

Amended May, 2005

**ARTICLE I  
Name and Organization**

This organization, named in its Articles of Incorporation "Flushing Rifle and Pistol Club" hereinafter designated in these By-laws "Club," is a Michigan nonprofit corporation with a perpetual corporate term.

**ARTICLE II  
Seal**

The corporate seal of the club shall carry the words "Flushing Rifle and Pistol Club."

**ARTICLE III  
Business Purposes and Objectives**

The Flushing Rifle and Pistol Club shall be a members club, supported by members' subscriptions, dues and assessments. The purposes and objectives are fully set out in the Articles of Incorporation, as follows:

1. To provide facilities for the safe recreational use of members firearms.
2. To provide instruction and supervision in the recreational use of firearms within the principles of "Safety First" as it applies to the lawful use of all firearms.
3. To promote and establish construction of facilities for the lawful recreational use of firearms.
4. To promote the establishment of leagues, matches, and other special activities relating to shooting sports, at this facility.
5. To promote, encourage and sponsor match competition by the club members and teams of this club.
6. To require membership in the National Rifle Association, by the members of the club.

**ARTICLE IV  
Membership  
Application Fees  
Dues and Assessments  
Privileges  
Suspension or Cancellation  
Resignation**

- Section 1.** All conditions of membership in the club shall be determined and controlled by the Board of Directors.
- Section 2.** Memberships in the club shall be of two kinds: individual and Family memberships. Club members are obligated to volunteer ten (10) hours service each year for club activities or projects. Members who desire an exemption from the ten hours' service will be required to pay an exemption fee. This applies to any individual member as well as the primary member in a Family membership.  
see addendum, Paragraph # 1, Section G
- Section 3.** Any person nineteen (19) years of age or older is eligible for an Individual membership, provided such person is of good reputation and character required for the responsibilities associated with ownership and use of firearms. Any person eligible for an individual membership may include a spouse and any children

domiciled in the residence as persons within a Family membership.

- Section 4.** The initiation fee, dues and/or assessments for Individual and Family memberships shall be determined by the Board of Directors.  
see addendum, paragraph # 1, "Membership Fees"
- Section 5.** All original applications for membership shall be in writing on an application form provided by the club. The application must be signed by the applicant, endorsed by a member (sponsor) and approved by the Board of Directors.
- Section 6.** The Board of Directors may establish reasonable standards and qualifications for applicants. These qualifications must not discriminate against any person with regard to race, sex, religion or national origin. After the application has been approved by the Board of Directors, it will be forwarded to the Club Secretary. When the conditions for membership have been met, the Secretary will issue a membership card and key.  
see addendum, paragraph # 2, "Conditions for Membership"
- Section 7.** The acceptance of such application as provided in Sections 5 & 6 shall cause the applicant to become a member of the Flushing Rifle and Pistol Club, and as a member, be bound by these by-laws, as they may be amended from time to time during the term of membership or any renewal thereof.
- Section 8.** No member shall have any right or title or interest in the funds or assets of the Club, nor any vested continuation of the Club or service. All funds and assets of the Club shall be used to provide services to the members of the Club, consistent with the object of the Club as stated herein. No party of the funds or assets of the Club shall inure to or be distributed to the members thereof. Upon dissolution, any funds of the Club remaining after all obligations shall have been discharged, shall be distributed to one or more regularly organized non-profit organizations devoted to one or more of the objects and purposes of the Club, or to one or more educational or charitable organizations selected by the Board of Directors.
- Section 9.** Any member whose dues are fully paid and who is not in arrears in any other fees or assessments shall be considered in good standing and, unless otherwise provided in these by-laws, is entitled to all services provided by the club for its members. Use of the Club facilities is strictly limited to individual members and those included in the member's Family membership. The general public is expressly prohibited from the use of the Club facilities or services. Guests, other than family members, may use the Club facilities if accompanied by a member in good standing. A member pays a special assessment at the time of such use. The amount of these special assessments and limits placed upon use of the facilities by guests shall be in control of and determined by the Board of Directors.  
see addendum, paragraph # 3, "Range Fees"
- Section 10.** The Board of Directors may establish reasonable standards for use of the Club services and facilities by its members. Upon proper notice to the members as provided herein, the privileges of membership may be suspended, limited or canceled, where the use of such services or facilities by such member is not in accordance with such standards so established. Such suspension or limitation may be removed at any time by the Board of Directors.
- Section 11.** Members subject to suspension or cancellation of their membership privileges due to rule violations or improper use of the Club and/or Club property will be notified by mail. Notice will be sent to the members' address of record. The circumstances of the violation, and the sanctions to be imposed by the Board of Directors will be included in the letter. The member will have 15 days, or until the end of the next Board meeting, whichever is longer, to respond. If no response is received by the end of the following Board meeting, the Board will assume that the member accepts the sanctions as presented. In all cases the Board will provide an opportunity for the member to be heard before sanctions are imposed.  
see addendum, paragraph # 4, "Standing Rules"

