

THE MESQUITE SHOOTERS
A Non-Profit Cooperative Corporation
BYLAWS

Article I – Corporation

1. The name of the Corporation shall be: THE MESQUITE SHOOTERS (the “**Corporation**”). The Corporation may also be referred to as the MESQUITE SHOOTERS PISTOL CLUB.
2. The Corporation may at its pleasure by a vote of the majority of the membership body change its name.

Article II – No Capital Stock; Not To Be Carried On For Profit

1. The Corporation shall not have a capital stock, and its business shall not be carried on for profit.

Article III – Purposes

1. The purposes for which this Corporation have been organized are to promote safe responsible gun handling and to provide a safe venue for practical pistol target shooting. The Board of Directors may provide additional purposes as the Corporation may require.

Article IV – Membership

1. Membership in this Corporation is open to any person regardless of race, religion or sexual orientation, eighteen (18) years or older who is legally allowed to possess a firearm, or a minor who is accompanied by a parent or guardian who is a current member. The membership roster containing the list of current members (the “**Members**”) will be updated and maintained by the Secretary. Members cannot transfer or assign their membership to any third party.

Article V – Termination of Membership

1. A Member’s membership in the Corporation may be terminated by a majority vote of the Board of Directors for any one (1) or more of the following reasons:
 - (a) Use of alcohol or illegal drugs by a Member while at the shooting range or during events at the shooting range;
 - (b) Offensive or abusive language or behavior towards any Member or non-member, including but not limited to derogatory comments regarding political, religious, race, or sexual affiliations, while at the shooting range or during events at the shooting range;

- (c) The wearing of any clothing, hats or accessories that resemble military or hunting camouflage, which can create misinterpretations about the Corporation's purpose, while at the shooting range or during events at the shooting range;
 - (d) Failure to pay required membership dues;
 - (e) Disorderly, derogatory, or disruptive behavior at any Member meetings; and
 - (f) Any reason the Board of Directors may determine as being detrimental or negatively affecting the Corporation and its other Members.
2. A member may voluntarily terminate his or her membership at anytime by written or oral request to the Board of Directors. The name of the resigning member shall be removed from the Membership Roster and E-Mail list.
- 3 Membership dues are not refundable.

Article VI – Member Meetings

1. The Corporation will hold an annual meeting of the Members each year in the month of December, unless otherwise rescheduled by the Board of Directors.
2. The Corporation may at its pleasure, by a vote of the majority of its membership body, hold additional regularly scheduled meetings.
3. At least two (2) weeks prior to the annual meeting, the Secretary shall cause to be mailed, texted, or e-mailed to every Member in good standing at his/her address as it appears in the membership roll book of the Corporation, a notice of the time and place for the annual meeting.
4. The Board of Directors will designate the location for the annual and any special meetings of the Members.
5. The presence of at least nine (9) Members (counting the Board of Directors) at any annual or special meeting of the Members shall be necessary to constitute a quorum, and a quorum is required to conduct any Corporate business at an annual or special meeting of the Members. A minimum of one (1) Board of Director must be present.
6. Special meetings of this Corporation may be called by any of the following: (i) the President of the Corporation; (ii) a majority of the Board of Directors; or (iii) a majority of the Members by providing written notice to the President. The Secretary of the Corporation shall provide email, text, or written notice of the special meeting to all of the Members at least 10 days prior to the scheduled special meeting. The notice of the special meeting will include the date, time and location of the special meeting. The notice of the special meeting shall also include an agenda of the items to be discussed and the identity of the person or persons who called the meeting. The only Corporate items that can be discussed and the only Corporate business that can be transacted at a special meeting are the items identified and disclosed on the advance notice of the special meeting provided to all of the Members.

Article VII – Voting of the Members

1. In order for any vote to take place at an annual or special meeting, a quorum of Members must be present at the meeting. At all meetings, including an annual or special meeting, the voting may be orally or with the raise of hands.
2. A quorum of the Members must be present to vote on any matter of Corporate business at an annual or special meeting of the Members, and a majority vote of the quorum will constitute the approval and action of the Corporation.

Article VIII – Proposed Order of Business at a Member Meeting

1. The daily member sign in roster will constitute the meetings roll call to determine if a quorum is present.
2. Reading of the minutes of the preceding meeting, when applicable.
3. Reports of applicable committees.
4. Reports of Corporate officers.
5. Conduct agenda items of business and discuss items to include on the agenda for future meetings.
6. Vote on and elect new Board Directors and Officers in accordance with the schedule set forth herein.
7. Adjourn the meeting.

Article IX – Officers

1. The following are the current offices of the Corporation:
 - (a) President
 - (b) Vice President
 - (c) Secretary
 - (d) Treasurer
2. The Officers shall be nominated by members and elected by a majority vote. The nomination of officers shall be open from the first Saturday in November until the vote is called. The election of officers shall be on the first Saturday of December at a membership meeting unless otherwise directed by the Chairman of the Board. The offices of Secretary and Treasurer may be combined. Officers shall serve a one year term beginning on the first day of January.
3. The President shall be Chairman of the Board of Directors. The President shall:
 - (a) Preside at all meetings of the membership and the Board of Directors.

