

BY-LAWS OF THE
ARVADA RIFLE AND PISTOL CLUB, INC.
GOLDEN, COLORADO

As amended: February 6, 2018

AFFILIATED WITH THE NATIONAL RIFLE ASSOCIATION OF AMERICA

ARTICLE I – NAME

The name of this organization shall be the ARVADA RIFLE AND PISTOL CLUB, INC. (hereinafter "Club").

ARTICLE II - OBJECTIVE

To fulfill its role as an amateur sports organization, the ARVADA RIFLE AND PISTOL CLUB, INC., is organized and operated solely and exclusively to foster local, statewide, national, and international amateur shooting sports competition by providing support including developmental training necessary for training among amateur athletes.

ARTICLE III - MEMBERSHIP

Section 1-Eligibility

- (a) As an amateur sports organization, membership is open to any individual who is an amateur athlete, coach, trainer, manager, administrator or official in the shooting sports who is also a citizen of the United States or is present in the United States under the color of the law, eighteen years of age or older upon unanimous vote of the Executive Committee, the Board of Directors, or on unanimous vote of the membership present at a regularly scheduled meeting of the Club and on payment of the established initiation fees and dues and after serving a six (6) month probationary period.
- (b) All members of this Club, unless specifically excluded in these By-Laws, shall maintain individual membership in the National Rifle Association.

Section 2 - Classes of Membership

The following classes shall apply to any new memberships granted after the adoption of these amended laws. All members whose membership was established prior to the adoption of these amended laws shall not be affected by the establishment of these membership classes.

- (a) LIFE: A person who contributes the life member fee, or more, to the Club; performs functional responsibilities and fulfills the requirements of Active Membership. Life Members are eligible to vote as of the third annual meeting after they initially joined the club at any level.

- (b) ACTIVE: A person who pays annual dues and performs functional responsibilities as directed by the Executive Committee or the Board of Directors. Active members are eligible to vote on club business. Active members are eligible to serve as executive officers and/or board members.
- (c) REGULAR: A person who pays annual dues and performs functional responsibilities as directed by the Executive Committee or the Board of Directors. Regular Members convert to Active members as of the third annual meeting after they initially join the club, if they maintain continuous regular membership. No regular member is eligible to vote or hold office.
- (d) FAMILY: The spouse and/or dependent children of a Life, Active or Regular member who pays the annual family dues. Family members are eligible to vote subject to the provisions of section 3(a) this Article III. Family members are eligible to serve as executive officers and/or board members provided they have reached the age of eighteen (18).
- (e) HONORARY: A person nominated for such membership by the Executive Committee or the Board of Directors and elected thereto by a simple majority vote of the membership in recognition of outstanding service to the Club in fulfilling the objectives of the Club as specified in ARTICLE II of these By-Laws. Honorary members are eligible to vote on club business and serve as executive officers and/or board members.
- (f) INACTIVE: A member who desires inactive status and waiver of dues, fees and Club participation. Executive Committee or Board of Directors approval is required. Active status may be reinstated by payment of the appropriate annual dues. Inactive members shall not be able to vote, hold office or enjoy any privileges or benefits of Active membership except those offered by this Club as the guest of an Active member.
- (g) CORPORATE: A company, corporation or other formal entity registered and in good standing with the Colorado Secretary of State or analogous government department located in the state of the entities principal place of business, may request a Corporate membership. The Board of Directors of the Club must, by unanimous vote, approve each Corporate membership application including the designation of the Corporate representative. Upon acceptance by the Board, the corporate membership application and choice of representative shall then be submitted to the membership present at a regularly scheduled meeting of the Club where a unanimous vote is necessary for approval. The corporate entity shall designate an individual who shall be a current NRA member, to serve as the representative member who shall have voting rights once the entity has attained Active member status. Corporate member representatives may also serve as executive officers and/or board members.

Section 3 -Voting Eligibility

- (a) Life, Active, Honorary and Corporate members shall be eligible to vote. A family member shall also be eligible to vote provided he/she has reached the age of eighteen (18) and their family sponsor has achieved Active membership status. Voting rights for family members shall be limited to the active member and one (1) other family member he may designate.

Section 4-Privileges of membership

- (a) Life, Active members and Corporate members are entitled to enjoy the use of the facilities appropriate to their level of experience and training, and any other privileges and benefits offered by the Club.
- (b) Regular members are entitled to enjoy the use of the facilities appropriate to their level of experience and training, privileges and any other benefits of the club but may not vote or hold office.
- (c) Any member of one class of membership may become a member of a different class of membership by fulfilling the requirements for the class of membership desired. All dues and fees paid within the current dues period will be applied to the class of membership desired.

