

By-Laws  
Of the  
Arrowhead Gun Club, Inc.

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March 2005

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**BY-LAWS  
OF THE  
ARROWHEAD GUN CLUB, INC.**

**ARTICLE I**

**Board of Directors**

**Section I. Government** : The Arrowhead Gun Club, Inc. shall be governed by a Board of Directors as hereinafter provided and the Board of Directors shall have control and management of the operations, property and finances of the club.

**Section II. Number, Election, and Terms** : The Board of Directors shall be elected at the annual meeting of the members or at any special meeting held in lieu thereof. A majority vote of the quorum present at the annual meeting, or by the member's proxy or absentee ballot, shall be required to elect a member to the Board of Directors. The number of Directors shall be twelve (12), one-third (1/3) of who shall be elected annually for a term of three (3) years. The initial directors shall be composed of four (4) directors elected for a term of one (1) year, four (4) directors elected for a term of two (2) years, and four (4) directors elected for a term of three (3) years. This number may be increased, or decreased, at any time by amendment of these by-laws. Directors must be members of the Corporation. Directors shall hold office until removed or until the next annual meeting of the members or until their successors are elected. A majority of the number of Directors fixed by the by-laws shall constitute a quorum. Less than a quorum may adjourn the meeting to a fixed time and place. No further notice of any adjourned meeting being required.

**Section III. Removal and Vacancies**: The board members at any meeting, by a vote of a majority of all of the board members, which constitutes a quorum, may remove any Director and fill the vacancy. Any vacancy arising among the Directors may be filled by the remaining Directors unless sooner filled by the members in a meeting. Any Director that misses three (3) or more consecutive Board of Directors Meetings without just cause approved by the remaining Directors, shall be removed from the Board of Directors.

**Section 4. Meetings and Notices**: Meetings of the Board of Directors shall be held at times fixed by resolution of the Board, or upon call of the President or the Secretary, or upon the call of a majority of the members of the Board. Notice of any meeting not held at a time fixed by a resolution of the Board shall be given to each Director at least 24 hours before the meeting at his residence or business address or by delivering such notice to him or by telephoning or telegraphing it to him at least 24 hours before the meeting. Any such notice shall contain the time and place of the meeting, but need not contain the purpose of the meeting. Meetings may be held without notice if all of the Directors are present or those not present waive notice before or after the meeting.

## **ARTICLE II**

### **OFFICERS**

**Section 1. Election and Removal:** The Board of Directors promptly after its election in each year, shall elect a President, Vice President, Secretary and Treasurer. Any officer may hold more than one except that the same person shall not be President and Secretary. All officers shall serve for a term of one (1) year and until their respective successors are elected, but any officer may be removed summarily with or without cause at any time by a vote of a majority of all of the Directors. All officers shall be Directors. Vacancies among the officers shall be filled by the Directors.

**Section 2. Duties :** The officers of the Corporation shall have such duties as generally pertain to their respective officers as well as such powers and duties as from time to time be delegated to them by the Board of Directors.

The President shall direct and supervise the affairs of the Club and make an annual report thereon at the May meeting to the members. The President shall be the Chairman of the Board of Directors.

The Vice President shall act as President, if the President is not available.

The Treasurer shall have charge and custody of the funds of the Club, subject to the general provision and control of the Board of Directors. He shall render a written statement at each meeting of the Board of Directors showing the financial condition of the Club. At the annual meeting of the Club he shall present a balance sheet showing the financial condition of the Club and a detailed report of the receipts disbursements and expenses for the preceding fiscal year.

The Secretary shall keep the records of the Club in a book provided for that purpose; issue notices of all meetings; and cause to be published or filed all such notices or reports as may be required by law. He shall conduct the correspondence of the Club; shall have custody of the seal of the Club; and shall notify members of their election, suspension and expulsion.

## **ARTICLE III**

### **COMMITTEES**

**Section 1. Suggested Committees :** The standing committees to be elected by the Board of Directors shall be the Building, the Grounds Committee, the Skeet Committee, the Kitchen Committee, the Finance Committee, the Membership Committee, the Youth Committee, the Social Committee and other committees deemed necessary by the Board of Directors. The committees shall have such powers and duties as from time to time may be delegated to them by the Board of Directors.

## ARTICLE IV

### MEMBERSHIP AND DUES

**Section 1. Purpose of Club :** The purpose of this Club shall be to promote benevolence and charity, educate and instruct in the principles of conservation, preservation, and protection of wildlife habitat, and in our natural environment; to promote duly enacted laws and duly executed administrative policies touching upon or directly dealing with wildlife and our natural environment; to foster and promote the proper and lawful use of firearms, firearm safety, and the proper and responsible use of firearms for hunting purposes; to encourage and promote the lawful and proper use of outdoor recreational facilities, natural or manmade, public or private, and to encourage the use of and maintain recreational facilities, indoor and out, public or private; to purchase and lease land, or otherwise acquire the use of land for such charitable purposes as not inconsistent with the purposes of the Corporation; to build and maintain a club house with facilities suitable for gathering, dining, and holding charitable events, or other similar recreational facilities are not inconsistent with the purposes of the Corporation; to sell or encumber Corporate lands and to borrow funds to further the purpose of the Corporation. In addition, the Corporation is organized to engage in any lawful business not prohibited by law or these articles in the furtherance of the purposes of the Corporation.