- (b) Present at each annual meeting of the Corporation an annual report of the activities and affairs of the Corporation.
 - (c) Appoint all committees temporary and permanent.
 - (d) See that all books, reports and certificates required by law are properly kept or filed.
 - (e) Be one of the Officers who signs checks or drafts on behalf of the Corporation.
 - (f) Have such powers as may be reasonably construed as belonging to Chief Executive Officer of any corporation.
4. The Vice-President shall be a Director on the Board of Directors. The Vice-President shall, in the event of a temporary absence or inability of the President to execute his or her duties, become acting President of the Corporation as if he or she had been duly elected President.
5. The Secretary shall be a Director on the Board of Directors. The Secretary may be one of the Officers who sign checks or drafts on behalf of the Corporation. The Secretary shall:
- (a) Keep the minutes and records of the Corporation in appropriate books.
 - (b) File any certificates required by any statute, federal or state.
 - (c) Give and serve all notices to members of the Corporation.
 - (d) Be the official Custodian of records and seal of the Corporation.
 - (e) Present to the membership at any meeting any communication addressed to the Secretary of the Corporation.
6. The Treasurer shall be a Director on the Board of Directors. The Treasurer shall:
- (a) Have care and custody of all monies belonging to the Corporation.
 - (b) Be solely responsible for monies and securities of the Corporation.
 - (c) Be one of the Officers who signs checks or drafts on behalf of the Corporation.
 - (d) Render at stated periods, as the Board of Directors shall determine, a written account of the finances of the Corporation. Such account shall be affixed to the minutes of the Corporation meeting.
 - (e) Exercise all duties incident of the Office of Treasurer.

No special fund shall be set aside that shall make it unnecessary for the Treasurer to sign checks issued upon it.

Articles X – Board of Directors

1. The business of the Corporation shall be managed by a Board of Directors. There shall be a minimum of four members on the Board of Directors.
2. The elected Officers shall be Directors on the Board of Directors. Additional Directors may be appointed to the Board of Directors, as needed, by the Chairman of the Board.

3. The President by virtue of his or her position shall serve as Chairman of the Board.
4. A Chief Range Safety Officer may be appointed by the Chairman of the Board of Directors and shall if appointed serve as a Director on the Board of Directors. The Chief Range Safety Officer shall:
 - (a) Serve continuously unless removed by the Chairman of the Board or voluntarily resigns.
 - (b) Make recommendations on safety guidelines, membership hand book and procedures as necessary to the Board of Directors for adoption and implementation.
 - (c) At the direction of the Board of Directors oversee the selection, training and duties of the Range Safety Officers.
5. The Board of Directors shall have the control and management of the day to day affairs and business of the Corporation.
6. The Board of Directors shall meet annually and more frequently as needed to conduct the business of the Corporation. All Board members shall be given advanced notice of any Board of Directors meeting. A majority of Directors must be present at any meeting to constitute a quorum and conduct business. Each Director shall have one vote. Voting may not be done by proxy.
7. The Board of Directors may make rules, regulations and guidelines governing its meetings and corporate business and activities as the Board, in its discretion, may determine necessary.
8. Unexpected vacancies on the Board of Directors, other than Chief Range Safety Officer, caused by resignation, sickness or other reasons, shall be nominated and elected by a majority vote of the Members for the balance of the year.
9. A Director, by unanimous vote of all other Directors, may be removed for cause, including but not limited to, repeated absence from Board of Directors meetings or membership meetings, failure to fulfill Corporate responsibilities, disqualification for membership and a breach of duty, loyalty or care to the Corporation.

Article XI – Range Safety Officer

1. The "Range Safety Officer" position in and of itself is not an "Officer" position, the name "Range Safety Officer" is merely a sport-wide standard title of the volunteer duties performed. A "Range Safety Officer" position is a volunteer position only. However, any member who volunteers for this position must complete and pass a classroom safety course as well as demonstrate proficiency on the range and finally be approved by the Board of Directors and Officers in order to become an active "Range Safety Officer". A "Range Safety Officer" (RSO) serves at the pleasure of the Board of Directors.

2. Any member who is an active "Range Safety Officer", may also become an "Officer" or "Board of Director" if he or she is nominated and duly elected to an Officer or Board of Director position in the manner and style provided for election of Corporate Directors and Officers.

Article XII – Committees

1. All committees of this Corporation shall be appointed by the Board of Directors and their term of office shall be for the term of one year or less if sooner terminated by the action of the Board of Directors. Any Committee or Member may be reappointed to serve additional terms.

Article XIII– Dues

1. The Members, by a majority vote, may determine the amount necessary for dues and fees paid to the Corporation such as annual membership dues, gun range dues/fees, and other costs associated with the operation of the Corporation that would be conferred upon its Members.

Article XIV – Dissolution

1. The Corporation may be dissolved and its affairs wound up voluntarily by the written request of a majority of the Members. The request must be addressed to the members of the Board of Directors, specify reasons why the winding up of affairs of the Corporation is deemed advisable, and name three (3) persons who are Members to act as trustees in liquidation and in winding up the affairs of the Corporation. The act of a majority of the members of the Board of Directors as trustees remaining in office is the act of the members of the Board of Directors as trustees.
2. Upon filing the request with the Directors and in the Office of the Secretary of State, all powers of the Directors cease.

Article XV – Amendments

1. The power to make additional bylaws and to alter the bylaws adopted herein shall be by the majority vote of the Members. However, the Corporation may, by resolution adopted by a majority vote, or by written consent of a majority of the Members, confer that power upon the Board of Directors. Bylaws made by the Board of Directors under power so conferred, may be altered by the Board of Directors or by the Members. The written consent of a majority of the Members suffices to adopt bylaws in addition to those adopted herein and to amend or repeal any bylaw.

Article XVI – Standing Rules

1. Standing rules may be approved by the Board of Directors, and the Secretary shall keep a record of the standing rules for future reference.

CERTIFICATION

The undersigned duly elected Secretary of the Corporation does hereby certify that, in accordance with NRS 81.470, the foregoing Bylaws were adopted by the Members representing a majority of the votes, effective as of this ____ day of May, 2017.

Victoria Jenks, Secretary