SAFARI CLUB INTERNATIONAL
NORTHWEST CHAPTER
BYLAWS
EFFECTIVE DECEMBER 12, 2024
AMENDED JUNE, 1991
AMENDED JUNE, 2007
AMENDED JUNE, 2009
AMENDED AUGUST, 2014
AMENDED JULY, 2017
AMENDED DECEMBER, 2024

I. NAME AND ORGANIZATION:

The name of this nonprofit corporation (or unincorporated association) shall be SAFARI CLUB INTERNATIONAL NORTHWEST CHAPTER.

II. PURPOSES:

In addition to promoting good fellowship among those who love the outdoors, the sport of hunting and sharing hunting experiences and information, the purposes of this organization shall be as follows:

1. To be the leader in protecting the freedom to hunt and in promoting wildlife conservation worldwide.
2. To receive donations and to disburse same to Safari Club International or other organizations or individuals pursuing the same or similar goals as this organization.
3. To affiliate with Safari Club International Headquarters (herein "SCI Headquarters") so that all regular members of this organization shall also be regular members of SCI Headquarters.
4. To 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.
5. To participate and associate with other clubs throughout the world which share common goals, beliefs, and purposes.
6. To promote the goals and objectives of SCI Headquarters, including the following:

A. The Chapter will conduct at least one fundraiser per year and send SCI Headquarters 30% of the net proceeds, or $5000.00 whichever is greater. In any year a fundraiser is not conducted, a minimum of $5000.00 shall be contributed to the general fund of SCI Headquarters.

B. The Chapter shall produce a monthly or quarterly newsletter and a copy of it shall be provided to SCI Headquarters, and the Regional Representative.

C. The Chapter shall be represented in person or by video conference to at least one board meeting of SCI Headquarters per year other than the board meeting held at the annual convention.

D. The Chapter will conduct at least one local conservation project annually.

E. The Chapter will conduct at least one educational project annually.

F. The Chapter will hold membership meetings at least six (6) times per year.

G. The Chapter will prepare and will forward to SCI Headquarters, a year-end financial statement no later than six (6) months after the close of the Chapter's fiscal year.

H. The Chapter will maintain at least twenty-five (25) members at all times.

7. To preserve and protect hunters' rights.
8. Safari Club International, Northwest Chapter is a 501(c) (4) organization.
9. To engage in such other activities as may be appropriate in conjunction with the foregoing.

III. MEMBERSHIP AND VOTING:

1. **Membership:** All regular and life paid up members over the age of 18, in good standing, shall have all the rights of membership, including the right to vote on all items submitted to the general membership for a vote.

2. **Qualifications:** To be eligible for membership, a person must be of good moral character and must agree to promote the purposes of this organization.

3. **Application for Membership:** All applications for membership must be on a form specified by the Board of Directors and received by hand, mail, or electronically. If information on said application is deemed false or conduct is deemed detrimental to this organization, see Section III Item 8 for Termination for Cause.

4. **Voting Rights:** Each regular or life member in good standing shall be entitled to cast one vote on every matter submitted to a vote of the members. Neither voting by proxy nor cumulating voting will be permitted.

5. **Transfer of Membership:** No membership may be transferred by a member from another chapter to the Northwest Chapter.

6. **Initiation Fees and Dues:** Initiation fees and special assessments (if needed) and dues for members shall be established by the Board of Directors.

7. **Dues – When Delinquent:** Annual dues are due and payable promptly upon receipt of billing for it from SCI Headquarters. A member shall be delinquent if payment in full is not made by or within 60 days after the member's anniversary date. Any member who becomes delinquent shall be considered to have voluntarily terminated membership in the organization.

8. **Termination for Cause:** A member who makes false statement on his membership application or whose conduct is deemed detrimental to the principles of this organization or SCI Headquarters may be dropped from membership by vote of a simple majority of the Board of Directors in office at that time. The Board of Directors shall have full authority, but not an obligation, to set up hearing procedures on any contested termination of membership.

9. **Resignation and Reinstatements:** A member may resign by filing with the Secretary a written resignation. Dues paid by such member in advance shall not be refunded or pro-rated. Such resignation shall not relieve the resigning member of the obligation to pay dues, fees or special assessments which have accrued up to the date of such resignation and which are unpaid. Reinstatement of a former membership may be accepted by the Board of Directors; however, such applicant for reinstatement shall,

as a condition of reinstatement, be required to pay all dues, fees and special assessments which were previously due and unpaid by the member at the time of their prior resignation.

IV. MEETINGS OF MEMBERS:

1. Annual Meeting and Order of Business: An annual meeting of the members shall be held in June each year. The order of business shall be as follows: (a) an overview by the Treasurer or the President of the financial condition of the organization shall be made available. (b) a review by the President of the activities of the Board of Directors and Officers for the same period; (c) the election of officers and Directors per Articles VI, VII and VIII of these bylaws; (d) such other new and old business as may properly come before the meeting.

