

# WCW BYLAWS



*Incorporated 1945*

*Revision: July 28 2020*

**BYLAWS  
WILDLIFE COMMITTEE OF WASHINGTON, INC**

Adopted: May 9, 1962  
Revised: July 28, 2020

**Article I NAME**

Section 1 The name of this organization shall be the **WILDLIFE COMMITTEE OF WASHINGTON, INC.**, incorporated in the State of Washington on October 3, 1945.

Section 2 The official club address shall be: **1031 - 228<sup>th</sup> S.W., Bothell, WA 98021**  
The mailing address shall be designated by the Board of Directors.

**Article II OBJECTIVES**

Section 1 The objectives of this organization shall be to promote and support the hunting and fishing sports, conservation of our natural resources, scientific fish and game management, the shooting sports, the safe use of firearms, the proper respect for and observation of fish and game laws, the U.S. Constitution and Bill of Rights, and the Washington State Constitution, and to educate the community on these subjects.

Section 2 The Wildlife Committee of Washington, Inc. shall operate on a non-profit basis, shall be non-partisan and non-sectarian.

Section 3 The Wildlife Committee of Washington, Inc. shall operate its range facility, Kenmore Shooting Range, for the benefit of its members and the shooting public. It shall insure the facility is run in a safe and professional manner and that sufficient revenue is allocated to cover proper staffing and maintenance.

**Article III QUALIFICATION, MEMBERSHIP AND DUES**

Section 1 Any person of suitable character and with the desire to cooperate in the interests and conditions set forth in Article II may become a member of the Wildlife Committee of Washington upon application, payment of the prescribed fees, recommendation by the Membership Committee, and the approval of the Board of Directors.

Section 2 Membership dues and assessments, including work assessments, shall be established and published by the Board of Directors. If requested, in response to a published change in the dues and assessments, in writing by ten percent (10%) of the members in good standing, the Board will seek approval of the membership.

The membership structure shall be defined as Single membership, Family membership, or Junior membership. A Family membership shall be defined as a head of household and significant other and all dependent children to the extent set forth in Section 3 of this Article, or a single head of household and all dependent children as described in Section 3 of this Article. A Junior membership shall be defined as a non-voting membership for Juniors 18 to 21 years old with restrictions on their activities and privileges as established by the Board of Directors. Exceptions to the defined membership structure may be made by the Board of Directors on an individual basis as they deem appropriate.

New members shall be assessed dues at the date of their application for membership on a pro-rata basis of 1/12<sup>th</sup> of the annual dues for each month or portion of a month remaining in the membership year. Payment of an initiation fee, established by the Board of Directors, and the pro-rata dues shall accompany all applications for membership. The dues and fees for a Junior membership will be one-half of the above dues and fees.

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Procedures to convert from a Single membership to a Family membership shall be established by the Board of Directors.

**Section 3** Dependents under twenty-one years of age or dependents who are full time undergraduate students whose parent(s) or legal guardian(s) hold a valid family membership as defined in Section 2, above, shall be eligible to receive all club privileges except voting, at the discretion of the club. Upon reaching the age of twenty-one or leaving a full time student status, these persons must establish adult membership in the Wildlife Committee of Washington in order to enjoy club privileges and responsibilities.

Those youth converting to adult membership as described above, or those youth converting from Junior membership, shall not be required to pay an initiation fee and their first year's dues shall be one-half the current dues for a regular member.

**Section 4** The fiscal year of the club shall begin on April 1 and end on March 31. The membership year shall correspond to the calendar year and dues will be due on January 1 of each year.

**Section 5** The Board of Directors may extend a non-member the same range privileges as members for services to the Wildlife Committee of Washington.

**Section 6** Members who are over sixty-five and have been a member of the Wildlife Committee of Washington for the last 5 years, may elect to pay one-half of the current dues at renewal.

**Article IV YOUTH ORGANIZATION**

**Section 1** The Wildlife Committee of Washington may establish and support youth organizations and programs which the Board of Directors deems appropriate to advance the objectives of the club.

**Article V MEETINGS**

**Section 1** A business meeting of the membership will be held quarterly, on the second Wednesday of January, April, July, and October. The April meeting will be the club's Annual meeting.

