# BY-LAWS OF THE MOUNTAIN STATE SPORTSMEN'S ASSOCIATION

## ARTICLE I

**Section 1.** The name of this corporation shall be "THE MOUNTAIN STATE SPORTSMEN'S ASSOCIATION" and its purposes and objectives those set forth in its certificate of incorporation. The name may be changed in the manner prescribed by the laws of West Virginia.

**Section 2.** The principal office of this corporation shall be located at the corporation's facilities on Hoagland Road, Wood County, in the State of West Virginia. The principal mailing address shall be 685 Hoagland Rd, Parkersburg, West Virginia 26102. (2024)

## ARTICLE II

**Section 1.** The annual meeting of the members of this corporation shall be held on the third Tuesday of September in each year, at eight o'clock PM of that day at the principal office of this corporation. If the time of the annual meeting shall pass without the same being held, a general meeting may be called by the Board of Directors, or by seven members of this corporation. Notice of any meeting may be given in person or by mail addressed to that last known address of the members, in either case at least ten days before the time fixed for the meeting, or such notice may be published as required by law.

**Section 2.** At all meetings of this corporation ten members shall constitute a quorum for the transaction of business.

**Section 3.** A full and complete list of all members of this corporation shall be kept by the Secretary thereof and be open to the inspection of the members of this corporation at all reasonable times.

## ARTICLE III

**Section 1.** At the annual meeting of the members of this corporation, the order of business shall be as follows:

1. The presiding President shall conduct the meeting until after the election of officers by the Board.
2. The appointment and report of a committee to determine if a quorum be present.
3. The report of the Board of Directors.
4. The hearing of charges against any director, the removal of such director, and the filling of any vacancy.
5. The adoption of by-laws, or amendments to the by-laws.
6. The election of directors.
7. General business.
8. Adjournment.

## ARTICLE IV

**Section 1.** The President of this corporation shall be required to call a special meeting of the members of the corporation when so directed by the Board of Directors, or any five members of this corporation. Such direction by the Board of Directors, or any said five members, to specify the objectives and purposes of such meeting. At special meetings other business than that specified in the call shall not be considered. Notice of any such special meeting of the members shall be given by mailing to each member a notice of such meeting ad- dressed to his last known post office address, at least three days before the day fixed for the meeting, or by advertising the same at least five days in some newspaper published, and of general circulation in Wood County, West Virginia.

## ARTICLE V

**Section 1.** For the management of the business of this corporation there shall be a Board of Directors, consisting of eleven members, to be elected to a four-year term each by the members of this corporation. Provided, however, not more than three directors shall be elected in any one year, except in the case of death, resignation, or dismissal of a member of the said Board of Directors. The said Board of Directors shall have the power to do, or cause to be done, all things that are proper to be done by this corporation, except as hereinafter provided.

**Section 2.** The Board of Directors shall have the control, supervision, management and direction of the affairs, property and all operations of this corporation; and are authorized and empowered to do, or cause to be done, any and all things which may lawfully be done by this corporation. They shall appoint such employees of the corporation as they may deem proper and necessary and prescribe their duties and compensation; but there shall be no compensation for services rendered by the president, vice-president, secretary, or treasurer, or any director. There will be no dues for the board members during their term. The employees so appointed by the Board of Directors shall hold office during the pleasure of the Board, and if required to do so, shall give bond payable to this corporation, in such penalties, conditions and securities as the Board may direct. Provided, however, the Board of Directors shall not sell, assign, encumber, or convey any of the property or the assets of the corporation, or incur any liability, or obligation in the name of the corporation, or bind the corporation in any manner whatsoever except when and as in the manner as authorized so to do by the members of this corporation by a majority vote of the members present in meeting assembled, a quorum being present.

**Section 3**. None but members of this corporation are eligible as directors. When a director ceases to be a member of this corporation, his office of director shall become vacant. Before a member can be elected to the Board of Directors, said member must be a member in good standing for at least two years. (1991)

**Section 4.** The directors shall hold their offices for the prescribed tenure of office or until their successors have been elected and qualified; unless sooner removed in the manner hereinafter provided; or unless their offices become vacant by their ceasing to be members. Each member of the Board of Directors shall be required to attend at least one third of the regularly scheduled meetings in any one business year to retain their office on the Board of Directors. When a director is removed, or his office becomes vacant, the members of this corporation, in general meeting, may fill the vacancy. The Board of Directors remaining in office, or a majority of them, may fill such vacancy until the next general or annual meeting of the members of this corporation.

**Section 5.** The members hereof in an annual meeting, regular meeting, or any special meeting called for the purpose, may remove any director when- ever in their judgement it is proper so to do, but five days notice and an opportunity to be heard shall be given a director before removal.

**Section 6.** The Board of Directors, at each annual meeting, shall elect by ballot from their own number, at a meeting to be held as soon as may be after their own election, a president, a vice-president, a secretary and a treasurer.

