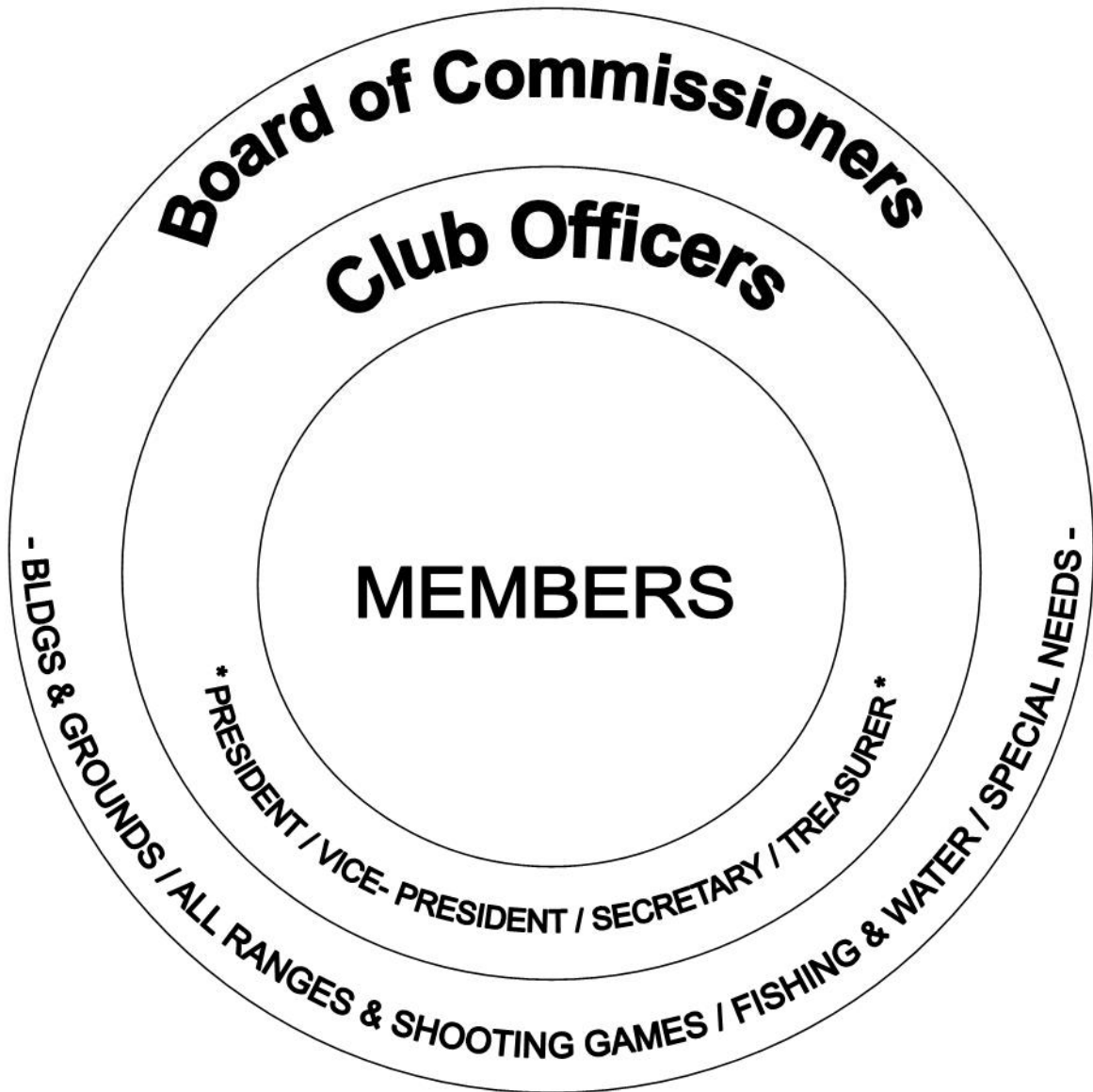


Willsboro Fish & Game Club



Willsboro Fish & Game Club, Inc.
P.O. Box 326
Willsboro, NY 12996

By-Laws
Amended 1976
Amended January 8th, 2014

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ARTICLE I

(NAME)

This organization shall be known as **Willsboro Fish & Game Club, Inc.**

ARTICLE II

(PURPOSE)

The Willsboro Fish and Game Club, Inc. is organized to procure better fishing, hunting and education for sportsman in this area; to cooperate in obtaining proper respect for and observation of the New York State Fish and Game Laws; to promote friendly social contacts among its members and promote a positive image of shooting sports to the general public. The club shall operate on a non-political and non-sectarian basis, in compliance with Civil Rights and Affirmative Action legislation.

