

CONSTITUTION and BY-LAWS
Of
GREENE ROD & GUN CLUB
Incorporated August 12, 1948
Adopted: March 21, 1974
Revised January 16, 2020

ARTICLE I
Name

This organization shall be known as the Greene Rod and Gun Club, Inc. hereinafter variously referred to as "the Club".

ARTICLE II
Objectives

The purpose and objectives of the Club will be to propagate and preserve fish and game, to foster proper respect for the enforcement of fish and game laws, to advance the interests of outdoor sportsmen, to promote friendliness among its members, and to protect and preserve lands of the corporation and lands of the area.

ARTICLE III
Membership

Membership shall consist of two divisions; Shareholder Members and Annual Members. Annual Membership is obtained by filling out a membership request. The request card and the dues for one year must be presented to the Vice President. Shareholder Members are elected by the Board of Directors. A Shareholder Member must be an Annual Member of the Club for a period of one year at which time they shall be approved or disapproved by a majority vote of the Board of Directors.

III-A Except for shareholder members who are lifetime members, in addition to the one time initiation fee of fifty dollars (\$50.00) each Shareholder Member shall be required to pay annual dues herein provided and if their dues remain unpaid for a period of thirty days after written notice of their delinquency, all rights and equities in the Club shall terminate.

III-B A "Family Membership" consists of a member, his/her spouse, and children up to age of eighteen (18) if they are living at home.

III-C Annual membership runs from January 1 to December 31, of each year. The Club Vice President will notify any shareholder member if their dues become delinquent. Renewal for upcoming year will not be accepted before the September annual meeting. Members who do not renew by April 1st will not receive the new combination to the main gate. The combination will be changed on April 1st each year.

III-D Honorary Lifetime membership may be bestowed on an annual or shareholder member whose work, dedication, and personal sacrifice has been displayed on the club's behalf. The proper form shall be filled out and also consist of a written resume of both past and present achievements of the individual (s) and be submitted to the secretary of the Greene Rod and Gun Club at least one month prior to presenting it at a general membership meeting and voted upon at the next scheduled Board of Directors Meeting. A majority vote of the Board of Directors present shall vote by paper ballot to place the member in this highest classification. The honorary lifetime member shall retain the rights of a regular member, or shareholder member if the case may be, with the right to waive the annual membership fee.

ARTICLE IV Meetings

The annual meeting of the members of the Greene Rod and Gun Club Inc. shall be held on the third (3rd) Thursday of September at a place designated by the Board of Directors for the purpose of electing directors and transacting such other business that may properly come before the meeting. The newly elected Board of Directors will succeed the previous Board on January 1st of the following year. Written notice shall be mailed to all members at least ten (10) days before the annual meeting.

Regular or special meetings of the Club may be scheduled for any time by a resolution of the Officers, Board of Directors, or upon written request of the Shareholders.

IV A. Board members that are unable to be present are allowed a proxy vote. Proxy vote must be in writing, signed and dated. Proxy vote to be presented by a board member at board meeting.

ARTICLE V Election of Directors

At the annual meeting, the general membership shall elect directors to fill any available positions. One director shall be elected for each term about to expire for the next three year term, or to complete the remaining term of a vacancy. Each member may submit a ballot. Each ballot will have one line for each available position. Member will fill in one unique candidate name per line. Candidates with the most votes are elected. If candidates are running unopposed, Secretary shall cast one vote to elect each candidate.

In case of vacancy, or if a Director is unable to complete the three (3) year term, the Board of Directors may appoint a successor to fill the vacancy until the next annual meeting.

V-A The Board of Directors shall consist of a minimum of 9 and maximum of 15 members.

ARTICLE VI Duties of Directors

The Board of Directors shall supervise the affairs, monies, and property of the Club. They shall have the power to fill vacant offices or directorships and shall also have the power to police and otherwise regulate the property of the Club, as they deem necessary. The Club officers and Shareholder Members are elected by the Board of Directors. The annual committees are appointed by the Board of Directors. (ref Article IX). The Board of Directors shall set the amount of annual membership dues, not to exceed fifty dollars (\$50.00). Any increase in the annual dues must be approved by a 2/3rd majority of the entire active board.

The Board of Directors shall hold special meeting(s) upon written or oral notice from the President or Secretary. A majority of the Board shall constitute a quorum.

VI-A 1. A Director must attend at least 60% of all regularly scheduled monthly meetings of the Board.

2. A Director shall be required to host or run the financial activities of the Club as per the following examples:

a. Run a Sunday shoot and the Friday night shoots for a given month. Each director shall select which month, or other league or program of the coming year they wish to work and record this selection on the main scheduling calendar.

b. Run a league shoot.

c. Run or assist in the running of the A.T.A. shoot program at the Club.

d. Create or develop other programs of the Club, concerning youth activities, conservation events, hunter safety, etc.

