

The National Muzzle Loading Rifle Association

BYLAWS



Revised 2023

NMLRA MISSION STATEMENT

The National Muzzle Loading Rifle Association exists to promote, support, nurture, and preserve NMLRA's and our nation's rich historical heritage in the sport of muzzleloading through recreational, educational, historical, and cultural venues such as match competition, hunting, gun making and safety, historical re-enactments, exhibits, museums, libraries, and other related programs.

THE NMLRA PLATFORM

As an association founded upon our heritage of early American guns, we declare our support of the Second Amendment to the Constitution of the United States.

We are dedicated to:

1. The understanding of, and the ability in, marksmanship with early American muzzleloaders.
2. Match and promotion for the purpose of advancing fine accuracy with these guns and the establishment of standard practices for competition.
3. The recognition and support for the continuing and growing interest in the added challenge of hunting with a muzzleloader.
4. Greater safety with all guns, especially with muzzleloading rifles, pistols, and shotguns.
5. The collecting, preservation, and recreation of antique guns and related accoutrements, and the recognition of the value of living history reenactments.

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ARTICLE I. NAME

The name of this corporation shall be The National Muzzle Loading Rifle Association (referred to herein as the “NMLRA” or the “Association”).

ARTICLE II. PURPOSE

The purpose of the Association shall be to encourage and advance organized shooting of muzzleloaders and to promote higher standards of sportsmanship, safety, and good fellowship among those who participate in such sport. It shall further be the object of the Association to promote education and awareness of historical aspects of said sport.

ARTICLE III. MEMBERSHIP

Section 1. Eligibility.

(a) Any citizen or non-citizen of the United States of good reputation, who subscribes to the objectives and purposes of the Association, or any other organization as hereinafter described, shall be eligible to be a member of the NMLRA.

(b) No individual or organization who advocates the overthrow, by force or violence, the Government of the United States or any of its political sub-divisions shall be eligible for membership in the NMLRA.

Section 2. Certificates of Membership. The Association shall issue to each Member a card, certificate, or digital certificate evidencing their membership in the NMLRA.

Section 3. Dues and Contributions. The dues and other costs associated with each class of membership shall be established by the Association’s Board of Directors (the “Board”).

Section 4. Classes of Membership. The Association shall offer the following classes of membership to all individuals who meet the Association's eligibility requirements:

(a) Annual Members. Upon payment of annual dues, an individual shall become an Annual Member who shall enjoy all the privileges of membership in the Association including the right to vote on Association matters and the right to receive the Association's official publication (the "Official Publication").

(b) Life Members. Upon payment of Life Member dues, an individual shall become a Member in the Association for the remainder of their life. Life Members enjoy all the privileges of membership. *Benefactor*, *Patron*, and *Endowment* memberships fall under this category.

(c) Associate Members. Upon payment of dues, the spouse and all minor children of any Member in good standing, may become an associate member with the same rights and privileges of a full Member except they shall not receive the Official Publication.

(d) Associate Life Members. Upon payment of dues, the spouse of a Life Member may become an Associate Life Member and shall be entitled to membership for the remainder of their life with the same privileges of a full Life Member except they shall not receive the Official Publication. Upon the death of the sponsoring Life Member, the Associate Life Member shall receive the Official Publication for the remainder of their life.

(e) Junior Members. Upon payment of annual dues, individuals under the age of eighteen (18) may become Junior Members of the NMLRA. Junior Members enjoy all privileges of full Members except for voting on Association matters. Junior members will receive the Official Publication.

(f) Annual Business Members. Upon payment of annual business dues, a Business Member shall enjoy the privileges of a full Member including receipt of the Official Publication and, in addition, it shall be entitled to the use of the NMLRA business member logo, and certain advertising and exhibit discounts.

(g) Family Membership. Upon payment of Family Membership dues, a family, defined as parents and any children under the age of eighteen (18) living at the same address as their parents, shall become Family Members of the Association. Each Family Membership is entitled to one (1) vote on Association matters, and each family will receive one (1) copy of the Official Publication.

