

**BY-LAWS OF THE**  
**ALDER BROOK SPORTSMEN'S ASSOCIATION, INC.**

**APPROVED BY MEMBERS**  
**AT THE ANNUAL MEMBERSHIP MEETING OF**

**AUGUST 31, 2023**

**BYLAWS OF THE  
ALDER BROOK SPORTSMEN'S ASSOCIATION, INC.  
DATED AUGUST 31, 2023**

**ARTICLE 1 - NAME**

Section 1       The name of this organization shall be the Alder Brook Sportsmen's Association, Inc., hereby referred to in this document as the "Association".

**ARTICLE 2 - OBJECT**

Section 1       The Association is organized for the purpose of social recreation, improvement, and firearms education.

**ARTICLE 3 - INTERPRETATION OF METHODS**

Section 1       The Association shall be nonpartisan and nonsectarian and shall limit its activities and influences to the common wealth of the Town of Littleton and the surrounding area.

**ARTICLE 4 - MEMBERSHIP**

Section 1       Any reputable person may subscribe to membership in the Association.

Section 2       Members may be elected, at any meeting, by the Board of Directors (the "Board") and shall pay in advance an annual membership fee as set by the Board.

Section 3       Members, whether an individual person or comprised of more than one person in the member entity, shall be entitled to cast only one vote in the affairs of the Association.

Section 4       The Board shall have the right to confer honorary membership which shall include all the rights and privileges of active membership, except that of holding office, with exemption from the payment of membership fees.

Section 5       Applications for membership shall be made to the Board, and the application shall be regarded as a guarantee on the part of the applicant of interest in and sympathy with the aims and purposes of the Association and adherence, if elected, to its bylaws, rules, and regulations.

Section 6       Members may be expelled by the Board for cause by a three-fourths (3/4) vote of all directors present at the time of the vote, which shall be called after due notice has been given. Any expelled member shall have the right to appeal to the entire membership body at the next annual meeting.

**ARTICLE 5 – MEMBER MEETINGS**

Section 1       The Board shall provide for holding member meetings whenever it may be considered necessary or desirable. A meeting must be called upon a presentation of a petition signed by no less than ten per cent (10%) of the membership.

Section 2       The annual meeting of the Association shall be held within two (2) months of the end of the fiscal year.

Section 3       A quorum at member meetings shall be at least five percent (5%) of members in

good standing, but no more than twenty-five (25).

Section 4 Notice of Special and Regular member meetings shall be given at least five (5) days in advance of the day of the meeting. Notice shall be in the form of personal advisement, e-mail, and/or publications on the Alder Brook Sportsmen's Association Website.

Section 5 Parliamentary Procedure - On questions of parliamentary procedure not covered in these By-Laws or in Robert's Rules of Order, a ruling by the President/Chair shall prevail.

## ARTICLE 6 - BOARD OF DIRECTORS

Section 1 The government of the Association, the direction of its work and the controls of its property shall be vested in a Board consisting of twelve (12) members, one third (or 4) of whom shall be elected annually for a term of three years, as hereinafter provided, except that at the first actual meeting of the Association, all twelve directors shall be elected, four of whom for a period of one year, four for two years and four for three years. Immediately after the election of same, the Directors shall meet, qualify, and elect from their own number, a President, Vice President, Secretary and Treasurer. The Directors shall have the power to fill all vacancies on the Board. They shall submit in writing at the annual meeting a full report of the work and finances of the Association.

Section 2 The Board election shall be as covered in Section 1 and shall be at the same time as the annual meeting.

Section 3 A nominating committee of not less than five (5) members shall be appointed by the President at the February Board Meeting prior to the election whose duty it shall be to nominate from the members of the Association, at least as many members to be voted on for Directors as there are vacancies on the Board to be filled. Nominees must be members in good standing, ready, willing, and able because of residence and/or other causes to stand available as an active Director. Nominations must be posted no later than fifteen (15) days prior to the election so that the entire membership shall have time to study the qualifications of candidates.

Section 4 All voting for directors shall be by ballot. The number of nominees corresponding to the number of vacancies who receive the highest number of votes shall be declared elected.

Section 5 Board Meetings - The Board shall meet at regular periods and special meetings may be called at any time by the President, or upon the concurrence of seven (7) directors. Four (4) members of the Board shall constitute a quorum at any meeting. Five (5) days' notice shall be given for special meetings, unless waived by all directors.

