BY-LAWS OF THE CEDAR HILLS GUN CLUB
ARTICLE I
IDENTIFICATION

Section 1. This corporation, known as CEDAR HILLS GUN CLUB, INC., was incorporated as a non-profit corporation under the laws of the State of Idaho

Section 2. The purposes of this Corporation are found in the Articles of Incorporation and the Certificate of Amendment to the Articles of Incorporation.

Section 3. The principal place of business of the Corporation shall be at 702 N. Center Road, Blackfoot, Idaho 83221, or any other address as the Board of Directors deems appropriate, and the mailing address of the Corporation shall be P.0. Box 1115, Blackfoot, Idaho 83221 and the physical address is 702 N. Center Road, Blackfoot, Idaho 83221.

Section 4. There shall be no capital stock, and in lieu of stock certificates, a membership certificate shall be issued by the Corporation and the member list maintained by the Corporation.

Section 5. The rights and interests of all members of this corporation shall be equal, and no member shall have, nor acquire a greater interest therein than any other member.

Section 6. The fiscal year of the Corporation shall begin on the 1st day of January of each year and end on the 31st day of December of the same year.

ARTICLE II
MEMBERSHIP OF THE CORPORATION

Section 1. Membership of the Corporation shall open to any person who is willing to comply with the By-Laws of the Corporation and applicable state and federal laws relating to possession of firearms. Membership shall be granted in the following manner:

A. Individuals 19 years of age and older, a membership includes spouse and children 18 years and younger.

B. Life memberships as defined by the Board of Directors; and

C. Law Enforcement as defined by the Board of Directors.

Section 2. Corporate membership dues shall be assessed by the Board of Directors for the term of January I through December 31 of each year in the last quarter of the previous year. Notice of dues assessment shall be sent to the membership or announced at any corporate function. Past members whose memberships have lapsed past the March meeting must reapply as a new member.

Section 3. Application for Membership

A. Members shall apply for membership by application on a form prepared by the Corporation

and approved by the Board of Directors. All applications shall be presented at the monthly members meeting. Any member who objects to the applicant will do so to the Board of Directors in writing. The final decision for membership will rest with the Board of Directors.

B. All members shall pay an initiation fee as determined by the Board of Directors and the membership dues (referenced above) and shall take the CHGC pledge to wit:

"I believe in the aims and purpose of the CHGC and the desire to invest my time and efforts toward those goals. I certify that I am a citizen in good repute of the United States of America (see Section 7 of By-Laws), never having been convicted of a felony or crime of violence (to include a misdemeanor conviction related to domestic violence) and that if admitted to membership, I will fulfill the obligations of good sportsmanship and membership, I, the undersigned, hereby request my relatives, my employers or any other person or agency having knowledge of me or my circumstances to divulge such information to the authorized representative of the CHGC so that my application for membership my be considered insofar as information is pertinent to my application for membership in the CHGC."

Section 4. Membership shall be continuous upon the payment of the annual dues, provided that there is no suspension or expulsion under Article VIII.

Section 5. Membership shall be evidenced by a membership certificate issued in the name of the member, executed by the Secretary or Treasurer of the Corporation. This membership shall include immediate family members (spouse, children ages 18 and under), but only one vote exists per member.

Section 6. Applicants for membership who reside in Idaho (Lawful Permanent Residents) but are citizens of a country other than the United States may obtain an Associate Membership without voting privileges. The membership will be granted on a one year basis, with a vote of a simple majority of the Board of Directors. This membership will be renewable on a yearly basis with a one time initiation fee and standard annual dues.

Section 7. Meetings:

A. Monthly Meetings: a regular membership meeting shall be at a time and place set by the Board of Directors for transaction of ordinary business and shall normally be held on the first Wednesday of each month.

B. Annual Meetings: An annual meeting of the Corporation shall be held the first Wednesday in March of each year, or such other time as determined by the majority of the Board of Directors.

C. Special Meetings: Special Meetings of the members of the Corporation may be called at the discretion of the President of the Corporation, or upon a majority vote of the Board of Directors with at least 3 days notice prior to the meeting. All Special Meetings shall include an agenda of items to be discussed, but additional items can be discussed and approved by a majority vote of the members in attendance.

Section 8. Measures up for vote may be passed by a simple majority vote of those members present at any properly called meeting, provided that five percent (5%) of the membership or ten (10) members are present, whichever is less.

Section 9. No proxy votes will be allowed at any membership meetings.

