

NORTHWESTERN MONTANA ARMS COLLECTORS ASSOCIATION, INC.  
( A MONTANA NON-PROFIT CORPORATION )

G 8165 NRA Affiliation

BY-LAWS  
(Fifth Edition)

PREAMBLE

It is the legal responsibility of each and every member of the Northwestern Montana Arms Collectors Association (NWMACA) to keep themselves apprised of the current Federal, State, County and Municipal regulations that bear on their actions as members of the Association. It is demanded of members that they obey the law. There is no place in the Association for anyone who intends to do otherwise. The Association is not responsible for the individual acts of members and does not pretend to dispense legal advice. This Association does not exist to cover subterfuge to avoid the law.

Infractions of laws are a severe threat to the arms collecting activities of all of us. Because of this fact, severe penalties are promulgated for infractions. Penalties may be immediate expulsion with membership cancellation, expulsion from a meeting, or a letter of reprimand. For a detailed explanation of infractions, and resulting penalties, see Article II.

Among the purposes of this Association are the following:

- To hold meetings of the members, and to hold gun shows at various locations in Northwest Montana (Flathead, Lake, Lincoln, and Sanders counties of Montana), as the membership deems advisable.
- To promote and encourage the collection of ancient and modern firearms, ammunition, military equipment, firearms parts, accouterments, and firearms and sporting books.
- To promote and encourage safe rifle, shotgun, and pistol shooting among the citizens of the United States.
- To support and maintain the principle that free men bearing arms in a free society are the strongest bulwark against tyranny in any form.
- To promote the adoption and application of higher standards of ethical conduct in the sale or exchange of items listed in second item above, both among the general public and the members of this association.
- To advance public knowledge and knowledge of NWMACA members pertaining to the items listed in the second item above, primarily as regards ancient and modern firearms.

The primary purpose of this Association is to promote and continue to improve the bi-annual Kalispell Gun Shows, as well as any other guns shows in any city or town in Northwest Montana we may decide to sponsor in the future. The Kalispell Gun Shows are presented by the members of the Northwestern Montana Arms Collectors Association, a non-profit Association of gun buffs. Proceeds are disbursed for the benefit of the shooting sports and the National Rifle Association, at our members' discretion. No private individuals profit, nor do we have a payroll.

# NWMACA BY-LAWS

## ARTICLE I

### Title: **ELECTIONS AND DUTIES OF OFFICERS AND DIRECTORS**

1. The President shall be the chief executive of the Association. The President shall be a member of good standing who has been a member for a minimum of one year. It shall be the duty of the President to call and preside at all meetings of the Board of Directors and of the members, and to perform such other duties as ordinarily pertain to this office. The President shall have such other powers and perform such other duties as the Board of Directors may from time to time determine. The President shall serve as member of the Board of Directors.

The President shall be elected to serve a one-year term. In the event the Presidency is vacated, the position will be filled by the Vice-President, who shall serve the remainder of the vacated term.

2. In the absence of the President, the Vice-President shall have all the powers, and perform all the duties of the President, and shall have such other powers and perform such other duties as the Board of Directors may from time to time determine. The Vice-President shall be a member of good standing who has been a member for a minimum of one year. The Vice-President shall serve as an officer on the Board of Directors.

The Vice-President shall be elected to serve a one-year term. In the event the Vice-Presidency is vacated, the position will be filled by a nominee of the President and confirmed by the Board of Directors. The new Vice-President shall serve only the remainder of the vacated term, as an appointee.

3. The Treasurer shall be the Chief Financial Officer. The Treasurer shall keep accurate records in permanent form of all business transactions. The Treasurer shall be a member of good standing who has been a member for a minimum of one year. The Treasurer shall perform such other duties as may be prescribed from time to time by the Board of Directors. All papers, reports and records shall be delivered by the Treasurer to the Board of Directors, or the new Treasurer, upon demand. The Treasurer shall serve as an officer on the Board of Directors.

