



Bylaws of Veterans and Outdoors Gun Club

ARTICLE I - NAME

The name of this organization is Veterans and Outdoors Gun Club (hereinafter "Gun Club" or "Club" or "VOGC"). It is a corporation organized under Chapter 317A of Minnesota Statutes. The Gun Club is an auxiliary unit or society of the American Legion Minneapolis-Richfield Post 435 Gun Club (hereinafter "Post 435") and the Cannon River Outdoors Club (hereinafter "CROC") and was initially formed pursuant to the authority for the formation and operation of the same granted by the Executive Committee and general membership of Post 435 and CROC.

ARTICLE II - PURPOSE

The Gun Club's exclusive purposes are: (a) to provide social and recreational activities for its members; (b) to conduct programs for educational purposes; and (c) to promote the social welfare of the community. In connection with those purposes, the Gun Club shall promote an interest in shooting sports of all kinds, provide fellowship through mutual interest, and encourage good sportsmanship among members.

ARTICLE III - MASCULINE GENDER TO INCLUDE FEMININE SINGULAR, TO INCLUDE PLURAL

Whenever any words are used herein in the masculine gender, they shall be construed as though they were used in the feminine gender in all cases where they would so apply, and whenever any words are used herein in the singular form, they shall be construed as though they were also used in the plural form in all cases where they would so apply.

ARTICLE IV - HEADINGS

Headings at the beginning of Articles and Sections are for convenience of reference and are not part of the Bylaws and shall not influence its construction.

ARTICLE V - MEMBERSHIP

Section 1 Membership Qualifications. The membership of this Club shall consist of sports people of good repute who may care to associate together for the above purposes. The following people may apply for membership of this Club by filing a completed application and paying the required fees.

- 1) Any member of Post 435, its Auxiliary or Sons of the American Legion, in good standing and who have attained age eighteen (18).
- 2) Any member of CROC in good standing and who has attained age eighteen (18).
- 3) Honorary Members as recommended by the Board of Directors and approved by the membership. Honorary members will pay all dues but are non-voting.

Section 2 Legion or CROC Eligibility. It is the intention of this Club to promote and maintain membership of Post 435, for those who are eligible.

- 1) If a person was a member of CROC on or before March 11, 2025 and that person is eligible to be a member of any American Legion, Sons of the American Legion, or Auxiliary of an American Legion, then that person shall remain eligible to apply for membership in this Club regardless of whether the person joins any of said Legion entities, so long as the person remains a member of CROC.
- 2) If a person was not a member of Post 435 or CROC on or before March 11, 2025 and is eligible to be a member of any American Legion, Sons of the American Legion, or Auxiliary of an American Legion, then that person shall only be eligible to apply for membership to this Club if the person is also a member of the Post 435.

- 3) If a person has a child that joins the Northfield High School Clay Target Team, then that person shall be eligible to apply for membership to this Club so long as they are a member of CROC or Post 435 and regardless of whether that person is eligible to be a member of any American Legion, Sons of the American Legion, or Auxiliary of an American Legion.
- 4) If a person was a member of CROC or Post 435 on or before March 11, 2025 and join the organization they were not a member of before July 1, 2025 they will retain eligibility for this Club, regardless of whether that person is eligible to be a member of any said American Legion entities.

Section 3 Expulsion from any Veteran's Organization or CROC. No person who has been expelled by Post 435, any veteran's organization, or CROC shall be admitted to membership in this Gun Club.

Section 4 Number of Members. Membership is limited to 650 members. Membership limits can be set to any number of members, if passed by a two thirds (2/3) majority vote of the Board of Directors.

Section 5 Members' Spouses and Children. A member's spouse and children under 21 years of age are entitled to the same shooting and use privileges as is the member, if the member is in good standing with the Gun Club. Neither a member's spouse nor their children are accorded Gun Club voting rights, nor may they serve in any elected Gun Club office, unless they are members in good standing.

Section 6 Membership Work Requirement.

- 1) Every member of the Club must volunteer and work a minimum of four (4) hours every fiscal year in some activity sponsored by the Club. These volunteer work hours must be directed towards the good and betterment of the Club, the operation of the Club, its place in the community, the recreation and range property or any other reasonable activity recognized or approved by the Board of Directors.
- 2) Any member may, in lieu of working the required number of hours, pay an annual fee ("Work Fee") to the Club as set forth by the Board. The Work Fee shall be paid at the time of each member's annual membership renewal or renewal will be denied.
- 3) Any member who is 68 years of age or older, who is disabled or who has a valid medical exemption will be excused by the Board from the work requirement and/or Work Fee once proof of the same is provided to the Board.
- 4) The Board will establish a method to track fulfillment of the work requirement and establish appropriate rules governing the work requirement.

