

**Carson Rifle and Pistol Club, Inc.
Bylaws**

Article I: Name, Organization, and Affiliation

Section 1.

The name of this club will be Carson Rifle and Pistol Club, hereinafter to be referred to as CRPC or as the Club.

Section 2.

The Club, formed in 1918 and incorporated on June 8, 2001, is a domestic non-profit corporation organized under Nevada Revised Statutes. CRPC has received IRS Employer Identification Number 880196652 and is tax exempt under IRS Rule 501(c)7.

Section 3.

The Club is affiliated with the National Rifle Association and the Civilian Marksmanship Program.

Article II: Purposes and Objectives

The purposes and objectives of the Club are:

- To foster and promote the shooting sports, including the advancement of amateur competitions in marksmanship at the local and state levels;
- To promote public awareness and education of firearms and their safe use;
- To host shooting events at the Carson City Rifle and Pistol Range and other ranges as necessary;
- To aid in the promotion of established state, national, and international shooting organizations.

The Club may take any and all actions necessary and proper in the furtherance of these purposes and objectives.

Article III: Membership

Section 1: Eligibility

Most persons will be eligible to be a member of the Club. That person must remain of good repute and should subscribe to the objectives and purposes of

the Club. Any persons convicted of a felony, a crime of violence, or is ineligible to possess firearms under Nevada Revised Statute or Federal law will not be eligible for membership.

Section 2: Dues and Contributions

The Board of Directors will establish the dues for membership on an annual basis. Dues will not be prorated and will expire at the end of the calendar year.

Section 3: Members

(a) Membership is effective upon the receipt of a completed application and payment of annual dues through the Club's website or to any officer of the Club. The preferred officer is the Club Treasurer.

(b) A membership card will be issued to each member as evidence of membership.

(b) The Board of Directors may refuse any request or application for membership for any reason deemed by the Board to be sufficient. A rejected applicant will have his/her dues returned.

(c) Members will abide by the Code of Conduct and Ethics as defined in Club Bylaws.

Section 4: Rights and Privileges of Members

All members will be entitled to one vote on each issue at all membership meetings. There will be no proxy voting in the Club, nor may anyone vote in absentia.

Section 5: Members Holding Office

Elected Officers and Directors must be members of the club will be residents of the State of Nevada for at least one year.

Section G: Voluntary Termination of Membership

Any member may terminate his/her membership at any time by resignation in writing sent U.S. mail or submission in person to the Secretary of the Club. Such member will not be entitled to any refund of dues or contributions previously paid.

Section H: Involuntary Termination of Membership

1. Default: Failure to pay annual membership renewal dues by January 1st will result in termination of membership status.

2. Suspension and Expulsion:

(a) Any Member may be expelled by a vote of two-thirds of the Board of Directors.

(b) Procedure for Suspension and Expulsion:

(1) Any member of the Club may file with the Secretary a complaint in writing against any member. The complaint should distinctly describe the act(s) which the complainant contends is contrary to or in violation of the Club Bylaws. The Secretary will forward the complaint and all supporting exhibits to a Special Ethics Committee. The Ethics Committee, consisting of at least three (3) but not more than five (5) members of the Board, may at its sole discretion:

- Dismiss allegation.
- Recommend suspension or expulsion of the accused member.
- Recommend a hearing for the accused with the committee.

(2) The Secretary will promptly inform the complaining member of the findings of the Ethics Committee by first class mail addressed to the member's address of record.

(3) In the event that the Ethics Committee recommends suspension or expulsion, the accused member will be notified in writing of the action by the Secretary either by personal service or by certified mail, return receipt requested, to his/her address of record. Such notification will inform the accused of the recommendation of the Ethics Committee, a current copy of the Club Bylaws, and will inform the member of his/her right to a hearing with the Ethics Committee. The notification will further inform the member that, unless the Secretary receives his/her written request for a hearing within 30 days after the date of the service, the recommendation of the Ethics Committee will become final and be provided to the Board of Directors.

