

**BYLAWS OF THE LEROY RIFLE & PISTOL CLUB  
LEROY, ILLINOIS  
AS REVISED FEBRUARY 7, 2007**

**ARTICLE 1 – NAME**

The name of this corporation is “LEROY RIFLE & PISTOL CLUB” (the “Club”). The Board of Directors may consent to the use of the Club’s name in connection with related or unrelated organizations, from time to time. The Club was incorporated on July 31<sup>st</sup>, 1974, as a not-for-profit corporation under the laws of the State of Illinois.

**ARTICLE 2 – PURPOSES & OBJECTIVES**

- Section 1. The members of this Club pledge to encourage and perpetuate competitive shooting disciplines at the Club and among all members, thus developing and expanding the sport of shooting among men, women, and youth in Illinois.
- Section 2. Locate, obtain, sanction, establish, operate, maintain and protect a firearms shooting facility near LeRoy Illinois.
- Section 3. Further, and equally important, is the promotion of sportsmanship, firearms safety procedures, and firearms safe handling by all those privileged to be present at the facility on any given day.
- Section 4. Lastly, the LeRoy Rifle & Pistol Club pledges to uphold and protect the rights of law-abiding citizens of the State of Illinois to purchase, possess, and use all manner of firearms for purposes of recreation, hunting, personal defense, and any other traditional and legitimate purpose, and to specifically guard the right to the Second Amendment of the Constitution of the United States of America. This is -  
“A well regulated militia, being necessary to the security of a free state, the right of the people to keep and bear arms shall not be infringed.”

**ARTICLE 3 – MEMBERSHIP**

- Section 1. Membership shall be open to all citizens of the United States of America or such other applicants that the Board of Directors may approve. There shall be no discrimination because of race, color, religion, creed, national origin, or gender in determining qualification for membership or holding office in the Club or in participating in any of its activities.
- Section 2. Qualifications for Membership
- A. All prospective members and existing members shall meet all legal requirements, Federal, State and Local, to own and possess firearms.

- B. Before membership is granted, each applicant must prove current membership in the National Rifle Association or the National Muzzle Loading Rifle Association.
- C. Members and those becoming members will review and receive a copy of current, pertinent documents, pertaining to the Club. This will include, in some manner, the Bylaws, standing rules, range rules, covenants, waivers, and any other item currently approved by the Board of Directors.
- D. Article 15 of these Bylaws specifies the two levels of membership.
  - 1. General Membership is available to all paid members.
  - 2. Range Membership is available to General Members who successfully complete the specified qualifications, including a written examination.
- E. All persons applying for membership, having satisfied all other requirements may be approved or denied by vote of the Board of Directors.

### Section 3. Dues

- A. Membership dues will be set by the Board of Directors from time to time.
- B. Membership dues for persons over 60 years of age, after the first (1) year of membership, shall be  $\frac{1}{2}$  of the regular membership fee.
- C. Associate membership is available at  $\frac{1}{2}$  of the full price of regular membership. This is for a spouse of a present member and provides the same voting rights. Associate members may apply and qualify for Range Membership, as it is available to Regular Members.
- D. Membership dues are waived for those presently serving as Club Officers, members of the Board of Directors, and for any member in good standing serving on active duty in the U.S. Armed Forces.
- E. All new applicants will pay a one time processing fee of \$30 with their application. Full membership dues will be paid when joining prior to December 31<sup>st</sup>. Those individuals joining after January 1<sup>st</sup> will pay the processing fee of \$30 and pro rated dues in the amount of one half of the regular membership fee. All memberships are due for renewal on June 1<sup>st</sup> of each year.

