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# QUABOAG SPORTSMEN'S CLUB, INC

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## By-Laws



JUNE 8, 2016  
QUABOAG SPORTSMEN'S CLUB, INC.  
451 Dunham Road P.O. Box 677 Warren, MA 01083

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## QUABOAG SPORTSMEN'S CLUB, INC.

### BYLAWS

#### ARTICLE I - NAME

The name of the club shall be Quaboag Sportsmen's Club, Inc.

Established September 1, 1936

#### ARTICLE II - PURPOSE

- A. The purpose of the Corporation shall be to protect, maintain and uphold the Second Amendment; Improve hunting and fishing; Conserve wildlife and natural resources in cooperation with other organizations having like aims; Promote the enactment and observance of laws relating to the improvement of these purposes; and Encourage rifle, handgun, shotgun and archery shooting among the people, with a view toward a better knowledge of the safe handling and care of firearms, as well as improved marksmanship.
- B. It shall be our further objective to promote the development of the Characteristics of honesty, good fellowship, self-discipline, team play and self-reliance, which are the essentials of good sportsmanship
- C. The property of the Quaboag Sportsmen's Club, Inc. belongs to the Corporation. Therefore, we as members are caretakers and must take the responsibility to see that no damage is done to any of the facilities or the property. "Without us this Club won't work"

#### ARTICLE III - MEMBERSHIP

- A. REGULAR MEMBERSHIP: Any person eighteen (18) years of age or older, who is in sympathy with the Club's purpose and complies with its' by-laws, shall be eligible for MEMBERSHIP.
- B. ASSOCIATE MEMBERSHIP: Any person eighteen (18) years of age or older, who is in sympathy with the Club's purpose and complies with its' by-laws, shall be eligible for an ASSOCIATE MEMBERSHIP. A Regular Member may designate a spouse or significant other as an Associate Member. A Regular Member shall be able to designate no more than ONE Associate Member.
- C. JUNIOR MEMBERSHIP: Any person under the age of eighteen (18) years, who is in sympathy with the Club's purpose and complies with its' by-laws, shall be eligible for JUNIOR MEMBERSHIP. No one over eighteen (18) is eligible for Junior Membership.
- D. LIFE MEMBERSHIP: Eligibility for Life membership shall consist of the following: the candidate must have been a participating Regular or Associate Member, in good standing, for at least five (5) consecutive years and have attained the age of 23.

To be eligible for Senior Life membership, the individual must have attained age 70 and have been a participating Regular or Associate Member for at least five (5) consecutive years. All Life membership applications must be reviewed and approved by the Board of Directors.

Upon submittal of initiation fee and annual dues, and after given a majority vote of members present at any regular meeting, candidates shall be declared members. In the event of a negative vote, all monies will be refunded. All new Regular and new Associate Members will not have voting privileges for their first year of membership as a probationary period. Junior Members do not have voting privileges at any time.

Each member must sign a Waiver and Hold Harmless Agreement when first obtaining or renewing their membership. Signature of the mother and/or father will also be binding on all minor children (under 18 years of age). Junior members must sign a Waiver and Hold Harmless Agreement as well as parent or legal guardian in the presence of an Officer or BOD member.

- E. **HARDSHIP CASES:** A member in good standing for 5 or more years may claim hardship. The member, by personal contact with a board of director member or by letter to the board, may request a hardship meeting. An Executive Session Board Meeting will be held and the results of the board meeting will not be discussed at an open meeting. If approved, the board will direct the membership coordinator to issue the proper documents to the member claiming the hardship.
- F. **MILITARY SERVICE:** A member who has entered into active military service, is relocated and is then honorably discharged will be afforded full reinstatement with all rights and privileges of a Regular Member (or Associate Membership, whichever is applicable) upon his/her return. No fees for delinquencies will be assessed. Membership re-instatement will be for the coming fiscal year without further assessment.

G. **DUES:**

Note: Dues are not refundable upon either expulsion or resignation from the club.

- Regular membership annual dues: See dues and fees schedule.
- Associate Membership annual dues shall be: See dues and fees schedule.
- Junior membership annual dues shall be: See dues and fees schedule.
- Life Membership dues shall be: See dues and fees schedule.
- Senior Life Membership dues shall be \$250. Membership dues monies shall be non-refundable.
- Membership costs will be revisited every year at the August Monthly Meeting and voted on in the September Monthly Meeting, going into effect in immediately upon approval for the coming fiscal year.
- A convenience fee may be added if dues or other purchases are made by electronic payment services that charge QSC a fee. See dues and fees schedule.

