

De Pere Sportsmen's Club, Inc.

By-Laws

1. Name: This organization shall be known as the De Pere Sportsmen's Club, Inc.
2. Purpose: The purposes of the Corporation shall be to promote and stimulate interest in conservation and outdoor sports in the State of Wisconsin and to improve in the use of firearms and archery by the establishment of suitable grounds and range facilities
3. Classes of Membership: There shall be two classes of members in the De Pere Sportsmen's Club. These two classes shall be regular members and life members. The rights, duties and privileges of all members shall be as hereinafter set forth:
 - A. Admission to Membership and Regular Members: Active members shall be admitted to membership of the Club under the following procedure: A proposal for membership shall be submitted to the Secretary of the De Pere Sportsmen's Club with the proposed membership blank on which will appear the endorsement of at least one active member in good standing of the De Pere Sportsmen's Club, accompanied by the annual dues. The secretary of the De Pere Sportsmen's Club shall thereafter issue a membership card and the proposed member immediately will become a tentative member and shall have all the privileges and rights of a regular member and use of the Club facilities. At the next meeting of the Board of Directors, the name of the new member shall be submitted to the Board of Directors. Unless the Board of Directors disapproves said new member's application, the new member, spouse and children under eighteen years of age shall automatically become members of the De Pere Sportsmen's Club. Should the Board of Directors disapprove the application of the tentative member, the Club shall immediately return the membership fee paid by the applicant and inform the applicant that the application was not approved as a member and that the applicant is not entitled to the rights of a member nor is the applicant entitled to the use of any the facilities of the De Pere Sportsmen's Club. The Board shall not discriminate on the basis of race, color, religion, sex, national origin, marital status or age in approving or disapproving members.
 - B. Life Members: The Board of Directors may from time to time classify an individual regular member of the De Pere Sportsmen's Club as a life member. Life members shall have the same rights as a regular member except they shall be exempt from paying any further dues during the term of the life membership. In addition, all members age 65, with at least 5-years of prior concurrent membership, shall be eligible to request a life membership.
4. Termination of Membership: Membership shall be terminated by voluntary withdrawal, expulsion or non-payment of dues. Upon termination, thereafter all rights of the member in the corporation and in its property and use of its facilities shall cease.
5. Expulsion of a Member: Any member of the Club may be expelled for any period of time by a majority vote of the Board of Directors present at a regular or special Director's meeting.

6. Transfer of Membership: No member may transfer his/her membership or any rights arising there from.
7. Dues: Dues shall be recommended by the Board of Directors and approved by a majority vote of the members present at two regular or special membership meetings.
8. General Membership Meetings: The club shall hold general membership meetings quarterly on the second Thursday of the months of February, May, August and November at 7:00 PM. Such meetings shall be held at the De Pere Sportsmen's Club facilities on Club Drive in the Town of Rockland. Notice of this shall be given to each new member that joins the Club and thereafter no special notice may be required to any member of membership meetings. A special meeting of the membership may be called by the President of the Club at the request of any seven (7) members of the Club. Such meetings can be held only after notice of the purpose of said meeting stating the place, day and hour of the meeting be published, the same as a class two notice under Chapter 985 of the Wisconsin Statutes, in a newspaper near the principal office of the corporation or notice of said meeting being given in the newsletter of the Club. Said notice shall be given not less than 10-days nor more than 30-days before the date of said meeting. Special meetings shall be limited to the purpose for which it was called.
9. Quorums:
- A. General Membership Meetings: A quorum is necessary to hold a general membership meeting. A quorum consists of 15-members, including members of the Board of Directors. A majority of votes, of those present, is necessary for the adoption of any matter voted upon by the members.
- B. Board of Directors Meetings: A quorum of Board of Directors meetings shall be 2/3 of its total membership.
10. Election of Officers: Election of officers shall be held at the regular May general membership meeting. Nominations for the elected positions will be accepted until the April Board of Director's meeting. The following officers shall be elected: President, Vice President, four (4) members at large, and such other officers as the Club members deem necessary. A candidate receiving the majority of the votes at the election of officers shall be the new elected official for the Club. The elected officers shall appoint a secretary and/or treasurer.
11. Officer's Duties: The principal duties of the officers shall be as follows:
- A. The president shall preside at all meetings of the Board of Directors and at General Membership and Special meetings and shall have general supervision of the affairs of the Club. The president shall vote only in case of a tie.
- B. The vice president shall discharge the duties of the president in the event of the absence or disability, for any cause whatsoever, of the president and serve as a member of the Board of Directors.