Section 5. Upgrading Class of Membership. Any member of one class of membership may become a member of a different class by paying the amount of the difference between the amount of the dues for their current class of membership and the amount of the dues for their desired class of membership.

Section 6. Good Standing. For purposes of these Bylaws, a Member who is current on the payment of all Association dues and not presently subject to any ongoing disciplinary limitations of membership privileges is considered to be a Member “in good standing.”

Section 7. Termination of Membership. Any member who fails to pay their annual dues within sixty (60) days of the due date shall have their membership terminated. Any terminated Member (not subject to suspension or expulsion pursuant to Section 8 below) may seek reinstatement by paying the full amount of all past due dues.

Section 8. Suspension or Expulsion. Any Member may have their membership privileges suspended or may be expelled from

membership for any cause deemed sufficient by a two thirds (2/3) affirmative vote of the Board at any regular or special meeting; provided that such member shall have first been served with written notice by registered mail, stating: (1) the accusations against them; and (2) the time and place of the meeting at which such Member shall be given an opportunity to be heard on the accusations and to produce any witnesses they may wish to present in their defense. The Board must receive the same written notice within the same time period. Such notice shall be served at least fifteen (15) days prior to the time of the meeting. All disciplinary proceedings under this Section 8 shall be strictly confidential; however, any Member subject to disciplinary proceedings may elect to waive this confidentiality. Any expelled Member may only be reinstated by a majority affirmative vote of the Board.

ARTICLE IV. MEETINGS (IN GENERAL)

Section 1. Roberts Rules of Order. The rules contained in the most current edition of Roberts Rules of Order shall govern all meetings of the Association except where they are inconsistent with: (1) the Ohio Nonprofit Corporations Law (Ohio R.C. Chapter 1702); (2) the Bylaws; or (3) other federal, state or local laws, regulations or ordinances.

Section 2. Parliamentarian. The President may appoint a Member to be the parliamentarian (the “Parliamentarian”) who shall act as consultant to the President on matters of parliamentary procedure. The Parliamentarian’s role shall be purely an advisory and consultative one since the President has sole authority to rule on questions of order and to answer parliamentary inquiries.

Section 3. Remote Participation. The Association is permitted to conduct meetings of its Directors, Officers, or members of any Committee using any method of *Approved Communication Technology* (as defined below). The Association shall allow its Directors, Officers, and members of any Committee to participate in any meeting of the Association using any method of *Approved Communication Technology*. The Board may, in its sole discretion, select, approve and implement any method of *Approved Communications Technology*. The Association is **not** permitted to conduct membership meetings using only *Approved Communication Technology*. For purposes of these Bylaws, the term “*Approved Communication Technology*” shall mean any technology that is approved by a majority affirmative vote of the Board as a means of permitting its Directors, Officers or members of any Committee to participate remotely in Association meetings.

Section 4. Order of Business. The order of business at all meetings of the Association shall be as follows:

- (a) Roll call;
- (b) Approval of Agenda;
- (c) Reading of minutes of last meeting;
- (d) Filling of vacancies (Board only),
- (e) Reports of officers (or chairs);
- (f) Reports of Committees (Board only);
- (g) Unfinished business;
- (h) Election of officers (Board only),
- (i) New business; and
- (j) Adjournment.

ARTICLE V. MEMBER MEETINGS

Section 1. Spring Meeting. A meeting of the Membership shall be held during the spring of each year to conduct any business of the Membership (the “Spring Meeting”). The date, time and place of the Spring Meeting shall be published in the Official Publication, in the program of the Spring National Championships, and on the Association website at least sixty (60) days prior to the date of the meeting. If the Spring National Championships are not held, then the Spring Meeting shall be held at such date, time and place as the Board may designate.

