

**Approved Bylaws of the Asheville Rifle and Pistol  
Club**

**100 Sandy Spring Drive  
Arden, NC 28704**

**Adopted by the ARPC General Membership**

**On \_\_\_\_\_ April 6 \_\_\_\_\_ 2009  
of \_\_\_\_\_**

**and**

**Issued by the ARPC Board of Directors**

**On \_\_\_\_\_ April 15 \_\_\_\_\_ 2009**

**THE ASHEVILLE RIFLE AND PISTOL CLUB, INC.  
A NON-PROFIT CORPORATION**

version 4-2  
Revised 8/3/15

## **BY-LAWS**

### **I. ORGANIZATION AND PURPOSES**

A. The Asheville Rifle and Pistol Club is organized and chartered as a non-profit corporation, pursuant to the provisions of the North Carolina General Statutes Chapter 55A, the North Carolina Non-Profit Corporation Act as amended.

B. The purposes and objectives of the Corporation shall be to:

1. Encourage organized shooting activities among citizens of good repute, resident in our community and elsewhere, and
2. Encourage marksmanship skills, sportsmanship, and the proper and safe use and care of firearms, and
3. Own and operate shooting range facilities for the benefit of its members, and to create a place of recreation and association for members, their families and invitees, and
4. Protect and preserve the God-given and inalienable right of the people, individually and collectively, to keep and bear arms for all lawful purposes, to exercise their rights to life, liberty and the pursuit of happiness; to protect and preserve the Constitutional guarantees of those rights provided in the Constitution of the United States and the Amendments thereto, and in Article I, Section 30 of the Constitution of North Carolina, and
5. Support the purposes and objectives of the National Rifle Association of America, and
6. Raise funds for any of these purposes, and to provide assistance to other individuals and entities having common goals and objectives, and
7. Engage in any other lawful activities not inconsistent with these By-Laws; provided, however, that no part of the net earnings of any activities of the Corporation shall inure to the benefit of any individual, and no substantial part of the activities of the Corporation shall be for carrying on propaganda, or otherwise attempting to influence legislation, nor shall the Corporation participate in any activity which will compromise its status as a non-profit entity under any state or federal law.

### **II. CORPORATE OFFICES**

A. The location of the principal office of the Corporation in this State is Asheville, Buncombe County, North Carolina.

B. The registered office of the Corporation required by law to be maintained in the State of North Carolina shall be located at 100 Sandy Spring Drive, Arden, Buncombe County, North Carolina. The registered agent at that location shall be the club President.

C. The Corporation may have offices at such other places, either within or without the State of North Carolina as the directors may from time to time determine, or as the affairs of the Corporation may require.

### **III. MEMBERSHIP AND VOTING RIGHTS**

A. There shall be two (2) categories of membership in the Corporation:

1. Voting members whose qualifications, rights and responsibilities shall be as defined in these By-Laws, and

2. Non-voting members which shall be the immediate family members of voting members, and shall include junior members under the age of 21. Non-voting members shall not be obligated to pay dues or assessments, and their membership shall be dependent upon the membership of the voting member. **Non-voting members may be allowed range privileges provided they receive SOP orientation and, in the case of junior members, have attained the minimum age of 18, are limited to rifles on the rifle range and are personally approved by the president of the club as having sufficient interest and maturity to handle and use firearms safely. A junior member is allowed to shoot on the pistol range only as a guest of a member. (Rev. 8/3/15)**

3. Honorary members as elected by the Board of Directors, who shall also be voting members.

4. Such other classifications of membership as the Directors may provide.

B. No person shall be admitted to membership who:

1. Has been convicted of or entered a plea of guilty or no contest to any felony or crime of violence, or misdemeanor subject to a term of imprisonment for two (2) years or more, under the laws of the United States or of any State, or

2. Has been adjudicated insane or incompetent, or who has been addicted to controlled substances or an alcoholic, or

3. Shall have been at any time a member of any subversive organization as such term is defined in federal or State law, or

4. Has been discharged from the military services of the United States under any conditions less than honorable.

C. Voting membership is open to any person not under any of the disqualifications set forth in Sec. B1-4 above, and who is:

1. 21 years of age or older, and

2. A member in good standing of the National Rifle Association of America, and

3. Completes and submits an application for membership on a form approved by the Board of Directors, pays the required fees, and complies with such regulations concerning admission to membership as the Board may, from time to time, promulgate, and

4. Is accepted for membership as provided in these By-Laws and the rules and regulations then in force.

D. Suspension, Termination of membership, or other disciplinary action.

1. Membership will be terminated by the voluntary resignation of a member, or in the event of non-payment of dues and assessments, or upon lapse of membership in the National Rifle Association of America.

