

BY-LAWS OF THE BLUE RIDGE SHOOTERS' CLUB, INC

2780 South River Road, Vesuvius, VA 24483

ARTICLE 1 – NAME

The name of this educational and social organization shall be THE BLUE RIDGE SHOOTERS' CLUB, INC., a non-stock, nonprofit corporation under the provisions of Chapter 2 of Title 13.1 of the Code of the Commonwealth of Virginia, which shall function as, and adopt the by-laws for, a shooting club, (hereinafter referred to as “the BRSC” or “the Club”).

ARTICLE 2 – PURPOSE

The purpose or purposes for which the corporation is organized are to promote and encourage the responsible use of firearms, sportsmanship, hunter and gun safety, and to conduct any lawful affairs for which corporations may be incorporated under the Virginia Non-Stock Corporation Act.

Objectives of the BRSC shall be to encourage firearms education and training and the organized shooting of firearms among its members and their guest, with a view toward a better knowledge on the part of such persons of the safe handling and proper care of firearms, as well as improved marksmanship. The Club shall pursue these objectives in accordance with the purposes and objectives of the National Rifle Association of America (“NRA”), and the Civilian Marksmanship Program (“CMP”) of the corporation for the Promotion of Rifle Practice and Firearms Safety, Inc. The BRSC will also encourage training in the use of firearms for sport as an essential contribution to national security, for personal defense and as a bulwark of individual liberty.

The BRSC shall maintain affiliation with the NRA and CMP and shall own and operate a sport shooting range. A sport shooting range as defined under Virginia law is an area or structure designed for the use of rifles, shotguns, pistols, silhouettes, skeet, trap, black powder, or any other similar sport.

ARTICLE 3 - MEMBERSHIP AND PAYMENT OF ANNUAL CLUB DUES

- (A) Any individual eighteen (18) years of age or older may become a member of the BRSC, provided a vacancy exists, on vote of those Club members in good standing and officers present at any Regular or Special meeting of the Club (so long as such Special Meeting has been properly noticed for such action). Membership in the BRSC shall not be restricted in any way by an applicant's race, religion, sex, or country of origin. Membership is contingent on completion of the following actions by the applicant:

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- Have the applicant attend one of our Monthly Membership Meetings (so he/she can get to know some members & see our facility). A New Member Application is not submitted at this time.
- The applicant must have one or more current members in good standing sponsor the applicant either in person or with a letter of recommendation prior to the applicant submitting an application.
- Have the applicant complete a New Membership application and submit it via mail or present it to a Club Officer at one of the Monthly Membership Meetings.
- Applicant attends a second Monthly Membership Meeting where the membership present will vote whether to accept the applicant.
- If accepted, the applicant attends a safety and range orientation prior to receiving access to the range, including a review of the Club Rules and Regulations.
- Applicant agrees to be bound by the applicable Club Rules & Regulations.
- Applicant pays Annual Club Dues, plus an Administrative Fee and puts down a deposit for one or two FOBs.
- Applicant receives his/her credentials.

(B) The Club's Board of Directors shall from time to time set the amount of the Annual Club Dues that each Member must pay no later than November 30th of each year in order to maintain Club Membership. The Dues must be in the possession of the Club Treasurer no later than November 30th. No member of the club whose Dues have not been paid by November 30th shall continue to be a member of the Club. Anyone with such an expired membership wishing once again to become a member of the Club must file a New Member Application and that application will be treated in accordance with the procedures set out in the Article 3.

(C) The Board of Directors may fix a maximum membership level to be subject to approval by the general membership either at a Regular Scheduled Meeting or a Special Meeting. A majority vote of the members in attendance shall be required to adopt a maximum membership level. If a maximum membership level is reached the Board of Directors shall suspend the acceptance of membership applications and process further applications in the following manner: Each application shall be placed in a pool of pending applications with priority assigned by the date the application was first received by the Club Secretary. When a vacancy occurs in the Club Membership, applications will be considered in the order of that priority. The priority will be followed regardless of whether one or more of the pending applications are from a former member or members.

ARTICLE 4 – NRA MEMBERSHIP

All members, directors and officers of the Club shall be members of the National Rifle Association of America ("NRA"). Any such member, director or officer who is not an NRA member shall not be a member in good standing.