Section 2. Annual Meeting. An annual meeting of the Members (the “Annual Meeting”) shall be held at a time and place to be designated by the Board, which shall be held during, and at the location of, the Fall National Championships, for the transaction of all such Member business as may come before the meeting. Notice of the time and place of the Annual Meeting shall be published in the Official Publication, the program of the Fall National Championships, and on the Association website at least sixty (60) days prior to the date of the meeting. If during any year, the Fall National Championships are not held, then the Annual Meeting shall be held at such date, time and place as the Board may designate.

Section 3. Special Meetings of the Members. Special meetings of the Members may be called at any time by: (1) the President; (2) a simple majority of the Board; or (3) the Members upon written demand delivered to the Secretary stating the purpose of the proposed meeting and signed by not fewer than twenty-five (25) Members entitled to vote. The Secretary shall post notice of the date, time, place and purpose of each special meeting of the Members on the Association website at least

fifteen (15) days prior to the date of the special meeting. Any special meeting called by the Members shall be held within ninety (90) days of the date the written demand is received by the Secretary.

Section 4. Voting. Each Member in good standing shall have one vote to be cast in person and not by proxy. Cumulative voting shall not be permitted. All Members shall have the right to attend all Association meetings, and to be heard when recognized by the chair.

Section 5. Quorum. The presence of fifty (50) Members in good standing shall constitute a quorum at any meeting of the Membership.

ARTICLE VI. BOARD OF DIRECTORS

Section 1. Number, Qualification and Tenure. The business, property, and financial affairs of the NMLRA shall be managed by the Board composed of twenty-one (21) directors (each a “Director”) who shall each be a Member of the Association in good standing and who shall each hold office for a term of three (3) years or until their successor has been elected.

Section 2. Director Obligations. Directors shall have all of the duties and responsibilities set forth in the Ohio Nonprofit Corporations Act and these Bylaws. These duties shall include, without limitation, those set forth in this Section 2. Directors shall attend all Membership meetings and meetings of the Board. Director absences must be excused by the President. Directors must request an excused absence from the President, in writing. The President shall inform the Director of whether said absence is excused or unexcused, in writing. Directors who accumulate three (3) or more unexcused absences of Board or Membership

meetings, during their term, may be removed from the Board by a two-thirds (2/3) affirmative vote of the Board of Directors. Removal of a Director under this Section is not subject to Article IX of these Bylaws. Directors shall be assigned duties by the President, or the Executive Committee based on the needs of the Association from time to time. The Board of Directors shall make all decisions regarding NMLRA funds held in any account or elsewhere. As representatives of the Association, Directors must conduct themselves with dignity and professionalism and must comply with the Code of Ethics at all times.

Section 3. Board Election Procedures.

(a) Staggered Board Terms. Annually, seven (7) Directors shall be elected to serve three-year terms by a simple majority of the Members eligible and voting.

(b) Nominations. Nominations for Directors shall be made by written petition of the Members. To be considered valid, each nominating petition shall be: (1) submitted in writing; (2) signed by, and listing the membership numbers of, not fewer than twenty-five (25) Members whose membership shall not have expired on or before October 1 of the year proceeding the election; and (3) received by the Secretary on or before noon of the first Sunday of the Fall National Championships. All nominees whose petitions meet these requirements shall be included in the slate of candidates for the next Board election. Should the nominating petition process fail to produce eight (8) candidates, the Board shall nominate enough candidates to fill the slate of candidates, not to exceed nine (9) candidates.

(c) Elections. The election of Directors shall be by a secret mail ballot. Once the votes are reviewed and compiled by an outside accounting firm, the Secretary shall announce the winning

candidates and post a list the new members of the Board on the Association website. The term of each Director shall commence immediately upon the call to order of the Annual Meeting of the Members or the regular Annual Meeting of the Board, whichever occurs first, immediately following their election.

Section 4. Annual Meeting. At the place of holding the annual meeting of the Members, the Board of Directors, as newly constituted upon completion of the annual election of Directors, shall convene for its Annual Meeting. At this time the Board shall elect the officers of the Association and transact any other business properly brought before the Board.