### Section 4. Assessments

- A. Labor Alternative assessment.
  - 1. Whereas the LeRoy Rifle & Pistol Club, as stated in Article 2, Section 2, operates and maintains a firearms shooting facility, and as stated in RANGE COVENANTS; Work Parties, Club members provide labor or substitutes to offset expenses of operation and enhance the facility for member use.
  - 2. Each member below the age of 60, and not submitting a physical disability statement by a medical doctor is expected to participate in work parties.
- B. There will be special assessments, when necessary, for the operation of the Club. Assessments shall not exceed the annual dues, per member, per year, and will be payable within 45 days of enactment.

### Section 5. Renewal and Resignation of Membership

- A. Annual dues and applicable fees shall be payable to the Treasurer by the June member's meeting

- B. The appropriate amount, plus a completed and signed application, plus actual or photo proof of required affiliations will be required of each applicant, either in person or by mail.
- C. Verification of current membership will be issued to each successful applicant.
- D. Those not paying for one full year shall be required to rejoin as new members.

Section 6. Voting Rights

Each regular member, who has held such membership for no less than one (1) year immediately prior to any such event, shall be considered eligible and entitled to vote at the annual election of officers and directors, and shall be entitled to one vote for each position to be elected. Members shall not vote by proxy.

Section 7. Termination of Membership (For Cause)

- A. Termination for Cause. A person's membership may be terminated for cause by the vote of three-fourths (3/4) of the Board of Directors present at any regular or special meeting of the Board of Directors, which vote shall be by written ballot. The causes for which this action may be taken shall be:
  1. Conduct detrimental to the best interests of the Club as determined in the sole discretion of the Board of Directors.
  2. Violation of the Bylaws and related writings of this Club.
  3. Violation of safety rules, as posted on range property, or prescribed in programs, bulletins, or in any rule book of the Club, or of the National Rifle Association.
  4. Violation of Rules of Competition in a Club approved or registered tournament, match or tryout.
- B. Written charges shall be preferred through the Secretary and presented to the Board of Directors. A copy thereof shall be furnished to the member. A full and impartial hearing by the Board of Directors shall be had pursuant to the timely notice to the member on said charges, at which hearing the member may be present. The hearing, deliberations, vote, and all matters relating to the consideration of the termination of any member may be held in executive session by the Board of Directors. No member so terminated shall be entitled to any refund of dues or contributions already paid.

#### ARTICLE 4 – MEETING OF MEMBERS

Section 1. Excepting December, January, and February, there shall be one meeting per month on the first Wednesday at 7:00 p.m. If the first Wednesday falls on a legal holiday, the meeting will be held on the following Wednesday.

Section 2. As stated in Article 8, Section 5 (Elections), Line A, an annual meeting for the election of officers will be held at the time of the regular June Club members meeting. Quorum at the annual meeting shall be members present and eligible to vote as determined by the two (2) tellers, appointed at the time for the task by the president. The tellers will be given possession of a list of eligible voting members.

Members are encouraged to attend this meeting, thus giving precedence to the election.

## ARTICLE 5 – BOARD OF DIRECTORS

### Section 1. Powers and Duties

The property, business, and affairs of the Club shall be managed by and under the supervision of the Board of Directors, and the Board may exercise all such powers as provided by the Illinois General Not For Profit Corporation Act, as amended or replaced, by the Articles of Incorporation, or by these bylaws.

### Section 2. Qualifications

The Board of Directors shall consist of ten (10) VOTING MEMBERS. Voting members are: President, Vice President, Secretary, Treasurer, Range Director, plus five (5) persons elected from the membership, according to club eligibility statues. Non-voting members may consist of any and all past Presidents, who are members in good standing for at least the past two (2) years. Past Presidents may vote to break a tie, but do not count toward a quorum for purposes of voting. A quorum shall be two-thirds (2/3) of the voting members of the Board of Directors.

### Section 3. Term of Office

The five (5) Directors shall serve two (2) years, from July to July when elections are held. Two (2) Directors will be elected in even number years. The other three (3) Directors will be elected in odd number years.