2. **Installation Meeting:** The installation of new officers and Directors shall be held at the annual meeting in June.

3. **Regular Meetings:** A regular meeting of the members shall be held at least six (6) times per year. The chapter shall give each member written, verbal or electronic notice of the time and place of each regular meeting at least seven (7) days before the meeting. If the Board of Directors decides to cancel a regular meeting, the chapter shall give each member notice of same at least seven (7) days before the date scheduled for the meeting.

4. **Special Meeting:** The Board of Directors may call a special meeting of the members for any purpose it deems appropriate. Notice by mail, fax or electronically including a call of the special meeting, shall state the date, time and place of the holding thereof and shall be delivered to each member entitled to vote at such meeting at least seven (7) days before the date of the meeting. The notice shall be deemed to be delivered three business days after it is deposited in the United States mail, faxed or sent electronically, when sent to the member at his or her address appearing on the organization's records.

5. **Address Corrections:** It shall be the duty of each member to give the National SCI Membership office in writing, the member's correct address and any change thereof. Any notice required by these bylaws to be given to a member shall be sufficient if sent by mail, fax or electronically to the address so furnished.

6. **Recommendations to Directors:** At any meeting of the members, they may make recommendations to the Board of Directors by a majority of those present entitled to vote. The Directors shall not be bound by such recommendations, but shall give them careful and unbiased consideration, and shall report to the membership at the next regular meeting with action, if any, was taken.

7. **Action by Members:** Actions by the members on any matter may be taken only at a regular or special meeting. The vote of a majority of the regular members with a quorum present at the time of the vote shall be the act of the membership.

8. **Quorum of Members:** A quorum shall be constituted as follows: At a regular or special meeting, properly noticed, those members present.

V. **BOARD OF DIRECTORS:**

1. **Board of Directors:** The property, affairs and business of the organization shall be managed by a board of thirteen (13) Directors, including officers. The Board of Directors shall consist of:

A. The immediate Past President.

B. 12 Directors elected at large.

2. **Election and Terms of Directors:** At the annual meeting of the membership in June, the membership shall elect the Directors. Each such elected Director shall then take office on July 1, following their election and shall hold office for a period of three (3) years or until their successor has been duly elected.

3. **Vacancies:** Vacancies occurring on the Board of Directors may be filled by majority vote of the Directors then in office. A Director so elected to fill a vacancy shall hold office until the next annual meeting.

4. **Quorum of Directors:** A quorum of the Board of Directors shall consist of a majority of all Directors currently in office, who are not Special Directors.

5. **Special Directors:** The Chapter President, with the majority approval of the Board of Directors, shall have the authority to appoint up to three (3) Special Directors for a one-year term of office. These Special Directors will be chapter members, who, because of past service and special experience, are deemed to be needed as advisors and councilors to the Board. While Special Directors can vote at board meetings, they will not be counted in determining a quorum of the Board. They may be terminated under the same rules as with regular members of the board.

6. **Action by Directors:** The vote of a majority of all present Directors, regular and special is needed for any action of the Board. But that a quorum (which is a majority of Regular Directors currently in office) is needed before any vote count.

7. **Notice of Meeting of Board of Directors:** Notice of time, date and place of regular meetings shall be given by resolution of the Board of Directors or in the manner herein provided for special meetings. Notice of all special meetings shall be given as follows: All notices shall be given at least forty-eight (48) hours before the meeting, and may be given by telephone or in person, or by mail or email, or as determined by a majority of the Board. Notices given by mail shall be sent to the Director's address appearing on the organization records. If sent by mail, they shall be deemed deliverable on the third day after mailing. The purpose of a special meeting shall be stated in the notice thereof. Attendance of a Director shall constitute his waiver of notice, unless he attends for the sole purpose of objecting to the transaction of any business thereat on the grounds that it was not properly called.

8. **Meeting of Board of Directors:**

A. **Regular Meetings:** A regular meeting of the Board of Directors shall be held at least six (6) times annually, at the time and location agreed upon at the prior board meeting.

B. **Special Meetings:** A special meeting of the Board of Directors may be called by the President or Vice President of the organization, or upon request by fifty (50) percent

of the Board of Directors. Notice of all special meetings shall be given in accordance with Section 7, Article V of these bylaws.

C. **Business Conducted by Mail, Telephone, Electronic Communication:** In the unusual event that it shall be necessary for the Board to carry out the corporation's business and it is impractical for the Board to meet, the President or Vice President may poll all Directors by mail, personal contact, email, or telephone on any specific matter or matters being placed before the Board. Any matter may be passed by the affirmative vote of a simple majority of all elected Directors then serving.

