First Amended and Restated Bylaws of the Northern Rio Grande Sporting Club

Effective May 11, 2023

RECITALS

WHEREAS, the Northern Rio Grande Sporting Club's ("Club" or "NRGSC") current Bylaws have been effective as of January 23, 2021; and

WHEREAS, the Club desires to amend and restate its bylaws pursuant to Article XII.

NOW, THEREFORE, the Club desires that these First and Amended Restated Bylaws of the Club replace and supersede the Bylaws adopted January 23, 2021.

Article I - Name and Objectives

This organization is to be known as the "Northern Rio Grande Sporting Club" ("Club"). It is recognized by the IRS as a not-for-profit tax-exempt entity under Section 501(c)(7) and is registered with the state of New Mexico as a nonprofit corporation. The Club's primary objective is to foster the safe promotion of shooting sports including archery by means of educational and practical exercises at the Club's range facilities, and the Club may engage in all ancillary activities relating thereto and also to game, conservation, and like matters.

Article II - Organization - Board of Directors

Executive Officers

The Club's annually elected officers shall include a President, a Vice President, a Membership Secretary and a Treasurer, all of whom shall serve a term of one year from the annual Club meeting, which shall be held on a date specified by the President in January. Election of the officers shall be by a majority of votes cast by those eligible members in attendance at the annual meeting, and the members present at the meeting shall constitute a quorum. Any Club member in good standing, including the Club member him or herself, may nominate persons to fill these offices. Each officer is accorded a vote on matters brought before the Board.

At-Large Board Members

In addition to the officers, the Club members shall elect three at-large Board members who will serve staggered terms of three years, with one elected every year. The three at-large Board members shall have a vote on matters brought before the Board. The expiring term each year will be filled by nomination and election in the same manner as the executive offices. In addition, the immediate past president shall serve as an ex-officio member of the Board but shall not have a vote on matters brought before the Board.

Advisory Board members

Each section leader shall serve as an advisory Board member and shall be entitled to participate in Board meetings, but shall not have a vote on matters brought before the Board. Section leaders will be determined by a majority consensus of the Board.

Vacancies

Vacancies on the Board shall be filled by the appointment of the President with the advice and majority consent of the Board members. Should the President vacate that office, the Vice President shall assume those duties until the next annual election of officers.

Removal from Office

Two unexcused absences from regular Board meetings, a second documented incident of unsporting conduct after a warning, or a conviction of a felony or legally prohibited from owning or possessing firearms shall constitute a resignation by that Board member.

Members are allowed to name a proxy from among the remaining Board members, and that proxy may vote, in which case the absence will not be counted against the member. A majority vote by the Board members is necessary to affect a removal and to fill a vacancy.

Quorum

A simple majority of board members attending a regular or special meeting of the Board called by the President shall constitute a quorum for the conduct of business brought before the Board. When a proxy is in place of a regular Board member, the proxy shall count towards the quorum. Regular meetings shall be held at least quarterly, and both regular and special meetings may be held by email at the discretion of the President.

Duties

The President shall preside at all regular and special meetings of the Board or the Club, and the President shall appoint section leaders as prescribed in Article V and shall appoint such special committees as are deemed necessary by the Board for the proper operation of the Club.

The Vice-President shall stand in for the President in the President's absence and shall keep all meeting minutes.

The Membership Secretary shall maintain a roster of all club members in good standing. The Membership Secretary shall collect membership dues, maintain gate cards of members, and turn over those monies and any other proceeds from Club activities to the Treasurer.

The Treasurer shall have custody of all funds in the Club treasury and shall maintain accurate and timely financial records in accordance with standard accounting procedures. The Treasurer shall produce a quarterly statement of the Club's financial standing and such other reports as the President directs.

The At-Large Board members will be assigned duties as directed by the majority consensus of the Board.

Article III – Membership: NRGSC is a Members-Only Club

1. Individual Annual Membership

Any person at least 18 years of age shall be eligible to apply for an individual annual membership unless they have been convicted of a felony, are fugitives from justice, are legally prohibited from owning or possessing a firearm, or display unsporting conduct. A member who violates these standards shall be expelled permanently or for a set period of time, as determined by a majority vote of the Board. An individual annual member, in good standing, is eligible to vote at the Club's Annual meeting in January as well as nominate persons to fill Club offices.

Applications for an individual annual membership shall be made in writing or through the online application process and accompanied by the applicable membership fee set by the Board. Members who fail to renew by July 1 of the year following that member's expiration date are deemed to be delinquent and their gate card will be disabled but may be reinstated by payment of the applicable dues through the normal application process. All individual annual membership applications shall include proof that the applicant has successfully completed the NRGSC Safety Orientation Class.

2. Family Annual Membership

Any person at least 18 years of age shall be eligible to apply for a family membership (to include their spouse or domestic partner) unless they have been convicted of a felony, are fugitives from justice, are legally prohibited from owning or possessing a firearm, or display unsporting conduct. Any children from 8 to 17 years of age and registered under a family membership are deemed "Guests Supervised by Members" and subject to the provisions of Article III(3)(b). A member who violates these standards shall be expelled permanently or for a set period of time, as determined by a majority vote of the Board. The person issued the Club gate key card for the family annual membership, if in good standing, is eligible to vote at the Club's Annual meeting in January as well as nominate persons to fill Club offices.

