

BY-LAWS OF RIB MOUNTAIN BOWMEN, INC.

ADOPTED NOV. 1, 1956
AMENDED September 11, 2020

ARTICLE I - NAME AND PURPOSE

Section 1-1 Name: The name of such corporation shall be Rib Mountain Bowmen Inc., and its principal office shall be in the township of Maine.

Section 1-2 Purpose: To foster, encourage and expand archery in all forms and to archers of all ages with special emphasis on the areas youth and handicapped military veterans who were injured while serving our country". To support, with the use of archery as it's backbone, worthwhile organizations and charities. To help develop and create a spirit of good fellowship and sportsmanship in all archers, provide facilities for practice and proficiency as well as encouraging the use of archery for harvesting legal game species.

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ARTICLE II - MEETINGS

Section 2-1 Place of Meetings: The Board of Directors may designate any place in Marathon County as a place of meeting for any regular, annual or any special meeting.

Section 2-2 NOTICE: of Regular Meetings: Notice: to members as to the place, day and hour of a regular meeting shall be given through the mail/e-mail, by personal contact, telephone, newspaper or radio publication or by any other means considered practical at the time. Such notice shall be given to the members not less than 24 hours before the time set for such regular meeting.

Section 2-3 Regular Meetings: Regular meetings of the members may be called by the President, Board of Directors, or by not less than one-tenth of the members entitled to vote. These meetings shall be ruled by Roberts Rules of Order. Board meetings are usually held on the second Tuesday of each month at the R.M.B. Clubhouse at 7:00 P.M.

Section 2-4 NOTICE: of Annual or Special Meetings: Written notice stating the place, day, and hour, and purpose for such meeting shall be delivered to each member of the corporation, not less than 3 days before the date of the meeting; either personally, by mail/e-mail, or by the direction of the President or Board of Directors. If mailed, such notice shall be addressed to the member at his address as it appears in the records of the corporation.

ARTICLE III - MEETINGS OF DIRECTORS

Section 3-1 Notification and Location of Meetings: Regular and special meetings of the directors shall be held in Marathon County, Wisconsin. The officer or director calling such meeting shall give each director or officer of the corporation, not less than 48 hours nor more than 7 days notice ; specifying the date, hour and place of such meeting. Such notice may be by telephone, mail, personal contact or on a best effort basis. A majority of the total number of directors must be present, in person, at a meeting to constitute a quorum; and a majority vote of the directors present shall be necessary for the adoption of any measure.

Section 3-2 Special Meetings: Special meetings may be called by the Board of Directors or by not less than two-fifths of the members.

Section 3-3 Quorums: A. Board Meetings Board members holding one-third of the votes entitled to be cast, present in person or by proxy, shall constitute a quorum at a board meeting.

Section 3-4 Annual/Special: Members holding 20 per cent of the votes entitled to be cast, present in person or by proxy, shall constitute a quorum at an annual or special meeting. A majority of the votes entitled to be cast shall be necessary for the adoption of any measure.

Section 3-5 Expectations: Eligibility to serve on the board requires consecutive attendance. All absences require oral or written 2 day advance notice. Any additional absence issues will be discussed at the discretion of the club regarding further service to the board.

Section 3-6 Closed Session Board Meeting: A closed session board meeting can be held for a specific reason and that reason only. No normal club business shall be conducted during a closed session meeting. Any board member may request a closed session meeting by giving notice to the President. A notice must then be given to all elected members of the board of this meeting. Any action must be voted on by the board members in attendance with a roll call vote being taken. Detailed minutes must be taken and are available after the issue is resolved.

ARTICLE IV- OFFICERS

Section 4-1 Officers, Powers and Duties: The general officers of the corporation shall be a President, Vice President, Secretary, and Treasurer. As an Officer, attendance to the board meetings is a requirement. The principal duties of such general officers shall be as follows:

Section 4-2 President: The principal duties of the President shall be to preside at all meetings of the Board of Directors, and club, appoint all committees, have general supervision of the affairs of the corporation and shall in general perform the duties of the office. The President shall review the By-laws with the board in preparation for the annual meeting every year. The President has the authority to purchase items not to exceed \$500.00

Section 4-3 Vice President: The principal duties of the Vice President shall be to discharge the duties of the President in the event of his/her absence or disability; or to discharge such duties as the president may delegate to him/her. Other duties shall be to assist the shoot chairpersons in preparation and promotion of the upcoming shoots and taking the lead on preparing the corporations yearly calendar.