- Section 12.** The right of renewal of membership shall rest in the Board of Directors. The Board of Directors may place reasonable conditions and limitations upon the renewal of any membership. The offer of renewal of membership, including any conditions of limitations with respect thereto, shall be established by the mailing to the member of proper notice that dues for the ensuing year are due and payable to the Club. The payment of such dues shall constitute an acceptance of such offer. Any conditions or limitation placed upon any renewal so accepted by the member may be removed at any time by the Board of Directors. Any member whose dues are past due after the Annual Meeting has concluded, held the 1<sup>st</sup> Sunday in February, will be delinquent. This member may be reinstated with payment of dues plus reinstatement fee, if membership space is available.  
see addendum, paragraph # 5, "Reinstatement Fees"
- Section 13.** Members who wish to become inactive may do so in writing to the Club Secretary, requesting inactive status. Properly filed "Inactive Members" may be reinstated at a later date with a payment of current dues. The Board of Directors may reinstate any member that is on "Inactive Status" even if membership is at a set limit. All letters requesting "Inactive Status" will be kept and acknowledged by the Membership Secretary.
- Section 14.** Death of a member shall terminate that membership. Any member may resign upon delivery of notice to the Club Secretary. Any member whose membership is terminated, for whatever reason, shall upon request made by or on behalf of the member, be entitled to the unused portion of dues, as determined by the Board of Directors, and upon surrender of the indicia of membership. In case of the death of a member, and upon the request made by their spouse or next of kin residing in the members' household at the time of death, the membership may be transferred to the spouse or next of kin upon approval of the Board of Directors.
- Section 15.** The Board of Directors will determine the maximum number of memberships available.  
see addendum, paragraph # 6, "Membership Limit"
- Section 16.** The membership roster and the address list of the Flushing Rifle & Pistol Club is to be kept confidential, and to be used for Club business only. Any use of this list must be approved by the Board of Directors.

**ARTICLE V**  
**Board of Directors**  
**Powers**  
**Meetings**  
**Election of Directors**  
**Find Officers**  
**Vacancies**

- Section 1.** The control and management of the affairs of the Flushing Rifle & Pistol Club shall be vested in the Board of Directors. This Board shall consist of a minimum of ten (10) members of the club. The Board of Directors shall include:

**President**  
**Vice-President**  
**Secretary**  
**Treasurer**  
**4 Members-at-Large**  
**Junior Club Representative**  
**Bullseye League Representative**  
**Combat League Representative**

- Section 2.** The activity representatives will be appointed by the members of their activity. The Treasurer will be appointed by the Board of Directors and need not be a primary Club member. All other Board seats are to be filled by election of the general membership. The Board has the power to add additional directors if needed. Any primary member of the Club, in good standing, for at least one (1) year, shall be eligible to hold office in the Club.
- Section 3.** Regular meetings of the Board shall be held once a month, on a day set at the First meeting of the Directors or at such other times or intervals as may be determined by the