Section 10. The order of business at the annual meeting, as far as is practicable at all other meetings of the members, shall be established by the President and/or the Board of Directors in accordance with the following guidelines:

A. Silent roll call, if appropriate;

B. Election of officers;

C. Annual report of officers and committees;

D. Unfinished business;

E. New business;

F. Adjournment

ARTICLE Ill
THE BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by the Board of Directors consisting of not less than 11 members unless a fewer number is determined to be in the best interest of the Corporation by the Board of Directors.

Section 2. The Board of Directors shall consist of the following:

7 members elected by the general membership
Immediate Past President
President
Vice President
Secretary
Treasurer
Range Warden
Communication Specialist

Section 3. All persons elected to the Board of Directors must be at least 19 years of age and a member of the Corporation for at least 2 years.

Section 4. Each director elected by the general membership shall hold office for a three year term and until his successor shall be appointed and qualified.

Section 5. The current President shall be Chairman of the Board of Directors. Should a vacancy occur on the Board of Directors, a replacement shall be nominated by the President from the membership of the Corporation and approved by a majority vote of the Board of Directors to serve for the remainder of the term.

Section 6. Officers of the Board of Directors shall receive membership during the time the person serves on the executive board. The board of directors shall receive a membership rate of $50.00 per year. As long as they are directors and fulfills the assigned duty. Board of Directors may be reimbursed for expenses incurred upon a majority vote of the Board of Directors.

Section 7. Should a Director miss two or more consecutive meetings of the Board of Directors without cause, he/she may be relieved of their duties on the Board by a two-thirds (2/3) majority vote of the Board and lose all rights associated with serving on the Board.

Section 8. The Board of Directors shall have the power to make and adopt such rules and regulations not inconsistent with federal, state and local law, the Articles of Incorporation and these By-Laws, as it may deem advisable for the management and administration of the business affairs of the Corporation.

Section 9. The Board of Directors are responsible for all shoots, functions or activities in which Corporation facilities are used. The Board of Directors are responsible to collect all monies and proceeds from the shoots, functions or activities. All proceeds and expenses for shoots, functions and activities shall be deposited in the Corporation account and paid out of that account by the vote of the majority of the Board of Directors.

Section 10. A. Members of the Board of Directors shall receive at least ten (10) days notice prior to the Annual Meeting.

B. Special Meetings: Special Meetings of the Board of Directors may be called at the discretion of the President or majority of the Board of Directors. Members of the Board of Directors shall be given at least 3 days notice prior to a Special Meeting. All Special Meetings of the Board of Directors shall include an agenda of items to be discussed, but additional items can be discussed and approved by a majority vote of a quorum of the Board of Directors.

C. Meetings of the Board of Directors shall be held at the clubhouse or a place designated by the President.

Section 11. At least one-half (1/2) plus one of the members of the Board of Directors must be present to constitute a quorum.

Section 12. Measures up for vote may be passed by a simple majority vote of those Directors present, provided a quorum is present.

Section 13. Proxy and/or absentee votes: Any member of the Board of Directors can present his/her vote, input or discussion on all pending issues by written proxy.

ARTICLE IV
THE OFFICERS OF THE CORPORATION

Section l. The officers of the Corporation shall be the President, Vice President, Secretary. Treasurer, Range Warden, all to be elected by the Board of Directors prior to the annual meeting.

Section 2. The present officers of the Corporation shall serve until the next annual meeting of the membership or until successors are elected and qualified.

Section 3. All officers shall hold office for a period of one year or until their successors are elected and qualified.

Section 4. Duties of the President: The President shall be Chairman of the Board of Directors and shall preside at all meetings of the members and directors of the Corporation, call special meetings

and perform other duties as may be required in the best interest of the Corporation.

Section 5. Duties of the Vice President: The Vice President shall perform the duties of the President, in the President's absence or disability, and to perform such other duties as may be required by the By-Laws, assigned by the Board of Directors, or as the President may direct. The Vice President shall be responsible for proper maintenance of the entire Corporation facilities (ranges).

Section 6. Duties of the Secretary: The Secretary shall attend and keep in a book, provided for that purpose, a written record of meetings of the membership and a complete list of the membership and shall keep and safeguard all of records of the Corporation, and in general, perform all of the duties incident to the office of a Secretary and other duties as may be required by the By-Laws, assigned by the Board of Directors, or as the President may direct.

