

Beaverbrook Tri-County Sportsmen, Incorporated

Bylaws

**Adopted
July 19, 2023**



Beaverbrook Tri-County Sportsmen Incorporated

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Article I Purpose and Objectives

Section 1.01 The primary purpose of the Beaverbrook Tri-County Sportsmen Incorporated is to promote the safe and respectful use of the outdoors and the shooting sports.

More specifically, our objectives are:

- (a) To promote conservation and sportsmanship.
- (b) To promote and obtain land for recreational and conservation purposes.
- (c) To direct our effort to the support of worthwhile programs devoted to the preservation and development of the human and natural resources of our state and nation.

Article II General Provisions

Section 2.01 Name

- (a) The name of this Organization shall be: "Beaverbrook Tri-County Sportsmen, Incorporated" and hereinafter may be referred to as the "Corporation," "Organization" or "Beaverbrook."

Section 2.02 Principal Office

- (a) The principal office of the Corporation shall be PO Box 60, Cedar, MN 55011. The Executive Committee of the Corporation is granted full power and authority to change said principal address as long as all proper and due filings for the permanent change are made to the Internal Revenue Service and the Minnesota Secretary of the State.

Section 2.03 Communication

- (a) For the purpose of notification of all meetings and other notices the publication of information on the Organization's website or by means of US Postal or electronic mail shall be deemed as being delivered without the need of conformation or receipt.

Article III Membership

Section 3.01 Membership Categories / Classes

Membership in the Organization will consist of six (6) membership classes. The Executive Committee, at its discretion, may provide for other classes of membership.

- (a) Executive Committee Members

- (1) Members elected to the Executive Committee of the Organization as officers or directors.

(b) Life Members

- (1) The granting of Life Membership shall be at the sole discretion of the Executive Committee because of special considerations but shall be subject to the following minimum requirements:
 - (i) The candidate must have been a regular member of the Organization in good standing for a minimum of twenty-four (24) months.
 - (ii) Pay the set fee as determined by the Executive Committee.
 - (iii) Receive a two-thirds (2/3) vote of the Executive Committee to grant the Life membership.

(c) Emeritus Members

- (1) Any member having attained Emeritus membership status before January 1, 2024, shall remain a non-dues paying member with full club privileges.
- (2) Beginning on January 1, 2024, any member reaching the age of sixty-five (65) years and having paid in annual dues the amount equal to, or larger than, ten (10) times the current Regular Member's annual dues may be admitted into Emeritus membership, thus becoming a special emeritus dues paying member with full club privileges.
 - (i) The special annual emeritus dues will be set and adjusted annually as prescribed in section 3.04(a).
- (3) On December 31, 2033, the Emeritus membership category will expire and cease to be available, and this membership category [3.01(c)] will be deleted from these bylaws and Article III renumerated.

(d) Regular Members

- (1) Any applicant eighteen (18) years of age or older may become a member of this Organization on a simple majority vote of the Executive Committee, or when granted the authority by the Executive Committee the Membership Committee, and after subscribing to the Organization's Rules and Code of Ethics and on payment of the usual processing fee and dues.

A regular member in good standing is granted memberships for his immediate family members as specified below. Only the regular member will be issued a membership card. All family members shall have a voice, but no vote. All family members must be accompanied by a regular member while on club property. The regular member is responsible for all actions of the family members.

- (i) Youth – must meet any special requirements established by the Executive Committee, be under twenty-one (21) years of age, as of January 1st of the membership year and have a parent, grandparent, guardian, or sibling who is a member in good standing. This membership privilege, either singularly or as a group may be revoked at any time by the Executive Committee.
- (ii) Spouse or Life Partner – must meet any special requirements established by the Executive Committee and have a spouse or life partner who is a member in good standing. This

membership privilege, either singularly or as a group may be revoked at any time by the Executive Committee.

(2) Extended Spousal Membership

Members in good standing whose Spouse/Life Partner wishes to have independent access to club facilities may elect to apply for an Extended Spousal Membership. This membership provides the spouse an access/membership card but not voting rights. The applicant may become part of this Organization on a simple majority vote as outlined in section 3.01(d) (1) and after subscribing to the Organization's Rules and Code of Ethics. This membership grants to the spouse the ability to independently supervise other family members\guests while at the club. The Extended Spousal Membership incurs annual dues equal to one half (1/2) of the Regular Membership dues and those dues cannot be reduced by the use of a work credit.