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ARTICLE 5 – MEETINGS

- A. **Annual Meeting.** The Annual Meeting of the BRSC shall be held on the first Sunday of January in each year and Club officers and directors shall be elected at the Annual Meeting. If the Annual Meeting does not take place at the time fixed, it shall be held within a reasonable time thereafter. Notice of the time, place and matters to be covered at the Annual Meeting shall be given in writing, either by electronic mail, if the member has provided the club an electronic mail address or United States mail, to all Club members in good standing not less than seven days prior to the Annual Meeting. It is the responsibility of the member to provide the Secretary correct addresses, either for electronic mail or for United States mail or both.
- B. **Regular Meetings.** The regular business meetings of the club for the transaction of ordinary business shall be held on the first Sunday of each month at 2:00 PM in the BRSC Clubhouse at the Club range at 2780 South River Road or at another suitable meeting place providing that notice of the meeting place change is given to members at least seven days prior to the meeting.
- C. **Special Meetings.** A special meeting of the Club may be held at any time upon the call of the President, or upon the call of the Board of Directors, or upon the demand, in writing, stating the object of the proposed meeting, and signed by not less than 20% of the Club members then in good standing. Notice of the time, place, and subject of the meeting shall be given all Club officers and Board members and Club members in good standing in writing, either by electronic mail or United States mail not less than seven days prior to the Date fixed for the holding of the meeting. The place of any such special meetings shall be the BRSC Clubhouse at the Club range at 2780 South River Road or such other place as shall be designated by the Board of Directors.
- D. **Quorum.** Ten percent (10%) of the club members in good standing shall constitute a quorum at any meeting for the purpose of the conduct of Club business except for meetings regarding the sale or encumbrance of club property, where a quorum of one third (33 1/3%) of the Club members in good standing shall be required.

ARTICLE 6 – OFFICERS and BOARD of DIRECTORS

- A. The officers of the Club shall be a President, Vice-President, Secretary, Assistant Secretary (optional), Treasurer, and Assistant Treasurer (optional) , who, together with three (3) members elected from the membership (Members at Large), shall constitute the Board of Directors of the Club. They shall be elected by a majority vote of the members in good standing at the annual meeting of the Club. They shall hold office for one year or, if the annual meeting is not held on the date provided in Article 5(a) above, until their successors have been elected. Officers of the Club (President, Vice-President, Secretary or Treasurer) must be members in good standing for at least two full years while Members at Large need only one full year to be considered.

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- B. The Board of Directors shall have general supervision and control of all the activities of the Club, and in furtherance of these responsibilities may take whatever actions and promulgate whatever rules and regulations and form and/or appoint whatever committees they in their best judgment find to be necessary to achieve the objectives of the Club, to include making agreements with other organizations and individuals, whether or not such agreements involve expenditures of Club funds or encumbrance of Club assets.
- C. Meetings of the Board of Directors shall be held either in conjunction with the regular business meetings of the Club or as regularly scheduled separate meetings.
- D. Decisions of the Board of Directors shall be made by majority vote. Five (5) members shall constitute a Quorum of the Board of Directors, and a majority vote of the Quorum shall be sufficient to approve action respecting Club business, except that for any action resulting in expenditure of Club funds greater than the amount of \$1,000 for non-budgeted items, or encumbrance of Club assets, a vote of the full Board of Directors shall be required.
- E. Resignation of any officer or director may be accepted by the remaining members of the Board at any meeting of the Club or the Board. If an officer or director is absent without legitimate excuse from three consecutive meetings of the Board that position shall be declared vacant.
- F. A vacancy in the Board of Directors shall be filled by a vote of the remaining members of the Board. However, if more than two vacancies exist, a special meeting of the Club shall be called and new officers shall be elected to fill the vacancies until the date of the next annual meeting.

ARTICLE 7 – DUTIES OF OFFICERS

- A. President. The President shall preside at all meetings of the Club, and the Board of Directors. The president shall be a member ex officio of all regular and special committees of the club and shall perform such other duties required by the office.
- B. Vice-President. The Vice-President shall perform the duties of the President in the absence of, or at the request of, the President, and as requested by the President shall assist in performance of the duties of the office of President.
- C. Secretary. The Secretary shall perform or cause to be performed all activities necessary, including maintaining an up-to-date membership roll, processing of NRA renewals, the preparation and forwarding of reports required of the Club by the National Rifle Association and the Civilian Marksmanship Program, and shall also be responsible for re-affiliating the Club annually with the National Rifle Association and the Civilian Marksmanship Program. The Secretary shall notify the Board of Directors, and Club members in good standing of the annual meeting, any special meetings, and all regular meetings of the Club. The Secretary shall keep a true record of all meetings of the Board of Directors and the Club, and shall have custody of the books and papers of the Club, except the Treasurer's book of accounts. The Secretary shall present a membership report at the annual meeting. All applications for membership in the Club shall be made to the Secretary who shall provide the President and Board of Directors all information necessary for an applicant's membership consideration.

