

CONSTITUTION AND BY-LAWS OF THE LITTLESTOWN FISH AND GAME ASSOCIATION, INC.

Revised: 10/22/14

ARTICLE 1 – Name and Object

SECTION 1 – NAME

The name of the Association shall be The Littlestown Fish and Game Association, Inc.

SECTION 2 – OFFICE

The principal office of the Association will be maintained at 1979 Fish and Game Road Littlestown, PA 17340. All records of the Association will be kept at that office under the joint direction of the President, Secretary, Treasurer and Business Manager except certain legal documents to be determined by the Board of Directors, which shall be kept in an appropriate safe deposit box in a bank branch in Littlestown, PA.

The mailing address of the Association shall be a local Littlestown PO Box as determined by the Board of Directors.

All Association mail must be sent to that PO Box. No Officer, Director or Committee Chairperson is to receive mail at any other address or keep permanent Association records off site.

SECTION 3 – OBJECTIVES

This Association was formed for the protection and preservation of our fish and streams, our forests and game, and the protection of song and insectivorous birds and waterfowl. It is dedicated to perpetuate the sport of hunting and fishing, by conserving, protecting, propagating, and increasing game and fish. The Association was formed to perpetuate the skill of angling, archery and all gunning sports (i.e. target, clay and block shooting) and to promote the art of black powder shooting. It was formed to provide the sportsman a safe and secure area to practice and engage in angling, archery, gunning sports and black powder shooting. It was formed to encourage a spirit of sportsmanship and fair play not only among members, but also in relation to the farmers and landowners on whose land and in whose streams the members of the Association hunt and fish. It was formed to aid in the enforcement of the laws of this Commonwealth governing conservation of our forests, streams, wild birds, animals and fish, and to unite the efforts and influence of all law-abiding citizens within the state, in securing such future legislation upon these subjects as may be considered best

suitied to advance the interest of the people of the Commonwealth at large. With this object in view, we hereby pledge ourselves not only to obey the laws of the Commonwealth pertaining to these subjects, but also to pledge ourselves to have others obey them.

ARTICLE II – MEMBERSHIP

SECTION 1 – GENERAL MEMBERSHIP

A) Any person eighteen (18) years of age or older, who is a citizen or permanent resident of the United States of America, and is lawfully able to possess a firearm, shall be eligible for membership in the Association.

B) If a member of the Association shall be found guilty of a violation of the Fish and Game Laws, he/she may be expelled from the Association by a majority vote at any meeting thereof, after he/she shall have been given notice of such intended action and nature of the charges against him/her, and after he/she has been given an opportunity to be heard by the membership at the next regularly scheduled or special meeting.

C) Annual dues are due 31 December and must be paid by 31 January each and every year. Members not paid by that date shall be dropped from the rolls. Dues will be set by the membership committee and subject to approval of the Board of Directors. Dues increases must be approved by a majority vote of the membership in attendance at any general membership or special meeting.

D) Membership policy will be contained and defined in the clubs general operating procedures.

ARTICLE III – MEETINGS

SECTION 1

Meetings of the membership of the Association shall be held on the second Wednesday of each and every month.

SECTION 2

Fifteen (15) members shall constitute a quorum to conduct business at any meeting of the membership.

SECTION 3

Special meetings may be held at any time upon the call of the President or by order of the Board of Directors, or upon written request of fifteen percent (15%) of the membership of the Association. Notice of the time, place and objective of

such a meeting shall be given to the membership of record by first class mail or delivered by valid email address at least fifteen (15) days prior, but no more than forty five (45) days prior to the meeting date by the Corresponding / Recording Secretary and countersigned by the President or Chairman of the Board. A copy of the meeting notice and a receipt for the mailing will be included in the written record of the Special Meeting. A quorum for holding any such special meeting shall require at least fifteen (15) members of the Association in attendance. Any meeting may be adjourned from time to time until the business is completed; if less than a quorum may be adjourned from time to time until a quorum is present.

SECTION 4

All meetings shall be conducted according to the current edition of "Roberts's rules of Parliamentary Procedure".

SECTION 5 – PROXY VOTING

Proxy Voting will only be allowed at announced meetings (meetings where there is a written announcement required) and a vote of the membership is required, such as the sale or purchase of property, changing of the by-laws, borrowing money, etc. The proxy must indicate the person the proxy is assigned to. It may be a general proxy allowing the assignee full discretion in voting all matters, or it may include directions or restrictions for some or all matters. Proxies will be good for one meeting only unless the meeting is recessed or adjourned to continue at another time. Proxies must be registered with the Corresponding/Recording Secretary prior to the start of the meeting. Proxies must be on the approved form and are available from any officer. Nothing herein shall be construed to approve the use of Proxy Voting at Regular Meetings of the Membership or Board of Director's Meetings.

