

BY-LAWS OF THE WEYMOUTH'S SPORTSMEN'S CLUB INC.

REVISED SPRING 2015

The organization shall be known as the Weymouth Sportsmen's Club, Inc.

PURPOSE
ARTICLE 2(a)

Weymouth Sportsmen's Club Incorporated is organized exclusively for educational and Sporting purposes including, for such purposes, the making of distributions to organizations That qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Weymouth Sportsmen's Club Incorporated promotes legitimate sport with rod and gun including handguns, 22 caliber rifles, bows and other field sports and supports propagation and conservation of fish and wildlife. No part of the net earnings of Weymouth Sportsmen's Club Incorporated shall insure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

No substantial part of the activities of the corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate or public office.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) By any organization except from federal income tax under section 501 (c) (3) The Internal Revenue code, corresponding section of any further federal tax code, or (b) By an organization, contributions to which our deductible, under section 170 (c) (2) Internal revenue code, or corresponding section of any future federal tax code.

Weymouth Sportsmen's club Incorporated is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its purposes. No part of the receipts, or net earnings of the corporation shall insure to the benefit of, or Distributed to any individual. The corporation may, however, a reasonable compensation for services rendered, and make other payments and distributions consistent with these articles.

DISSOLUTION, ARTICLE 2(b)

Upon the dissolution The corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) The internal revenue code, or their corresponding section of any further federal tax code. Any assets not so dispose she'll be disposed of by our court of competent jurisdiction in the county in which the principal office of the corporation is located. Disposal shall be made exclusively for exempt or public purposes shall be made to such organization or organization as the Court shall determine to be organized exclusively for such purposes.

OFFICERS – Article 3

Section 1. He elected officers shall be president, President, Secretary, Treasurer, Assistant Treasurer, Sergeant-at-arms and a board of Trustees. Oh hold office for one year commencing at the beginning of new business at the October business meeting and including at the conclusion of all business at the October business meeting or unless successors are elected or appointed.

Section 2. The organization shall consist of various standing committees as deemed necessary by the president with the approval of the executive board.

Section 3. The officers, together with the chairman of all standing committees shall constitute the executive board.

Section 4. Executive board, which shall meet at least once every month and shall plan and direct the work of the organization. A majority of the board shall constitute a quorum.

Section 5. The standing committees shall be announced by the President.

Section 6. Duties of the president: The President shall preside at all meetings of the club and of the executive committee. He shall be a member ex officio of all regular and special committees and shall perform such duties that pertain to his office. The president has no vote, except in the event of a tie. The President shall be limited to two consecutive one year terms.

Section 7. The Vice-President: The Vice-President shall Form the duties of the President and his absence or at his request.

Section 8. Duties of the Secretary: the Secretary shall undertake such correspondence as the President or executive board shall direct. He shall keep a true record of all meetings of the organization and of the Executive Board and have custody of the books and papers of the club.

Section 9. Duties of the treasurer: The treasurer shall be bonded and shall have charge of all funds of the organization and shall place same and such bank or banks and may be approved by the executive committee such money shall be withdrawn by check, signed by the treasurer or assistant treasurer, according to such procedures as may be approved by the Executive Board. The treasurer shall keep an accurate account of all transactions and shall render a detailed report with vouchers at any meeting of the executive committee when requested and an annual report to the organization at its annual meeting.

Section 9a. Duties of the Assistant Treasurer: The assistant Treasurer shall perform the duties of the Treasurer in his absence or at his request, if needed.

DISSOLUTION, ARTICLE 2(b) Continued

Section 10. Duties of the Sergeant-at-Arms: at the direction of the presiding officer, the sergeant-at-arms shall enforce good order and decorum at business meetings. He shall call the roll of officers and keep an accurate record of attendance of all members at the business meetings.

Section 11. Duties of the Trustees: It shall be the duty of the Board of Trustees to audit the financial records of the Weymouth Sportsmen's Club Inc. and the Weymouth Junior Sportsmen's Club at the end of the fiscal year. A full report of such auditing shall be made at the December business meeting of each year. The auditing shall be witnessed by the treasurer, treasurer elect, and junior treasurer.

Section 12. Duties of the Manager: the Club Manager shall be appointed by the president with Board approval. He shall contract no bills without authorization of the Executive Board. He shall be responsible for the provision and disbursement of refreshments and be in charge of all the keys to the refreshment area. He shall keep an accurate account of his transactions and render a detailed report with vouchers at all meeting of the Executive Board and an annual report to the organization at the December business meeting.

