



# AURORALAND ARCHERS

## CONSTITUTION

### ARTICLE I

The name of this organization shall be: AURORALAND ARCHERS, sponsored by THE FOX VALLEY PARK DISTRICT OF AURORA, ILLINOIS, hereinafter referred to as the ALA and Park District.

### ARTICLE II

#### COLORS

The colors of this organization shall be: GREEN, YELLOW, and black.

### ARTICLE III

#### EMBLEM

The emblem of this organization shall be an Eagle superimposed over an Arrowhead, and encircled within a green background with the words "AURORALAND ARCHERS" printed in black around the green circle. The Eagle head is white with a yellow beak. The Arrowhead is brown with a silver edge.

### ARTICLE IV

#### PURPOSE

The purpose of the AURORALAND ARCHERS shall be:

- A. To foster, expand, and perpetuate the practice of all phases of archery and safety in the use of the equipment.
- B. To encourage the use of the bow in hunting all legal game.
- C. To cooperate with all International and National organizations and the Illinois Archery Association in securing better privileges and conditions for archers.

- D. To inculcate the sound principles of conservation (protecting and developing Illinois resources in the woods, waters, game, and wildlife - the term wildlife now having an accepted meaning embracing fishes, mammals, birds, and related association of fields, forests, and waters).
- E. To prevent waste and destruction of our game and fish and other species of wildlife.
- F. To contribute to the codification and enforcement of game laws and regulations for sanitation and the prevention of pollution of our water.
- G. To disseminate information among our people as to the results of wanton despoliation.
- H. To future conservation measures of the State of Illinois.
- I. To maintain archery courses and conduct tournaments in accordance with the rules of the International, National, State, and League Associations.
- J. To promote the spirit of good fellowship among all archers and sportsman.
- K. Notwithstanding Sections A-J of this Article IV, the purpose of Auroraland Archers shall be exclusively educational and athletic; specifically to foster, expand and perpetuate the practice of all phases of archery and safety in the use of archery equipment; and to conduct all legal business authorized pursuant to 805 ILCS 105/103.10, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

## ARTICLE V

### BOARD OF DIRECTORS

This organization will at all times have a Board of Directors. The Board shall consist of 13 members in number. The outgoing president will automatically become a member of the Board and serve for a period of one (1) year, unless elected for a second term as President, in which case, the Board shall elect one member to fill the vacancy left by the one (1) year term member. Three members shall be elected each year by and from the General Assembly; one to serve a term of two (2) years and two to serve a term of one (1) year. This election to take place at the regular annual election of officers. Vacancies created by the out-going past president, if any, at the end of his term will be announced and elected from the General Assembly for a one (1) year Board term.

- A. The Board of Directors shall direct the activities, policies, and properties of the club.
- B. The Board of Directors shall meet on the call of the Chairman of the Board who shall be the Vice-President of ALA or any three (3) Board members on any occasion other than a regularly scheduled Board meeting.
- C. There shall be a minimum of four (4) Board meeting a year with at least two-week notification given. The first meeting of the year shall be in January and there-after a meeting shall be called in each successive quarters. A majority vote

of those in attendance shall rule at all times at any regular or special meeting, provided there is a quorum present. Eight (8) members shall constitute a quorum. Two (2) unexcused absences per year by any Board member at the regularly scheduled meetings will be considered grounds for dismissal from the Board. For consideration of any excused absence, notification must be given to the Chairman of the Board or club president prior to the meeting, unless an unforeseen emergency exists.

- D. Vacancies on the Board shall be filled by appointment of the remaining members of the board for the unexpired term. No more than three (3) positions may be filled by Board appointment in any one calendar year. Any other Board vacancies shall be filled by the membership at a regular meeting by majority vote of the members present provided previous notice of this election was mailed to the entire membership.
- E. The Chairman of the Board shall appoint the head of all standing committees. Standing committees are the following:
  - 1. Banquet
  - 2. Canoe Race
  - 3. Kitchen Committee
  - 4. Trophy and Awards
  - 5. Club Picnic
  - 6. Outdoor and Indoor Leagues
  - 7. Wild Game Dinner Committee
  - 8. Raffle & Prize Committee
  - 9. Nominating Committee
  - 10. Northern Illinois Hunting & Fishing Days Committee

The Board may create other standing committees.

