

FUSILIER COMPLEX, INC.

BY-LAWS

Article 1 - Name

The name of this organization shall be FUSILIER COMPELX, INC., chartered under the laws of the State of Louisiana and affiliated with the National Rifle Association of America.

Article 2 - Objectives

Section 1. The objectives of this organization shall be as follows:

- A. To encourage organized rifle, shotgun, pistol and archery shooting among citizens of these United States.
- B. To develop and constantly seek to improve the view toward a better knowledge on the part of such citizens of the safe handling and proper care of firearms.
- C. To sponsor the management of target shooting ranges, competitive events and other organized shooting activities.
- D. To develop among its members the highest qualities and characteristics of leadership, loyalty, cooperation, honesty, good fellowship, self-discipline and self-reliance, which are the essentials of good sportsmanship and the foundation of true patriotism.

Article 3 - Membership

Section 1. Any citizen of the United States of America over 18 years of age may become a member of this organization on majority vote of the Executive Committee; and subject to the following pledge and on payment of the usual initiation fees and dues.

The NRA Pledge

"I certify that I am a citizen of the United States of America and that I am not a member of any organization or group which has as any part of its program the attempt to overthrow the Government of the United States or any of its subdivisions by force or violence; that I have never been convicted of a crime or violence; and if admitted to membership, I will faithfully endeavor to fulfill the obligations of good sportsmanship and good citizenship."

FUSILIER COMPLEX, INC.
APPROVED BY-LAWS AMENDMENT- JUNE 19, 2015

Article 4 – Dues and Fees

Section 1. A member's annual dues to this club shall be \$150, payable August 1 of each year

- A. The dues of a member attaining the age of 70 years during the year beginning January 1 of each year shall be \$100
- B. Dues which are not paid within 31 days of the due date, will be subject to an initiation fee of \$100
- C. New members, will be subject to an initiation fee of \$100
- D. Members who have allowed their membership to lapse by not renewing for the previous year will be treated as new members and subject to an initiation fee of \$100

Section 2. Merits may be earned by club members

- A. Merits shall be granted at the discretion of the Executive Committee. Merits shall be worth \$10.00 each and shall be deducted from the following year's dues
- B. No member may claim more than ten (10) merits per year
- C. All elected and appointed officers shall not be eligible for merits

Section 3. All officers shall be exempt from paying their dues for the following year

Section 4. The President, upon completion of a two year term, shall become a life member and be exempt from all dues, fees, and assessments

Passed at the Annual Membership meeting by near-unanimous vote of the membership with four votes in opposition.

Certified by Ronald A. Domingue, Secretary

June 19, 2015

SECTION 2. No member of the club in arrears shall eligible to vote or to enjoy any of the other privileges or benefits offered by this club.

Section 3. Club members paid up and in good standing shall have the right to vote upon issues, which may come before the general membership for decisions. No member may cast the vote of another member.

Article 4 - Dues and Fees

Section 1. A member's annual dues to this club shall be \$50.00 payable August 1st of each year.

- A. Dues which are not paid within 31 days of due date will be subject to an initiation fee of \$50.00.

Section 2. Merits may be earned by club members.

- A. Merits shall be granted by the Executive Committee. Merits shall be worth \$10.00 per hour each and shall be deducted from the following year's dues.
- B. No member may claim more than five (5) merits per year.
- C. All elected officers and appointed officers shall be exempt from merits.

Section 3. All officers shall have their dues for the following year exempt.

Section 4. The President, upon completion of a two (2) year term, shall become a life member and be exempt from all dues and fees.

Article 5 - Meetings

Section 1. Annual Meeting. The annual election of the club officers who serve a five (5) year term shall be held in the month of August of each year. If the annual meeting shall not take place within a responsible time thereafter, the officers shall hold over until their successors shall have been elected. The new officers shall assume their officer's duties 60 days after their election.