ARTICLE VI – MANAGEMENT BY BOARD OF DIRECTORS

The general management of the affairs of this corporation and its property and business shall be vested in a Board of Directors, composed of the seven (7) officers of this corporation set forth in Article VII below.

Section 1 Board Meetings. Board meetings shall be held Quarterly or when the President or any two (2) or more Board members call a special Board meeting. Notices of special meetings shall be sent out to each board member at least 48 hours in advance.

Section 2 Unexcused Absences. Unexcused absence from two (2) or more consecutive meetings may be grounds for removal from the Board.

Section 3 Expenditures. Expenditures of over \$1,000 require a 2/3 vote of the board.

Section 4 Minutes of Meetings. The acting secretary shall keep a record of attendance at each meeting as part of the minutes. Minutes of Board of Directors meetings shall be kept; and a copy shall be available to any Gun Club member during membership meetings.

Section 5 Quorum and Voting at a Board Meeting. At all meetings of the Board of Directors, a majority of the Directors shall be necessary and sufficient to constitute a quorum for the transaction of business. Except as otherwise provided in these Bylaws or the Articles of Incorporation of the corporation, the act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors.

Section 6 Action Without a Meeting. An action required or permitted to be taken by the Board of Directors of the corporation may be taken by written action signed, or consented to by authenticated electronic communication, by that number of Directors that would be required to take the same action at a meeting of the Board at which all Directors then in office are present.

Section 7 Vacancies Among Officers/Directors. Vacancies among Officers/Directors shall be filled by special election by the general membership for the remainder of the term. The President shall notify membership of the special election.

Section 8 Eligibility for Office or Committee Membership. Every member of this Gun Club in good standing shall be eligible to hold elective office or elective committee membership.

Section 9 Multiple Offices. No Board member shall hold more than one office on the Board at any time.

ARTICLE VII - OFFICERS AND THEIR DUTIES

Section 1 President. The President sets the agenda, presides at all meetings, calls special meetings, supervises the Gun Clubs activities and meetings with committees, and is an authorized signee of Gun Club checks as may be authorized by the Board. The President shall not have a vote on matters coming before the Board.

Section 2 Vice-President. The Vice-President performs the duties of the President when the President is absent. The Vice-President is also responsible for coordination and presentation of all Gun Club awards and serves as keeper of pictures and historical documents.

Section 3 Secretary. The Secretary shall be the official correspondent of the Gun Club and outlines meeting agendas set by the President. He/she shall keep the meeting minutes of the Gun Club and of the Board of Directors. All records, logbooks, ledgers, and other Gun Club documents are the property of the Gun Club and the charge of the Secretary. Such documents must be surrendered to him/her immediately upon request.

Section 4 Treasurer. The Treasurer is responsible for all financial records according to the format specified by the Board and shall account for all funds received, expenses paid, make the necessary financial reports at the monthly meetings and financial reports when requested by the Board or membership. All Gun Club financial records are the property of the Gun Club and must be made available immediately upon request. The Treasurer is an authorized signee of Gun Club checks as may be authorized by the Board. The Treasurer shall present a yearly financial report at the annual meeting. All records and reports shall be on a fiscal year January 1st to December 31st and on a calendar month basis, using financial accounting methods approved by an independent public accountant duly licensed by the State Board of Accountancy.

Section 5 Membership Officer. The Membership Officer shall direct efforts towards managing matters of recruiting new members, managing membership records, gate cards and collecting dues.

Section 6 Executive Officer. The Executive Officer shall have charge of all the Recreation Area and oversee the entire Gun Club's equipment and property. He/she shall see to it that supplies are

on hand, that sufficient help is at hand, and shall direct the preparation for and conduct of, practice and tournament shooting events. The Executive Officer shall function as the Gun Clubs Chief Range Safety Officer.

Section 7 Officer at Large. The Officer at Large shall have such duties as assigned to him/her from time to time by the Board of Directors and/or the President.

ARTICLE VIII - ELECTIONS AND INSTALLATIONS OF OFFICERS/DIRECTORS

Section 1 Election of Officers/Directors.