(e) League Members

Any individual who is participating in any club sanctioned league. All League members shall have a voice, but no vote. League Members are restricted to league participation only and do not have personal access to club facilities outside of league activities. League Members may receive limited benefits as granted by the Executive Committee.

Section 3.02 Members in Good Standing

- (a) A Member maintains membership in Beaverbrook by payment of dues and by following the Code of Ethics as required by the Bylaws. Such maintenance of membership entitles the member to all rights and privileges of their membership class.

Section 3.03 Transfer of Membership

- (a) Individual membership in the Organization is non-transferable to another individual.

Section 3.04 Membership Dues

- (a) Dues are for the calendar year and are collected annually per the rules set forth by the Finance Committee and approved by the Executive Committee. The Executive Committee has the discretion of setting and changing dues and processing fees for each class of membership.

Section 3.05 Member Leave of Absence

- (a) Upon receipt of written notice from any member in good standing of this Organization that shall enter into active duty in the armed services of the United States shall be given a leave of absence. This leave of absence will be in effect until the date of the member's official release from active duty and for ninety (90) days after their official release. At the conclusion of the ninety (90) day period they must resume regular payment of dues or forfeit membership in this Organization.

Section 3.06 Membership Resignation

- (a) A member may resign at any time. All notifications for membership resignations will be in writing and submitted to the Secretary of the Organization. All notifications for resignation for a member who holds an office must follow the guidelines set forth in Article V of these Bylaws.

Section 3.07 Nonpayment of Dues

- (a) Annual membership dues are payable by January 1st of each year. A member may be dropped from the active roster if payment of the Club's annual membership are in arrears. Once dropped, said member may reapply as a new member with all the necessary requirements. Exceptions to this section may be granted by the Executive Committee.

Section 3.08 Member Reinstatement

- (a) By written request to the Secretary of the Organization, a former member whose membership was previously terminated by the Executive Committee may request reinstatement into the Organization. The Executive Committee may reinstate the former member upon an affirmative vote of two-thirds (2/3) of the Executive Committee present at the meeting. The Executive Committee has the option of instituting specific terms and / or conditions of membership for reinstated members.

Section 3.09 Membership Code of Ethics

- (a) The Code of Ethics for members of Beaverbrook shall be to uphold the Objectives of the Organization. And agree to follow the rules of conduct as may be set forth, and published, by the Organization from time to time.

Article IV Meetings

Section 4.01 Executive Committee Meetings

- (a) Executive Committee meetings must be held regularly, typically monthly and at a minimum of four (4) times per year. Dates, starting time, and location will be selected by the Executive Committee members (by quorum vote). Special meetings of the Executive Committee may be initiated by the President or by a written request to the Secretary by three committee members. The Executive Committee may also determine if any meeting of the Executive Committee shall be held solely by means of remote communication.

Section 4.02 General Membership Meeting

- (a) The general membership business meeting of the Organization shall be held in January, April, July, and October or at such time and place as may be fixed by the Executive Committee. The time and place will be posted on the Organization's website thirty (30) days prior to the meeting.

Section 4.03 Annual Meeting

- (a) A meeting of the membership shall be held for the purpose of certifying the election results of the Executive Committee members per the process outlined in Section 5.04(c). This meeting shall be held

in October. The notice of the date, time, and place of this meeting will be posted on the Organization's website thirty (30) days prior to the meeting.

Section 4.04 Special Meetings

- (a) A special meeting of the Organization may be held at any time upon the call of the membership by demand in writing, stating the object of the proposed meeting, and signed by not less than 20 percent of the members entitled to vote. This petition will be considered served if delivered to any one member of the Executive Committee. Notice of the time, place and object of any special meeting shall be given to all officers, and members in good standing, not less than seven (7) days prior to the fixed date for the holding of the meeting. The place of the special meeting shall be fixed by the Executive Committee.

Section 4.05 Quorums

- (a) A quorum for the transaction of business at any Executive Committee meeting is a simple majority of the Officers and Directors currently holding office.
- (b) A quorum for the transaction of business at any General Membership meeting is a minimum of ten (10) of the members eligible to vote. In absence of a quorum any members present may submit proposals to a at the next Executive Committee meeting.
- (c) Except as provided in paragraph (d) below, a quorum is necessary for the transaction of business at a meeting of members. If a quorum is not present, a meeting may be adjourned from time to time for that reason.
- (d) If a quorum has been present at a meeting and members have withdrawn from the meeting so that less than a quorum remains, the members still present may continue to transact business until adjournment.