Section 5-Duties of Members

- (a) It is the duty of each member to assist in every feasible manner in promoting the objectives of the Club as set forth in ARTICLE II of these By-Laws and to act at all times and in every matter in a manner befitting a sportsman and a good citizen.
- (b) It is the duty of each member to comply with his/her class of membership responsibilities, these By-Laws and the Club's operating rules and regulations.

Section 6- Exclusions

A FAMILY member defined in ARTICLE III, Section 2, paragraph (d) is not subject to the provisions of ARTICLE III, Section 1 requiring NRA membership. However, NRA membership by FAMILY members is to be strongly encouraged.

Section 7- Definitions

- (a) A member is considered in good standing when all dues and fees are currently paid to this Club and the National Rifle Association and when all functional responsibilities are fulfilled.
- (b) Functional responsibilities are the contributed efforts of all members and other persons in maintaining the physical assets of the Club and performing specified duties as directed by the Executive, Standing or Appointed Committees or the Board of Directors.
- (c) Guests: A guest is any person who in the company of a regular, honorary, active or life member has been invited to visit or participate in Club activities or to use Club facilities under the members active supervision on a random and non-periodic basis. Guests are subject to all usage fees and operating rules and regulations.

- (d) Operating rules and regulations are instructions governing the use, operation and upkeep of the Club's facilities and for fulfilling functional responsibilities. Operating rules and regulations are adopted or amended as needed by the Executive Committee or the Board of Directors.

ARTICLE IV - DUES AND FEES

Section 1-Payment

- (a) The members shall pay dues and fees as fixed by the Executive Committee or the Board of Directors.
- (b) The members annual dues, fees and work bond obligations shall be set by the Board of Directors.

Section 2 - Non-Payment

- (a) Any member of the Club in arrears shall be ineligible to vote or enjoy any privileges or benefits offered by the Club.
- (b) Any member in default in payment of dues or fees shall be suspended from the privileges of membership and any member shall be dropped from the rolls, and membership shall be terminated when such member is in arrears for one (1) year and after notification of default by letter.

Section 3 - Refund, Waiver and Pro-rata of dues and fees

- (a) The Executive Committee or the Board of Directors may at its option refund, waive or pro-rate dues and fees.

Section 4 - Earnings

- (a) No portion of the organization's net earnings shall inure to any private individual but shall be used instead in furtherance of the objectives contained in Article II of these By-Laws. Nothing in this section shall prohibit the board of directors from contracting with a current member to provide professional services to the Club provided reimbursement for such services does not exceed the fair market value of the services performed.

ARTICLE V - MEETINGS

- (a) ANNUAL MEETING: The annual meeting of the Club shall be held on the first Tuesday of July in each year or at such other time and place as designated by the Board. If the annual meeting is not held on the normal date and time, it shall be held within a reasonable time thereafter and the officers shall be held over until their successors shall have been elected.

- (b) REGULAR MEETING: The regular meeting of the Club for the transaction of ordinary business shall be held on the first Tuesday of each month or at such time and place as may be fixed by the Executive Committee or the Board of Directors.
- (c) SPECIAL MEETING: A special meeting of the Club may be held at any time upon the call of the President, the Executive Committee, the Board of Directors, or upon demand in writing, stating the object of the meeting and signed by not less than 20 percent of the members entitled to vote. Notice of the time, place and object of any special meeting shall be given all officers and members in good standing in writing by the United States mail not less than seven (7) days prior to the date fixed for the date of the holding of the special meeting. The place of such meeting shall be fixed by the Executive Committee or the Board of Directors.
- (d) QUORUM: The membership present and entitled to vote shall constitute a quorum at any meeting.
- (e) RULES: ROBERTS RULES OF ORDER shall govern the deliberations of all meetings of the members, Executive Committee and Board of Directors unless specific exceptions are made herein.