Applications for family annual membership shall be made in writing or through the online application process and accompanied by the applicable membership fee set by the Board.

Family membership applications must include the name, age, and relationship to the head of the household (e.g., spouse, child) of every family member who is to be recognized as valid on the family membership. All family annual membership applications shall include proof that the applicant/s have successfully completed the NRGSC Safety Orientation course. Both adult applicants must take and pass the aforementioned Safety Orientation course. Any family member/s under 18 must be accompanied by one or both adult family member at all times while on Club property.

Members who fail to renew by July 1 of the year following that member's expiration date are deemed to be delinquent but may be reinstated by payment of the applicable dues through the normal application process.

3. One-Day Membership for Scheduled Club Events and Guests Supervised by Members

a. Scheduled Club Events

Any person at least 8 years of age shall be eligible for a one-day membership in order to participate at a scheduled Club event, unless they have been convicted of a felony, are fugitives from justice, are legally prohibited from owning or possessing a firearm, or display unsporting conduct. A one-day member who violates these standards may be expelled from NRGSC property by the Event/Match Director, Range Manager, Instructor or their delegate who issued the one-day membership.

Applications for a one-day membership shall be made in writing or through the online process for the scheduled Club event and accompanied by the applicable membership fee set by the event director and approved by the Board. All one-day memberships issued by the NRGSC Event/Match Director, Range Manager, Instructor or their delegate shall include proof that the applicant has successfully completed safety training conducted by the issuer or their delegate.

b. Guests Supervised by Members

An individual or adult family annual members if in good standing, are allowed to bring a maximum of 2 guests to the Club per day subject to the following conditions:

i) Only the adult member/s listed as NRGSC members can bring a guest(s) onto the NRGSC property. This includes NRGSC Family Annual memberships and Individual memberships;

ii) Each guest brought onto NRGSC property by an adult member must be at least 8 years of age;

iii) Each guest brought by an adult member must have completed the NRGSC Safety Orientation course, the One-Day Membership Application form prior to coming onto NRGSC property, and have a copy of the training certificate in his or her possession at all times.

iv) Each guest brought by an adult member must be supervised by that adult member at all times while on NRGSC property – before, during and after shooting or observing on any range.

v) Adult members are fully responsible and liable for their guests conduct and actions while on NRGSC property.

A member who brings a guest onto NRGSC property without complying with the conditions set forth above may be expelled permanently from the Club or for a set period of time, as determined by a majority vote of the Board.

4. Honorary Membership

Honorary annual membership may be granted by the Board for persons who have or are rendering extraordinary service to the Club. "Extraordinary service" is determined by the Board on a case-by-case basis.

5. Instructor Membership

Applications for instructor approval submitted to the NRGSC board of directors must include:

a) Proof of current liability insurance as required by Article VIII.

b) Qualification for the instruction being provided.

c) Qualifications of assistant instructors and/or range safety officers (RSO's).

d) Anticipated annual number of classes and average number students/class

Students must be at least 8 years of age and all students are deemed "Guests Supervised by Members" and subject to the provisions of Article III(3)(b).

Instructor level membership cost is specified on the instructor membership page of the website for the current year. All instructor level approvals run concurrent with the normal membership year (July 1-June 30). Instructor applications will be accepted and reviewed during May and June prior to the beginning of the next fiscal year. No applications for the subsequent fiscal year will be accepted after July 1st. If approved, a link will be made available for assistant-instructor

(or RSO), discounted membership rate upon receipt of instructor payment. Instructor membership is subject to the provisions of Article VIII.

Article IV - Access to NRGSC Property by Non-Member Organizations

Non-Member groups, such as but not limited to 4H, NM DGF, and law enforcement agencies, may be granted access to NRGSC property upon a showing that they have their own liability insurance policy in force, and have successfully completed NRGSC Board-approved safety training conducted by the NRGSC Event/Match Director, Range Manager, or their delegate.

Article V - Permanent Sections

The President, with the advice and majority consent of the Board, shall appoint Section Leaders for as many of the following permanent sections as necessary and any others the Board shall deem advisable: 1. Finance; 2. House and Grounds; 3. Publicity and Programs; 4. Instructional; 5. Archery; 6. Rifle; 7. Pistol; 8. Shotgun; 9. Youth; 10. Hunter Education. Section leaders shall act as Match/Event Directors, Range Managers, or delegate these responsibilities as appropriate.