Board. Six (6) Directors shall constitute a quorum at any regular or special meetings called by the Chairperson.  
see addendum, paragraph # 7, A, "Meetings"

**Section 4.** Special meetings of the Board of Directors may be called by the Chairperson at any time and shall be called upon request of four (4) Directors, when such request is in writing and signed by the requisite number of Directors. At least three (3) days' notice shall be given to each Director of such meetings and the call shall state the purpose of the meeting. Discussion and action shall be limited to the matters contained in the call.

**Section 5.** Three officers will be elected on the even calendar year and four officers will be elected on the odd calendar year, to serve a two (2) year term. Officers will be limited to two (2) two (2) year terms, unless no one else is willing to accept the nomination. Nominations will be received each year from October 15<sup>th</sup> to December 15<sup>th</sup>. The Board of Directors will contact nominees to confirm nomination and willingness to serve on the Board.

**Section 6.** If a vacancy occurs on the Board of Directors, the remaining Directors shall be empowered to appoint a replacement. This appointment shall be at any regular or special meeting held subsequent to the meeting at which the vacancy was announced. The appointed Director will serve until the next election. At that time, the position held by the appointee will be filled by election, for the remainder of that term.

All Directors shall be notified at least seven (7) days in advance of the appointment of a replacement for an elected Director. Appointees' for vacancies in the activity Directors (non-elected) positions shall be designated by the members of the activity involved. The elected Board members have no control over the appointment of activity Directors. A vacancy on the Board shall be declared when the following occurs:

- a. Written resignation of a Board member to the Board
- b. Failure to attend three (3) consecutive meetings without just cause. In cases of a Board member not attending meetings, the Board member in question will be contacted by a representative of the Board before a vacancy is declared.

**Section 7.** At the first Board meeting after the election, a Chairperson and Vice-Chairperson will be elected by the Board of Directors.

**Section 8.** The rotation to elect Board members will be:  
Even year: President, Secretary, and two (2) Members-at-Large  
Odd year: Vice-President and two (2) Members-at-Large

**Section 9.** Elections will be held in January of each year. Nominations will be accepted until the 15<sup>th</sup> of December of the previous year. No names will be added to the ballot after December 15<sup>th</sup>. Candidates may be self-nominated. Each candidate will be contacted in person or by phone to verify his or her candidacy. A member may conduct a write-in campaign, but the Board must be notified by the January Board meeting. Voting will be done by mail, with each member receiving one (1) ballot in a numbered, return envelope. There will also be a plain envelope provided to contain the ballot. The numbered return envelope will be used only to verify that each member has voted only once. When the ballot is received by the Club, it will be removed from the numbered envelope, and placed, unopened, in a ballot box. The ballot box will be opened at the Annual Meeting and the votes counted.

Any ballot received that is not in the proper envelopes or any envelope containing more than one (1) ballot will be destroyed. The election package will be mailed to each address of record by the end of the first (1<sup>st</sup>) week of January. The election package will contain:

1. Notice of election and/or By-law changes
2. Description of the positions to be filled
3. A list of nominees, including a short resume
4. A ballot
5. One (1) plain envelope to contain the ballot
6. One (1) addressed and numbered envelope to return the ballot

There will be one (1) ballot per membership. Associate members do not vote. Ballots will be accepted at the Annual Meeting provided that they are returned to the election committee in the proper envelopes.

The election results will be announced at the Annual Meeting.

If all the candidates are running unopposed, and there are no By-law changes, no ballots will be mailed, and the new Board will be introduced at the Annual Meeting.