Section 6 Meetings Held Electronically - Meetings of the Board may be conducted by telephone (a) when the President has obtained written consent for this from a majority of the Board members; (b) when so directed by the Board; or (c) in the case of special meetings, when so directed by those calling the special meeting. Telephone meetings of the Board shall be subject to all rules adopted by the Board to govern such meetings, which may include any reasonable limitations on, and requirements for, Board members' participation. Any such rules adopted by the Board shall not otherwise conflict with or alter any rule or decision of the Association.

Section 7 Directors - Absence from Board Meetings — Any Director who is absent from three (3) consecutive Board meetings without excuse satisfactory to the Board shall be deemed to have surrendered the office as Director.

Section 8 Vacancies — A vacancy in any officer or director position because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board, at the next regularly scheduled meeting, or earlier with proper notice, by majority vote, for the unexpired portion of the term.

Section 9 Removal for Cause – Any officer or director may be removed for good cause, including violating the Association’s Conflict of Interest Policy, by a two thirds (2/3) affirmative vote of directors after due notice and an opportunity to be heard. Any officer or director removed for cause shall not be eligible for election or appointment to the Board for a period of three (3) years.

## ARTICLE 7 - OFFICERS

Section 1 Within ten (10) days after the annual meeting, the directors shall meet and elect officer and non-officer positions for the ensuing year. Officers must be Board members. Non-officer positions may be Board members or may be elected from the body of members of the Association. These officers and their duties are as in the following sections:

Section 2 The President, who shall preside at all meetings and perform all duties usually associated with this office, shall be a member of the Board but shall be without a vote as a Director, except when a tie is counted, at which time the President’s vote will be the deciding vote. The President shall have custody of all bonds, and shall be an ex-officio member of all committees. Committees shall be appointed by the President, or the Board with two thirds (2/3) concurrence.

Section 3 The Vice President shall help, aid, and assist the President, and in the President's absence or disability, shall act in the full capacity of that position.

Section 4 The Secretary shall keep the minutes of the meetings of the members and the Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; keep a register of the mailing address of each member, which shall be furnished to the Secretary by the Membership Manager and, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President/Chair or the Board.

Section 5 The Treasurer shall receive and disburse the funds of the Association. The Treasurer shall keep all moneys of the Association deposited in its name, and shall report on call to the Directors, who may, at their discretion, require the Treasurer to give acceptable bond.

Section 6 Non-Officer Positions: Under these provisions, the Board is empowered to provide for a suitable salary for these and other positions:

6.1 The Executive Manager shall conduct official correspondence, keep all books and files, maintain accurate records of all proceedings, and otherwise act in the usual capacity of any manager subject to the direction and supervision of the Board.

6.2 The Membership Manager shall conduct all membership activities including administration of new member applications, renewal of memberships, coordination of membership fees with the Treasurer and Executive Manager, and all required record-keeping.

6.3 The Grounds Maintenance Manager shall coordinate and maintain the grounds of the

Association and such other duties as from time to time may be assigned by the President or the Board.

#### ARTICLE 8 - DISBURSEMENTS

Section 1 No disbursements of the funds of the Association shall be made, other than in the normal course of business of the Association, unless the same shall have been approved, authorized, and ordered by vote of the Board. All disbursements shall be made by check or electronic form, signed by the Treasurer or the President.

Section 2 Appropriation and the borrowing of funds shall be authorized and ordered by vote of the Board. The Treasurer shall be empowered by said vote of the Board to negotiate, borrow and secure any monies as required, and all required documentation shall be countersigned by the President.

#### ARTICLE 9 - FISCAL YEAR

Section 1 The fiscal year shall end the 30th day of June.

Section 2 An Audit Committee consisting of three (3) Directors shall be appointed by the President each April to review the Treasurer's Annual Report, prior to presentation at the end of the fiscal year.

Section 3 The Treasurer's Annual Report shall be presented at the Annual Meeting for approval by the members.

#### ARTICLE 10 - PARLIAMENTARY PROCEDURE

Section 1 The proceedings of all meetings of the Association and the Board will be governed by and conducted according to the latest edition of Robert's Rules of Order.

#### ARTICLE 11 - AMENDMENTS

Section 1 These bylaws may be amended or altered by a two-thirds (2/3) vote of those members present at any regular or special meeting of the Association. Notice of any change must be made to members at least ten (10) days prior to such a meeting.