### Section 4. Vacancies

Any Director, knowing he/she will not be fulfilling their term of office is obligated to notify the President at the first opportunity. The President, with three fourths (3/4) majority Board of Directors approval, may appoint a qualified member, not presently in office, to replace any present board member who will not serve out the current term. A qualified member is as described in Article 3 - Membership.

### Section 5. Meeting(s) of the Board of Directors

- A. An annual meeting shall be held immediately at the close of the June meeting of members, or when elections are held, and at which time the new Board of Directors has been elected. Directors will be advised of their duties.
- B. Two (2) additional meetings will be held during the period between elections, preferably in winter and spring, to satisfy Article 8, Section 1 of these bylaws.
- C. The business of the Board of Directors is to, at their discretion, appoint a nominating committee for selecting a slate of officers consisting of one nominee for each office.
- D. The board may elect to hold other meetings, as needed, to conduct business or resolve issues.
- E. On certain issues and business, the Board of Directors may find it necessary to meet in closed session. The material discussed and decisions made during these meetings are not to be made available to the general membership or to any other parties not agreed upon to receive the information at the session.

- Section 6. Notification of Meetings of the Board of Directors
- A. Not less than five (5) days advance notice will be given by the Secretary to each member, stating date, place, time, and in general the purpose of the meeting. If committees are to report, the chairperson, additionally, will be notified. Notification may be by mail, e-mail, phone, or FAX.
  - B. Board members are expected to contact the Secretary, prior to the time of the meeting, by means available if they are unable to attend. Business, other than specified in the notice, may be discussed at Board of Directors meeting only by three fourths (3/4) majority vote and a summary is to be published in the next month's Club Newsletter.
- Section 7. Manner of Acting  
The act of a quorum of voting Directors present at any meeting shall be the act of the Board of Directors, except where otherwise provided by law or by these bylaws.
- Section 8. Compensation  
Except for waiving Club dues, no compensation, such as wages or favors is permitted. If a member presents a receipt for an approved expense at any meeting, the treasurer is obliged to pay it, placing the receipt on file.

#### **ARTICLE 6 – EXECUTIVE COMMITTEE**

- Section 1. The Board of Directors may appoint an Executive Committee of two (2) officers and three (3) Directors. The Board may remove and replace any member of the Executive Committee who is unable to serve. The Executive Committee shall have the authority granted it by the Board of Directors in the management of the Club, except with reference to:
1. Amending, altering, or repealing bylaws.
  2. Electing or appointing any member of the Board, Officers, or Committee Chairperson(s).
  3. Amending the articles of incorporation.
  4. Adopting a plan of merger with any other body
  5. Authorizing the sale, exchange, lease or mortgage of any of the property or assets of the Club.
  6. Allowing any disillusion of the Club or revoking any proceedings thereof.
  7. Adopting a plan for the distribution of the assets of the Club.
  8. Amending, altering, or repealing any directive by the Board of Directors.

Officers and Board Members present at any meeting may act on behalf of the Executive Committee.

## ARTICLE 7 – OFFICERS

- Section 1. The Officers of the Club shall be a President, one (1) or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, a Treasurer, Range Director, and such other Officers as may be elected in accordance with the provisions of this article. The Vice President (s), Secretary, and Treasurer will report directly to the President.
- Section 2. Qualification
- A. Candidates must satisfy Article 3 – Membership, Section 1.
  - B. Candidates must be 21 years of age or older.
  - C. Candidates must be members in good standing for one (1) year or more.
- Section 3. Term of Office
- The Officers of the Club shall be elected biannually as specified in Article 8 Section 5 of these bylaws. Each officer shall hold office until his/her successor shall have been duly elected and qualified.
- Section 4. Vacancies
- A vacancy in the office of President because of death, resignation, removal, disqualification or otherwise shall be filled by the Vice President next in line of succession for the unexpired portion of the term. A vacancy in any office, other than President, because of death, resignation, removal, disqualification or otherwise, may be filled by a vote of the Board of Directors for the unexpired portion of the term.
- Section 5. President
- The President shall be the principal Executive Officer of the Club and shall in general supervise and control all of the business and affairs of the Club. He/She shall preside at all meetings of the members, executive committee, and of the Board of Directors. He/She is an ex-officio member of all committees. He/She may sign, with the Secretary, or any other proper officer of the Club, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors, or by these bylaws, or by statute, to some other Officer or Agent of the Club, and in general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.
- Section 6. Vice President
- In the absence of the President, or in the event of his/her inability or refusal to act, the Vice President (or in the event there be more than one (1) Vice President, the Vice Presidents, (in ascending numerical order) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

