

BYLAWS OF
THE LAKE COUNTY SPORTSMAN'S CLUB

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ARTICLE 1- GENERAL

Section 1.1 Formation. THE LAKE COUNTY SPORTSMAN'S CLUB, hereinafter referred to as the "Club" is a nonprofit, non-stock, corporation organized on a membership basis under the laws of the State of Michigan. The Club is organized and shall be operated exclusively for charitable, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 1.2 Personal Liability Limitation No member of the board of directors of the corporation who is a volunteer director, as that term is defined in the Michigan Nonprofit Corporation Act (the Act), or a volunteer officer shall be personally liable to this corporation or its members for money damages for any action taken or any failure to take action as a director or volunteer officer, except liability for any of the following:

- the amount of a financial benefit received by a director or volunteer officer to which he or she is not entitled intentional infliction of harm on the corporation or its shareholders or members a violation of section 551 of the Act
- an intentional criminal act a liability imposed under section 497(a) of the Act

The corporation assumes all liability to any person, other than the corporation or its members, for all acts or omissions of a director or a volunteer officer incurred in the good-faith performance of the director's or officer's duties. However, the corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or the corresponding section of any future federal tax code. If the Act is amended after the filing of these articles of incorporation to authorize the further elimination or limitation of the liability of directors or officers of nonprofit corporations, the liability of members of the board of directors or officers, in addition to that described in Article III, Section 3.6, shall be assumed by the corporation or eliminated or limited to the fullest extent permitted by the Act as so amended. Such an elimination, limitation, or assumption of liability is not effective to the extent that it is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or corresponding section of any future federal tax code. No amendment or repeal of Article III, Section 3.6 shall apply to or have any effect on the liability or alleged liability of any member of the board of directors or officer of this corporation for or with respect to any acts or omissions occurring before the effective date of any such amendment or repeal.

Section 1.3 Purpose and Objectives. The Purpose and Objectives of the Club include, but are not limited to the following:

1. To promote stewardship of all of our natural resources and to encourage the protection and wise use of the flora, fauna, water, air, soil, and minerals of our world.
2. To preserve for ourselves and for future generations the freedom to enjoy the outdoors as an essential part of the spiritual, physical, and character development of our citizenry.
3. To promote education in all areas of natural resource management: encourage nature studies, environmental awareness, outdoor safety, and appreciation of our world.

4. To demand and support compliance with all natural resource laws.
5. To promote sportsmanship and to oppose all unsportsmanlike conduct.
6. To cooperate with all public officials and individuals in accordance with the objectives of this Club.
7. To preserve the right of the people to keep and bear arms as provided by the Constitution of the United States of America and the Constitution of the State of Michigan.
8. To promote and establish local events that supports the above objectives.
9. To provide a safe shooting facility for the Membership, local law enforcement, and local educational institutions, which includes shotgun, rifle, pistol and archery.
10. Said corporation is organized and shall be operated exclusively for charitable, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 1.4 Restrictions.

1. Use of the Club name and logo shall be restricted to Club events unless specific written authorization of the Board of Directors is obtained. This restriction applies to apparel, ceramics, signs or any other means of reproduction of the Club name or logo.
2. Any charitable donation over \$250 not specifically included in the Club's annual budget must be approved and recommended by the Board of Directors to the general Membership, which shall be notified of the issue by mail and must be approved by a minimum two-thirds majority vote of regular voting Members at the following Regular or Special Membership Meeting.
3. Position statements stating the position of the Club shall be committed and/or made only after proper written notification about the issue to the Membership by mail, and enactment by a minimum two-thirds (2/3) majority vote of the regular voting Members at the following Regular or Special Membership Meeting.
4. No part of the net earnings of the Club shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons. However, the Club shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I, Section 1.2.
5. No substantial part of the activities of the Club shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Club shall not participate in, or intervene in (including the publishing and distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE 2 - MEMBERSHIP

Section 2.1 Classifications of Membership.

1. **Regular Membership.** Regular Membership shall be available to any person eighteen (18) years of age or older who has paid in full all applicable fees and who accepts the Purposes and Objectives of the Club, and has agreed to promote the same.

