

BY-LAWS  
OF  
COLETA SPORTSMEN'S CLUB, INC.

ARTICLE 1

Purposes

The purposes of the Club are as follows:

To establish an organization for the pleasure, recreation, and social enjoyment of its members and to encourage the preservation of soil and wild game. The Club shall endeavor to provide facilities for these purposes in the form of a clubhouse and also facilities for its members to enjoy hunting, fishing, shooting sports, archery and camping. Guests are welcome to visit and participate in Club functions but must not camp, fish, or hunt. A further purpose of the organization shall be the encouragement of good sportsmanship and safety in all of its hunting, fishing, and other activities. The purpose of the organization is completely social and charitable and no money or earnings shall inure to the benefit of any private individual. In the event of dissolution, any assets of the Club, after satisfaction of obligations, shall be used for charitable purposes and shall not inure to the benefit of any member or shareholder.

The Club also has such powers as are now or may hereafter be granted by the General Not for Profit Corporation Act of the State of Illinois.

ARTICLE 2

Offices

The Club shall have and continuously maintain in this state a registered office and a registered agent whose office is identical with such registered office.

ARTICLE 3

Members

SECTION 1: CLASS OF MEMBERS

The Club shall have one class of members. Membership qualifications shall be as follows:

The membership of the Club shall be open to persons who are interested in actively participating in the purposes for which the Club is organized and in actively participating with the other members in the social and other activities of the Club.

## SECTION 2: VOTING RIGHTS

Each member shall be entitled to one vote on each matter submitted to a vote of the members.

## SECTION 3: TRANSFER OF MEMBERSHIP

Membership in this Club is not transferable or assignable.

## SECTION 4: BROTHERHOOD

Any problems or disagreements with any other member will be discussed at the next following meeting and not voiced in public. Brotherhood prevails at all times.

### ARTICLE 4

#### Meeting of Members

## SECTION 1: ANNUAL MEETING

An annual meeting of the members shall be held on the third Monday of March in each year beginning with the year 2019, at the hour of 7:00 PM, for the purpose of electing directors, electing officers and for the transaction of such other business as may come before the meeting. If the election of directors and officers shall not be held on the day designated herein for any annual meeting the elections shall be held at the next regular membership meeting.

## SECTION 2: SPECIAL MEETING

Special meetings of the members may be called by four officers, four directors, a combination of four officers and directors, or not less than one tenth of the members having voting rights.

## SECTION 3: PLACE OF MEETING

Meetings shall be held at the Trap Club House located on Blue Goose Road just North of Pilgrim Road, Chadwick, IL (West of Coleta, IL).

## SECTION 4: NOTICE OF MEETINGS

Regular meetings shall be held without notice on the 3<sup>rd</sup> Monday of each month.

## SECTION 5: QUORUM

Five members at any regular or special meeting shall constitute a quorum.

## ARTICLE 5

### Board of Directors

#### SECTION 1: GENERAL POWERS

The affairs of the Club shall be managed by its Board of Directors.

#### SECTION 2: NUMBER, TENURE, AND QUALIFICATIONS

The number of directors shall be no less than seven. Each director shall hold office until their successors have been elected and qualified. Directors must be members of the Club.

#### SECTION 3: REGULAR MEETINGS

A regular annual meeting of the Board of Directors shall be held without notice, other than this bylaw, immediately after and at the same place as, the annual meeting of members. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings of the board without notice other than such resolution.

#### SECTION 4: SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by four officers, four directors, or a combination of four officers and directors. Special meetings shall be held at the Trap Club House located on Blue Goose Road just North of Pilgrim Road, Chadwick, IL (West of Coleta, IL) or at a convenient location agreed to by a majority of the Board of Directors.

#### SECTION 5: NOTICE

Notice of any special meeting of the Board of Directors shall be given at least five days previously thereto by written notice delivered personally or sent by mail to each director at his address as shown by the records of the Club. If mailed, such notice shall be deemed delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except when a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these bylaws.

#### SECTION 6: QUORUM

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board

## SECTION 7: MANNER OF ACTING

The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or these bylaws.

## SECTION 8: VACANCIES

Any vacancy occurring in the Board of Directors shall be filled by the Board of Directors. A director selected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

## SECTION 9: COMPENSATION

Directors as such shall not receive any stated salaries for their services.

Provided that nothing herein contained shall be construed to preclude any director from serving the Club in any other capacity and receiving compensation therefore.

## ARTICLE 6

### Officers

## SECTION 1: OFFICERS

The officers of the Club shall be a President, Vice President, Treasurer, Secretary, and such other officers as may be elected in accordance with the provisions of the article. The members may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary.

## SECTION 2: ELECTION AND TERM OF OFFICE

The officers of the Club shall be elected annually at the regular annual meeting of the members. Vacancies may be filled at any meeting of the members. Each officer shall hold office until his successor has been qualified and duly elected. Officers must be members of the Club.

## SECTION 3: REMOVAL

Any officer or agent elected or appointed by the members may be removed by the members whenever in their judgment the better interests of the Club would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person removed.