C. The secretary shall countersign all deeds, leases and conveyances executed by the Club and keep a record of the regular and special meetings. The secretary shall safely and systematically keep all books, papers, records, documents and correspondence belonging to the Club.

D. The treasurer shall keep and account for all monies, credits and property belonging to the Club. The treasurer shall be responsible for paying all Club bills in a timely manner.

12. Income: No part of the income of the Corporation shall become distributable to its members or its officers directly except that the Corporation may pay compensation in reasonable amounts to members, directors or officers for services rendered.

13. Board of Directors: The Board of Directors shall consist of all the officers of the Club, the immediate past president, four (4) members elected from the membership at large and the standing committee heads or their representatives and the caretaker.

14. Board of Directors Meetings: The Board of Directors shall hold a regular monthly meeting on the second Thursday of each month, according to the Roberts rules of Order. Said meeting shall be held at the De Pere Sportsmen's Club facilities on Club Drive in the Town of Rockland. A special meeting of Directors can be called at anytime by the Club's president.

15. Board of Directors Duties and Powers: The Board of Directors shall:

- A. Conduct the business of the Club between membership meetings.
- B. Approve/disapprove membership applications, expel members as advisable, and approve Life memberships.
- C. Recommend the level of annual Club dues to the membership.
- D. Appoint all committees; determine levels of expenditures and treasury accounts dissolve committees which are not engaged in a specialty within the purpose of the Club.
- E. Supervise control of Club property.
- F. Recommend impeachment actions to the membership.
- G. Initiate Club By-Law revisions.
- H. Supervise dissolution of the Club, should this be necessary.
- I. Be responsive to the wishes of the membership as expressed at membership meetings.
- J. Inform the membership of its activities, the conduct of Club business, and the business state of the Club in a written annual report to the membership at the February membership meeting, including a summary of Standing Committee activities.

16. Committees: Committees shall be appointed from time to time by the Board of Directors. The head of each standing committee shall be nominated by the members of that committee.

A. Committee Heads shall attend all regular meetings of the Board of Directors.

B. If a Committee Head cannot attend a regular meeting of the Board of Directors, a representative of that Committee shall attend.

C. Committee expenditures are limited as determined by the Board of Directors. All monies and/or properties donated to or purchased by a Committee become the property of the Club and shall be controlled by the Board of Directors upon dissolution of said Committee.

17. Impeachment: A petition of impeachment against any officer or member of the Board of Directors must bear the signatures of at least seven (7) members of the Club in good standing. The petition shall be presented at the next Board of Directors meeting or at a Special Meeting. At said meeting, a duly authorized representative of the signors of the petition shall be present and present their case in writing. The accused will receive a copy of the petition and accusation and will present his/her rebuttal at the next scheduled meeting of the Board of Directors. The Board will then recommend an appropriate action to the membership at the next General Membership Meeting. The issue will be decided by a majority vote of those present at the General Membership Meeting.

18. Audit: An audit of the Club's financial records shall be conducted at the discretion of the Board of Directors.

19. Amendment Procedure: Amendments to the By-Laws must be passed by a 2/3 vote of the Board of Directors, be published in the newsletter and then be approved by the majority of the members present at two consecutive regular General Membership Meetings or Special Membership Meetings or such other procedure approved by a majority of all the club members.

20. Dissolving of the Corporation and Distribution of Assets: The Corporation may dissolve in the following manner:

A. The Board of Directors shall adopt a resolution recommending that the Corporation be dissolved. The question of such dissolution shall be submitted to a vote at the next regularly scheduled General Membership Meeting or at a Special Membership Meeting. Written notification of the General Membership Meeting or Special Membership Meeting to all members is required. Upon adoption of such a resolution by the majority of the members of the Corporation, the Club shall cease to conduct its affairs except as far as is necessary for the dissolution process. A notice of the proposed dissolution shall be mailed to the current membership and known creditors.

B. All liabilities and obligations of the Corporation shall be paid, satisfied and discharged or adequate provisions made therefore.

C. Assets held by the Corporation upon condition requiring return, transfer and conveyance which condition occurs by reason of dissolution shall be returned, transferred or conveyed in accordance with such requirements.

D. No part of the income of the Corporation shall become distributable to its member or officers directly.

E. Other assets, if any, shall be sold or donated to a governmental or non-profit organization as determined by the Board of Directors and approved by the Club members at the time of the adoption of the dissolution resolution.

_____ Date _____
William R. Zirbel, President

_____ Date _____
Kevin Sommerfeld, Vice President

_____ Date _____
Denise McFarlin, Secretary/Treasurer

Signed before me this _____ day of _____, 2008

Notary Public

My commission expires _____