

Draft 6-11

Oswego County Federation of Sportsmen's Clubs Inc

Constitution and By-Laws

ARTICLE I. Name

The association shall be know as the Oswego County Federation of Sportsmen's Clubs Inc. **Hereinafter referred to as the "Federation"**⁶.

ARTICLE II. Purpose

- To encourage, promote and defend hunting, fishing, trapping and timber management as sound conservation practices to ensure the preservation, propagation and protection of Fish, Game, Wildlife, Forests and Habitat on private as well as public land and waters.
- To procure the enactment of laws and policies as well as promoting the observance of these laws and policies to guarantee the sustainability of our renewable natural resources.
- To create and foster positive public sentiment for the above stated purposes by sharing information with our members, the general public, and especially land owners as to the benefits of conservation and sound management practices to sustain our renewable natural resources.
- To encourage the general public, men, women and especially the youth of today, to participate in the outdoor sports of hunting, fishing, trapping and the shooting sports and to become tomorrow's stewards of the great outdoors.
- To defend the right of legal firearms ownership to include but not be limited to self defense, shooting sports, hunting and collecting.

ARTICLE III. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Federation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Federation may adopt¹.

ARTICLE IV. Membership

- The territory in which its operations are to be principally conducted is the County of Oswego and the State of New York and its principle Office shall be at such place as shall be designated by the Board of Directors.
- Any Club or Association, **hereinafter referred to as the "Affiliate"**⁷ within the County of Oswego, the purpose of which are in harmony with the purpose named in Article IV shall be eligible to membership.
- All applications of membership to this Federation shall be made in writing and addressed to the Secretary of the Federation.
- The Board of Directors shall act upon all application and have the power to accept or reject any application
- **Upon**⁹ acceptance of such application by the Board of Directors, such applicant shall become a member of **the Federation**⁶ upon payment of the annual dues.
- **Affiliate**⁷ of **the Federation**⁶ shall pay to the Treasurer there of, a minimum fee of \$40.00 dues, regardless of the number of **delegates**⁸, annually at the annual meeting, which fee shall be in lieu of all dues and which fee shall constitute the dues of each **Affiliate**⁷.
- Any **Affiliate**⁷ failing to pay its annual dues after one years notice by the Secretary shall be liable to suspension at the direction of the Board of Directors.

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ARTICLE V. Meetings

- Monthly Meetings of the Federation shall be held on the first Thursday of each month with the exceptions of July there is no meeting due to the Oswego County Fair and...
- The annual meeting of the Federation shall be held the first week in September in each year, at such place shall be designated by the President or Secretary in the call of the said meeting.
- Special meetings may be called by the President at any time and shall be called by the Secretary upon request of any five Directors and notice there of shall be sent to each **Affiliate⁷ of the Federation⁶** at least ten days before such special meeting
- **Meetings are held at locations throughout Oswego County and the surrounding area. Meeting locations are selected annually by the Meeting Officer and the schedule is distributed to the Affiliated Clubs by the Secretary¹²..**

ARTICLE VI. Delegates

- There is a maximum of (4) delegates per **Affiliate⁷**.
- Each **Affiliate⁷** shall be allowed a maximum of two delegates for voting purposes.
- No delegate from any **Affiliate⁷** indebted to the Federation at the time of the Annual meeting shall be permitted to vote at such meeting until indebtedness shall have been paid.
- **An individual is permitted to be a delegate for up to three (3) Affiliates⁴.**
- **Each Affiliate shall provide a list each year, with the submission of their dues, the names of up to four (4) delegates authorized to represent said Affiliate. It is the responsibility of the Affiliate to maintain a current list of delegates with the Secretary of the Federation. No individual shall be permitted to vote on any motion put before the Federation as a delegate of an Affiliate unless the individual is listed as an authorized delegate for that Affiliate²**

ARTICLE VII. Officers

- The Officers of this Federation shall be; President, Vice President, Secretary, Treasurer, together with the Board of Directors.
- The President, Vice President, Secretary, and Treasurer shall be elected at the annual meeting of the Federation and the annual meeting thereafter, and their duties shall be such as indicated with the respective office.

ARTICLE VIII. Board of Directors

- There shall be a Board of Directors to consist of not less than 5 or more than 7 persons elected from the delegates affiliated with the Federation. The term of appointment for a Board of Director shall be for three years. Election of a Board of Directors shall be at the Annual Meeting
- The President, Vice President, Secretary, Treasurer, and Councilman shall be ex-officio members of the Board of Directors.