- Section 7. Secretary  
The Secretary shall keep the minutes of the meetings of the members and the Board of Directors in one (1) or more books provided for that purpose; attend to the proper publication of official notices and reports in accordance with these bylaws or as required by law; be custodian of the corporate records; and in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or by the Board of Directors.
- Section 8. Treasurer  
The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Club, receive and give receipts for moneys due and payable to the Club from any source whatsoever, and deposit all such moneys in the name of the Club as described in Article 12, Section 3 of these Bylaws, as shall be selected by the Board of Directors, and in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties, as the Board of Directors shall determine.
- Section 9. Range Director  
The Range Director shall act in accordance with bylaws, standing rules, range rules, and range covenants, and according to the initiative of the Board of Directors, and as chief overseer of the Club property and activities on Club property to whom he/she shall be responsible to report directly to the Board of Directors. He/She will act alone or with others to administer indoctrination of Club policies and rules as they pertain to Club property and range usage. He/She may endorse successful performance of all who qualify for certification of Range Membership. The Range Director is responsible for scheduling work parties to be conducted at the range. Work parties are to be announced in the monthly newsletter the month prior to the scheduled date of the work party. It may be necessary from time to time to have unscheduled work done at the range. If unscheduled work is conducted at the range, and a range member wishes to utilize the facility, the unscheduled work must be suspended to a later time. One exception to this policy is that when the range is being mowed, the moving of the range has first priority.
- Section 10. Other Officers and Agents  
The Club shall have such other officers, assistant officers, agents and representatives as the Board of Directors shall from time to time appoint.
- Section 11. Compensation  
Except for the waiving of dues, Officers shall receive no compensation for their services as Officers of the Club. Officers may be reimbursed for reasonable out-of-pocket expenses incurred on behalf of the Club, for which a receipt is presented.
- Section 12. Resignations  
Any Officer may resign at any time by giving written notice to the Board of Directors or to either the President or any Vice President of the Club. Any such resignation shall take

effect at the time specified in the written notice, and unless otherwise specified by the resigning officer, the acceptance of such resignation shall not be necessary to make it effective.

## **ARTICLE 8 – ELECTION OF OFFICERS AND DIRECTORS**

- Section 1. Nominating Committee
- A. A nominating committee shall be selected by the November Members meeting prior to the annual election.
  - B. The nominating committee shall be comprised of five (5) members entitled to vote.
  - C. Directors, the terms of whom are not now due to expire, of which there will be two or three (2 or 3), are the basis of the nominating committee.
  - D. The President shall then appoint two or three (2 or 3) members who are eligible to vote to the nominating committee, to complete the total of five.
  - E. Notwithstanding these bylaws, no member of the nominating committee may be a candidate for office.
  - F. The nominating committee shall select a chairperson from their ranks.
  - G. The nominating committee shall report its nominations of eligible members, one for each office, who have pre-agreed to serve if elected, as a slate of selected candidates to the Secretary not later than the March Members meeting before the election.
  - H. The nominating committee shall create the ballot.
- Section 2. Tellers
- A. At the time of the election, the President shall appoint two (2) Tellers of Election, who shall serve as inspectors of the annual election meeting.
  - B. Tellers shall ascertain the number of eligible voters present to vote, distribute and collect the completed votes, and deliver them to the secretary. See Article 4, Sec.2.
- Section 3. The secretary shall be responsible to include the office and name of members selected by the nominating committee in the March Newsletter, prior to the election.
- Section 4. Nominations will be accepted from the floor during the May and June members meetings prior to the election.
- Section 5. Elections
- A. The Official election shall be at the June meeting, after the nomination process.
  - B. Elections shall be conducted by official secret ballots, unless no one opposes the official slate.
  - C. Those eligible to vote, as ascertained by the tellers, according to the bylaws, will be given one (1) ballot for the election of each office of this election.
  - D. Opposed election. Candidate receiving the greatest number of official votes for the office being voted for shall be declared elected.
  - E. Unopposed election. When no candidate opposes the slated nomination, the Club Secretary shall cast a unanimous vote, and declare that person elected.



