



*WESTFORD  
SPORTSMEN'S CLUB  
INC.*

CHARTER and BYLAWS

As Amended through July 7, 2014

## CHARTER

To promote all legitimate sport with rod and gun, to endeavor to enforce the laws for the protection and propagation of fish and game within the state, and to aid in securing such legislation in this direction as may be needed.

## **Article I. PARLIAMENTARY AUTHORITY**

Section 1.01 The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or any special standing rules the Club may adopt.

Section 1.02 Any and all notations indicating gender whether it be masculine or feminine shall be considered to include gender of either sex. Everywhere that 'he' is noted it shall be understood to include 'she,' 'him' to include 'her,' 'his' to include 'hers,' and anywhere 'men' is indicated shall include 'women.'

## **Article II. OFFICERS**

Section 2.01 The officers of the Club shall be a President, a Vice President, a Treasurer, a Recording Secretary, a Membership Secretary, and a Chief Range Officer. These officers shall perform the duties prescribed by these By-Laws and the Parliamentary Authority.

### **(a) The President's duties shall include, but not be limited to:**

- (i) Calling all regular and special meetings to order.
- (ii) Announcing the agenda or order of business for the meeting.
- (iii) Recognizing members entitled to the floor.
- (iv) Stating and putting to a vote or otherwise ruling on all motions legitimately before the meeting and announcing the result.
- (v) Protecting the meeting from frivolous or dilatory motions.
- (vi) Enforcing the rules of debate, order and decorum.
- (vii) Expediting business in ways compatible with the rights of members.
- (viii) Deciding all questions of order and responding to members' inquiries regarding procedures or factual matters bearing on the business of the meeting.

- (ix) Authenticating by his or her signature, when necessary, all acts, orders and procedures of the meeting.
- (x) Declaring the meeting adjourned when so voted, or at any time in the event of an emergency affecting the safety of those present.
- (xi) Appointing all committee Standing Chairs with approval of general membership, except the Nominating Committee.
- (xii) President or designee shall review activities of Audit Committee twice annually.
- (xiii) President or designee shall review bank statements monthly.

**(b) The Vice President's duties shall include, but not be limited to:**

- (i) Serving as the presiding officer in the event of the President's absence, incapacity or inability to serve.
- (ii) Serving as Chairman of and presiding at meetings of the Executive Committee.

**(c) The Treasurer's duties shall include but not be limited to:**

- (i) Collecting and recording the receipt of all funds accruing to the benefit of the Club.
- (ii) Disbursing the funds of the Club according to authorized votes of the Club for expenditures except that by vote the Treasurer may be authorized to disburse funds for a stated list of continuing regular or routine expenditures without specific authorization by vote for each disbursement.
- (iii) Arranging for the deposit of available Club funds in one or more interest bearing accounts in such banks as may offer the highest return commensurate with convenience and appropriate availability, except that petty cash amounts may be held on hand.

- (iv) Maintaining sufficient documentation and records of receipts and expenditures to prepare monthly and annual reports as to the Club's financial history and status, and to permit audit at any time by the Audit Committee.
- (v) Filing such State, Federal and Town tax returns as may be required, with timely payment.
- (vi) Receipts shall be kept based on current IRS requirements for document retention. This may include the scanning of receipts for future reference.

**(d) The Recording Secretary's duties shall include but not be limited to:**

- (i) Keeping notes of what is done during the course of each meeting and maintaining in permanent form a true record of the proceedings.
- (ii) Having custody of all documents of the club, even though such records are maintained at the Club House, the Recording Secretary shall keep and maintain current the official roster of all club officers, members-at-large and standing committee chairs
- (iii) Notifying officers, committee members and chairman of their election or appointment, providing them with whatever documents are required for the performance of their duties, and maintaining a list of all existing committees and their members.
- (iv) Maintaining record books in which the By-Laws, Special Rules of Order, Standing Rules, and Minutes are entered with any amendments to these documents properly recorded and having the current record book(s) on hand at each meeting for reference.
- (v) Notifying the membership of forthcoming regular meetings and of significant Club developments by means of a newsletter, and conducting the general correspondence of the Club.