Dues are payable annually no later than December 31<sup>st</sup>. for the coming year. In addition, new or delinquent members must pay (see dues and fees schedule) an initiation fee prior to acceptance by the club membership. New, Junior Members are exempt from paying an initiation fee. Any member whose dues remain unpaid after March 31<sup>st</sup> will be considered a delinquent member and shall automatically lose membership and all rights and privileges in

the club. Delinquent members must be voted in as new members upon submission of a new member application.

Any new, first time member who joins in November or later shall have their membership considered paid through the next calendar/fiscal year.

A minimum of one dollar of Regular membership dues will be set aside for donations for sportsmen's rights. This donation will be made during the last quarter of the calendar year.

- H. Club members may be suspended from membership or expelled from the club as may be determined by the Board of Directors for willful disobedience of these By-laws, the club's Range rules, safety rules and other regulations, local ordinances, or any other statutory requirements.
- I. The Range Rules govern the safe use of all Club Ranges (firearm and archery) and may be modified as necessary by the Officers and Board of Directors. Membership may be notified of proposed changes via monthly meeting, e-mail, website posting, USPS mail or newsletter to allow comments. A vote of 2/3 or more of those present at the next regular meeting is required to change Range Rules.

#### ARTICLE IV - OFFICERS

- The officers of the Corporation shall consist of President, Vice President, Secretary, and Treasurer who are De Facto members of the Board of Directors. Four (4) "At Large" Board of Director members shall be elected from the general membership. The Current Past President becomes a board member at the end of his/her term and remains on the Board of Directors until he/she is replaced by the next past president. They shall have customary powers and duties of such offices and such special duties as may be herein afterwards defined. **If the Past President Director shall resign or be otherwise incapable of performing his duties as a member of the Board, notice shall be given the members of an open position on the board at the next meeting. Nominations shall be held for the position at the meeting on the second month following the vacancy and a special election held during the third month. The seat shall be held by the newly elected Board member until such time as the then current president assumes the seat as Past President.**

Applications for nominations are to be submitted to the Board of Directors at the September meeting. The Board of Directors will review all applications of nominations before the November meeting. The officers will be elected from among the club members by a majority paper ballot at the Annual Meeting and shall serve until their successors take office, with the exception of the elected Directors whose term will be four (4) years, one to be elected annually. An Officer or Director may be asked to resign if they miss three (3) consecutive Monthly Meetings. If, during the year an Officer or Director has resigned a Special Election will take place to fill the position for the remainder of the term. Nomination papers will be accepted no later than one month prior to the Special Election. All Officers or Board of Directors must return any keys or other Club owned property upon leaving their elected office.

- A. THE PRESIDENT: Shall preside at all club meetings. President shall have all the customary duties of this office. The President is, Ex-Officio, on all Committees.

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- B. **THE VICE PRESIDENT:** Shall have the customary duties of this office and shall become President if a vacancy occurs.
- C. **THE SECRETARY:** The Secretary shall keep a true record of all meetings, handle correspondence and have custody of all books and papers of the club. The Secretary shall notify all banks, in writing, where accounts are open, of the name of the Treasurer elected at the Annual Meeting of the club, along with the names of the President, Vice President and Secretary, within 10 days of the annual meeting.
- D. **THE TREASURER:** The Treasurer shall receive all applications for membership and collect all fees and dues. The Treasurer shall have charge of all funds of the Corporation and place such funds in bank, such money to be withdrawn only on a check signed by the Treasurer for payment of such bills as approved by members except for the regular club operating expenditures. Checks in excess of \$1,000 require the signature of the Treasurer and another club officer after majority approval of the Board of Directors. The Treasurer shall keep an accurate record of all transactions and furnish a report at each regular meeting. The Treasurer shall furnish a detailed report at the January meeting. The Treasurer shall also, at the direction of the President, chair a sub-committee composed of no less than 5 members, including the President and Vice President, to review the dues structures and submit recommendations for the August meeting. Dues and fees recommendations shall be presented to the Board of Directors for approval prior to the August meeting.
- E. **THE BOARD OF DIRECTORS:** The Board of Directors shall fill any vacancies occurring below the office of President. The Board of Directors will meet annually with Coordinators/Committees to go over inventory and any concerns they may have with their departments.

#### **ARTICLE V – INDEMNIFICATION OF DIRECTORS AND OFFICERS**

The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a Director, President, Vice President, Treasurer, Secretary (clerk), other Officer of the Corporation, against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (a "proceeding") in which an Indemnified Officer may become involved by reason of serving or having served in such capacity ( other than a proceeding voluntarily initiated by such person unless a majority of the full Board of Directors authorized the proceeding); provided that no indemnification shall be provided for any such Indemnified Officer with respect to any matter as to which the Indemnified Officer shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such indemnified Officer's action was in the best interests of the Corporation; and further provided that any compromise or settlement payment shall be approved by the corporation in the same manner as provided below for the authorization of indemnification.

