Section 5. Removal.

1. Any officer elected or appointed by the Board of Directors shall be removed by the Board of Directors whenever in its judgment; the best interests of the club would be served.

Section 6. Delegation of Powers.

1. For any reason deemed sufficient by the Board of Directors, whether occasioned by absence or otherwise, the board may delegate all or any of the powers and duties of any officer to any other officer or director.

Section 7. Compensation.

1. The compensation of all officers of the club will be fixed by the Board of Directors or in accordance with the method of determination which is established by it.

ARTICLE VII – Amendment of Bylaws

1. These bylaws may be altered or amended at any meeting of the members having been duly notified for that purpose, and three-fourths of the members present voting for the alteration or amendment.