ARTICLE III

(MEMBERSHIP)

Membership in this Club shall be open to any male or female at least fourteen (14) years of age.

Section 1. Single membership shall be any individual over seventeen (17) years of age (insurance permitting) and having paid dues as such. Includes gate combination, all outdoor range privileges, as well as voting rights.

Section 2. Family membership shall include all members of a family residing at the same address,, when applicable, the member's spouse and dependent children under seventeen (17) years of age and having paid dues as such. Includes gate combination, all outdoor range privileges, as well as voting rights for the primary member only.

Section 3. Youth members are persons at least fourteen (14) years of age that have paid dues as such, through family or single membership. Youth members must be accompanied by an adult member of the club when using any range. Youth members may attend meetings but do not have voting privileges.

Section 4. Guests of Club members. There are no dues or fees for member's guests who visit from "out of the area". However, they are limited to occasional visits, not every season. Those who own property in our area must apply for full membership.

Section 5. All dues or other fees for club memberships are to be established at the annual July/August business meeting for the following year.

Section 6. For the purpose of this Article, a full membership shall include a gate combination to the entrance and all other privileges including a single vote on all applicable Club matters.

Section 7. Members who have not paid dues by January 1st will be removed from the mailing list. Those members that have failed to pay dues for three (3) consecutive years shall be removed from the membership rolls. Members are considered "active" if they have attended a minimum of four (4) regular meetings in a year.

Section 9. The combination on the gate will be changed each January 1st. A new combination for the gate, auto window decal and membership card for the succeeding year will be available beginning January 1st and thereafter. Membership will be available in person or by mail. Individuals submitting membership applications by mail will receive their membership cards and decals via mail.

Section 11. Applicants and/or members convicted of violations of fish and game laws by local, State or Federal authorities are subject to denial and or removal of membership at a length of time determined by the Board of Directors.

Section 12. CLUB DISCIPLINE; If a member or their guest (s) inadvertently or knowingly damages, removes, or destroys club property or the property of a club member or guest, the damage will be reviewed by the Club President and it's Officers. If it is determined that restitution is required, then those held responsible must make adequate restitution by making the club, member, or guest whole again in a timely fashion (30 days or less). If a member fails to do so, their active membership shall be terminated and they will not be permitted to renew their membership or enter club grounds until they make petition to the club officers and provide adequate restitution to all damaged parties. If that person(s) that have a terminated membership enter club grounds they will be subject to arrest for trespassing. Guests and renters who may be found liable under this section shall be forbidden entry to all Club properties until restitution is made and if warranted the club shall be pursue legal action.

ARTICLE IV

(MEETINGS)

Section 1. Regular meetings of the Club shall be held on the first Wednesday of each month at 7:00 PM with the exception of the month of December and January which shall be optional and "as-needed" and decided by the club President. The Club may vote to change such date or omit any future monthly meeting or meetings. At all regular meetings a quorum shall consist of a minimum of eight (8) members, and a minimum of two (2) officers.

Section 2. The annual business meeting of members shall be held on a date determined by the Board of Directors in July or August each year; for the election of Directors and officers, for submission of annual reports, and the transaction of other lawful business. Notice and agenda of the Annual Business Meeting shall be mailed to each member by the Secretary not less than ten (20) days before said meeting. A quorum shall consist of a minimum of ten (10) members, a minimum of two (2) officers and a minimum of two (2) directors.

Section 3. A special meeting of the members may be called by the President, a letter of notice signed by no less than two officers and 5 members or by resolution of the Board of Directors. Such resolution or request shall state the purpose or purposes of the proposed meeting and the notice of meeting shall likewise state the purpose or purposes of the proposed meeting. Written notice by regular mail or electronic means of any special meeting of the members, stating the time and place thereof, shall be given not less than ten (10) days nor more than thirty (30) days prior to the date of the meeting. Such notice shall be posted on the local cable access TV channel as well as the Club and Town bulletin boards.

