

BYLAWS
OF
THE
BUFFALO ROD AND GUN CLUB, INC.

Original Version 1949

ARTICLE I

NAME AND PURPOSE

Section 1. Name. The name of this club shall be the BUFFALO ROD AND GUN CLUB INC.

Section 2. Purposes. The purposes for which this club shall exist are to promote interest and participation in recreational activities, related to the forests, fields, lakes and streams; to provide and maintain the facilities for the promotion of such activities; to aid in the protection and preservation of birds, fish, and game; and to conduct such other activities as are not inconsistent with the above and which are in accordance with its general purposes.

ARTICLE II

MEMBERSHIP

Section 1. Eligibility. Any person interested in hunting, fishing and reforestation, and who is possessed of a current New York State hunting, fishing or trapping license is eligible for Membership.

Section 2. Election of Members. Any person seeking admission to membership shall complete and sign an application card on a form prescribed by the Board of Directors. Such application shall also be signed by the member recommending the applicant. The application shall be accompanied by the initiation fee fixed by the Board of Directors, which fee shall be returned to the applicant in the event that the application is rejected. All applications shall be submitted to the membership committee, which committee shall cause an investigation to be made of the qualifications of such applicant and shall issue a report concerning such application to the Board of Directors at its next meeting. Such application shall thereafter be acted upon by the Board of Directors and, if approved such applicant shall be initiated into membership. Any applicant, having been duly notified of his election, and failing to appear for initiation at one of the next two succeeding meetings, shall void such election, and all fees which accompanied the application shall be forfeited.

Section 3. Honorary Membership. The Board of Directors, by unanimous vote of those present at the meeting, and which action of the board is subsequently ratified by a vote of three-fourths of the members of the club present at the next membership meeting, may elect to honorary membership such persons as they deem qualified for such membership. Honorary members shall be excused from the payment of any dues and assessments, and shall be entitled to all the privileges of regular membership, except the right to vote or hold office.

Section 4. Pledge. Each person admitted to membership shall be required to take the following pledge as a part of the initiation ceremonies.

I pledge to conduct myself in the woods and on the waters so that neither will be despoiled; to protect, conserve and restore our nation's wildlife; to abide by the laws of Nature and Man in the pursuit of my sport; so that generations of sportsmen to come may inherit their rightful share of Nature's bounty; I pledge further to obey the rules and regulations of this club, and to conduct myself as a good and faithful member of this club.

Section 5. Resignation. Any member of the club may at any time, after fulfilling all his obligations to the club, resign by submitting written notice of his intention to the secretary.

Section 6. Fines, Suspension and Expulsion. Any member may be fined, suspended or expelled for the willful infraction of any article in the bylaws, or for acts or conduct which may be deemed disorderly or injurious to the interests of the club, or who shall misappropriate any of the funds of the club, but no member shall be fined, suspended or expelled for such reasons without first being given any opportunity to be heard by the grievance committee.

ARTICLE III

DUES

Section 1. Amounts. Dues shall be assessed at rates to be fixed from time to time by the Board of Directors and ratified by the members at their next meeting.

Section 2. Payment Date. Dues are payable as of the first day of the month in which a member is elected. and thereafter as of the first day of each succeeding month.

Section 3. Arrears. Any member three months in arrears with his dues, assessments or fines shall be notified by the Secretary in writing that such indebtedness must be paid by the time of the next regular meeting, and if not paid, such fact shall be announced by the Secretary at such meeting and the President shall there upon declare such member stricken from the membership rolls.

ARTICLE IV

MEMBERSHIP MEETINGS

Section 1. Annual Meeting. There shall be an annual meeting of the membership during the month of December in each year for the election of members of the Board of Directors, and for receiving the annual reports of the officers, directors and committees, and for any other business which may properly come before the group.

Section 2. Special Meetings. Special meetings of the membership may be called from time to time by the Board of Directors. Upon the written request of any fifteen members, the Board of Directors shall call a special meeting to consider a specified item of business. No business other than that specified in the motion of the meeting may be transacted at such meeting.

Section 3. Notice. Notice of meetings to members shall be mailed to the last recorded address of the member at least four days and not more than 21 days prior to the meeting. All notices of meetings shall set forth the place, date, time and purpose of the meeting. It shall be each member's responsibility to place with the secretary, his complete and accurate mailing address.

Section 4. Quorum. The presence of fifteen members entitled to vote shall constitute a quorum for the transaction of business but a lesser number may adjourn to a date not less than six nor more than twenty days later and the Secretary shall there upon mail notice of the adjourned meeting at least three days prior to the date of the meeting. Any number present at the adjourned meeting shall constitute a quorum.

Section 5. Inspectors of Election. Two inspectors of election shall be chosen by vote of the members at the first annual meeting and at each subsequent annual meeting. It shall be their duty to act as Inspectors of election at the next annual meeting and at all special meetings until the succeeding annual meeting.

Section 6. Voting. Each member present at any annual meeting shall be entitled to one vote, and voting by proxy shall not be permitted.

Section 7. Order of Business The order of business at all annual meetings shall be as follows:

- (a) **Open Meeting.**
- (b) **Roll Call of Officers.**
- (c) **Reading of the Minutes of previous meeting.**
- (d) **Correspondence or Bills.**
- (e) **Reports of Board of Directors Treasurer and Secretary.**
- (f) **New Members.**
- (g) **Report of Committees.**
- (h) **Unfinished Business.**
- (i) **New Business.**
- (j) **Good & Welfare.**
- (k) **Elections.**
- (l) **Adjournment.**

ARTICLE V
BOARD OF DIRECTORS

Section 1. Number. All property, affairs, business and concerns of this club shall be vested in a Board of Directors consisting of five members. Who shall. upon election enter upon the performance of their duties, and who shall continue in office until the election of their successors.