#### SECTION 4: VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the members for the unexpired portion of the term at the next regular membership meeting.

#### SECTION 5: PRESIDENT

The President shall be the primary executive officer of the Club and shall, in general, supervise and control all of the business and affairs of the Club. He/she shall preside at all meetings of the members and the Board of Directors. He/she may sign, with the secretary or any other proper officer of the Club authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of the Club, and in general shall perform all duties as may be prescribed by the Board of Directors from time to time.

#### SECTION 6: VICE PRESIDENT

In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or the Board of Directors.

#### SECTION 7: TREASURER

If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his/her duties, in such sum and with such surety or sureties as the Board of Directors shall determine, any cost associated therewith to be borne by the Club. He/she shall have charge and custody of and be responsible for all funds and securities of the Club, receive and give receipts for monies payable to the Club from any source whatsoever, and deposit all such monies in the name of the Club in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of Article 8 of these bylaws, and in general, perform all the duties incident to the office of Treasurer and such other as from time to time may be assigned to him/her by the President or the Board of Directors.

#### SECTION 8: SECRETARY

The Secretary shall keep the minutes of the meetings of members and of the Board of Directors in one or more books provided for that purpose.

## SECTION 9: ASSISTANT TREASURERS AND ASSISTANT SECRETARIES

If required by the Board of Directors, the assistant treasurers shall give bonds for the faithful discharge of his duties, in such sum and with such sureties as the Board of Directors shall determine, any cost associated therewith to be borne by the Club. The assistant treasurers and assistant secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer, the Secretary, the President, or the Board of Directors.

## ARTICLE 7

### Committees

#### SECTION 1: COMMITTEES OF DIRECTORS

The Board of Directors, by resolution adopted by a majority of the directors in office, may designate Club Members as a chairman and committee members for each of the following standing committees:

1. Trap Shoots,
2. Entertainment,
3. Finance,
4. Grounds,
5. Archery,
6. Shooting Range,
7. Membership

Such committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Club, but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual director of any responsibility imposed upon him/her by law.

#### SECTION 2: OTHER COMMITTEES

Other committees not having and exercising the authority of the Board of Directors in the management of the Club may be designated by a resolution adopted by a majority of directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Club and the President of the Club shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Club shall be served by such removal.

#### SECTION 3: TERM OF OFFICE

Each member of a committee shall continue as such until the next annual meeting of the members of the Club when his successor is appointed unless the committee has been terminated

sooner. Committee membership may also be terminated when such member is removed from such committee, or unless such member shall cease to qualify as a member thereof.

#### SECTION 4: CHAIRMAN

One member of each committee shall be appointed chairman.

#### SECTION 5: VACANCIES

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

#### SECTION 6: QUORUM

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

#### SECTION 7: RULES

Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Board of Directors.

### ARTICLE 8

#### Contracts, Checks, Deposits, and Funds

##### SECTION 1: CONTRACTS

The Board of Directors may authorize any officers, agent or agents of the Club, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and behalf of the Club and such authority may be general or confined to specific instances.

##### SECTION 2: CHECKS, DRAFTS, AND ETC...

All checks, drafts of other orders for payment of money, notes, or other evidences of indebtedness issued in the name of the Club, shall be signed by such officer or officers, agent or agents of the Club in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an assistant treasurer and countersigned by the President or the Vice President of the Club.

### SECTION 3: DEPOSITS

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

### SECTION 4: GIFTS

The Board of Directors may accept on behalf of the Club any contribution, gift, bequest, or device for the general purpose of the Club.

## ARTICLE 9

### Books and Records

The Club shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Club may be inspected by any member, his agent, or attorney for any proper purpose at any reasonable time.

## ARTICLE 10

### Fiscal Year

The fiscal year of the Club shall begin on the 16th day of January and end on the 15th day of January of the following year.

## ARTICLE 11

### Membership Dues

### SECTION 1: ANNUAL DUES

The annual dues payable to the Club by members shall be \$60.00.

### SECTION 2: PAYMENT OF DUES

Membership dues shall be payable in advance of the 16th day of January of each year beginning on November 1<sup>st</sup> of the prior year.

## ARTICLE 12

### Waiver of Notice

Whenever any notice whatsoever is required to be given under the provisions of the General Not for Profit Corporation Act of Illinois, or under the provisions of the articles of incorporation, or



the bylaws of the Club, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated herein, shall be deemed equivalent to the giving of such notice.

### ARTICLE 13

#### Amendments to Bylaws

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the directors present at any regular meeting or at any special meeting, provided that at least five days written notice, delivered personally or sent by mail to each director at his address as shown by the records of the Club, is given of intention to alter, amend, or repeal and adopt new bylaws at such meeting, subject to the provision, however, that no change shall be made in the number of directors to be elected nor to the method of electing directors except by a majority of the members of the Club present at any regular membership meeting or at any special membership meeting.

These Bylaws were amended and adopted by the Board of Directors at a meeting held on March 18, 2019.