Section 2. Regular Meeting. The regular business meeting of the club for the transaction of ordinary business shall be held quarterly. Time and Place shall be fixed by the Executive Committee.

Section 3. Special Meeting. A special meeting of the club may be held at any time upon the call of the President or upon the call of the Executive Committee, or upon demand in writing, stating the object of the proposed meeting and signed by not less than 20% of the members entitled to vote. Notice of the time, place and object of the special meeting shall be given to all officers and members in good standing in writing by the United States Postal Service, mailed no less than seven (7) days prior to the date fixed for the holding of the meeting. The place of such special meetings shall be fixed by the Executive Committee.

Article 6 – Officers

Section 1. The officers of this club shall be:

President
Vice-President
Corresponding Secretary (Contracted)
Membership Secretary
Treasurer
Chief Instructor
Range Officer

All of the officers, acting together, shall constitute the Executive Committee. The officers shall be elected by a majority vote by ballot of the members in good standing present at the annual meeting of the club. They shall hold office for five (5) years or until their successors are elected.

Section 2. The Executive Committee shall have general supervision and control of all the activities of the club.

Section 3. Meetings of the Executive Committee shall be held regularly at such time and place as the Committee may determine. Special meetings may be held at any time on the call of the President, or on demand, in writing to the Secretary, by three members of the Committee.

Section 4. Five (5) members of the Committee shall constitute a quorum and majority vote shall decide any question to come before the Committee.

Section 5. Resignation of any officer may be accepted by a majority vote of the remaining members of the Executive Committee.

Section 6. A vacancy in the Executive Committee may be filled by a majority vote of the remaining members of the Committee. However, if more than one vacancy exists, a special meeting of the club shall be called and new officers shall be elected to fill the vacancies until the date of the next annual meeting as provided in Section 1 above.

Article 7 – Duties of Officers

Section 1. The President shall preside at all meetings of the club and of the Executive Committee. He shall be a member ex-officio of all regular and special committees and shall perform all such other duties as usually pertain to his office. He shall conduct all affairs in accordance with the By-Laws and endeavor to promote the objectives and purposes of the club.

**SECOND AMENDMENT TO BY-LAWS
OF FUSILIER COMPLEX, INC.**

STATE OF LOUISIANA
PARISH OF LAFAYETTE

I, RONALD DOMINGUE, Secretary-Treasurer of Fusilier Complex, Inc., being authorized by duly adopted Resolution of the Board of Directors of Fusilier Complex, Inc. passed on the 7th day of May 2016, do hereby note the Second Amendment to the By-Laws of Fusilier Complex, Inc. as follows:

ARTICLE 6 of the By-Laws of Fusilier Complex, Inc. is hereby amended to add the following officer to Section 1:

Ordinance Officer

ARTICLE 7 of the By-Laws of Fusilier Complex, Inc. is hereby amended to add the following:

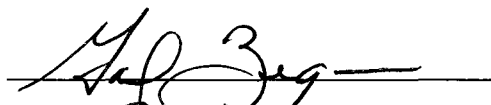
Section 8:

The Ordinance Officer shall have charge of the club's firearms and related equipment. He shall be responsible for establishing and maintaining an inventory of all firearms and related equipment owned the by the club. He will be responsible for maintaining them in good working order and providing proper security when they are not in use by the club and it members. With Executive Board approval, he shall establish criteria and procedures for use of the firearms by the club members. He shall maintain a record of the members to whom the club distributes the firearms. This record shall include a receipt signed by the member drawing the firearm with all relevant contact and security information.

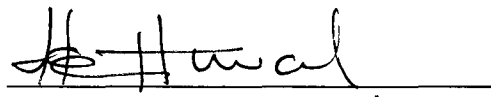
For clarification purposes, it was noted that the corresponding Secretary (Contract) should have been listed as the Ordinance Officer all along and the corresponding Secretary (Contract) never existed.

THUS DONE AND PASSED before me, Notary, and the undersigned two competent witnesses on the 11th day of May 2016 at Lafayette, Louisiana.