Section 5. Special Meetings. Special Meetings of the Board may be called by either: (1) the President; or (2) any seven (7) Directors. The Special Meeting shall be called by written notice to the Board. Either the President or the Directors who called the Special Meeting may fix the date, time, and location of the Special Meeting. Written notice of the date, time, place, and specific purpose of such Special Meetings shall be sent by regular U.S. Mail or by electronic mail to each Director at least fifteen (15) days before the date of the Special Meeting. In the absence of timely written notice of a Special Meeting to each Director (as described above), any such Special Meeting shall be invalid and any actions taken at such Special Meeting shall be void and shall not bind the Association; however, any Special Meeting shall not be invalidated for lack of written notice if such notice shall be waived in a writing signed by each Director who did not receive timely notice of the Special Meeting (such consent may be transmitted electronically). If each such waiver of notice is signed before or during the Special Meeting, the Special Meeting is valid, and any actions taken during such meeting shall be binding on the Association.

Section 6. Action by Unanimous Written Consent. In the absence of a regular Meeting or a Special Meeting of the Board, the Board may act on behalf of the Association by unanimous written consent. Any such unanimous written consent shall clearly state the action to be taken and shall include signature lines for each of the Directors. Each written consent shall be circulated for signature by each Director either as a hard copy or as an electronic copy. All fully executed actions of the Board by unanimous written consent shall be preserved in the Association's minute book. Once taken, any such Board action shall be as valid as though it had been authorized at a meeting of the Board.

Section 7. Meeting Minutes. Minutes from all meetings of the Board shall be published in the Official Publication and on the Association website within thirty (30) days of approval of the minutes by the Board. Minutes shall include all Board actions involving the expenditure of Association funds, including costs incurred by any Officer or Director activities.

Section 8. Vacancies. Vacancies on the Board shall be filled by a majority affirmative vote of the remaining Directors at any meeting of the Board. Any Member appointed to fill a vacant Director position shall only serve the balance of the absent Director's term and then must run for election.

Section 9. Quorum. The presence of a minimum of fourteen (14) Directors, either in person or participating via Approved Communications Technology, shall constitute a quorum at any meeting of the Board.

Section 10. Executive Committee. The Executive Committee of the Board shall be comprised of the following Officers: (1) President; (2) First Vice President; (3) Second Vice President; (4) Secretary; and (5) Treasurer.

(a) Purpose. The Executive Committee is a group of Officers assembled and empowered to act on behalf of the Association between regular meetings of the Board. The Executive Committee has authority to address and resolve matters pertaining to the day-to-day business of the Association in instances where it would be impracticable or impossible to assemble the Board to act. The Executive Committee shall report any actions taken to the Board at the next meeting of the Board.

(b) Limitations on Authority. The authority of the Executive Committee derives entirely from the express grant of authority in this Article VI, Section 10 of the Bylaws and shall not extend to: (1) electing, appointing, or removing any Director or Officer; (2) authorizing the purchase, sale, lease, exchange, or mortgage of any real or personal property of the Association other than as authorized by a majority affirmative vote of the Board of Directors, or as in the Association's ordinary course of business; or (3) authorizing any expenditure of Association funds in excess of any limit set by the Board in any Board policy or Board action.

(c) The Board may review, ratify, amend, modify, or reverse any action taken by the Executive Committee by a majority affirmative vote.

(d) Meetings/Quorum. Meetings of the Executive Committee shall be held from time to time upon the call of the President, reasonable notice having been given. All members of the Executive Committee shall constitute a quorum. If any members of the Executive Committee are unable to participate in a scheduled meeting, then the President may constitute a quorum by appointing another available Director to act as member of the Executive Committee for purposes of conducting the meeting.