2. **Senior Membership.** Senior Membership shall be available to any Member in good standing on the first May preceding his/her 65th birthday, who accepts the Purposes and Objectives of the Club, and has agreed to promote the same.
3. **Family Membership.** Family Membership shall be available for a single fee and shall include: one (1) Regular Membership, one (1) Spouse Membership, and one (1) Junior Membership for each eligible youth under the age of eighteen (18) living at the residence of the Regular Membership Member.
4. **Disabled Veterans Membership.** Free membership may be awarded to veterans who are 75% disabled, at the discretion of the Board.
5. **Honorary or Discounted Membership.** The Board has the authority to award any of the above memberships to eligible individuals, on a year by year basis.
6. **Escorted Membership.** Escorted membership is available to persons who wish to use the Sportsman's Club facilities on a one-time basis, not to exceed three times per year. Escorted Members must abide by all the requirements of a Regular Member and be escorted by a Regular Member at all times. The escorting Regular Member is responsible for the Escorted Member. Escorted membership is subject to pre-approval of at least one Officer or Trustee.

Section 2.2 Eligibility. Membership is available to persons who accept the Purpose and Objectives of the Club, have agreed to promote the same and have complied with the requisites of membership as provided for in these Bylaws and as further determined by the Board of Directors.

Section 2.3 Application for Membership.

1. Applications for Membership may be presented by any Member in good standing or any member of the Board of Directors. Each application for membership must be accompanied by the total amount of Dues. The presiding Officer at any Regular Membership Meeting shall appoint a committee of three Members to give immediate review of the application(s) and make a recommendation to the assembled Membership during new business. When such recommendation is presented to the assembled Membership, a motion from the floor shall be accepted and action taken for or against the recommendation presented.
2. Applicants shall not be present when the application is considered by the Membership.
3. A 90 percent (90%) affirmative vote of Members present shall constitute election to Membership in the Club. Voting may take place by voice, a show of hands or secret ballot.
4. Payment of applicable fees and dues by any person who thereby becomes a Member of the Club shall be considered acknowledgment and acceptance of all terms and conditions imposed by the most current Bylaws, and also as a ratification of all acts, conduct, and dealings of the Club, its Officers, and its Trustees germane to the Purposes and Objectives of the Club.
5. After election to Membership each new Member shall receive a Membership card with the gate combination, a copy of the most current Bylaws and any amendments thereto, a copy of all Club rules and regulations, a copy of a recent newsletter (if available), a Club patch or pin, and a letter of welcome from the Club.

Section 2.4 Membership Dues. Refer to policy 2018-01.

Section 2.5 Payment of Dues. Refer to Policy 2018-01.

Section 2.6 Transferability. A Member may transfer Membership between types of Membership to which the Member is eligible. An individual's Membership may not be sold, given, or transferred to another person.

Section 2.7 Suspension or Termination of Membership. The Board of Directors shall, by majority vote of a quorum, suspend or terminate the membership of any Member for cause after notice and hearing pursuant to the guidelines established by the Board of Directors. For cause shall include, but is not limited to: (a) violation of the Club Bylaws or Club rules and regulations; (b) conviction of a violation of any natural resource law; (c) conviction of a misdemeanor or felony of such a nature not germane to the Purposes and Objectives of the Club.

Section 2.8 Removal from Office. Any Trustee, Officer, or Member of the Board of Directors may be removed from office by recall election as follows:

1. A petition of recall election shall be presented at any Regular or Special Membership Meeting containing; (a) signatures of at least fifteen (15) Members in good standing; and (b) the name of the Trustee, Officer, or Member of the Board of Directors, the office held by that individual, and the reason(s) for presentation of a petition.
2. A recall election to remove the Trustee, Officer, or Member of the Board of Directors shall then be held at the next subsequent Regular or Special Membership Meeting.
3. The Membership shall be notified in writing of the proposed recall election at least three (3) days prior to the Meeting at which such election is to be held.
4. The Trustee, Officer, or Member of the Board of Directors shall be removed from office upon 90 percent (90%) approval of the Members present and voting by secret ballot.
5. Such removal shall constitute a vacancy and such vacancy shall be filled in accordance with these Bylaws.

ARTICLE 3 - BOARD OF DIRECTORS

Section 3.1 Board Powers.

