



SAFARI CLUB INTERNATIONAL NORTHERN NEVADA CHAPTER A 501(c)(3) Nonprofit Organization

BYLAWS

ARTICLE I

NAME AND PURPOSE OF THE ORGANIZATION

Section 1.1 – Name

The name of this organization shall be the Safari Club International, Northern Nevada Chapter, hereafter, NNSCI. It shall be developed and run in accordance to the bylaws established by the chapter, and the guidelines for chapters as established by Safari Club International.

Section 1.2 - Purpose of the Organization

To promote the conservation, perpetuation, and scientific study of wildlife and natural resources, and to preserve and promote our sporting heritage within the state of Nevada, and around the world as part of Safari Club International.

Section 1.3 - Mission

1. engage and participate in projects that educate the public about the constructive role of hunting and hunters in society, which may include the granting of scholarships to Safari Club International and the SCI Foundation educational programs and for other purposes;
2. engage and participate in projects for the conservation of wildlife, on either a local, regional, national or international scale, including wildlife research, wildlife management and other projects that assist in the collection and dissemination of information on wildlife populations;
3. provide a channel for organized efforts to promote a public understanding and acceptance of sport hunting as an effective tool for wildlife conservation and management;
4. participate and associate with other clubs throughout the world that share common goals, beliefs, and purposes; and
5. make a financial contribution to Safari Club International or the SCI Foundation, as established by resolution of the Executive Committee or Board of Directors, as required by and beyond the contribution required by Safari Club International, for the purpose of supporting its mission activities.



ARTICLE II

BOARD OF DIRECTORS AND MEMBERSHIP

Section 2.1 - Members of the Board of Directors

The property and affairs of this chapter shall be managed and controlled by a board of directors, which shall consist of not less than five (5) nor more than twenty (20) individuals. Any individual recognizing the value of and being in sympathy with the purposes of this organization may, upon nomination by a director, stand for election to the board of directors at any regular meeting by majority vote. Each member of the board shall hold office for a term of two (2) years unless he or she resigns or is removed from office. There shall be no limit on the number of terms in which a director may serve.

Section 2.1.A - Responsibilities of the Board of Directors

Each member of the board is expected to attend regularly scheduled meetings, and actively serve on at least one committee as outlined in Section 2.6. Any board member who misses more than One (1) Board Meeting within a year without notifying the President as to their absence will be deemed an Honorary Director. Any director that is not actively involved in at least one committee will be deemed an Honorary Director.

Section 2.1.B - Honorary Directors

Any individual recognizing the value of and being in sympathy with the purposes of this organization may, upon nomination by a director be deemed an Honorary Director. Honorary Directors may include any person elected by the board and approved by majority vote. Honorary Directors will be allowed to attend regular board meetings, provide input to the chapter, and be called upon to assist in chapter activities; however, Honorary Directors will not have voting privileges on board decisions. The list of Honorary Directors will be temporarily reviewed and updated as deemed necessary by the Board of Directors.

Section 2.2 – Resignation

A director of the chapter may resign at any time by written notice, setting forth effective time and date thereof, delivered personally or sent by e-mail and/ or standard mail on or before such effective time to the chapter president.

Section 2.3 - Removal

Each director may at any time be removed from office, with cause, by majority vote of the board of directors or by the President with just cause.

Section 2.4 - Regularly Scheduled Meetings

Regularly scheduled meetings of the board of directors shall be held quarterly at such places and times as shall be determined by the board of directors, provided that each director shall be notified of the place, day, and hour of the meeting at least one week prior to the meeting.



Section 2.5 - Special Meetings

The board of directors or officers may by resolution establish one or more special meetings at a date and place specified in such resolution. Special meetings of the board of directors may be called at any time by the president or by a majority of the members of the board of directors, provided that not less than three (3) day notice of such meeting shall be given in advance to all directors.

Section 2.6 - Committees

The board of directors may designate from among its members, by resolution, an Executive Committee consisting of the four (4) elected officers (president, president-elect, secretary and treasurer) – chaired by the president; a membership and special events committee – chaired by the president; a banquet committee – chaired by the president-elect; a budget and funding committee - chaired by the treasurer; a public relations and correspondence committee – chaired by the secretary; and any other committees as deemed necessary. Each active committee shall consist of at least two (2) directors at all times.

Section 2.6 A – Committee Responsibilities

The chair person for each committee will be responsible for that said event and for scheduling committee meetings and sub-committee meetings as necessary to carry out the task assigned to that committee. Each committee chair person will invite both the president and the president-elect, who might attend these committee meetings based on availability.

Section 2.7 – Quorum

A quorum of the board of directors in any regular or special meeting shall consist of no less than one-half of the entire board of directors at the commencement of the meeting. The withdrawal of any director after the commencement of the meeting shall have no effect on the existence of a quorum. A quorum is required to resolve any issue requiring approval by the board of directors.