If the vote shall have been made in writing, the Secretary shall record the specific matter or matters being placed before the Board and attach thereto the ballots received.

If the votes have been taken verbally, a written memorandum of the vote, including the names and votes of those Directors voting, shall be obtained from each Director and a written confirmation of such memorandum distributed to all Directors as soon as practical.

9. **Minutes:** The written minutes of the last preceding meeting of the Board of Directors shall be distributed at each meeting, unless dispensed with by vote of the Directors.

10. **Treasurer's Report:** At each regular meeting of the Board of Directors, the Treasurer shall make a report of the receipts and expenditures and report the financial condition of the organization.

11. **Removal of Directors and Officers:** The Board of Directors shall have the power at any regular or special meeting by two-thirds majority vote of the Directors currently in office to declare vacant the office of any Director or officer, either for cause or without cause. Upon written request of any Director or officer so removed, the matter shall be reconsidered and voted upon again at the next regular Board meeting.

12. **Compensation:** Directors shall not receive any compensation for their services as such. Nothing herein shall be construed to prevent any Director from serving the organization in any other capacity and receiving compensation, therefore. No officer or director shall use their position to obtain personal benefits.

13. **Expenses:** All claims for reimbursement of expenses, including pre-approved and budgeted expenses, shall be made in writing to the Treasurer. The Board of Directors must approve payment of all pre-approved expenses claimed by a member, officer or director over $500.00. Expenditures over $2500 must be approved in advance by the board, unless a pre-approved budget has been approved for a person or committee. Expenditures under $500 can be approved by the President.

VI. ELECTION OF DIRECTORS:

1. **Qualification:** To be eligible to be nominated for Director, a person must have been a member in good standing for at least one year prior to the date set for the election.

2. **Nomination Committee:** The Board of Directors shall appoint a nominating committee consisting of three (3) members, at least two (2) of which must be members of the Board of Directors for the purpose of selecting prospective members of the Board of Directors. This committee shall nominate a minimum of one (1) candidate who has indicated a willingness to serve if elected. The Board of Directors, 30 days prior to the

annual meeting, shall inform the general membership of the recommended Slate of Directors. Members of the nominating committee may not nominate themselves.

3. **Ballots:** Directors shall be elected at the annual meeting by secret ballot of all members in good standing in attendance. Directors running unopposed may be elected by acclamation.

VII. OFFICERS:

1. **Titles and Qualifications of Officers:** The officers of the organization shall be a President, a Vice President, a Secretary and a Treasurer. No (2) two of said offices may be held by the same person. The President, Vice President, Secretary and Treasurer must be members of the Board of Directors.

2. **Limitation of Powers:** No officer may receive compensation for their services such as meals and travel reimbursement without prior approval of the Board. No officer may hold a similar office with any other club, organization, or corporation with like objectives and ideals, other than those with direct affiliation with this organization, without the approval of the Board of Directors.

3. **Term of Office:** Officers shall be elected for a term of one (1) year, July 1st to June 30th. Officers other than the President may hold office for more than two (2) consecutive terms in the same office. The President may seek an additional term in office with a two-thirds approval of the Directors in office at that time.

4. **Duties and Powers of Officers:**

A. **President:** The President shall be the principal executive officer of the organization, and, subject to the authority of the Directors, shall have general supervision and control of the organization's affairs. He or she (1) shall preside at all meetings of the members and of the Board of Directors; (2) may sign any contracts or other instruments approved by the Board for signature; (3) may call a special meeting of the Board of Directors by giving notice in accordance with Section 7 of Article V of these bylaws.

B. **Vice President:** In the absence of the President, or in the event of his or her inability or refusal to act, those duties shall be performed by the Vice President, and if the Vice President shall also be absent or unable or unwilling to act, the Secretary shall perform such duties as the President or the Board of Directors may assign to him/her.

C. **Treasurer:** The Treasurer shall (1) have charge and custody of and be responsible for all funds and securities of the organization from all sources and deposit all such money in the name of the organization in such depositories as he or she chooses; (2) receive and give receipts for monies due and payable to the organization; (3) pay all just obligations of the organization upon approval by the Board of Directors; (4) keep a complete record of all organization income and expenditures; (5) make a report to the Directors of the financial condition of the organization at every Board meeting; (6) at the annual meeting in June, provide an overview of the financial condition of the organization for the immediately preceding calendar year, and (7) perform such other duties as may be assigned to him/her by the President or the Board of Directors. The Board of Directors shall appoint and pay for a Certified Public Accountant to oversee the financial affairs of the organization and assist the Audit Committee with audits of the Chapter's financial transactions. The Certified Public Accountant will prepare and file all necessary tax

reports. The Board can only terminate the Accountants employment with a majority vote of the Board of Directors and by first designating a replacement Certified Public Accountant. All Accountant reports shall be made available to all Chapter members on a regular basis. Individual Chapter members may inspect the Treasurer's books at any other time, but at the individual's own expense.