2. Members may be expelled from the Corporation, or otherwise disciplined, on the occurrence of any event which would constitute disqualification as set forth hereinabove, or for violation of any safety rule or regulation regarding the use of corporate facilities, or for any other conduct detrimental to the purposes of the Corporation.

a. Proceedings to expel a member shall begin with a complaint filed with the Executive Committee, which shall be responsible for investigating and gathering facts to support or refute the complaint. The complaint may be made by any member, and shall be in writing and contain as much information of the circumstances as is available. The Executive Committee will investigate the complaint. If the Committee determines to take no further action, the matter will be closed and no permanent record of the investigation will be retained. If the recommendation is for further action to be taken, the Committee will refer the complaint to the Board of Directors along with its recommendation.

b. The Board shall review the recommendation and supporting information from the Executive Committee. The Board may decide to proceed with the matter, or may decide to

take no further action. If the Board decides to proceed with further action, the member involved shall have the right to a hearing before the Board of Directors, upon reasonable notice; a right to review all the evidence offered against him; a right to cross examine all witnesses who shall testify in the matter; and the right to call witnesses on his behalf. A majority vote of the Directors shall be required in order to expel a member. Upon the failure of a majority vote, the matter will be closed, and no permanent record shall be kept of any of the proceedings conducted by the Corporation. In the event that a majority vote to expel is obtained, the member shall have the right to appeal the decision to the membership. If the member elects to make this appeal, the termination of membership shall be held in abeyance pending the appeal, and the President shall place the matter on the agenda for the next regular meeting. At that meeting, the member may present his appeal to the membership, and a representative of the Board may present the case for the Board's decision. A majority vote of the members present is required to uphold the Board's decision. The failure of a majority vote will act to overturn the decision of the Board, and no permanent record of the proceeding will be kept.

3. If the member against whom disciplinary action is recommended, and for which expulsion from the Corporation is deemed appropriate, is an officer or director, or in the case of the President, a holder of both offices, the member must first be removed from the office or directorship, or both, before any expulsion from the Corporation becomes effective.

4. Discipline in form other than expulsion. Upon a finding by the Board of Directors that a member has violated any rule, regulation, standard operating procedure or policy of the Corporation, the Board may, in lieu of expulsion, suspend the privileges of membership for a period not to exceed one (1) year from the date of finding by the Board. Except as provided in par. D2 b. above, the decision of the Board will be final.

E. All members in good standing shall have equal rights to the use and enjoyment of Corporation real property and shooting facilities, subject to the rules, regulations and standard operating procedures adopted by the Board of Directors. No member may be assessed any charges or fees for the use of the shooting facilities of the Corporation, except for entry fees and charges imposed for participation in competitive shooting events, with the approval of the Board of Directors.

#### **IV. MEETINGS OF MEMBERS**

A. The annual meeting of the membership of the Corporation shall be held on the first Monday in May of each year, at a time and place as may be designated by the Board of Directors. At that meeting the membership will elect Officers and Directors for the following year, act upon the budget proposed by the Board of Directors, and any other matters which the Directors have caused to be placed on the agenda for that meeting, or which by law and these By-Laws may be brought before such annual meeting.

B. A quorum at any periodic, special or annual meeting of the members shall consist of thirty-five (35) voting members in good standing present in person. Meetings shall be conducted in accordance with Robert's Rules of Order, the most recent published edition, unless suspended by a two-thirds (2/3) vote of the membership for that meeting.

C. Regular recurring meetings of the membership will be held on the first Monday of each month at a time and place designated by the Board of Directors. The purpose of these meetings is to provide a forum for the membership to express its views on matters concerning the Corporation, and the dissemination of information of interest to the membership.

D. A majority vote of the voting members present at any meeting, a quorum being present, shall be sufficient to take any action, except those actions for which a special meeting is required as set forth in Article IVF.

E. Special meetings of the membership may be called in the following manner:

1. By a majority vote of the Directors, or by the President, or on written petition of ten (10%) per cent of the membership, or at a membership meeting with a quorum being present, by a majority vote of the members present.

2. Once authorized, the time and place of the meeting will be designated by the President, and notice thereof shall be given to the membership not less than fifteen (15) days prior to such meeting, which notice shall specify the business to be conducted at such special meeting.