- F. Death of a Candidate. A candidate who dies, or is otherwise unable to serve if elected, shall be replaced by a majority vote of the Board of Directors.
- G. Term of office. Officers and Board members are bound to their duty for two (2) years.
- H. Re-election of Officers and two (2) members of the Board of Directors takes place on even number years.
- I. Re-election of three (3) members of the Board of Directors takes place on odd number years.
- J. Installation of Officers shall be at the July meeting.

#### **ARTICLE 9 – REMOVAL OF OFFICERS AND DIRECTORS**

- Section 1. Any officer, member of the executive committee or Director may be removed at any time by a three fourths (3/4) vote of the remaining Board of Directors.
- 1. In cases where there is a complaint, the same procedure designated for removal of regular members shall apply.
  - 2. Removal also can be without complaint or prejudice, if deemed by the Board to be in the best interests of the Club, and the member in question may be present prior to deliberations for vote.
  - 3. If so voted, office holder removal takes effect immediately.
  - 4. The individual's continued membership in the Club may then be decided by a second vote of the Board of Directors according to Article 3, Section 7.
  - 5. All deliberations of the Board in these matters are to be held in executive session.

#### **ARTICLE 10 – BUSINESS MEETINGS OF MEMBERS AND OF DIRECTORS**

- Section 1. Members Annual Meeting and Regular Meetings
- A. According to Article 4, Section 2, the Annual Meeting shall be held between June 1 and July 10, inclusive, of each year at such time and location as determined by a majority vote of the Board of Directors then voting, and written or printed notice of such meeting shall be furnished to the membership at least forty-five (45) days prior to said meeting. If no designation is made, the place of meeting shall be the regular monthly meeting place of the Club.
  - B. Conduct of Business at Members Meetings
    - 1. President's call to order and Secretary's roll call of Club Officials
    - 2. Sergeant at Arms circulates the attendance roster (during the meeting)
    - 3. Reading of the minutes of previous meeting
    - 4. Report of the Board or Officers
    - 5. Report of Committees
    - 6. Communications
    - 7. Unfinished business
    - 8. New business
    - 9. Hearing of the membership
    - 10. Adjournments
    - 11. If there is a program, this can be at the beginning of the meeting or after adjournment, depending on scheduling.

- C. Sergeant at Arms
  - 1. The president shall appoint two members in good standing as “sergeants at arms” for the term until each July.
  - 2. If not present at any one regular meeting, the President shall appoint temporaries.
  - 3. Duties include the positioning of seating in the meeting room according to Club protocol, taking the roll, and maintaining order in the meeting along with other duties assigned by the President.
- D. Seating Protocol
  - 1. Officers table at the head of the room, with seating for ten (10), or more. Officers on the left and Directors on the right.
  - 2. Regular and Range members and others complete the seating in the room facing the officer’s table.
- E. Robert’s Rules of Order will be followed in Members and Directors Meetings
  - 1. Robert’s Rules of Order, current edition, shall apply, except as noted in these bylaws.