ARTICLE VI-OFFICERS

Section 1-Board of Directors

- (a) The affairs and management of the Arvada Rifle and Pistol Club, Inc. shall be under the control of and vested in a Board of Directors consisting of ten (10) members. The Directors shall be elected from only Life or Active members who are in good standing with the Club. Members of the Executive Committee may, if so elected, hold Board of Directorships concurrent with Executive Committee tenure. The President, the Vice President, Treasurer and Secretary are members of the Board of Directors for their elected term of office. The remaining six (6) Directors shall be elected for a term of three (3) years, serving staggered terms so that each year two (2) Director terms expire. They shall be elected by majority vote by ballot of the voting members present at the annual meeting of the Club. The President shall act as Chairman for the Board of Directors meetings and the Secretary shall record all proceedings at each Director's meeting and incorporate them into the minutes of regular Club meetings. The President shall vote only in case of tie votes of the other Directors present.
- (b) Vacancies on the Board of Directors shall be filled by appointment by the Board. Such appointee's term shall expire at the end of the normal term of the departing Director. No Director shall hold Directorship if his membership in good standing in the National Rifle Association or this Club has been terminated, suspended or expired.
- (c) The Board of Directors shall have the authority in all items of the Articles of Incorporation of the Club, including but not limited to the power to veto the actions of the Executive Committee or membership and may initiate action for the good of the Corporation or Club when in their opinion the Executive Committee or membership has failed to take such action.

- (d) Six (6) Board Members shall constitute a quorum at Board of Directors meetings.

Section 2 - Executive Committee

- (a) The Executive Committee of this Club consists of, but is not limited to, the President, Vice-President, Secretary, Treasurer, Chief Instructor, Executive Officer - Rifle, Executive Officer - Pistol and Executive Officer - Juniors.
- (b) They shall be elected by majority vote by ballot of the voting members in good standing present at the Annual Meeting of the Club.
- (c) The President, Vice-President and Secretary must be Life or Active members and shall hold office for terms of three years. The terms of these three officers will be staggered with one officer being elected each year.
- (d) The Treasurer, Chief Instructor, Executive Officer - Rifle, Executive Officer - Pistol and Executive Officer - Juniors shall hold office for one (1) year or until their successors are elected.
- (e) The President, Vice-President, Treasurer and Secretary shall also serve as members of the Board of Directors for their elected term of office.
- (f) The Executive Committee shall have the general supervision and control of the general activities of the Club.
- (g) Meetings of the Executive Committee shall be held regularly at such time and place as the Committee may determine. Special meetings may be held at any time on the call of the President or on demand, in writing, to the Secretary by three (3) members of the Committee.
- (h) Four (4) members of the Committee shall constitute a quorum.
- (i) A vacancy in the Executive Committee may be filled by a vote of the Board of Directors. However, if more than one (1) vacancy exists a special meeting of the Club shall be called and new officers shall be elected to fill the vacancies until the date of the next Annual Meeting as provided in Paragraph (a) above.

ARTICLE VII - DUTIES OF THE EXECUTIVE COMMITTEE

- (a) **PRESIDENT:** The President shall preside at all meetings of the Club, the Board of Directors and the Executive Committee. The President shall be a member ex-officio of all regular and special committees and shall perform all such other duties as usually pertain to this office.
- (b) **VICE-PRESIDENT:** The Vice-President shall perform the duties of the President in the latter's absence. In the absence of both the President and Vice President, the President may appoint another member of the board of the Board of Directors or Executive Committee to preside over

meetings. The Vice-President shall be responsible for the maintenance of the Club facilities.

- (c) SECRETARY: The Secretary shall conduct all official correspondence pertaining to the proper preparation and forwarding of all reports required of the Club by the National Rifle Association and by the Civilian Marksmanship Program. The Secretary shall notify all members of Special and Annual meetings as required in ARTICLE V. The Secretary shall keep a true record of all meetings of the Board of Directors, the Executive Committee and of the Club and have custody of the books and papers of the Club, except for the Treasurers books of account. The Secretary shall compile and maintain the Operating Rules and Regulations of the Club, as adopted and revised by the Board of Directors and the Executive Committee.

All applications for membership in the Club shall be made to the Secretary. The Secretary or his designee shall be responsible for the collection of all fees and dues and shall remit same to the Treasurer taking a proper receipt thereof.