1. The business, property and affairs of the Club shall be managed by the Board of Directors, which shall possess such powers and authority in addition to the powers and authority herein specifically prescribed, as may be necessary to complete execution of the Purposes and Objectives of the Club limited only by the Articles of Incorporation and these Bylaws.
2. Finances of the Club shall be under the control of the Board of Directors except as otherwise provided in the Articles of Incorporation and these Bylaws.
3. The Board of Directors may appoint or employ additional agents or Officers as it deems necessary, prescribing their duties and authority.

Section 3.2 Members of the Board of Directors. The Board of Directors shall consist of the following Members in good standing:

1. The President.
2. The Vice President.
3. The Secretary.
4. The Treasurer.
5. Up to eight (8) with a minimum of five (5) Trustees.
6. The Immediate Past President as an ex officio Member. If such past President has been elected as an Officer or Trustee, the ex officio vacancy shall not be filled.

Section 3.3 Committees. The Board of Directors shall have the authority to delegate duties to any committee established to promote the Purposes and Objectives of the Club or any other function such as the Board may prescribe. Each committee shall have a chairperson appointed by the President and who shall serve at the pleasure of the President. The committee chairperson shall be responsible for:

1. Selection of committee members to serve at the chairperson's pleasure.
2. Coordination and achievement of committee activities and goals.
3. Notification to the Membership of committee activities by; (a) announcement at Regular Membership Meetings; and (b) publication in the Club newsletter or by email.
4. Submitting a monthly report for inclusion in the Regular Membership Meeting minutes.
5. Submitting a quarterly report of all expended or received funds to the Treasurer.
6. Preparation of an annual budget for submission to the Board prior to its first quarterly Regular Board of Directors Meeting.

Section 3.4 Removal. Any Board of Directors Member may be removed from office by two thirds (2/3) vote of the Board of Directors for:

1. Absences: Any Board of Directors Member who is absent from two (2) or more Board Meetings during a calendar year shall be removed, unless permission to do so has been granted by the Board of Directors.
2. For Cause: Any Board of Directors Member may be removed for cause including, but not limited to, gross inefficiency, ineffectiveness, dishonesty, or for any of the reasons stated in Article 2, Section 2.9, which would allow for suspension or termination of Membership.
3. Removal Procedures: Removal of any Member of the Board of Directors shall be pursuant to the procedures established by the Board of Directors reflected in Article 2, Section 2.10 of these Bylaws.

Section 3.5 Vacancies. Any Board of Directors vacancy shall be filled by appointment by the President and majority vote of a quorum of the Board of Directors. The appointee shall serve until the next scheduled election.

Section 3.6 Conflict of Interest. Refer to Policy 2020-01 - Conflict of interest.

ARTICLE 4 - TRUSTEES

Section 4.1 Number. There shall be a total of up to five (5) Trustees who, in addition to the Officers, shall compose the Board of Directors ("Board").

Section 4.2 Vote. Trustees shall be elected by a majority vote by secret ballot of those Members present at the Regular Membership Meeting in December of each calendar year. Should a tie vote still exist after three (3) ballots, the matter will be referred to the outgoing Board of Directors to determine the outcome of the election.

Section 4.3 Terms. A Trustee's term is two (2) years.

Section 4.4 Resignation. A Trustee may resign upon 30 days written notice to the President. A Trustee's resignation shall constitute a vacancy.

Section 4.5 Removal. Any Trustee may be removed from office by the President with the concurrence of the Board of Directors for:

1. Absences: Any Trustee who is absent from two (2) or more Board Meetings during a calendar year shall be removed, unless permission to do so has been granted by the Board of Directors.
2. For Cause: Any Trustee may also be removed for cause including, but not limited to, gross inefficiency, ineffectiveness, dishonesty, or for any of the reasons stated in Article 2, Section 2.9, which would allow for suspension or termination of Membership.
3. Removal Procedures: Removal of any Trustee shall be pursuant to the procedures established by the Board of Directors reflected in Article 2, Section 2.10 of these Bylaws.

Section 4.6 Vacancies. Any Trustee vacancy shall be filled by appointment by the President and majority vote of a quorum of the Board of Directors. The appointee shall serve until the next scheduled election.

Section 4.7 Substitute and Additional Members. A substitute or additional Trustee may be appointed at any time by a unanimous vote of the remaining Members of the Board of Directors.