Such indemnification may, to the extent authorized by the Board of Directors of the Corporation, include payment by the Corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an

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undertaking by the Indemnified Officer to repay such payment if not entitled to indemnification under this article, which undertaking may be accepted without regard to the financial ability of such Indemnified Officer to make repayment.

The payment of any indemnification or advance shall be conclusively deemed authorized by the Corporation under this article, and each Director and Officer of the corporation approving such payment shall be wholly protected, if:

(I) The payment has been approved or ratified (1) by majority vote of the Board of Directors who are not at that time parties to the proceeding or (2) by a majority vote of a Committee of two or more Directors who are not at the time parties to the proceeding and are selected for this purpose by the full Board of Directors (in which selection Directors who are parties may participate): or

(II) The action is taken in reliance upon the opinion of independent legal counsel (who may be counsel to the Corporation) appointed for the purpose by vote of the Board of Directors in the manner specified in clauses (1) or (2) of sub-paragraph (I) or, if that manner is not possible, appointed by a majority of the full Board of Directors then in office; or

(III) The Directors have otherwise acted in accordance with the standard of conduct applied to Directors under Chapter 180 of the Massachusetts General Laws, as amended; or

(IV) A court having jurisdiction shall have approved the payment.

The indemnification provided hereunder shall insure to the benefit of the heirs, executors and administrators of any Indemnified Officer entitled to indemnification hereunder.

The right of indemnification under this article shall be in addition to and not exclusive of all other rights to which any person may be entitled. Nothing contained in this article shall affect any rights to indemnification to which Corporation employees, agents, directors; officer and other persons may be entitled by contract or otherwise under law.

This article, as amended, constitutes a contract between the corporation and the Indemnified Officers. No amendment or repeal of the provisions of this article which adversely affects the right of an Indemnified Officer under this article shall apply to that Indemnified Officer with respect to the acts or omissions of such Indemnified Officer that occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted for by or was made with the written consent of such Indemnified Officer.

All Indemnification is limited to the extent provided for by the Officers and Directors Liability Insurance Policy.

## **ARTICLE VI - COMMITTEES/COORDINATORS**

**NON-MEMBERS AND VOLUNTEERS ON COMMITTEES MUST SIGN WAIVER AND HOLD HARMLESS AGREEMENTS.**

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Any club-sponsored activity, which takes place on or off club property, must be documented in a written report. This report must indicate the title and the date of the event, list all members and non-members who attended and what each attendee paid if funds were collected. The Coordinator must submit to the Secretary a written report with supporting documents. Funds collected are to be turned over to the Treasurer at the monthly meeting after the activity, or if the activity is an ongoing event, on a monthly basis.

The President shall appoint the COORDINATOR to all committees.

The Coordinator has the authority to establish a committee of a size he/she deems necessary. All Committee Coordinators must return any keys or other Club owned property upon leaving their appointed office.

- A. MEMBERSHIP COORDINATOR shall keep and maintain current membership records and advise delinquent members by post card or email, and make every effort to secure new members.
- B. FISH AND GAME COORDINATOR shall aid in the distribution, propagation and conservation of fish and game.
- C. G.O.A.L. LEGISLATIVE COORDINATOR shall be responsible for keeping the club updated on sportsmen related laws at both the state and national level.
- D. GROUNDS COORDINATOR shall have charge of clubhouse, outbuildings and grounds maintenance. Any and all permanent changes must have Board of Directors' approval. A maintenance log must be kept for each piece of equipment.
- E. AUDITING COMMITTEE shall audit all financial reports and records within 30 days of an annual meeting, and report its findings at the next scheduled monthly meeting.
- F. ARCHERY COORDINATOR shall be responsible for providing and maintaining a practice range where members can improve their archery skills as well as representing Quaboag Sportsmen's Club in any organization of clubs that schedule shoots that the committee deems essential to promote the growth of archery within the club.
- G. KITCHEN COORDINATOR shall be responsible for purchasing and preparing all refreshments for all club events as well as maintenance of all kitchen related tools and equipment.
- H. NEWSLETTER/PUBLICITY COORDINATOR shall be responsible for compiling, printing, and mailing newsletters, according to a schedule set by the coordinator, in a timely manner that will provide pertinent information concerning events, work parties, and the general activities taking place at the club. The Coordinator is also responsible for publicizing club events.
- I. TRAP and SKEET COORDINATOR shall be responsible for the promotion of safe trap and skeet shooting at the club, maintaining a supply of clay flyers, as well as the maintenance of all the club's trap and skeet machines.