- (vi) Preparing prior to each meeting an agenda of all known items in the order of their appropriate consideration for the guidance of the President.
- (vii) Arranging for the pickup of mail addressed to the Club, maintaining a log of mail received and distributing the mail appropriately.
- (viii) Certifying the annual corporate report to the Secretary of the Commonwealth and filing same.

**(e) The Membership Secretary's duties shall include but not be limited to:**

- (i) Coordinate the review of new member applications and interviews.
- (ii) Maintaining a complete and up-to-date roll of the membership.
- (iii) Maintaining all membership applications and associated records.
- (iv) Notifying individual members of their outstanding dues/fee obligations and the termination of membership when appropriate.
- (v) Collecting and recording membership dues, initiation fees and payment for unfulfilled work hours for Treasurer to deposit.
- (vi) Maintaining records of annual work hours performed by members

**(f) The Chief Range Officer's duties shall include but not be limited to:**

- (i) Promulgating and enforcing all rules related to the use of all Club Ranges.
- (ii) Appointing and scheduling the duties of deputy range officers.

- (iii) Planning and scheduling all range development and maintenance.
- (iv) Recommending disciplinary actions to the Executive Committee, as appropriate, for range rule violations.

Section 2.02 The officers shall be elected by majority vote at the December meeting to serve for three years or until their successors are elected. Their terms of office shall begin at the first meeting of the fiscal year for which they are elected, except that if an officer is elected to fill an unexpired term, that officer's term shall begin at the close of business at the meeting at which that officer is elected.

Section 2.03 The Club's officers' terms will be staggered to expire in successive years. The Treasurer may be bonded in an amount to be determined by the Executive Committee, at the expense of the Club. One person cannot hold two officer positions simultaneously.

Section 2.04 The Recording Secretary, Membership Secretary and Treasurer shall receive an annual stipend of \$500 each during the time that they hold their elected positions.

### **Article III. THE EXECUTIVE COMMITTEE**

Section 3.01 The Executive Committee shall consist of the six (6) officers of the Club together with seven (7) other Members-at-Large, to be elected by the membership to serve for three years or until their successors are elected, plus the appointed Chairmen of the Standing Committees of the Club.

Section 3.02 The Executive Committee shall meet at least monthly, but may meet more often at the call of the Chairman if emergency conditions warrant. The date and time of the regular monthly meeting of the Committee shall be scheduled by the Chairman to allow attendance by Club members who wish to petition the Committee or provide counsel.

Section 3.03 The Executive Committee shall be responsible for the operation and functioning of the Club and its activities and shall have full authority for carrying out these responsibilities subject to the provisions of these By-Laws.

Section 3.04 The Executive Committee shall not commit Club real property or capital equipment to activities, operations and purposes unless approved by majority vote of the club membership.

Section 3.05 In the event of an emergency that requires an immediate response to protect life, property or otherwise limit damages, the Executive Committee is authorized to spend funds as reasonably necessary. A meeting of the general membership will be called as soon as reasonably practical where the Executive Committee shall apprise the membership of the emergency and the immediate response which was required.

Section 3.06 The Executive Committee shall recommend to the general membership expenditures from the Life Member and Scholarship accounts. The general membership will vote and approve all expenditures.

Section 3.07 The Executive Committee shall present a budget annually to the membership for vote and approval.

Section 3.08 The Executive Committee shall appoint the Nominating Committee.

Section 3.09 No person shall be eligible for an elected Executive Committee position until he/she has been a club member in good standing for a period of at least one year.

Section 3.10 Any member may petition the Executive Committee directly on any matter and may appeal the Committee's decisions on such petitions to the general membership at any regular or special meeting, due notice of such appeal and the issue(s) involved having been given all members in writing by the Secretary at least five days prior to the meeting at which the appeal is to be considered. Final resolution of such appeals shall be by majority vote of the members present and voting at a meeting so called.

#### **Article IV. MEMBERSHIP**

Section 4.01 Regular membership shall be open to any person who is at least 18 years old without discrimination on the basis of sex, race, color or religion. Applicant shall submit an appropriately completed form,



endorsed by two current members who have each been members in good standing for at least one year. Each endorsing member accepts responsibility for sponsoring the applicant as an asset to the club. Each applicant shall be subject to two review meetings and shall be present at each of these meetings, unless excused by the Executive Committee due to individual circumstances.