Article V
(COMMISSIONERS)

Section 1. A Board of Commissioners (BoC) shall have general charge of the affairs, property and assets of the Club. It shall be their duty to be responsible for the resolutions and procedures that govern the overall operation of the Willsboro Fish & Game Club. These resolutions are enacted by the duly elected officers and committees of the Club on a day to day basis and subject to the by-laws of the Club. Each commissioner shall prepare and have approved by the full Board of Commissioners required resolutions, operational procedures and responsible officer(s)/committee(s) for those areas of his/her responsibility.

Section 2. The Board of Commissioners shall be composed of five members consisting of a Commissioner of buildings and grounds, a Commissioner of ranges, game and shooting sports, a Commissioner of fishing & water sports and a Commissioner of special needs, projects and strategic planning and the current Club President. (ATTACH 1: Board of Commissioner's (BoC) Duties)

Three commissioners shall be elected by secret ballot of the General Membership, during the annual meeting, for a term of three (3) years or until his or her successor is elected and qualified. The fourth, the commissioner of special needs and shall be the immediate past President of the Club and his/her term expires when a newer past President is made available through the election process. The fifth commissioner shall be the current elected President of the Club. If all candidates seeking election on the ballot are running unopposed, the club Secretary shall cast his vote for the entire ballot thus electing all those named on the ballot and thus no secret ballot election would be held. No commissioner shall be eligible for election to a new term after having served two consecutive terms until the lapse of one (1) year from the termination of his or her Commissionership.

The three elected commissioners shall be divided in such manner that the terms of each commissioner shall expire, one year apart and their successors be elected at each successive Annual Meeting of the General Membership. The commissioner terms shall end on December 31st on the expiration year for each commissioner.

The "Chairman of the Board" shall be decided by a vote of the Board, and shall serve a two year term as Chairman. The Chairman or his designee shall preside at all Board of Commissioner meetings. A candidate must be an active member in good standing for at least two full years prior to running for a commissioner position. As current terms expire, anyone with an "active" club membership may run for that position. No individual may seek or hold more than one elected club office or Commissioner seat during a calendar year.

Section 3. Meetings of the Board of Commissioners shall be held quarterly. Special meetings of the Board may be called by the Chairman when deemed necessary, or on request of two (2) members of the Board. At all meetings of the Board, a majority of the Commissioners at the time in office shall constitute a quorum for the transaction of business and the act of a majority of the commissioners present shall be the act of the Board of Commissioners. Each commissioner and the active President shall hold one vote each on all matters.

Notice of meeting of the Board of Commissioners shall be given to each Commissioner at least three (3) days before the meeting if by mail, or at least twenty-four (24) hours before the meeting if given in person or by telephone.

Section 4. In addition to its other duties as stated in ATTACH 1; Thirty days (30) prior to each annual meeting, the Board shall conduct an audit of the Treasurer's books and an inventory of all Club Property rendering a written report of both at the annual meeting. This report shall be included as a part of the Treasurer's report.

The Board of Commissioners may spend up to \$500.00 per year, per project and/or situation, in the administration of their duties. In the event of emergency situations and situations whereby it is deemed reasonable that Board action be taken on behalf of the club. The Board is authorized to spend the amount needed to remedy such urgent situation and such expenditures must be reported to the membership at the next regular monthly meeting. Projects below \$1000.00 shall be handled by the elected officers who shall not act without membership approval during regular meetings. No project exceeding \$1000.00 may be authorized without the majority of the BoC voting in favor. Any project exceeding \$2000.00 requires BoC approval and the majority vote of the membership during a regular meeting. Any and all projects expending over \$1000.00 shall be put out to bid with no less than three (3) estimates being obtained. In addition, any Officer and Commissioner may compete for a job that is put out to bid by the club if they have the known expertise required.

Section 5. The office of any commissioner shall become vacant on his or her death, resignation, refusal or inability to act, removal from office, or expiration of term. In addition, if any commissioner shall fail to attend three (3) consecutive meetings of the Board of Commissioners, he or she may be deemed by the Board to have resigned, whereupon the office of such commissioner shall become vacant.