Section 4.8 Reimbursement of Expenses. Trustees shall serve without compensation. The Club may reimburse a Trustee for reasonable expenses incurred by that Trustee on behalf of the Club.

ARTICLE 5 - OFFICERS

Section 5.1 Eligibility. Candidates seeking an Officer position must have been a Member in good standing for a minimum of one (1) calendar year at the time an election is to be held. Trustees may not serve concurrently as Officers during their term.

Section 5.2 Nominating Committee. A nominating committee shall be appointed by the President or the Board of Directors to compose and present a list of candidates for each office. The nominating committee shall be appointed no later than July 1 of each calendar year and shall consist of one (1) or more Members of the Club. The list of candidates for office shall be presented at the Regular Membership Meeting held in October, and shall be published in the newsletter prior to the December election.

Section 5.3 Vote. Officers shall be elected by a majority vote by secret ballot of those Members present at the Regular Membership Meeting in December of each calendar year. Should a tie vote still exist after three (3) ballots for any office, the matter will be referred to the outgoing Board of Directors to determine the outcome of the election.

Section 5.4 Term. Officers shall be elected by the Membership to a term of office of two (2) years.

Section 5.5 Duties. The duties of the Officers are as follows:

President.

1. Preside at all Regular and Special Membership Meetings and Board of Directors Meetings, and serve as chairperson of the Board of Directors.
2. Call Special and other meetings as set forth in Article 6, Section 6.3 and 6.4.
3. Enforce the Bylaws and rules and regulations of the Club.
4. Appoint all committee chairpersons.
5. Perform such other duties as required to further the Club's Purposes and Objectives or other duties prescribed by the Board of Directors.
6. Ensure the Treasurer's Annual Financial Report and the financial records of the Club are audited annually by an independent party selected by the Board of Directors at the close of each fiscal year. The results of the audit performed by the independent party shall be reported to the Board of Directors and the general Membership as soon as practicable.

Immediate Past President

1. The Immediate Past President shall serve as an ex officio member of the Board of Directors for a period of one (1) year beyond his/her expired term. If the immediate past President has been elected as an Officer or Trustee, the ex officio position shall not be filled.

Vice President.

1. Assist the President in the discharge of the President's duties as the President may prescribe.
2. Act as President in the absence of the President.

3. Succeed to the office of President until the next scheduled election if the office of President should become vacant for any reason.
4. Perform such other duties as may be necessary to further the Club's Purposes and Objectives or other duties as prescribed by the Board of Directors.

Secretary.

1. Give notice of all Regular Membership Meetings of the Club as required.
2. Prepare and keep minutes of Regular and Special Membership Meetings and the Board of Directors Meetings in a "Minutes Book" provided by the Club.
3. Keep a record of legal papers and official documents.
4. Prepare any correspondences.
5. Perform such other duties as required to further the Club's Purposes and Objectives or other duties as prescribed by the Board of Directors.
6. Maintain accurate contact information and records of the Membership.
7. Mail a notice of Dues collection to each Member every February and subsequent notices as may be necessary in March and April of each year.
8. At the discretion of the Board of Directors, the Secretary and Treasurer positions may be held by one person.

Treasurer.

1. Manage all funds of the Club as the Board of Directors may prescribe, and disburse such funds as authorized by vote of the Members at a Regular or Special Membership Meeting or as directed by the Board of Directors or these Bylaws.
2. Maintain an accurate account of all receipts and expenditures and render a correct report thereof to the Membership at Regular Membership Meetings.
3. Prepare an Annual Financial Report and submit the same together with all financial records of the Club to the Board of Directors for inspection.
4. Perform such other duties as required to further the Club's Purposes and Objectives or other duties as prescribed by the Board of Directors.
5. Collect Dues and other applicable fees from the Membership and provide receipts in the form of a Membership card containing the year for which the Membership is issued, the Member's name, affiliations, Membership classification, and the gate combination. Such card shall be mailed to the Member's address within fifteen (15) days of receipt of the Member's Dues payment.
6. Fulfill the duties as described in Article 2, Section 2.3(5).
7. Transfer all Dues and other applicable fees to the bank at least every thirty (30) days and keep a record of all funds transferred.

Section 5.6 Resignation. An officer may resign upon 30 days written notice to the President.

