MENDON CONSERVATION LEAGUE

927 BOUGHTON HILL ROAD
PO BOX 2, MENDON, N.Y.14506
TELEPHONE: (585) 624-1169

CONSTITUTION

THIS CONSTITUTION IS EFFECTIVE NOVEMBER 4, 2026 AND SUPERSEDES ANY AND ALL PREVIOUS CONSTITUTIONS & BY LAWS.

ARTICLE I:

SECTION 1. Purpose:

A. To further advance environmental conservation policies as they affect the sports person.

B. To educate and improve the skills of the shooter.

C. To comply with the intent of ARTICLE II of the "AMENDMENTS OF THE CONSTITUTION OF THE UNITED STATES OF AMERICA".

ARTICLE II:

SECTION 1. The officers of this club are President, Vice President, Secretary, Treasurer, Officer of Fish & Game, Field Captain, Officer of Competitive Shooting, Officer of Sportsman Education, Officer of Grounds, and Officer of House.

SECTION 2. All officers are elected for a term of one year. The term of office is from January 1 through December 31.

SECTION 3. The annual election of officers is by ballot, and a majority of all voting members present is necessary for election. This election is held at the regular meeting in the month of November.

SECTION 4. In case of a vacancy in any office, the vacancy is filled by election at the next regular meeting.

SECTION 5. Officers may not be directors, while they are in office.

ARTICLE III:

SECTION 1. It is the duty of the President to follow policies, procedures, and the constitution. All officers report directly to the President. It is the duty of the President to preside over all meetings [2]except Director's meetings where he will be an invited non-voting guest, to call special meetings whenever necessary, or at the request of five members in writing. It is the President's duty to appoint all committees. These committees will include the nominating committee, the audit committee, and any 'ad hoc' committee deemed necessary. These appointed committees' term of service will commence with their appointment, and terminate at the same time as the president's term of office, and no longer than one (1) year. The President will also enforce the observance of the constitution and house rules. He also has access to the floor safe, mail box, and safe deposit box.

SECTION 2. The officers will decide, who will originate and maintain the membership roster. (Normally done by the Vice-President.)

SECTION 3. The Vice President shall perform the duties of the President in the President's absence or in the President's inability to serve. It is the Vice President's duty to assign members to run the club, and to maintain the Club's activities calendar.

SECTION 4. It is the duty of the Secretary to keep a record of all meetings and notify all members of special meetings. The Secretary shall furnish each member with a membership card and new members with a membership package. The Secretary will keep a copy of Robert's Rules of Order in the event of a question on parliamentary procedure. The Secretary shall oversee the recording of all amendments to the constitution.

SECTION 5. It is the duty of the Treasurer to keep the funds of the club, and an account of funds received and paid. The books are open for inspection by an audit committee. A monthly statement for each meeting and an annual report at the end of the year will be provided. The Treasurer shall turn over to the successor, in office, the balance of the Club funds and all the records. The Treasurer must be bonded. All contracts and conveyances are to be maintained by the current Treasurer, as permanent records, use appropriate software for record keeping, collect money weekly from the floor safe, pick up the mail, and have access to the safe deposit box. The Treasurer is an invited non-voting guest at Directors' meetings.

SECTION 6. It is the duty of the Officer of Fish and Game to keep the club informed of developments concerning fishing and hunting and the impact of legislation.

SECTION 7. The Field Captain is responsible for ordering clay targets, and maintenance and repairs of the traps and fields including the setting of the traps to throw legal targets as defined by the ATA and NSSA.

SECTION 8. The Officer of Competitive Shooting shall represent the club in all shooting activities.

SECTION 9. It is the duty of the Officer of Sportsman Education to further the education of persons interested in conservation or shooting as well as taking a proactive role in communicating the worthiness of MCL to the general public. These responsibilities shall include, but not be limited to: annual sportsman education classes required by the state of New York to certify new hunters; annual sponsoring of children at New York DEC camps; general public education of conservation and shooting activities.

SECTION 10. It is the duty of the Officer of Grounds to maintain the club facilities outside in a manner that is acceptable to the President. It is the officer's duty to present to the President annually, a list of requested improvements or repairs to the club with an estimated budget.

SECTION 11. It is the duty of the Officer of House to maintain the club facilities inside the clubhouse in a manner that is acceptable to the President and to see that the bathrooms and kitchen are cleaned at least twice a month. The Officer of the House is responsible for all supplies needed to operate the club, except shooting and grounds. These supplies include but are not limited to food, coffee, paper products, light bulbs, all items for the bathrooms, water, and beverages. The Quartermaster will be responsible for having adequate supplies at

special events. It is the officer's duty to present to the President annually, a list of requested improvements or repairs to the house with an estimated budget.

ARTICLE IV.

SECTION 1. There are nine directors for the club. Each year three directors are elected at the November general membership meeting. Director terms are for three years and terms start on December 1 of that year. Directors may not be an officer while they hold the position of Director.

Paragraph 1. In case of a vacancy of a director, the position is filled by election at the next regular meeting with the elected director completing the term of the director replaced.