Any vacancy on the Board of Commissioners may be filled for the unexpired term at the next annual meeting. The active Willsboro fish & Game Club President shall assume the duties of the vacant commissioner position until filled.

Article VI

(OFFICERS)

Section 1. The officers of the Club shall be elected by secret ballot at the annual meeting of the Club each year and shall hold office for one year or until their successors are elected. If all candidates seeking election on the ballot are running unopposed, the club Secretary shall cast his vote for the entire ballot thus electing all those named on the ballot and thus no secret ballot election would be held. The officers shall consist of a president, a vice president, a secretary and a treasurer. No individual may seek or hold more than one elected club office or commissioner seat during a calendar year. No individual shall hold a club office for more than three (3) consecutive terms. After the lapse of one (1) year from the termination of his or her three consecutive terms the individual shall be eligible to run for office again.

Section 2. The President shall preside at all regular and special meetings of the Club and shall have general supervision of the affairs of the Club and shall see that all orders and resolutions of the Board of Commissioners are carried into effect. The President shall execute on behalf of the Club and may affix or cause his/her signature to be affixed to all instruments requiring such execution except to the extent the signing and execution thereof shall be expressly delegated by the Board of Commissioners

to some other officer or agent of the Club. The President is a member of the Board of Commissioners. He shall be an ex officio member of all committees and shall perform such other duties as usually pertain to the office of President. The President shall cast the tie-breaking vote in all deadlocked votes.

Section 3. The Vice President shall act under the direction of the president and in the absence or disability of the president, shall perform the duties and exercise the powers of the president. The Vice President shall chair all standing committees and assist as vice-chair on any other committee.

Section 4. The secretary shall attend all meetings of the Club and Board of Commissioners and keep minutes of the proceedings of both bodies. She/he shall conduct the correspondence of the Club and execute all business that she/he may be officially instructed to do by the Board of Commissioners. She/he shall give, or cause to be given, notice of all annual and special meetings of the members of the Board of Commissioners. The secretary shall be responsible for the calling of the rolls at all meetings of the Club and Board of Commissioners and thereby asserting a quorum of the body present to conduct business. The secretary shall serve as membership chairman, be responsible for member notification, solicit and receive all dues pending. She/he shall file a quarterly/annual report of membership and turn over the amount collected to the treasurer at the end of the annual collection date of December 31. Outstanding dues shall be monitored, collected and turned in to the treasurer as received. The duties of the secretary are not limited to but include; soliciting, collecting and finalizing advertisement agreements, managing club rentals and agreements, managing the development and maintenance of any website and/or Facebook page, managing the PO Box to include payment, mail collection and disbursement and response when appropriate.

Section 5. The treasurer shall receive all dues, assessments; fees, fines and such other monies from those responsible for collecting same, which may be due to the Club. He/she shall keep in ledger books or printable spreadsheets suitable for the purpose, a correct account of monies received and paid out. All monies received by him shall immediately be deposited in the name of the Club in such depositories as may be designated by the Board of Commissioners. Monies shall not be drawn upon the accounts of the Club except by checks signed by him as treasurer and other member(s) designated by the Board of Commissioners. He/she shall pay all bills from club funds and other indebtedness of the Club and shall submit a written report to the members at the monthly meeting of the Club. Checks written for over \$300.00 and not part of the Clubs normal maintenance bills shall require the signature of a second officer. Annually, at a meeting of the Board of Commissioners, the treasurer shall present a report showing in appropriate detail: (1) the assets and liabilities of the corporation as of a twelve month fiscal period terminating not more than six months prior to the meeting; (2) the principal changes in assets and liabilities during that fiscal period; (3) the revenues or receipts of the corporation, both unrestricted and restricted to particular purposes, for that fiscal period; and (4) the expenses or disbursements of the corporation, for both general and restricted purposes, during said fiscal period. The report shall be filed with the minutes of a meeting of the Board and used to complete the required annual Treasurer's audit at the end of the fiscal year by the Board of Commissioners or an appropriate person(s) or group to be selected by the Board of Commissioners. The treasurer's annual written report presented at Commissioners meeting shall be furnished to the members at the following regular monthly meeting. The duties of the treasurer are not limited to but include; managing club banking needs (accounts/ safety deposit/IRA/etc.), prompt payment of invoices as directed to pay and the management of annual Club raffles.