3. The duties may be of a voluntary nature or a Board Member may be appointed by a vote of the majority of the Board.

4. If a Board Member fails to perform his duties to the satisfaction of the majority of the Board, he/she can be replaced by a vote of two-thirds of the Board Members.

ARTICLE VII Election of Officers

The new Board of Directors shall meet within thirty (30) days after taking office and by ballot elect a President, a Vice President, a Secretary, and a Treasurer; who must be members of the Board of Directors.

ARTICLE VIII Duties of Officers

President

- The President, or in absence the Vice President, shall preside at all meetings of the Club or Board of Directors, put in all motions, and declare the results of all ballots.
- The President, along with the Secretary and/or Treasurer, shall sign all contracts and written obligations of the Club and perform all other duties as may be required by the Club or Board of Directors.
- Checks shall be signed by an officer authorized on the bank account.

Vice President

- It shall be the duty of the Vice President to keep a record of inventory of all club equipment. All equipment being lent or borrowed must be cleared by the Vice President, both going out and coming back.
- In the absence of the President, the vice president is responsible for the duties of the President.

VIII A. The position of Vice President includes the responsibilities of membership.

1. Recording all memberships and collecting all annual dues.
2. Maintaining an active roll of current members to be posted at the clubhouse.
3. Politely notifying shareholder members in writing when they have failed to pay their dues for the current year by January 31st and encouraging that their dues to be paid by March 1st.
4. Turning over all dues collected to the Treasurer.

Secretary

- The Secretary shall keep the minutes of all the Club or Board of Director's meetings.
- The Secretary shall keep and have custody of all the papers, records, and books of the Club, and take care that these documents remain open to inspections by the officers and the Board of Directors of the Club at the clubhouse. The Secretary shall also carry on all Club correspondence.

Treasurer

- The Treasurer shall receive or payout money under the direction of the Board of Directors.
- The Treasurer shall keep accurate records of all monies received and paid out, and shall report at each annual meeting, or more often, if so required to do so by the Board of Directors on the state of such monies.

- Security bond for the treasurer may be required and, if so, shall be paid for by the Club.

ARTICLE IX Committee Chairmen

Committee Chairmen will be appointed from time to time by the Board of Directors, for a specific purpose, and for a specified period of time. Any member of the Club regardless of the membership classification or office may accept a chairmanship. An appointed Chairman will be responsible for obtaining membership support required to meet the objective.

Standing Committees

On an annual basis, in February, the Board of Directors shall appoint Chairmen for the following Standing Committees:

- Grounds Chairman: who is responsible for the general maintenance of the Club property, fences, postings, grass and brush cutting.
- Clubhouse Chairman: who is responsible for the general maintenance and repair of the clubhouse, storage area, and kitchen facilities.
- Range Chairman: who is responsible for the general maintenance and repair of the trap, rifle, and archery ranges.
- Publicity Chairman: who is responsible for activities of publicizing, bulletins, posters, news releases, etc.
- Special Events Chairman: who is responsible for activities of special nature; annual picnic, earth day, and fund raising.
- Trap Shoot Chairman: who is responsible for coordinating all trap shoots at the Club. This includes but is not limited to league shoots, Sunday shoots, Friday night shoots, and ATA shoots.

ARTICLE X Amendments/Validity

Any alterations or amendments to these by-laws shall be offered in writing at a regular Club meeting and following discussion will be forwarded to the Board of Directors. The

Directors shall review and hold over until the next regular Club meeting, at which time it will be reconsidered. The Board of Directors will act on the proposal at their next monthly meeting. Alterations or amendments to these by laws shall become a law by two thirds of the entire Board of Directors voting in the affirmative at such meeting.

Should any part of these by-laws be adjudicated invalid, such judgment shall apply only to that part specified, and hold all remaining Articles in these by-laws to be continued uninterrupted and valid.

ARTICLE XI Rights/Privileges

Annual Members may have use of the Club grounds from 8 am to 10 pm. Annual Members may have access to the locked Club building facilities when accompanied by a Shareholder Member or Director. Annual Members shall have voting privileges at the annual meeting for the purpose of electing directors.

XI-A Shareholder Members shall have the use of the grounds and facilities and be issued a set of keys upon request from the said Shareholder. Any Shareholder request for keys will be the responsibility of the Shareholder. The Club Secretary shall keep a record of the current Shareholders with and without keys. A Shareholder Member shall have the right to request a special meeting of the Board of Directors.