- Section 10.** Any member can propose a By-law change at any regular Board meeting. Proposed changes must be presented in writing, exactly as the proposed change will appear if adopted. The Board of Directors will appoint a committee to examine the proposed change, and report back at the next regular Board meeting. If the proposed change will conflict with other sections of the By-laws, the committee will not accept it as written and will explain why. If the wording is acceptable, the By-law change will be reported out of committee, with a recommendation as to whether or not it should be accepted or rejected. The proposed change will be added to the annual ballot, along with the Board of Directors recommendation to accept or reject the change. The By-laws can only be changed by a majority of the membership. Ballots not returned to the election committee, by the proper date, will be counted as a vote for the Board of Directors' recommendation. By-law changes will only be voted on one (1) time per year, in conjunction with the Annual election.
- Section 11.** In the event of an unforeseen emergency, requiring an immediate by-law change, the Board of Directors shall have the power to call for a special election. All regular election rules will apply.
- Section 12.** The Board of Directors shall appoint election tellers to conduct the election.

**ARTICLE VI**  
**The Board of Directors**  
**Officers**  
**Powers - Duties**

- Section 1.** The Chairperson shall preside at all meetings of the Board of Directors and will act as shall be necessary to the performance of the duties of this office or as shall be designated by the Board of Directors. The Chairperson, with approval of the Board, shall appoint members of all the standing committees.
- Section 2.** The Vice-Chairperson shall assume the duties of the Chairperson in the absence of the Chairperson.
- Section 3.** The President and/or Vice-President shall be spokesperson for the Club and as such, shall represent the Club in a positive manner. This is to include all presentations to the media. The President will also perform duties assigned to him by the Board of Directors. The President will preside at all membership meetings.
- Section 4.** The Vice-President shall assume the duties of the President in the absence of the President.
- Section 5.** The Treasurer is an appointed position.  
The duties of the Treasurer include but are not limited to:
- A. Have the responsibility for the Club financial records.
  - B. Have custody of Club funds and securities
  - C. Keep a full and accurate record of the Club's financial affairs.
  - D. Shall render an account of all transactions and the financial condition upon request of the Chairperson or President and/or all meetings of the Board of Directors, or whenever the Board requests a financial report or disclosure.
  - E. This is a paid position, amount will be determined by the Board of Directors.

The Treasurer shall be bonded at club expense. The Treasurer shall present a complete financial report at the Annual meeting. The Treasurer need not seek Board approval to pay regular monthly club expenses, such as taxes and utilities.  
see addendum, paragraph # 8, "Spending Limit"

**Section 6.** The Club Secretary is an elected position. The duties of the Secretary shall include but not limited to:

- A. Be the recording officer of the Club.
- B. Attend all regular and special meetings of the Board of Directors and record the minutes of these meetings.
- C. Shall attend and record the minutes of committee meetings, if requested by the Board.
- D. Provide a copy of previous minutes to the Board members.
- E. Will be the custodian of the Club "Seal."
- F. Will maintain the master copy of the membership list.

**Section 7.** Voting at any meeting of the Board of Directors shall be as follows:

President	1 vote	
Vice-President	1 vote	
Chairperson		Votes in case of a tie
Board members-at-Large (4)	1 vote each	
Appointed Board members	1 vote each	
Secretary	1 vote	
Treasurer	1 vote	

**Section 8.** The duties of Secretary and Treasurer may overlap in some areas. The Secretary and Treasurer may share, or exchange some responsibilities as long as they are in agreement, and the Board is aware. In all cases however, the responsibility for the Club finances shall remain with the Treasurer.

#### **ARTICLE VII Membership Meetings**

**Section 1.** The First Annual Meeting of the members shall occur within sixty (60) days of the adoption of these By-laws. Successive Annual Meetings shall be scheduled in one (1) year intervals, the time and place fixed by resolution of the Board of Directors at least thirty (30) days in advance.  
see addendum, Paragraph # 7, B, "Meetings."