Section 5.7 Removal. An Officer may be removed pursuant to Article 2, Section 2.8. An Officer's removal shall constitute a vacancy.

Section 5.8 Vacancies. Any Officer vacancy shall be filled by appointment by the President and majority vote of a quorum of the Board of Directors. The appointee shall serve until the next scheduled election.

Section 5.9 Reimbursement of Expenses. Officers shall serve without compensation. The Club may reimburse an Officer for reasonable expenses incurred by that Officer on behalf of the Club.

ARTICLE 6 - MEETINGS

Section 6.1 Place of Meetings. Meetings shall be held at such place as may be designated by the President with the concurrence of the Board of Directors.

Section 6.2 Regular Membership Meetings. Regular Membership Meetings shall be held as designated by the President with the concurrence of the Board of Directors each month except the month of November, when there shall be no meeting. Meetings shall be conducted using procedures adopted by the Board of Directors or in the absence of approved procedures *Roberts Rules of Order, Newly Revised*.

Section 6.3 Special Membership Meetings. Special Membership Meetings may be called by the President. The President must call a Special Membership Meeting within seven (7) days if requested in writing by three (3) Members of the Board of Directors, or requested in writing by five (5) Members in good standing. Such Special Membership Meetings need not be called if the Regular Membership Meeting will be held within seven (7) days of any written request. The agenda for the Regular Membership Meeting will address the concerns for which the Special Membership Meeting was requested. Special Membership Meetings shall be conducted using procedures adopted by the Board of Directors.

Section 6.4 Board of Directors Meetings. As needed, regular Board of Directors Meetings shall be held one hour prior to Regular Membership Meetings. Board of Directors Meetings shall be open to all Members in good standing but only Board Members may vote in matters coming before the Board of Directors. The President may limit debate from non-Board Members in matters before the Board.

Special Board of Directors Meetings may be called by the President. The President must call a Special Meeting of the Board if requested in writing by any three (3) Board Members. The written request must state the purpose of the Special Board of Directors Meeting.

Section 6.5 Quorum. A meeting of the Board of Directors shall not be valid unless a quorum is present. A quorum of the Board of Directors shall consist of two thirds (2/3) of the Board. The President shall declare a quorum present prior to the call of order. A majority of such quorum shall be sufficient to pass any matter before the Board unless otherwise specified in these Bylaws.

Section 6.6 Agenda. The specific agenda for any Board of Directors Meeting shall be set by the President, subject to approval of the Board of Directors.

Section 6.7 Minutes. Minutes shall be kept of all Regular and Special Meetings of the Membership and Board. Such minutes shall be preserved by the Executive Secretary in a notebook provided by the Club for such preservation. The minutes shall be available for inspection by any Member in good standing at any Regular Membership Meeting upon prior request.

Section 6.8 Proper Notice.

1. Regular Membership Meetings: written notice of each Regular Membership Meeting shall be placed in either: (a) the local newspaper; (b) the Club newsletter; or (c) disseminated via electronic means. If any Regular Membership Meeting is to be held at a location other than the Clubhouse, notice shall be mailed or disseminated via electronic means at least two (2) weeks prior to such meeting to each Member in good standing. Cancellation of any Regular Membership Meeting shall be disseminated by mail or electronic means at any time prior to the meeting.
2. Special Membership Meetings: notice shall be by mail, press release, radio or electronic means at least five (5) days prior to the Special Membership Meeting. If notice is mailed to the last known address of each Member, only one notice must be sent. If notice is made by press release or radio, such notice must run for three (3) consecutive days, beginning five (5) days prior to such Special Membership Meeting.
3. Board of Directors Meetings: notice shall be made to each Member in the newsletter, by announcement at a Regular Membership Meeting, or by announcement through the local media or electronic means at least three (3) days prior to the Board of Directors Meeting. Such announcements must include the time, date, and location of the meeting.

ARTICLE 7 - LIABILITY AND INSURANCE

Section 7.1 Property Insurance. The Club shall purchase and maintain property insurance in an amount and from a source to be determined by the Board of Directors.

Section 7.2 Liability Insurance. The Club shall purchase and maintain liability insurance in an amount and from a source to be determined by the Board of Directors.