D. **Secretary:** The Secretary shall be responsible to (1) keep the minutes of the meetings of the members and of the Board of Directors; (2) see that all notices of meetings of members and Directors are given in accordance with the provisions of these bylaws or as required by law; (3) be custodian of organization records; (4) oversee a register of the addresses of each member of the organization; (5) conduct correspondence; (6) provide correspondence and other communications at the meetings of the Board of Directors; (7) perform such other duties as the President or the Board of Directors may specify.

5. **Removal:** An officer may be removed by a two-thirds vote of the Board of Directors currently in office.

VIII. ELECTION OF OFFICERS:

1. **Time of Election:** The officers of the association will be selected from the members of the Board of Directors by popular vote of the general membership at the annual meeting in June. After reviewing the Nominating Committee's suggestions, the Board of Directors, thirty (30) days prior to the annual meeting, shall inform the general membership of the recommended Slate of Officers.

2. **Ballots:** Officers shall be elected at the annual meeting by secret ballot of all members in good standing in attendance. Directors and officers running unopposed may be elected by acclamation.

IX. COMMITTEES:

1. The President, with the approval of the Board shall create a Sables Committee and such standing or special committees as he or she may deem necessary or desirable to serve the organization's interests and appoint the chairman thereof. At least one member of the Board of Directors shall sit on each committee.

A. If there is an active Sables Committee in the Chapter, the Sables chairperson, if not an elected board member will be an ex-officio member of the Board of Directors.

2. All Past Presidents with current membership status shall automatically become a member of the Past President's Advisory Council with the immediate Past President in good standing being the chairman. Duties, i.e., long range planning, special project evaluation, public relations or any other subject the board requests.

While Past Presidents can vote at Board meetings, they will not be counted in determining a quorum of the Board. They may be terminated under the same rules as with regular members of the Board.

3. **Audit Committee:** There shall be an Audit Committee whose purpose shall be to provide reasonable assurance that the Corporation's assets are safeguarded and the finances are properly managed. The committee shall consist of three (3) members, one (1) member appointed by the President, one (1) member recommended by the Past President's Council, one (1) member elected or appointed annually by the Board of Directors at the Board of Directors meeting. Officers of the year being audited shall not be part of the Audit Committee. The Audit Committee shall meet and conduct the audit during the first (1st) quarter of the fiscal year. The Audit Committee shall report its findings to the Board of Directors.

X. AMENDMENTS:

After sixty (60) days notice by mail or email to the membership, these bylaws may be repealed or amended or new bylaws may be adopted by a vote of two-thirds of the membership present at the meeting. These bylaws may not be amended or repealed by the Directors. Whenever any amendment of any bylaw is adopted, amended, or repealed, it must be copied into the book of bylaws of the organization and copies sent to the full membership on the membership roster list when published.

XI. CONTRACTS AND INSTRUMENTS:

No person shall have any authority to expend money or bind the organization by any contract or instrument unless specifically authorized in writing by the Board of Directors.

XII. FISCAL YEAR:

The fiscal year of this organization shall commence of July 1st and end on June 30th of each calendar year.

XIII. RULES OF ORDER:

Except as otherwise specifically provided in these bylaws, all meetings of the members, Board of Directors and committees shall be governed by Parliamentary procedures, insofar as they are appropriate and as they are seen fit by the President.

XIV. PROPERTY RIGHTS:

No member, Director, or officer shall have any rights, titles or interest in any of the assets or property of this organization, except the right to make use thereof as a member in accordance with authority of the Board of Directors.

XV. DISSOLUTION OF THE ORGANIZATION:

Upon liquidation, dissolution, winding up, or abandonment of this organization, all of the property, and assets of this organization shall be transferred or conveyed by way of gift to SCI National Headquarters. Any such transfer or conveyance shall be executed in accordance with the laws of the State of Washington relating to the liquidation, dissolution,

winding up, or abandonment of nonprofit organizations. In no event shall any properties or assets of this organization be conveyed or transferred to any member, upon the liquidation, dissolution, winding up, or abandonment of the organization, except for full consideration.

CERTIFICATE OF SECRETARY OF

SAFARI CLUB INTERNATIONAL

NORTHWEST CHAPTER

I hereby certify that I am the duly elected and acting Secretary of said nonprofit corporation and that the foregoing bylaws comprising of nine (9) pages, constitute the bylaws of said corporation as duly approved at a regular meeting of the Board of Directors held on and approved by the vote of more than two-thirds of the membership present at a regular meeting of the membership held December 12, 2024 and amended at a regular meeting on December 12, 2024 after the same procedure.

DATED: December12, 2024

Safari Club International Northwest Chapter

Secretary: Janet E. Pearson

Janet E. Pearson