

BY-LAWS



BUFFALO REVOLVER AND RIFLE CLUB, INC.

WEST SENECA, NEW YORK

Revised November 4, 2019

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ARTICLE I

NAME AND PURPOSE

Section 1: Name

This organization shall be known as the Buffalo Revolver and Rifle Club, Inc. (Hereinafter to be known as the “Club”.)

Section 2: Object

The object of this organization shall be to educate and train citizens of good repute in the safe and efficient handling of small arms, and encourage participation in Pistol, Revolver, and Rifle competitions: Generally encouraging the lawful ownership and use of small arms.

ARTICLE II

BOARD OF DIRECTORS

Section 1: Power and Duties

The property, affairs, business, and management of the “Club” shall be vested in the Board of Directors (hereinafter will be known as the “Board”) which has the full power in carrying out the purposes of the “Club” according to its By-Laws and Certificate of Corporation.

Section 2: Election

The Board of Directors shall consist of eleven (11) members of the “Club”: three (3) Elected Directors and eight (8) Elected Officers as provided for under subparagraph (a) hereof. Election of said “Board” will be carried out in accordance with provisions as set forth below.

- a) At the Annual Meeting, the membership will elect eight (8) Officers - President, Vice-President, Recording Secretary, Treasurer, Membership Secretary, Maintenance Coordinator, Pistol Executive, and Rifle Executive and three (3) elected directors; Pistol Director, Rifle Director and Public Relations Director. All Directors and shall serve in office for a period of two (2) years. The Pistol or Rifle Director so elected shall each serve in office for a period of two (2) years, one year overlapping, so that an experienced Director is always on the "Board." The Directors so elected shall assume office and hold an organizational meeting upon adjournment of the Annual Meeting.

- b) In order to ensure continuity of new ideas, different viewpoints, and new energy, the President, Vice-President, Pistol Director, and Rifle Director shall not serve as a member of the Board for more than two continuous terms unless they through the Offices from Pistol or Rifle Director to Vice-President or President or from Vice-President to President, unless no member is nominated for the office then held by one of the aforesaid by the nominating committee and that person, and only that person, is nominated on the floor at the Annual Meeting.

Section 3: Vacancies

Vacancies on the "Board," from whatever cause, shall be filled for the unexpired portion of the term by a majority vote of the remaining Directors at a regular or special meeting of the "Board."

Section 4: Meetings

- a) Regular meetings of the "Board" shall be held at such times and places as the President may determine. Such meetings will be held monthly unless otherwise decided by the "Board."

- b) Special Meetings of the "Board" may be called by the President at any time, or by the Recording Secretary upon request of any two (2) "Board Members" on five (5) days notice to all "Board Members."

- c) A majority of the "Board Members" shall constitute a quorum. If a majority is not present, a lesser number may adjourn the meeting to a date not more than ten (10) days later.

Section 5: Compensation

Members of the “Board” shall receive no salary or compensation, except as hereinafter set forth. Any member of the “Board,” will be reimbursed for “out-of-pocket” expenses.

Section 6: Removal of Members of the “Board”

Any member of the “Board” may be removed for cause by a two-thirds (2/3) vote of those present at a Regular or Special Meeting of the Membership, provided that notice of such action to be taken at such meeting is given to such “Board” member and the Membership of not less than ten (10) days nor more than thirty (30) days of such contemplated action. Such “cause” shall be limited to actions or non-actions that restrict “Board” member from performing his duties, or cause him/her as a “Board” member to be prejudicial to the best interests of the “Club.”

A member of the “Board” may absent himself from “Board” meetings for not more than three (3) months by nominating a suitable substitute who is approved by the “Board.” Such substitute shall serve without any compensation being paid to him by the “Club.” In the case of absence of the Treasurer, his substitute shall keep accounts, deposit monies in the “Club” accounts, and prepare checks and drafts for the signature of the President (The accounts signature cards shall bear the names of the President, the Treasurer and one (1) Officer). Upon return of the Treasurer, the substitute shall make a report to the “Board” of his/her activities which shall be audited by the Treasurer.

Section 7: Eligibility

Only Life and/or Annual members in good standing for a period of one (1) years continuous membership immediately preceding the election will be eligible for nomination.