**Section 2. Types of Membership :** (a) Membership in the Corporation is open to all interested persons coming within the purview of Article V below, who are approved for membership by the Board of Directors. All active members of the Corporation shall be entitled to vote for the Directors of the Corporation and shall be entitled to all the privileges of membership. The Directors may adopt Certificates of Membership.

(b) At the discretion of the Board of Directors, certain citizens, because of their special service, position or interest in the Club, may be elected to Honorary Membership. The number of these special honorary members shall not exceed ten (10) per cent of the total active membership.

**Section 3. Dues:** Annual dues are due on or before May 1<sup>st</sup> of each year in such amounts as shall be determined by the Board of Directors. Any person who does not pay his dues within sixty (60) days after they become due shall have his membership deemed inactive.

**Section 4. Right to Vote:** Only active members in Arrowhead Gun Club, Inc. shall have the right to vote. Active members are those members who are current in payment of their dues.

**Section 5. Annual Meeting :** The annual meeting of the members shall be held on the second Thursday in May each year. If that day is a legal holiday, the annual meeting shall be held on the next succeeding day not a legal holiday.

**Section 6. Other Meetings:** All meetings of the members shall be held at the times or places fixed by the Board of Directors. The time and place shall be stated in the notice of waiver of notice of each meeting. Meetings of members shall be held whenever called by the President or the Secretary, by a majority of the Directors, or by one-tenth of the vote of the active members.

**Section 7. Quorum and Voting.** One half of the active members shall constitute a quorum at any meeting of the members. Less than a quorum may adjourn the meeting to a fixed time and place, no further notice of any adjourned meeting being required. Each active member shall be entitled to one vote in person or by proxy or absentee ballot.

**Section 8. Conduct of Meetings:** The President shall preside over all meetings of the members. If he is not present, the Vice-President shall preside. If none of such officers are present, a Chairman shall be elected by the members. The Secretary of the Corporation shall act as Secretary of all meetings if he is present. If he is not present, the Chairman shall appoint a Secretary of the meeting. The Chairman of the meeting may appoint one or more inspectors of the elections to determine the qualifications of voters, the validity of proxies and absentee ballots, and the results of ballots.

## **ARTICLE V**

### **APPLICATION FOR MEMBERSHIP**

**Section 1. Application for Membership :** All applications for membership shall be passed on by the Board of Directors. The President shall have the authority to appoint a Membership Committee of three (3) active members to make reports on applications for membership.

**Section 2. Procedure:** Application for membership in the Arrowhead Gun Club, Inc. must be made in writing to the Secretary. The application must be sponsored by two members of the Club, one of whom is a board member, and the applicant's name, together with the names of those sponsoring, shall be included on the applications. The name of the applicant shall then be submitted to the Membership Committee who shall present it to the Board of Directors at a regular meeting. Six (6) affirmative votes by the Board are required for approval.

**Section 3. Eligibility :** No person whose application has been rejected shall be eligible for further consideration for membership within one (1) year from the date of such rejection.

## **ARTICLE VI**

### **REMOVAL OF A MEMBER**

**Section 1. Procedure:** Any member can be dropped from club membership at any time by a two-thirds (2/3) vote of the Board of Directors. When a member is dropped from membership, they are not entitled to any of the privileges associated with club membership and cannot enjoy the use of the club's facility as a guest of a club member.

**Section 2. Reinstatement:** A member whose membership was dropped by the Board of Directors may put in a membership application one (1) year after being dropped from membership.

## **ARTICLE VII**

### **SEAL**

**Section 1. Seal :** The seal of the Corporation shall be flat-faced circular die (of which there may be any number of counterparts) with the "SEAL" and the name of the Corporation, "Arrowhead Gun Club, Inc., Virginia," engraved thereon.

## **ARTICLE VIII**

### **CHECKS, NOTES AND DRAFTS**

**Section 1. Signatures :** Checks, Notes, Drafts and other orders for payment of money shall be signed by President and Treasurer. T as the Board of Directors from time to time may authorize. The signature of any such person may be a facsimile when authorizes by the Board of Directors.

## **ARTICLE VIII**

### **FISCAL YEAR**

**Section 1. Fiscal Year :** The fiscal year of the Corporation shall end on April 30<sup>th</sup> in each year.

## **ARTICLE IX**

### **AMENDMENTS**

**Section 1. Amendments :** These by-laws, or any of them, may be altered, amended or repealed at any meeting of the Board of Directors by a two-thirds (2/3) vote of the entire membership of the Board of Directors.

**These revised By-Laws of the Arrowhead Gun Club, Inc. were approved by a two-thirds (2/3) majority vote of the Board of Directors dated on March 17, 2005 to replace in total all previous By-Laws and Amendments. Effective March 17, 2005.**

**Signed:**

**Listing Board of Directors Named**

_____	<b>Roy Carter, President</b>
_____	<b>Orell Lenhart, Vice President</b>
_____	<b>Pete Pennington, Secretary</b>
_____	<b>Ronnie Newcomb, Treasurer</b>
_____	<b>Ed Ellis,</b>
_____	<b>Norman Hudson</b>
_____	<b>Herman Newcomb</b>
_____	<b>Jack Bolan</b>
_____	<b>Sharon Bolan</b>
_____	<b>Randy Baisey</b>
_____	<b>Billy Coffee</b>
_____	<b>Arlene Newcomb</b>