Section 6. Officers may spend up to \$50.00 in the administration of their regular duties during the fiscal year without membership approval. Officers needing additional funds shall first get authorization from the membership during a regular meeting. Exceptions of this are the President who may spend up to \$300.00 and the Secretary who may spend up to \$999.00 during the fiscal year in covering the administration costs of their regular duties. If additional funds are needed he shall first get authorization from the membership during a regular meeting. Any and all expenditures shall be reported to the Treasurer as they happen and included in the report at the next regular monthly meeting. No project exceeding \$1000.00 may be authorized without the majority of the BoC voting in favor. Any project exceeding \$2000.00 requires BoC approval plus the majority vote of the membership during a regular meeting.

Section 7. Compensation. No commissioner or officer shall draw compensation for any office held, with the exception of the Secretary and Treasurer. The Secretary and Treasurer may be paid a modest amount of not more than \$25 per meeting. In addition, any Officer and Commissioner may compete for a project that is put out to bid by the Club, providing they have the known expertise required.

Section 8. Any officer's position shall become vacant upon their death, resignation, refusal or inability to act, removal from office, or expiration of term. In addition, any officer who fails to attend six (6) consecutive regular meetings may be deemed by the membership to have resigned, whereupon the office shall become vacant.

In the case of the President's position becoming vacant the vice-President shall assume those duties and the past Willsboro Fish & Game Club President shall assume the duties of the vacant vice-president's position until filled. The past President may also act as interim Secretary or Treasurer should either of those positions become vacant. Should the past President be unable to fill any of the officer vacancies then the membership shall select a commissioner (s) to fill the required positions until a special meeting or annual meeting can be held.

ARTICLE VII

(COMMITTEES)

It shall be the duty of the President to appoint members to fill standing committees during the annual meeting and to appoint committee person(s) at the first meeting in January of each year, as needed.

Section 1. Standing committees:

1. Governance/ Nominating Committee: the governance nominating committee shall consist of the two members from the Board of Commissioners not up for re-election and three members from the general membership. The nominating committee will be appointed by the Chair of the Board during the Annual meeting for the purpose of submitting nominations and a periodic review of corporate operations to the full membership at the next annual meeting. This review should include but not be limited to any recommendations for change or amendments to these by-laws.
2. Competition Committee: the committee consists of the presidents three appointed members and is chaired by the vice-president. They are responsible for the management and operation of rifle competitions, annual turkey shoots and youth pheasant hunts.
3. County Fair committee: the committee consists of the presidents three appointed members and is chaired by the vice-president. They are responsible for the establishment of a booth and activities at the annual Essex County Fair should the membership vote to participate.

4. Raffle Committee: the committee consists of the presidents two appointed members and is chaired by the treasurer. They are responsible for the annual raffles to include but not limited to the printing, disposition of and collection of tickets required.

Section 2. Other Committees; Any other special or temporary committees shall be formed by direction from the BoC, at the discretion of the President or by a vote of the Club membership.

ARTICLE VIII

(REPEAL OR AMENDMENT OF BY-LAWS)

These by-laws may be repealed or amended by a majority vote of the membership present at any annual meeting, or at any special meeting of the Club called for such purpose, at which a quorum is present: provided, however, no such action shall change the purposes of the Club so as to impair its purpose, rights or powers under the laws of said Town or State. Notice of any amendment to be offered at any meeting shall be given, in writing, to the Governance Committee not less than thirty (30) days before such meeting. The Governance committee shall review the amendment presented and shall set forth such amendment to the membership by mail no less than 5 days before the proposed meeting. The proposed amendment must be approved by the majority of the quorum present during two such meetings and then presented at the Annual meeting for final approval and change.

ARTICLE IX

(RESOLUTIONS)

Any and all resolutions pertaining to amendments to Forests, Fish, and Game laws must be presented in writing in the regular order of the business and shall be signed with the full name and address of the person or persons offering the same. Resolutions shall be passed by a majority of the quorum present at a regular meeting to be considered approved. Resolutions of this nature shall be prepared in proper format, signed and forwarded to the applicable agency or person by the President. Any and all resolutions pertaining to the club itself must be presented to the BoC in writing and shall be signed with the full name and address of the person or persons offering the same. These resolutions and any from the BoC itself, shall be prepared, formatted, signed and forwarded to the club membership by the Chairman of the Board of Commissioners. The resolution shall contain a cover page with the BoC statement of desires for passage, or not, and the resulting vote of the commissioners on the resolution attached. Club resolutions are considered passed when the majority of the quorum present at a regular meeting votes to approve.