Section 11. Executive Director. The Board shall be solely responsible for selecting and hiring an Executive Director who shall be a salaried officer of the Association and who shall devote their full time to the position as chief administrative officer and general manager of the Association. The Executive Director shall serve under the immediate direction of the Board and the Executive Committee and shall attend meetings of the Board and Executive Committee in an *ex officio* capacity and shall report on the ongoing business of the Association. The Executive Director shall manage and oversee the day-to-day operation of the Association's business. The Executive Director shall have primary responsibility for all employee matters of the Association. The Executive Director shall perform all executive and managerial functions and shall not share these responsibilities with the President. In the absence of an Executive Director, the function of serving as the primary liaison between the Board and the staff of the Association shall be performed by the office manager, operations manager, or other senior member of the staff, as designated by the Board.

ARTICLE VII. OFFICERS

Section 1. Officers. The officers of the Association shall be as follows: (1) President; (2) First Vice President; (3) Second Vice President; (4) Secretary, (5) Treasurer; and (6) such other officer positions as may be authorized and elected, from time to time, in accordance with the provisions of this Article VII (each, an "Officer"). In the event the Board authorizes a new Officer position (or eliminates an existing Officer position), such action shall not violate these Bylaws; however, the Association shall have the following Officer positions filled at all times: (1) President; (2) First Vice President; (3) Second Vice President ;

(4) Secretary; and (5) Treasurer. As representatives of the Association, Officers must conduct themselves with dignity and professionalism and must comply with the Code of Ethics at all times.

Section 2. Election and Tenure. The Officers of the Association shall be elected annually by the Board at the Annual Meeting. Elections will be conducted by secret ballot and Directors may only hold one office at a time. If the election of the Officers shall not be held at the Annual Meeting, the election of Officers shall be held as soon thereafter as possible. New Officer positions may be created and filled at any meeting of the Board. Each Officer shall hold office for one year or until their successor has been duly elected. The President shall not serve more than four (4) consecutive one-year terms.

Section 3. Vacancies. A vacancy in any Officer position shall be filled by the Board for the unexpired portion of the term.

Section 4. President. The President shall be the principal officer of the Association and shall serve as presiding officer and spokesperson for the Association. The President shall preside at all meetings of the Members, the Board, and the Executive Committee. The President shall not have executive and managerial responsibilities for the Association (*i.e.*, directing or managing Association employees) except in exigent circumstances, and then only to the extent specifically authorized by the Board. The President shall not give direct instructions to the Executive Director, except in conjunction with the Executive Committee, or as authorized by the Board. The President shall serve as an *ex officio* member of all regular and special Committees; and in general, he or she shall perform all duties incident to the office of President and such other duties as may be

assigned by the Board from time to time.

Section 5. First Vice President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The First Vice President shall perform such other duties as from time to time may be assigned by the President or the Board.

Section 6. Second Vice President. In the absence or incapacity of the President or First Vice President, the Second Vice President shall perform the duties of the President, and when so acting, shall have all the powers of, and be subject to all restrictions upon, the office of the President. The Second Vice President shall perform such other duties from time to time as may be assigned to him or her by the President or by the Board of Directors.

Section 7. Secretary. As required by Ohio R.C. §1702.15, the Secretary shall attend all meetings of the Members, the Board, and the Executive Committee, and shall preserve in the books of the Association true minutes of the proceedings of all such meetings. The Secretary shall give all notices required by these Bylaws, resolution of the Board, or as required by applicable law. The Secretary shall also: (1) keep a complete and accurate roll of all Members and affiliated organizations with their most current addresses; (2) attend to the proper publication of all notice, reports and minutes; (3) conduct official correspondence of the Association; (4) attest to documents; and (5) in general perform all duties incident to the office of Secretary, consistent with the Ohio Nonprofit Corporation Law, other applicable federal, state and local laws, and such other duties as from time to time may be assigned to them by the President or the Board.

Section 8. Treasurer. The Treasurer shall have primary responsibility for reporting the financial condition of the Association to the Board and for monitoring the Association books and records to insure full and accurate accounts of all revenue and expenses. The Treasurer shall act as a liaison between the Board and the Executive Director to oversee and supervise the management of all money, securities, and other assets of the Association, and to implement and oversee all financial checks and balances, and to perform all other financial duties the Board may prescribe. At each meeting of the Board, the Treasurer shall report on all recent Association transactions and on the current financial condition of the Association.