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ARTICLE IX. Committees

- A Legislative Committee of three (3) members elected by the Board of Directors, whose duties shall be to acquire and disseminate information concerning laws of the state and proposed enactments of measures relating to Fish, Game, and Forest of this State, and to encourage proper action as may be determined in reference thereof.
- The President shall Appoint an Executive Committee of Five (5) members, who shall have charge of the auditing of account and perform such other duties as may be referred to it by the Board of Directors or the President.
- The President shall appoint a General Welfare Committee of five (5) members, whose duties shall be to promote and encourage better sportsmanship among the members of the Federation, encourage and promote the formation and organization of local associations having similar objects and purposes.
- The President may form additional committees when it is deemed necessary by the majority of Affiliates present at any regular or the annual meeting. The chairman and members of such committees shall be appointed by the President.¹⁴

ARTICLE X. Quorum

At any Regular Meeting, duly accredited delegate's⁸ from any seven (7)¹¹ Affiliates⁷ shall constitute a quorum for the transaction of business. For the purpose of determining a quorum, a delegate that represents multiple Affiliates will only count as one (1) delegate representing one (1) Affiliate⁵. The Federation shall have the power to enact amendment's of these By-Laws¹⁰ for its Officers and members, describing and defining their duties for the protection and preservation of its property and carrying out of its purposes, as may be deemed expedient, each delegate shall have one (1) vote.

ARTICLE XI. Amendment Procedure¹²

The procedure to amend these By-Laws is as follows.

- A delegate shall present the proposed amendment in the form of a motion during a regular meeting which if approved by the membership vote shall be presented at the following meeting for review of language.
- Once the amendment language is agreeable to the majority of Delegates present at a regular meeting the proposed amendment shall be presented to the Affiliate's for consideration and review. The comments from the Affiliates shall be discussed at the next Federation meeting. Proposed changes shall be considered and adopted into the amendment, and returned to the Affiliates for final review.
- The proposed Amendment shall then be voted on at the next Federation meeting for final adoption by way of a Roll Call vote.

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ARTICLE XII. Ethics¹²

- An Officer, member of the Board of Directors or any person appointed to represent the Federation in any capacity may be removed from their positions upon a majority vote of the Affiliate Organizations present if that person is convicted of any felony, or any misdemeanor or any violation of New York Environmental Conservation Law or enters into a civil agreement with the Department or Officer or employee thereof to resolve an alleged violation of New York Environmental Conservation Law and are excluded from holding any position or appointment for 10 years from the time of the infraction.
- The Federation also reserves the right to reject any delegate to the Federation for these same offenses for a term of 5 years.
- A motion for removal can be made at a regularly scheduled meeting, including the annual meeting, and a roll call vote will be taken at the next regularly scheduled meeting
- A request for a hearing before the Board of Directors to appeal any removal and/or rejection of a delegate must be submitted in writing to the Board Chairman. The Board may make a recommendation for reinstatement but the Delegates must agree by Roll Call vote.

ARTICLE XIII. Indemnification¹⁵

- The Federation shall indemnify each of its Directors, and Officers whether or not then in service as such, against all reasonable expenses actually and necessarily incurred by him or her in connection with the defense or any litigation to which the individual may have been made a party because he or she is or was a Director, or Officer of the Federation. The individual shall have no right to reimbursement, however, in relation to matters as to which he or she has been adjudged liable to the Federation for negligence or misconduct in the performance of his or her duties, or was derelict in the performance of his or her duty as Director, or Officer. The right to indemnify for expenses shall also apply to expenses of suits which are settled if the court having jurisdiction of the matter shall approve of the settlement.

ARTICLE XIV. Dissolution¹⁵

- The Federation may be dissolved only with authorization by its Board of Directors given at a special meeting called for that purpose and with subsequent approval by a two-thirds (2/3) vote of the Affiliates. Upon dissolution or other termination of the Federation, all remaining assets of the Federation, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore, shall be distributed to such tax-exempt 501(c)(3) organizations (with purposes similar to those of the Federation) as shall be chosen by the then existing Board of Directors of the Federation. Any assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE XV. Definitions

• **President**

The President shall be the Chief Executive Officer of the Federation and shall have all the general power and duties which are usually vested in the office of a Chief Executive Officer of a corporation. The President shall be an ex-officio member without vote on all Committees of the Federation⁶.

• **Vice President**

The Vice President shall perform duties as prescribed by the Board and in the absence and disability of the President shall perform the duties and exercise the powers of the President.