WITNESSES:




GARY CERINQUE
Print Name

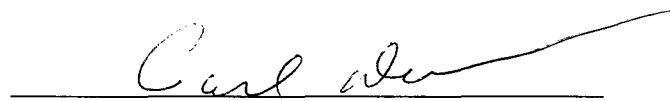


Ike Hual
Print Name

Fusilier Complex, Inc.



By: RONALD DOMINGUE
SECRETARY-TREASURER



CARL DUHON (Bar #18590)
Notary Public

**SECOND AMENDMENT TO BY-LAWS
OF FUSILIER COMPLEX, INC.**

STATE OF LOUISIANA
PARISH OF LAFAYETTE

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For clarification purposes, it was noted that the corresponding Secretary (Contract) should have been listed as the Ordinance Officer all along and the corresponding Secretary (Contract) never existed.

THUS DONE AND PASSED before me, Notary, and the undersigned two competent witnesses on the ___ day of _____ 2016 at Lafayette, Louisiana.

WITNESSES:

[Signature]
Robert Dargall
Print Name

[Signature]
Bobby N. Gyo
Print Name

Fusilier Complex, Inc.

[Signature]
By: RONALD DOMINGUE
SECRETARY-TREASURER

CARL DUHON (Bar #18590)
Notary Public

Section 2. The Vice-President shall perform the duties of the President in his absence or at his request. The Vice-President shall be responsible for the editing and publishing of the club's monthly newsletter.

Section 3. The Corresponding Secretary shall be custodian of all club documents such as the Charter, Constitution, By-Laws, etc. He shall keep a true record of all meetings. He shall maintain files of newsletters, bulletins, club correspondences and club library. The Secretary shall conduct all official correspondence pertaining to proper preparation and forwarding of all reports required by the club. He shall notify the members of the Executive Committee of all meetings and shall notify all members of special and annual meetings, as required in Article 5. He shall be responsible for reaffiliating the club annually with the National Rifle Association.

Section 4. The Membership Secretary shall be responsible for complete membership records. He shall be responsible for the collection of all fees and dues and shall remit the same to the Treasurer, taking his proper receipt therefor. He shall at times assist in preparation of miscellaneous reports.

Section 5. The Treasurer shall have charge of the main funds of the club and place the same in such bank or banks as may be approved by the Executive Committee. Such money shall only be withdrawn by check signed by the Treasurer and for the payment of such bills as shall have been approved by the Executive Committee. The Treasurer shall keep an accurate account of all his transactions and render a detailed report with vouchers at any meeting of the Executive Committee when requested and an annual report to the organization at its annual meeting.

Section 6. The Chief Instructor shall have charge of all small arms instructions with authority to appoint his assistants. He shall be in complete charge of the club's training programs and shall work very closely with the Executive Officer. He shall serve as coordinator with law enforcement offices and other similar departments and organizations.

Section 7. The Range Officer shall have charge of the club's ranges. He shall be responsible for establishing and maintaining an inventory of all club property. He will establish a range maintenance and improvement committee and head said committee. He shall be Sergeant at Arms at all regular and special meetings of the club.

Article 8 - Suspension and Expulsion

Section 1. Any officer may be removed by a two-thirds (2/3) vote of the members in good standing present at any special meeting called for this purpose. No vote on suspension or removal may be taken unless at least 15 days' notice in writing shall have been given to the officer of the reason for his removal and of the time and place of the special meeting at which such ballot of his removal is to be taken. At such special meeting the officer shall be given a full hearing.

Section 2. Any member may be expelled or suspended from the club for any cause deemed sufficient by the Executive Committee by a two-thirds (2/3) affirmative vote of the Committee present at any regular or special meeting. No vote of suspension or expulsion may be taken unless at least 15 days' notice in writing shall have been given to the member of the reasons for expulsion preferred and of the time and place of the meeting of the Executive Committee at which such reasons for expulsion will be

considered. At such meeting the member being considered for expulsion will be accorded a full hearing.