ARTICLE XII History/Proclamation

WHEREAS, the Club now owns a parcel of real estate consisting of 94 acres and a clubhouse and trap fields situated on the north side of Foster Hill Road, Town of Greene, County of Chenango and State of New York, more particularly described in deed dated September 25, 1948, conveying ownership of said property from A. Clayton Crozier and Hazel W. Crozier, his wife, to the Greene Rod and Gun Club, Inc. as recorded in the Chenango County Clerk's office on October 11, 1948 in Liber of Deeds 343 page 563.

WHEREAS, the original and continuing intents of former current incorporators, members, and directors--if the current Club were to cease to exist, for any reason--that said real property owned by the Club be transferred to a successor organization of similar interests (excluding any organization that opposes hunting or fishing, espouses radical doctrines, such as "animal rights", or whom would not defend to the last individual's right to keep and bear arms) or, if there be no successor organization, to a nonprofit corporation or organization (honoring the above preferences), preferably within the town of Greene, who will keep and maintain the Club real property in perpetuity for the use by outdoor sportsmen, or for outdoor recreation, or as a wildlife habitat.

ARTICLE XIII

Suspension or Expulsion

Any member may be suspended or expelled from the Club for any reason deemed necessary by the Board of Directors when it is found that the action or actions committed by such persons are detrimental toward the integrity of the Club. A vote of suspension or expulsion from the Club must be accompanied by a two-thirds vote of all members in good standing present at the Club's monthly meeting. "GOODSTANDING" shall be deemed any member of the club who is paid up to date with reference to their annual dues. No vote shall be taken unless 15 days notice is given to a member or members involved in their suspension or expulsion. This notice, when given, will inform the member or members of the time, date, and place of the said vote for suspension and expulsion. The notice given will inform said offenders of the charge.

Charges against any member of the Club may be made by any member of the Club in good standing. Charges must be in writing clearly stating facts and when possible, be accompanied by any evidence. These charges must be signed by said persons. Charges shall be filed with the Secretary who will notify the President within five (5) working days. The President of the Club will then notify the Board of Directors. At the next Board of Directors meeting, the member or members under charges shall be given a full hearing by the Board. At the following monthly Club meeting for general membership the Secretary will read the charges and read the minutes of the previously held Board or Director's meeting. A full hearing will be given at this time for the accuser and accused. At this time a vote shall be taken by all members present and a two-thirds vote will be required to either suspend or expel.

ARTICLE XIV Land Use Policy

One must be a Club Member to utilize said property. This is to include big game and small game hunting. Exemptions include "special Club events" such as trap shoots, dog trials, etc. A Club Member's offspring who is seventeen (17) years old or younger may hunt the Club's property providing he/she is accompanied by a parent. A Club Member and his/her family can fish the pond. A Club Member can bring a guest to fish the pond. When hunting or fishing, all Club Members must have a valid New York State hunting or fishing license. There will be no fishing during big game season. There will be no deer drives on the Club property. Any vehicle blocking the Club's gates or roadway will be towed away. All vehicles must be parked inside the Club's gates at the Club's parking areas. Exemptions include; any Club member wishing to fish or small game hunt may park his/her vehicle along the roadway, providing the Club's gates are not blocked. All Club members must carry their membership card and must comply when asked to produce it for another Club member. There will be no new tree stands. Portable tree stands are exempted. Any member violating these rules will be subject to dismissal. (ref Article XIII)

ARTICLE XV
Sundry Provisions

Indemnification of Directors and Officers. Directors and officers shall be indemnified by the corporation to the extent authorized by law, in connection with any actual or threatened civil or criminal action or proceeding arising out of their service in the execution of such office.

| | | | | | |
|---------|------------|--------------------------|---------|-----------|---|
| Revised | 05-10-90 | | Revised | 07-23-06 | |
| Revised | 09-20-91 | | Amended | 10-18-07 | Article VI |
| Amended | 05-06-93 | Article XIII | Amended | 11-15-07 | Article III-D |
| Amended | 05-20-93 | Article XII | Revised | 8-16-2012 | Article III, IV, V, VI, VIII, IX, X, XI, XII, XIV |
| Amended | 08-10-93 | Article XI-A | Amended | 8-16-2012 | Article XV |
| Amended | 10-14-93 | Article III-A and XIV | Revised | 9-19-2013 | Article VI |
| Amended | 11-04-93 | Article III-B | Revised | 9-8-2016 | Article III-C |
| Amended | 07-18-95 | Article VI-A | Revised | 8-15-2019 | Article III-D |
| Amended | 10-03-95 | Article VI-A | Revised | 1-16-2020 | Article III-D |
| Amended | 11-02-95 | Article IX | | | |
| Amended | 06-17-98 | Article IV | | | |
| Amended | 02-18-99 | Article III-C and VIII-A | | | |
| Amended | 08-01-2000 | Article V and V-A | | | |