• **Treasurer**

The Treasurer shall have custody of the corporate funds and shall keep full and accurate accounts of all receipts, disbursements, and books relating thereto belonging to the Federation⁶. The Treasurer shall pay: 1) All budgeted bills. 2) Other bills approved by the Board which are accompanied by bona fide invoices, cash register tapes, vouchers or receipts. The Treasurer shall, at each meeting of the Members or Board, or at any time upon the request of the President or the Board, deliver as directed a complete statement of the financial affairs of the Federation⁶. Further, the Treasurer shall assist the Financial Secretary in collecting moneys Members owe the Federation⁶. Further the Treasurer shall have the general powers and duties which are usually vested in the treasurer of a corporation and shall perform other duties as prescribed by the Board.

• **Secretary**

The Secretary, or the Secretary's designee subject to Secretary's oversight, shall keep minutes of all meetings of the Members, the Board and Committees. The minutes in addition to setting forth all matters addressed and actions taken shall set forth those persons in attendance. The Secretary shall have custody of the books and records of the Federation as the Board may provide, and shall perform the duties and functions customarily performed by the secretary of a corporation together with other duties as prescribed by the Board. At the direction of the Board, the Federation⁶ Secretary shall have the duty to conduct all correspondence for the Federation⁶.

• **Board of Directors**

The Board shall have general supervision of and control over all Federation⁶ business, interests and Property, taking into consideration resolutions adopted by the Members in a Members Meeting.

• **Councilmen³**

Two (2) Councilmen shall be appointed by the President at the Annual Meeting and are the voting Representatives of the Federation to the New York State Conservation Council.

• **Meeting Officer¹³**

The Meeting Officer shall be appointed by the President and is responsible for coordinating the meeting location schedule.

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Amended October 2nd, 1975

- 1. Change Article VII Section 1 to require a minimum dues per Club of \$20.00 regardless of delegates representation. There is a maximum of (4) delegates per Club.
- Article VII Section 1 prior to amended Change read: Section 1. Each club or association affiliated with this Organization shall pay to the Treasurer thereof a fee of \$10 dues for each delegate annually at the annual meeting --- which fee shall be in lieu of all dues and which fee shall constitute the dues of each club --- or the association 3-29-98

Amended change April 2, 1998

- Article VII Section 4 to; Section 4. Each affiliated club or association shall be allowed a maximum of two delegates for voting purposes. (for voting purposes added) 4-2-98.

Amended change January 6, 2005

- Article VII Section 1 --- a minimum fee of \$20.00 --- changes to a minimum fee to \$40.00 (Effective with the 2004 Dues)

Amended change December 1, 2005

- Article XII Added Definitions. Article VI paragraph three, initiation fee changed to annual dues. Article X, paragraph 2, added the following; The term of appointment for a Board of Director shall be for three years. Election of a Board of Director shall be at the Annual Meeting

Amended Change September 3, 2009

- Article IV amended “object” changed to “purpose”, sub-bulleted items expanded for better definition of what federation does. Roll regarding firearms, included.

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- 1) Motion from October 2009 meeting to put Roberts Rules of Order into the By-Laws
 - 2) Motion from October 2009 meeting requiring each Affiliated Club or Organization to submit a list of authorized delegates when submitting their annual dues and to keep them current through out the year.
 - 3) Motion from October 2009 meeting to update the position of Councilman. There are 2 Councilmen and they are appointed by the President.
 - 4) Motion from October 2009 meeting called at November meeting allowing any individual to be a Delegate from more than one Affiliated Club or Organization as well as the Motion from the November meeting to limit any delegate to representing no more than three (3) Affiliated Clubs or Organizations.
 - 5) Motion from November 2009 meeting requiring a minimum of 4 individual delegates representing 4 Affiliated Clubs or Organizations to constitute a quorum.
 - 6) Consistently use Federation for clarity. Currently use Federation, club and organization.
 - 7) Consistently use Affiliate when referring to an Affiliated Club or Organization for clarity.
 - 8) Consistently use Delegate to refer to an individual representative of a club or organization for clarity. Currently use representative and delegate
 - 9) Possible rewording for clarity
 - 10) Possible rewording for clarity
 - 11) Motion from January 2010 meeting to increase the number of individual delegates from 4 to 7 to constitute a quorum
 - 12) Discussion to add Ethics Clause and Amendment procedure from September 2010 meeting
 - 13) Motion to add Meeting Officer from December 2010 meeting.
 - 14) Discussion at December 2010 meeting for general committees.
 - 15) Motion to add Articles XIII & XIV approved at the May 2011 meeting