Section 9. Bond. All officers and employees handling money of the Association shall be bonded for the faithful discharge of their duties in such sum and with such surety or sureties as the Board may determine. The expense of such bonds shall be paid by the Association.

ARTICLE VIII. COMMITTEES

Section 1. Standing Committees.

(a) Formation. Standing committees may be appointed by either: (1) the President; or (2) a simple majority of the Board as deemed necessary to fulfill an important or re-occurring objective of the Association (each a “Standing Committee”). If a Standing Committee is established by the President, the Board may, by a majority affirmative vote, alter, amend, or supplement the purpose or the members of the Standing Committee.

(b) Reporting. At least once per year, each Standing Committee shall submit a written report to the Board at any meeting of the Board, and at such other time as may be requested

by the President. It may also make written reports and recommendations to the Board or to the Executive Committee at any regular or special meeting.

(c) Dissolution. Once a Standing Committee has been established, it will continue to perform its designated function until such time as it is dissolved by action of the Board.

Section 2. Special Committees.

(a) Formation. Special committees may be appointed by either: (1) the President; or (2) a simple majority of the Board as deemed necessary from time to time to fulfill the objectives of the Association (each a “Special Committee”) (Standing Committees and Special Committees are referred to collectively herein as “Committees”). If a Special Committee is established by the President, the Board may, by a majority affirmative vote, alter, amend, or supplement the purpose of the Special Committee.

(b) Reporting. Each Special Committee shall report to the Board at such time and place as specified by the President or the Board.

(c) Dissolution. Once appointed, a Special Committee will perform its designated function until it is completed. Upon completion of its designated function, a Special Committee shall dissolve automatically.

Section 3. Responsibilities of Committees. The Board shall assign responsibilities to the committees relating to the administration, conduct, regulation, or oversight of particular activities or special areas or endeavors of the Association, except that no corporate meetings and meetings of the Board of authority may be delegated to any committee unless all members of such committee are members of the Board of Directors, and unless

such committee has been delegated such authority by a resolution adopted by a majority of the entire Board of Directors. No special or standing committee shall exercise more authority than the Board of Directors.

Section 4. Compliance Committee. The Board shall appoint a compliance committee (the “Compliance Committee”) that shall be comprised of at least one (1) member of the Executive Committee, at least two (2) Directors, and the Association’s legal counsel.

(a) Purpose. The purpose of the Compliance Committee shall be: (i) to serve as an advisory committee that shall report to the Board at each meeting; (ii) to research, investigate and monitor all areas of corporate and legal compliance on behalf of the Association; and (iii) to advise the Board on risk management practices with respect to a broad range of compliance issues. The Compliance Committee is intended to serve as a second line of defense to minimize risk to the Association arising from a wide range of federal, state and local compliance issues.

(b) Limitations on Authority. The Compliance Committee serves a review and advisory function for the Board and shall not have independent authority to take action on behalf of the Board or the Association. Recommendations made to the Board by the Compliance Committee shall be considered and acted upon by the Board or Executive Committee.

ARTICLE IX. REMOVAL OF OFFICERS & DIRECTORS.

Section 1. Confidentiality. All proceedings under this Article IX shall be strictly confidential.

Section 2. Standard Removal Procedures. In each instance where a party seeks to remove an Officer or Director, the

following standard procedures shall apply:

(a) Petition for Removal. In each instance where a party seeks to remove an Officer or Director pursuant to this Article IX, the party shall complete a written petition for removal on the Associations approved form to be made available through the NMLRA Office or the Association website (each a “Petition”). The petitioning party must submit the Petition to the Secretary by electronic mail or regular U.S. Mail. Incomplete or incorrect Petitions shall be returned to the petitioning party for correction and resubmission.

