

VILLAGES STRAIGHT SHOOTERS

BY-LAWS

ARTICLE I – Name

The name of this organization shall be the Villages Straight Shooters, Inc. operating within the guidelines of a Villages Lifestyle Club, (hereinafter “Club”). The organization shall also do business as the “Villages Straight Shooters.”

ARTICLE II – Purpose

This organization is organized exclusively for charitable and educational purposes as a Florida non-profit corporation.

ARTICLE III – Membership

Section 1. Eligibility. Any resident of The Villages, or a guest who possesses a current Villages identification card, who can legally own firearms, may become a member of this Club upon completion of the member application and payment of dues.

Section 2. Dues. The amount of member dues for joining the Club and renewing memberships shall be set by the Board. The dues shall be payable annually on the anniversary of joining the ~~club~~Club or the last renewal payment. Members shall be ~~provided~~provided advance notice when their renewal payments are due. Members who fail to pay their dues by the due date will be dropped from the ~~club~~Club registry and will no longer be able to participate in any ~~club~~Club event reserved for members exclusively.

ARTICLE IV – Board of Directors

Section 1. The Board of Directors (~~Board~~) shall provide broad management oversight and strategic direction for the ~~club~~Club. The Board of Directors may adopt rules and regulations governing the conduct of board meetings and the general management of the ~~club~~Club as they deem proper, not inconsistent with these Bylaws.

Section 2. The Board of Directors shall be comprised of ~~at least four (4) Directors and may be expanded to not more than six (6) Directors by a majority vote of the Board. Should the Board appoint additional Directors, those Directors shall serve until the next scheduled election.~~

Section 3. All Directors shall maintain individual membership in the National Rifle Association for their tenure in office, shall be full-time residents of the Villages, and shall have been a ~~club~~Club member for one (1) year prior to their election unless this requirement is waived by the Board.

Each Director shall hold a specific Board Member Seat as indicated below:

Board Member Seat 1 – Elected

Board Member Seat 2 – Elected

Board Member Seat 3 – Elected

Board Member Seat 4 – Elected

Board Member Seat 5 – Elected

Board Member Seat 6 – Elected

~~Board Member Seat 1 – Elected~~

~~Board Member Seat 2 – Elected Board Member Seat 3 – Elected Board
Member Seat 4 – Elected Board Member Seat 5 – Elected Board
Member Seat 6 – Elected~~

Directors of even numbered seats shall stand for reelection in even numbered years, and Directors of odd numbered seats, in odd numbered years.

Section 4. Should one or more Board members resign from the Board or depart for any other reason, remaining Board members shall elect replacement(s) by a majority vote for vacant Board position(s). Such replacement Board members shall complete the term of the Board member being replaced and must meet the requirements as established in Article IV, Section 3 above.

Section 5. The Chairman of the Board, elected by a majority vote of the Board of Directors, shall preside over Board meetings, set the dates, times, locations, and agendas for the Board meetings. The Club President shall be a full voting member of the Board but shall not serve as Chairman of the Board.

Section 6. Special Board meetings may be called to deal with specific issues by the Board Chairman or by majority vote of Board members with notice to the Secretary including the purpose, time, and place of the meeting.

Section 7. A simple majority of current Board members shall constitute a quorum.

ARTICLE V — Officers

Section 1. The ~~officer~~**Officers** of the ~~club~~**Club** shall be ~~The President, and Vice President, Treasurer and Secretary, and The President and Vice President~~ shall be elected by the ~~club~~**Club** membership according to the election procedures set forth below in ARTICLE VII. ~~(See Article VI) The Treasurer and Secretary shall be appointed by the President with the advice and consent of the Board of Directors.~~

Section 2. The term of office for the President and ~~Vice President~~**Vice President** shall be, two (2) years (or until their successors are elected)

Section 3. The President shall be fully responsible for the day-to-day operations of the Club including financial management, education programs, shooting programs, member services, and general administration in accordance with the strategic directions and broad directives established by the Board of Directors. The President shall have the same voting privileges as any other member, Director, or Officer in any matter before any committee, Board of Directors meeting or membership meeting.

Section 4. The President shall appoint direct reporting functional managers, ~~including a Treasurer, Secretary,~~ or other administrative managers consistent with the approved organizational structure, with the advice and consent of the Board of Directors.

Section 5. The ~~Vice President~~**Vice President** shall perform the duties of the President in the President's absence or at the President's request. Additionally, the Vice President shall perform all other duties as assigned. The ~~Vice President~~**Vice President** shall have the same voting privileges as any other member, Director, or Officer in any matter before any committee, Board of Directors meeting or membership meeting

Section 6. All Officers whether elected or appointed shall maintain individual membership in the National Rifle Association for their tenure in office and shall be full-time residents of the Villages.

ARTICLE VI – Director/President Emeritus

The Board of Directors may, at its sole discretion, designate an immediate past Director or immediate past President, as a Director Emeritus or President Emeritus, respectively, for a period of one year, which may be renewed for additional one-year periods. A Director Emeritus or President Emeritus shall provide counseling and advisory services to the Board (or current Club Officers in the case of a President Emeritus) as requested from time to time, and may be invited to attend meetings of the Board but shall not vote or be counted for quorum purposes or have any of the duties or obligations of a Director or Officer of the Club.

ARTICLE VII - Nominations and Elections.

Section 1. A nominating committee consisting of three or more Club Members shall be established by the President. The nominating committee shall be comprised of Club members, in good standing and shall select a committee chairman from the committee members. Officers or Directors may oversee but not serve on the nominating committee. If the President, Vice President, or a Director is standing for re-election, they shall not be involved in the nominating committee or nominating process in any respect.

(a) The nominating committee shall submit a slate of proposed Directors and candidate(s) for President and Vice President when due for election, to the Board for consideration and endorsement of the Board.