Section 13. Duties of the Range Officer: The Range Officer shall be appointed by the President with Board approval. He shall be in charge of the ranges of the Club and keep same in repair. He shall have the authority to set range safety rules, range procedures. He shall see to the supervision of the firing line at all times and will enforce safety rules. Range priorities, house rules and Club By-Laws. He shall contract no bills without the approval of the Executive Committee. The Range Officer may appoint Assistant Range Officers as he deems necessary to carry out his duties and responsibilities. The Range Officer must hold in good standing a Range Officers' certificate from the NRA.

Section 14. Duties of the Membership Chairman: The Membership Chairman shall be appointed by the President with Board approval. He shall keep records of Life, Associate and Regular members. He shall issue keys as directed and authorized by the President. He shall report membership status at each monthly business meeting.

Section 15. Vacancies: In the event of the resignation or inability of any member of the Executive Board to fulfill his obligations, his term of office shall automatically cease.

Section 16. Recall of Officers: A special meeting for the purpose of holding a recall vote for any elected officer may be called at any time in accordance with the provisions of Article 6, Section 3 of these By-Laws. A majority vote of the Executive Board shall be required to remove any officer. The appointed Comptrollers consisting of past Presidents sitting on the current board have the authority and equal shared power as the sitting President. They oversee all financial and every day functions and business of the Club.

The Comptrollers, past Club Presidents sitting on the current board have authority similar to the current sitting President. They oversee all financial and everyday functions of the Club.

ELECTION OF OFFICERS, Article 4

Section 1. Nominating Committee: At the regular June Meeting, the President and Executive Board appoints a Nominating Committee to submit a slate of Officers. Comptrollers are part of the Nominating Committee. The slate will be posted 7 days before the October elections. Club Members that wish to run must submit a letter of intent 30 days before the election. They must be a Club Member for at least 3 years.

Section 2. No Club member shall be eligible to assume elective office unless his dues are up to date and has been a member of the club for three years. To run for president or vice president, one must have been on the executive board for at least two years. In the event of a vacancy on the board or officers, their current board Mabel to appoint a temporary person to fill the position.

Section 3. The October business meeting, election shall be held by secret ballot. If no qualified candidates run, the Executive Board run the club.

MEMBERS, Article 5

Section 1. Person at least 18 years of age may become a member of this organization by payment of one year's dues and initiation fee as described in article 8, section 1, provided (1), Application card is signed by an endorsed by the screening committee and (2), the applicant is approved by the membership at the regular business meeting.

Section 2. Application for membership shall be submitted through the Membership Committee chairman of the organization.

Section 3. Applications for membership must include the applicant's pistol permit or FID number, if applicable and NRA membership number.

Section 4. Any member whose conduct shall be decided by a majority vote of the executive board to have been injurious to the interest or welfare of the club shall forfeit his membership rights. The executive board may vote not to except renewal if any member who has displayed actions detrimental to their club or members.

Section 5. Executive Board can choose not to accept the renewal of a person who has done something detrimental to the Club. Any person who has been convicted of a felony shall be admitted to the membership only upon a favorable vote of the Executive Committee. Any member who is convicted of a felony shall have his membership immediately suspended pending an investigation by the Executive Committee.

Section 6. Every prospective member must be investigated and interviewed by the Screening Committee appointed by the President. New applications may not be acted upon until the Screening Committee has approved them or referred them to Executive Committee. The application, if approved by the Screening Committee will be brought on the floor of the next business meeting for a vote by the body.

MEMBERS, Article 5 Continued

Section 7. The Executive Committee may accept new members if no business meeting is held or because of the lack of a quorum on the date of a regular scheduled business meeting.

Section 8. All persons applying for membership in the Club agree to accept as binding and abide by all By-Laws, House Rules and Range rules of the Weymouth Sportsmen's Club.

Section 9. Masculine pronouns used in these By-Laws are for grammatical convenience only and are understood to apply to members of either sex.

MEETINGS, Article 6

Section 1. The fiscal year shall begin on September 1 and on August 31 of the following year.

Section 2. Unless ordered otherwise by the Executive Board, the organization shall hold its general business meeting of the first Tuesday of each month at 8 PM, at the Weymouth club house unless changed by the executive board and posted and advance. The executive board shall meet on the first Tuesday of the month at 7 PM. Any member in good standing may attend an Executive Board meeting unless it goes into executive session.