(b) Required Notices. Once the Secretary receives a Petition, the Secretary shall serve all notices required under this Article IX as follows:

(i) Notice to the Subject. The Secretary shall promptly serve written notice on the party subject to the Petition, including: (1) a copy of the Petition; and (2) stating the date, time and place of the removal hearing (as defined below). Any removal hearing meeting shall be conducted on the second Saturday of the month following the publication of the notice to the Members in the official publication of the Association in the NMLRA Education Building unless an alternative location is set by the Board.

(ii) Notice to the Board. The Secretary shall serve notice of the Petition on each of the Directors.

(iii) Notice to the Members. The Secretary shall serve notice of the Petition on the Membership by arranging for notice of the Petition and of the date, time, place of the removal hearing to be published in the official publication of the Association at least once prior to the holding of removal hearing.

(c) Removal Hearing. Any meeting, in which removal of an

Officer or Director is sought, shall require a removal hearing in accordance with the following rules:

(i) Any removal hearing shall be governed by these Bylaws and Roberts Rules of Order (most current edition) with respect to the presentation of evidence, witnesses, and arguments.

(ii) The President shall act as chair for the removal hearing unless the President is subject to the Petition, in which case, the First Vice President shall chair the removal hearing. If the First Vice President is unavailable, the removal hearing shall be chaired by the Second Vice President.

(iii) The party seeking the removal of an Officer or Director shall have the burden of explaining why the party should be removed using witness testimony or documentary evidence.

(iv) The party subject to the Petition shall have the right to present witnesses in their defense, to cross examine opposing witnesses or parties, and to argue against their removal.

(v) Once both sides have presented their evidence and arguments, the presiding officer shall put the request for removal to a vote to be conducted by secret ballot. Votes shall be counted by the chair and verified by two witnesses. One witness shall be chosen by the chair, and the other witness shall be chosen by the party subject to removal.

(vi) All parties to a removal hearing shall conduct themselves respectfully and expeditiously. All parties shall avoid redundant or repetitive testimony or evidence and shall make a good faith effort to complete the hearing within a reasonable amount of time.

Section 3. Removal of an Officer by the Board. Any Officer elected or appointed by the Board may be removed from their

officer position for any cause deemed sufficient by the Board by majority affirmative vote of the Directors present at any meeting of the Board with a quorum.

Section 4. Removal of a Director by the Board. Any Director elected or appointed by the Board may be removed from the Board for any violation of the Code of Ethics (as set forth in Article XI below) by two-thirds (2/3) affirmative vote of the Directors present at any meeting with a quorum.

Section 5. Removal of a Director by the Members. Any Member in good standing may submit a Petition seeking the removal of any Director from the Board for any cause deemed sufficient. The Director shall be removed by two-thirds (2/3) affirmative vote of the Members present at the meeting with a quorum.

ARTICLE X. AMENDMENTS TO BYLAWS

Section 1. Meeting. These bylaws may be amended at any annual or special meeting of the members.

Section 2. Notice. All proposed amendments to the bylaws must be delivered by postal or electronic mail to the Secretary of the Association at least 120 days prior to said meeting. All proposed amendments must be presented in the official Association publication or published on the Association website at least 60 days in advance of the meeting at which the proposed amendment(s) shall be considered.

Section 3. Vote Requirement. A proposed bylaw amendment is adopted by receiving a two-thirds (2/3) affirmative vote of the members present and voting at the meeting in which the proposed amendment is presented.

Section 4. Applicable Law. All proposed amendments must comply with all of applicable laws, including, without limitation, the Ohio Nonprofit Corporations Act, and the limitations arising from the Association’s tax-exempt status. Amendments that do not comply with applicable law or would cause the Association to lose its tax-exempt status are void.

Section 5. Formatting & Incorporation. The Association may only make non-material revisions required to align section references, cross-references, or to insure consistency with defined terms.

ARTICLE XI. NMLRA CODE OF ETHICS

Section 1. Purpose. The purpose of the NMLRA Code of Ethics set forth in this Article XI (the “Code of Ethics”) is to define the Association’s high expectations for the conduct of all Members, to define acts that are strictly prohibited, and to define the enforcement procedures. The Members of the NMLRA expect of each other unfailing honesty and respect for the dignity and individuality of all human beings.

