

# Stillwater Firearms Association

## BYLAWS

(Revised December 2025)

### ARTICLE ONE – Name, Authority, Purpose

- 1) This organization shall be known as Stillwater Firearms Association (SFA) an incorporation non-profit organization, in accordance with (IAW) SFA Articles of Incorporation (AOI) filed with the Office of the Secretary of State of the State of Nevada, September 12, 1979 (file number C5087-1079) and subsequent amendments/restatements thereto.
- 2) SFA Bylaws shall be written/amended IAW and in the spirit of Nevada Revised Statute (NRS) chapter 82. These bylaws shall be duly adopted by a majority vote of the Board of Trustees and retained by the Resident Agent or Secretary at all times, readily available for inspection. This document with signatures may be electronically retained / stored by an electronic method currently in common use, capable of conversion into printed form within a reasonable time.
- 3) SFA shall be managed and governed by NRS chapter 82, other applicable laws of the State of Nevada, and duly adopted Bylaws. In all instances, SFA, AOI and /or the laws of the State of Nevada shall prevail when there is a conflict between these documents and SFA bylaws.
- 4) Power to add/amend/repeal bylaws:
  - a. Board of Trustees: A simple majority vote is required or
  - b. Membership: A simple majority vote of all members in good standing is required.
- 5) IAW AOI Article Three, the purpose of this corporation is to promote public interest and skill in the use of firearms; to provide proper training and education in the use of firearms; to promote public interest and skill in the sport of target shooting; promote firearms rights and the adoption of legislation adhering to Article 1, Section 11 of the Nevada Constitution and the 2<sup>nd</sup> Amendment of the U.S. Constitution; and to promote healthy and social recreation for the members of the corporation as well as the public at large.

## ARTICLE TWO – Membership and Dues

- 1) Membership in this corporation shall be made available to all persons who have a strong and positive interest in the promotion of and proper use of firearms.
- 2) Annual dues shall be (determined by the Board of Directors) at the current rate of \$40.00 per year from the date of issuance to the same date one calendar year later.
- 3) Junior Members: Minors dependent (under the age of 18) of adult members may join as non-voting members at the current rate (determined by the Board of Directors) of \$10.00 per year to run concurrently with the Adults Annual membership or in the case of an Adult Life Member to run from the date of issuance to the same date one calendar year later.
- 4) Life Membership dues shall be \$600.00 (15 times the current annual membership).
- 5) There shall be no refund of membership dues.
- 6) Membership shall not be assignable / transferable.
- 7) A member may not be expelled or suspended, and a membership may not be terminated or suspended, except pursuant to a procedure that is fair and reasonable and is carried out in good faith, IAW NRS 82.251. This section does not apply to termination of a membership at the end of fixed term.

## ARTICLE THREE - Board of Directors (Officers and Administrative Positions)

- 1) **Board of Directors, elected.** IAW AOI, the affairs of this corporation shall be managed by a seven (7) member Board of Directors whose terms shall be two (2) years. Directors may be elected to subsequent terms of office. Elections for the Board of Directors shall be held during the August meeting. On even numbered years the President and Board Member positions 2 and 4 shall be elected. On Odd number years the Vice President and Board Member positions 1, 3, and 5 shall be elected.
  - a) The Board of Directors (also referred to as Officers, Trustees, Board Members) shall be composed of the following:
    1. President, who shall attend and preside over the annual meetings, monthly meetings (as required), and be involved in conducting SFA business.
    2. Vice President, who shall assist the President, assumes the duties of the President if/when required and be involved in conducting SFA business.

3. Five (5) Board Members (Directors) who shall attend the annual meetings, monthly meetings as required and be involved in conducting SFA business. By seniority, a Board Member shall assume the duties of the President in the event the President and Vice President become incapacitated or unavailable for a period of time.
- b) Terms of office shall begin at the election of officers on the date of the annual meeting.
- 2) **Administrative Positions – Appointed.** The Board shall nominate and by majority vote appoint a member to serve as Secretary and a member to serve as Treasurer at the pleasure of the Board.
  - a) SFA Secretary, (reporting to the board) shall attend meetings, record the minutes of said meetings and publish a monthly newsletter (if feasible as determined by the Board). Shall maintain an historical file containing at a minimum, SFA AOI, Bylaws, pertinent insurance documents, meeting minutes and any other documents deemed necessary.
  - b) SFA Membership, a member (determined by the Board) shall issue membership cards, maintain an accurate list of current members. Documents may be electronically stored by a method currently in common use, capable of conversion into printed form within reasonable time.
  - c) SFA Treasurer, (reporting to the Board) shall maintain SFA financial accounts, receipts of membership dues payment and be involved in conducting SFA financial business. Maintain and deliver all financial documents and receipts to an outside bookkeeping service for monthly reports. Outside bookkeeping service to deliver yearly input to CPA and IRS reporting.
    1. All SFA bank checks must be signed by two (2) authorized representatives who are Board Members or Appointed Officers.
- 3) When necessary/feasible, an elected Board Member may be appointed to serve as Secretary and /or Treasurer.
- 4) Nothing in this article precludes the appointment of one SFA member to perform the duties of both Secretary and Treasurer when feasible/practical as determined by the Board.
- 5) Compensation. There shall be No compensation, except reimbursement of authorized expenses.