Section 3. A special meeting may be called by the executive committee. At any time, 10 members in good standing may petition for a special meeting and only that special business may be discussed and voted on.

Section 4. All regular meetings and special meetings shall be in charge of the president or other elected officials in accordance with the parliamentary procedure. Annual reports of all officers and standing committees shall be presented at the annual meeting before the election of officers.

Section 5. Ten percent of the members in good standing or one-half of the Executive Committee present at a regular or special meeting shall constitute a quorum and no business shall be transacted unless a quorum is present.

Section 6. In the event of any conflict and the interpretation of these By-Laws or in the interpretation of Robert's rules of order, and interpretation adopted by the executive committee shall be conclusive and binding on the Club and its members.

DUES AND ASSESSMENTS, Article 7

Section 1. The annual dues shall be recommended by the Board of Trustees by the scheduled date of the December business meeting. The dues shall be determined by the basic annual operating cost of the organization and the members liable for its upkeep and preservation.

Section 2. Dues and assessments are due and payable by September 2nd business meeting. There is a grace period until December 1st. All dues must be paid on or before the December business meeting.

INITIATION, Article 8

Section 1. All applicants for membership shall be required to pay an initial fee as determined by the Executive Board. This fee shall apply to delinquent members as well as to new applicants. All fees are to be determined by the Executive Board.

SPECIAL MEMBERS, Article 9

Section 1. Members who are unable to participate in the activities of the club by reason of active military service and the United States Armed Forces shall be exempt from payment of dues and placed on inactive list, retaining their continuous membership during such military service. Service Membership may be maintained for an initial enlistment only and not for re-enlistment.

Section 2. All instructors using Club facilities must follow training rules and regulations.

COMMITTEES AND EXPENDITURES, Article 10

Section 1. The Executive Board must approve all bills against the organization before they are paid by the treasurer. No officer or chairman or any committee other than the club manager may incur any expense or obligation to the organization in excess of one hundred and fifty dollars without an authorization and appropriation by the Executive Board.

PRIVILEGES, Article 11

Section 1. Except as modified in Section 3 of this Article, every member shall enjoy access to and use of the Clubhouse and grounds and use of the indoor range and the outdoor archery ranges with the understanding that their use and conduct thereon shall not interfere with any organized event approved by the Executive Committee. The Executive Committee may limit access to certain areas of the Club in the interest of safety or security.

Section 2. Every member shall enjoy the unlimited use of the fish pond for fishing, casting and skating.

Section 3. Any member wishing to have a key to the indoor firing range must present evidence of current membership in the National Rifle Association (NRA) and MA Pistol Permit (FID).

Section 4. All members hosting a guest are solely responsible for their guests' behavior, conduct, care, custody and control of firearms and/or archery equipment being utilized by that guest. While on any of the ranges, the person shall only occupy ONE position with his guest, supervising all actions and behaviors of his guest at all times.

GENERAL REGULATIONS, Article 12

Section 1. Amendments: These By-Laws may be altered or amended by a 2/3 majority vote of the Executive Board and a 2/3 majority of regular members present at the general meeting provided that all members have notice of the amendments at least 5 days before the general meeting.

Section 2. Real Estate: Any proposal involving purchase, sales, mortgage, encumbrance of alienation in any way or real estate may be voted by 2/3 majority vote of the Executive Board and 2/3 majority vote of regular members present at the general meeting.

Section 3. All Range Rules shall be incorporated by reference and fully enforced by this article, the Executive Board and the members of the Weymouth Sportsmen's Club Inc.

JUNIOR ORGANIZATION, Article 13

Section 1. The Weymouth Sportsmen's club may sponsor our youth program, known as the Weymouth Sportsmen's club junior program.

Section 2. Junior Program shall be open to all boys and girls between the ages of 10 and 18.

Section 3. The Program shall enjoy its own autonomy in organization and in the conduct of its affairs, however, it shall be bound by the Club By-Laws, rules, and regulations.

Section 4. The Program shall have a senior advisor, chosen by the executive board, to serve on the Executive Board. He shall assist the juniors in organizing, advising, and guidance of the program.

Section 5. All matters of policy, decided upon by the Weymouth Sportsmen's Club Inc., shall be binding on the Junior Program.

Section 6. Any member of the Junior Program, on attaining the age of 18 years, may join the senior club, provided such member pays the usual dues and is accepted as a member by the Senior Club. He shall be exempt from the initiation fee.