Section 8: Nominations

- a) The President shall appoint a nominating committee of at least three (3)

“Club” members for the purpose of nominating candidates for the “Board.” This appointment will be made at least forty-five (45) days prior to the December Meeting. A list of nominees will be submitted to the Recording Secretary at least fourteen (14) days before the December meeting and posted for the Membership prior to the election.

- b) Nominations of candidates for any position or “Board” member may be made and accepted before the election of any officer and not thereafter.

ARTICLE III

MEMBERSHIP

Section 1: Qualifications

Any person, citizen of the United States, or anyone of legal residence and can legally possess a firearm within the United States and the State of New York, who has attained the age of eighteen (18) years of age, and of good moral character, may be elected to membership.

Section 2: Election of Members

Application for membership shall be made in writing or electronically on a form prescribed by, and under such regulations as may from time to time be prescribed by the “Club” Board of Directors (hereinafter called the “Board”). All proceedings regarding membership and /or membership records will be considered CONFIDENTIAL and will be made available only to the “Board,” except as hereinafter provided.

Section 3: Classes of Membership

The membership shall consist of three (3) classes:

- a) Annual
- b) Life
- c) Honorary

Section 4: Annual Members

Annual Members shall consist of all duly elected persons accepted into membership, who are required to pay annual dues and/or other fees. Such class of membership shall be granted all privileges of membership, including the right to attend meetings, vote, and hold office.

Section 5: Life Members

Life Members may be granted in accordance with the conditions set forth in either (a) or (b) below provided the recipient is an ANNUAL member in good standing with at least two (2) years continuous membership immediately preceding application or nomination.

a) **By Application and Payment of Fee**

Application must be made to the “Board” and be accompanied by payment of fifteen (15) years dues at the dues rate current at that time. Payment for Life Membership may be made in four (4) quarterly installments, which in such case, the first installment must accompany the application.

b) **By Nomination and Election**

The “Board” may nominate and elect to Life Membership, a qualified member who has contributed services to the “Club,” which in their opinion merits such action.

Granting of Life Membership shall require a two-thirds (2/3) majority vote of the Directors present at a duly called meeting of the “Board,” and confirmed by the Membership at the next regular meeting upon due notice contained in the Notice of the Meeting.

Life Members will not be required to pay annual dues, assessments, or any fees, other than range fees, not specifically provided for in this section.

Life Members shall be considered Annual Members and shall be entitled to all the rights and privileges of membership as stated therefore.

Section 6: Honorary Members

An Annual Honorary membership may be granted to any non-member whom the “Board” finds deserving of such an award, and shall require a majority vote of the Directors present at a duly called meeting of the “Board.” Such membership will be subject to review and/or renewal annually. Honorary members shall be granted the right to participate in “Club” Team Shooting competitions and to have use of “Club” range

practice facilities only, subject to such conditions as apply to all other classes of membership. Payment of Annual dues, assessments, or any fees, other than range fees, shall not be required of Honorary Members. Honorary Members will not have the right to vote or hold office.

Section 7: Closed Membership

The number of members in the “Club” may be limited or controlled by the “Board,” when in their opinion, the limit of capacity for the “Club’s” facilities has been reached.

Section 8: Disciplinary Action

Any Class member of the “Club” may be censured, suspended, or expelled for cause, such as violation of any of the By-Laws or Rules of the “Club,” or for conduct prejudicial to the best interest of the “Club.” Action taken under this section shall be in accordance with provisions of Annex to the By-Laws entitled “Disciplinary Proceedings.”

Annex #1 to the By-Laws

Disciplinary Proceedings

Disciplinary action against a member or members shall be instituted by a written complaint signed by a member and shall contain a short statement of the alleged facts and names of witnesses. Notification to the erring member shall be given in writing.