The president may create committees and appoint persons to chair such committees as the need arises or as the General Membership may require. Such committees shall terminate when the office of the President terminates.

## ARTICLE VI

### MANAGEMENT OF AURORALAND ARCHERS

- 1. The management of this club shall be entrusted to a Board of Directors consisting of thirteen (13) members. These members shall be four (4) officers; i.e. President, Vice President, Corresponding Secretary, and Recording Secretary / Treasurer; seven (7) Directors ; i.e. one (1) Past President or one (1) year board member, four (4) members elected for a one and/or two year term, Membership Chairman, Registrar, and Range Captain.
- 2. The board of Directors shall be accountable for the membership and to the policies of the Park District.

3. All matters not provided for in the Constitution and/or Bylaws shall be controlled by the Board of Directors.

## ARTICLE VII

### OFFICERS (ELECTED)

- A. This organization shall have the following elected officers and board members.
1. President, Vice President, Corresponding Secretary, Recording Secretary/Treasurer, Registrar, Membership Chairman, Range Captain, and Board Members.  
Note: At no election will the club elect more than 12 members.
  2. The President, Vice President, Recording Secretary and Treasurer, two Board members, Range Captain and Membership Chairman shall be elected for a two-year term. All other officers and board members shall be elected or serve for one year i.e.( Corresponding Secretary, Registration Chairman, One-year Board members and Past President ).
  3. The President, Vice President, and two-year Board members shall be elected in alternate years.
- B. DUTIES OF OFFICERS:
1. The President shall be the chief executive officer and it shall be his duty to preside at all general membership meetings and to perform such other duties as ordinarily pertain his office.
  2. The Vice-President shall assume the duties of the President in his absence and shall serve as Chairman of the Board of Directors and a member of club programs and committees.
  3. It shall be the duty of the Recording Secretary and Treasurer to keep an accurate record of monies received and receipts payable for further dispensation to the Park District and/or designated personnel, to record board and special meetings.
  4. The Corresponding Secretary shall be responsible for the monthly newsletter and any correspondence requested by the club.
  5. The Registrar shall be responsible for the registration at all shooting activities of the club and keeping accurate records of these shoots and provide such records to the Recording Secretary and Treasurer.
  6. The responsibility of the Membership Chairman shall be to handle and process all applications for membership in the club.
  7. The Range Captain shall be responsible for seeing that all ranges are in proper shooting conditions.
  8. All Board members shall help govern and manage the club and shall be subject for appointment as a chairman of any designated committee.
  9. The officers shall constitute the executive staff with the President as its head.
  10. The President shall have the power to call the executive staff into meeting on a 24 hour notice or may consult any conference or business with one or more of the executive staff by phone.
  11. An installation meeting shall be held after the December election, but prior to the 15th day of December, each year.

C. DUTIES OF THE BOARD OF DIRECTORS

1. In sitting as a duly elected body, the management of the AURORALAND ARCHERS Club and all its properties by setting the policy which shall be carried out by the officers of the club and any of its committees.
2. All Board members shall help govern and manage the club by assisting the officers as requested and shall be subject to appointment as chairman of any designated committee by the Chairman of the board of directors or the President of the club.
3. The Board of Directors shall have as its officers a Chairman, a Recording Secretary/Treasurer, and a Corresponding Secretary.
4. The office of Chairman shall be held by the Vice-President who shall have no vote except in cases of a tie.
5. The Officers elected to the position of Corresponding Secretary and Recording Secretary/Treasurer shall serve in that capacity as officers of the Board of Directors.