Match/Event Director and Range Manager Duties

Match/Event directors, Range Managers and/or their delegates, are responsible for: opening and closing the gate (if necessary) and ensuring any non-Club member has left the premises before closing the gate, specific range management during events, and collection of appropriate funds. Match/Event directors, Range Managers and/or their delegates shall provide NRGSC Board-approved safety training to non-members and shall issue proof of safety training or record such proof in a roster that will remain valid for one year. Match/Event directors, Range Managers and/or their delegates shall turn over attendance records to the Treasurer for record retention. All net funds generated by matches/events shall be turned over to the Treasurer by the following Board meeting. All persons attending matches/events shall be required by the director or manager to follow the rules and safety practices of the club. All non-Club members are required to complete the One-Day Membership Application for Scheduled Club Events.

Article VI – Spending

The Board shall vote to approve all spending except for board-approved specific budgets. Fees collected for matches or other activities shall become the property of the Club. Section leaders, match directors, or range managers shall remit the fees collected to the Treasurer by the following Board meeting, together with an accounting of receipts and expenditures.

Article VII – Conflict of Interest

Any Board Member who is also a Section Leader, Match Director or Range Manager will recuse themselves from voting on expenses the Board member proposes for their specific Section, Match or Range.

Article VIII - Instructing at the Club

1. For-Profit and Non-Profit Instructor Requirements.

For-profit and non-profit instructors shall:

a) Carry insurance: $1,000,000 professional liability if for profit, with NRGSC listed as an insured; non-profit classes are covered by the Club if the class is approved by the Board.

b) Appear before the Board at the Board's discretion and receive the Board's approval for any classes. The Board may conduct this approval process in writing by way of email.

c) Be an Instructor level member, except that Club members can host instructors for special events.

d) Have a written agreement with the Club, which may be short.

e) Submit instructor credentials to the Board, with all assistants listed, if used.

f) Have an emergency plan in place, which includes a shooting range capable trauma kit being available for all classes.

g) Schedule classes one month in advance; however, the President can waive this requirement in his or her discretion.

h) Be responsible for: opening and closing the gate (if necessary) and ensuring any non-Club member has left the premises before closing the gate; ensuring persons being instructed follow the rules and safety practices of the club; and requiring all non-Club members to complete the one-day membership application.

2. Requirements and Restrictions for "For-Profit" Instructors

a) Class size is limited to 20 students, with maximum of 10 students shooting at any time.

b) Instructor must provide qualified assistant instructors or range safety officers to student ratio of 1:2. Example: A minimum of 5 instructors are required for the maximum class size of 10 students shooting.

c) The number of daily range reservations are limited to 4 per month and a maximum of 24 per year.

d) All assistant instructors and RSO's are required to be NRGSC members for compliance with insurance requirements. These will be afforded a discounted individual membership rate of 75% of the current individual membership rate.

e) All other requirements of NRGSC bylaws Article VIII remain in effect.

f) All range use for instruction must be scheduled through the online scheduling system.

3. Miscellaneous Provisions for "For-Profit" Instructors

a) Failure to comply with Article VIII shall result in the loss of instructor privileges at the Club. As a result of noncompliance, the Board may vote to revoke an instructor's authorization for the year or permanently ban an instructor from the Club.

b) Instructor fees will not be refunded or prorated for the balance of the membership cycle/year as a result of banishment.

c) RSO's who have a discounted rate for the year are not eligible for the same discount the following year unless serving in the role defined under section 2 above.

d) Instructor applications and authorization will be reviewed annually. Instructor authorization is for one year and must be reauthorized each subsequent year.

Article IX - Records

The vice president, secretary and treasurer shall maintain the records of the Club. When records cease to be used for the conduct of the affairs of the Club, they may be discarded. The records shall be maintained in accordance to the New Mexico Nonprofit Corporation Act.

Article X - Duration and Dissolution

The duration of the Club shall be perpetual until the directors decide to dissolve the Club. Upon dissolution, the assets of the Club shall be transferred to any other nonprofit organization that is involved in shooting sports or conservation. If the Board determines it is in the best interest

to dissolve the club it will follow the guidelines set out in the New Mexico Nonprofit Corporation Act.

Article XI – Code of Conduct

Members of Northern Rio Grande Sporting Club are committed to observing and promoting the highest standards of ethical and sporting conduct while at the range. Failure to observe and or promote ethical and good sporting conduct will be resolved through discussions within the Board and determinations set as per Article III.

Article XII - Amendments to the Constitution and Bylaws

Proposed amendments to the Bylaws of the Club shall be referred to the Board for consideration and recommendation to the membership at large at the next annual meeting. A simple majority vote by the Club membership will adopt or reject the proposed change, and the members present at the meeting shall constitute a quorum.

When needed, a unanimous decision by all voting Board Members (all voting Board members must be present, not just a quorum) may amend the Bylaws without vote of the club membership; the amended Bylaws will then be sent to the membership at large. Voting when using this procedure to amend the Bylaws of the Club may not be conducted by email.

Article XIII - Adoption

These Bylaws were unanimously adopted by the NRGSC Board on May 11, 2023.

Paul Dowden 5/11/23

Paul Dowden, President

ATTEST

M. A. Maez 5-11-23

Marshall Maez, Vice-President

5/11/23

Clyde Mueller, Membership Secretary