

# CONSTITUTION AND BYLAWS OF THE UNITED CONSERVATION & OUTDOOR ASSOCIATION OF HANCOCK COUNTY, OHIO

## ARTICLE I

### Name of Organization:

1. The name of this Organization shall be "United Conservation and Outdoor Association of Hancock County, Ohio."
2. This Organization is a corporation, nonprofit, organized under a Charter granted by the State of Ohio. At all times, this Organization shall operate within the Statutory Law of the State of Ohio regarding the control and operation of Corporations Not For Profit.

## ARTICLE II

### Purpose:

This Organization is organized and shall be operated exclusively for charitable, educational, and conservation purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax law. The mission of the Organization is to promote conservation education; preserve and protect natural resources and wildlife; promote firearm safety and responsible outdoor recreation; and foster ethical hunting, fishing, trapping, shooting sports, archery, and related conservation activities for the benefit of the general public.

In furtherance of these charitable purposes, the Organization shall:

1. Promote firearm education, safety, and awareness.
2. Perpetuate and preserve the natural resources and wildlife of Hancock County, the State of Ohio, and the United States.
3. Promote a spirit of cooperation and education in matters of conservation, hunting, fishing, trapping, shooting sports, and related outdoor activities.
4. Work in harmony with governmental bodies, conservation organizations, community groups, and other entities engaged in conservation and outdoor education.
5. Encourage responsible sportsmanship and oppose illegal, destructive, or poaching activities involving fish, wildlife, and natural resources.

No part of the net earnings of the Organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of its charitable purposes. No substantial part of the activities of the Organization shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Organization shall not participate in, or intervene in, any political campaign on behalf of or in opposition to any candidate for public office.

## ARTICLE III

### Membership

#### Section 1. Eligibility

Membership in the Organization shall be open to any individual eighteen (18) years of age or older who supports the purposes of the Organization and agrees to abide by its Constitution, Bylaws, and established policies, including safety requirements.

Membership is a governance mechanism and does not confer any ownership interest in the assets of the Organization. The Organization shall operate for the benefit of the general public consistent with its charitable purposes.

#### Section 2. Application and Admission

Applicants for membership shall complete an application in a form approved by the Board of Trustees and submit payment of the required annual dues.

Applications shall be reviewed and acted upon by the Board of Trustees or its designated representative. Acceptance of membership shall be based upon support of the Organization's mission and compliance with established safety and operational policies.

#### Section 3. Rights and Responsibilities

Members in good standing for six (6) months shall be eligible to vote and hold elected office.

Membership dues shall support the charitable, educational, and conservation activities of the Organization and shall not constitute payment for private recreational benefit.

#### Section 4. Honorary Membership

The Board of Trustees may, by majority vote, grant honorary membership to individuals who have made significant contributions to the Organization or its mission. Honorary members shall comply with applicable safety requirements but shall not be required to pay annual dues unless otherwise determined by the Board.

#### Section 5. Suspension or Expulsion

A member may be subject to suspension or expulsion for:

Violation of applicable federal or state laws relating to conservation or firearm safety

Violation of the Constitution, Bylaws, or established policies of the Organization

Conduct detrimental to the purposes or reputation of the Organization

Before suspension or expulsion, the member shall be provided written notice of the allegations and a reasonable opportunity to respond before the Board of Trustees. The Board shall review all relevant information and render a decision by majority vote. The decision of the Board shall be final.

## ARTICLE IV

### Dues:

1. The Board of Trustees will establish membership dues based on the needs of the organization to be self-sufficient. Any changes to the membership dues will be posted for 60 days explaining the rationale for the charge.
2. Dues shall be paid on a yearly basis and are non-refundable.
3. Any member who fails to pay their annual dues within thirty (30) days of notification shall

have their membership suspended until the dues are paid in full.

4. If membership dues are unpaid for 365 days or greater, the member shall be required to retake the new member safety training.

