

CENTRAL OHIO COONHUNTERS ASSOCIATION

CODE OF REGULATIONS, CONSTITUTION AND BYLAWS

ARTICLE 1 – NAME

Section 1: The name of this organization shall be Central Ohio Coonhunters Association, Inc.

ARTICLE 2 – PURPOSE

Section 1: The purpose of this organization is the advancement of conservation, propagation of wildlife, upholding and assisting in enforcement of game laws of the State of Ohio, and education of the general public in the principal and importance of conservation.

Section 2: This organization shall always work to prevent destruction of property by sportsmen and others, and shall cooperate with landowners in order to promote better relations between them and the sportsmen.

Section 3: This organization is empowered to purchase, lease, hold, own, supervise and control real estate and chattels as authorized by the articles of incorporation and as directed by the Board of Directors, and approval by the membership as hereinafter provided.

ARTICLE 3 – ORGANIZATION

Section 1: This organization shall be controlled by a Board of Directors, which shall consist of five (5) Trustees and four (4) Officers, hereinafter enumerated. The Board shall have the right at any time to remove any officer from their office upon a vote of a majority of the Board members at any meeting at which not less than five (5) board members are present. Officers shall serve from the date of election to the Board, until the next Board shall be organized and elected. Five (5) board members shall constitute a quorum.

Section 2: Elected Officials Term of Service:

President, Vice President and Secretary; Term of service is one year. Eligible for four terms.

Treasurer; Term of service four years: Eligible for two terms.

Board of Directors; Term of service five years: Eligible for three terms.

Section 3: Necessary or desirable committees as authorized by the Board shall be appointed by the President. Committees may receive funding for planned activities and annual budgets as follows:

- A. The Board of Directors at the December meeting shall review committee annual budgets regardless of the requested amount before seeking membership approval.
- B. For amounts less than two hundred fifty dollars (\$250.00); a member may make a motion asking for the funding at the Association membership meeting.
- C. For amounts two hundred fifty dollars (\$250.00) or more; a member shall ask for approval from the board to take the funding request to the Association membership meeting. At the Association membership meeting, a member may make a motion asking for approval of the funding.

All fund expenditures are to be itemized along with applicable receipts, and must be remitted to the Treasurer following completion of the activity. No funds are to be retained for future events. Committees shall report monthly activities and future activities at each month's Association meeting.

Section 4: No officer or member shall be empowered to commit the Association to any expenditure without the prior consent of the Board of Directors, except in such cases as the Board shall, in advance, approve a budget for operating expenses. All expenditures over two hundred fifty dollars (\$250.00), after recommended by the Board, shall be submitted to the entire membership for vote in an open meeting.

Section 5: The Treasurer shall have one bank debit card for the Association's checking account. The debit card may be used to make purchases for the association only. In accordance with Article 3, Sections 3 & 4, all expenditures greater than two hundred fifty (\$250.00) dollars shall be submitted to the board for approval prior to any purchase. After approval by the board it shall be submitted to the membership for a vote of approval in an open Association meeting.

Section 6: If incoming funds are identified for a specific purpose, then the membership does not need to approve the allocation of such funds. Examples of this would be, grant monies received for specific events as identified in the grant request, donations for the use of the gun range which were identified to be used to make improvements to the gun range or profits from a raffle that were identified to be used to install a new gate.

Section 7: The membership shall have the right to submit to the board in writing with 10 members signature, a complaint, and request to remove a member of the board for violation of the By-Laws or Ground Rules. A member may bring to the board at a regular scheduled Board meeting specific reasons for the removal of a Board Member. Upon receiving notification of a

violation, the Board shall hold a fact-finding meeting with the Board Member accused of the violation, and the 10 members that signed complaint are required to attend. At the next regular scheduled membership meeting a motion may be made and a vote may be taken for removal. A two-thirds (2/3) vote of the members present at such meeting will be required to pass.

ARTICLE 4 – OFFICER’S DUTIES

Section 1: PRESIDENT – It shall be the duty of the President to preside at all Association meetings and at all meetings of the Board of Directors. The President shall appoint all committee chairs.

Section 2: VICE-PRESIDENT – The Vice President shall perform all the duties of the President in their absence or disability. The question of whether the President is disabled shall be conclusively determined by the Board of Directors. The Vice-President or Board of Directors member shall also serve to assist the Treasurer in their duties and be authorized by the Board of Directors to perform those duties in the absence or disability of the Treasurer.

Section 3: SECRETARY – The Secretary shall keep a complete record of the proceedings of the Association and the Board of Directors and shall issue all notices of meetings and conduct all correspondence. The Secretary shall have and keep in their custody a list of members in good standing.

