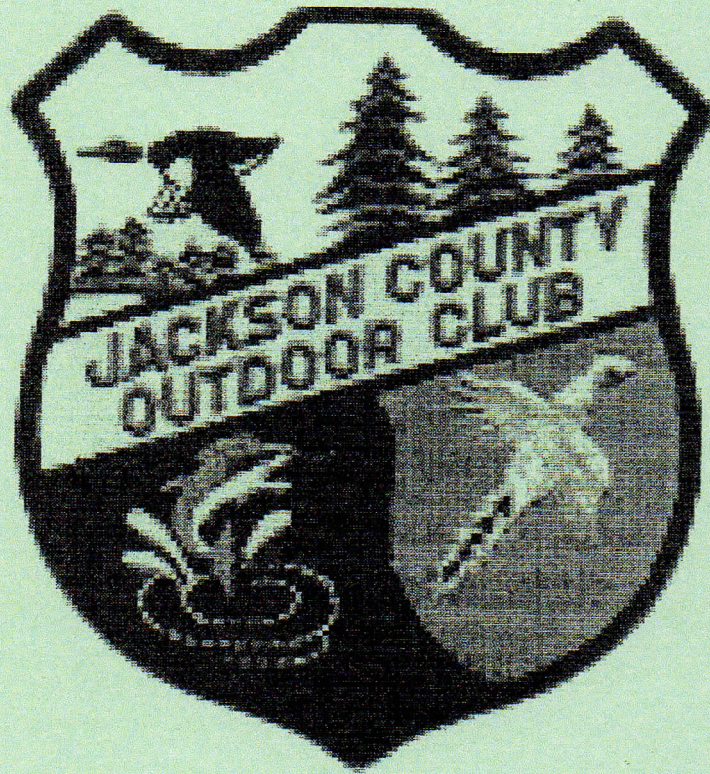


Jackson County Outdoor Club



Jackson County Outdoor Club
3550 Hart Road
Jackson, Michigan 49201

CONSTITUTION

ARTICLE I - NAME AND PURPOSE

A. Name: The name of this organization incorporated under the laws of the State of Michigan shall be the JACKSON COUNTY OUTDOOR CLUB, and hereinafter referred to as "CLUB".

B. The purpose of this Club shall be to promote conservation education programs for youth and citizens in proper management of our natural resources; to provide instruction and training to adults and youth in Hunter-Safety programs.

ARTICLE II - INCORPORATION

Section 1.

A, That this organization be incorporated as a non-profit corporation under Act 327 of the Public Acts of Michigan for 1931.

Section 2.

A. Executive Board and Board of Directors of the above described Club shall have complete authority to transact business for the Club in any of its phases as authorized by the membership.

ARTICLE III - OFFICERS/DIRECTORS

Section 1.

A. The Executive Board shall consist of: President, Vice President, Secretary and Treasurer, and hereinafter referred to as "OFFICERS".

Section 2.

A. The Board of Directors shall consist of eight (8) Directors.

B. The Immediate Past President shall be an ex-officio member of the Board of Directors.

Section 3.

A. It shall be the duty of the Executive Board and Board of Directors to make recommendations to the organization; act as an emergency body; authorize the expenditures of moneys; and to audit the books annually.

1

Section 4.

A. Responsibilities of Executive Board and Board of Directors

1. Executive Board

a. President

It shall be the duty of the President to preside at all meetings of the membership, enforce the Constitution and By-Laws, maintain order, appoint chairpersons and committees and to transact such business for the Club as may be authorized by the membership or Board of Directors. He/she may vote at any membership meeting, Board meeting or committee meeting only in the case of a tie. The President or their designated representative shall act as the voting delegate to the Michigan United Conservation Club's (MUCC) annual convention and act as Club representative to MUCC District/Regional meetings. The President shall also serve as Chairman of the Board of Directors. It shall also be the responsibility of the President to oversee the Club's caretaker if one is appointed by the Board.