Article V Officers and Directors

Section 5.01 Executive Committee

- (a) The Executive Committee shall have general supervision and control of all activities of the Organization. The Executive Committee shall be composed of the Officers, Directors, and the Grand Beaver (immediate past president, until replaced).

Section 5.02 Officers and Directors

- (a) Directors
 - (1) The Organization shall have ten (10) Directors. Unless revised by section 8.03 of these bylaws.
 - (2) Each Director shall serve a two (2) year term, with five (5) Directors elected on odd years and five (5) Directors elected on even years. Each term will start on the first day of January running through the last day of December of the following year. Unless revised by section 8.03 of these bylaws.

(3) In the event of a vacancy for any Director position, the Executive Committee will elect a member in good standing as a replacement to finish out the remaining duration of the vacated term.

(b) Officers

(1) The Organization shall have four (4) officers, President, Vice President, Secretary and Treasurer.

(2) Each officer shall serve a two (2) year term, with the President and Secretary elected at the annual meeting in even years and the Vice President and Treasurer elected at the annual meeting in odd years. Each term will start on the first day of January running through the last day of December the following year.

(3) In the event of a vacancy for any Officer position, the Executive Committee will elect from the Executive Committee a current Director, pursuant to the tenure requirements of sections 5.03(b)1 or 5.03(b)3, as a replacement to finish out the remaining duration of the vacated term.

Section 5.03 Officer and Director Eligibility

(a) Directors

(1) All members in good standing of Beaverbrook are eligible for nomination to the Executive Committee.

(i) No member can be a candidate in the same year in which they joined the Organization.

(2) The Nominating Committee will present to the annual meeting of members a list of eligible candidates for election to Director. Any member may also nominate an eligible member other than those nominated by the committee.

(b) Officers

(1) All members in good standing of Beaverbrook are eligible for nomination to the office of Vice President, Secretary and Treasurer and meet both (i) and ii) below.

(i) Must have attended a minimum of seventy-five (75) percent of the Executive Committee or General Meetings held during the twelve (12) months preceding the election.

(ii) No member can be a candidate in the same year in which they joined the Organization.

(2) The Nominating Committee will present to the annual meeting of members a list of eligible candidates for election to these positions. Any member may also nominate an eligible member other than those nominated by the committee.

(3) All members of the Executive Committee having served a minimum of twelve (12) months in their position on the committee and also having attended a minimum of seventy-five (75) percent of the Executive Committee or General Meetings held during the twelve (12) months preceding the election are eligible for nomination to the office of President.

Section 5.04 Officer and Director Elections

- (a) Directors: The election of Directors for a two (2) year term will take place per Section 5.04(c) from the Executive Committee approved list of nominees. With the results certified at the annual meeting of the membership.
- (b) Officers: The election of Officers for a two (2) year term will take place per Section 5.04(c) from the Executive Committee approved list of nominees. With the results certified at the annual meeting of the membership.
- (c) Election Process: The system used to elect Officers and Directors shall be developed by the Elections Committee and presented to the Executive Committee for approval. A two-thirds (2/3) majority vote of the Officers and Directors present is required. If approved the process will become the default method used in all future elections. All approved changes to the election process must be posted and announced on the Organization's website thirty (30) days before its initial use.

Section 5.05 Duties of the Officers and Directors

(a) President

- (1) The President shall be the general manager of the Organization. The President shall preside at all regular and special meetings of the general membership and the Executive Committee. The President shall be a member ex-officio of all regular and special committees and shall perform all such other duties pertaining to the responsibilities of the office. The President shall direct the agenda for all regular and special meetings and has ultimate responsibility for guiding meeting proceedings.

(b) Vice President

- (1) The Vice President shall perform the duties of the President in his/her absence or disability, or at his/her request.

(c) Secretary

- (1) The Secretary shall conduct all official correspondence pertaining to the proper preparation and forwarding of all reports required of the Organization. He / She shall notify the members of the Executive Committee of all meetings and shall notify all members of special and annual meetings. He / She shall keep a true record of all meetings of the Executive Committee and of the Organization. He / She shall have custody of the books and papers of the Organization with the exception of the Treasurer's books of accounts.