Article IV: Conduct and Ethics

Section 1: Code of Conduct and Ethics

To further the integrity and ethical conduct in the affairs of the Club, this Code of Conduct and Ethics will apply to all members of the Club.

Section 2: Proscribed Conduct.

- Abusing one's position as a Director or Officer for personal aggrandizement, preferment, private benefit, or for the benefit of other persons or organizations.
- Dereliction of one's fiduciary obligations to the Club.
- Illegal or dishonest conduct.
- Willfully misrepresenting the business, deliberation, or affairs of the Board of Directors, the Club, or its good name and reputation.
- Willful false or unsupported allegations of misconduct against a member of the Board of Directors, or any member of the Club.
- Disparagement of the Board of Directors, the Club, or its members.
- Unauthorized disclosure of any matter discussed or acted upon by the Board of Directors, or any committee meeting.
- Being convicted of a felony, a violent crime, or become otherwise ineligible to possess firearms under Nevada Revised Statute or Federal law.
- Other good cause.

Section 3: Ethics Committee

With respect for the above proscribed conduct, the Ethics Committee will:

- Receive and screen complaints.
- Recommend investigations to be conducted.
- Make recommendations to the Board for appropriate action(s).

Article V: Board of Directors

Section 1: Composition

The Board of Directors will consist of at least **seven (7)** Directors, comprised of five (5) officers elected by the membership (President, Vice President, Treasurer, Secretary, and Executive Officer **and two "at large" members. (add by majority vote, 6 May 2019.)**

Section 2: Powers and Duties

The Board of Directors will formulate the policies and manage and maintain general charge of the affairs and property of the Club, in accordance with Nevada law and these Bylaws. On an annual basis the Club will elect from its own membership one officer for: President, Vice President, Treasurer, Secretary, and Executive Officer. The election of these officers is to occur during the December General Membership meeting. Terms will run from January 1 through December 31 of each calendar year

Article VI: Meetings

Section 1: Monthly Membership Meetings: Monthly Membership meetings will be held once a month on a date and location determined by the Club President. Notice to the membership will be sent via email and posted on the Club's website at least seven days prior to the meeting.

Section 2: Board Meetings:

(a) The Board of Directors will meet at least quarterly at a place and time determined by the Club President at least seven days prior to the meeting.

(b) Action of the Board of Directors will be considered approved if no motion to the contrary is made and sustained at the first general membership meeting at which such action has been reported.

(c) To rescind or revoke any action by the Board of Directors will require a two-thirds majority vote of the members present at a Monthly Meeting.

(d) The minutes of each Board of Directors meeting will be reported at the following monthly membership meeting.

Section 3: Special Meetings:

(a) Any Board Member may request a Special Board Meeting or vote by telephone or email for time sensitive matters. The President will poll the Board and announce the vote tally. There will be no need for Public Special Meetings.

(b) At such times when the Board of Directors meet in the event of an emergency, their action will be deemed a true consensus of the Club's opinion.

Section 4: Annual Meeting:

(a) The Annual Meeting of the Club will be the first meeting of the calendar year.

(b) The membership will receive the prior year annual reports and consider such other business as may appropriate. Notice of the annual meeting will be provided electronically to each member via email or mailed via U.S. mail to those

who do not have not supplied a valid email address, or refuse electronic notice. Notice will be provided at least 10 days prior to the Annual Meeting.

(c) At the Annual Meeting, the Secretary will compile the annual list of officers as required by Nevada Revised Statute. The list will be submitted to the Nevada Secretary of State no later than the end of January.

Section 5: Quorum and Procedure:

(a) At any Membership Meeting, 15% of the membership will constitute a quorum.

(b) At any scheduled or special meeting of the Board of Directors, three (3) Club Officers will constitute a quorum.

(c) A simple majority vote will carry any motion at any and all meetings unless otherwise specified in these by-laws in relation to specific instances or unless otherwise provided by law.