Section 4-4 Secretary: The Secretary shall keep all records of the corporation, serve notices and keep minutes of all meetings, conduct all correspondence, present a written report at the annual meeting, keep the records of board proceedings, safely and systematically keep all books, records, papers, and documents belonging to the corporation, and, in general perform the secretarial duties.

Section 4-5 Treasurer: The Treasurer shall keep and account for all monies, credits and properties which shall come into his hands and keep an accurate account of all monies received and disbursed, and proper vouchers for monies disbursed, to render accounts statements and inventories or monies received and disbursed, and of money and property on hand, make a report of income/expenses at each monthly meeting of the board, pay all special bills after approval, from the corporation treasury, etc

Section 4-6 The Past President: The Past President is a board position and shall be a nonelected position. When a president is no longer in the president position they will sit on the board as the past president until the president has stepped down or replaced and is expected to assist and advise the current president in his/her duties. Past president shall also act as the Sergeant at Arms and is in charge of enforcing Roberts Rules of Order and monitor the compliancy to the By-laws and Article of Incorporation.

Section 4-7 The Board of Directors: The Board of Directors shall be responsible for the execution, through the officers, of the authorized policies of the corporation, and shall be responsible to the members of such corporation. As a member of the board of directors, attendance to the board meetings is a requirement.

- A. The Board of Directors may provide for the appointment of replacement officers and/or directors.
- B. Officers shall perform additional or added duties as shall be required by the board or prescribed by the By- Laws.
- C. No officer or director may hold more than one position.
- D. The board has the authority to purchase items not to exceed \$3000.00, except for normal operating expenses.

ARTICLE V - Board of Directors

Section 5-1 General: The Board shall be responsible for policies, financing, money and property of the corporation; the officers of the corporation shall be directly responsible to the directors.

Section 5-2 Number: The number of directors shall be fourteen (14) Divide Board members elections up so they are elected in staggered terms of five (5), five (5), four (4) and each director

position will be elected to a three (3) year term of office and approximately 1/3 of the board is elected each year.

ARTICLE VI - Nomination and Election

Section 6-1 Nominations: The mode and method of nomination and election of officers and directors shall be open no less than 3 months prior to the annual meeting and disclosed to members at the board meetings and via the Bowbunk.

Section 6-2 Absentee Voting: Absentee ballots will be provided at the discretion of the board of directors or the election committee.

Section 6-3 Officer Nomination Requirement: Prior to becoming President, Vice President, or Treasurer of Rib Mountain Bowmen one has to have had at least one year of board experience in the prior years.

ARTICLE VII - The Classes of Membership:

Section 7-1 Working Membership: This membership is a family membership that includes anyone in your immediate family up to and including the RMB membership year they turn 18 years of age. A Working Membership costs \$45.00 per year. This membership includes the key fee. You are required to help out by working events or maintenance at the club for a minimum of 10 hours during the course of the year. There is a \$10.00 per hour charge for any hours less than the 10 hours required or the hours not worked. They would receive the Bowbunk via e-mail.

Section 7-2 Non-Working Membership: This membership is a family membership that includes anyone in your immediate family up to and including the RMB membership year they turn 18 years of age. A Non-Working Membership costs \$145.00 per year. You receive one key for the club house. There is no work hour requirement with this membership. They would receive the Bowbunk via e-mail.

Section 7-3 Junior Membership: The Junior Membership is an individual membership that includes anyone between the ages of 12-18 and is a non working membership. The cost is \$20.00 per year and this member will not get a building key. The Junior Membership can be converted to a Family Membership (working Membership) for the difference in cost. The membership group would be headed up by the Youth Coordinator and would be ran with parental involvement. They would receive the Bowbunk via e-mail.

Section 7-4 Young Adult Membership: The Young Adult Membership is an individual membership that includes anyone between the ages of 18-21 and is a working membership. You are required to help out by working events or maintenance at the club for a minimum of 10 hours during the course of the year. There is a \$10.00 per hour charge for any hours less than the 10 hours required or the hours not worked. The cost is \$25.00 per year and this member will get a building key. They would receive the Bowbunk via e-mail. The Young Adult

Membership can be converted to a Family Membership (Working Membership) for the difference in cost. They would receive the Bowbunk via e-mail.