b. Vice-President

It shall be the duty of the Vice-President to perform the duties of the President in the absence of the President and, when called upon, to assist the President in the performance of his/her duties. The Vice-President is responsible for administration of the Membership Work Program.

c. Secretary

It shall be the duty of the Secretary to keep accurate minutes of each meeting of the Board of Directors and each Membership meeting, including Board member attendance, and maintain these permanent records. As the minutes are approved by vote they shall be made available for review and part of the Club archives. The Board shall review the collection of minutes annually for completeness. There shall be copies of all previous meetings minutes on file at the club. The Secretary shall be responsible for notifying the President in the event of three (3) unexcused absences of any Board member or officer within the current term. The Secretary shall keep the official listing of each Member, Officer and Director. The Secretary shall also give notice to each Director and Officer of special or Executive Board meetings.

d. Treasurer

It shall be the duty of the Treasurer to be the custodian of all funds of the Club, to keep an accurate record of the receipts and expenditures of the Club, deposit all monies received by the Club at the designated depository and prepare an annual budget. The Treasurer is authorized to pay all bills designated as recurring entries without Board approval. All other bills or debts incurred by the Club shall require approval of the Board. The Treasurer shall furnish a monthly financial report to the Board of Directors and the membership. He/she shall be responsible for an annual financial report to be presented to the Board one (1) month after the annual 990 form filing. Checking accounts shall require the signature of one of the following, President, Vice-President, Treasurer or one (1) designated Board member. The Treasurer shall also be bonded for a minimum of \$50,000.00 and the Club shall pay for such bond.

2. Board of Directors

a. Each Director will have specific responsibilities as outlined below, reports should be made monthly at the General Membership and/or Board of Directors' meetings.

1. Grounds, Equipment
2. Archery
3. Ranges
4. Newsletter, Social Media
5. Membership, Sunshine
6. Kitchen, Clubhouse Rentals
7. Property Management, Building (Clubhouse)
8. Conservation, Waterfront

Section 5.

- A. To the extent permitted by law, a volunteer Officer/Director shall not be personally liable to the corporation or its members for monetary damages for breach of Officers'/Directors' fiduciary duty.
- B. The corporation assumes all liability to any person other than the corporation or its members for all acts or omissions of a volunteer Officer/Director occurring after January 1, 1988, incurred in the good faith performance of their duties as an Officer/Director.

ARTICLE IV - OFFICERS

Section 1.

- A. The election of officers, new Board members and replacements for those Directors' seats which have been vacated shall be on the first Tuesday of November or as soon thereafter as practical.
- B. The President and/or Vice President and Treasurer shall have been a Director or Officer for a minimum of two years. If there are no eligible candidates for these offices due to time limitations the Board may waive up to one year of the time requirement by a simple majority vote.
- C. The President, Vice President, Secretary and Treasurer shall be elected to a two-year term.
- D. Directors shall be elected to serve two-year terms.

Section 2.

- A. The President shall appoint a nominating committee at such time as to allow said committee to assemble a slate of Officers/Directors before the first Tuesday of October.

B. The Immediate Past President will be the nominating committee chairman and the nominating committee shall consist of two (2) current Directors whose purpose is to assist in the selection of potential candidates for the upcoming open positions on the Executive Board and Board of Directors.

ARTICLE V - MEMBERSHIP

Section 1.

A. Individual Membership: Any adult (eighteen years or more) is eligible for general membership with full voting privileges and full privileges of the Club.

B. Family Membership: A husband, wife and minor children under 18 years old are eligible for a family membership with full voting privileges for both adults and full privileges of the Club. Exceptions to this rule may be considered by the Board on a case by case basis.

C. Only members in good standing, with current dues paid, may have the privilege of the floor, the right to vote or be allowed to hold office.

Section 2.

A. The membership fee shall be at the discretion of the Board of Directors. The Membership fee will be reviewed annually prior to sending membership renewal notices to members. Annual memberships are valid January 1st through December 31st each year.