(d) Procedure: The Club will follow an informal adaptation of the most current revised edition of Roberts Rules of Order.

Article VII: Officers

Section 1: Number and Election

(a) The officers of the Club will be a President, a Vice President, a Treasurer, a Secretary, and an Executive Officer. The officers will be elected annually and will serve until December 31 of the following year. The December Monthly Membership meeting will be the Election Meeting and no other business will be conducted at this meeting unless it is time sensitive.

(b) The Board of Directors may not abolish any of the offices identified above, nor may they create any new offices without an election.

Section B: Duties of Officers

1. President: The President will preside over all meetings of the Club and the Board of Directors. The President will be an ex-officio member, with vote, of all committees, and will perform all such other duties as pertain to his/her office. The President will be responsible for disbursing Club funds and authorizing bank checks.

2. Vice President: The Vice President will perform the duties of the President in the absence of or at the request of the President. In case a vacancy will occur in the office of the President, the Vice President will serve for the balance of the

term. The Vice President will be ex-officio member of all committees, without vote, but, with voice. The Vice President will be responsible for disbursing Club funds and authorizing bank checks.

3. Treasurer: The Treasurer, under direction of the Board of Directors, will have charge of keeping the financial and monetary records of the Club. The Treasurer will prepare the Annual Statement of financial condition and be responsible for the filing of annual reports as required by the I.R.S. The Treasurer should also prepare a monthly statement of the financial assets of the Club including income and expenses and the balance of the Club's accounts. The monthly statement will be provided at the Monthly Membership Meeting. The Treasurer is required to seek Board approval prior to incurring any expense in excess of \$1000.

4. Secretary: The Secretary, will have charge of the archives of the Club. He/she will attend to the proper publication of the official notices and reports, attest documents, and perform such other duties as usually pertain to the office. The Secretary, with the assistance of the Treasurer, will prepare and maintain monthly roster of the Club's membership. The Secretary will be responsible for maintaining a portfolio of current Board policies which will be updated as needed and provided to all Board members and committee members upon reasonable request. The Secretary will maintain public information as required by federal and state law and respond to all requests for public information within 30 days. The Secretary will have other duties as may be assigned to him from time to time by the President.

5. Executive Officer: The Executive Officer, is responsible for the organization and efficient conduct of Club shooting events. The Executive Officer may establish a Match Committee and appoint Match Directors as needed. Duties will include but not be limited to: submission of requests for range reservation dates, establishing match rules, maintaining match materials, overseeing match operations, and reporting match results. The Executive Officer must have Board approval prior to incurring any expense exceeding \$200.

Section 3: Upon resignation or retirement of any officer or director, all Club property and materials will be returned to a member of the Board within 30 days of vacating office. Resignations must be provided to an elected Board Officer in writing.

Section 4: A member of the Board of Directors will be removed from his office when he has been absent from two Board Meetings or three Monthly Membership Meetings in succession without sufficient excuse. If such excuse is not termed valid by the Board of Directors at the last meeting missed, the board will declare the office vacant and proceed to fill such vacancy by special election.

Section 3: Compensation

No Officer, Director or committee member will receive any salary or emoluments unless specifically authorized by resolution of the Board of Directors. Such persons may be entitled to reimbursement for expenses incurred on behalf of the Club as authorized or approved by the Board of Directors.

Article VIII: Nomination and Election Procedure

Section 1 At the October General Membership meeting, an Election Committee will be established. The Election Committee will consist of at least two (2) and no more than five (5) Club members.