Section 4: TREASURER – The Treasurer shall have charge of all funds and securities of the Association and shall keep an accurate account thereof, subject, at all times, to inspection by the Board of Directors. The Treasurer shall submit, at each regular meeting of the Board of Directors, a statement of the financial condition of the Association, and, upon request, an itemized statement of all receipts and disbursements during the preceding period. The treasurer shall receive all monies payable to the Association and give their receipt thereof, and deposit same in bank as may be selected by the Board of Directors. The treasurer shall draw and sign all vouchers in payment of expenditures after having such expenditures approved by the Board of Directors and membership. Once approved by the board of directors, the Treasurer shall, once annually, present the financial records to the Board of Directors agreed upon Certified Public Accountant for preparation and submission of obligatory financial reporting to the Internal Revenue Service. A member may request, and be granted, the opportunity to view this financial report, but may not copy, photocopy, photograph or remove the report from the custody of the Board of Directors without permission from the Board of Directors.

Section 5: TRUSTEES – The Trustees shall formulate the policies of the Association, and oversee that proper care be taken of the property of the Association. They, together with the other Officers, shall constitute the Board of Directors. Annually, in February, the Board of Directors will evaluate and/or update The Business Information and Documents binder.

ARTICLE 5 – BOARD OF DIRECTORS

Section 1: The Board of Directors shall have charge of the business affairs of the Association and may recommend all expenditures of two hundred fifty dollars (\$250.00) or more before submitting to the membership for final approval as required by Article 3, Sections 3 and 4. The Board of Directors shall purchase and maintain insurance coverage as deemed necessary by the Board of Directors. The Board of Directors shall have the power to pledge the credit of the Association and may borrow money for such purposes. The Board shall also have the power to mortgage real estate of the Association provided their intention to do so be made known in writing by mail to the membership at least ten (10) days prior to a meeting for such announced purpose; provided further that no such borrowing or mortgaging shall occur unless, at the meeting referred to, the membership approve the proposal by a two-thirds (2/3) majority of its members present at such meeting. The exclusive power to sell the real estate of the Association is vested in the Board of Directors, who shall prior to any such sale, notify the membership as set forth above and provided further, that no such sale shall occur without the consent of three-fourths (3/4) of the members present at such meeting.

Section 2: The fifth year Trustee shall be deemed the Senior Trustee, and shall serve as such until the next election cycle. The Senior Trustee shall report at the Association meeting the actions of the Board of Directors.

Section 3: The Board of Directors may, if necessary, occasionally utilize the professional services of members to address specialized needs of the Association by hiring as a general contractor paid in either points or cash money.

Section 4: The Association shall keep accurate and complete books and records of accounts and shall keep minutes of the proceedings of all meetings of the Board of Directors and membership meetings. Records shall be retained as required by law. Corporate records shall be retained permanently and financial records shall be retained for a period of seven (7) years. Minutes of membership meetings and Board of Directors meetings shall be retained permanently. The Business Information & Documents binder shall be maintained with up-to-date copies of the following documents: Bylaws, Certificate of Continued Existence, Subsequent Agent Appointment, Sales and Use Tax Blanket Exemption Certificate, letter from IRS for tax-Exempt status and Articles of Incorporation.

Section 5: Board of Director's meetings shall be held on the date and time approved by the Board. The Board of Directors may go into Executive Session when a motion is made to do so and passed by the majority of the board members. While in executive session, only board members, officers and any member invited by such Board members may be present.

Section 6: If an emergency arises and emergency repairs are required to prevent further damage to the facility, the Board of Directors may declare an emergency exists and authorize expenditures over \$250.00 without waiting for membership approval. A majority of the Board

of Directors must approve the emergency expenditure and give a full accounting to the membership at the next scheduled membership meeting.

ARTICLE 6 – MEMBERSHIP

Section 1: Any person of good character in accord with Article 2, Sections 1, 2 and 3 of this Association and has the ability to pass a background check administered by the Association, may become a member by filling out an application, remitting an initiation fee and a year's dues. All new members need to be accepted by the Board of Directors and Membership

Subsection 1A: All new members' completion of all qualifiers for membership shall be placed on a one (1) year probationary period. This probationary period will start on the first day of the month accepted and continue for twelve (12) consecutive months. All prospective members may be required to submit to an interview with the Central Ohio Coonhunters Association Membership Committee. New Members must submit to a background check and pay their initiation fees at this time. This interview may take place before any dues, membership cards and/or any keys/codes issued. At the interview the prospective member will be given copies of the Central Ohio Coonhunters Association rules and regulations, bylaws, and points system. At that time the new member must agree to accept and abide by these rules, regulations, bylaws, and membership points system to become a member.

Subsection 1B: All new members in their probationary period must meet the ground rule points requirement the following year in good standing to become a full member. Any new member that does not earn the ground rule points requirement will be able to continue to be a probationary member by repaying the initiation fee and their dues for the year. There is no limitation on how many initiation fees a probationary member can pay.

Section 2 Members become eligible for life membership by reaching sixty five (65) years of age and completing ten (10) consecutive years of membership in good standing in the Association or Thirty (30) consecutive years in good standing. Upon paying a one-time fee, determined annually, by the Board of Directors, the member will be designated a life member. Life Member's annual maintenance fee will be one third (1/3) current membership dues, determined each year by the Board of Directors. There may be a maximum of fifty-six (56) Life Members at any time. All current life members as at the time of this change, November of 2018, will pay no maintenance fees.