Section 7.3 Limitation of Liability of Volunteer Elected Officials. The Club assumes all liability to any person other than the Club and its Members for all acts or omissions of a volunteer Trustee or volunteer Officer, as those terms are defined in the Michigan Nonprofit Corporation Act, as amended, occurring on or after January 1, 1988, incurred in the good faith performance of the volunteer Trustee's or Officer's duties, if all of the following are met:

1. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
2. The volunteer was acting in good faith.
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
4. The volunteer's conduct was not an intentional tort.

Section 7.4 Indemnification. The Club shall indemnify all volunteer Trustees and Officers to the full extent provided by Michigan law so long as the volunteer complies with all requirements of Article 7, Section 7.3. The indemnification shall apply only after all applicable insurance proceeds available to the persons indemnified have been paid.

ARTICLE 8 - CLUB RULES AND REGULATIONS

Section 8.1 Promulgation. Other rules and regulations consistent with the Purposes and Objectives of the Club and with these Bylaws that do not require the standing of Bylaws may be promulgated as deemed necessary by the Board of Directors for the safe and efficient operation of the Club. Such rules and regulations may be voted upon at any Regular or Special Membership Meeting or by two thirds (2/3) vote of a quorum of the Board of Directors at any Board Meeting. The Membership shall be notified in writing of all proposed rules and regulations of the Club. Publication in the newsletter shall constitute proper notification.

ARTICLE 9 - CLUB SPONSORS

Section 9.1 Club Sponsorship Program. The Board of Directors may establish a Club Sponsorship Program entitled "Friends of the Lake County Sportsman's Club." The Club Sponsorship Program shall be available to any business entity or individual expressing support of the Purposes and Objectives or other germane interests of the Club.

Section 9.2 Annual Fees. Participation in the Club Sponsorship Program is subject to a Sponsor's payment of an annual fee to be determined by the Board of Directors and reviewed annually at the second quarterly Regular Board of Directors Meeting.

Section 9.3 Application of Fees. Any fees received from Sponsors participating in the Club Sponsorship Program must be used only to further the Purposes and Objectives of the Club, or other such uses as determined by the Board of Directors.

Section 9.4 Club Sponsorship Recognition. Any business entity or individual who becomes a Sponsor in the Club Sponsorship Program shall receive in recognition of their contribution:

1. A certificate or plaque for the Sponsor to display in his/her place of business or residence.
2. A copy of the Club newsletter when published. Sponsors will be listed in each issue of the newsletter.

A plaque shall be placed in the Clubhouse listing the names of the Sponsors. From time to time, the Sponsors collectively or individually may be invited to participate in Club events. Sponsorship does not confer Membership in this Club.

ARTICLE 10 - CLUB AFFILIATIONS

Section 10.1 National Rifle Association.

Section 10.2 Michigan United Conservation Clubs.

Section 10.3 Michigan Bow Hunters.

ARTICLE 11 - NEWSLETTER

Section 11.1 Publication. In order to have an informed Membership, a newsletter shall be published by the Club. The newsletter shall be used to notify the Membership in accordance with these Bylaws or report on Club activities and events. The newsletter shall be published at least annually.

Section 11.2 Distribution. Each Member shall receive a copy of the newsletter by mail sent to the Member's residence or by electronic mail if the Member so chooses. Other copies of the newsletter may be distributed at the President's discretion.

Section 11.3 Editor. The President may appoint an Editor whose responsibilities would include the publication and distribution of the newsletter. The Editor shall serve at the pleasure of the President.

ARTICLE 12 - INDEBTEDNESS

Section 12.1 Debt Incurred by the Club. The Club shall not incur any indebtedness to an institution or individual except as follows:

1. The Board of Directors shall have the sole authority to recommend to the Membership any contract for indebtedness.
2. The Membership must approve any proposal to incur a debt against the Club by a two thirds (2/3) majority vote of the Members present at any Regular Membership Meeting.
3. The Membership shall be notified of the proposed indebtedness by written letter sent to the Member's last known address at least three (3) days prior to the Regular Membership Meeting at which the vote is to be taken. Publication in the newsletter shall be deemed proper notification provided the three (3) day limitation is observed.

Section 12.2 Loans Made by the Club. The Club shall not loan money or extend credit to any person, individual, or entity.