## ARTICLE V

### Meetings:

1. Regular business meetings shall be held on the second Thursdays of each month.
  - a. Regular business meetings shall convene promptly at 7:00 pm, at the clubhouse of the organization.
  - b. The President or Vice President and one other officer, plus seven (7) members in good standing, shall constitute a quorum at any meeting of this organization. In the absence of a quorum at any meeting, the presiding officer may declare the meeting adjourned until such time as a quorum is present.
2. Special meetings of the membership may be called by the President of the organization by giving five (5) days' notice.
3. The order of business for all regular and special meetings of this Organization shall be governed by "Robert's Rules of Order."
4. Alcohol shall not be consumed by any Officer or Trustee during the Trustees meeting or the Membership meeting.

## ARTICLE VI

### Officers & Trustees:

1. The officers of this Organization shall be as follows:
  - a. President
  - b. Vice President
  - c. Recording Secretary
  - d. Membership Secretary
  - e. Treasurer

The named officers shall be elected by the Membership-At-Large at the February Meeting. If the office of President becomes vacant through any means, the Vice President shall become the President of the Organization until the next February meeting.

2. In addition to officers named, this Organization shall have four (4) Board and Trustees for a total of nine (9) members.

## ARTICLE VII

### Elections of Officers & Trustees:

1. The election of Officers and Trustees shall take place during the February Membership meeting on the second Thursday of the month at the clubhouse of the Organization.
2. A quorum is required for the elections to take place. In the event that quorum is not met, the elections will be postponed until the next Membership Meeting where quorum is achieved.
3. The election of Officers and Trustees shall be by ballot. The candidate for each office,

- receiving the majority of votes of those members present, shall be declared elected.
4. All officers shall be elected for a term of one (1) year.
  5. The Officers and Trustees must be members in good standing.
    - a. At each Annual Meeting the membership shall elect one (1) member to the Board of Trustees to serve for a term of three (3) years and one (1) member to the Board of Trustees to serve for a term of (2) year. It being the intention of this provision that the rotation of membership of the Board of Trustees be so arranged that two (2) of its Board of Trustees expires at the date of the February Meeting; and that two new members become members of the Board of Trustees by election. All candidates will be voted for the trustee position. The candidates having the highest cast of votes will be awarded the three (3) year term. The next highest vote will be the two (2) year term.
    - b. In addition, any vacancy of the Board of Trustees shall be filled by an election by the Board of Trustees until the next February meeting.
    - c. New Officers and Trustees elected at any February Meeting shall assume their respective offices on the first day of March immediately following the February Meeting, and shall serve until new officers are elected, or their term as a Trustee expires.

## ARTICLE VIII

### Standing Committees:

1. The President shall have the authority to initiate committees as they shall deem necessary to carry out the purposes and the projects of the Organization. It will be the responsibility of the Board of Trustees to review and approve proposed committees and activities. Committees shall operate under the authority of the Board of Trustees and shall report their activities and recommendations to the Board. No committee shall have authority to bind the Organization unless expressly authorized by the Board of Trustees.
2. All Officers by the first day of March immediately following the Annual Election shall turn over all organization documentation to the incoming Officers and Trustees.

## ARTICLE IX

### Duties of Officers:

1. It shall be the duty of the President to preside at all regular and special meetings of the Organization; and assist all committees in carrying out their assigned duties. It shall also be the duty of the President to be thoroughly advised of all the activities and projects of the Organization; and to keep all members informed with regard thereto. It shall also be the duty of the President to preserve order at all meetings and functions of the Organization; and, to execute disciplinary actions as advised by the Board of Trustees.
2. It shall be the duty of the Vice President to preside at any meeting of the Organization at which the President is not present. It shall further be the duty of the Vice President to assist all other officers in carrying out their functions, and to make sure all committees are functioning properly. It shall also be the duty of the Vice President to serve as Treasurer, when the present Treasurer cannot perform the duties of his office for any reason whatsoever; for a period not to exceed thirty (30) days or until such time as either the present Treasurer resumes his duties, or a new Treasurer is appointed.