Section 3. Charges against any officer or member may be preferred by any member in good standing. They shall be in writing clearly stating the facts relied upon and accompanied by all affidavits or exhibits which are to be used in their support. Such charges shall be filed with the Secretary, who will immediately notify the President. The President will call a meeting of the Executive Committee to hear the charges. The Secretary will give at least 15 days' notice of the meeting to each member of the Executive Committee and to the accuser and to the accused, which notice will be in writing and will include a copy of the charges and of the supporting affidavits or exhibits.

Section 4. Any member suspended or expelled by the Executive Committee may appeal to the full membership of the club. Such appeal shall be made in writing to the Secretary who will notify the President. The President will call a special meeting of the club for the purpose of acting on the appeal. The Secretary shall give at least 15 days' notice in writing to all members of the club in good standing stating the date, time, place and reason for such special meeting. At the meeting of the full club the Secretary will read or display the accompanying exhibits and will read the minutes of the special meeting of the Executive Committee at which the charges were heard and action taken. A full hearing will be given the accuser and the accused. A vote will be taken by ballot of the members in good standing present and a two-thirds (2/3) vote shall be required to reverse the action of the Executive Committee.

Section 5. Any officer or member of the club who has been suspended or expelled by the National Rifle Association of America shall automatically stand suspended or expelled from this club immediately upon receipt of official notice by the Secretary of this club from the Secretary of the National Rifle Association.

Section 6. The National Rifle Association shall be given a complete report whenever a member of the club is suspended or expelled, showing charges and action taken.

Article 9 - Amendments

Any proposed amendments to these By-Laws may be introduced by any member of the club in good standing. Such proposed amendments must be submitted to the Executive Committee for approval. After they have been approved by the Executive Committee they must be acted upon by the club membership at a regular meeting or special meeting called for the purpose. A majority vote of the members present will be necessary to pass such amendment.

I hereby certify that these By-Laws have been adopted by this club.

Secretary

Date: _____ 2003

AMENDMENT TO
BY-LAWS OF
FUSILIER COMPLEX, INC.

STATE OF LOUISIANA
PARISH OF LAFAYETTE

I, RONALD DOMINGUE, Secretary-Treasurer of Fusilier Complex, Inc., being authorized by duly adopted Resolution of the Board of Directors of Fusilier Complex, Inc. passed on Friday, July 27, 2007, do hereby note the amendment to the By-Laws of Fusilier Complex, Inc. as follows:

ARTICLE 6 of the By-Laws of Fusilier Complex, Inc. is hereby amended to add the following language to ARTICLE 6:

ARTICLE 6
CONFLICT OF INTEREST POLICY

Purpose:

The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization, or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable State and Federal laws governing conflict of interest applicable to non-profit and charitable organizations.

Definitions:

1. **Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2. **Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

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- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement;
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under "Procedures", Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Procedures:

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures For Addressing the Conflict of Interest


- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

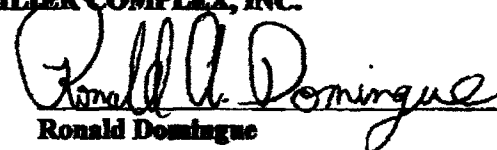
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction, or arrangement, is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

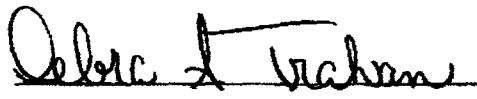
THUS DONE AND PASSED before me, Notary, and the undersigned two competent witnesses on the 14 day of September 2007 at Lafayette, Louisiana.


WITNESSES:

FUSILIER COMPLEX, INC.


Lisa A. Dubon
Print Name

By: 
Ronald Domingue
Secretary-Treasurer


Debra A. Ibrahim
Print Name


Carl M. Dubon
Notary Public
Print Name

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