The complaint shall be investigated by the Vice-President, who shall interview the named witnesses, unnamed witnesses, and the erring member if he/she shall desire to be interviewed. Upon completion of his/her investigation, he/she shall prepare a statement of the facts relative to the alleged incident and his/her conclusion as to whether or not any disciplinary action is warranted. If disciplinary action is indicated, he/she shall prepare a statement of charges and submit his/her findings and conclusions to the “Board.” Upon approval by the “Board,” he/she shall fix a date for a hearing, not less than two (2) weeks after date of service of charges upon erring member. He/She shall notify all members of the “Board” and witnesses of the date of the hearing. Hearing shall be held before the “Board” and such other members or persons whom the erring member may request to be present. The erring member may be represented and may cross-examine all witnesses.

At conclusion of hearing, the “Board” shall vote as to whether charges have been sustained. If not, the matter will be closed. If charges are sustained, the “Board” shall determine action to be taken.

The erring member shall have the right to appeal to the Membership at the next Regular Meeting or at a Special Meeting.

Such an appeal must be requested within ten (10) days of the action of the “Board” by letter addressed to the Vice-President of the “Club.” Notice of such an appeal shall be included in the notice of the Regular or Special Meeting.

The appeal shall be based on the record, which shall be presented to the Membership by the Vice-President. The accused member or his/her attorney-in-fact may present his/her case thereafter.

Both shall be limited to ten (10) minutes to present their case. Hereafter without any remarks from the floor, the Membership shall vote first to affirm or disaffirm the facts found by the “Board” and if facts are affirmed, then to confirm the “Board” action or modification of such action. There shall be no discussion on the floor, and all voting shall be by written ballot.

In any notice of such proceedings, the erring member shall not be named but notice shall be limited to notice that action will be taken under this Annex. During an appeal, the erring member shall be suspended and shall not be entitled to any privileges or participation in any activities of the “Club.”

ARTICLE IV

MEMBERSHIP MEETINGS

Section 1: Membership Meetings

Meetings shall occur on the second Friday of the month. General meeting will be held in February (Board of Directors and Maintenance Coordinator elections), May, September, and December (Board of Director and Maintenance Coordinator nominations). “Board of Directors/Officers and Maintenance Coordinator” election shall be in February. Officer/Directors and Maintenance Coordinator” terms shall start and end in February. The February meeting shall be the Annual Meeting.

Section 2: Notice of Meetings

Notices of time and place for any membership meeting shall be printed on the back of each Membership Card. No notice of Regular Meetings shall be sent, except when granting Life Memberships under Nomination and Election procedure or Annex 1 “Disciplinary Proceedings.”

Section 3: Special Meetings

Special meeting may be held at any time or place, upon the call of the President or upon request of the “Board,” and/or upon written request of twenty-five (25) members in good standing to the Recording Secretary.

At such Special meeting, no business shall be transacted except that named in the call. Note of Special meetings, and the business to be transacted, shall be communicated by the Recording Secretary to each member of the “Club” at least five (5) days in advance of that date of such Special meeting. It shall be the duty of each member to advise the Membership Secretary of any change in his/her correct address, telephone number and e-mail address.

Section 4: Quorum

The presence of eighteen (18) members in good standing shall constitute a quorum necessary for the transaction of business.

Section 5: Guests

Only members in good standing, as defined under Article III, Section 4 and 5, shall be present at the membership meetings. No person other than a member as set forth above shall be present at any regular meeting unless specially invited by the “Board.”

Section 6: Voting

Only Life and Annual members in good standing may be allowed to vote. Voting will be in person and proxy voting will not be allowed.

Section 7: Parliamentary Procedure

All meetings shall be conducted in accordance with Robert's Rules of Order at last revised, except as herein provided.

ARTICLE V

OFFICERS AND DIRECTORS

Section 1: Number

- a) The elected Officers of the "Club" shall be the President, Vice-President, Treasurer, Recording Secretary, Membership Secretary, Pistol Executive, Rifle Executive and Maintenance Coordinator.
- b) The elected Directors of the "Club" shall be the Pistol Director, Rifle Director and Public Relations Director.

Section 2: Power and Duties of Elected Officers:

President:

It shall be the duty of the President to preside at all meeting of the "Club" and of the "Board," of which he/she shall be the Chairman. He/She shall have supervision over all activities of the "Club" and administer all affairs promulgated by the policy of the "Board." He/She shall appoint all committees deemed necessary or expedient in the performance of his/her duties. He/She shall perform such other duties as may be incident to his/her office.

