

Blue Rock Sportsmans Club, Inc.
By-Laws

(Adopted: October 23, 2010)

ARTICLE I

ORGANIZATION NAME

The name of the organization shall be "Blue Rock Sportsmans Club, Inc."

ARTICLE II

PURPOSE OF ORGANIZATION

The purpose of the organization is to maintain a club for the promotion and encouragement of shotgun sports teach safety in the handling of shotguns and to foster good fellowship among sportsmen in the area.

ARTICLE III

CORPORATE STRUCTURE

Section 1. The organization shall be a corporate body, chartered under the laws of the State of Arkansas. It shall have no capitol stock and shall be a non-profit organization, organized and operated exclusively for pleasure, recreation and other non-profitable purposes. No part of the net earnings shall ensue to the benefit of any individual member.

Section 2. The Charter and the By-laws of the organization shall contain the basic rules and laws for governing and operation of the organization.

Section 3. In lieu of stock certificates the members of the organization shall be issued certificates of membership which shall evidence their membership in the organization.

Section 4. Pro-rata interest in and ownership of all assets of the organization shall be vested in the full members of the organization who are in good standing.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. (Corporate Powers) – The corporate powers of the organization shall be vested in the Board of Directors who shall be responsible for the direction of management, business affairs and properties of the organization.

Section 2. (Number of Directors) – The total number of voting directors shall be seven (7), which shall consist of the three (3) elected, voting officers and four (4) elected directors two (2) of which shall be elected each year. Whenever practical, the four (4) elected directors shall individually represent the separate interests of Skeet Shooters, Trap Shooters, and Sporting Clay Shooters. In addition to the voting directors, the Treasurer shall be a nonvoting, ex-officio director.

Section 3. (Quorum) – Four (4) or more directors shall constitute a quorum of the Board of Directors for the transaction of business.

Section 4. (Membership Fees and Dues) – The Board of Directors of the organization shall have the authority and it shall be the duty of the Board, from time to time, to fix the membership fee and assess and publish the dues to be paid by members, and the dues so fixed shall be an indebtedness of the members.

Section 5 (Meetings) – The Board of Directors shall meet at least once a year but not more than once a month. The Board of Directors shall also call a regular meeting of the membership at least once a year. Special meetings may be called by the President, or in his absence, the Vice-President upon written notice to each Director and the Secretary/Treasurer and mailed to the address listed with the Secretary at least ten (10) days prior to such meetings. All meetings will be open to the general membership and the Secretary shall insure written notice is posted. At the option of the Secretary, written notice may be mailed by United States Mail or by E-mail. At the option of the Secretary, written notice may be posted at the Clubhouse or by posting it on the Web-Site of the Blue Rock Sportsmans Club, Inc. In the event the Secretary does not post notice of a Board Meeting, this omission may be cured by mailing the minutes of the meeting to the general membership within ten (10) days after the meeting.

Article V

OFFICERS

Section 1. The officers shall consist of a President, Vice President, a Secretary and a nonvoting Treasurer with a term of office of two (2) years, and four Directors with a term of two years and with two (2) Directors elected each year. They shall be elected by the general membership.

Section 2. (Officer Qualifications) Qualifications are members who are highly motivated in the progress of the organization, shooting in general and good fellowship. Only one (1) person in the same household or immediate family shall be eligible for election as an Officer or Director. The President or Vice President shall have served at least one (1) year on the Board of Directors.

Section 3. (Duties of the President) The President shall preside at all meetings of the Board of Directors and regular meetings or the membership. As directed by the Board of Directors he shall exercise supervision over the properties and affairs of the organization. He shall appoint committees to assist him as he/she deems necessary. By written direction from the Board of Directors the President shall execute all contracts in the name of the corporation to which it may be a party and such contracts must be attested by the Secretary.

Section 4. (Duties of the Vice-President) In the absence of the President, the Vice-President shall exercise his duties.

Section 5. A. (Duties of the Secretary) The Secretary shall keep a record of the proceedings of the Board and general membership meetings. The Secretary shall discharge such other duties that pertain to the office as inscribed by the Board of Directors.