- a. All club business meetings will be held at the official club address.
- b. Guests may be invited or accompanied by any member in good standing.
- c. The quorum requirements shall be as set forth in Article VII, Section 1, unless business involving expenditures or transfer of funds more than 5% of the budget for the fiscal year approved by the membership at the annual meeting or involve the question of club real properties where the quorum requirements shall be set forth in Article VII, Section 2.

**Section 2** Unless otherwise designated by the membership in attendance, the order of business shall be as follows: (1) call to order; (2) roll call of officers. (3) reading and approval of the previous regular or special meeting minutes; (4) reading of the previous Board of Directors meeting minutes; (5) financial report; (6) reports of officers; (7) reports of committees. (8) unfinished business; (9) new business; (10) announcements; (11) adjournment.

**Section 3** Special meeting of the membership may be called on written or verbal notice by the President upon approval of the majority of the Board of Directors, or as requested by a majority vote of the membership, provided, in any case, that notice is given to at least 75% of the entire membership 24 hours or more before the meeting. Purpose of the meeting to be stated. The quorum requirements shall be as set forth in Article VII, Section 2.

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**Section 4** All meetings shall be conducted according to parliamentary procedure as written in “Robert’s Rules of Order, Revised” and open discussion from the floor on all measures shall be encouraged. All meetings shall be construed to mean regular, special and Board meetings.

**Section 5** *(The Board of Directors shall meet regularly on the first Wednesday of each month. "Line replaced as of 28 July 2020")*

The Board of Directors shall meet in the first half of every month. The schedule will be published annually. Changes to the published schedule will be communicated at least 30 days in advance of the published meeting date. Any member of the Wildlife Committee of Washington may appear and present to the Board any matter the member deems to be a benefit to the club. The business portion of the meeting of the Board shall be held in closed session, except that committee chairmen may be invited to attend from time to time at the discretion of the Board. The quorum requirement shall be as set forth in Article VII, Section 3.

**Article VI**

**Section 1**

**AFFILIATION**

The Wildlife Committee of Washington may affiliate with those national, state and regional organizations which the Board of Directors deems appropriate to advance the objectives of the club.

**Article VII**

**Section 1**

**QUORUM**

At the annual meeting and special meetings of the general membership four (4) Executive Officers, three (3) Trustees and the members present shall constitute a quorum. The immediate Past President may count for either an Executive Officer or a Trustee for the purposes of meeting the quorum requirement.

**Section 2**

Any meetings involving expenditure or transfer of funds in excess of 20% of the budget for the fiscal year approved by the membership at the annual meeting or involving the question of club real properties, ten (10) percent of the members in good standing, including four (4) Executive Officers and three (3) Trustees shall constitute a quorum.

**Section 3**

At all meetings of the Board of Directors, a minimum of seven (7) Directors including three(3) Trustees is required for a quorum. The immediate Past President may count for either an Executive Officer or a Trustee for the purposes of meeting the quorum requirement.

**Article VIII**

**Section 1**

**BOARD OF DIRECTORS AND OFFICERS**

**Section 2**

The Board of Directors shall consist of the Executive Officers, the Board of Trustees and the immediate Past President.

**Section 3**

The Executive Officers shall consist of the President, First Vice-President, Second Vice-President, Corresponding Secretary, Recording Secretary, and Treasurer.

**Section 4**

The Board of Trustees shall consist of the Chairman of the Board of Trustees, Chairman-Elect of the Board of Trustees, and three Trustees.

**Article IX**

The Executive Officers and the Board of Trustees are Non-Compensated members in good standing who volunteer their time to work on the organization’s behalf.

**ELECTION OF BOARD AND VACANCIES**

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**Section 1** The election of Officers and Trustees shall be held at the Annual Meeting each year. All ballots must be in the hands of the Teller Committee by the call to order of the April Annual meeting.

**Section 2** A person must be a member in good standing consenting to fulfill the duties as an Officer or Trustee as set forth in these Bylaws to be nominated for or hold office in the WCW. Nominations must be delivered in writing to the Board of Directors by their regular March meeting. The nomination shall include a statement of commitment to serve signed by the candidate and the support of at least two other members.