Section 7-5 Life member: This membership is a family membership that includes anyone in your immediate family up to and including the RMB membership year they turn 18 years of age. A Life Membership costs \$500.00 and is a one-time fee, plus a key fee per year of \$15.00. If the member has a current year's membership and elects to move up to a Life membership, the cost of the current year's membership will be deducted from the \$500.00. There is no work hour requirement with this membership. They would receive the Bowbunk via e-mail.

Section 7-6 Retiree: Any member who has been a member for 5 consecutive years immediately prior to age 65 will be given a life membership, plus a key fee per year of \$15.00. There is no work hour requirement with this membership. They would receive the Bowbunk via e-mail.

Section 7-7 Voting Eligibility: Each individual, whether married or single, who is a member of this corporation, and who is 18 years or more of age, shall be entitled to one vote on each matter submitted to a vote of the members.

Section 7-8 Dues: Dues shall be payable at such time as the Board of Directors may prescribe.

ARTICLE VIII – CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 8-1 Contracts: The Board of Directors may authorize an officer or officers to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authorization may be general or confined to a specific instance, except that any contract over \$3000.00 shall require the authorization of the members at an annual or special meeting.

Section 8-2 Loans: No loans shall be contracted on behalf of the corporation, and no evidence of indebtedness shall be issued in its name unless authorized by under the authority of a resolution of the Board of Directors. No loan over \$3000.00 shall be contracted on behalf of the corporation, unless the Board of Directors has the approval of the majority of the members present at a annual or special meeting of the members

Section 8-3 Checks, Drafts, Etc: All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the corporation, shall be signed by the Treasurer of the corporation, or such other officer of the corporation as shall be from time to time determined by or under the authority of a resolution of the Board of Directors.

Section 8-4 Deposits: All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation, at such banks or other depositories as may be selected by or under the authority of the directors

Section 8-5 Audit: The directors may provide for an audit of the Treasurer's books of the corporation at any time.

ARTICLE IX - OTHER

Section 9-1 Donations With-In The Club: The board is authorized to donate flowers or cards to our members at the boards discretion not to exceed \$50.00 to any member, spouse, parent or child.

Section 9-2 Donations Outside of the Club: Donations can only be made to other organizations that are organized and operating in the same purpose as Rib Mountain Bowmen or are archery related.

Section 9-3 Gun Usage on RMB Property: No gun usage is allowed on part of the (NE 1/4 of the NW 1/4 of Sec 34, T30n, R7E. Town of Maine, Marathon County, Wisconsin,) without written permission from the club president. This is the original 20 acres.

Section 9-4 Order of Resolution(s): When a reprimand is needed the corporation must follow these steps: 1. Talked to by the president 2. Letter from the board of directors. 3. Right to appear before the board to discuss the issue and the action of the board, but not a requirement to appear.

Section 9-5 Expulsion or Refusal of Membership: The Board of Directors may refuse membership or expel a member when the member jeopardizes the corporation. Decisions of disciplinary action will be handled in a closed session board meeting.

Section 9-6 Constitution: The constitution of the United States as written now, and amended in the future is irrevocably attached to the Rib Mountain Bowmen By-laws and named club is bound in adherence in perpetuity.

Section 9-7 Liability waiver/release & Club rules: Each year, at the time the member purchases their membership, a liability waiver and release will be distributed for them to sign and return as part of the membership process. In addition, a copy of the Club rules will be distributed reminding them of RMB's expectation of their actions while on the RMB's property.

Section 9-8 Corporate Liability: The corporation shall indemnify officers, directors and other persons in accordance with Sec. 181.0872 and 181.0881, Wis. Statutes, and as supplemented: A determination of the right of the director, officer, or agent seeking indemnification shall be determined by a majority vote of a quorum of the Board of Directors consisting of directors who are not at the time parties to the same or related proceedings. If a quorum of disinterested directors cannot be obtained, the determination will be by majority vote of a committee duly appointed by the board of directors. The committee will consist of two or more directors not at the time parties to the same or related proceedings. Directors who are parties to the same or related proceedings may participate in the designation of members of the committee.

Section 9-9 Dissolution: Upon dissolution of this Corporation, any surplus property remaining after the payment of its debts shall be disposed of by transfer to one or more other corporations, associations, institutions, trusts or foundations organized and operated exclusively for one or more of the purposes of this corporation and described in Section 501© (3) of the Internal Revenue Code.

ARTICLE X - AMENDMENTS

Section 10-1 Amendments: These by-laws may be altered, amended or replaced and new bylaws may be adopted by the majority of the members present at an annual or special meeting of the members.