D. ELECTIONS

1. The Nominating Committee Chairman shall appoint nominating committee members prior to the October meeting which shall submit its recommendation for the offices and vacancies at the November meeting. At this November meeting nominations shall be accepted from the floor. At the December meeting a vote from the attending members shall be the cause of electing officers for the following calendar year. This shall be by secret ballot of the majority present. All matters concerning the slate of officers presented to the membership for a vote shall be approved by the President and Vice-President and in his capacity as Chairman of the Board of Directors and shall be their responsibility to present the slate of officers and any nominations from the floor to the membership for a vote.
2. The voting privileges of AURORALAND ARCHERS shall consist of one (1) vote per single membership, and two (2) votes per family membership. Two adult members of each family must be present to vote for that family. There will be no provisions for absentee ballots.
3. Vacancies on the ballot shall be filled by appointment by the Board of Directors. Vacancies shall be filled in accordance with the directives of Article V, Section D.

ARTICLE VIII

MEMBERSHIP

1. The number of members in this organization shall be determined by the Board of Directors.
2. There shall be a membership committee consisting of the following:

- A. Membership Chairman
  - B. Not less than two (2) Board members to be appointed by the chairman of the board.
  - C. Corresponding Secretary.
3. A vacancy in the membership committee shall be filled by the Board of directors.
  4. Any resident of the Park District shall be eligible for membership. Acceptance of out-of-district applications shall be at the discretion of the Board of Directors.
  5. Members must be 18 years of age before seeking individual membership.
  6. A family membership shall be granted to a husband and/or wife and will include all members of the immediate family actually residing in the one household.
  7. Active membership shall be for no less than one calendar year.
  8. Expulsion from ALA for misdemeanors or violation of club Bylaws and policies will be by majority vote of the Board of Directors.
  9. Any member failing to pay his/her dues on or before the anniversary of their membership shall lose his/her membership and be stricken from the membership roles and mailing list. To be reinstated after that time, an initiation fee will be required.

## ARTICLE IX

### FEES AND DUES

1. Membership fees and dues shall be set by the Board of Directors.
2. Target fees for National and Sectional Tournaments shall be set by the Board of Directors.
3. Honorary life membership shall be granted by the Board of Directors.
4. Senior citizens past 60 who are currently active club members shall be granted life membership in ALA.

## ARTICLE X

### GUEST PARTICIPATION

A visitor may be the guest of any member of the club, but he/she is limited to two (2) visits to the range. A guest must be accompanied by his/her host at all times. The only exception to this rule will be participation in scheduled tournaments.

## ARTICLE XI

### RESTRICTION OF METHOD OF SHOOTING

There will be restrictions to the method of shooting, arrow weights, types of arrows or bows. Methods of shooting and division of competition shall be those set forth by the NFAA, NAA and/or the state organization. No broadheads will be used by children under the age of 16 years in accordance with the I.A.A. Bowhunting Division Rules.

Note: See Bylaws for further clarification.

## ARTICLE XII

### ARMED FORCES

Members entering the Armed Forces of the United States of America, or its Allies, shall be granted paid-up membership until six (6) months after the termination of said members active duty.

## ARTICLE XIII

### RULES

1. All matters not provided for in this Constitution shall be controlled by the Board of Directors in accordance with Robert's rules of order.
2. Contributions solicited at a meeting by a member shall be tabled pending action by the Board of Directors. No contributions shall be solicited by any other party unless authorized by the Board of Directors.
3. Since the policy of this club is non-political, non-sectarian, no subject of a political or religious nature shall be discussed from the floor during an open meeting.

## ARTICLE XIV

### FUNDS AND EARNINGS

- (A) Earnings. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation



shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future tax code.

(B) Funds.