Section 7. Duties of the Treasurer: The Treasurer shall keep correct and complete records of accounts showing accurately at all times, the financial condition of the Corporation. The Treasurer shall be the legal custodian of all monies and other valuables which may come into the possession of the Corporation. The Treasurer shall immediately deposit all funds and revenue of the Corporation into the bank or depository as designated by the Board of Directors, and shall maintain the bank account in the name of the Corporation. The Treasurer shall furnish, at meetings of the Board of Directors, or whenever requested, a statement of financial condition of the Corporation, and shall perform such other duties as required by the By-Laws, assigned by the Board of Directors, or as the President may direct. All books and records of the Treasurer shall be open at all reasonable times for inspection by the membership/Board of Directors.

Section 8. Duties of the Range Warden: The Range Warden shall be responsible to the Board of Directors for the operation and sad use of the entire range, including the indoor range and outdoor facilities. The Range Warden shall be responsible for other duties as assigned by the Board of Directors or as the President may direct as required by the By-Laws.

Section 9. Should vacancies occur among officers of the Corporation, replacements should be appointed by the President from among the membership of the Corporation and approved by the Board of Directors.

Section 10. Officers of the Corporation shall receive membership to the club during the time they serve in the capacity of the executive board. Executive board to include Immediate Past President, President, Vice President, Secretary, Treasurer, Range Warden, and Communications Specialist, as long as the assigned duties are fulfilled for the betterment and improving Cedar Hills Gun Club. All other board members will receive a membership rate of $50.00 per year as long as the assigned duties are fulfilled for the betterment and improving Cedar Hills Gun Club. Officers may be reimbursed for expenses incurred related to assigned activities of the Corporation.

ARTICLE V
NOTICE

Section 1. A written notice of all meetings of the members, both regular and special, shall be sent to the members of record before each such meeting. Such notice, although required to be sent prior to all meetings, shall not be a prerequisite to the legality of any annual meeting, and the provisions in these By-Laws for the holding of such annual meetings on the day and place herein specified, shall be construed as sufficient call and notice of each such meeting; the written notice of annual meetings herein provided shall be construed as an advisory only, and as a reminder to the member.

Section 2. Each notice shall set forth the place, including the complete street address of the exact location, the date and time of the meeting. Each notice of a special meeting shall set forth each matter to

be considered and voted on at the meeting and shall set forth the name and office of each person making or joining in the call of the meeting and, in the case of a special meeting called at the request of members, a statement that such meeting has been called at the request of the specified percentage of the members.

Section 3. It shall be the responsibility of the Secretary or the Assistant Secretary to see that proper notice of all meetings is given to the members as provided in these By-Laws. In the case of the inability of such officer to give such notice, then the notice shall be given by or under the direction of any officer or any other director or member appointed for the purpose by the Board of Directors.

Section 4. Notice of any meeting shall be sent via electronic mail to each member of record at his/her last e-mail address shown by the records of the Corporation. Members can make arrangements with the Secretary to arrange for delivery via U.S. Postal Service. The giving of shall notice shall be deemed complete to each member at the time the email is sent or a letter is deposited in the U.S Mail. Notices can be incorporated with any calendar of events that the Corporation desires to send to members. The CHGC webpage will also include notices and club information that is accessible via the Internet. When any notice is not received by a member because of his or her failure to notify the Corporation of a change in e-mail address or mailing address, or for any reason beyond the control of the Corporation, such failure shall not affect the sufficiency of a notice to such person.

Section 5. Notice of any meeting or other Corporation activity, unless otherwise specifically required herein, may be posted on the CHGC website, given by oral announcement at any regular membership meeting and/or written notice.

ARTICLE VI
SPECIAL CORPORATE ACTS

Section 1. All checks, drafts, notes, bonds bills of exchange, and orders for payment of money of the Corporation for approved expenses shall be paid by the Treasurer and the President as necessary. The President or Treasurer will be required to sign all checks.

Section 2. All expenditures for more than $500 must be approved by the Board of Directors at least quarterly, if not sooner. The Board should review and approve all Corporate expenditures. All expenditures for less than $500 must be approved by a Board Member who shall notify the entire Board of Directors of such expenditures at the next Board Meeting.

Section 3. All deeds, mortgages and other written contracts and agreements to which the Corporation may be a party, shall, unless otherwise required by law, be signed by any two of the following officers and approved by the Board: President, Vice President, Range Warden, Secretary or Treasurer.

ARTICLE VII
PROPERTY OF THE CORPORATION

Section 1. All property purchased, leased or received by the Corporation for Corporate purposes shall be owned and held in the name of the Corporation.

Section 2. All shooting competitions held by the Corporation shall be governed by the rules and regulations of the National Rifle Association and/or the rules and regulations of the Corporation and the other nationally recognized shooting organizations approved by the Board of Directors.