F. At any special meeting called for that purpose, the voting members may, by two-thirds (2/3) vote:

1. Instruct the Directors to investigate and make written findings and take such action as they deem appropriate with respect to allegations of misfeasance or misconduct by any Officer, Director or member, or concerning the need for special appropriations not set forth in the current budget, or concerning any proposed action of the Corporation or any events or circumstances of significant or substantial interest to the membership, or

2. Amend, revoke or suspend the operation of any rule, regulation or standard operating procedure, or the statement of any policy adopted by the Board of Directors, or any action taken in furtherance of any of the above, or

3. Remove any Director, Officer, or any number of them, provided that the reasons and grounds for such removal have been investigated by the Executive Committee, and its recommendations put in writing and disseminated to the membership as set forth in Article IV E, pursuant to its authority set forth in Article VI B 4.

4. Amend the Charter of the Corporation or these By-Laws, or

5. Approve any proposal to acquire, sell, convey, mortgage or otherwise lien any real property belonging to the Corporation, or

6. Approve any annual or special appropriation which would result in the Corporation's expending funds in any given fiscal year in excess of its projected revenues for that year, or which would obligate the Corporation financially for a period in excess of two (2) years.

7. Consider any business deemed by the Board of Directors to warrant a special meeting of the members.

G. Notices as required by these By-Laws shall be deemed to be properly made when done in compliance with the provisions of N.C.G.S. 55A-1-41. Attendance by a member at such a scheduled meeting shall be deemed a waiver by the member of any notice requirement.

## **V. BOARD OF DIRECTORS**

A. The business and affairs of the Corporation shall be managed by a Board of Directors, except for those matters committed to the authority of individual officers or the Executive Committee, as provided in these By-Laws.

B. The number of the Directors shall be fixed at seven (7).

C. Composition of the Board of Directors.

1. The Board shall be composed of: the current President, who shall be the presiding officer, three (3) voting members in good standing elected by the membership, and the three (3)

immediate past presidents of the Corporation. Except for the President, no Director will simultaneously serve as an officer of the Corporation.

2. In the event that any one or more of the three (3) immediate past presidents are unavailable to serve for any reason, of their own choosing or otherwise, then the vacancy or vacancies created thereby will be filled by a voting member or members, in good standing, elected by the membership in accordance with the procedures set forth in these By-Laws.

3. Upon communication to the Corporation by one of the past presidents qualified to sit on the Board of his election to not fill the position allocated to him, such election will be deemed to be permanent and not subject to revocation during any remaining period during which the individual constitutes one of the three(3) immediate past presidents. This restriction, however, does not limit the affected individual's ability to seek election to the Board as a member at large in accordance with the provisions of these By-Laws.

D. Candidates for election to the Board must have been a voting member in good standing for a period of two full years at the date of election.

E. A vacancy of a position on the Board which occurs between annual elections may be filled at a special election of the membership called for that purpose in accordance with the procedures set forth in these By-Laws.

F. Directors shall not receive any compensation for their services; but Directors may be reimbursed for expenses reasonably incurred in the performance of their duties.

G. Meetings of the Board of Directors.

1. Directors shall meet not less than once annually, and may meet more frequently at such intervals as they deem appropriate to conduct the business of the Corporation. The places and times of such meetings will be at the discretion of the Directors. Special meetings of the Board may be called by the President, or by any four (4) of their number. Directors shall be given notice of the convening of meetings by any reasonable means not less than five (5) days prior to the date set for the meeting. In the event that a purpose of the meeting is to adopt, amend, revoke any regulation, rule or standard operating procedure, or for the purpose of considering discipline against any member, any notice of such meeting must specify the purpose for which the meeting is called.

2. A majority of those serving as Directors and present at any meeting shall constitute a quorum. Each Director shall have one (1) vote, and four votes constitute an act of the Board of Directors.

3. The directors will meet promptly to hear and determine any matter on which their action is requested by the Executive Committee, or by the membership pursuant to these By-Laws.

4. Action taken by all of the Directors without a meeting nevertheless constitutes the action of the Board if written consent thereto is signed by all of the Directors and filed in the corporate minute book, whether done before or after the action taken. This provision does not apply to actions involving discipline against any member.

H. Responsibilities of the Board of Directors.

1. The Board of Directors shall manage the activities and affairs of the Corporation, and develop and implement policies and procedures directing the activities of the organization.

2. The Board shall hear and act upon all complaints against members processed according to the provision of Article IIID.