(d) Treasurer

- (1) The Treasurer will be responsible for the collection of all fees and dues and shall have charge of all funds of the Organization and place the same in such banks as may be approved by the Executive Committee. Such money shall only be withdrawn by check for the payment of such bills as have been approved by the Executive Committee. The Treasurer shall keep an accurate account of all transactions and render a detailed report at any meeting of the Executive Committee when requested, and an annual report to the Organization at the annual meeting. He / She shall be responsible for re-affiliation of the Organization annually with all authorized Organizations. The Treasurer shall be bonded with the cost of such bond being paid by the Organization.

(e) Directors

- (1) The Directors shall be responsible for all property of the Organization and shall be responsible for all financial audits. The Directors shall be responsible to direct the legal, financial, and policy matters of the Organization in accordance with local, state, and federal laws and in accordance with the purpose and mission of the Organization.

Article VI Committees

Section 6.01 Committees

- (a) The Executive Committee may establish committees as necessary to assist with the operation of the Organization. Any member in good standing may serve on a committee. Each committee must include one member from the Executive Committee.
- (b) Each committee will provide status / activity reports to the Executive Committee when requested.
- (c) Committee projects and recommended actions must be approved by the Executive Committee before implementation.

Article VII Organization Finances

Section 7.01 Fiscal Year

- (a) The fiscal year of the Organization shall be from April 1st through March 31st unless otherwise established by the Executive Committee.

Section 7.02 Dues and Fees

- (a) Annual dues and fees for members shall be set by the Finance Committee and approved by the Executive Committee.
 - (1) Any changes in the dues must be announced a minimum of two (2) months prior to the effective date.

- (2) Any changes in the fees must be announced a minimum of two (2) months prior to the effective date.

Section 7.03 Assessments

- (a) There shall be no special assessments imposed except as approved by a simple majority vote of the total membership of the Executive Committee then in office. The assessment must then be approved by 2/3 of members in good standing present at the next annual meeting, or special meeting called for the purpose, and if approved will be effective in the next calendar year.

Section 7.04 Execution of Instruments

- (a) Except as otherwise provided in these Bylaws, the Executive Committee may authorize any Officer or Officers to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Organization and such authority may be general or confined to specific instances.
- (b) Unless so authorized, no Officer, Director or member shall have any power or authority to bind the Organization by any contract or engagement or to pledge its credit or to render it liable for any purpose or in any amount.

Section 7.05 Loans

- (a) No loans shall be contracted on behalf of the Organization and no evidence of indebtedness other than checks, drafts, or other orders for payment of money issued in the ordinary course of business shall be issued in its name, unless authorized by the Executive Committee of the Organization. Such authorization and approval may be general or confined to specific interest.

Section 7.06 Checks, Drafts, Etc.

- (a) All checks, drafts, or other orders for the payment of money issued in the name of the Organization shall be signed by such Officer or Officers as approved by the Executive Committee and on record for said account(s) and entered into agreement with a local financial institution. Such institution will be by approval of the Executive Committee of the Organization.

Article VIII Amendments to the Bylaws

Section 8.01 Annual Review.

- (a) The bylaws shall be reviewed annually by the Executive Committee, or a Bylaws Committee formed for that purpose. Any changes proposed by a member eligible to vote, Director, Officer or Bylaws Committee member will be considered. The Bylaws Committee will submit all proposed amendments with their recommendations to the Executive Committee.

Section 8.02 Amendments.

- (a) Any changes, additions, subtractions, or amendments to the bylaws of the Organization having been recommended by the Bylaws Committee shall be reviewed by the Executive Committee at a regular or special meeting. The Executive Committee may amend any provision to the proposed bylaw changes by a simple majority vote. The final revision of the proposed bylaw changes shall only be recommended to the full membership after passage of a vote of two-thirds (2/3) of the Executive Committee members present.
- (b) The Corporation's Secretary will prepare a copy of the bylaws showing the proposed changes for review by the voting membership. This document will be made available to all voting members per Section 2.03 in a timely manner. After a minimum of one month after member notification, notice will be given to the voting membership of the date and time of the meeting at which a vote will take place on the revised bylaws. The new (revised) bylaws may be adopted replacing the original bylaws (i.e., a complete revision of the bylaws), by two-thirds (2/3) vote of the members, eligible to vote, present at the meeting.

Section 8.03 Number of Directors

- (a) These bylaws may be amended by the Executive Committee to change the number of Directors per Section 5.02(a) (1), or the length of their terms of office per Section 5.02(a) (2) of these bylaws. This bylaw change may be amended for such purpose at any meeting of the Executive Committee at which a quorum is present, provided the proposed amendment has been submitted in writing at the previous meeting of the Executive Committee, or has been sent by mail to every member of the Executive Committee not less than ten (10) days prior to the meeting of the Executive Committee at which the proposed amendment is to be considered. For passage a vote of two-thirds (2/3) of the Officers and Directors present shall be required.