- 6) Resignation, death, incapacitation, or removal from office of Director. In the event a Director resigns, dies or becomes incapacitated, or is removed from office (vote required by membership) the membership shall be notified and a meeting shall be convened at the earliest opportunity to elect a successor.
- 7) Nomination and election of Directors. Nominations may be made any time prior to the scheduled annual meeting. Nominees must accept their nominations and be members in good standing prior to the election.

#### ARTICLE FOUR – Committees

- 1) Committees shall be formed if/as necessary and solicited/appointed by the President or Acting President. IAW NRS 82.206 at least one member of each committee shall be a member of the elected board.

#### ARTICLE FIVE – Meetings

- 1) At a minimum, SFA shall convene an annual meeting in the month of August and the board shall appoint a Resident Agent (if/as required).
  - a. Due in the month of September a “CURRENT LIST OF OFFICERS” shall be filed with the Secretary of State. Said list shall also be filed/updated as necessary.
- 2) Monthly meetings, while not required by AOI shall be held as required and are highly encouraged.
- 3) General membership notification of meetings. Membership notification of date, time and location shall be by any means practical, such as newsletter, telephone, local press release, standing practice etc.
  - a. This shall not preclude unannounced committee meetings, ad hoc committee meetings, or individual members meetings for the purpose of discussing club business/functions and/or drafting proposals for Board of Directors and/or general membership consideration.

#### ARTICLE SIX – Management

- 1) IAW AOI, SFA shall be managed by the Board of Directors. Majority decisions of the Board shall prevail in all matters provided such decisions do not conflict with the AOI, laws of the State of Nevada or SFA Bylaws.
- 2) Voting. A simple majority of a quorum is required in order to pass a motion or resolution.
  - a. A quorum is defined by Nevada Revised Statutes as 10% of the members in good standings.

- b. Absentee vote. A member in good standing may vote by absentee ballot. The absentee vote must be in writing, signed and for specific proposal or election. No general proxies are allowed.
- 3) Officers' Powers. Officers shall have the authority to conduct all SFA business such as, but not limited to:
  - a. Payment of just bills and debts.
  - b. Payment for flowers/memorials to members in good standing and their immediate family members, not to exceed \$100 per instance.
- 4) The fiscal year of SFA shall be January 1 through December 31.

#### ARTICLE SEVEN – Finances

- 1) Without prior authorization of the Board of Directors, SFA funds can be used only for normal SFA operations. Those activities which fall outside of normal operations include, but are not limited to donations, establishment of scholarship funds and investment of funds. The Board of Directors may authorize expenditures of funds as necessary to support the character and purpose of the organizations. The Board shall present a report of actions taken at the next scheduled business meeting.
- 2) Routine expenditures of SFA funds and/or authorized expense reimbursements may be approved by the President or acting President.
- 3) An audit of SFA treasury shall be conducted as necessary/required.
- 4) Subject to any restrictions of the AOI or Bylaws, only the President, Vice President and/or Treasurer shall have the authority to draw on all SFA bank accounts and/or the acting Board of Directors may assign to other Board Members as deemed necessary.

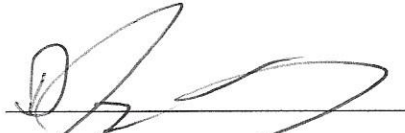
#### ARTICLE EIGHT – Voluntary Dissolution

- 1) At which time SFA decides on a voluntary dissolution of the organization it is to follow NRS 82.436, NRS 82.446 and/or NRS 82.451 with all proceeds going to a 501 © of SFA organizations choosing.


ARTICLE NINE – SFA Logos

- 1) Authorized logos are depicted in attachment (1)


Certified by the Board of Directors, December 10, 2025



President Jay Horsley




Vice President Jess DuShane



Director Sue Adams




Director Orville Wempner



Director Tom Hughes



Director Gordon Utz



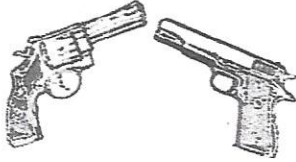
Director Joe Gutierrez



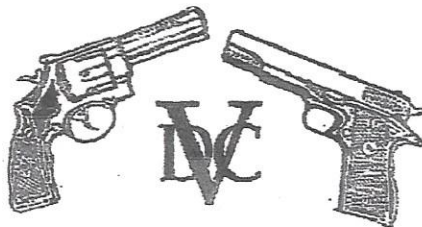
## Attachment (1) to Bylaws

### (Primary SFA Logo)

Stillwater Firearms Association



Fallon, Nevada



Stillwater Firearms Ass'n

USPSA

Fallon Nevada