**Section 2.** Special meetings shall be called by the Chairperson upon request of a majority of the Board of Directors. A special meeting shall also be called if a petition stating the purpose of special meeting and signed by ten (10) percent of the members in good standing, is then submitted to the Chairperson of the Board.

**Section 3.** Each member and the head of the household of a family membership shall be entitled to one (1) vote on each matter offered for a vote at any membership meeting.

**Section 4.** At an Annual Meeting the members present will be considered a quorum. All motions will pass or fail by a majority vote of the members present.

#### **ARTICLE VIII Committees**

**Section 1.** Special committees may be appointed by the Chairperson, subject to the approval of the Board of Directors. The resolution authorizing such a committee shall set forth its duties and its term of office.

#### **ARTICLE IX Rules Governing Committees**

**Section 1.** Meetings of Committees may be called by the Board Chairperson, by the Chairperson of the

committee, or by request of any member of the committee.

- Section 2.** A notice giving the time, date and place of the meeting shall be given to each member of the committee at least two (2) days in advance of the meeting.
- Section 3.** A quorum of a standing or special committee shall be two (2) members of the committee.
- Section 4.** All committee chairpersons are required to submit a report to the Board of Directors upon completion of the activity or at the end of the year.

#### **ARTICLE X Notices**

- Section 1.** Any notices by publication are required to be posted at all club facilities and the registered address of the Club. All notices to be mailed are effective upon posting to the recipients address of record with the Secretary of the Club.

#### **ARTICLE XI Amendments**

- Section 1.** The Board of Directors shall have the power to make, amend, or repeal the conditions set forth in the section of this document titled "addendum," by a majority of the Board, at any regular meeting.
- Section 2.** Notice of any change in the By-laws shall be given in any form.
- Section 3.** The use or acceptance of any Club service after such notice shall constitute a ratification by the member of any such change in the By-laws.

#### **ARTICLE XII Indemnification of Directors, Officers and Employees**

- Section 1.** The Club may indemnify any person who is a party, or is threatened to be made party to any threatened, pending, or completed action or suit or proceeding, whether civil, criminal, administrative, or investigative, including an action by or on behalf of the Club, by reason of the fact that he or she was a Director, Officer, employee, or agent of the Club, provided that he or she reasonably believed that the actions were lawful and in the best interest of the Club.
- Section 2.** Any indemnification under Section 1, shall be made by the Club only as authorized in the specific case upon a determination that indemnification of the Director, Officer, employee, or agent is proper in the circumstances because he or she met the applicable standard of conduct set forth in Section 1. Such determination shall be made in either of the following ways:
- A. By the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such an action.
  - B. If such quorum is not attainable, or even if attainable, a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion.
  - C. By members of the Club.

#### **ARTICLE XIII Removal of Board Member Removal of entire Board of Directors**

- Section 1.** Removal of Officers, a Board member, or the entire Board of Directors shall be done as prescribed by Michigan State Laws governing the operation of non-profit organizations.

**ARTICLE XIV**  
**Expenditures**  
**Sale of Club Property**

- Section 1.** No expenditures in excess of \$10,000 shall be made or committed without first making the membership aware by mail. Members will have from the date of notification, until the end of the next Board meeting to respond.
- Section 2.** Any expenditure of Club funds, or expenditures made with the expectation of reimbursement, in excess of \$XXX.XX must be pre-approved by the Board of Directors. see addendum, paragraph # 8, "Spending Limit"
- Section 3.** The membership shall be notified in advance of the sale of any surplus club property, and be given a chance to submit a bid, before such property is offered for sale to non-members. It is permissible to give persons involved in the activity offering the surplus items first chance to bid.