3. Included within the Board's responsibilities, but not limited thereto, are the adoption and promulgation of:

- a. Forms and procedures for processing and reviewing membership applications for the purpose of assuring that no person is accepted as a member who has not become familiar with all shooting range safety rules, regulations and procedures, and is familiar with the physical range facilities and boundaries, and
- b. Procedures for scheduling range facilities for tournaments, to assure that such events are conducted safely and in compliance with all applicable requirements of any sanctioning body, and for assuring accountability for match fees and charges collected at any such event, and
- c. Procedures for providing the appropriate level of supervision at activities conducted on the Corporation property, and for preventing use of the property or equipment by persons not authorized, or in any unsafe or unauthorized manner, and
- d. Compliance with all laws and governmental regulations applicable to the Corporation and its activities, assuring collection of the obligations owed to, and the payment of all of the lawful debts of the Corporation, the prompt filing of all documents required by law or regulation, and
- e. Safeguarding the property, equipment and other assets of the Corporation.

## **VI. EXECUTIVE COMMITTEE**

A. The Executive Committee shall be comprised of the Officers of the Corporation, which shall meet at the call of the President, but not less than quarterly, at such times and places as may be designated by the President.

B. The duties and responsibilities of the Executive Committee shall include, but are not limited to:

- 1. Receiving, reviewing and approving membership applications, including reinstatement of former members whose membership has terminated for reasons other than cause, and
- 2. Working with the committees established by the Board of Directors in order to facilitate their activities and assist in the accomplishment of their objectives, and
- 3. Publishing and disseminating to the membership the actions, decisions, instructions promulgated by the Board of Directors, and the carrying out of the policies, rules and procedures adopted by the Board, and
- 4. Investigation of complaints, violations or other matters brought to the attention of the Committee by the membership, and to make reports to thereon to the Board of Directors and to the membership as appropriate, all in accordance with the provisions of Article IIID, and
- 5. Arranging for facilities for membership meetings, if held elsewhere than on Corporation property, and
- 6. Such other responsibilities as may be delegated to the Committee by the Board of Directors.

## **VII. OFFICERS AND DUTIES**

A. The Officers of the Corporation shall consist of a President, a Vice President, a Secretary, a Treasurer and an Executive Officer. They shall be elected from the voting membership by a majority vote of the voting members for one year terms at each annual meeting of the membership. No person may hold more than one office simultaneously. No president may hold the same office more than three (3) consecutive terms.

B. In the event that any office becomes vacant for any reason between annual elections of officers, the Board of Directors shall call a special meeting of the membership for the purpose of

electing a successor to fill the unexpired term of that office, in accordance with the requirements of these By-Laws.

C. No Officer will be compensated for his services in such office, but Officers may be reimbursed for reasonable expenses incurred in the performance of their duties.

D. The duties of the Officers of the Corporation shall be as set forth below:

1. President.

a. The President shall preside at all meeting of the Board of Directors, the Executive Committee and the membership. At each annual meeting the President will report the condition of the affairs of the Corporation, and will report on the budget proposed for the next fiscal year. The President shall be the Chief Executive Officer of the Corporation, and shall see that these By-Laws, the Standard Operating Procedures and other rules and regulations of the Corporation are observed and enforced. He shall insure that the books, records, reports and other documents of the Corporation are maintained and where required by law, filed with appropriate authorities and agencies. He shall perform ~~the~~ all of the duties incidental to the office of President, whether required by law, these By-Laws or other rules and regulations promulgated pursuant thereto. He shall be an *ex-officio* member, with voice but no vote, of all standing and *ad hoc* committees, except the nominating committee.

b. The President shall be responsible for creation and dissemination of a newsletter, if one is published, and for the Range Safety Officer Duty Schedule, and may delegate these duties to an appropriate committee or individual member of the corporation.

2. Vice President. The Vice President shall perform the duties and exercise the powers of the office of the President in the absence or disability of the President, provided that at a meeting of the Board of Directors he shall preside but have no vote, except to break a tie vote. In addition, the Vice President shall perform and attend to such other duties and functions as may be prescribed by the President or the Board of Directors.

3. Secretary. The Secretary shall attend and keep minutes of all meetings of the membership, give and serve all notices of the Corporation, be custodian of the corporate seal and attest to the fixing of same by or of the Directors or the President, perform all duties incidental to the office of Secretary, and perform and attend to such other lawful duties and functions as may be prescribed by the President or the Board of Directors.