Vice-President:

In the absence of the President, it shall be the duty of the Vice-President to officiate. He/She shall be charged with all the duties and responsibilities, and vested with all the powers of the office of the President. He/She shall perform all duties as may, from time to time, be delegated to him/her by the President.

He/She shall also perform all duties and functions in Disciplinary Proceedings in accordance with Annex 1.

Recording Secretary:

He/She shall keep a full and accurate accounting of the minutes of all “Board” and Membership meetings. One copy will be presented to each member of the “Board” at the next “Board” meeting. (The minutes will consist of: all discussions by the “Board” – whether or not action is required, taken, or tabled; a roll call of all Directors present; all committee reports; and such other information as the President may require.) In the event the Recording Secretary is absent, the President alone shall have the power to appoint an Acting Secretary.

Membership Secretary:

The Membership Secretary will be charged with the responsibility of investigating, screening, and recommending approval or disapproval of all applicants for membership. The Membership Secretary shall keep and maintain a record of all current and past members of the “Club,” and all processed applications for membership in the “Club,” whether or not favorable action has been taken. These records will consist of names, current addresses, all information obtained by the Membership Committee, date of approval or disapproval of application, and such other information as the “Board” may require. He/She shall notify members of any delinquency in payment of dues under Article VI, Section 2, and furnish to members in good standing, “Club” identification cards indicating the date that current membership expires. He/She shall maintain a current roster of all Annual, Life, Honorary, and Military Exempt members of the “Club.” He/She shall report the status of the membership at each “Board” meeting, indicating changes therein. The President may appoint an assistant to the Membership Secretary, if needed.

Treasurer:

The Treasurer shall be charged with and account for all monies and securities of the “Club.” He/She shall promptly deposit all funds in the name of the “Club” and such “Banks” or “Trust Companies” as the “Board” may designate, one account, a checking

account, shall be known as the Operating Fund Account. The Signature cards for all accounts shall have the Signatures of the Treasurer, President and one additional Officer

He/She shall pay all recurring expenses for the maintenance and operation of the “Club” and shall draw and sign checks, orders or drafts and such drafts shall not be required to be validated by a counter-signature. He/She shall report in writing such expenditures monthly to the “Board.”

Any other “Club” expenses shall be paid by the Treasurer by check or draft.

Any expenditure for any item, operation, service contract, or otherwise of any nature in excess of \$1,000, shall be made only upon notice and approval of the Membership at a Regular or Special Meeting. For the good and welfare of the “Club” and properties wherein, the “Board of Directors” will have the authority to effect expenditures in excess of \$1,000 during emergency situations.

In no event shall funds in Operating Fund Account exceed the amount of the bond hereinafter provided. All other funds shall be deposited in saving accounts and other securities which require at least two (2) signatures, including the Treasurer, in order to cash or make withdrawals there from.

In the event of the absence or inability of the Treasurer to act, the President is authorized to sign checks and disburse funds with the same authority and limitations as the Treasurer.

The Treasurer shall submit his/her books for audit annually; or more often as directed by the “Board.” The “Books” are subject to audit at any time at the request of a quorum of the membership.

The Treasurer and President shall furnish to the “Club” such a bond as the “Board” may require, the premium for which shall be paid by the “Club.”

Pistol and/or Rifle Executive:

The Executive Officer will function as an Assistant to the respective Director performing all duties delegated to him/her by the Director. He/She shall be charged with the performance of all duties incidental to the office of Marshall or Sergeant-at-Arms.