B. (Duties of the Treasurer) The Treasurer shall keep appropriate records of all monies and shall sign all checks and obtain the signature of either the President or in his/her absence the Vice-President as co-signature on such checks drawn upon the checking account of the organization. The Treasurer shall receive and account for all funds of the organization and insofar as practicable, shall deposit the same in the bank so designated by the Board of Directors. The Treasurer shall also furnish the general membership with financial reports at all scheduled meetings. The Treasurer may be required, upon special order of the majority of the members, to furnish an audit under emergency circumstances.

ARTICLE VI

MEMBERSHIP

New members shall be sponsored by a member in good standing and recommended to the membership committee for consideration. All new members will serve a six (6) month probationary period. At the end of that period they may be accepted as a full member. Probationary members will not have voting privileges. The year will start on November 1st and end on October 31st. The yearly dues and shooting fees shall be prescribed by the Board of Directors.

ARTICLE VII

MEETINGS

Section 1. (Regular Meetings) The regular membership meeting shall be held at least once a year. The President or Vice President may call a meeting at any time upon ten (10) days posted notice and such notice shall contain the information or subject matter to be discussed. A meeting must be called by the President, or in his /her absence the Vice-President, within two (2) weeks upon the written request of twenty-five percent (25%) or more of the membership. All meetings will honor and be conducted by *Robert's Rules of Order*.

Section 2. (Emergency Meetings) Under extreme circumstances, as may be deemed by the Board of Directors, an emergency meeting may be called by the Board of Directors to include membership without the standard ten (10) days posted notice. Also the Board of Directors may meet among themselves if a general membership meeting is not practical. Results of these meetings will be posted at the club.

Section 3. (Form of Notice) Posted notice shall be accomplished by one of two methods:

1. A physical notice may be placed on the Club House Bulletin Board; or
2. An electronic notice may be placed on the Web Site of the Blue Rock Sportsmans Club, Inc.

Mailed notice shall be accomplished by one of two methods:

1. A physical notice may be sent by first class mail to the physical address supplied by the member on his application form.
2. If the member supplies an E-Mail address on his application form, notice may be sent to the member via E-mail.

The method of sending notice shall be at the discretion of the Officer sending it. It shall be the affirmative duty of the membership to notify the Secretary of any changes of address.

ARTICLE VIII

VOTING

Each member in good standing with the organization shall have one (1) vote, either in person or by proxy.

ARTICLE IX

CERTIFICATE OF MEMBERSHIP

Blue Rock Sportsmans Club, Inc. membership cards will be issued to each member upon payment of annual dues. The card will be a certificate of membership and good for one (1) year period.

ARTICLE X

EXPULSION

Any member may be expelled by a simple majority vote of the Board of Directors for violations of the By-Laws, Constitution, or the rules of the club which include but are not restricted to gun safety, unsportsman like conduct or disruptive action. The expelled member may appear at the next regular membership meeting to apply for reinstatement. Reinstatement may be accomplished with the consent of the majority of the members or by their proxy.

ARTICLE XI

AMENDMENTS

The Constitution or By-Laws may be amended by a Vote of seventy-five percent (75%) or more of the membership present at a general or special meeting provided that a written notice shall have been issued at least sixty (60) days before the meeting at which the amendment is put to a vote. The notice shall contain a copy of the proposed amendment.

ARTICLE XII

IMPEACHMENT OF DIRECTORS AND OFFICERS

Section 1. Officers and Directors may be impeached by the general membership. This action can be taken only at a special meeting called for such a purpose. All members must receive ten (10) days notice of such a meeting in writing. A vote of seventy-five percent (75%) of the members present will be required to impeach an Officer or Director.

Section 2. It will be the duty of the membership at this meeting to elect a person or persons to complete the term of an Officer or Director impeached.

ARTICLE XIII

FINANCIAL

Section 1. (Limit) No Officer or Director shall financially obligate this organization on an individual basis. All financial matters and purchases of over five hundred dollars (\$500.00) must be approved by the Board of Directors.

Section 2. (Dissolution) In the event of Blue Rock Sportsmans Club, Inc., disbanding, all assets and monies on hand will be used to meet any outstanding debts and then any remaining assets and or monies shall be contributed to a qualified non-profitable organization as directed by the general membership with a two (2) year trust before contribution. These organizations may be (but are not limited to) NSSA, ATA or NSCA.

ARTICLE XIV

AGENT OF SERVICE

Blue Rock Sportsmans Club, Inc., hereby designates as its agent for service James E. Smith, Smith Akins, P.A. 400 West Capitol Avenue, Suite 1700, Little Rock, AR 72201.