## ARTICLE 11 – COMMITTEES

### Section 1. Standing Committees

The following named may be occupied and are standing committees.

- A. Bylaw Review (Directors)
- B. Executive (per bylaws)
- C. Nominating (per bylaws)
- D. Range Operations/Facilities (notes 1 & 2)
- E. Education and Training. (note 2)
- F. Shooting Disciplines/Competitions (notes 1 & 2)
- G. Information and Publications Committee (note 1)

Note 1: Persons serving on these committees are from volunteers of the membership that the President determines to appoint.

Note 2: Must meet with the approval of the Range Director.

### Section 2. Non-Standing Committees

- A. May be appointed by the Executive committee at the request of the President.
- B. May be dissolved by the Executive committee at any time.
- C. May seek authority for activities from the Executive Committee.
- D. May organize as desired to accomplish a task.
- E. Committee chairperson to report as per President’s instruction.

### Section 3. All committees must end by one day before the elections meeting in June.

## ARTICLE 12 – CONTRACTS AND FINANCIAL MATTERS

Section 1.     **Contracts**

The Board of Directors may authorize the President, and such other Officers of the Club, to enter into any contracts or execute and deliver any instrument in the name of and on behalf of the Club, and such authority may be general or confined to specific instances. No indebtedness shall be incurred and no payment of any kind shall be made except pursuant to resolution of the Board of Directors or the Executive Committee.

Section 2.     **Checks and Drafts**

All checks, drafts, notes or other evidences of indebtedness issued in the name of the Club, shall be signed by the President, Treasurer, or such other Officers of the Club and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, the Treasurer of the Club shall sign such instruments.

Section 3.     **Deposits**

All funds of the Club shall be deposited from time to time to the credit of the Club in such banks, or other F.D.I.C. insured depositories as the Board of Directors may select. Money not needed for the operation of the Club will be put on interest to purchase a shooting range property.

**ARTICLE 13 – INDEMNIFICATION OF OFFICERS & DIRECTORS AND INSURANCE**

The Club shall buy sufficient insurance of types required to protect itself, as stated in the Bylaws.

The Club shall indemnify its Officers and Directors pursuant to the Not-For-Profit Act of the State of Illinois, as amended, and any replacement legislation. Such indemnification shall not be exclusive of any other rights to which a Director or Officer seeking indemnification may be entitled. Each Officer and Director shall be entitled to such indemnification to the fullest extent requested in writing to the Secretary by such Officer or Director unless and only unless prohibited by the aforementioned Act. The indemnification provided by this Article 13 shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, insurance policy, vote or disinterested members of the Board of Directors, or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, Officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a deceased person. Denial of coverage of a Director, Officer, employee or agent under any insurance policy owned by the Club shall not defeat the denied person's rights under this Article. Denial of indemnification by the Club shall not operate to deny a requesting party coverage under any applicable Directors and Officers Liability Insurance Policy of the Club. (Definition of Indemnify – repay, make good, compensate for damage or loss.)

**ARTICLE 14 – CONFLICT OF INTEREST**

Any transaction in which a Director or Officer is directly or indirectly a party must be approved by a majority of the disinterested directors. The interested Director or Office must disclose the nature and extent of his/her interest to the Board and must excuse himself/herself from voting on the approval of the

transaction. If the transaction is fair to the Club at the time it is authorized, approved or ratified, the fact that a Director or Officer is directly or indirectly a party to the transaction is not grounds for invalidating the transaction. The name of the corporation may not be used in conjunction with a Director's, Officer's, Agent's, or Employee's business other than to indicate the individual is a member or the organization is an affiliate. If a Director or Officer is an officer, director, partner or more than 5% shareholder of an entity, that is prima facie evidence that the director or officer is interested in that entity.