Section 4.02 The first meeting is to be held by the Membership Secretary. This committee shall forward their recommendations to the general membership and be read aloud to the general membership at a regular monthly meeting. The second review meeting will be at this regular monthly meeting and must have approval by a majority vote of the membership present. Applicants approved by the general membership must pay the current dues plus initiation fee and complete an orientation of the club rules, regulations and safety procedures prior to becoming a voting member of the club.

#### Section 4.03 Dues Reductions

- (a) The spouse or domestic partner of any member or applicant may become a member as above, except that the dues for same will be assessed at one half of the current rate in the year of application and in succeeding years, so long as both individuals remain members in good standing. Initiation fees for spouse/partner shall be waived.
- (b) A member at the age of 65 years or older on January 1 will be assessed at 50% of the current member rate per year for the coming year.
- (c) When the specified criteria are satisfied, the reductions under Section 4.03 (a) and (b) shall both be applicable.

Section 4.04 Life membership may be purchased at any time after a member has been a member in good standing for one year for a payment of cash equivalent of 10 times the current annual rate of dues, including any reductions specified under Section 4.03.(a). Acceptance as a life member will be conditional on not exceeding 25% life members as compared to total membership.

Section 4.05 Because Federal Regulations govern the Club's nonprofit tax exempt status, corporate memberships cannot be accepted, but this

does not preclude corporate payment of initiation fees and/or dues on behalf of individual memberships.

Section 4.06 Any member (regular, life, or honorary) who, in the judgment of the Executive Committee, is found guilty of conduct detrimental to the best interest of the Club may, on the recommendation of the Executive Committee, be reprimanded, suspended, or penalized by loss of membership. Appeal may be made as outlined in Article III, Section 3.10.

Section 4.07 The Club shall sponsor a Junior Organization to encourage young people's participation in and enjoyment of activities within the Club's objectives. Members of the Junior organization shall be classified as Associate members of the Club and will be entitled to full use of Club facilities when under the immediate supervision and in the company of one or more adult Club members.

(a) Junior members may establish and operate a treasury as a line item in the WSC club's treasury account for separate Junior Club Activities; may attend (but not vote) at regular Club meetings; and may participate in any Club activity when specifically authorized to participate by the Executive committee on recommendation of the Junior Club Advisor.

(b) Junior Club dues and fees, if any, will be established by the Junior Club members, and will be paid into the Junior Club's treasury. In the event of any conflict of scheduling or operation, the Club's activities and/or rules will control, with final resolution to be determined by the Executive Committee.

(c) Active members of the Junior Club or regular participants in other regular club activities shall upon reaching the age of 18 be eligible for regular membership without the payment of the initiation fee. This exemption shall remain in effect until the age of their 21<sup>st</sup> birthday. For those on active duty in the military at their 21<sup>st</sup> birthday, this exemption shall remain in effect for 6 months after their release from active duty.

## **Article V. DUES AND INITIATION FEES**

Section 5.01 Dues, initiation fees and member work hours (or payment for unfulfilled work hours) for the next membership year will be recommended by the Executive Committee and established by vote at the regular meeting three months prior to the beginning of the membership year. Life members, members age 65 and older, along with college students are exempt from the work hour assessment. Only one assessment of work hours per family unit will be assessed (offspring age 21 and older constitute their own family unit).

Section 5.02 Annual dues are payable on the date of the first general meeting of the membership year and the Secretary shall notify each member in writing of his or her dues obligation one month prior to the start of the membership year.

Section 5.03 Applicants joining the Club in the last quarter of any membership year will be required to pay the full required initiation fee and annual dues on becoming a member, but will be entitled to a credit equal to one half of the annual dues paid against the dues required to renew the membership for the following year.

Section 5.04 Any member whose renewal dues and other fees are not paid in full after the first regular meeting in the membership year will be posted on the delinquent dues list, dropped from the mailing list, and will not be issued a current membership ID for access to the facilities and grounds after the annual lock change, pending full payment.

Section 5.05 Members whose renewal dues and other fees remain unpaid in full 60 days after the start of the membership year will be dropped from the membership rolls and will be required to pay a fine to be established as a part of the dues structure each year, in addition to the dues owed to reinstate full membership in that year.