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- D. Assistant Secretary (if activated). The Assistant Secretary shall perform the duties of the Secretary in the absence of, or at the request of, the Secretary, and as requested by the Secretary shall assist in performance of the duties of the office of Secretary
- E. Treasurer. The Treasurer shall have charge of all funds of the Club and will place the same in such bank or banks as may be approved by the Board. Such monies shall be withdrawn by a check or other electronic funds transfer methods for the payment of all regular expenses incurred by the Club. The Treasurer shall be responsible for the collection of all dues and fees. The Treasurer shall keep an accurate account of all Club financial transactions and shall render a detailed report with vouchers at any meeting of the Board of Directors when requested and shall present an annual financial report to the Club at the annual meeting.
- F. Assistant Treasurer (if activated). The Assistant Treasurer shall perform the duties of the Treasurer in the absence of, or at the request of, the Treasurer, and as requested by the Treasurer shall assist in performance of the duties of the office of Treasurer.

ARTICLE 8 – DISCIPLINE

- A. No BRSC officer or director may be removed or suspended except by a two-thirds vote of Club members in good standing present at a special meeting called specifically for the purpose. No such meeting may be held unless fifteen days' notice in writing is given to the officer or director of the reasons for the proposed removal or suspension, to include the time and place of the special meeting at which such ballot on the officer's or director's removal or suspension is to be taken. At such meeting the officer or director shall be given a full hearing.
- B. Any Club member may be suspended or expelled from the Club for any cause deemed sufficient by the Board of Directors by a majority affirmative vote of the Board at any regular or special meeting of the Board of Directors. No vote on suspension or expulsion may be taken unless at least fifteen days' notice in writing has been given to the Club member of the charges preferred and of the time and place of the meeting of the Board of Directors at which such charges shall be considered. At such meeting the member under charges will be accorded a full hearing.
- C. Charges against any officer or member of the Club seeking disciplinary action, including expulsion or suspension, may be offered by any Club member in good standing. Such charges shall be in writing, and clearly state the facts relied upon for their support. The charges must be accompanied by any affidavits, exhibits or any other evidence to be used in support. Such charges shall be filed with the Secretary, who will immediately notify the President. The President will call a meeting of the Board of Directors to hear the charges. The secretary will give at least fifteen days' notice in writing of the meeting to each member of the Board and to the accuser and the accused, which notice will be in writing and will include a copy of the charges as filed and any supporting affidavits, exhibits or other supporting evidence.
- D. Any member suspended or expelled by the Board of Directors may appeal to the full membership of the Club. Such appeal shall be made in writing and filed with the Secretary who will notify the President. The President will call a special meeting of the Club for the purpose of acting on the appeal. The Secretary shall give at least fifteen days notice in

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writing to all Club members in good standing, stating the date, time and reason for such special meeting. At such meeting the Secretary will read the filed charges as well as any supporting affidavits, will read or display the accompanying exhibits, and will read the minutes of the special meeting of the Board of Directors at which the charges were heard and action taken. A full hearing will be given to both accuser and accused. A vote by ballot of the Club members in good standing present will be taken and a two-thirds vote will be required to reverse the action of the Board.

ARTICLE 9 – MATCH RULES

All formal firearms competitions held by the Club will be governed by the rules and regulations established by the sanctioning body for such competition(s). However, the Club's Match Director for any event is permitted to make certain changes in the events so long as there is no compromise of any safety regulation or requirement.

ARTICLE 10 – RULES and REGULATIONS

The Board of directors shall adopt, publish and maintain a set of Rules and Regulations which all members and their guests must abide by. These rules shall be appended to the bylaws and provided to all members and prospective applicants. Copies of the Rules and Regulations shall be posted in the clubhouse and at the various shooting ranges.

ARTICLE 11 – GUESTS & FAMILY MEMBERS

Guests and family members (herby known as Guests) must be accompanied by a Member in good standing of the BRSC while on Club Property. Guest and family membership fees will be set by the Board of Directors based upon Safety and Financial Obligations. Members are legally responsible for their GUESTS, including any liability or damages to Club Property, its Members or other guests resulting from any accident, injury, loss or damage, including death. Members must accompany their GUESTS at all times and are responsible for GUESTS compliance with all the Clubs Rules. New Members may not bring Guests or family members to the range until a six month probationary period has been reached.

ARTICLE 12 – AMENDMENTS

Any amendment to these Bylaws may be proposed by the Board of Directors or by any Club member in good standing at any Regular Meeting or Special Meeting of the Club called for the purpose. Any such proposed amendment must be voted upon by and approved by the Board of Directors and by a quorum of Club members in good standing at a Regular Meeting or Special Meeting called for the purpose, provided that a copy of the approved amendments has been sent to each Club member in good standing by electronic mail to those who have provided an electronic mail address, or by United States mail to those who do not have electronic mail or whose electronic mail was returned, at least ten days prior to the meeting. A majority vote of the Club members in good standing present at such meeting will be required to adopt the proposed amendment(s).

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**I HEREBY CERTIFY THAT THESE BY-LAWS HAVE BEEN ADOPTED
BY THIS CLUB.**

President's Signature _____

Date _____

Secretary's Signature _____

Date _____

Registered Agent of the Corporation:

Jeffrey B. Grossman, 69 Shepherd Drive, Lexington, VA 24450