- 1) The officers/directors of the Gun Club shall be elected by nomination and ballot at the March regular membership meeting and new/returning officers/directors shall take office on the first day of April following their election.
- 2) In the interim between election and installation, the newly elected officers/directors shall familiarize themselves with the duties of their offices and attend Board meetings.
- 3) The method of nomination and election shall be as follows: The Board of Directors may appoint a nominating committee. Nominations for officers/directors may also be made from the floor.
- 4) The composition of the voting individuals on the board shall be equally representative between CROC and Post 435 membership, such three individuals each from CROC and Post 435 shall fill the positions of Vice President, Secretary, Treasurer, Membership Officer, Executive Officer and Officer at Large. President and Vice-President cannot be from the same parent organization.

Section 2 Term of Officers/Directors. The serving term for all officers/directors will be for three (3) years in length with approximately one-third (1/3) of the officer/board roles up for election each year.

Section 3 Voting by Membership.

- 1) Voting at the Gun Club membership meeting shall be by secret ballot. The election will be held during the March membership meeting, on the second Tuesday of the month. The Board of Directors shall ensure that only eligible members can vote that duplication in voting is prevented and that there be no preliminary counting before the polls are closed. Membership will be notified of the coming election via club email and club website.
- 2) Eligibility to vote requires membership in good standing with the gun Club. Non-member spouses, children and Honorary Members are ineligible to vote.
- 3) For Gun Club offices, the candidates receiving the highest number of votes cast for each office shall be elected. For committees and alternates, the required number of candidates to be elected receiving the highest number of votes shall be elected.
- 4) A tallied vote on all elections shall be reported on election night.
- 5) In the case of a tie vote for an office a second ballot shall be cast to break the tie, in which vote only the candidates involved in the tie shall be on the ballot. If the second ballot results in a tie, a coin flip conducted by the President (or the Vice President if the President's position is the vote for which there is a tie) shall break the tie.
- 6) Except as otherwise set forth in these Bylaws, any matter requiring a vote of approval by the members shall require approval by a majority of the members present at a meeting at which a quorum is present.

ARTICLE IX - REMOVAL OF OFFICERS AND COMMITTEE MEMBERS

- 1) Any officer, elected or appointed committee member may be removed from office or committee membership by two-thirds (2/3) vote of the Gun Club membership attending the meeting for which notice of this pending action has been posted or scheduled

- 2) No removal proceedings shall be taken by the Gun Club until seven (7) days after mailing of written notice, return receipt requested, from the Board of Directors to the last known address of the person(s) sought to be removed. If unable to obtain a receipt for such written notice, this requirement shall be waived after fourteen (14) days.
- 3) While action to remove from office is pending, the person(s) sought to be removed shall be suspended from all duties pertaining to that office.

ARTICLE X - MEMBER MISCONDUCT GIVING RISE TO DISCIPLINE.

Section 1 Discipline of Members.

- 1) The Gun Club Board of Directors may discipline or suspend all Gun Club privileges of any member for misconduct at any Gun Club function.
- 2) Charges against the person or persons involving an alleged misconduct must be in writing and signed by the person making the allegation.
- 3) The Board will investigate the alleged violation and decide if punishment is warranted. The Board will inform the alleged offender of its decision.
- 4) If discipline results, the alleged offender may appeal the decision to a pre-appointed appeals committee, which appeals committee shall be elected pursuant to Section 4 below.
- 5) All voting of the Gun Club Board and Appeals Committee will be by ballot when concerning disciplinary action.
- 6) If the Appeals Committee supports the discipline the issue may be brought before the membership in attendance at the next regular Gun Club membership meeting.
- 7) The Gun Club membership may overrule any action of the Appeals Committee pertaining to the suspension of privileges or discharge of individual(s) by a majority vote of the members present and voting.

Section 2 Revocation of Membership or Suspension of Privileges.

- 1) Any member of the Gun Club may be expelled for just cause after charges are presented in writing, and a fair trial is held, pursuant to the Gun Club Bylaws.
- 2) The privilege of use of the Gun Club facilities may be revoked or suspended for any reason deemed detrimental to the interests of the Club. This shall include, but not be limited to, excessive intoxication or disruptive behavior, physical, verbal, or sexual harassment or conduct unbecoming to members or their guests, violation of any Bylaws or Rules, upon notice that there is a violation of such Laws.
- 3) Any member evicted from the Gun Club facilities shall be subject to disciplinary action or may be restored to good standing in accordance with the then-current Bylaws or Range Rules.