1. The Treasurer may advance up to \$75.00 to any Chairman of any committee or to any officer to operate his office, or advances for any International, National, or State championship shoot.
2. A periodical financial statement shall be submitted to the Park District upon its request.
3. Unless the Board of Directors approve otherwise, Board of Director approval of any club activity expenditure over the limit set out herein shall be by 2/3 vote with a quorum of all board members serving excluding any vacant seats.
4. Any independent fund, such as the kitchen fund, raffle fund, or banquet fund, which is established by the Board of Directors, shall be within the exclusive control of the Board regardless of the amount, and any vote affecting the funds shall be by the majority vote and pursuant to the quorum rules set forth in Article XV."

ARTICLE XV

QUORUMS

1. Ten (10) voting members shall constitute a quorum for the transaction of business at any regular or special meeting of the club.
2. Eight (8) members of the Board of Directors shall constitute a quorum for the transaction of business of this club at a board meeting.

ARTICLE XVI

## AMENDMENT

1. All proposed amendments to the Constitution will be submitted to the Board of Directors for review. The Board of Directors will indicate to the general membership their recommendations.
2. Amendments may be accomplished by a majority vote of the general membership at a regularly scheduled meeting.

## ARTICLE XVII

### REVISION OF CONSTITUTION

This Constitution will be reviewed when deemed necessary by the Board of Directors at any regularly scheduled meeting.

## ARTICLE XVIII

### BYLAWS AND CLUB RULES

It shall be the duty of the Board of Directors to promulgate Bylaws and Rules under which the club will operate. All Bylaws and Rules previously passed and adopted shall continue in full force and effect until struck by a majority vote of the Board at a meeting when a quorum is present. All new rules and Bylaws shall be effective upon acceptance vote of the Board at a regular meeting when a quorum is present

## ARTICLE XIX

### DISSOLUTION

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, literary, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as provided by the Plan of Dissolution then in effect, or if no Plan of Dissolution is then in effect, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court or the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such

purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE XX

### INDEMNIFICATION

Section 1. Indemnification in Actions Other Than by or in the Right of the Corporation. The corporation may indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the corporation or, with respect to any criminal action or proceeding, that the person had reasonable cause to believe that his or her conduct was unlawful.

Section 2. Indemnification in Actions by or in the Right of the Corporation. The corporation may indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that such person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit, if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation, provided that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the corporation, unless, and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

Section 3. Right to Payment of Expenses. To the extent that a director, officer, employee or agent of the corporation has been successful, on the merits or otherwise, in the defense of any action, suit or proceeding referred to in Sections 1 and 2 of this Article, or in defense of any claim, issue or matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection therewith.

Section 4. Determination of Conduct. Any indemnification under Sections 1 and 2 of this Article (unless ordered by a court) shall be made by the corporation only as authorized in the specific case, upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Sections 1 and 2 of this Article. Such determination shall be made (a) by the board of directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (b) if such a quorum is not obtainable, or even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion, or (c) by the members entitled to vote, if any.

Section 5. Payment of Expenses in Advance. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the board of directors in the specific case, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation as authorized in this Article.

Section 6. Indemnification not Exclusive. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of disinterested directors, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 7. Insurance. The corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or who is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the corporation would have the power to indemnify such person against such liability under the provisions of this Article.

Section 8. References to Corporation. For purposes of this Article, references to "the corporation" shall include, in addition to the surviving corporation, any merging corporation (including any corporation having merged with a merging corporation) absorbed in a merger which, if its separate existence had continued, would have had the power and authority to indemnify its directors, officers, employees or agents, so that any person who was a director, officer, employee or agent of such merging

corporation, or was serving at the request of such merging corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall stand in the same position under the provisions of this Article with respect to the surviving corporation as such person would have with respect to such merging corporation if its separate existence had continued.

Section 9. Other References. For purposes of this Article, references to "other enterprises" shall include employee benefit plans; references to "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to "serving at the request of the corporation: shall include any service as a director, officer, employee or agent of the corporation which imposes duties on, or involves services by such director, officer, employee, or agent with respect to an employee benefit plan, its participants, or beneficiaries. A person who acted in good faith and in a manner he or she reasonably believed to be in the best interests of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner "not opposed to the best interests of the corporation" as referred to in this Article.