4. Treasurer. The treasurer shall have care and custody of, and be responsible for, all the funds and securities of the Corporation. He shall deposit all such funds in the name of the Corporation in such bank or banks as the Directors shall designate, subject to the corporate resolutions as may be adopted from time to time designating others to perform these duties. The Treasurer shall sign and endorse in the name of the Corporation all checks, drafts, warrants and orders for payment of money and pay out and dispose of same and issue receipts therefore. He shall keep and preserve all depository records, statements, bills, invoices or other evidences of expenditures, render a statement of the financial condition of the Corporation at each regular meeting of the Directors and at such other times as shall be required by the Directors. The Treasurer shall keep the books of accounts of all the Corporations business and transactions, and such other books of account as the Directors may require, and perform all duties and functions as may be prescribed by the President or the Directors.

5. Executive Officer. The Executive Officer shall have charge of the Corporation's shooting range facilities and equipment, and be responsible for their maintenance and operation in accordance with the Standard Operating Procedures. He shall establish a maintenance program to maintain the facilities in a neat, orderly and safe condition. This program shall address routine



care and grooming of the grounds, preventive maintenance on all structures and equipment, erosion control of backstops, standardization of target frames, sanitation and refuse removal, and perform all duties and functions as may be prescribed by the President of the Directors.

## **VIII. COMMITTEES**

A. There shall be three (3) permanent standing committees, named the Executive Committee, Range Safety Committee and the Membership Committee.

B. The Board of Directors may establish such additional committees as it may, from time to time, deem appropriate to the needs of the Corporation; provided that each committee so established shall keep and maintain complete and accurate records of its activities.

C. All committees shall report on their activities to the Board of Directors, at such frequency as the Board determines, and shall also report on their activities to the general membership at regularly scheduled meetings, if so directed by the Board.

## **IX. FINANCIAL MATTERS OF THE CORPORATION**

A. At each annual meeting of the membership the Board of Directors shall present in writing a proposed budget for the next fiscal year, including projections as to sources and amounts of revenues, and recommendations as to specific appropriations to meet the expenses of the Corporation. The proposed budget shall become effective unless it is rejected or amended by a majority of the members present at the meeting, provided, however, that no annual budget providing for the expenditure of funds in excess of projected revenues for that year, plus accumulated surplus from prior years, or providing for any obligations on the Corporation for a period in excess of two (2) years, shall be effective unless approved by a vote of two-thirds (2/3) of the membership at such meeting.

B. The Directors, or the voting members at a special meeting called for the purpose may provide for the establishment of reserves for special projects, which shall be designated specifically at the time any such reserve is established. Such reserve accounts may not be expended for any other purpose except with the approval of the Board of Directors and the concurrence of a majority of members at a special meeting called for that purpose.

C. A condition for admission to voting membership in the Corporation shall be payment of an initiation fee in an amount established from time to time by the Directors, with the approval of the membership.

D. Each such voting member shall pay annual dues in an amount determined by the Board of Directors, and approved by the membership, payable on July 1 of each year. Membership in the Corporation will lapse for non-payment of dues not later than October 1<sup>st</sup> of the year in which the dues are assessed and due.

E. The Board of Directors, with the concurrence of the membership by a two-thirds (2/3) vote at an annual or special meeting, may impose on all voting members a special assessment to provide for emergencies, for such expenses including but not limited to defense of legal action, governmental administrative proceedings affecting operation of the Corporation's property or

facilities, or other matters not contemplated at the time of adoption of the annual budget. The total amount of assessments during any fiscal year may not exceed the amount of annual dues applicable to the same period.

F. No funds of the Corporation whether a part of annual income, surplus or reserve account shall be expended for any purpose or under any circumstance inconsistent with the non-profit status of the Corporation.

#### **X. TOURNAMENT RULES**

Where appropriate, all shooting competition held by the Corporation shall be governed by the rules and regulations laid down by the National Rifle Association of America, or by other national bodies governing such matches.

#### **XI. AMENDMENTS**

These By-Laws may be altered or amended in whole or in part, or new By-Laws adopted at any special meeting of the Corporation called for that purpose, provided that notice of the intended amendment or substitution shall have been mailed to each member in good standing at least fifteen (15) days prior to such meeting. Adoption of any amendment or substitution shall require an affirmative vote of two-thirds (2/3) of the voting members present.

#### **XII. DISSOLUTION AND LIQUIDATION**

A. The Corporation may be dissolved in accordance with the provisions of N.C.G.S. 55A-14.

B. All assets of the Corporation shall upon its dissolution, be transferred to:

1. Such other qualified shooting club or organization in Western North Carolina, as the members may, by two-thirds (2/3) vote of the membership for that meeting, select; or

2. If there exists no such qualified organization or if the requisite majority vote is not obtained, the distribution of club assets will be voted by the members at the time of dissolution, as long as no single member or group of members personally benefit.

Dated: April 15, 2009