### **ARTICLE 15 – CLUB PROPERTY & RANGE MEMBERSHIP**

- Section 1. The Club may operate a firing range and club recreation area as in Article 2. All Club members, in good standing, and their families, may visit the facility, and may participate in events, open to the public, as it relates to using firearms.
- Section 2. **REQUIREMENT FOR RANGE MEMBERSHIP, (qualified range officer)**  
 All present and future Club Members, advancing to the firing line(s) and engaged in unsupervised use of firearms at the range, or bringing guests, who would do the same, must complete the following requirements and become "RANGE MEMBERS".
- A. Complete all current listed requirements for general membership.
  - B. Participate in formal training relating to firearms use, range operation and related subjects as delivered by a member or members of the Club Education & Training Committee.
  - C. Receive and successfully complete official testing on the above subjects.
  - D. Submit a complete application for membership, properly signed.
- Section 3. If a range qualified member is found to break safety rules, avoid honoring covenants, or otherwise be in violation of the qualifications listed in these bylaws and attachments, the Board of Directors may temporarily rescind privileges of that member or revoke the range use qualification entirely.
- A. The members continued, general, Club status of membership will also receive a Board of Directors ruling.
  - B. Members expelled, if so stated by the Board of Directors, may re-apply after one (1) year of termination.
  - C. No fees paid, prior to termination, are eligible for refund.

### **ARTICLE 16 – FISCAL YEAR**

The fiscal year of the Club shall be set by resolution of the Board of Directors.

### **ARTICLE 17 – WAIVER OF NOTICE**

When any notice is required to be given under the provisions of the General Not For Profit Corporation Act of Illinois, or under the provision of the Articles of Incorporation or Bylaws of the Club, a waiver, signed by the person or persons entitled to such notice, whether before or after the time stated for the action, shall be deemed equivalent to the giving of such notice. Attendance at any meeting, other than to

protest the calling of the meeting or to voice objection to the matter before the meeting, shall be considered a waiver of notice, as shall signature of a consent in lieu of a meeting.

### **ARTICLE 18 – DISSOLUTION AND DISTRIBUTION**

- Section 1.     Dissolution  
 The Club may dissolve and conclude its affairs by adoption of a resolution, by a three-fourths (3/4) majority vote of the Board of Directors adopted at a regular, annual or special meeting of the Board of Directors and then at a meeting where all members are given at least five (5) days notice and the membership may affirm the resolution with a simple majority vote, those in attendance comprising a necessary quorum for that purpose.
- Section 2.     Distributions Prohibited  
 No part of the net earnings of the Club shall inure to the benefit of, or be distributable to, its directors, members, trustees, officers, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.
- Section 3.     Distribution Upon Dissolution  
 Upon the dissolution of the Club, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Club, distribute all of the remaining assets equally to the National Rifle Association, the Illinois State Rifle Association, and the National Muzzle Loading Rifle Association. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Club is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which shall be organized exclusively for such purposes.

### **ARTICLE 19 – AMENDMENT OF BYLAWS AND ARTICLES OF INCORPORATION**

The power to amend, alter, restate, repeal or adopt new bylaws or Articles of Incorporation shall be vested solely in the Board of Directors. Such action may be taken at a regular or special meeting, for which thirty (30) days' advance written notice has been provided to each director, such notice clearly stating the intention to address changes to the bylaws and/or the Articles of Incorporation, and setting forth the proposed changes to be voted upon. A vote of two-thirds (2/3) of the Board is required to amend, alter, restate, repeal or adopt new bylaws and/or Articles of Incorporation.

**ARTICLE 20 – AMENDMENTS****Amendment 1**

The Club shall not directly provide financial support to political parties or candidates for public office. This amendment does not prohibit the use of Club funds in support of organizations such as the National Rifle Association, The Illinois State Rifle Association or other associations with which the Club becomes affiliated in support of the shooting sports and the second amendment to the United States Constitution. It is understood that these organizations may provide financial support as they see fit in the support of our common goals. Additionally, contributions to civic and public organizations, which promote good community citizenship, are permitted.