- (d) TREASURER: The Treasurer shall have charge of all funds of the Club and shall place the same in such bank or banks as may be approved by the Executive Committee. Such money shall only be withdrawn by the Treasurer or other officer as designated by the Board of Directors and for payment of such bills as shall have been approved by the Executive Committee or the Board of Directors except that the Treasurer shall immediately and without action of the Executive Committee or Board of Directors draw checks for membership fees in the National Rifle Association and the Colorado State Shooting Association. The Treasurer shall keep an accurate account of all Club financial transactions and render a detailed report with vouchers at any meeting of the Executive Committee or Board of Directors when requested and an annual report to the Club at its Annual meeting. The Treasurer shall be responsible for ensuring the timely payment of all club debts and ongoing expenses.
- (e) CHIEF INSTRUCTOR: The Chief Instructor shall have charge of all small arms instruction with authority to appoint his assistants. The Chief Instructor shall contract no bills without authorization of the Executive Committee or the Board of Directors. The Chief Instructor will conduct an annual inventory of all firearms entrusted to the care of the Club.
- (f) EXECUTIVE OFFICERS: The Executive Officer; Rifle, Pistol and Junior, shall have charge of the ranges of the Club, the printing of scorecards, the arranging of competitions and related matters. The Executive Officers shall contract no bills without authorization of the Executive Committee or the Board of Directors. Additional Executive Officers may be designated by the Board.

ARTICLE VIII- SUSPENSION OR EXPULSION

- (a) Any elected official may be removed by a two-thirds vote of the voting members in good standing present at any special meeting called for this purpose. No vote on suspension or removal may be taken unless fifteen (15) days notice in writing shall have been given to the official of the reasons for the official's removal and of the time and place of the special meeting at which such

ballot on the official's removal is to be taken. At such special meeting the official shall be given a full hearing.

- (b) Any member may be suspended or expelled from the Club for any cause deemed sufficient by the Executive Committee and Board of Directors by a two-thirds affirmative vote of the combined members of Committee and Board present at a special meeting called for this purpose. No vote on suspension or expulsion may be taken unless fifteen (15) days notice has been given to the member of the charges preferred and of the time and place of the meeting of the combined Executive Committee and Board at which such charges will be considered. At such meeting the member under charges will be accorded a full hearing.
- (c) Charges against any officer or member may be preferred by any voting member in good standing. They shall be in writing clearly stating the facts relied upon and accompanied by all affidavits or exhibits which are to be used in their support. Such charges shall be filed with the Secretary who will immediately notify the President. The President will call a combined meeting of the Executive Committee and the Board of Directors to hear the charges. The Secretary will give at least fifteen (15) days notice of the meeting to each member of the Committee, the Board, the accuser and the accused which notice shall be in writing and will include a true copy of the charges and of the supporting affidavits and exhibits.
- (d) Any member suspended or expelled by the combined Executive Committee and Board of Directors may appeal to the full voting membership of the Club. Such appeal shall be made in writing to the Secretary who will notify the President. The President will call a special meeting of the Club for the purpose of acting on the appeal. The Secretary shall give at least fifteen (15) days notice in writing to all voting members of the Club in good standing of the date, time, place and reason for the special meeting. At the meeting of the full Club, the Secretary will read the original charges, the supporting affidavits and will read or display the accompanying exhibits and will read the minutes of the special meeting of the Committee and Board at which the charges were heard and action taken. A full hearing will be given the accuser and the accused. A vote will be taken by ballot of the voting members in good standing present and two-thirds vote shall be required to reverse the action of the Committee and Board.
- (e) Any official or member of the Club who has been suspended or expelled by the National Rifle Association shall automatically stand suspended or expelled from this Club immediately upon receipt of official notice by the Secretary of the Club or from the secretary of the National Rifle Association.
- (f) The National Rifle Association shall be given a complete report whenever a member of the Club is suspended or expelled indicating the charges and action taken.

ARTICLE IX - MATCH RULES

All competitions held by the Club shall be governed by the Rules promulgated by National Rifle Association or other such nationally recognized governing body as appropriate.

ARTICLE X - DISSOLUTION

Subject to the provisions below, upon dissolution no Club property shall be transferred to any person or entity nor shall such person or entity receive any pecuniary benefit except for reasonable compensation for services. Any excess income over expenses derived from the operation or use of the property and all proceeds from the sale or transfer of the property of the owner shall be devoted to the furthering of an exempt purpose.

The selection of the exempt purpose shall be made by the Board of Directors at the time of dissolution with a preference towards an exempt competitive shooting entity.

ARTICLE XI - AMENDMENTS

Any proposed amendments to these By-Laws may be introduced by any voting member at any regular meeting or special meeting called for the purpose. They must be acted upon by the Club membership at a regular meeting or a special meeting called for the purpose provided a copy of the approved amendments has been made available to each Club member at least ten (10) days prior to the meeting. A two-thirds vote of the voting members present will be necessary to pass it.

I hereby certify that these By-Laws have been adopted by this Club.

President

Date

Secretary

Date

These By-Laws supersede all previous By-Laws adopted.