Section 7. The Junior Program Treasurer shall submit a complete financial statement to the Senior Club Treasurer at the end of the fiscal year.

CONFLICT OF INTEREST POLICY AND AGREEMENT FOR WEYMOUTH SPORTSMEN'S CLUB INCORPORATED PURPOSES, Article 14

Article 1. Purposes: It is important for Weymouth Sportsmen's Club Incorporated officers and directors and any staff to be aware that both real and apparent conflicts of interest or dualities of interest sometimes occur in the course of conducting the affairs of the corporation and that the appearance of conflict can be troublesome even if there is in fact no conflict whatsoever. Conflicts occur because the many persons associated with the corporation should be expected to have, and do in fact generally have multiple interests and affiliations and various positions of responsibility within the community.

PURPOSES, Article 14 continued

In these situations a person will sometimes owe identical duties of loyalty to two or more corporations. The purpose of the conflict of interest policy is to protect the corporation's tax-exempt interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or might result in a possible excess benefit transaction. The policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Conflicts are undesirable because they potentially or eventually place the interests of others ahead of the corporation's obligations to its charitable purposes and to the public interests. Conflicts are also undesirable because they often reflect adversely upon the person involved and upon the institutions with which they are affiliated, regardless of the actual facts or motivations of the parties. However, the long-range best interest of the corporation do not require the termination of all association with persons who may have real or apparent conflicts that are harmless to all individuals or entities involved.

Each member of the board of directors and staff of the corporation has a duty of loyalty to the corporation. The duty of loyalty generally requires an officer or directors or any staff member to prefer the interest of the corporation over themselves or the interests of others. In addition, the officers and directors and staff of the corporation shall avoid acts of self-dealing which may adversely affect the tax-exempt status of the corporation or cause there to arise any sanction or penalty by a governmental authority.

In connection with an actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Executive Board considering the proposed transaction or arrangement.

DEFINITIONS, Article 2

2.1 Interested Person Any director, principal officer, or member of a committee with governing or delegated powers, who have a direct or indirect financial interest, as defined below, is an interested person.

2.2 Financial Interests Person has a financial interest if the person has, directly or indirectly, through business, and vestment, or family:

(a) Ownership or investment interest in any entity with which the corporation has a transaction or arrangement.

(b) Our compensation arrangement with the corporation or with any entity or individual with which the corporation have the transaction or arrangement.

(c) A potential ownership or investment interest in, or compensation arrangement with, and entity or individual with which the corporation is negotiating a transaction or arrangement.

DEFINITIONS, Article 2 continued

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. Natural interest is not necessarily a conflict of interest. Under article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

PROCEDURES, Article 3

3.1 Duty to Disclose: In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

3.2 Determining whether a conflict of interest exists: After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. Remaining board or committee members shall decide if a conflict of interest exists.

3.3 Procedures for addressing the conflict of Interest:

(a) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(b) The Chairperson of the governing board or committee shall, if appropriate, appoint an interested person or committee to investigate alternatives to the proposed transaction or arrangement.

(c) After exercising due diligence, the governing board or committee shall determine whether their corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

3.4 Violations of the Conflict of Interest policy:

(a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the bases for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, and shall take appropriate disciplinary and corrective action.

RECORDS OF PROCEEDINGS, Article 4

4.1 Minutes: The minutes of the governing board and all committees with board delegated powers shall contain:

(a) The names of the persons who disclose or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

COMPENSATION, Article 5

5.1 A voting member of the executive board who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

5.2 A voting member of any committee whose jurisdiction include compensation matters and who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

5.3 No voting member of the Executive Board or any Committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to any Committee regarding compensation.

ANNUAL STATEMENTS, Article 6

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

(a) Has received a copy of the conflicts of interest policy.

(b) Has read and understand the policy.

(c) Has agreed to comply with the policy, and

(d) Understands that the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

PERIODIC REVIEWS, Article 7

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management corporations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

USE OF OUTSIDE EXPERTS, Article 8

When conducting the periodic reviews as provided for in Article 7, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Executive Board of its responsibility for ensuring periodic reviews are conducted.

CERTIFICATE OF ADOPTION OF CONFLICT OF INTEREST

POLICY AND AGREEMENT

I do hereby certify that the above stated Conflict of Interest Policy and Agreement for Weymouth Sportsmen's Club Incorporated were approved and adopted by the Board of Directors on:

___/___/___
DD/MM/YEAR

Clerk: _____

Date: _____