ARTICLE IV – DIRECTORS

SECTION 1

The Board of Directors shall consist of five (5) members, elected at large to five (5) year staggered terms.

SECTION 2

The Board of Directors shall conduct the business of the Association subject always to any decisions of the members. It shall enforce the rules and regulations of the Association and to this end may warn, suspend or dismiss members after a hearing is granted.

SECTION 3

The President shall appoint all committees and captains in charge of all activities approved by the Board of Directors. Should there be a vacancy on the Board of Directors, the President may designate a replacement to fill such office for the unexpired term, but subject to the approval of a majority of the members present at the next regular meeting or the President may request that the Nominating Committee nominate to the membership a candidate to fill the vacancy.

SECTION 4

Meetings of the Board of Directors shall be called by the Chairman. A meeting of the Board of Directors must be called whenever requested by three (3) members of the Board of Directors.

SECTION 5

A simple majority of the Board of Directors shall constitute a quorum for the transaction of business.

SECTION 6

The Board of Directors will elect their Chairman each January. The Chairman of the Board of Directors may vote at a Board of Directors meeting whenever his vote would change the outcome of the question. The Association Corresponding / Recording Secretary will be the Recording Secretary for the Board of Directors.

SECTION 7

The Board of Directors shall decide all donations, subject always to the approval of the membership.

ARTICLE V – OFFICERS

SECTION 1 – EXECUTIVE OFFICERS

The Executive Officers of the Association shall consist of a President, Vice President, Corresponding / Recording Secretary, Treasurer and Membership Secretary.

SECTION 2 – TERM and TERM LIMITS

Each officer will hold office for a term of 1 year and is subject to election. Officers shall not hold the same office for more than three consecutive terms, unless running unopposed

SECTION 3 - DUTIES

Duties of the various officers shall be the duties usually pertaining to those offices as outlined in the Pennsylvania Not for Profit Statutes, and Roberts Rules of Parliamentary Procedure current edition.

The President is the Chief Operating Officer and is responsible to see that all activities and transactions as directed by the membership and/or Board of Directors are fulfilled.

The Corresponding/Recording Secretary shall keep the official Corporate Seal and affix said seal to all legal documents.

The Corresponding/Recording Secretary, in concert with the President, Treasurer and Business Manager shall see that all records of the Association are kept current in the business office.

The safe deposit box and P.O. (Post Office) Box shall be under the control of the Treasurer and the Corresponding/Recording Secretary. The President and the Chairman of the Board of Directors shall have backup access to the safe deposit box.

It shall be the duty of each officer to deliver to his successor in office all books, papers, and keys belonging to the Association given to or created by the officer to perform their respective duties.

SECTION 4 –VACANCIES

Should any office become vacant because of resignation, death or the inability of the officer to perform the duties of that office, the Board of Directors shall, within thirty (30) days and with the approval of a majority of the members present at a regular meeting, appoint a member to act in the capacity of that office until the next annual election.

ARTICLE VI – COMMITTEES

There shall be a minimum of the following standing committees who shall meet upon the call of the Committee Chairperson.

- a) Nominating Committee
- b) Audit Committee
- c) By-Laws and Constitution Review Committee

SECTION 1

The Nominating Committee shall be composed of at least three (3) members of

the Association, not currently serving as an elected Officer or Director, appointed by the President as soon after the President's election as is practical, whose duties it shall be to nominate candidates to fill vacancies on the Board of Directors or the Officers of the Association as the same shall occur. The Nominating Committee shall submit in writing to the membership at the meeting prior to the election the name or names of the person or persons recommended by the Committee for election as Officers of the Association. It shall be the Nominating Committee's responsibility to provide the eligible voting members with ballots, to include write-in ballots. Members of this committee shall serve for a term of one (1) year or until their successor shall qualify.

SECTION 2

The Audit Committee shall be composed of at least three (3) members of the Association not currently serving as an elected Officer of Director, appointed by the President as soon after the President's election as is practical, whose duties it shall be to review all financial aspects of the Association for the preceding year. Members of this committee shall serve for a term of one (1) year or until their successor shall qualify.