It shall be the duty of the Recording Secretary to keep a faithful record of all proceedings at the meetings of the Organization: It shall further be the duty of the Recording Secretary to keep safely all the documents and records of the Organization. It shall also be the duty of the Recording Secretary to prepare and direct all correspondence of the Organization as directed by the vote of the membership; or, as directed by the President or Board of Trustees. It shall also be the duty of the Recording Secretary to keep a faithful record of all the proceedings of the Board of Trustees. It shall be the duty of the Recording Secretary to report on Board of Trustees proceedings at the monthly Membership Meetings.

3. The Membership Secretary shall have the duty of keeping the records of membership in the Organization, the status of the dues of each Member; and the sending of notices to the Members when their membership dues are to be paid. The Membership Secretary shall have complete charge of the issuance of membership cards and shall be entitled to receive and collect dues from the members. The Membership Secretary shall have the duty of accounting for all dues received by him, and delivering the monies received to the Treasurer.

The Membership Secretary, and/or appointees, shall be responsible for approving guest approvals to access the facility via email or other communication methods.

4. It shall be the duty of the Treasurer to receive and keep safe all the monies belonging to the Organization; and, at all times, to keep an adequate record of all such monies of the Organization in his hands.

It shall be the duty of the Treasurer to establish such checking accounts and savings accounts in the name of the Organization as are necessary to carry forth the purposes of the Organization.

Any bills against the Organization in the amount of less than \$500.00 dollars may be paid by the Treasurer, and treated as current expenses, unless there is some question as to the correctness of the amount of the bill, or the correctness of the purpose for which the bill was submitted.

Any Member of the Organization can request in writing that an Officer or Board of Trustees member provide in writing a financial statement of the club. The Treasurer will assist with such documentation.

Whenever possible, all bills shall be paid by check, and the Treasurer shall have the obligation of keeping all canceled checks on file. If it is not possible to pay the bill by check, the Treasurer shall accept such other form of receipt as, in his judgement, will make an adequate record of the expenditure of funds.

At the death of an Officer, Trustee or an active member of this Organization, flowers or donations not to exceed \$150 will be ordered by and paid for by the Treasurer only.

## ARTICLE X

### Duties of Trustees:

1. The duties, powers, and responsibilities of the Board of Trustees of this Organization shall be as follows:
  - a. It shall be the duty of the Board of Trustees to supervise and carry out any and all repairs, maintenance, remodeling, changes, or improvements to any of the buildings or grounds of this Organization.
  - b. The Board of Trustees shall approve, by a majority vote, the allocation of funds in

excess of \$500 with the exception of utilities. Upon approval by the Board of Trustees, allocated funds must be approved by a majority vote of the membership meeting. This qualifies as approval in order for the Treasurer to honor and pay subsequent bills. If for any reason funding for work or purchases has not been completed by 90 days from the time the vote passed, funding will be suspended until which time the board will review the funding request and vote again on this matter.