Section 3 Failure to Pay Dues.

- 1) A member whose dues have not been paid by January 31st for the current year, shall be classified as delinquent; if not paid before March 1st, their membership shall lapse, and they shall be suspended from all privileges.
- 2) A member so suspended, or whose membership has so lapsed, may be reinstated within that year by payment of dues for the year. Plus, a \$25 gate card reactivation fee.
- 3) Former members whose membership has been suspended for more than two years - not to include members on active military service - are required to submit a new membership application, pay new member fees, and attend new member orientation.

- 4) Former members who have been unable to pay dues because of active military service will automatically be reinstated as of the year payment of dues is made.

Section 4 Appeals Committee.

- 1) Appeals Committee members shall be elected by nomination and ballot at the March regular membership meeting and new/returning committee members shall take position on the first day of April following their election.
- 2) The Appeals Committee shall be made up of three (3) members of the Gun Club and one (1) member appointed by the Gun Club Board. Serving Gun Club Board members are ineligible for Appeals Committee membership. An alternate Gun Club member will also be elected. The alternate would serve to replace a regular committee member who was either unavailable or who was the subject being disciplined.

ARTICLE XI - MEMBER MEETINGS

Section 1 Member Meetings. Member meetings shall be held monthly from March to October on the second Tuesday of the month. The Annual Voting Meeting shall be held in March. The Bylaw ratification vote will be held during the April general membership meeting.

Section 2 Quorum. The members present at any properly announced member meeting shall constitute a quorum.

Section 3 Robert's Rules of Order. Roberts Rules of Order shall govern all meetings. If Roberts Rules of Order conflicts with the Gun Clubs Bylaws, then the Bylaws shall prevail.

ARTICLE XII - RANGE RULES

Section 1 Rules. "The Rules of Range Safety and Range Operations Plan" was established to ensure the safe, convenient, and enjoyable operation of the Gun Club and Gun Club premises including the gun ranges, for all our members, guests, and third-party renters. All members, guests, and third-party renters are obligated to obey and abide by the rules in all matters of Gun Club business and use of the Gun Club premises and ranges. In the event of a conflict between the rules and the Bylaws, the Bylaws shall prevail.

Section 2 Publication of Rules. Each year the Board shall publish the rules to the membership. The rules, or any changes to the rules, will be sent to all members in good standing along with their annual membership renewal notices. By accepting membership, they acknowledge that they have received, read, understand, and will obey the Gun Club rules as published.

Section 3 Recommendations for Rules. Any Gun Club member may submit a recommendation for a new rule, or appeal for a rule change to the Board at any time throughout the year by submitting a written copy of the recommended rule or rule change to the Gun Club Secretary with two (2) weeks advance notice of the next scheduled Board meeting, and then appearing in person at that Board meeting to present and discuss the rule recommendation. The Board shall then consider and vote on passage or change to the proposed rule recommendation before the next scheduled Board and general membership meeting date.

Section 4 New Rules. For any new rule that is accepted and passed, the Board of Directors will determine its effective date for rules that do not affect safety. Rules that affect safety or other rules considered by the Board to be timely and in need of immediate implementation may be made effective immediately provided that; 1) Announcement of the passage of the rule by the Board is made at the first regular membership meeting following passage of the rule; 2) The Board publishes the rule to all members present at that meeting; 3) The Board reads the rule aloud to the membership present at that meeting and 4) The Board ensures that the new rule is prominently

posted at the range facility within five (5) days of its passage for all members to read and understand.

ARTICLE XIII - RANGE OPERATIONS

Section 1 Fees. The Board shall fix all fees charged for all use(s) of the Gun Clubs facilities. The board will determine fee schedules at the Fourth Quarter board meeting. Fee schedules shall be published annually in the Gun Club Range Rules and shall be predominantly posted wherever such fees are collected at the Recreation Area.

Section 2 Keys. All members of the Board of Directors shall be authorized possession and use of a full set of keys to the trap, skeet, call house, storage and other Gun Club facilities as required. Any Board member who resigns or is removed from office must immediately surrender to the Executive Officer all Gun Club keys in his/her possession.