- a. The Election Committee will solicit candidates for each Club Office.
- b. At the November General Membership meeting, the Election Committee Chair will report to the members the status of all candidates for office.
- c. At the December General Membership meeting, the Election Committee will report the ballot. Members may then nominate any additional candidate of each office. Nominations do not require a second. Candidates may be nominated for more than one office. The Election Committee will then report the complete ballot and the membership will vote via secret written ballot.
- d. The Election Committee Chair will collect the ballots and count the vote. The vote tally for each office will be reported to Club President. Each candidate receiving a simple majority will be elected. Candidates elected to two or more offices will select the office for which they will serve and the election for the now vacant office be re-conducted.
- e. When all offices have been properly elected, the Club President will announce the results to the membership and the Secretary will record them in the meeting minutes.
- f. The Election Committee will compile a written report regarding the issues related to the conduct of the election and any recommendations to be submitted to the Secretary at the January General Membership meeting. The Election Committee will be dissolved at the when all housekeeping or other issues are resolved.

Section 2: Taking Office

Out-going Board members will return all Club materials and property to the new Board of Directors no later than December 30. The New Board members' term will begin on January 1st of the next calendar year.

Article IX: Special Committees

Section 1: Standing Committees

The Club will have at least two standing committees:

a. Match and Shooting Committee: The Match and Shooting Committee will be established by the Executive Officer who will appoint Match Directors as needed to conduct or sponsor Club matches and shooting events. Duties will include but not be limited to: submission of reservation date requests, establishing match rules, maintaining match materials, overseeing the match, and reporting match and event results. The Match Committee will compile such records as need to enable "best practices" for conducting or sponsoring matches and other shooting events.

b. Training Committee: The Training Committee will be established by the Board and consist of no less than three (3) members. The Training Committee will be responsible for coordinating the training of individual members, groups, and members of the public for basic firearms safety education, range use, Range Safety Officers, and other training initiatives as the Club may require. The Training Committee will collect and maintain training records in coordination with the Secretary to reflect the training status of the Club's membership.

Section 2. Special Committees: The Board of Directors may appoint special committees to assist the Club as the Board of Directors when necessary. These committees may include but not be limited to: Awards, Bylaws, Legislative and Legal, Membership, Finance and Budget, Ethics, and Historical.

a. Audit Committee: Annually, the President will appoint three (3) members from the general membership to act as an Audit Committee.

(1) The duties of the Auditors will be to examine and audit all records and property belonging to the Club.

(2) A written audit report will be furnished to the Board of Directors by the Audit Committee Chair with thirty (30) days after completion of the audit. The audit report will be provided to the general membership at a General Membership meeting and retained by the Secretary.

b. Awards Committee:

(1) Annually, the President will appoint three (3) members to act as an Awards Committee. The Awards Committee will coordinate the time and place of an annual awards dinner and the presentation of awards as determined by the membership. The awards dinner will not constitute a meeting of the club but is intended as a social activity and recognition of achievements by Club members.

(2) The committee will determine which shooters and members should receive plaques or ribbons and or other recognition for superior use of pistol and rifles in competition. The Committee will be responsible for designing, ordering and procuring, with club funds, the associated plaques, trophies or awards that the committee deems appropriate.

Section 3.

a. The Board of Directors will retain the power to control the acts and expenditures of all committees. Committee members and other delegates will have no authority by virtue of such position to bind or obligate the Club in any way or manner or to any extent by any action contrary to the Club's expressed policy.

b. The President will have the authority to appoint or dismiss any committee or committee members.

Article X: Changes and Review of Bylaws

The Club Bylaws will be reviewed at each March Board Meeting. Any suggested bylaw changes will be presented to the members at the April Monthly Meeting. The membership will vote on any proposed changes during the May meeting. Any changes to the Bylaws will take effect one (1) month after an affirmative vote.

Article XI: Order of Business

The following will be the regular order of business at the monthly Board of Directors and Monthly Membership Meetings:

- Call meeting to order
- Annotation of Officers and Directors present
- Approval of the minutes from the previous meeting
- Approval of the Treasurer's report
- Unfinished (old) business
- New business
- Review of insurance policy (February meeting only)
- Review of club bylaws (March meeting only)

- Bylaw changes proposed (April meeting only)
- Vote on bylaw changes (May meeting only)
- Election of Officers (December meeting only)
- Adjournment

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