SECTION 3

The By-Laws and Constitution Review committee shall be composed of at least five (5) members of the Association, appointed by the President as soon after the President's election as is practical, whose duties it shall be to review the Associations By-Laws and Constitution to insure compliance with the objectives of the Association and to recommend in writing, where practical, amendments, alterations or changes needed to permit the document flexibility to remain current with the changing laws / regulations of the Commonwealth. It is recommended that the members of this committee be composed from both general membership, elected Officers and Board of Directors and that the length of membership with the Association not be a determining factor in their appointment. Members of this committee shall serve for a term of one (1) year or until their successor shall qualify.

ARTICLE VII – ELECTIONS

SECTION 1

Annually at the regular meeting in December, the Association shall elect from its membership one (1) Director to serve for five (5) years, and officers to serve for one (1) year each.

The newly elected officials shall take their respective offices at the first regularly scheduled meeting in January.

SECTION 2

The President of the Association shall annually at the regular meeting in October direct the Nominating Committee to submit to the membership of the Association at the regular meeting in November the names of the candidate or candidates to fill all vacancies of the Board of Directors and for each of the officers of the Association. At the same meeting, opportunity shall be given for nominations from the floor. The floor shall be open to nominations until the December meeting when the question will be asked, "Are there any further nominations from the floor?" When there is no further activity from the floor, the membership will be asked for a motion and a second to close the nominations and the election shall take place.

No nominations shall be made by the committee or from the floor unless it has been ascertained that the nominee is willing and able to serve if elected.

SECTION 3 – TELLERS

The President shall appoint three (3) members to serve as "tellers", one of whom shall be a member of the Nominating Committee, or nominated from the floor, and such committee shall tally the ballots and announce promptly the results of the election.

ARTICLE VIII – FINANCIAL MANAGEMENT

SECTION 1

The financial management of the Association shall be the responsibility of the Board of Directors.

SECTION 2

No monies, other than normal operating expenses, shall be disbursed by the Treasurer without having prior approval of the Board of Directors, or by a majority vote of the general membership at a regular or special meeting.

SECTION 3

The Association shall not borrow money, nor purchase, sell, lease away, or otherwise dispose of any real estate or property unless and until a resolution authorizing the same shall have been approved by a two thirds (2/3) majority vote of the members of the Association present at a regular or special meeting duly convened upon proper notice of this purpose.

SECTION 4

Any committee operating expenditures exceeding two hundred dollars (\$200.00) per month shall be brought to the Board of Directors for approval, or by a majority vote of the general membership at a regular or special meeting.

SECTION 5

The Board of Directors shall require the Treasurer to report to the general membership at regular monthly meetings.

SECTION 6

All funds of the Association shall be deposited and withdrawn from a federally insured financial institution by the Treasurer and/or President of the Association.

SECTION 7

Any building construction five thousand dollars (\$5000.00) or over shall have at least three (3) sealed bids opened at a regular meeting.

SECTION 8

Any committee handling money shall maintain records of income and expenditures, which shall be audited at the end of each calendar year.

ARTICLE IX – RECALL OF AN OFFICER OR DIRECTOR

If a written request urging the recall of an Officer or Director is signed by a majority of the Board of Directors or fifteen percent (15%) of the entire membership of the Association and filed with the Secretary or President stating the reasons therefore, prior to any regular meeting of the Association, the Secretary shall notify the Officer or Director in question of such charges having been filed and the Officer or Director shall be given the opportunity to appear before said meeting and defend him/herself against such charges. The President or Vice President shall present said request to the Association for vote, and if by two-thirds (2/3) vote of the members present, it is concurred upon, the office shall be declared vacant and the Association shall enter into immediate election to fill the vacancy, on nomination from the floor.

ARTICLE X – RULES AND REGULATIONS

Rules and Regulations for various club activities shall be proposed by the appropriate committee and brought to the membership at a regular or special meeting. Majority of those voting shall pass recommended rule change.

ARTICLE XI – ALCOHOL ON ASSOCIATION PROPERTY

Alcoholic beverages are generally not permitted on Association Property. The Board of Directors is permitted to make exceptions to this article for specific club approved activities.

ARTICLE XII – AMENDMENTS TO THE BY-LAWS

SECTION 1

This By-Laws and Constitution may be amended, altered or changed by a two-thirds (2/3) vote of the members present at any regular or special meeting of the Association, provided that a written notice of the intended amendment, alteration or change shall be mailed to all members by first class mail or valid email address at least fifteen (15) but not more than forty-five (45) days prior to the taking of said action.

SECTION 2

A copy of the By-Laws and Constitution shall be kept on public display at the principal location of the Association at all times.