Section 3: Power and Duties of Elected Directors

Pistol and/or Rifle Director:

It shall be the duty of the Pistol (Rifle) Director to regulate the Pistol (Rifle) Program. He/She shall be responsible for implementing new programs; the operation of present programs; and changes in policies, personnel, and range operation that fall within the scope of the Pistol (Rifle) Program. He/She shall appoint, directly or through his/her Executive Officer, all personnel needed to effectively carry out the aims of the Pistol (Rifle) Program. These will include, but not necessarily be limited to: Team Captains (Indoor & Outdoor), Assistant Team Captains (Indoor & Outdoor), and Range Operating Personnel. He/She shall have the authority to require from Officers of the “Club” and/or his/her appointees, any information that would better enable him/her to evaluate the effectiveness of current or proposed programs. It shall be incumbent upon the Pistol (Rifle) Director to obtain an inventory of all supplies relative to the Pistol (Rifle) Program; submitting same to the “Board” for their information at the September and April “Board” meetings each year. He/She will maintain adequate supplies and be charged with the purchasing and disposition of all materials used in the Pistol (Rifle) Program. Nothing herein contained shall prohibit the Pistol (Rifle) Director from delegating responsibility for these and/or other duties to the respective Executive Officer. The Pistol (Rifle) Director will be responsible to, and answer directly to, the President of the “Club.”

Public Relations Director

It shall be the duty of the Public Relations Director to receive and disburse all communications addressed to the “Club” and/or “Club” Officers. He/She will answer all communications addressed to him/her or submitted to him/her for such purpose by the Officers of the “Club” and to design and operate the “Club’s” electronic communications (website, facebook, twitter, etc).

ARTICLE VI

DUES AND FEES

Section 1: Dues

The annual dues for regular Annual Members shall not be less than Fifty-Five Dollars (\$55). Such dues shall be payable on the first day of March (with leeway to the end of March). Membership remains from March to March. Any change in annual dues should be set by the “Board” and voted on by the membership.

A “Work Party” Deduction: A requirement of one work party per year for a five dollar (\$5.00) minimum to be deducted from the following years dues; if a member, after twelve (12) months of membership, has performed one work party. A “Work Party” is defined as any activity that supports, promotes, maintains, or otherwise positively affects the continuing activities and presence of the “Club”.

Section 2: Arrears

Notice for payment of dues shall be mailed to each member in good standing at his/her last recorded address by the Membership Secretary at least ten (10) days prior to the due date. Members delinquent for thirty (30) days from the due date shall be suspended from the “Club” and notified by mail of such suspension by the Membership Secretary, but may be reinstated automatically by payment of arrearages in full. Members who have failed to pay their dues by April 1st, shall be dropped from the rolls and thereby forfeit all rights and privileges of membership, and may be reinstated only by favorable action of the “Board” which may impose such conditions for reinstatement as it deems proper.

Section 3: Military Service

“Club” members serving in the Armed Forces of the United States, and meeting all membership criteria as outlined in Article II, Section 4, shall not be required to pay dues while on active duty. Such member must notify the “Club’s” Membership Secretary prior to the date of entering, and within thirty (30) days of his/her separation from the Military. Resumption of dues payment will be handled under the same policy as it applies to new members.

Section 4: Initiation Fee

An Initiation Fee, in the amount not to exceed two (2) times the amount of the annual dues, will be required of all new members. This fee, and one year's dues, must accompany the application before any action will be taken. The pro-rating of dues shall be at the sole discretion of the "Board of Directors."

ARTICLE VII

JUNIOR CLUB

Section 1: Name and Purpose

To promote the objects of the "Club" among persons below the required age of membership, the "Club" may sponsor a Junior Rifle Club to be known as the Buffalo Revolver and Rifle Club Juniors.

Section 2: By-Laws and Membership

- a) By-Laws of the junior club and amendments thereto, must be approved by the "Club Board." The "Board" will establish membership qualifications and procedures, and reserves the right to censure, suspend, or expel, with or without cause, any membership of the Junior Club.
- b) Upon attaining the age of eighteen (18) years, a male/female member of the Junior Club may apply for membership in the "Club" under the same rules which apply to any new applicant. No initiation fee shall be required of a Junior member applying for membership in the "Club" under this section, providing they have maintained an active, continuous membership for a period of two (2) years in the Junior Club immediately preceding their application. Maximum age for the Junior Program will be set in compliance with current NRA policy governing Junior Shooters.

Section 3: Operation

The Rifle Director will formulate and implement the Junior Rifle Program. He/She will appoint all personnel necessary to effectively carry out the aims of the Junior Program.

