

BY LAWS OF THE
DELTON CHARITABLE ORGANIZATION, INC.
DELTON SPORTSMEN CLUB
(DSC)

ARTICLE I. MEMBERSHIP PROVISION

Pursuant to Article 10 of the Articles of Incorporation, the conditions, terms, and qualifications for membership in the Corporation are as follows:

A. Class. The classes of membership and the annual dues payable for each membership of the Corporation are:

- (1) Junior Member 15 and under \$1.00
- (2) Husband and Wife, Couple, Single 16 and up current membership rate.
- (3) Life members issued prior to the August 14, 2006 shall continue in effect. From and after the date hereof, there shall be no further life memberships awarded. Nothing contained herein shall prevent the Executive Board from awarding honorary life memberships.
- (4) Dues for all memberships shall be established by and may be adjusted by a majority vote of the membership in attendance at an official meeting of the members.
- (5) Annual dues period shall be January 1 through December 31 inclusive of each year.

B. Approval of members. Membership is obtained upon member information and yearly dues being processed by the Secretary and Treasurer. Membership in Delton Charitable Organization Inc. is available to all people 16 years or older, regardless of race, color, creed, age, disability, marital status, sex, national origin, ancestry, arrest record, conviction record, membership in the National Guard, state defense force or any component of the military forces of the United States or Wisconsin or use or non-use of lawful or unlawful products of the Delton Charitable Organization Inc premises.

ARTICLE II VOTING RIGHTS

Each member in good standing, 16 years of age or over, shall be a voting member, entitled to one vote upon any matter submitted to a meeting of the membership for its vote thereon.

ARTICLE III MEETINGS

A. TIME AND PLACE. There shall be Twelve (12) regular meetings of the members each year, to be held at the offices of the DSC on the second Monday of each month, unless changed by a vote of the membership. Additional meetings may be called by resolution of the Board of Directors, or by 50% of the voting membership in writing addressed to the Secretary of the Corporation, stating the purpose of such meeting. The Secretary shall give each voting members five (5) days written notice of the date and time of the meeting, which shall be not more than 30 days from the date of the resolution or receipt by the Secretary of the membership request for meeting.

B. CONDUCT OF MEETING AND ORDER OF BUSINESS. All meetings of the membership shall be presided over by the President, or in their absence, by the Vice President. If neither of these Officers are present, the Secretary, or in their absence, the Treasurer, shall preside. If no such Officer is present, an Alternate Officer (Article IV B) shall preside.

Agenda for each meeting is as follows:

- (1) Call to Order
- (2) Pledge of Allegiance
- (3) Reading of minutes from previous meeting
- (4) Reports of the Board of Directors and Officers
- (5) Committee Reports
- (6) New Business
- (7) Unfinished Business
- (8) Communications
- (9) Election and installation of officers
- (10) Adjournment

C. RULES OF PROCEDURE. Except as otherwise provided herein or as directed at any meeting by majority vote of the members present, Roberts Rules of Order shall constitute the rules of procedure at all meetings. All voting shall be by ballot, unless a proposal for voice vote is adopted by the majority of the members present.

D. CONDUCT OF MEMBERS AT MEETINGS AND OTHERWISE. No member under the age of 21 years shall be served any alcohol or liquor as defined in Wisconsin Statutes. No member shall engage in any conduct that would bring discredit to the Corporation or the membership. Members offending against any of the Corporation by-laws may be suspended from membership by the Board of Directors following an inquiry and investigation. Discipline shall be progressive and on a case by case basis deemed fair by the Board of Directors.

ARTICLE IV. EXECUTIVE OFFICERS:

A. NUMBER AND CLASSIFICATION. The executive officers of the the corporation shall consist of a President, Vice-President, Secretary and Treasurer, to be elected for terms of 1 year by the voting membership at the first meeting in January of each year. Every officer must be at least 18 years of age at the time of election, and cessation of an officer's membership results in automatic removal from office. Election of all officers shall be by ballot unless the rules of the meeting are suspended for the purpose of casting a unanimous ballot.

B. INSTALLATION OF OFFICERS. Except for the Treasurer, each newly-elected officer shall take office at the commencement of the February membership meeting following their election. Before the Treasurer shall take office, an audit of the corporate books and records pertaining to its receipts and expenditures shall be conducted prior to the February meeting by an audit committee selected by the Board of Directors, and following completion of the audit, the Treasurer shall take office at the commencement of the next regular monthly meeting of the members. In the event of failure to elect officers or any officer at the January meeting in any year, the officer or officers then in office shall continue as such

until a successor or successors are elected at any subsequent meeting of the members for the remainder of the unexpired term or terms.

C. DUTIES.

(1) President. The President is the chief executive officer of the Corporation, having general executive supervision of the corporate officers and the carrying on of corporate policy as formulated by the Board of Directors or the membership, presiding at the meetings of the members and the Board of Directors, and performing such other duties as customarily appertain to the office or as may be required from time to time by the Board of Directors or the corporate members. He shall maintain order at all meetings over which he presides, either by himself or by a member or members appointed by him for that purpose.

(2) Vice-President. The Vice-President shall perform all of the duties of the President in the event of the absence or disability of the President to perform the same.

(3) Secretary. The Secretary shall keep an accurate record of meetings of the members and the Board of Directors, shall have custody of all of the corporate records, except such as customarily pertaining to the office of the Treasurer, shall be the principal corresponding officer of the Corporation, and shall perform such other duties as are customarily pertinent to the office or as may be assigned to him by the Board of Directors or the members. Promptly after installation, the Secretary shall make application to the Internal Revenue

Service on United States Treasury Form 1023, for a declaration of tax-exempt status of the corporation, and shall make like application to the Wisconsin Department of Revenue for tax-exempt determination.