Section 2.8 – Membership

Any member of the Northern Nevada Chapter must also be a current member, in good standing, of Safari Club International. The Board of Directors will determine the fee(s) charged and benefit(s) received by Northern Nevada Chapter members. Members may be invited to attend Board of Director meetings and provide input; however, members do not hold any voting privileges.

ARTICLE III

OFFICERS

Section 3.1 – Officers

The officers of the organization shall consist of a president, a president-elect, a secretary, and a treasurer. Each officer must be a member of the board of directors at the time of their election. This group will the Executive Committee as stated previously.



Section 3.2 - Term of Office

All officers shall hold office for a term of (2) two years, until the next annual meeting of the board and until his/her successor is elected or until his death, resignation, or removal. Terms shall begin July 15th and run through July 14 of the successive year.

Section 3.3 - Removal and Resignation

Any officer may be removed by the board of directors with cause. Any officer may resign at any time by giving written notice to the chapter president. Such resignation shall take effect upon its receipt unless a subsequent effective date is specified in the notice.

Section 3.4 – Vacancies

If any vacancy occurs in any office, the board of directors may elect or appoint a successor to fill such vacancy for the remainder of the term.

Section 3.5 – President

It shall be the duty of the president to preside at all meetings of the board of directors; to serve as an ex-officio member of all committees, to chair the executive and banquet committees, and to perform such other duties and have such other powers as ordinarily pertain to the office.

Section 3.6 – President-elect

It shall be the duty of the vice president to perform such duties as shall be assigned to he/she by the president or by the board of directors, and to chair the membership and special activities committee. The vice president shall act in the place of any absent officer, exercising all his/her powers and performing his duties during his absence or disability.

Section 3.7 - Secretary

It shall be the duty of the secretary to keep accurate records and meeting minutes, in permanent form, of all business transacted and to perform other duties as the board of directors may prescribe, and to chair the public relations and correspondence committee. The secretary shall be prepared to deliver, at any board meeting, minutes of the last previous meeting and other pertinent information.

Section 3.8 – Treasurer

It shall be the duty of the Treasurer to receive all monies accruing to the organization, to deposit them at a suitable bank, or banks, to account for same at meetings of the board of directors or any other time upon the request of the board of directors, and to chair the budget and funding committee and work with the selected bookkeeper and/or accountant. Upon retirement from office, the treasurer shall relinquish to the treasurer-designate or to the president all funds, properties and financial records belonging to the chapter. The treasurer shall discharge all other duties as shall ordinarily pertain to the office of treasurer.

Section 3.9 - Election of Officers

Officers shall be nominated and voted on by the Board of Directors at the annual meeting, held at the July Board Meeting. Each nominee will be allowed to express their views regarding the office for which

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they have been nominated. Election for that office will be held immediately following the speech of the final nominee. The nominee receiving the most votes from the board will be the winner of the election. In case of a tie, a runoff will be conducted between the two candidates receiving the most votes. If a tie still exists, the office will be determined by a coin toss. Elections will be held one office at a time. The president will be elected first, followed by the vice president, the treasurer, and the secretary.

There is no limit to the number of offices that a director may be nominated for, nor the number of board members that may be nominated for any one office. However, a person may only be elected to one office.

ARTICLE IV

CHECKS, DEPOSITS, FISCAL YEAR & AUDITING

Section 4.1 – Expenditures

Expenditures or funding requests to be signed by the Treasurer or an Executive Board member and if such expenditures exceed \$2,500.00 it is to require the signatures of both the President and the Treasurer.

All expenditures or funding requests in excess of \$2,500.00, excluding the yearly 30% check due National SCI based on earnings from the annual fundraiser dinner **OR** items to be paid inside the approved annual budget, will require a majority vote from the NNSCI Board of Directors along with two signatures to include the President and Treasurer. Electronic mail voting for these expenditures will be allowed in absence of a Board Meeting.

Section 4.2 – Deposits

All funds of the chapter not otherwise employed shall be deposited from time to time to the credit of the chapter in such banks, trust companies, or other custodians as the board of directors may select.

Section 4.3 - Fiscal Year

The fiscal year of the chapter shall begin on July 1 of each year and end on June 30 of each succeeding year.

Section 4.4 - Annual Audit

An audit of the chapter's finances will be conducted annually. The audit will be conducted by a two (2) member committee chosen by the president from the board of directors not including the president nor the treasurer. The committee will be approved by majority vote of the board of directors. The audit shall commence within 90 days of the date of the annual banquet, and concluded within 45 days of the start date. All findings of the audit committee will be presented to the entire board of directors.



