

BY-LAWS OF THE  
MANHATTAN WILDLIFE ASSOCIATION  
BOZEMAN, MONTANA  
AFFILIATED WITH THE NATIONAL RIFLES ASSOCIATION  
OF AMERICA

ARTICLE I - Name

The name of this organization shall be THE MANHATTAN WILDLIFE ASSOCIATION.

ARTICLE II - Objectives

Objectives of this club shall be:

- (a) To provide opportunities for club members to engage in the shooting sports.
- (b) To obey and promote the rules of safe gun handling of firearms and promote hunter safety programs that advance skills and attitudes to younger hunters that are essential to a true outdoor sportsman.
- (c) To actively support every law abiding citizen's constitutional right to keep and bear arms.
- (d) To encourage the practice of good sportsmanship and compliance with local, state and federal game laws.
- (e) To support wildlife conservation programs and to assist wildlife management programs.
- (f) To actively support hunters rights and the rights and the rights of the public to access and use public lands.
- (g) To respect private land ownership and seek permission of the owner to hunt, fish, or use the land in any manner.
- (h) To increase the knowledge and practice of hunting skills, marksmanship and other outdoor recreation skills that are in harmony with the sport of hunting.
- (i) To cooperate with other organizations which share the objectives stated in paragraphs (a) through (h)

### ARTICLE III – Membership

Any citizen of the United States 18 years of age or older, who is a member or who agrees to become a member of the National Rifle Association, may become a member of this organization providing they subscribe to the NRA pledge (below) and to the objectives of the organization as stated under ARTICLE II, and on payment of the usual membership fees and dues.

**Classes of Memberships:** There shall be two classes of membership unless otherwise specifically provided for by the Board of Directors.

1) Annual membership: This membership shall entitle the member and their immediate family to use the range facilities for the period June 1 thru May 31 of the following year. Immediate family is defined as spouse and children 18 yrs. of age or younger living at the same address.

2) Life Memberships: Any eligible person, upon approval of the Board of Directors and payment of established cost, may become a life member. This entitles the member to the same privileges as defined in the annual membership to use the range facilities for life, with no further membership costs. Life membership expires when the primary member is deceased.

#### THE NRA PLEDGE

I CERTIFY that I am a citizen of good repute of the United States of America; that I am not a member of any organization or group having as its purpose or one of its purposes the overthrow by force and violence of the Government of the United States or any of its political subdivisions; that I have never been convicted of a crime of violence; and that, if admitted to membership, I will fulfill the obligations of good sportsmanship and good citizenship.

Members in Good Standing: All members whose dues for the current year are paid, and whose membership has not been terminated for cause, shall be considered a member in good standing and afforded all the privileges of membership.

Voting Rights: Each membership shall be entitled to vote on the affairs of the Association only while in good standing. Each membership shall have one (1) vote. No votes shall be allowed by proxy.

Termination of Membership: The Board of Directors, by affirmative vote of two-thirds of all the members of the Board, may suspend or expel a member for cause after an appropriate hearing, and, by a majority vote of those present at any regularly constituted meeting, may terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who fails to comply with the purpose of this organization.

Resignation: Membership resignation may be written or oral as long as they are conveyed to the Secretary of the association. The resignation will become effective on the day it is submitted.

Transfer of Memberships: Memberships cannot be transferred or assigned.

## ARTICLE IV

### MEETINGS OF MEMBERS AND OFFICERS

Annual Meetings: An annual meeting of the members shall be held at a location to be specified by the Directors, on the 2nd Tuesday in the month of January each year beginning with the year 1990 for the purpose of electing officers and transacting other business as may come before the meeting. If the date fixed for the annual meeting is a legal holiday in the State of Montana, such meeting shall be held on the next succeeding Tuesday. If the election of officers is not held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of directors, or current officers, shall cause the election to be held at a special meeting of the members as soon thereafter as is convenient.

Other Meetings: Special meetings of the membership may be called by the President or the Board of Directors, or by 5% of the memberships at a time and place designated by the President or Board of Directors. Special meetings of the Board of Directors may be called by, or at the request of, the President, Vice President, or any three (3) or more Directors, and shall be held at such place as the President, Vice President, or Directors may determine.

Notice of Meetings: Notice stating the agenda, place, day, and hour of any meeting of members shall be delivered either orally or by mail, to each member, at least 10 days prior to the date of such meeting.

Quorum: Ten members of the Association entitled to vote shall constitute a quorum at any general membership meeting (including officers of the Association). Four (4) members of the Board of Directors, not including the President (non-voting), shall constitute a quorum at any Board of Directors meeting. Seven (7) members, (not including the President), from the group comprising the Board of Directors and the Land Management Board, shall constitute a quorum for any joint session. The latter number, (7), may be reduced by 1, for each member holding an office on both the boards, to arrive at the number needed to constitute a quorum.

In the case of tie votes, the President will cast the tie breaking vote in all Board of Director and Joint session meetings.