Section 3 Property Retention. All equipment, materials, firearms, and other property owned by the Gun Club must remain on the Gun Club premises. No property may be removed from the site for personal use, storage, or any other purpose without prior written approval from at least two members of the Board of Directors. Approval shall be requested via an email to the Executive Officer, President, and Vice President, copying the Caretaker for awareness, outlining what is to be removed, why, and when it is anticipated to be returned. Requests must be submitted at least five (5) business days in advance of the intended removal date to allow sufficient time for review and response. Any unauthorized removal of property will be considered a violation of Club policy and may result in disciplinary action, including suspension or termination of membership. In addition, unauthorized removal or theft of Club property may be referred to law enforcement and could result in criminal prosecution under applicable local, state, or federal laws. All Club personnel are expected to uphold compliance with this policy and report any discrepancies to the Executive Officer.

Section 4 Assistant Executive Officer and Civilian Marksmanship Program (CMP) Officer. The board will appoint an Assistant Executive Officer and a CMP Officer.

- 1) Assistant Executive Officer. The Assistant Executive Officer shall have charge of all the Trap and Skeet ranges and equipment and shall serve the Executive Officer in all matters pertaining to the Trap and Skeet ranges.
- 2) CMP Officer. The CMP Officer shall direct and coordinate the activities of the Gun Clubs CMP Club and shall serve the Board in all matters pertaining to the CMP as he/she is directed by the Board of Directors. The CMP Officer shall serve the Executive Officer in all matters of Rifle and Pistol Range operations.

Section 5 Club Range Officers. The Executive Officer, Assistant Executive Office, and the CMP Officer each have the authority to appoint Gun Club Range Officers. Any appointed Gun Club Range Officer can be removed by a simple majority vote of the Board. Club Range Officers may be granted permission to operate Gun Club equipment and may be issued keys to Gun Club facilities as may be determined by the Executive Officer. Any Gun Club Range Officer may close any shooting range for reasons of unsafe conditions. When this occurs, the Range Officer must notify the Board of the incident within forty-eight (48) hours of the incident. The report must explain the circumstances and conditions that caused the closing of the Range. Upon notification, the Board shall within seven (7) days review the matter and then ratify or oppose the reason(s) for the range closing. The findings of the Board will then be conveyed to the Range Officer initiating the action.

ARTICLE XIV - FINANCES AND BONDS

An independent examination, review or compilation of the accounts and financial records of the Gun Club, and all fund-raising or disbursing activities shall be made at the end of each fiscal year by an independent public accountant, duly licensed by the State Board of Accountancy, recommended by the Board.

ARTICLE XV - AMENDMENTS

Section 1 Member Vote. The Bylaws may be amended or altered by a vote of two-thirds (2/3) of the members present and voting at the Annual (March) meeting or at any special meeting called for that purpose, provided written notice has been given to all members of the Gun Club five (5) days prior to that meeting.

Section 2 Original Bylaws. The original copy of the Bylaws of the Gun Club shall be signed by the President, Vice-President and by the Secretary when approved by the members. It shall be kept and preserved by the Secretary as proof of its authenticity. No other copy shall replace the signed original in its authority and accuracy. The Board shall make a copy of the Bylaws available to any member who requests one.

ARTICLE XVI - EFFECTIVE DATE

Unless otherwise provided, Bylaws or amendments shall become effective upon adoption and the adoption shall ratify and confirm all actions and things done under prior Bylaws and shall repeal all prior Bylaws and amendments which conflict with them.

ARTICLE XVII - DURATION AND DISSOLUTION

Section 1 Duration. The duration of this organization's existence shall be perpetual until dissolution.

Section 2 Dissolution. Methods and procedures of Dissolution shall be governed by the Minnesota Nonprofit Corporation Act, Sections 317A.701 to 317A.791, Minnesota Statutes.

Section 3 Distribution of Assets. At the direction of the Board of Directors, any and all remaining assets upon dissolution of Corporation shall be distributed exclusively to one or more 501(c)(7) social clubs with a same or similar purpose to Corporation, then, if no 501(c)(7) social club can be determined, then to one or more charitable, religious, scientific, literary, or educational organizations which would qualify under Section 501(c)(3) of the Internal Revenue Code, or to the federal, state or local government, for a public purpose.

CERTIFICATE

IT IS HEREBY CERTIFIED that these Bylaws are those adopted/ratified at the general membership Meeting on (Today's Date).

President, Pete Mergens

Vice-President, Rick Yeates

Secretary, Liz Beckius