**Section 7.** The regular meeting of the Board of Directors shall be held at the principal office of this corporation, or at a place selected by the Board. Special meetings may be held at the same place upon the call of the President, or any two directors, due notice of which shall be given by the Secretary. Any member of the Board of Directors who shall absent himself from three consecutive meetings of such Board, unless he shall offer at the next monthly meeting an excuse for his absence which is satisfactory to the other members of the Board, shall be deemed to have resigned as a member of said Board, and shall cease to be a member thereof.

**Section 8.** The Board of Directors may appoint from its own members, or from members of this corporation, such committees as the occasion may require and may deem necessary, and shall define the powers and duties of such committees. However, sporting segments of this corporation may choose to elect their chairman, and/or committeemen by ballot at their annual meeting. The elected chairman, and/or committeemen's names shall be presented to the Board of Directors at the next regular meeting of the corporation.

**Section 9.** The Board of Directors shall keep a record of their proceedings, which shall be verified by the president, or of the president pro tempore, and the secretary.

**Section 10.** The Board of Directors shall make a report to the members at the annual meeting of the condition of the corporation and its property and affairs. The report shall show the property and funds belonging to the corporation, and the estimated value thereof, the debts due, distinguishing such as are deemed to be good from those considered doubtful or hopeless, and the debts and liabilities of the corporation, and the surplus or deficiency, as the case may be.

**Section 11.** At all meetings of the Board of Directors, six of the members shall constitute a quorum for the transaction of business, and at all regular meetings the following shall be the order of business:

Reading of the minutes of the last regular meeting, and of any special meeting held since the minutes were last read.

1. Report of the President.
2. Report of the Secretary.
3. Report of the Treasurer.
4. Report of the Committees.
5. Unfinished business.
6. New business.

**Section 12**. Any donation or expenditure over $200.00 other than utilities and property maintenance must be presented to and approved by the Board of Directors. (2018; edited 2023)

## ARTICLE VI

**Section 1.** The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer, to be elected in the manner hereinbefore provided, and to continue in office until their successors have been elected and qualified.

**Section 2.** The president shall preside at all meetings of the Board, shall be the general executive officer of this corporation when the Board is not in session, and perform such duties as may be required by the Board. All papers, documents, deeds and other writings when required to be executed by this corporation shall be signed and executed for this corporation by the president when directed by and in the manner prescribed by the Board. All officers and agents, whose duties are not prescribed by law, or by the bylaws of this corporation, shall be subject to the order of the president. The president of this corporation shall be an Ex-Officio member of all committees. Thus, he shall be permitted, but not required, to attend any meeting of any committee. He shall not have the right to vote at any committee meeting which he attends in the capacity of Ex-Officio member, however, as such he may enter into any discussion in an advisory capacity.

**Section 3.** The vice-president shall perform all of the duties of the president in his absence.

**Section 4.** The secretary shall keep and be the custodian of all books, papers, correspondence and accounts of the corporation; take and preserve a record of all meetings of the Board of Directors, and of all meetings of the members of this corporation. The secretary shall perform such other duties as may be required by the Board of Directors. (2024)

**Section 5.** The treasurer shall keep a record of all monies received and paid out, and of all vouchers and receipts given therefor; shall receive all monies of the corporation in some institution to be designated by the Board of Directors; shall examine and approve all checks for the payment of money before they are presented to the president for his signature; shall have general charge of all books and vouchers and papers of the corporation appertaining to his office, except such as are under special control of the secretary; shall sign all checks, drafts, and notes for and on behalf of this corporation; shall keep and preserve a record of the names of all the members of this corporation, together with their addresses and of each members dues, and shall be the custodian of the seal of this corporation, and shall affix the said seal to all documents requiring it, as such treasurer and shall perform such other duties as are required by the Board of Directors. (2024)

**Section 6.** Any officer of this corporation may be removed from office for cause at any meeting of the corporation by a two-thirds vote of the members present, a quorum being present; five days notice having been given of the motion for such removal and the cause; and an opportunity to be heard shall be given an officer before removal.

## ARTICLE VII

**Section 1.** The members of this corporation shall consist of those who are incorporators of this corporation, and those who are duly elected members of this corporation by the members thereof.

**Section 2.** It shall be a condition of membership in this corporation that each member of this corporation shall comply with all the provisions of the charter and by-laws, and shall assist in carrying out the objectives and purposes of this corporation, without profit to such member (The board of directors may allow exceptions for members to make profit from their action -2011), and shall promptly pay the annual membership dues (except for board members) as fixed by the corporation; and all persons proposed for membership in this corporation shall agree to comply with the said conditions before being elected as a member of this corporation.

**Section 3.** The annual membership dues shall be $75.00 (2024) and there is a $10.00 initiation fee for new members. The first-year dues of a new member shall be prorated by quarters (2008). Dues are due and payable by each member of the corporation to the secretary, in advance of the first day of January of each year. A member elected to membership in the corporation after the first day of January in any year shall pay the annual dues for that year (prorated) on the date of his election to membership. The secretary shall collect and receive the annual dues from the members of the corporation and shall keep a membership record containing the names and the addresses of all members of the corporation, the annual dues paid by each member, the date of the payment thereof, and the annual dues due and unpaid from each member in arrears. The secretary, upon collecting or receiving the annual membership dues from a member of the corporation, shall issue and deliver to the member a membership card containing the name of the corporation, the name of the member and the year for which said annual dues are paid. Each membership card shall be signed by the President and the Treasurer and there shall be affixed thereto the seal of this corporation.

