

**BYLAWS OF
MARYLAND OUTFITTERS AND GUIDES ASSOCIATION, INC.
A Nonstock Corporation**

Article I Name

1. The name of this organization shall be "Maryland Outfitters and Guides Association," herein after referred to as "the Association."

Article II Purpose

1. Create representation for Outfitters and Guides in the Wildlife Heritage Service, Wildlife Advisory Commission, Migratory Bird Commission and to open dialogue to all state and federal agencies including enforcement.
2. Monitor, address and submit bills to the legislature dealing with Wildlife issues.
3. Keep the membership informed and respond to all issues that may affect our hunting heritage.
4. To defend, protect and enhance our state's wildlife legacy.

Article III Organizational Structure

1. The Association will be a non-profit, all volunteer organization consisting of outfitters, guides and individuals throughout the United States.

Article IV Membership

1. General. Membership shall be open to all outfitters, guides and individuals operating in the United States who subscribe to the objectives of the Association without reservation, approved by the Board of Directors of the Association. Non-residents may join as outfitters, guides, associates and or supporters.
2. Membership classes. There shall be four classes of membership.
 - A. Outfitters shall have the following rights.
 - a. to serve as a Director or Executive Officer of the Board
 - b. voting privileges
 - B. Guides shall have the following rights.
 - a. to serve as a Director of the Board
 - b. voting privileges
 - C. Associate Members shall have the following right.
 - a. to serve on any committee
 - D. Supporter Members shall have the following right.
 - a. to serve on any committee
3. Membership standing.\n Members shall be considered as "Association" members in good standing when their annual dues are current. Memberships are valid for one year and are due for renewal one year after the membership begins. Renewal of a membership must be

completed within 30 days of the expiration date in order to remain a "member in good standing."

Article V Voting

1. Only Outfitters and Guides will have voting privileges

Article VI Dues

1. The annual dues for membership in the Association will be \$200.00 for Outfitters. \$50.00 for Guides, Supporter for \$20.00, and Associate Members \$100.00 and up.

Article VII Officers and Directors

1. The initial number of Directors of the Corporation shall be four (4). The names of the directors of the Corporation are: F. Tyler Johnson, Richard Clint Evans, Carla F Johnson, and Donna Schrader, who shall serve until the organizational meeting of the corporation. After the initial meeting the initial directors may increase the number of directors up to thirteen (13) directors. The Directors shall hold their office until the annual meeting of the Association at which time elections shall be held. The Directors may appoint officers; who shall serve at the pleasure of the Board of Directors and delegate authority to act on behalf of the Association, to those officers by a vote of at least two-thirds of the directors.

Article VIII Committees

1. Committees may be established or abolished at the discretion of the Board of Directors. Committee members must be individual members and maintain individual membership for the duration of their time as member on any committee. Each year, the Board of Directors shall appoint an Audit Committee comprised of three (3) Board members for the purpose of conducting a yearly audit of the Association's financial records. Such audit shall commence no sooner than February 1st and be completed no later than February 28th for the preceding calendar year.

Article IX Meetings

1. The Association shall convene in regular convention annually at the will and pleasure of the Board of Directors. There will be at least three (3) additional Board of Directors meeting held throughout the year. The Board of Directors meetings held throughout the year. The Board of Directors shall determine the definite date, time and meeting place. Directors are required to attend all Board of Directors meetings. In the event a Director is unable to attend such meetings, they shall notify the other Directors as soon as possible and any report they intended to give.

A quorum for the Board shall include at least two-thirds of the Directors.

Robert's Rule of Order (revised) shall govern conduct of all meetings.

Article X Nominations and Elections

1. The Directors of the Association shall be elected in convention assembled at an annual meeting of the Association. To be placed on the printed ballot, candidates for Directors shall submit their credentials to the election committee at least sixty (60) days prior to the convention. All candidates shall have been a member in good standing for at least one year

prior to election date.

Qualified candidates shall be Association members presently in good standing, be a resident of Maryland and be 21 years of age upon assuming office. In the event unfavorable information concerning a nominee is discovered, a written report will be prepared by the Election Committee within ten (10) days and submitted to the Board for review and final approval. The nominee will then be given a copy of the report and will then have ten (10) days from the time of receipt to submit a written rebuttal to the Board. At such time, the Board will review all the pertinent information and within ten (10) days, render a final decision concerning the nominee's status as a candidate.

The election committee shall consist of three (3) members of the Association in standing who are not candidates.

A simple majority of votes cast is required for election. If no candidate achieves a majority on the first ballot, a run off is held immediately between the two (2) candidates with the most votes.

Article XI **Terms of Office**

1. All terms of Directors shall commence immediately upon the adjournment of the meeting at which the election was held. Such officers and directors shall hold office for terms of one (1) year. Officers and Directors may serve in any office more than one term consecutively.

Article XII **Dissolution**

1. In the event the Association shall cease to exist as an organization of Maryland Outfitters and Guides for any cause of circumstance, all real and all tangible property held in the name of the Association shall be sold to the highest bidder(s). The proceeds from such sale shall be held in escrow in an account designated by the Board of Directors of the Association for not longer than one year, before or at the end of which period such proceeds, together with all other cash and / or security accounts, shall be delivered to the treasury of such qualified Maryland successor organization as may have been organized for purposes similar to those espoused by the Association. Should no such organization exist, all assets of the Association shall be delivered to the NRA Foundation.

Article XIII **Removal, Serverance, and Vacancies**

1. If any defamatory information is discovered or infraction against the prescribed mission or policies of the Association occurs concerning a member of the Board, Disciplinary action may be taken. The Board shall appoint a Committee comprised of three Board members to prepare a report containing any facts and evidence pertinent to the case. This committee will have 14 days from the time of their appointment by the Board to prepare said report and present it to the Board. The Board will then review the report in order to make a decision whether disciplinary action is in order (a 2/3rds vote being necessary). At that time, the Board will have 14 days from receipt of the report in order to submit to the Board either a written rebuttal to the allegations or infractions or they may request an audience with the Board to please their case. The Board will then, within 14 days of the individual's written or verbal rebuttal, decide by a 2/3rds vote whether disciplinary action will be taken. Disciplinary action, depending upon the severity of the infraction, may range from a verbal reprimand, to a written warning or even removal from office.

Any individual who violates any of the ethics, laws or rules of the Association may be

suspended from membership by a two-thirds (2/3) vote of the Board of Directors present at a meeting of the Board.

In the event of a vacancy in the office of director, the Board of Directors shall appoint a successor to serve the remainder of the term.

Article XIV **Incorporation**

1. The Association, having already obtained incorporation status, shall remain incorporated under the laws of the state of Maryland as a non-profit organization.

Article XV **Discrimination**

1. The Association will not discriminate with regard to race, color, religion, national origin, age, sex, marital status or disability.

Article XVI **Amendments**

1. The by-laws of the Association may be amended at the annual meeting of the Association by a two-thirds (2/3) majority vote of the general membership present at the annual meeting. The general membership will be presented proposed amendments sixty (60) days prior to the annual meeting.