Section 3. All ranges shall be used only in accordance with the rules and regulations as promulgated by the Board of Directors.

Section 4. The Corporation shall maintain its ranges sufficiently for the needs of the membership and may be open to the public under the direction of the Board of Directors. Any member may be assigned to assist in the maintenance and upkeep of the ranges. All persons using the range facility shall comply with such rules and direction as the Board of Directors shall enact.

Section 5. The Board of Directors shall provide such written direction for the operation and maintenance of all Corporation facilities taking into consideration all relevant matters which may include but are not limited to:

A. Protection of all persons using the facility;

B. Protection of the indoor facilities;

C. Making sure that the operation and use of the facilities are in accordance with the Corporation liability insurance policy;

D. Setting such hours as are usual, normal and reasonable;

E. Charging such fees as are necessary to cover all operating costs. All fees and expenses to use the Corporation facility (i.e. shoots, functions, activities) shall be paid to the Corporation account pursuant to the Board of Directors approval;

F. Making Sure that the facility is open only when an authorized adult and Corporation member is present to safeguard the facility and those using the facility;

G. Approving and posting such operating rules and guidelines as are necessary to comply with the above;

H. Providing sanctions of penalties to persons, Corporation members, or other users who violate the rules and guidelines;

I. Providing year-round use so as to maximize the use and operation of the facility taking into consideration these By-Laws and the rules and guidelines adopted by the Board of Directors;

J. Assigning such members or arranging for such help so as to properly clean and maintain the facilities.

ARTICLE VIIl
EXPULSION AND IMPEACHMENT

Section 1. Any member, officer or Board of Director of the Corporation may be impeached or expelled for cause by a two-third (2/3) vote of all members of the Board of Directors of the Corporation. In order to expel or impeach any officer, Board of Director, or member, the

following steps must be followed:

A. A written notice of intent to expel and/or impeach must be presented to the offending person stating the cause and giving the person the date, time and location of the meeting.

B. The notice will be signed by at least one-third (1/3) of the Board of Directors.

C. Written notice of the meeting to impeach or expel any member, officer, or Board of Director shall be given to the entire Board of Directors at least thirty (30) days prior to the date of the meeting. Notification will be accomplished via electronic mail.

Section 2. Cause for impeachment and expulsion from the Corporation may include, but not be limited to the following:

A. Dishonesty in office, i.e. embezzlement, vandalism, etc.;

B. Violation of fish and game laws or criminal laws;

C. Activities against the best interest of the Corporation;

D. Violation of range safety rules.

Section 3. The Board of Directors, upon a two-thirds (2/3) majority vote, shall have the right to expel any member after an appropriate meeting.

Section 4. Members that are expelled from the Corporation will lose their rights and privileges of the Corporation. All membership fees, membership status and privileges will be forfeited. Any trophies or awards given by the Corporation will be voided and returned to the Corporation. All Corporate property shall be returned to the Corporation immediately and forthwith (i.e. targets, keys, etc.).

Section 5. Members who have been expelled may reapply to become a new member of the Corporation using the following steps:

A. A one (1) year absence from the Corporation shall have elapsed since the person was impeached or expelled;

B. The applicant shall submit a written request to the Board of Directors;

C. The Board of Directors shall set a meeting to consider the written request and give notice of the request and meeting date, time and place to the membership of the Corporation. Notice will be given via electronic mail;

D. At the meeting to consider the written request to reapply as a member, all members shall have the right to present their views;

E. A two-thirds (2/3) vote of the Board of Directors is needed to approve any written request to reapply for membership.

F. The granting of a written request to apply for membership following impeachment or expulsion shall not reinstate previous awards given or previous membership status.

ARTICLE IX

AMENDMENTS

The By-Laws may be altered, amended or new By-Laws adopted at any regular or special meetings of the Board of Directors of the Corporation, but opened to the general membership, called for that purpose, by the affirmative vote of the majority of the Board of Directors. Ten (10) days advance notice in writing of any meeting to alter and/or adopt new By-Laws must be given to the general membership of the Corporation who can be present and give their input to the Board of Directors. All notices to the general membership must be given as set forth in these By-Laws.

WHEREFORE, we, the undersigned, being the officers of the Board of Directors of the CEDAR HILLS GUN CLUB, INC. do hereby certify that the foregoing are the true, full and correct By-Laws of the said Corporation, duly and regularly adopted by the Corporation at a meeting held.

Revised 12/26/2025