**Section 4.** The treasurer shall deposit all annual dues paid by each member and all monies received by this corporation in the general operating fund of the corporation in a financial institution to be designated by the Board of Directors and said monies shall be used for the operating purposes of the corporation. Deposit in, or transfer of any funds to savings account(s), or other interest drawing account(s), or to any other account, or fund shall be approved prior to said deposit or transfer by a majority vote of the members in a meeting assembled, a quorum being present. No member of this corporation may assign, encumber, or convey any monies of this corporation, or incur any liabilities for said monies for any purpose without prior consent of the members of this corporation in a regular, annual, or special meeting called for that purpose, by a majority vote of members present at said meeting, a quorum being present.

**Section 5.** Application for membership in this corporation may be presented and balloted upon at any general meeting, and at any annual or special meeting called for that purpose. In balloting upon application for membership, each member of this corporation present at said meeting shall be entitled to one vote, and it shall require a majority vote of the members present at said meeting, a quorum being present, to elect an applicant to membership in the corporation. Applicants upon being so voted to membership in this corporation, shall be issued membership card.

**Section 6.** Members of this corporation having been a member in good standing for a period of a least one year prior to entering or being called to active military service shall be retained as members of this corporation without further payment of annual dues during the time of said active military service. Upon being honorably discharged from military service such member shall have a period of 90 days in which to renew active membership status by payment of the current annual dues to the secretary of this corporation.

**Section 7.** A member of this corporation having reached 65 years of age and having been a member in good standing for a period of the preceding 10 years shall receive membership for life in this corporation without further payment of annual dues by said member.

**ARTICLE VIII**

**Section 1.** Any member of this corporation may be expelled from membership in the said corporation for violation of any of the rules or regulations of this corporation, or of the Board of Directors, or of any of the provisions of the charter or by-laws of this corporation. Said expulsion shall be upon proper charges in writing, which may be presented at any annual or general meeting of the corporation, a copy of which said charges shall be presented to the accused member at least two days prior to said meeting. At said meeting any member against whom said charges have been preferred shall be given an opportunity to make answer to and defend said charges if he so desires, and a hearing thereof shall be held at the said meeting. Upon said hearing all members present at said meeting shall be entitled to vote to sustain or reject the said charges, and if said charges are sustained by a vote to that effect by two-thirds of the number of members present at said meeting, a quorum being present, the said member against whom said charges have been preferred shall be deemed guilty as charged, and shall be expelled from membership in this corporation, and shall forfeit all right to membership herein, and shall forfeit to the corporation a right, title and interest in and to the corporation, and in and to its property and assets.

**Section 2.** Any member of this corporation who is in arrears in the payment of his annual dues to the corporation for a period of 30 days (2008) after said annual dues are due and payable shall ipso facto be expelled from membership in this corporation and shall forfeit to the corporation all right, title and interest in and to the corporation, and in and to its property and assets. Any member expelled from membership for non-payment of annual dues may, upon application, be reinstated to membership herein by a majority vote of the members present at any meeting, a quorum being present, and the payment of annual dues to the date of such rein- statement and the initiation fee (2008).

**Section 3.** Upon any member of this corporation ceasing to be a member of this corporation, whether, by death, resignation, expulsion or from any other cause, all right title and interest of such member, their heirs, executors, administrators and assigns, in and to this corporation, and in and to all the privileges, rights, property and assets of this corporation, shall be forfeited to and shall revert to and vest in this corporation,

**ARTICLE IX**

**Section 1.** The corporate seal of this corporation shall be in a circular form. The name of the corporation shall be within the outer circle and the words “CORPORATE SEAL” shall be centered within the circle.

**ARTICLE X**

**Section 1.** Amendments to these by- laws may be made at the annual meeting. (1984)

**Section 2**. Amendments to these bylaws may also be made at a meeting called for the purpose, by a two-thirds vote of all the members present, provided written notice of the proposed amendments shall be submitted to the Board of Directors and approved by a majority vote of the whole of said Board, and provided further that written notice of the proposed amendments shall have been mailed to all members of this corporation by the secretary at least ten days prior to said meeting.

**NOTICE:**

Mountain State Sportsmen’s Association asks that all members donate at least 8 hours of work toward the club each year. The time is to be kept by each member and will not be monitored.

**Range Rules**

1. No drugs or controlled substances on MSSA property.
2. Use of alcohol is prohibited before and during any shooting event.
3. No person may handle any firearm or bow while under the influence of any drug or alcohol.
4. No fully automatic or selective fire weapons.
5. No military training of any kind except for DNR or other law enforcement agency when approved by the Board of Directors.
6. Crossbow shooters must use sand pit or own targets.
7. 3-D targets and mats are for MSSA events only unless approved by Board of Directors.
8. Broadheads are to be only shot into the sand pit or your target.
9. No glass objects are to be used as targets on any range, rifle or bow.
10. If you are the last to leave, please lock the gate.

**Mountain State Sportsmen’s Association**
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