**Section 3** The President, Second Vice-President, Corresponding Secretary, Recording Secretary, and Treasurer shall be elected annually. The person elected Second Vice-President shall serve for 2 years, the second year he/she shall serve as First Vice-President.

**Section 4** The Chairman-Elect of the Board of Trustees shall be elected annually and shall serve for a two year term, the second year he/she shall serve as Chairman of the Board of Trustees. Two Trustees shall also be elected annually, with the one receiving the greatest number of votes serving a two year term.

**Section 5** All Officers and Trustees shall be elected by secret ballot and majority vote shall prevail. Majority shall be construed to mean the greatest number of votes.

**Section 6** The votes shall be counted by a Teller Committee appointed by the presiding Officer. The committee shall consist of one member (Teller) for every contested position on the ballot. If there is no challenge of the vote count, the ballots will be destroyed at the end of the meeting by the Teller Committee

**Section 7** Installation of Officers and Trustees shall take place at the Board of Director's meeting following the election results. The new Board will assume its duties at the conclusion of "old business".

**Section 8** Any member of the Board of Directors who is absent from (3) consecutive or (5) non-consecutive meetings (regular or special) during any 12 month term beginning with the May meeting may be removed from the Board of Directors at the Board's discretion.

**Section 9** In the event of a vacancy in any office of the Board of Directors, except the immediate Past President, filling of the vacancy shall be done in the following manner:

a. In the event of a vacancy in an Executive Office, the President, upon approval of the Board of Directors, shall appoint a qualified member as set forth in Article IX, Section 2 to fill the vacant office and serve until the next election.

b. In the event of a vacancy in the office of President, the First Vice-President shall assume that office. In the event of a vacancy in the office of First Vice-President, the Second Vice-President shall assume that office. He/she shall also serve his/her elected term as First Vice-President. In the event the person elected Second Vice-President is unable to serve as First Vice-President the second year of his/her term, there shall be a special election for First Vice-President in the next regular election.

c. In the event of a vacancy on the board of Trustees, the members of the Board of Trustees present at the next Board of Directors meeting (no quorum required), shall appoint a qualified member as set forth in Article IX, Section 2 to fill that office and serve until the next election.

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d. If a vacancy occurs in the office of Chairman of the Board of Trustees, the Chairman-Elect of the Board of Trustees shall assume that office. He/she shall also serve his/.her elected term as Chairman of the Board of Trustees. In the event the person elected Chairman-Elect of the Board of Trustees is unable to serve as Chairman the second year of his/her term, there shall be a special election for the office in the next election. If both offices of Chairman and Chairman-Elect are vacant, the remaining Trustees shall appoint members as set forth in Article IX, Section 9c to fill out the vacant positions on the Board of Trustees. Upon completion of these appointments, the Board of Trustees shall elect from among themselves a Chairman to serve until the next election.

**Section 10** Provided however, nothing contained in this article of these Bylaws shall be construed to allow any person to hold more than one office at a time on the Board of Directors.

**Article X DUTIES OF THE BOARD OF DIRECTORS**

**Section 1** The Board of Directors shall have the power to manage all affairs of the Club on any and all questions relating thereto and to make all contracts necessary to conduct the proper transaction of business. They shall have jurisdiction over all matters pertaining to the care, conduct, supervision and management of the Club and its' finances as prescribed in the Bylaws of the Club. They shall submit an annual budget of expected expenditures for the coming year to the membership for approval at the annual meeting.

**Section 2** It shall be the duty of the Board of Directors to prescribe and publish rules governing the use and occupancy of rooms, buildings or other facilities of the Club and the care and protection of all Club property.

**Section 3** At the Annual meeting in April of each year, the retiring Board of Directors shall submit to the membership a full report of their proceedings during the preceding fiscal year and make recommendations on such measures as is deemed advisable.