(b) At a membership meeting prior to the election meeting, the endorsed slate of candidates shall be presented to the membership.

(c) Elections shall be held at the Annual meeting. The vote shall be taken by ballot, unless there is only one person nominated for each position, in which case the election may be by voice vote (i.e., acclamation). Those elected shall take office at the conclusion of the meeting when elected.

Section 2. Term Limits. Directors, the President, and the Vice President may not serve more than 2 consecutive terms. An individual may seek any elected position after a 1-year hiatus. The Board, by simple majority, may approve exceptions to these term limits for a specific position on a year-by-year basis.

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ARTICLE VIII — Key Management Positions

Section 1. At the first board meeting after elections, the President shall present the recommended organizational structure for the Club. Within a reasonable period thereafter, the President shall recommend any appointments or changes to the direct reporting management positions for advice and consent of the Board. These approved individuals shall then serve for the duration of the President's term in office or until resignation or replacement. A newly elected President shall have the authority to recommend any management changes deemed necessary.

Section 2. Functional Managers. Duties will be defined by the President and may change over time to respond to requirements of the organization.

ARTICLE ~~VIII~~IX — Member Meetings

Section 1. Regular Member Meetings. The regular meeting of the Club for the transaction of ordinary business shall be held each month, at such time and place as may be fixed by the President with consent of the Board, if requested.

Section 2. Special Member Meetings. A special meeting of the Club may be held at any time upon the call of the President, Board of Directors, or upon demand in writing, stating the object of the proposed meeting and signed by not less than 20% of the members entitled to vote. Notice of the time, place and object of any special meeting shall be given all Directors, Officers and members in good standing in writing by Postal Service, e-mail, or web posting, not less than seven days prior to the date of the meeting. The place of such special meeting shall be fixed by the President or Board of Directors.
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Section 3. Annual Meeting. The annual meeting of the Club shall be held in ~~the~~ February of each year. The annual meeting shall be held to conduct business, hear reports of committees and ~~officer~~ Officers including a Treasurer's report, and elect the President, Vice President and Directors consistent with Article VII above. If the annual meeting does not take place at the time fixed, it shall be held within a reasonable time thereafter, and the Officers and Directors shall remain in office until their successors have been elected. The membership shall be notified of a call to the meeting not less than ten (10) days prior to the meeting.

~~Treasurer's report, and elect the president, Vice President, and directors consistent with Article VI above. If the annual meeting does not take place at the time fixed, it shall be held within a reasonable time thereafter, and the officers and directors shall remain in office until their successors have been elected. The membership shall be notified of a call to the meeting ten (10) days prior to the meeting.~~

Section 4. Quorum. A majority of the members of the Club in attendance, entitled to vote, shall constitute a quorum at any meeting.

ARTICLE IX — Discipline

Section 1. President, ~~Vice President,~~ and Directors. Any elected President, ~~Vice President,~~ or Director may be removed by a majority vote of the Board, providing at least a fifteen (15) day notice, in writing, shall have been given to the President, the Vice President, or Director ~~S~~stating the reasons for his/her removal.

Section 2. Member's Suspension. Any member may be suspended from the Club for any cause deemed sufficient by the Board, by a majority vote of the members of the Board at any regular or special meeting with the concurrence of the Villages Recreation Department. Any member may be suspended from participating in off-premises Club activities at the sole discretion of the VSS Board. No vote on suspension may be taken unless at least fifteen (15) days' notice in writing has been given to the member, of the charges preferred and of the time and place of the meeting of the Board at which time such charges will be considered.

ARTICLE XI — Committees

Section 1. The Board may establish each year standing or ad-hoc committees for such purposes as the Board may deem appropriate, to advance the strategic direction of the Club. A Board member shall be a member of each committee. Such committees shall elect a chairman from their members. The committee will report a work-plan and timetable to the Board and provide periodic progress reports as required by the Board.

Section 2. The President may establish ~~O~~operating committees. Such committees may be standing or ad-hoc, depending on the nature of the tasks assigned. The President may select the members and shall have discretion on management of the committee.

Section 3. Any committee appointed may be terminated by the appointing entity. Members of the committee shall be provided notice of the termination.

ARTICLE XII — Parliamentary Authority

The rules contained in the current edition of "Roberts Rules of Order, Newly Revised" shall govern the Club in cases to which they are applicable and in which they are not inconsistent with these ~~B~~ylaws and any other rules of order the Club, its Board, or Officers may adopt.

ARTICLE XIII — Dissolution

The Club may be dissolved at any time by the written consent of not less than two thirds of the Board of Directors present and eligible to vote. Upon dissolution of this organization, after all ~~club~~Club liabilities have been paid, the assets shall be distributed according to ~~F~~ederal law.

ARTICLE XIV — Amendments

Section 1. Amendments to the ~~bylaws~~Bylaws may be proposed by the Board or President, or by written petition addressed to the Secretary signed by at least five members in good standing.

Section 2. The ~~bylaws~~Bylaws may be amended by a vote of two thirds of the members present and voting at any regular or special meeting called for the purpose, provided the proposed amendments have been included in the notice of meeting and have been sent to each ~~club~~Club member by postal mail, e-mail, or a posting on the Club website at least ten days prior to the meeting.

Article XV — Certification

The below named ~~officer~~Officers and ~~director~~Directors certify that the foregoing ~~bylaws~~Bylaws consisting of 5 pages, including this page, constitute the ~~bylaws~~Bylaws of the Villages Straight Shooters, ~~Inc.~~Inc., duly adopted by the members at a meeting properly noticed and held, and at which time a quorum was present on the _____ day of _____, 20____.

Secretary

Date

President

Date

Vice President

Date

Chairman

Date