Section 3.

A. The Membership Director shall be responsible for developing and issuing a suitable form of card bearing a certificate of membership.

Section 4.

A. The Board of Directors may at any time void the membership of an individual/family deemed undesirable by a majority vote of the Board.

B. Renewals are due by January 31st of each year and failure to renew by this date will cause the member to forfeit work tickets earned in preceding year.

C. See current Membership Application Form for current rates

D. All new and renewing applications for membership must be approved by the Board of Directors. The Jackson County Outdoor Club reserves the right to refuse membership to any person or persons.

E. All new applicants must appear at a regular membership meeting to be approved for membership by the Board of Directors. If there are extenuating circumstances, the board may waive this requirement.

ARTICLE VI - MEETINGS

Section 1.

A. Regular meetings for the general membership shall be held on the first Tuesday of each month except July, August and December. The Board of Directors shall meet, also, on the first Tuesday of each month.

B. The Board of Directors may call a special meeting for the general membership when or as necessary, so long as sufficient notice is given. Sufficient notice is ten (10) calendar days.

C. Special Board of Directors' meetings may be called by the President or the President's authorized agent. An earnest attempt must have been made to contact all Officers and Directors before a special Board of Directors' Meeting may be convened.

D. At all regular or special general membership or board meetings for the general membership, twenty (20) members in good standing shall constitute a quorum. At Board of Directors' meetings, seven (7) Directors /Officers shall constitute a quorum.

E. All meetings shall be conducted in accordance with Roberts' Rules of Order. In case of conflict with Roberts' Rules of Order this document will prevail.

ARTICLE VII - VACANCIES

Section 1.

A. Should the office of President become vacant, the Vice President shall assume that office for the remainder of the term. Vacancies in all other offices may be filled temporarily by an appointment from the President and shall be filled for the remainder of the term with the approval of the membership at the next scheduled meeting.

B. After missing three (3) unexcused Board meetings, the Director or Officer Position shall be declared vacant. Vacancies will be filled in accordance with Article VII, Section 1, A.

ARTICLE VIII - FINANCIAL MANAGEMENT AND GIFTS/DONATIONS

Section 1.

A. All funds and assets of the Club shall be used only for purposes that are consistent with the purposes of the Club and for actual administrative expenses in conducting the affairs of the Club under the direction and with the approval of the Board of Directors. The Board of Directors may purchase land, building and equipment and operate and maintain the same as required to further the purpose of the Club.

B. Revenues of the Club shall not be used for the benefit of any individual or member of the corporation except to further the lawful purposes of the corporation.

C. Prior board approval of any expenditure outside of the normal and regular liabilities of the Club and petty cash expenditure must be obtained, regardless of the amount.

D. The fiscal year of the corporation shall be January 1st to December 31st.

F. No elected Officer or Director of this corporation or firm in which the Officer or Director of this corporation has an interest shall receive any form of compensation for services rendered to this corporation, including employment by this corporation, during the Officer's or Director's term in office and one (1) year thereafter, except that after full disclosure of his or her interest by the interested Officer or Director of this corporation to, and approval by two-thirds (2/3) vote of, disinterested members of this corporation's Board of Directors, compensation may occur. Also, the interested Officer or Director of this corporation shall abstain from any vote by any committee of which he or she is a member if any such committee vote has any bearing on selection of employees of the corporation.

Section 2.

A. The Club may accept gifts and donations but the gifts/donations are not tax deductible pursuant to current IRS laws.

B. Such acceptance does not render any special considerations or privileges to the contributor.

ARTICLE IX - DISSOLUTION

Section 1.

A. Dissolution of the corporation shall require a special meeting of the Board of Directors and membership. For dissolution, three quarters (3/4) of all those in attendance at the special meeting must vote in favor of the dissolution. After paying, or making provisions for payment, of all liabilities of the corporation, all remaining assets of the club shall be transferred to the Michigan United Conservation Clubs, Lansing Michigan, with the express purpose, and to the extent possible, of providing Conservation and Natural Resource educational programs for youths and adults of the State of Michigan..