- J. RIFLE AND PISTOL RANGE COORDINATOR shall be responsible for the promotion of safe target shooting at the club, and for maintenance and improvement of the shooting range.
- K. WEB SITE COORDINATOR shall be responsible for the maintenance and updating of the web site.
- L. FIELD DAY COORDINATOR shall be responsible for keeping track of the planning of the field day activities or any other annual activity.
- M. FORESTRY COORDINATOR – Shall be responsible for the maintenance of any Forestry Management program set up for Quaboag Sportsmen’s Club, Inc. The Coordinator will be responsible for overseeing all projects and maintenance required by such programs. This is to ensure the long term continuity needed by such plans to meet any State or Federal requirements.
- N. PISTOL MATCH COORDINATOR shall be responsible for the promotion of safe pistol activities at the club.
- O. PLANNING COORDINATOR shall be responsible for capital planning and coordinating new events.
- P. RIFLE MATCH COORDINATOR shall be responsible for the promotion of safe rifle activities at the club.

**ARTICLE VII – MEETINGS**

- A. THE ANNUAL MEETING shall be held at 7:00 p.m., the second Wednesday in December. REGULAR MONTHLY MEETINGS shall be held on the second Wednesday at 7 p.m. thereafter.
- B. REGULAR MONTHLY MEETINGS shall be held at the club grounds or at such place as selected by the President or Board of Directors. Seven (7) members shall constitute a quorum at any regular meeting.
- C. MEETING OF THE BOARD OF DIRECTORS may be held at the call of the President or three (3) Directors on three (3) days notice or at any regular club meeting without notice. Four (4) Board of Directors shall constitute a quorum. All other details of their meetings such as time and place may be fixed by the Directors.
- D. SPECIAL MEETINGS: The PRESIDENT MAY CALL A SPECIAL MEETING AT ANY TIME, THAT QUORUM TO CONSIST OF THE PRESIDENT AND (3) CURRENT MEMBERS OF THE BOARD OF DIRECTORS.
- E. THE BOARD OF DIRECTORS MAY CALL A SPECIAL MEETING AT ANY TIME, THAT QUORUM TO CONSIST OF (4) BOARD MEMBERS. No appropriations may be made or business transacted other than that for which the meeting was called.

### **ARTICLE VIII – CLUB OWNED PROPERTY**

- A. All Quaboag Sportsmen’s Club property or archived paperwork must be stored at the Club’s facilities unless otherwise approved by Club Officers.
- B. No person shall use club facilities nor be on club property while under the influence of drugs and/or alcohol.

### **ARTICLE IX – FISCAL YEAR**

The fiscal year shall be the calendar year. All Quaboag Sportsmen’s Club reporting, fees and activities will correspond with the calendar year.

### **ARTICLE X – PARLIAMENTARY RULES**

- A. The parliamentary rules contained in Robert’s Rules of Order, revised, shall govern club meetings except as otherwise provided in the bylaws.
- B. A vote by ballot may be taken on any question where opposition is evident and such action is requested by a member.
- C. All purchases over \$500 will require three (3) estimates to be submitted to the Board of Directors and voted on at the next regular meeting. In the event of an emergency, the Board of Directors will have discretionary power to act on critical items.
- D. The membership of the Club is the highest authority, the Board of Directors next and the President being the lowest.

### **ARTICLE XI – DISSOLUTION OF CORPORATION**

A motion to disband this club may not be entertained at any meeting unless all current members are notified of the proposed action ten (10) days in advance of such meeting. Such a motion to be carried must have an affirmative ballot vote of two-thirds of members present. In case of disbanding of the club, all tangible assets are to be liquidated by the Board of Directors and the proceeds to benefit sportsmen’s causes in the State of Massachusetts.

### **ARTICLE XII – AMMENDMENT OF BY-LAWS**

These bylaws may be amended at any regular meeting of the club provided that notice incorporating the substance of the proposed amendment is mailed to club officers and members ten (10) days before said meeting by the Membership Committee Coordinator. Proposed amendments to the bylaws must be signed by ten (10) members and submitted to the President fifteen (15) days before regular monthly meeting at which time such action is to be taken. President will turn over a revised copy to the Membership Coordinator to be mailed to all current members.

**ARTICLE XIII - NON-MEMBER CLUB USE**

MAILING ADDRESS: QUABOAG SPORTSMEN'S CLUB INC., BOX 677, WARREN, MA  
01083-0677 ATTN: CLUB USE REQUEST

- A. A request to use the club facilities must be made in writing using a "Club Use Request Form" detailing the event with an approximate number of attendees, dates, and times needed. Such request must be submitted 20 business days before the event to the President who will contact the Board of Directors for the approval.
- B. State and Local law enforcement and any civic, municipal and private organizations may request permission to use club facilities.
- C. The dates of the activities will be posted to the club web-site and at the club grounds. This posting will be done 10 business days before the activity.
- D. CLUB GROUNDS MUST BE LEFT AS FOUND-WE HAVE A CARRY IN-CARRY OUT POLICY.