**ADDENDUM**

- 1. Membership Fees**
- A. The initiation fee is \$200.00 Payable by all new members
  - B. Annual individual dues \$75.00 (revised 12/96)
  - C. Family annual dues \$80.00 (revised 12/96)
  - D. Membership fees are due January 1<sup>st</sup> of each year
  - E. Door locks will be changed on February 1<sup>st</sup> of each year
  - F. Key and card distribution will be controlled by Board of Directors
  - G. Work exemption fee is \$30.00 (revised 2/97)
- 2. Conditions for Membership**
- A. Senior members must be 19 years or older
  - B. Juniors will retain their junior status through their 19<sup>th</sup> birthday
  - C. Members will have no record of felony conviction or mental disorder
    - D. Membership in the National Rifle Association is required to acquire and maintain your Club membership.
  - E. New and Inactive members seeking reinstatement must attend "New Member Orientation Class."
    - F. All members must have a picture on file with the club. New members will have their picture taken in order to obtain a current club door key. Wherever possible, the "Orientation Class" will fall in conjunction with a monthly Board meeting, so the new member can be introduced to and welcomed by the Board.
    - G. New members, entering mid-year, will pay a pro-rated membership fee, according to the following dates; Jan. 1 through June 30<sup>th</sup>, single membership \$75, family membership \$80; July 1<sup>st</sup> through December 31<sup>st</sup>, single membership \$50, family membership \$55.
    - H. Life Memberships are awarded to certain individuals who have contributed considerable time & effort into the development of

the club and/or its activities. Anyone can nominate a member for Life Membership status. Recommendations must be submitted to the Board of Directors, in writing, describing the reasons the member should be considered for Life Membership status. The Board will consider each recommendation and either accept or reject the nomination. Life Membership awards will be presented at the Annual Meeting in February.

**3. Range Fee**

- A. Members \$2.00
- B. Guests \$5.00

**4. Standing Rules**

- A. No classes, leagues, meetings, matches or other activities shall be held without Board approval
- B. All activity Chairpersons are required to submit a report to the Board upon completion of their activity or once a year.
- C. Any member who loans their key to a non-member will be expelled from the Club. Family members must be accompanied by the primary member, unless 18 years old.
- D. Everyone entering the club "MUST" sign in.
- E. Any violation of rules or By-laws can result in loss of membership
  - F. NRA Safety Rules apply at all times on Club premises. Range Officer commands must be followed on the range at all times
- G. All shooters are required to wear eye and hearing protection
- H. All members have a responsibility to pick up brass and clean the area after shooting
- I. All members must follow posted range restrictions:
  - 1. No rifles larger than .22 caliber rimfire
  - 2. No .50 caliber or .454 Casull
  - 3. Nothing more powerful than a .44 Magnum
  - 3. No centerfire rifle cartridges
  - 4. No shotguns
  - 5. No muzzle loading rifles or pistols
  - 6. No airguns with steel shot
  - 7. No alcohol or drugs
  - 8. No armor piercing or tracer ammunition allowed
  - 9. No .17 caliber rifles or pistols
  - 10. No .22 Mach 2 rifles or pistols
  - 11. A Club representative must be present at all organized activities

**5. Reinstatement Fees**

- A. Members that are delinquent must reapply for

membership as a new member. The reinstatement fee is one hundred percent (100%) of the initiation fee and the pro-rated dues for the balance of the year.

**6. Membership Limit**

- A. The Club membership limit is 300 members
- B. Life Members are not included in the 300 member limit calculation.

**7. Meetings**

- A. The Board of Directors shall meet on the First Thursday of every month at 7:00 PM
- B. The Annual Meeting shall be the First Sunday of February at 2:00 PM

**8. Spending Limit**

- A. XXX.XX = \$50.00

**9. Flower Fund**

- The Board has established a Flower Fund for deceased members of the club with the following criteria:
- a. It includes the member only (Family membership includes spouse only)
  - b. if notified in a timely manner to provide at the funeral
  - c. donation can be flowers, plant or donation, as requested by a family member
  - d. not to exceed \$35

**APPENDIX**

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# **BY-LAWS**

**FLUSHING RIFLE & PISTOL  
CLUB**

**REVISED 5-05**