Section 4: Military Service

Junior Club members entering the Armed Forces of the United States and meeting all membership criteria as outlined in Section 2 (b) above shall not be required to pay dues while on active duty. Such member must notify the Rifle Director prior to the date of entering, and within thirty (30) days of the date of his/her separation from the Military. Providing all these conditions are met, he/she will not be required to pay an initiation fee, if upon separation, application is made for membership in the "Club."

ARTICLE VIII

RULES OF PROCEDURE

Questions coming before an "Board" or membership meeting for which no provisions have been made in the By-Laws, shall be governed by Robert's Rules of Order as last revised.

ARTICLE IX

AMENDMENTS

The By-Laws of the "Club" may be amended, in whole or in part at a Regular or Special Membership meeting, by a two thirds (2/3) vote of those members voting, a quorum being present; provided the amendment was presented in writing at the previous Regular membership meeting, or provided that notice of the proposed amendment, setting for the full text thereof, be communicated to each Annual and Life member of the "Club"

at his/her last recorded address at least ten (10) days prior to the date of the meeting at which the proposed amendment will be presented.

ARTICLE X

ORDER OF BUSINESS

All meetings of the “Club” will follow the Order of Business as set forth below:

1. Roll Call
2. Reading of Minutes
 - a) Board
 - b) Membership
3. Filling of Vacancies and/or Review of New Applicants
4. Reports of Officers
 - a) President/Vice-President
 - b) Membership Secretary
 - c) Treasurer
5. Report of Committees
 - a) Pistol Director
 - b) Rifle Director
 - 1 – Small Bore/High Power
 - 2 – Sporter Rifle
 - 3 – Junior Program
 - 4 – Maintenance
 - c) Public Relations Director
6. Reports of Special Committees
7. Elections
8. Communications and Bills
9. Unfinished Business
10. New Business
11. Good and Welfare
12. Welfare

RANGE RULES

Any request for use or activity of the facility shall be in writing. The use of the facilities shall be determined and approved by the “Board”, including dates, times and types of activities. Notification of approval shall be given in writing.

ARTICLE XI

DISSOLUTION OF “BUFFALO REVOLVER AND RIFLE CLUB, INC.”

(Hereafter, the term “Buffalo Revolver and Rifle Club, Inc.” shall be known as the “Club”)

In the event of the dissolution of the “Club” and all/any of its assets for any reasons, events and or circumstances beyond its control:

1. In the event of material circumstances, such as fire, building collapse (caused by wind, snow, etc.); all tangible assets are to be held in escrow. All funds are to be frozen in their respective accounts until a determination is made (and voted approved by membership) as to either a rebuild of the club or to dissolve.

A) If the circumstances promote a rebuild, funds will be made available to cover the costs of the rebuild and the remaining funds or assets will be incorporated into the reformation of the “Club” with all the previous Membership, Board of Directors and Offices.

B) If the occurrence is by the sale of the building with the intentions to buy another available property and building (with the approval of the Membership), again, all assets in the building will be moved to the new site and Membership, Board of Directors and Officers will remain unaltered.

2. If the circumstances are beyond the “Club’s” control (such as changes in the Town of West Seneca’s ordinances, changes in the NYS Department of Environment Conservation Laws or ordinances or State of New York Laws, etc.) force the closure and/or the dissolution of the “Club”; the following apply:

A) All tangible assets are to be appraised and sold with all the funds placed into a bank account. These funds are to include all monies that exist in the “Club” checking account, Certificates of Deposit, “Building Funds” saving account or any other such accounts that may exist at the time of dissolution.

B) The current serving Board of Directors shall appoint a committee of five (5) members (to include only one Officer) to check all current records of the “Club to determine:

1) That the proper and lawful sales of all assets with such sale funds to be added to the current frozen accounts and that all such funds to be deposited in one (1)

account (to be overseen by a pre-designated Attorney, an account housing Bank Officer and the five (5) committee members).

2) All “Club” members with a minimum of at least three (3) current and consecutive years of Membership in good standing at the time of dissolution resolution, (with the exception of Honorary Members) will be eligible to participate in the disbursement of all “Club” funds.

3) Administer the distribution of total such funds (minus Attorney fees) in equal and even amounts (by certified check) to such members (as previous determined by the committee) and to all currently serving Board of Directors and Officers.