Section 8.04 Compliance and Legal issues.

- (a) These bylaws may be amended by the Executive Committee to bring the Organization into compliance with any local, state, or federal law. These bylaws may be amended for such purpose at any meeting of the Executive Committee at which a quorum is present. For passage a simple majority vote of the Officers and Directors present shall be required.

Article IX Suspension or Removal

Section 9.01 Complaints against Officers, Directors, and Members

- (a) Any Officer, Director or member of the Organization who has been suspended or expelled from the NRA or any other Organization or club with which this Organization is affiliated shall automatically stand suspended or expelled from this Organization immediately upon receipt of official notice by the Secretary of this Organization.

(b) Charges against any Officer, Director, or member may be made by any member in good standing. Such complaint shall be in writing, clearly stating the reasons for this action and accompanied by all affidavits, exhibits, and other evidence which are to be used. Such charges shall be filed with the Secretary, who will immediately notify the President. The President will call a meeting of the Executive Committee to hear the charges. A meeting will only be called after receiving credible first-hand information. Second-hand, hearsay, and anonymous evidence will not be used to start an investigation. The Secretary will give at least thirty (30) days' notice of this meeting to the appropriate parties involved, and such notice shall be in writing and will include a true copy of the charges and of the supporting affidavits, exhibits, and other evidence. Such notice is to be delivered by registered mail to the last address shown in the Organization's records.

(1) Officers or Directors

(i) Any Officer or Director may be suspended or removed from office by a two-thirds (2/3) vote of the Executive Committee present at a meeting. At such meeting, the Officer or Director shall be given a full hearing in order that just cause can be established. The membership status of such Officer or Director may also be considered, but as a separate action by the Executive Committee. In the case of suspension, the terms will be defined by the Executive Committee.

(2) Members

(i) Any member may be suspended or removed from the Organization for any cause deemed sufficient by the Executive Committee by a two-thirds (2/3) vote of the members of the Executive Committee present at a meeting called for this purpose. At such meeting, the member under investigation will be accorded a full hearing in order that just cause can be established. In the case of suspension, the terms will be defined by the Executive Committee.

Section 9.02 Termination Process

- (a) A full and fair hearing will be given at the meeting. A quorum must be present at the meeting.
- (b) The Executive Committee, acting in good faith, may, by a two-thirds (2/3) majority vote, terminate the membership of any member who has violated the Articles of Incorporation, Bylaws, or Code of Ethics of the Organization, or who has been found guilty of conduct detrimental to the best interests of the Organization.
- (c) A vote of termination by the Executive Committee shall cancel all rights, interests, and/or privileges of such member, including forfeit of any dues or fees paid.

Section 9.03 Appeals Process

- (a) Any officer or member suspended or removed by the Executive Committee may appeal to the full membership of the Organization. Such appeal shall be made in writing to the Secretary who will notify the President.

- (b) The President will call a special meeting of the Organization for the purpose of acting on the appeal. The Secretary shall give at least thirty (30) days' notice in writing or electronically to all members of the Organization in good standing, stating the date, time, place, and reason for such special meeting.
- (c) At the special meeting, the Secretary will read the original charges, present the supporting evidence, and read the minutes of the meeting of the Executive Committee at which the charges were heard, and action taken.
- (d) A full hearing will be given to the member making the appeal.
- (e) A vote will be taken by ballot of the members in good standing present and a two-thirds (2/3) vote shall be required to reverse the action of the Executive Committee.

Article X Competitions

Section 10.01 Competitions

All competitions held by the Organization will be governed by the rules and regulations laid down by the governing body of the competition unless those rules and regulations could result in unsafe conditions or violations of law.

Article XI Bylaws Interpretation

Section 11.01 Bylaws Interpretation

Whenever a question of interpretation of these bylaws is raised, the Executive Committee by a simple majority vote will rule on the meaning and interpretation of any Article, section, or sub-section of these bylaws.

Article XII Parliamentary Procedure

Section 12.01 Parliamentary Procedure

Roberts Rules of Order shall govern where applicable as to the conduct of all meetings of the members and Executive Committee, except where inconsistent with the Bylaws of this Organization.