Section 5.06 A member whose membership is permitted to lapse for more than 6 months because of nonpayment of dues and other fees and who wishes to become a member again will be required to re-apply for membership and pay all initiation fees and dues.

Section 5.07 In cases of demonstrated hardship, dues payments may be paid in installments over a period not to exceed six (6) months when,

in the judgment of the Treasurer, in consultation with the President, the best interest of the Club will be served thereby. All payments made will be nonreturnable if the agreed upon schedule of payments is not completed.

Section 5.08 A member who, because of serious illness or disability, is unable to maintain membership dues payments and other fees, may, in extenuating circumstances and on recommendation of the Executive Committee by majority vote, be exempted from the payment of dues until able to resume such payments.

Section 5.09 Initiation fees and dues are not refundable except in the case of the rejection of an application for membership or of a written request for the withdrawal of an application for membership by the applicant received by the President prior to the meeting at which the application is to be voted upon.

Section 5.10 Special operations assessments on recommendation of the Executive Committee may be imposed when conditions warrant, by majority vote at a regular meeting.

Section 5.11 Members on active duty in the Armed Forces of the United States whose assignments cause them to be absent may be retained on the membership rolls for the duration of their tour of duty. Upon their return, they shall be eligible for reinstatement of full membership status upon request and payment of current dues. All provisions of Article IV will apply except that the initiation fee will be waived.

## **Article VI. MEETING DATES**

Section 6.01 Regular monthly meetings will be held on the first Monday of each month, except that if the first Monday be a holiday, the meeting will be held on the second Monday of that month. The December regular meeting shall be designated the Corporation's Annual Meeting.

Section 6.02 Officers and Chairmen of all Standing Committees shall submit their annual reports at the Annual Meeting.

Section 6.03 Special meetings may be called by the President or the Chairman of the Executive Committee on their respective initiatives or upon request in writing by any five (5) members.

Section 6.04 Members must be notified either by newsletter or a special mailing by the Secretary of any special meeting at which a vote of the members may be in order at least five (5) business days prior to such meeting.

## **Article VII. QUORUM**

Section 7.01 Twenty-one (21) voting members shall constitute a quorum at any regular meeting. Forty-five (45) voting members shall constitute a quorum at any special meeting. The presence of 50% plus one of the voting members of the Executive Committee shall constitute a quorum at any Executive Committee meeting.

## **Article VIII. VOTING**

Section 8.01 Voting may be by proxy or by direct mail vote in those circumstances approved by vote of a majority at a previous meeting.

Section 8.02 All business and operating decisions requiring a consensus of the members, except for those prescribed by Article X, shall be determined by a majority vote of members in good standing present and voting at any regular or special meeting, except that any single expenditure representing more than 10 percent of the current balance in the Club treasury shall require a vote of two-thirds (2/3) of members present and voting. Voting on any matter shall be by secret ballot when called for by three (3) or more members.

## **Article IX. STANDING COMMITTEES**

Section 9.01 Standing Committees, having continuing responsibility for monitoring, planning, maintenance, operations and/or execution of major Club functions, shall be appointed by the President with the advice and recommendations of the Executive Committee, to serve three year terms or until their successors are appointed, unless the Standing Committee's function is sooner ended.

Section 9.02 The designation of those functional areas to have or to no longer have Standing Committee status shall be determined by majority vote upon recommendation of the Executive Committee as appropriate.

## **Article X. PROVISIONS for AMENDING ARTICLES of ORGANIZATION and/or the BY-LAWS**

Section 10.01 The Articles of Organization of the Corporation may be amended by the affirmative vote of two-thirds (2/3) of the members qualified to vote, when certified, with the appropriate fee, to the Secretary of State within 60 days of the vote and upon the approval of the Secretary of State; and

Section 10.02 The By-Laws of the Corporation may be amended by the affirmative vote of two-thirds (2/3) of the members present and voting at any meeting, provided that all members have been notified by mail of the proposed wording of any such amendments) at least five (5) business days prior to that meeting.

## **AMENDMENT II OF THE U.S. CONSTITUTION**

**A well regulated militia, being necessary to the security of a free state, the right of the people to keep and bear arms, shall not be infringed.**