- c. It shall be the duty of the Board of Trustees to determine appropriate discipline for Members who fail to abide by this Constitution, Organization By-Laws, Range Safety Rules, or other guidance as deemed appropriate by the Officers or Trustees. This discipline will be executed by the President as specified in Article IX.
  - d. It shall be the duty of the Board of Trustees to create a set of rules and regulations governing the use of the lands, buildings and facilities owned by the Organization; and, from time to time, to amend, supplement and implement such rules and regulations as the needs of the Organization dictate. In all of such rules and regulations the Board of Trustees shall be guided first by the wishes of the general membership, and the most complete use of all facilities by, and for, the benefit of the members.
  - e. It shall be the duty of the Board of Trustees to determine the need for, and to secure insurance of the proper kinds and amounts of coverage to secure the property of the Organization against loss from any natural catastrophe, or from legal liability to persons or property legally upon the premises.
  - f. It shall be the duty of the Board of Trustees to see to the establishment of a policy, by rules and regulations, for the rental or use of the property of the Organization by persons or groups, other than the members, and to supervise such rental or use by persons or groups, other than members.
  - g. Whenever the members of the Organization request additional facilities, or improvements of existing facilities, it shall be the duty of the Board of Trustees and Officers of the Organization in the planning of such facilities, or improvements; and the securing of finances to accomplish such objects.
  - h. In this connection, the Board of Trustees shall have the authority to borrow funds and to pledge the property of the Organization as collateral to secure such a loan. The Board of Trustees have the ability to sell or repurpose the land of the Organization. Such action shall require approval of  $\frac{3}{4}$  of the Board of Trustees and approval by  $\frac{3}{4}$  of the Members present at the monthly meeting.
  - i. In addition to the duties herein specifically enumerated, the Board of Trustees shall act as an advisory body to assist and counsel the Officers in carrying out the projects and programs of the Organization.  
In addition, the Board of Trustees shall accept and carry out any further duties and responsibilities delegated to the Board of Trustees by the vote of the general membership.
2. The Organization shall adopt and maintain a Conflict-of-Interest Policy applicable to Trustees, Officers, and any individuals with delegated governing authority. Trustees and Officers shall comply with such policy as adopted and amended by the Board of Trustees.

3. Trustees and Officers shall maintain the confidentiality of sensitive organizational information consistent with policies adopted by the Board of Trustees and applicable law.

## ARTICLE XI

### Organization of Trustees:

1. At the first meeting of the Board of Trustees following the Annual Meeting of the Organization, the Trustees shall elect a Chairman from among the members of the Board. The Chairman shall preside at all meetings of the Board of Trustees. The Chairperson may appoint committees from among the members of the Board of Trustees to supervise and carry out the various duties and responsibilities assigned to the Board of Trustees.

## ARTICLE XII

### Bylaws Amendment:

1. The Constitution and By-Laws of this Organization may be amended at any regular meeting held not sooner than seven (7) days after any such proposed amendment or amendments have been given two (2) readings at two (2) regular meetings, (1) mass communication to the membership, and posted in the Club House or Range for 2 weeks. A two-thirds (2/3) vote of those members present at the membership meeting shall be required to pass any such amendment or amendments.
2. Any five (5) members may propose an amendment or amendments in writing, by submitting the same to the President, at a regular meeting, or to the Board of Trustees, at a regular Trustees meeting.
3. Any individual routinely paid by the UCOA will not be eligible to hold any elected office of the club (UCOA). Any elected official who is periodically paid by the club for professional services rendered shall abstain from voting on payment of aforementioned services.
4. Alcohol is not to be consumed by an individual before or while participating in shooting activities.

## ARTICLE XIII

### Dissolution

Upon the dissolution of the United Conservation and Outdoor Association of Hancock County, Ohio, the assets of the Organization shall be distributed exclusively for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax law.

Such assets shall be distributed to one or more organizations recognized as exempt under Section 501(c)(3) of the Internal Revenue Code, or to the federal government, or to a state or local government, for a public purpose.

Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Organization is then located, exclusively for such purposes.

**Adoption of Constitution and Bylaws**

These Constitution and Bylaws were duly adopted by the membership of the United Conservation and Outdoor Association of Hancock County, Ohio, at a meeting held on the \_\_\_\_ day of \_\_\_\_\_, 20, at which a quorum was present.

IN WITNESS WHEREOF, the undersigned Officers certify that these Constitution and Bylaws were adopted by the membership as set forth above.

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President

Date: \_\_\_\_\_

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Recording Secretary

Date: \_\_\_\_\_

**Revision History**

Originally Adopted: \_\_\_\_\_ 1938 \_\_\_\_\_

Amended: \_\_\_\_\_ 2/9/23 \_\_\_\_\_

Amended: \_\_\_\_\_