- (4) Treasurer. The Treasurer shall receive all monies of the Corporation, and safely keep the same until required to disburse them in payment of corporate obligations and necessities, and shall keep an accurate record of all receipts and disbursements.
- (5) Alternates. There shall be two Alternate positions as Executive Officers. At the first meeting in February of each year, alternates to the executive officers shall be elected by ballot unless the rules are suspended for casting a unanimous ballot, for a term of one year and until their successors are elected. They shall be installed at the conclusions of the meetings at which they are elected. They shall be elected as first and second alternates, whose duties are to serve as pro-tem replacements for executive officers that are absent from a meeting or meetings of the Board of Directors. The first alternate shall be the first replacement at any such meeting if required, and the second alternate shall attend as replacement for any other officer who is so absent, and shall act as a replacement in case the first alternate is absent or unable to act as such at said meeting.

ARTICLE V. BOARD OF DIRECTORS.

- A. COMPOSITION AND PROCEEDINGS. The Board of Directors shall consist of the Executive officers of the Corporation, including the Vice-President and 2 members (First and Second Alternates) to be selected by at least 3 of the Executive officers so as to form a Board of 6 Directors, a quorum of which shall be 5. The President, or in his absence the Vice-President, shall preside at all Board meetings, but shall have a casting vote only in case of a tie. The Secretary or alternate thereto of the Corporation, shall act as Secretary of the Board, and shall record the minutes and proceedings thereof, which shall be read to the members of the Corporation at the next regular meeting of such membership. The Board may adopt its own rules of procedure at its meetings.
- B. POWERS AND DUTIES. The Board shall have power to make any and all decisions and policies for the Corporation that ordinarily could not be made at regular meeting of the members of the Corporation. Any decision or action of the Board is, however, subject to be annulled or modified by a two-thirds vote of the entire voting membership at any subsequent regular or specially called meeting.

ARTICLE VI. DIVISIONS

- A. DIVISIONS. The Board of Directors may create divisions and/or committees of the Corporation with respect to types of activities conforming to the principles of the Corporation, including, but not limited to, because of specific enumeration, to those as set forth in Article II of the Articles of Incorporation. The divisions shall have such structure and operate under such provisions as the Board

may order, but no such division shall be organized as an entity separate from the Corporation in any respect. The President shall appoint a chairman or co-Chairmen for committees as the Board of Directors or the membership may deem necessary in furtherance of the objects of the Corporation, specifying the purpose or purposes of each such committee. The chairman and co-chairman of each such committee may appoint as many members thereof as they consider necessary to carry out the committee's purpose or purposes. Any corporate monies or supplies authorized by the Board of Directors or membership to be spent by any such committee shall be accounted for by the chairman or co-chairman thereof, together with all monies received by such committee for Corporation, and shall keep an accurate record of all receipts and disbursements, in money, personal property or supplies disbursed and received. No committee member other than the chairman or co-chairman shall be authorized or permitted to receive or disburse any money, property or supplies of the Corporation unless specifically authorized to do so by the chairman or co-chairman.

ARTICLE VII. DISCIPLINARY PROCEDURE.

A. INITIATION OF CHARGES. Any member seeking to charge another member of the Corporation with any violation of the rules of conduct prescribed in Article III of these By-Laws shall file an original and one copy of such charges in writing, specifying the date, place, and nature of the charge, with any member of the Board of Directors, who shall forthwith mail or otherwise deliver the charge to the Secretary. Upon receipt thereof, the secretary shall mail or otherwise deliver the copy to the accused member with a notice that it will be considered by the

Board of Directors at a meeting thereof, stating the date, place and time of such meeting, and notifying the accused member that he will be notified of the meeting date, at which time he may confront the accusing member and present a defense to such charge. The Secretary shall also notify each Board member thereof, and it shall also notify the accusing member of the date, place and time of the Board meeting at which the charge will be heard and determined, such notice to state that the accusing member's presence will be required at the meeting, or the charge will be dismissed. The notices in each case must be mailed or otherwise delivered to the recipients not less than 10 days prior to the date on which the charge will be heard.

B. DUTIES AND POWERS OF THE BOARD. The Board of Directors shall hear the accuser and the accused at the meeting to consider the charge, together with any witnesses or other testimony offered by each, the accuser beginning, and shall decide the merits of the matter and the discipline, if any, to be imposed in the event the Board determines by majority vote of those members present that the charge has been sustained.

C. APPEAL. Either party to the hearing of the charge may appeal the decision of the Board of Directors to the next regular meeting of the membership, which may reverse the Board's determination by affirmative vote of two-thirds of the membership present.

ARTICLE VIII. OTHER PROVISIONS.

In any case not provided for by these By-Laws or the Articles of Incorporation, the matter shall be governed by the applicable Section or Sections of Chapter 181 of the Wisconsin Statutes then in effect. If no such Statute is applicable,

such matter may be resolved by the membership at any meeting at which the same is brought to their attention, and a decision thereof by affirmative vote of two-thirds of the members present shall be final and binding, and shall be incorporated into these By-Laws by the Secretary promptly thereafter.

ARTICLE IX. AMENDMENTS

Except as provided in Article VIII, amendments to these by-laws may be made by reading a proposed amendment by any 5 members of the Corporation at two successive regular meetings of membership, and it may be voted upon at the second such meeting, and adopted by affirmative vote of two thirds of the members present and voting. If adopted, such amendment shall be incorporated into these by-laws by the Secretary thereafter.

On December 9, 2024 the members of the Delton Charitable Organization Inc. voted to adopt the aforementioned by-laws as written.

Delton Charitable Organization Inc.

President

COUNTERSIGNED

Secretary