The Treasurer shall be elected to serve a one-year term. In the event the Treasurer position is vacated, the position will be filled by a nominee of the President and confirmed by the Board of Directors. The new Treasurer shall serve only the remainder of the vacated term, as an appointee.

The Treasurer shall receive all monies owing to the organization. The Treasurer shall deposit such monies in the manner hereinafter prescribed. The Treasurer shall annually account to the organization, and the other times as requested by the Board of Directors, for all funds in the Treasurer charge. Upon retirement from office, the Treasurer shall turn over to the new Treasurer all records and funds in the Treasurer's possession belonging to the organization, with a full accounting.

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4. The Secretary shall be the chief administrative officer. The Secretary shall be a member of good standing who has been a member for a minimum of one year. The Secretary shall keep minutes and records of all meetings of the members and of the Board of Directors, furnishing copies of the minutes to all Officers and Directors. The Secretary shall compose, or cause to be composed, and publish (United States Postal Service (USPS) or electronic email) all notices of club activities, elections, meeting dates, and all other club communications. The Secretary shall arrange for publication of a newsletter as necessary. The Secretary shall perform such other duties as may be prescribed from time to time by the Board of directors. The Secretary shall keep records of all certificates of membership. The secretary shall serve as an Officer on the Board of Directors.

The Secretary shall be elected to serve a one-year term. In the event the Secretary position is vacated, the position will be filled by a nominee of the President and confirmed by the Board of Directors. The new Secretary shall serve only the remainder of the vacated term, as an appointee.

All papers, reports, copies of correspondence, etc., shall be kept in an orderly fashion. Upon retirement from office, the Secretary shall turn over to the new Secretary all papers, reports, copies of correspondence, etc., in the Secretary's possession belonging to the organization.

5. The board of Directors shall consist of three members in good standing, each of whom shall have been a member for a minimum of one year. Directors shall serve two-year terms, with Director's positions standing for election staggered to minimize loss of seasoned Directors in any one year. In the event a Directorship is vacated, the position shall be filled by a nominee of the President. The new Director shall serve the remainder of the vacated term.

The President shall Chair the Board of Directors, with authority to call, open, direct, and otherwise lead all Board meetings. Beside the elected Directors, and the President, the Board of Directors shall consist of the immediate past-President, the Vice-President, the Treasurer, and the Secretary.

6. The term of office for all Officers shall commence January 1 of each year, running through December 31 of the following year. The term of office for all Directors shall commence January 1 of the year following election, running through December 31 two (2) years later.

7. Any Officer or Director may be removed from office for misfeasance, malfeasance, or nonfeasance. Nonfeasance shall be defined as the willful nonperformance of duties. Any officer or Director who fails to attend fifty percent (50%) of normally scheduled business meetings can, at the discretion of the Board of Directors, be discharged from those duties and replaced by a qualified person from the general membership who is willing to serve. The President or other highest-ranking Officer shall nominate a replacement to be confirmed by the Board of Directors. Any Officer or Director who is charged with nonfeasance will be notified of said change in writing, and will have 60 days in which to respond in person or in writing. After

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consideration of the charge, the review of all pertinent facts, and the lapsing of the 60 days, a majority vote of the directors by secret ballot shall be lasting and final.

8. All funds of the Association shall be deposited by the Treasurer, or upon the Treasurer's order, in the name of the organization, in such bank or banks as the Treasurer may deem prudent, or as may be designated by the Board of Directors. Should funds accumulate in excess of twenty thousand dollars (\$20,000), this fact shall be reported to the Board of Directors, in order that the excess may be deposited into interest bearing accounts until drawn upon in the interests of the association.