Section 3: The Board of Directors shall have the power to limit, forfeit, or suspend membership privileges of any member for conduct endangering the welfare, interest, purpose, or character of the Association, or for violation of any of the bylaws and/or Ground Rules of the Association,. In such case as termination of membership occurs, all dues paid are forfeited for that membership year.

Subsection 3A: Disciplinary Action. The Board may take disciplinary action against any member for violation of the by-laws or ground rules. Complaints will only be taken in writing or in person to the Board, by member(s) and cannot be anonymous. Upon receiving notification of a violation, the Board shall hold a fact-finding meeting with the person or persons accused of a violation. After the Board has reviewed the facts of the claim, a decision will be made depending upon the seriousness of the infraction, with one of the following actions taken:

No further action is warranted

Warning, and 30 days probation

30-day suspension from the Association

Dismissal from the Association

Section 4: Honorary Memberships may be given by the Board of Directors, but such members shall have no voting privileges. Members active in military service with a parent, grandparent, or sibling in the Association in good standing, shall retain their membership and pay no dues as long as they are active duty status.

Section 5: Sons and Daughters of Association members in good standing that wish to become members of the Association will automatically become Legacy Members upon their eighteenth (18th) birthday and will be given first consideration for Regular membership when applications for Regular membership are being accepted. Legacy Members have all the right of Regular Members except voting privileges.

Section 6: Membership applications must be remitted to the Secretary of the Association before the February Association meeting (the second Monday) to be considered for Probationary membership in the following year. Applications are to be dated upon receipt by the Secretary and shall be the order in which Probationary members are accepted, except as designated in Article 6, Section 5.

ARTICLE 7 – DUES

Section 1: The annual dues must be paid to the Secretary by the regular meeting in March of each year. Dues not paid by the March Association meeting will be considered in arrears. Dues, initiation fees, and Life Membership fees are fixed by the Board of Directors for each ensuing year, based on projections of current fiscal budget.

Section 2: Persons failing to pay their dues by the due date, will be dropped from the rolls of active membership and all privileges will be terminated. They may reapply for membership as a new member by filling out an application, as listed in Article 6, remitting it to the Secretary, and wait to be accepted at the next membership acceptance meeting. All initiation fees and dues are to be charged the same as any new applicant, Referring back to Article 6 Subsection 1A.

ARTICLE 8 – MEETINGS

Section 1: Regular meetings of the Association shall be held on the second Monday of every month at the clubhouse.

Section 2: Special meetings of the Association may be held at the call of the President or any member of the Board of Directors at any time.

Section 3: Ten percent (10%) of the members in good standing shall constitute a quorum for the conducting of any business of the Association, except the borrowing of money, or of the mortgaging or selling of the real estate of the Association, which shall be governed by Article 5, section 1.

Section 4: All meetings of the Association shall be conducted according to accepted parliamentary procedure.

Section 5: If the same subject matter motion is brought up before the membership three times in a 12-month period and fails, it may not be brought up again for 12 months after the last motion was made.

ARTICLE 9 – ELECTIONS

Section 1: At the December meeting of the Association, the President, Vice-President and Secretary shall be elected for a term of one (1) year. One Trustee shall be elected for a term of five (5) years and if needed, the Treasurer shall be elected for a four (4) year term. All Officers and Trustees are to serve for the term which elected and until their successor has been elected and qualified.

Section 2: All elections shall be by closed ballot.

Section 3: Vacancies on the Board of Directors shall be filled by such Board of Directors and person or persons so selected shall hold office until a successor has been duly elected and qualified as hereinafter set forth, for the remainder of that term.

Section 4: The President shall, at the October meeting, in advance of the annual meeting in December appoint three (3) members of the membership as a nomination committee, who may submit in the November meeting a list of two (2) members as candidates for each office to be filled. These members are to be balloted on the December meeting. Additional nominations may be made from the floor by the membership, but only at the November meeting. In the event of a tie vote, the nomination committee shall cast their votes and certify as elected, the person upon whom the selection falls.

ARTICLE 10 – GROUND RULES

Section 1 By motion made and passed at any meeting of the Membership, the Board of Directors shall make known and publish rules concerning the conduct, use, maintenance, and all other matters relevant to the purpose for which this Association is formed which shall not be inconsistent with the articles, ground rules and regulations of the Association shall not be effective until the same have been written and conspicuously posted upon the premises of the Association.

ARTICLE 11 – AMENDMENTS

Section 1: This code of regulations (By-Laws) may be modified, altered, and amended or repealed at any regular meeting of this Association by two-thirds (2/3) vote of the members at such meeting provided, however, that a written notice about the proposed modification, alteration, amendment, or repeal shall be sent to the last known email address of members, at least ten (10) days prior to the meeting at which such modification, alteration, amendment, or repeal is to be acted on.

These Bylaws have been revised and updated by Membership vote at the **February 11, 2019** Association meeting.