ARTICLE X

(MAINTENANCE/COMPENSATION)

During times of needed maintenance such as tree harvesting, plowing, mowing or other extensive need, the Club President shall act to solicit no less than three (3) bids from local businesses, organizations or individuals with the expertise to complete such work. No Director, officer of the Club or Member of a Committee shall receive any compensation or remission of dues for providing volunteer service(s) to the Club. Any member, regardless of position may bid, along with other local individuals and companies, for any Club maintenance contracts.

ARTICLE XI

(FISCAL YEAR)

The fiscal year of the Club shall commence on the 1st day of January and end on the last day of December of each year.

ARTICLE XII

(ORDER OF BUSINESS)

The Club's order of business shall follow as listed below;

- Pledge of Allegiance
- Reading of Minutes
- Treasurer's Report
- Introduction of guests
- Correspondence
- Reports of Committees
- Unfinished Business
- New Business
- Comments by guests and members
- Sick Call
- Adjournment

ARTICLE XIII

(DISSOLUTION)

Should the Willsboro Fish & Game Club, Inc. find reason to dissolve, the building and property shall be transferred to the Essex County Fish & Game League or New York State Conservation Council until such time as a new Fish and Game Club is organized in Willsboro.

Attachment 1 to Willsboro Fish and Game By-Laws

COMMISSIONER DUTIES

1. The Commissioners shall be responsible for the resolutions and procedures that govern the day to day operation of the Willsboro Fish & Game Club. These resolutions are enacted by the duly elected officers and committees of the Club.
2. Thirty days (30) prior to each annual meeting, the Board shall conduct an audit of the Treasurer's books and an inventory of all Club Property rendering a written report of both at the annual meeting. This report shall be included as a part of the Treasurer's report.
3. Each Commissioner shall prepare and have approved by the full Board of Commissioners required resolutions, operational procedures and responsible officer(s)/committee(s) for those areas of his/her responsibility.

a. COMMISSIONER OF BUILDINGS AND GROUNDS

1. Repairs and improvement of club physical facilities
2. Road and ground maintenance to include tree removal, pruning, grass and snow removal.
3. Insure review, compliance and update of any annual requirements or renewal of NYS 480 plan with Club Forester, State and Town Agencies.
4. Insure review, compliance and update of any boundary line postings of club property lines as per 480 A program & Insurance carrier
5. Insure review, compliance and update with New York State Electric and Gas, Club Insurance Carrier, town of Willsboro Codes, Zoning and Highway Depts.
6. Assemble a yearly master schedule listing dates and times for all known and reoccurring scheduled uses of Buildings and Grounds.

b. COMMISSIONER OF RANGES, GAME AND SHOOTING SPORTS

1. Insure both indoor and outdoor ranges have safety and rules
2. repair and development of all ranges
3. Hunter Safety Program
4. Annual Youth Hunts
5. All hunting and shooting activities on club grounds. i.e. turkey shoots, etc.
6. Coordinate with DEC and Law Enforcement.

c. COMMISSIONER OF FISHING & WATER SPORTS

1. Management of the Willsboro Fish and Game Club Pond, Wetlands & Brooks
2. Annual Youth Fishing Derby
3. Liaison with Essex County & NYS Fish Hatchery and Essex Soil and Water
4. Manage fishing activities on Club grounds
5. Coordinate with DEC Law Enforcement

d. **COMMISSIONER OF SPECIAL NEEDS, PROJECTS AND STRATEGIC PLANNING**

(immediate past President of the Club)

1. Develop and continually modify a long range plan (vision) for the activities of the Willsboro Fish and Game Club.
2. Coordinate special needs and projects as identified by club membership, officers and commissioners.
3. Act as a substitute for any club officer who is unable to fulfill his or her term of office until such time as they are able to resume their duties or a replacement officer is identified by the membership

Attachment 1 to Willsboro Fish and Game By-Laws

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