9. All disbursements shall be by check or electronic transfer, provided: The Treasurer may maintain a nominal petty cash fund on a monthly basis in amounts subject to Board of Directors approval. All petty cash disbursements shall be documented by receipts. The Treasurer shall save all statements showing electronic transfers, cancelled checks and receipts until the end of the Treasurer's term of office. At that time they will be turned over to the President, who will retain the checks in permanent files until seven (7) years from the date indicated on the individual checks. At the expiration of this period the checks shall be destroyed.

10. All bank and other money accounts maintained by the Association shall designate the current President, Vice-President, Treasurer, and senior member of the Board of Directors as authorized agents. Checks less than \$2,000 shall be signed by one authorized agents. Checks \$2,000 or greater shall be signed by two authorized agents.

11. Elections of officers and Directors shall be held annually by secret ballot. Ballots with all nominees names, and spaces for write-in candidates, shall be mailed (USPS or electronic email) to all members in good standing by the Secretary within two (2) weeks after the October meeting. Ballots shall be returned to the Secretary by mail (USPS or electronic email) or in person, by the beginning of the December membership meeting.

A member not currently serving on the Board of Directors or as an officer will count the ballots, and confirm the new office holders to the President no later than the adjournment of the December membership meeting. The Secretary shall mail (USPS or electronic mail) the election results to all members in good standing within two (2) weeks after the December meeting.

12. Nothing in these By-Laws shall be construed so as to prevent the appointment by any Officer or Director of a qualified volunteer member assistant, or assistants, to aid them in carrying out part of their duties, either on a temporary basis or for the entirety of their term. Further, nothing in these By-Laws shall be construed as preventing the Board of Directors, subject to membership approval at a regular or special meeting, from hiring the services of professional persons or agencies, should the need arise.

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### ARTICLE II

#### Title: **MEMBERSHIP QUALIFICATION FOR THE NORTHWESTERN MONTANA ARMS COLLECTORS ASSOCIATION**

1. Anyone may become a member upon submitting a completed application form to the Secretary, with the annual dues. The Secretary shall keep a record of all funds received for memberships, the date of receipt, and shall forward such funds to the Treasurer for deposit, with a written record to the Treasurer of from whom received, in a timely fashion (not later than two weeks after receipt). The Secretary shall retain a copy of all such written records of receipts for their permanent files.
2. Revocation of Membership: Immediate expulsion, with membership cancellation shall result from:
  - A. Any final conviction of State or Federal felony statutes.
  - B. Any prior or current condition that would make the member ineligible to legally purchase a firearm according to federal and state statutes.
  - C. The Board of Directors may revoke any membership for a period determined by The Board of Directors, for violation of the By-Laws of this Association. A member so expelled may request reinstatement in writing to the Board of Directors via the Secretary. Failing re-instatement, the member so expelled may request that the charges against them be heard at the next general membership meeting and be voted upon by a quorum of the members present. The Board of Directors' argument shall be presented by the President. The decision of the members shall be final.
3. Expulsion from meetings may result from violations of the internal Association rules and shall be at the discretion of the senior club officer present.
4. A letter of reprimand may be issued at the discretion of the Board of Directors for minor infractions of Association rules.
5. A member may voluntarily terminate Association membership at any time by submitting, in writing, a resignation to the Secretary. The member so terminating, however, will not be entitled to any refund of annual dues already paid.

### ARTICLE III

#### Title: **GENERAL AND SPECIAL MEETINGS**

1. The official address of the Association shall be that of the Secretary, or an Association Post Office box.
2. At all meetings of members which have been properly called, five (5) members in good standing shall constitute a quorum.