Section 2. Election of Directors and Term. At the annual meeting held after the adoption of the bylaws there shall be an election by ballot of five directors, who shall serve for a tem of one year, or until the election of their successors.

Section 3. Duties. The Board of Directors shall have the power to hold meetings at such times and places as they may deem proper; to admit members, and to fine, suspend or expel them by ballot; to appoint committees on particular subjects; to fix the dues and assessments and to authorize the disbursements of the funds of the club; to correspond and cooperate with other similar clubs in furtherance of the aims of this club; and to take such actions as are generally considered reasonable and proper in promoting the purposes of the club and protecting the interests and welfare of the members.

Section 4. Meetings. The Board of Directors shall hold a regular meeting immediately following such annual meeting, and during the' months of March, June and September of each year. The President may call special meetings whenever he deems them necessary. and the Secretary shall call a special meeting at the request in writing of any three directors.

Section 5. Quorum. Three members of the Board of Directors present at a meeting shall constitute a quorum.

Section 6. Absence. Any director absent for three consecutive meetings without notice as to the cause thereof or it the cause shall be deemed insufficient by the remaining members of the board, may be removed and his seat declared vacant.

Section 7. Vacancies. Whenever a vacancy shall occur on the Board of Directors, such vacancy will be filled without undue delay by the remaining members of the board, and the person elected to the vacancy shall hold office until the next annual meeting of the membership.

Section 8. Removal of Directors. Anyone or more of the directors may be removed with or without cause_by a vote of two-thirds of the members present at a meeting called for that purpose.

ARTICLE VI

OFFICERS

Section 1. Number. The officers of this club shall be a President, Vice President, Treasurer, Secretary and Sergeant -at-Arms. The President and Vice President shall be elected from the Board of Directors.

Section 2. Method of Election and Term. The Board of Directors shall elect the officers for a term of one year, and until the election of their successors.

Section 3. Duties. The duties of the officers shall be as follows:

(a) President. The President shall preside at all meetings of the membership and of the Board of Directors. He shall make a report for the Board of Directors at the annual meeting and at such other times as he deems proper. He shall inform the membership and the board of such matters and make such suggestions as may in his opinion tend to promote the interests and usefulness of the club. He shall countersign all checks issued by the Treasurer. He shall perform such other duties as are necessarily incident to the office of President.

(b) Vice President. The Vice President shall, in the absence or inability of the President to act, perform the duties of the office of the President.

(c) Treasurer. The Treasurer shall keep an account of all monies' received and disbursed by the club. He shall deposit all sums received in a bank approved by the Board of Directors. He shall disburse the funds of the club by checks drawn on the bank approved by the Board of Directors, and his signature on such checks shall be countersigned by the President or Vice President. He shall make a report of his activities at the annual meeting of the membership. He shall, if required, give a bond to insure the faithful performance of his duties.

(d) Secretary. The Secretary shall give notice of and attend all meetings of the membership and the Board of Directors, and shall keep minute records of all such meetings. He shall conduct all correspondence, maintain a list of the members, notify all officers and members elected to office or appointed to committee, and furnish each committee with a copy of any resolution affecting its duties. He shall make an annual report to the annual membership meeting.

(e) Sergeant-at-Arms. The Sergeant-at-Arms shall be stationed at the inner door at all meetings, and shall admit only members during the deliberation of the Board of Directors and the members at their meetings, and shall report all visitors to the President. He shall be responsible for the maintenance of order at all meetings.

ARTICLE VII .

COMMITTEES

Section 1. Executive Committee. The President and Treasurer shall constitute an executive committee. The executive committee shall act on behalf of the club in any matter necessary for the orderly conduct of the affairs of the club when the Board of directors is not in session, reporting to the Board of Directors for ratification of its actions.

Section 2. Nominating Committee. The president shall appoint a committee of three members at least one month prior to the annual meeting of the membership for the purpose of recommending candidates for the position of director.

Section 3. Committee of Trustees. The Board of Directors shall at its meeting following the annual meeting of the membership, appoint a committee of three members for the purpose of conducting such audits of the records of the Treasurer and examinations of the affairs of the club as may be deemed necessary.

Section 4. Committee on Complaints and Grievances. The board of Directors shall appoint a committee of three members, whose duty it shall be to receive and investigate all complaints and grievances, and shall act in all cases where a member is to be fined, suspended or expelled for misconduct.

Section 5. Committee on Legislation. The Board of Directors shall appoint a committee of three members, whose duty it shall be to investigate, study and make recommendations regarding all legislation affecting the interest of this club or its general purposes.

Section 6. Others. The Board of Directors may from time to time appoint such other committees as may be considered necessary and proper for the orderly conduct of the affairs of the club, and shall outline the duties of such committees.

ARTICLE VIII

SEAL

Section 1. Seal. The seal of this club shall be in the form of a circle containing the corporate name of the club.

ARTICLE IX

AMENDMENTS

Section 1. Procedure. These bylaws may be amended, repealed, or altered by the majority vote of the members of the Board of Directors, and ratified by a majority vote of the members present at any duly constituted meeting of the membership, provided the proposed change is contained in the notice of the meeting.

CERTIFICATE OF ADOPTION

The foregoing bylaws were duly adopted by the incorporators, Thomas E. Maxwell, Walter J. Maze, John Bast, Bernard Przybylski and John Worz, at their meeting held September 15, 1949 as the bylaws for the BUFFALO ROD AND GUN CLUB, INC.

/s/ Thomas E. Maxwell
President

/s/ Peter J. Nachreiner
Secretary