**Section 4** The Board of Directors shall decide which matters are matters of policy.

**Section 5** The Board of Directors shall act upon all requests for withdrawal and reinstatement of membership.

**Section 6** The Board of Directors shall have authority: (a) to pay bills submitted for the fiscal year expenditures contained in the approved budget, to approve increases in the approved budget's operating line items to insure uninterrupted operations, and to approve and pay for other discretionary expenditures not to exceed a total of 20% of the approved budget; (b) to enforce all penalties and suspensions as effected by the membership; (c) to prescribe additional duties for any of the Officers in addition to those herein set forth.

**Section 7** To the maximum extent permitted by law, including without limitation, RCW 24.03.025, no director of the corporation shall be liable to the corporation or its members for monetary damages or conduct as a director, EXCEPT for acts or omissions that involve intentional misconduct by a director or a knowing violation of law by a director, or for any transaction from which the director will personally receive a benefit in money, property or services to which the director is not legally entitled.

**Section 8** The Board of Directors shall be authorized to acquire liability insurance, covering the actions undertaken by officers and directors of the board pursuant to the club business and affairs.

**Article XI DUTIES OF BOARD OF TRUSTEES**

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**Section 1** The Chairman of the Board of Trustees shall preside at all meetings of the Board of Trustees and shall see that the Board of Trustees functions as outlined in Section 2, below. He/She shall make a minority report to the Board of Directors or the general membership if requested.

**Section 2** The Board of Trustees shall have the following duties: submit to the membership an audit on all books of account of the Club at least once every quarter, make recommendations for appointment of all standing committee chairmen for approval of the Board of Directors, see that all committees function properly, recommend a Chairman for the Nominating Committee at least 6 months prior to the election, see that the wishes of the membership are carried out by the Executive Officers, and keep an accurate accounting of all Club properties and see to their safe keeping.

**Article XII DUTIES OF EXECUTIVE OFFICERS**

**Section 1** The President shall preside at all meetings of the Club and the Board of Directors and enforce all laws and regulations of the Club. He/She shall, along with the Corresponding Secretary, sign all written contracts drawn and all written obligations of the Club. He/She shall appoint all committees and delegates not otherwise provided for. He/She shall have a full vote and shall cast an additional deciding vote in case of a tie, and shall be an ex-officio member of all committees, except the Nominating Committee.

**Section 2** The First Vice-President shall, in the absence of the President, perform the duties of the President. He/She shall perform other duties as the Board of Directors may direct.

**Section 3** The Second Vice-President shall perform other duties as the Board of Directors may direct.

**Section 4** The Secretary shall be responsible for the issuance of all notices of meetings in cooperation with the President. He/She shall be in charge of all Club correspondence in cooperation with the President except financial and reporting of same to the Club. All letters shall be written in duplicate and he/she shall be responsible for acquiring all Club stationery, membership cards, applications and any other forms or stationery that may be required to properly perform his/her duties. He/She shall keep all records of membership, applications for membership, and shall issue all membership cards.

**Section 5** The Recording Secretary shall keep an accurate file of the minutes of all regular, Board and Special meetings, and shall report on same at the next meeting. He/She shall include in the minutes the name of the Officers present. He/She shall copy all matters of Policy into a permanent Policy Book and keep same up to date at all times. He/She shall perform other duties as the Board of Directors may elect.

**Section 6** The Treasurer shall keep a permanent account of all moneys received by him. The Treasurer shall prepare with assistance of the Finance Committee, the annual Budget to be submitted to the Board of Directors. He/she shall be responsible for all financial correspondence relating to the affairs of the Club. He/she shall write and sign all checks for payment of lawful indebtedness as approved by the Board of Directors. He/she shall submit all books of account to the auditing committee upon demand or at least quarterly and shall make a financial report on the financial standing of the Club for the year at the annual meeting.

**Article XIII WITHDRAWALS**

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**Section 1** Any member in good standing who submits written application for withdrawal from the Club with reasons acceptable to the Board of Directors may be granted a withdrawal. The member may be reinstated to membership in the future upon payment of current dues and assessments and upon approval by the Board of Directors.

**Article XIV SUSPENSION FOR DEBT**

**Section 1** Any member who shall fail to pay the required dues before the last day of February shall be suspended from all privileges of membership.