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3. At all meetings of the Board of Directors, four (4) members shall constitute a quorum.
4. There shall be at least four (4) meetings of the general membership per year each preceded by a meeting of the Board of Directors within the previous two weeks.
5. Special meetings of the members may be called by the President, (or acting President, with the approval of the Board of Directors), whenever deemed expedient, at any lawful place. Notice of all special meetings shall be mailed (USPS or electronic email) to each member in good standing at his address, as known last to the Secretary, at least seven (7) days before the date of the meeting. Should the Secretary fail or neglect to give such notice, the President may give such notice at least five (5) days before the date of the meeting. The Board of Directors shall have the power to call special meetings at any time upon the written request for that purpose of twenty five percent (25%) of the members of the association.
6. At all meetings of the membership, the Board of Directors, and committees, business shall be conducted under Roberts Rules of Order.
7. At each meeting a general display may be held at which exhibitions and exchanges of collector arms, ammunition, and accessories may be conducted. At a time deemed proper by the President, the meeting may be called into formal session for the transaction of any necessary business.
8. The Board of Directors may publish and maintain guidelines pertaining to conduct, for both monthly and multi-day meetings which may be held from time to time.

## ARTICLE IV

### Title: **PAYMENT OF DUES**

1. The annual dues for the year shall be determined by the Board of Directors, payable by the 15<sup>th</sup> day of January. Notice to the general membership of a revision in the dues structure shall be made by the Board of Directors at least thirty (30) days prior to the date the Secretary commences acceptance of the next year's dues.
2. Members will be dropped from the rolls if their yearly dues are not paid by January 15.
3. Membership anniversary dates will run from January 1 through December 31. New members joining during the last three months of the year will pay dues for the following year and a prorated amount for the remainder of the current year.

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### ARTICLE V

Title: **SECRET BALLOT ELECTIONS**

1. All voting shall be by secret ballot in all elections.

### ARTICLE VI

Title: **BY-LAW AND PREAMBLE AMENDMENT PROCEDURE**

1. Proposed amendments to these By-Laws and its Preamble may be made by any member in good standing by filing a written copy of the proposed amendment with the Board of Directors at a Directors' meeting, who will consider said proposal, then refer it to the membership with the Board's recommendation, by mail (USPS or electronic email). Every amendment so proposed shall be read at the first regular meeting immediately following the date on which the Board has notified the membership of its recommendation. Following the reading of a proposed amendment, the Secretary shall prepare ballots for inclusion in the next newsletter to the membership and request that they vote on the proposal by returning their completed ballots to the Secretary by mail (USPS or electronic email) or in person, by the next Membership meeting.

### ARTICLE VII

Title: **MISCELLANEOUS**

#### **COMMITTEES**

The President may appoint standing committees and task forces to investigate, research, study, or address any matter of club business that may be deemed appropriate to the interests of the club and its members. Such committees and task forces may be permanent, temporary, or of indefinite duration, as may be determined by the Board of directors, on the advice of the President. All committees and task forces may establish their own procedures, providing they do not conflict with the constitution and By-Laws of the Northwestern Montana Arms Collectors Association, or any applicable Federal, State, County, or Municipal laws or regulations. All committees will be vested with full authority to carry out the tasks to which they assigned, including the expenditure of club monies, or the creation of expenses or other liabilities on behalf of the club. All committee requirements for money must be approved by the Board of Directors, in advance.

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Any proposed committee expenditures in excess of twelve thousand dollars (\$12,000.00) must be approved in advance by a vote of the general membership at a regular meeting. The power and authority of all committees and task forces shall not conflict, contradict, subvert, or in any way encroach on the power, authority, and responsibilities of the Officers and Directors. In the event of disputes, the position of the Officers and Directors shall prevail.

### **HONORARIUMS**

The Board of Directors may, at their discretion, bestow honorariums upon members in good standing, or other persons whose work and efforts on behalf of the club and its members, or our aims and interests, are deemed of special significance, so as to warrant extra-ordinary recognition.

### **BY-LAWS DISTRIBUTION**

Every new member, upon joining this Association, shall be furnished a copy of these By-Laws, and any subsequent amendments. As soon as reasonably possible after the passage of new amendments, no later than two years after, the Secretary shall cause to be printed a revised edition containing the amendments up to that time, and shall distribute (USPS or electronic email) them to all members in good standing.