ARTICLE V

INDEMNIFICATION

Section 5.1 – Indemnification

Every person who was or is a party to, or is threatened to be made a party to, or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he, or a person of whom he is the legal representative, is or was a director or officer of the chapter, or is or was serving at the request of the chapter, or as its representative in a partnership, joint venture, trust, or other enterprise, shall be indemnified and held harmless to the fullest extent legally permissible under the laws of the State of Nevada from time to time against all expenses, liability and loss (including attorney's fees, judgments, fines and amounts paid or to be paid in settlement) reasonably incurred or suffered by him in connection therewith, except for any acts or omissions which involve intentional misconduct, fraud, or knowing violations of law. Such right of indemnification shall not be exclusive of any other right which such directors, officers or representatives may have or hereafter acquire, and, without limiting the generality of such statements, they shall be entitled to their respective rights of indemnification under any by-law, agreement, vote of stockholders, provision of law, or otherwise, as well as their rights under this Article.

Without limiting the application of the foregoing, the board of directors may adopt bylaws from time to time with respect to indemnification permitted by the laws of the State of Nevada, and may cause the chapter to purchase and maintain insurance on behalf of any person who is or was a director or officer of the chapter as director or officer of another chapter, or as its representative in a partnership, joint venture, trust or other enterprises against any liability asserted against such person and incurred in any such capacity or arising out of such status, whether or not the chapter would have the power to indemnify such person.

The indemnification provided in the Article shall continue as to a person who has ceased to be director, officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE VI

ETHICS

Section 6.1 - Ethics Policy

The Board of Directors shall maintain an Ethics Policy which defines how ethics complaints are filed and processed, possible disciplinary actions, and, if applicable, an appeal process. The Ethics Policy shall be adopted by the Board of Directors, and may be amended by the Board of Directors at any time, so long as the Board complies with the requirements of Article VII. The Ethics Policy shall address complaints against Members, Chapters, Affiliates, Exhibitors, Donors and Directors.

The Ethics Policy shall be administered by the Ethics Committee and/or the Board of Directors as is appropriate and in accordance with the provisions of the Ethics Policy.



The grounds for ethics complaints are specified in the following Sections.

Section 6.2 - Members

The following represents actions/behaviors inconsistent with the Foundation's values and, therefore, are considered grounds for complaints against members:

1. Any conduct that is contrary to, or in violation of, the Bylaws, Mission Statement, or Policies of the Foundation, or a specific policy that has been promulgated by the Board of Directors;
2. Having obtained membership in NNSCI by use of any false or misleading statements or representations;
3. Refusing, after written demand has been made, to honor a financial obligation to NNSCI;
4. Conduct that is disruptive of the orderly operation of NNSCI in pursuit of its goals;
5. Acts of disloyalty to NNSCI that harm NNSCI and/or its reputation, purposes, or objectives;
6. Willfully making false statements or misrepresentations about NNSCI or its official representatives;
7. Engaging in any illegal or unethical business activities that relate to NNSCI and/or its reputation, purposes, and/or objectives;
8. Conviction of any fish, game, or wildlife conservation violation resulting in suspension, and/or revocation of privileges; and/or,
9. Conviction of, or a plea of guilty or nolo contendere to any felony or to a misdemeanor involving moral turpitude or fraud.

Disciplinary actions associated with ethics complaints regarding members can include suspension or revocation of membership privileges.

Section 6.3 - Director Code of Ethics

Recognizing the trust and confidence placed in me by the membership and the prestige, influence, and sensitivity of my position as a Director of NNSCI, I subscribe to this Code of Ethics and agree to all of the following:

- (a) To conduct myself with the highest of professional and ethical standards, understanding that my actions and words are likely to be interpreted to be those of NNSCI.
- (b) To fully support the NNSCI Mission Statement and demonstrate, by my actions, the values contained therein.
- (c) To respect the confidentiality of NNSCI and the Board of Directors meetings.
- (d) To publicly support the decisions made by the Board of Directors.
- (e) To refrain from using my influence as a Director to acquire any goods, services, favors, or other benefits of pecuniary value for myself or any other person or entity with me.



(f) To make my Director position a priority and to regularly attend meetings, participate, volunteer, and donate to NNSCI to the reasonable extent possible considering my personal and professional situation.

ARTICLE VII

AMENDMENTS

Section 7.1 - Amendment of Bylaws

The bylaws may be amended, altered, or repealed and new bylaws may be adopted by the board of directors of the chapter by a vote of the majority of the directors then in office and not otherwise, at any meeting of the board, provided that the full text of the proposed amendment, alteration, or repeal shall have been delivered to each director of the chapter at least five (5) days prior to the meeting at which the proposed amendment, alteration, or repeal will be presented to the board for action.

ARTICLE VII

DISSOLUTION

Section 7.1 - Dissolution of the Chapter

Upon dissolution or other termination of the chapter, any assets remaining after all debts of the chapter have been paid shall be relinquished to SCI Foundation 501 (c)3, Founding SCI Chapter 501 (c)4 or affiliate Chapter of SCI. This will be at the remaining chapter members discretion.