

# **THE DIA ROD & GUN CLUB, INC.**

## **BYLAWS**

### **ARTICLE I ORGANIZATION AND NAME**

The DIA Rod & Gun Club (hereinafter referred to as the “Club”) is created by charter approved by the Commonwealth of Virginia. It is a not for profit, nonstock corporation supported entirely by dues and other miscellaneous revenues from its membership. It is not in any way affiliated monetarily with the Defense Intelligence Agency but in honor of its roots in DIA continues to sponsor the DIA annual deer hunts at Fort A. P. Hill, Bowling Green, VA.

### **ARTICLE II MEMBERSHIP**

Membership is open to all sportsmen and sportswomen who support the Club’s purpose and who have been nominated by a current member in good standing. Continued membership in good standing is extended to active members whose dues remain current. The Board of Directors may suspend acceptance of new memberships for limited periods of time when unusual circumstances dictate.

### **ARTICLE III BOARD OF DIRECTORS**

**A.** The Club will be administered by a Board of Directors elected by the general membership for a term of two (2) years. There will be a maximum of nine (9) and a minimum of five (5) active Directors. They will include the officers of the Club per Art.V (President, Vice President, and Secretary). The Board of Directors shall have the entire management of the business of the Club, and shall formulate and approve such procedures, policies, and programs as may be necessary to achieve the purposes of the Club.

**B.** Meetings of the Board will be called by the President. In any case, no less than one quarterly meeting is required, ideally in January, April, July, and October. Special meetings may be called as necessary by the President. Board meetings may be held electronically via the Internet or by telephone as appropriate. Notice of meetings, stating times and place, shall be given to all Board members by the Secretary two weeks in advance of the meeting. E-mail may be used when possible. A simple majority of the elected Board must be present at any meeting to constitute a quorum for the transaction of business. A simple majority of this properly constituted Board shall decide all motions before the Board. An unresolved tie vote is a defeat of the motion before the Board.

**C.** Resignations and Vacancies of Board Members. Any officer or member of the Board of Directors may resign at any time by giving oral or written notice to the Board or Directors, or to any officer of the Board. Any such resignation will be effective on the date prescribed therein, or if no date is therein prescribed, upon its acceptance by the Board. If the office of any member of the Board becomes vacant for any reason prior to the normal expiration of an elected term, the Board may select a successor who shall hold that office for the duration of the unexpired term.

## **ARTICLE IV**

## **MEETINGS**

A. General membership meetings shall be held semi-annually in the spring and fall of each year and will be announced in the Club bulletin and by e-mail. All members in good standing are encouraged to attend. These meetings usually revolve around a meal and will include a short business meeting of the Club where the Officers and Board members will report the status of Club activities and upcoming opportunities. Sometimes additional activities are planned for the members' enjoyment such as skeet shooting, sporting clays, informational demos, etc.

## **ARTICLE V**

## **OFFICERS**

A. The officers of the Club shall be a President, a Vice President, a Treasurer and a Secretary. At the beginning of each biennial term of office in January, the Board by a majority vote of those present shall select a President, a Vice President and a Secretary from among its members. The Treasurer shall be appointed by the President from the general membership and serve at the pleasure of the Board after such appointment has been endorsed by the Board. All other officers shall serve for a period of two years, and/or until their successors are elected and assume the duties of their respective offices.

B. The President shall preside at all meetings of the Board and shall act as the Executive of the Board, and of this Club.

C. The Vice President shall act for and assume the duties of the President during his absence.

D. The Secretary shall issue all official correspondence, record the minutes of all meetings of the Board, notify Board members of meetings, conduct Board elections, and perform such other administrative functions as may be required in accomplishing the business of the Board. The Secretary will maintain a standing list of Club Rules comprising the Board's cumulative approved policies and procedures. The records of the Secretary shall be the property of the Club and shall be subject at all times to inspection and control of the Board of Directors.

E. The Treasurer shall be the custodian of all Club funds and will (1) establish and maintain a system of accounting using currently acceptable public accounting procedures, (2) provide the Board with a comprehensive written balance sheet at the first quarterly Board meeting each year, and (3) provide a written financial report to the general membership at the semi-annual meetings. The Treasurer may make disbursements from Club funds only as directed by the Board.

## **ARTICLE VI**

## **REVENUES AND EXPENDITURES**

A. Revenues of the Club shall consist of

- initiation fees, if needed, and annual dues paid by members.

- incidental revenues from Club sponsored activities.

B. Annual dues for maintaining membership in the Club will be determined by the Board annually in anticipation of expected expenses for the calendar year. The approved amount will be announced in the first Club bulletin following the Board action; dues are then due and payable within 30 days from date of the bulletin announcement. After ninety days, inaction on dues payment will cause a removal from the Club roster and mailing list.

C. Expenditures may be made from the treasury with prior Board approval for:

- Payment of operating expenses of the Club, including annual Virginia registration fees.
- Procurement of equipment, and services and leasing of facilities for promoting the purposes of the Club.
- Payment of subsidies for approved club activities.
- Prizes to be awarded for activities sponsored by the Club.

D. Approval of the majority of the members of the Board of Directors present at any meeting shall be necessary for the disbursement of Club funds, and such approval, duly recorded in the minutes of meetings of the Board, shall be the authority for such disbursements. All disbursements will be backed by a valid receipt. No member of the Club may make expenditures on behalf of the Club nor exceed a previously approved limit without prior documented Board approval.

E. Individual members and other organizations shall have no proprietary interest in the funds of the Club except as discussed in Article X, Dissolution. All excess funds generated by Club sponsored activities accrue to the Club and shall be expeditiously returned to the Treasurer and deposited in the Club bank account.

## **ARTICLE VII                      ADDITIONAL OFFICERS AND AGENTS**

The President, with Board approval, may designate additional Club members as specific functional agents, as necessary, to achieve the purposes of the Club.

## **ARTICLE VIII                      COMMITTEES AND RESPONSIBILITIES**

A. The Board may, as necessary, establish standing or ad hoc committees composed of Club members to carry out various functions and activities of the Club. A committee may consist of as few members as one, with the powers and duties of each committee prescribed by the President and endorsed by the Board. Each committee will select its own chairperson, normally a volunteer who reports to the Board through the President, or when designated by the President, through another Board member.

B. Each committee chairperson shall submit a proposed budget for the upcoming year at the January quarterly meeting. He shall submit his expenditures with appropriate documentation to the treasurer as

