

## **BY-LAWS**

### **NEVADA BIGHORNS UNLIMITED, RENO CHAPTER**

#### ARTICLE I.

##### Membership

Section 1. Any individual sympathetic to the objectives of this Corporation and upon payment of the membership fee prescribed by the Board of Directors may become a member. Such members are entitled to vote as set forth hereinafter.

Section 2. Each member shall be entitled to vote on all matters coming before an annual or special meeting of the Corporation.

#### ARTICLE II.

##### Officers and Directors

Section 1. The officers of this Corporation shall be a President, a Vice President, a Secretary and a Treasurer. The Secretary may also act as Treasurer of the Corporation.

Section 2. The Board of Directors Trustees shall have general control over all officers and committees, as well as management of all affairs and funds. Candidates for Directors shall be Members of Nevada Bighorns Unlimited, Reno Chapter.

Section 3. It shall be the duty of the President to preside at all meetings of the Corporation and its Board of Directors; to serve as ex-officio as a member of all committees, and to perform such duties and have such other powers as ordinarily pertain to the office.

Section 4. It shall be the duty of the Vice President to be an assistant to the President of the Corporation, and in the absence of or unavailability of the President, to have the same powers of general control and management of its business affairs as the President shall have.

Section 5. It shall be the duty of the Secretary to keep accurate records, in permanent form, of all business transacted and to perform such other duties as the Board of Trustees may prescribe. He or she shall be prepared to deliver, at any general meeting, minutes of the last previous meeting and other pertinent information.

Section 6. It shall be the duty of the Treasurer to receive all monies accruing to the Corporation, to deposit them at a suitable bank, or banks, to account for same at the

general meeting or at any other time upon request of the Board of Directors. He or she shall be bonded to be borne by the Corporation. Upon his or her retirement from office, he or she shall relinquish to his or her successor or to the President all funds and properties in his or her possession belonging to the Corporation. He or she shall discharge all other duties as shall ordinarily pertain to the office of Treasurer.

Section 7. The Board of Directors shall be empowered to secure the services of a managing director of the Corporation who may also be one of the officers of the Corporation. The duties of such director shall be described in a job description by the Directors.

### ARTICLE III.

#### Meetings

Section 1. Annual meetings of the membership shall be held at such places and times as shall be determined by the Board of Directors, provided that not less than thirty (30) days notice shall be given in advance of any general meeting to all Members.

Section 2. Special meetings may be called by the President at the instance of the Board of Directors, provided that not less than fifteen (15) days notice of such meeting shall be given in advance to all Members.

Section 3. Meetings of the Board of Directors shall be held at such times as may be convenient for said Directors, but in no event shall such meetings be held less frequently than quarterly.

### ARTICLE IV.

#### Management

Section 1. Management of this Corporation shall be vested in a Board of Directors, consisting of no more than fifteen (15) Members. The Directors shall serve staggered terms and seven (7) of the fifteen (15) members of the Board of Directors elected or appointed after the adoption of these By-Laws shall serve a term of one (1) year, and the remaining eight (8) members of the Board of Directors shall serve a term of two (2) years. After the end of the one (1) year term for seven (7) of the members of the initial Board of Directors, all terms of such Directors thereafter shall be two (2) years. All Directors thereafter shall serve until their successors are elected and qualified.

Section 2. In any and all cases where subjects are not specifically covered in these By-Laws or the Articles of Incorporation, the Board of Directors shall be empowered to act.

## ARTICLE V.

### Finances

Section 1. All funds of the Corporation shall be deposited by the Treasurer in such bank or banks as may be designated by the Board of Directors.

Section 2. All disbursements shall be by numbered check drawn by the Treasurer and signed by two (2) individuals, including the Treasurer, and any one other of four (4) members of the Corporation who shall be authorized to sign such numbered checks. Such additional individuals may also be officers of the Corporation, but all of such individuals must be Members of the Corporation.

Section 3. The President shall prepare an annual budget to be submitted to the Board of Directors within thirty (30) days following his or her election, such budget to be subject to amendment by the Board and to become effective with its approval. In this regard, however, it shall not be obligatory that all budgeted expenditures be disbursed.

Section 4. The Board of Directors, in its sole discretion, may require that any individual having charge or control of funds belonging to the Corporation give such bond as may be reasonable under the circumstances, the cost of such bond to be borne by the Corporation.

## ARTICLE VI.

### Elections

Section 1. At least thirty (30) days prior to the annual meeting, the Board of Directors shall appoint a Nominating Committee of five (5) Members in good standing.

Section 2. The Nominating Committee shall, at the annual meeting, place into nomination the names of one or more candidates for each Directorship which shall have been vacated at any time prior to said annual meeting. Additional nominations, if any, shall be accepted from the floor at the time the Committee report is heard. Candidates receiving the greatest number of votes for each available position on the Board of Directors shall be declared elected to said Board of Directors for the term of two (2) years, taking into consideration that seven (7) of the initial fifteen (15) members of the

Board of Directors shall serve for only a one (1) year term, in order that the terms of the Directors shall be staggered.

Section 3. The Nominating Committee shall, at the annual meeting, place into nomination the names of one or more candidates for each elective office to be filled. Additional nominations, if any, shall be accepted from the floor at the time the Committee report is heard. Candidates for each of such elective offices receiving the greatest number of votes for such position shall be declared elected for the term of one (1) year.

ARTICLE VII.

Amendments

Section 1. These By-Laws may be amended at any annual meeting or at any special meeting of the Corporation, by a majority of the Members present and voting.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned Directors of the Corporation known as NEVADA BIGHORNS UNLIMITED, RENO CHAPTER, do hereby certify that the above and foregoing By-Laws were duly adopted by the said Corporation on the 14<sup>th</sup> day of May, 1986, and that the same do now constitute the By-Laws of said Corporation.

/s/ Bob Austin \_\_\_\_\_

/s/ Bill Balsi, Sr. \_\_\_\_\_

/s/ George Bandy \_\_\_\_\_

/s/ Mike Boyce \_\_\_\_\_

/s/ Wayne Capurro \_\_\_\_\_

/s/ Fred Church \_\_\_\_\_

/s/ Bob Jaquish \_\_\_\_\_

/s/ Larry Johnson \_\_\_\_\_

/s/ Lee McKenzie \_\_\_\_\_

/s/ Alan Means \_\_\_\_\_

/s/ Les Naisbitt \_\_\_\_\_

/s/ Greg Powning, D.D.S. \_\_\_\_\_

/s/ Jim Puryear \_\_\_\_\_

/s/ Bill Smith, D.V.M. \_\_\_\_\_

/s/ Ken Taber, D.D.S. \_\_\_\_\_