SECTION 2. Members elected to the positions of directors shall be persons who are actively involved in club activities & operations, who have been members for three years or more, or who are current members and have previously held the position of director.

Paragraph 1. It is the duty of the Board to establish policies and procedures to be used by the President. It is also the duty of the Board of Directors to approve expenditures over three hundred dollars, except expenditures for taxes, targets, utilities, insurance, or emergency equipment repairs.

Paragraph 2. Any project or expenditure which will have a substantial effect on the Club, aesthetically or otherwise, must be approved by the majority of the Board of Directors.

Paragraph 3. There must be six members of the Board of Directors to transact business at a directors' meeting.

ARTICLE V.

SECTION 1. Procedure for joining the club:

Paragraph 1. New applicants must present an application and be sponsored by one (1) club member, who will be responsible for prospective member orientation.

Paragraph 2. The membership application form and fees must be presented, in person, by the applicant, at the monthly meeting, when they are introduced. Exceptions to this rule will be at the discretion of the officers and members present at the meeting.

Paragraph 3. The applicant will be voted on for acceptance at the next regular monthly meeting. If the applicant is not accepted by a majority of the voting members present, all fees will be returned.

Paragraph 4. Applicants introduced at the October, November, or December meeting, and accepted as a member at the following meeting will be paid up members for the following year.

SECTION 2. Dues & Fees:

A. The dues and fees will be posted in the clubhouse by the Secretary. Changes will be voted on by the membership.

B. Dues are due by January 1 of the year and must be paid by the February meeting.

C. The Secretary will bill all members annually. All dues will be paid to the

Treasurer.

D. If dues are not paid by the February meeting a surcharge may be determined by the Officers.

E. Paragraph 1. There will be one type of membership: regular as of January 1, 2015.

F. 1. Regular: dues paying members

Paragraph 2. Rights of members:

A. All members have voting privileges.

B. Shooting privileges are extended to include the spouse and minor children, and full time students up to age 23.

Paragraph 3. Upon reaching their twenty-first birthday or twenty-third birthday if a full-time student, normal procedures for joining the club shall apply, except an initiation fee is not required if their parent or guardian is a member for the current year.

SECTION 4. Membership revocation:

Paragraph 1. Any member may have their membership revoked by a majority vote of the Board of Directors at the request of a majority of the club officers, if in their opinion, the members' conduct is detrimental to the well being of the club.

ARTICLE VI.

SECTION 1. The regular meeting of the club is held on the first Wednesday of each month excluding April, May, July and August. New member applications received in those months will be voted on by the Board of Directors.

SECTION 2. In case the regular meeting falls on a holiday, the meeting is postponed one week.

SECTION 3. Special meetings may be called by the President, the Board of Directors or at the written request of five members, to the President. All voting members will be notified by email at least three days before the meeting

SECTION 4. An annual organizational meeting of the new officers, new directors, outgoing officers, and directors will be held thirty (30) days after annual Club Elections.

Paragraph 1. The purpose of the first board/officer meeting is to establish the club expenditures for the coming year, which requires Board of Directors approval, to address unfinished business from the current year, and elect a chairperson.

SECTION 5. Seven voting members must be present to form a quorum for the transaction of business at a regular or special meeting.

SECTION 6. Nominations for officers and directors are held at the October general membership meeting. Election of officers and directors is held at the November general membership meeting.

Paragraph 1. Nominations by the "nominating committee", as appointed by the President, are to be introduced no later than the October general membership meeting. The nominating committee, appointed by the President, shall consist of one director, one officer, and one non-officer/non-director member at a minimum.

SECTION 7. The order of business at the regular general membership meeting of this club is as follows:

A. Call the meeting to order,

B. Reading by the Secretary of the minutes of the prior meeting, and approval or non-approval, or change in minutes.

C. Report of Vice-President,

D. Report of Treasurer of Club financial, and approval, non-approval, or change in report.

E. Reports of other Officers, including, Fish & Game, Quartermaster, Field Captain, Competitive Shooting, Sportsman's Education, Grounds, and House.

F. Report from the Board of Directors ,

G. Old business and acceptance of new members,

H. New business and introduction of prospective members,

I. Adjournment.

SECTION 8.

All questions relating to order, not covered by the constitution, are governed by Robert's Rules of Order.

ARTICLE VII.

SECTION 1. Liquidation of the Mendon Conservation League and its assets:

Paragraph 1. In the event of liquidation, the Mendon Conservation League and its assets will be dissolved in the following manner:

A. The membership rolls will be frozen immediately. If applications are on file with the Secretary, but not yet voted on as members, the application fee will be refunded to said applicant.

B. Member's dues must continue to be paid on an annual basis. Members whose dues are not paid by the general membership meeting in February will surrender their membership. Membership has been frozen at this point and no new members will be accepted.

C. Club assets will be put in an escrow account for a period not to exceed one year. This is the responsibility of the current officers and Board of Directors.

D. The current officers and directors will act on behalf of the club and its members in all matters pertaining to the liquidation.

E. It will be the responsibility of the current officers and directors to keep club members informed about the status of all events regarding the liquidation. This communication will

either be by calling special meetings or in writing to all members. All decisions will be made by majority rule of all voting members.