## ARTICLE V

### OFFICERS OF THE ASSOCIATION

Board of Directors: The day-to-day affairs of the Association shall be managed by the current Officers/ Board of Directors. Beginning with the January 1992 meeting this body will be elected and formed as follows: two Board members will be elected with terms to expire in January 1993, two Board members with terms to expire in January 1994, and two board members with terms to expire in January 1995. (The Board of Directors will consist of six members) The new boards will then decide among themselves who would serve as President, Vice President,

Secretary, and Treasurer. The President will then become a non-voting member of the Board with the sole responsibility to chair all Board and joint session meeting (see below) for the upcoming year. Each year two of the Board member's terms will expire and two new members will be elected by the general membership.

Nominations and elections:

There shall be a nominating committee consisting of not less than three Board members. The members of the committee shall be elected by the Board and shall serve at the pleasure of the Board. The nominating committee shall accept and review all individuals nominated for the open board positions each year.

The committee shall submit to the Board at the December Board meeting each year, and at other meetings as requested by the chair of the Board, the names of persons recommended by the committee for election as Board members (Board and Land Board).

All nominations for individuals meeting the requirements for the position of Board member and Land Board member must be received from the nomination committee. No other nominations will be accepted at the annual meeting.

Responsibilities of the Board of Directors: The Board of Directors will be responsible for the day-to-day operation of the Manhattan Wildlife Association and the appointment of individuals to fill any and all vacancies on the Land Management Board. The Board of Directors, through the President, will notify all members of the LMB of any pending decisions involving real property, expenditures exceeding \$10,000 (except Clay targets, components, and shells). It will also be the responsibility of the President to call for a joint session, and preside over same, should it be necessary.

All members of the Board of Directors must have been a member of the MWA for a period of four (4) consecutive years or more.

Land Management Board: A Land Management Board (LMB) consisting of five (5) members. The expiration of the terms of the members will be five years each in succession. The outgoing member will be replaced by nomination and election of the general membership. If no qualified candidate is nominated a qualified candidate will be appointed by the LMB for membership confirmation. Outgoing members of the LMB may be nominated / appointed, subject to membership approval, for subsequent terms.

An individual can serve on the LAND MANAGEMENT BOARD and THE BOARD OF DIRECTORS concurrently.

Responsibilities and Compensation of the LAND MANAGEMENT BOARD: The members of the LMB will not be involved in any of the day-to-day day operations of the Manhattan Wildlife Association. The LMB will convene and become involved in:

1. Any decisions involving the construction or removal of any real property. Real property is generally defined as that which is attached to, or becomes part of the land.

2. The single expenditure of \$10,000 or more except for clay targets, components, and shells.

3. Any decisions which involve the revision of the current MWA bylaws.

Any decision necessary on any of these matters will be made in a joint session at the LMB and the Board of Directors. Each member of the LMB and each member of the Board of Directors (except for the President) is entitled to one vote in any joint session. Any officer serving in two capacities (Board of Directors and LMB) will have one vote in such a joint session.

Each member of the LMB will receive a LIFE MEMBERSHIP in the MWA as compensation.

All members of the LMB must have served at least one term on the Board of Directors

Powers and Duties of Other Officers: The several officers shall have such additional duties as may from time to time be specified in resolution or other directives of the Board of Directors. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge duties of officers of the same title serving in non-profit corporations having the same or similar general purposes and objectives as this corporation.

The powers and duties are as follows:

1. The President shall preside at all regular meetings of the Association, Board of Directors, and joint sessions on the Board of Directors and Land Management Board. The President shall have the power to appoint all Committees including standing committees of the Association, subject to the approval of the Board of Directors.

2. The Vice-President shall preside and perform such duties as may be assigned to him by the Board of Directors and in the absence of the President shall carry out the duties of the President.

3. The treasurer shall receive all money owing to the Association and deposit the same to the credit of the Association, and account therefore at the regular meeting or at such time as may be specified by the Board of Directors. Upon the treasurer's retirement from he shall turn over to the Association all the funds and property in his possession belonging to the Association. 4. The secretary shall keep an accurate record in permanent form of business transacted at meetings of the association.

## ARTICLE VI

### CONTRACTS, CHECKS, DEPOSITS, and FUNDS

Contracts: The Board of Directors may authorize any officer or officers, agent or agents of the corporation in addition to the officers so authorized by these By-Laws to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or may be confined to specific instances.

Checks, Drafts, or Orders: All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be authorized by the treasurer, (or President in the treasurers absence) Any checks, drafts, etc. issued in excess of \$500 must have board approval.

Deposits: All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks and trust companies, or other depositories as the Board of Directors may select.

Gifts: The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for any purpose of the corporation.

## ARTICLE VII

### BOOKS AND RECORDS

The corporation shall keep complete books and records of account and also minutes of the proceeding of its members; Board of Directors, and Land Management Board, and shall keep a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time.

## ARTICLE VIII

### FISCAL YEAR

The fiscal year of the corporation shall be the period beginning on the 1ST day of January in each year and ending at midnight on the 31st day of December.

## ARTICLE IX

### AMENDMENT OF BY-LAWS

These By-Laws may be recommended for alteration, amendment, or repeal, by a majority vote of the Board of Directors and the Land Management Board in joint session. Such Recommendations shall then be presented to the members at an annual or special meeting; a majority vote of the Members present (minimum of ten voting members required) shall constitute acceptance or rejection of such recommendations. In the absence of a quorum of members, the recommendations of the Boards shall be adopted.