ARTICLE 13 - DISSOLUTION

Section 13.1 Vote on Dissolution. The Club may be dissolved by a majority vote of all Members returning ballots as described herein:

1. Written notification of the proposed dissolution shall be sent to the last known address of each Member along with a stamped and addressed ballot to be returned to the Club within sixty (60) days of mailing.
2. The Board of Directors shall meet and count ballots.
3. The Board of Directors shall meet and declare the Club dissolved upon a majority count in favor of dissolution from those ballots returned.

Section 13.2 Sale of Assets. Upon dissolution of the Club, the Board of Directors shall conduct a sale at public auction of all personal property of the Club. Such personal property shall be sold to the highest responsible bidder. All reasonable Club debts shall be paid from the proceeds of such sale. In the event the proceeds from the sale of the Club's personal property are not sufficient to satisfy the reasonable debts and obligations of the Club, the Board of

Directors shall conduct a sale at public auction of the Club's real property necessary to fulfill the Club's reasonable outstanding debts and obligations.

Section 13.3 Distribution of Assets. In the event that the sale of Club personal and real property produces a positive net balance after satisfaction of all reasonable outstanding debts and obligations of the Club, the proceeds shall be distributed to: 1) any one or more nonprofit organizations of similar purpose of the Club which is exempt from taxation (Section 501(c)(3) of the Internal Revenue Code) as determined by the Board of Directors, or (2) to the federal government, or to a state or local government, for a public purpose. Any assets not disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations that the court shall determine and that are organized and operated exclusively for such purposes.

ARTICLE 14 - SPECIAL EVENTS

Section 14.1 Special Events. The Board has the authority to declare and conduct special events (e.g. skeet shooting competition, archery meet, etc.) Upon declaring a special event, the Board shall appoint a committee to organize and conduct the event. The committee members shall elect a chairperson to lead the overall effort.

Section 14.2 Special Event Rules. The Board has the authority to define and imposes special event rules and requirements, etc.. Special event rules are to be free of arbitrary requirements and must be clearly stated. Special event rules shall be posted during the event in a conspicuous place on the event site. The Board is the final authority in clarifying any special event rule or requirement.

ARTICLE 15 - AMENDMENT OF BYLAWS

Section 15.1 Bylaws Committee. A Bylaws Committee shall be appointed annually by the Board of Directors at its December Regular Board of Directors Meeting.

Section 15.2 Constitution and Bylaws Committee Chairperson. The Bylaws Committee shall appoint a chairperson who shall be responsible for recommended amendments to the Membership and such other duties as the Board of Directors deems necessary.

Section 15.3 Proposed Amendments. Proposed amendments to the Bylaws may be presented in writing by the Bylaws Committee chairperson at any Regular Membership Meeting. The proposed amendments must then be submitted in writing to the Board of Directors, which shall meet to discuss the proposed amendments prior to the next scheduled Regular Membership Meeting. The Board of Directors shall report its recommendations on the proposed amendments at the next Regular or Special Membership Meeting.

Section 15.4 Notice of Proposed Amendments. All members shall be notified in writing or email of the proposed amendments at least three (3) days prior to the Regular or Special Membership Meeting at which the amendments are to be voted on. Publication of the proposal in the newsletter prior to such Regular or Special Membership Meeting shall constitute proper notification provided the three (3) day limitation is observed.

Section 15.5 Approval of Amendments. The Bylaws may be amended by a two-thirds (2/3) majority vote of the assembled Membership at any Regular or Special Membership Meeting held in accordance with these Bylaws. Amendments to the Bylaws shall have immediate effect upon passage unless otherwise stated in the amendment.

Section 15.6 Notice of Approved Amendments. When requested by the Members, all Members shall receive a copy of any amendments made to the Bylaws. Publication in the newsletter of any amendments made to the Bylaws shall be considered valid notice.

ARTICLE 16 - APPROVAL AND EFFECTIVE DATE

Section 16.1 Effective Date. These Bylaws shall be effective upon two thirds (2/3) majority vote of the Incorporators.

Section 16.2 Distribution. Upon approval of these Bylaws, a copy will be mailed to any Club Member making a request and providing the Club with one dollar (\$1.00) for return postage. The Membership Secretary will also provide copies of the Bylaws on a no-charge basis to Members at Regular Membership Meetings.