**Section 2** Any member who shall fail to pay any indebtedness other than as prescribed in Section 1 of the Article, within 60 days after a bill has been rendered shall be suspended from all privileges of membership.

**Section 3** After suspension, a member shall be considered dropped, but may be reinstated in the future upon payment of current dues and past dues and assessments or by re-application for membership the same as a new member. The Board of Directors may temporarily modify the requirements of this section to provide inducement to suspended members to continue their membership.

**Section 4** The Board of Directors may extend the grace period in the event of hardship or inability, provided application has been made prior to the time of suspension.

**Article XV SUSPENSION FOR CAUSE**

**Section 1** Suspensions of club privileges may be levied by an authorized committee, or the Board of Directors, for safety or policy violations. Penalties imposed by a committee may be appealed to and/or modified by the Board of Directors.

**Section 2** Any member who shall have meaningfully or willfully violated any game law or who has been found guilty of an act or acts that might hinder and obstruct the welfare, reputation, growth or well being of the Club shall be suspended. It shall be mandatory that the President appoint a committee to investigate after such findings are brought to the attention of the membership and upon investigation and verification of the facts concerning the case at hand to bring their findings to the next scheduled meeting of the membership or a special meeting called for that purpose. A 2/3 majority vote of the members present is required to approve the suspension.

**Article XVI OFFICER AND TRUSTEE RECALL**

**Section 1** Any member of the Board of Directors may be removed from office or otherwise disciplined for meaningfully or willfully violating the Bylaws of the Club or committing an act or acts contrary to the interest or well being of the Club. Charge(s) must be submitted in writing to the Board of Directors. Upon the filing of such charge(s) the presiding officer, or the proper temporary chair in the event the presiding officer is the accused, shall immediately appoint a seven (7) member hearing committee from the membership. The committee shall hold a hearing promptly to determine the validity of the charge(s) brought. The committee report that finds no grounds for discipline or recall will result in no further action, otherwise a special meeting will be called.

A committee report to the membership finding the charge(s) to be substantiated shall include a recommendation for discipline or removal. Following the committee report, the accused member of the Board of Directors shall be allowed to present argument in self-defense. A vote of the assembly on the committee recommendation shall then be taken. a 2/3 majority vote of the members present is required to discipline or remove the individual from office and is



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effective immediately upon the taking of the vote. In the event that a recommendation for removal is upheld, the position vacated shall then be filled by proper appointment in accordance with the appropriate articles of these Bylaws.

**Article XVII COMMITTEE CHAIRMEN**

Section 1 Every group that is authorized by the Club shall have at its head a Chairman to act on its behalf. Each group will elect a Chairman at its March meeting and the Chairman's name will be submitted by the Chairman of Trustees to the Board of Directors for approval. The President will appoint a temporary Chairman to fill a vacant position until the Committee can elect a replacement which is acceptable to the Board.

Section 2 The Chairman will chair all meetings of the committee, insure minutes of the meetings are transcribed and submitted to the Board, make oral reports to the membership at General meetings, and submit written reports to be published in the newsletter.

**Article XVIII OPERATING COMMITTEE**

Section 1 The Operating Committee shall consist of the Chairmen of the Archery, Rifle Range, Handgun Range, and Shotgun Committees and such other members as the President deems appropriate to appoint.

Section 2 The Operating Committee will meet as necessary to develop club financial, operational and development plans to be submitted to the Board of Directors.

**Article XIX AMENDMENTS**

Section 1 Amendments to these Bylaws may be made in the following manner only: Proposed amendments must be presented in writing to the Presiding Officer at any regular meeting or special meeting so called for that purpose. The Presiding Officer shall cause the proposed amendment or amendments to be read and, following a motion with second to accept, shall call for discussion. After a suitable period of discussion, the motion shall be postponed until the next scheduled meeting of the membership or a special meeting so called for that purpose. At least 90% of the membership shall be mailed a verbatim notice of the proposed change or the notice shall be included in the Club newsletter posted on the Club web site. Proposed amendments shall become effective immediately upon approval of the motion to accept at that meeting. A 2/3 vote of the membership in attendance shall be necessary to approve an amendment.