F. In the event of liquidation, it will be the current officers and directors responsibility to liquidate those assets in escrow by transferring to each living, voting member, an equal share of those assets.

G. Access to and removal of these assets from escrow will require the signature of each of the current officers and directors.

ARTICLE VIII.

SECTION 1. Any amendment to this constitution must be presented in writing, seconded at a general membership meeting, and optionally discussed, posted for thirty days on the club bulletin board, and presented at the next general membership meeting to be voted upon by the voting members.

SECTION 2. An amendment to the constitution of the Mendon Conservation League must be approved by seventy-five percent of the voting members present at the general membership meeting where the amendments have been presented.

ARTICLE IX: Indemnification of Directors and Officers

SECTION 1. Right of Indemnification: Each director and officer of the corporation as otherwise enumerated and specified in Article II SECTION 1. of the Constitution, as well as each club member who has been specifically and expressly appointed by the President to serve on a Standing Committee pursuant to Article III SECTION 1. of this Constitution, whether or not then in office, and any person whose testator or intestate, and was a director or officer, is indemnified by the corporation for the defense of, or in connection with, any threatened, pending or completed actions or proceedings and appeals therein, whether civil, criminal, administrative or investigative, in accordance with and to the fullest extent permitted by the Not-For-Profit Corporation Law of the State of New York or other applicable law, as such law now exists or may hereafter be adopted or amended, including attorney's fees actually and necessarily incurred in connection with the defense or settlement of such action(s); provided, however, that the corporation shall provide Indemnification in connection with an action or Proceeding (or part thereof) initiated by such a director or officer only if such action or proceeding (or part thereof) was authorized by the Board of Directors.

SECTION 2. Advancement of Expenses; Expenses incurred by a director or officer or other specified person in SECTION 1. above in connection with any action or proceeding as to which indemnification may be given under SECTION I of this Article IX may be paid by the corporation in advance of the final disposition of such action or proceeding upon (a) the receipt of an undertaking by or on behalf of such director or officer to repay such advancement in case such director or officer is ultimately found not to be entitled to indemnification as authorized by this Article IX and (b) approval by the vote of the majority of all eligible members of the entire Board of Directors who are not parties to such action or proceeding. To the extent permitted by law, the Board of Directors shall not be required to find that the director or officer has met the applicable standard of conduct provided by law for

indemnification in connection with such action or proceeding before the corporation makes any advance payment of expenses hereunder.

SECTION 3. Availability and Interpretation: To the extent permitted under applicable law, the rights of indemnification and, the advancement of expenses provided in this Article IX, (a) is available with respect to events occurring prior to the adoption of this Article IX, (b) shall continue to exist after any rescission or restrictive amendment of this Article IX with respect to events occurring prior to such rescission or amendment, (c) is interpreted on the basis of applicable law in effect at the time of the occurrence of the event or events giving rise to the action or proceeding or, at the sole discretion of the director or officer (or, if applicable, at the sole discretion of the testator or intestate of such director or officer seeking such rights), on the basis of applicable law in effect at the time such rights are claimed and (d) is in the nature of contract rights that may be enforced in any court of competent jurisdiction as if the corporation and the director or officer for whom such rights are sought were parties to a separate written agreement.

SECTION 4. Other Rights: The rights of indemnification and to the advancement of expenses provided in this Article IX shall not be deemed exclusive of any other rights to which any director or officer of the corporation or other person may now or hereafter be otherwise entitled, whether contained in the certificate of incorporation, this Constitution, a resolution of the Board of Directors, or an agreement providing for such indemnification, the creation of such other rights being hereby expressly authorized. Without limiting the generality of the foregoing, the rights of indemnification, and, the advancement of expenses provided in this Article IX, shall not be deemed exclusive of any rights, pursuant to statute or otherwise, of any director or officer of the corporation or other person in any action or proceeding to have assessed or allowed in his or her favor, against the corporation or otherwise, his or her costs and expenses incurred therein or in connection therewith or any part thereof.

SECTION 5. Sever-ability: If this Article IX or any part hereof is held unenforceable in any respect by a court of competent jurisdiction, it is deemed modified to the minimum extent necessary to make it enforceable and the remainder of this Article IX shall remain fully enforceable. Any payments made pursuant to this Article IX are made only out of funds legally available thereof.

This Constitution has been revised and drafted by:

Ron Stappenbeck and the Board of Directors. This amended Constitution was reviewed and accepted by the Board of Directors.

Presented for review and comment to the MCL membership via email or September 22,2017 and posted at the MCL club house on September 26,2017. It was announced again at the MCL meeting on October 4, 2017 and opened for discussion.

Constitution changes Voted on and accepted by the membership on November 1, 2017.

On September 7, 2022 the membership approved changing the constitution to eliminate the requirement for anyone joining MCL to be an NRA member or join NRA when joining MCL. As a result Under Section 1 Procedure for joining the club
([1]Paragraph 5. New applicants/members must hold or obtain an NRA membership.) was deleted from the constitution.

Constitution changes voted on and accepted by the membership on October 1, 2025.

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