ARTICLE X - AMENDMENTS

Section 1.

A. The Constitution of this Club may be amended by a two-thirds (2/3) majority vote of the members present at any regular meeting, provided said amendment shall first have been approved by the Board of Directors and the intention to change announced at the preceding meeting.

B. Upon adoption, this Constitution shall supersede and revoke all previous constitutions and any amendments thereto.

Constitution and By-Law Revision dates:	October 25, 1960
	December 9, 1961
	November 1, 1966
	August 4, 1969
	November 5, 1970
	September 6, 1977
	November 1, 1983
	September 4, 2001
	October 6, 2009
	June 2, 2015
	November 5, 2019

BY-LAWS

ARTICLE I - ORDER OF BUSINESS

Section 1.

- A. Regular meetings, unless otherwise directed by a majority of those members present, shall be conducted in the following manner:

Meeting called to order
Pledge of Allegiance to American Flag
Conservation Pledge
Roll call of the Executive Board and Board of Directors
Introduction of new members
Reading and approval of minutes of previous regular meeting
Reading and approval of minutes of previous meeting(s) of Board of Directors
Report of Treasurer Directors reports Report of Committees
Old Business
New Business Good of the Club Announcements
Adjournment

- B. Board of Directors' meetings, unless otherwise directed by a majority of Directors present, shall be conducted in the following manner:

Meeting called to order
Roll Call
Reports
Old Business New Business Announcements
Adjournment

ARTICLE II - COMMITTEES

Section 1.

- A. The President and Vice-President shall be members of the Long-Range Planning Committee. This committee shall meet at least quarterly during the calendar year.
- B. The President shall appoint special committees that he/she or the Club deem necessary from time to time.

Section 2.

- A. The President and Vice-President shall be ex officio members of all committees for which they are not specifically named as members or chairpersons.
- B. All committee meetings must have some portion open to general membership or interested parties who may wish to address the committee.
- C. Membership body may make recommendations to the Board of Directors for type of action to be taken on issues presented.
- D. All committees and/or representatives should give a report at the following membership meeting.

ARTICLE III - FINANCIAL MANAGEMENT

Section 1.

Use of Revenue: All funds and assets of the club shall be used only for purposes that are consistent with the purposes of the club and for actual administrative expenses in conducting the affairs of the club under the direction and with the approval of the Board of Directors. The Board of Directors may purchase land, building and equipment and operate and maintain the same as required to further the purpose of the club.

Use of Revenue for Lawful Purpose: Revenues of the club shall not be used for the benefit of any individual, member of or shareholder of the qualified organization except to further the lawful purposes of the club.

ARTICLE IV - USE OF CLUB FACILITIES

Section 1.

- A. All committees shall have the right to set usage fees with the approval of the Board of Directors.
- B. Members may bring the same guest(s) up to three times a year for a non-Club activity. If the guest is eligible for membership they are required to join the club to continue attendance at non Club activities.
- C. Unless otherwise stated, all regularly scheduled Club activities are open to the general public for a fee.
- D. Use of facilities for revenue generation must be approved by the board and membership.

ARTICLE V - INSTALLATION

Section 1.

A. All Officers and Directors shall take the following Oath before taking office:

OATH: Do you solemnly swear that during your term of Office you will faithfully perform the duties of your office?

ANSWER: I do.

OATH: Do you agree that any violation of your Oath of Office shall be sufficient grounds for your resignation or removal from office?

ANSWER: I do.

ARTICLE VI - AMENDMENTS

Section 1.

- A. The By-Laws of this Club may be amended by a two-thirds (2/3) majority vote of the members present at any regular meeting, provided said amendment shall first have been approved by the Board of Directors and the intention to present the change announced at the preceding meeting.
- B. Upon adoption, these By-Laws shall supersede and revoke all previous By-Laws and all amendments thereto.