Section 2. Ethical Standards. To this end, the Members shall each subscribe to following the principles set forth in this Code of Ethics. *Accordingly, each Member shall:*

(a) Comply with the Bylaws of the NMLRA and when participating in any Association event, or when acting on behalf of the Association, comply with all applicable federal, state and local laws, regulations and ordinances;

(b) Respect the authority and follow the directives of the Board, the President, and the Officers recognizing that, at all times, each Member acts as an extension of the Association;

(c) Respect the dignity and legal rights of all Members, Officers, and Directors;

(d) Perform each assigned task to the best of the Member's ability, for the good of the Association, without the purpose of personal gain;

(e) Encourage relationships with associated groups, businesses, and individual of such character as to promote mutual respect within the black powder shooting sports environment and to improve the quality of the Association's services to its Members;

(f) Respect the importance of all elements of black powder shooting sports and cultivate an environment of professional cooperation among the various segments of these shooting sports;

(g) Share information about black powder shooting sports with the public with openness and candor;

(h) Diligently gather, record and preserve information and make such information available to the extent it can contribute to sound decisions affecting the Association;

(i) Report without reservation any tangible factual evidence (not mere suspicion or rumor) of corrupt, illegal, or unethical behavior on the part of any Member;

(j) Protect from unauthorized disclosure the confidential or proprietary information of the Association;

(k) Clearly distinguish between those public statements that are personal views and those that are statements and positions on behalf of the NMLRA;

(l) Refrain from unlawfully discriminating against any Member, prospective Member, employee, prospective employee, or any other individual associated or affiliated with the NMLRA;

(m) Reserve ethics complaints for circumstances that merit the time and energy of the Ethics Committee, and refrain from using ethics complaints as a means of airing personal grievances; and

(n) Always handle guns in a safe and responsible manner and

strive to convey the safe handling of guns to new shooters and prospective Members.

Section 3. Prohibited Actions. Members holding positions of trust within the Association (such as Officers, Directors, or Committee members) shall not:

(a) Violate any material provisions of the Bylaws or any applicable federal, state or local laws, regulations or ordinances;

(b) Use any official position with the Association to secure personal privileges or advantages;

(c) Make statements critical of any Member, Officer or Director unless the statement is respectful and constructive in nature;

(d) Make personal attacks on the character, integrity or motives of any Member, Officer or Director;

(e) Permit the Member's personal interests to impair the Member's objectivity with respect to the Member's role within the Association;

(f) Use any Association position to promote any partisan political purposes;

(g) Engage in unlawful discrimination through or on behalf of the Association against any individual;

(h) Accept any gift or favor of a nature which implies an obligation that is inconsistent with the free and objective exercise of responsibilities;

(i) Make all appointments, promotions, or dismissals only on the basis of merit and not in furtherance of partisan political or personal interest.

Section 4. Enforcement Procedures. The Board shall have the exclusive authority to enforce the Code of Ethics with the assistance of the Ethics Committee.

(a) Appointment. The President shall appoint the Parliamentarian or other Director or Officer to act as the Chairman of the Ethics Committee. The Ethics Committee shall be comprised of at least three (3) Members who may or may not hold other positions within the Association, who shall be nominated by the President and approved by the Board.

(b) Purpose. The purpose of the Ethics Committee shall be to review and investigate the factual basis of each alleged violation of the Code of Ethics. Once this information is compiled, to the extent possible, the Ethics Committee shall report the Committee's findings of fact and recommendations to the Board.

(c) Disciplinary Action. The Board, and not the Ethics Committee, shall have exclusive authority to determine the appropriate disposition of each ethics complaint including, but not limited to, dismissal of the complaint, or disciplinary action ranging from verbal or written reprimand, suspension of certain membership privileges, to the termination of Association membership.

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“A well-regulated Militia, being necessary to the security of a free State, the right of the people to keep and bear Arms, shall not be infringed.”

Second Amendment to the Constitution of the United States of America

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