

BYLAWS OF LAWBREAKERS AND PEACEMAKERS

A NON-PROFIT CORPORATION

Said organization is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. (as amended 4/29/2016)

ARTICLE ONE

OFFICES

The principal office of the corporation shall be located at 300 Parker, Fort Smith, Arkansas (P.O. Box 554, Van Buren, AR 72956). The corporation may have such other offices, either within or without the State of Arkansas.

ARTICLE TWO

MEMBERS

Section 1. Classes of Members. The members of the corporation shall not be members of any other reenactment group, club, organization or association which may compete against the Lawbreakers and Peacemakers. The members of the corporation are permitted to become members of any historical reenactment organization so long as does not in any way interfere with the activities of the Lawbreakers and Peacemakers.

If an event is declined by the members, yet some members wish to pursue said event singularly, without association or liability to the Lawbreakers and Peacemakers, the membership must vote. Approval or denial shall be by a simple majority of members present.

Section 2. Election of Members. Any person interested in becoming a member of the corporation shall submit a written and signed application, on a form approved by the board of directors, to the secretary of the corporation. Such application shall be accompanied by the written sponsorship of at least one member in good standing. During the formative period of the

corporation, each member of the previous association shall be considered by the board of directors as a new member and entered in the rolls as such. After attending three L & P events, and upon proving qualification for gun safety for use in the skits, new members will be allowed to participate in skits and performances.

New applicants whose applications are approved by majority vote of the sitting members shall become members of the corporation on payment of the required initiation fee and dues if any are established by the membership.

Conduct of members. Membership to this organization is a privilege, not a right. All members will conduct themselves in a civil manner toward other members in word and deed. Failure to do so will result in an immediate hearing from the Lawbreakers and Peacemakers officers and suspension until the results of such hearing are made known to the voting members for further action. *Foul language, alcohol, and drugs which impair the user's ability to safely employ ordnance of any kind are strictly prohibited.*

Section 3. Voting Rights. Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4. Termination of Membership. The members, by affirmative vote of a simple majority of all of the members, may suspend or expel a member for cause after an appropriate hearing, and, by a majority vote of those present at any regularly constituted meeting, may terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default in the payment of dues for the period fixed hereinafter. *(as amended 9/5/2014)*

Section 5. Resignation. Any member may resign by filing a written resignation with the secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

Section 6. Reinstatement. On written request signed by a former member and filed with the secretary, the members, by affirmative vote of two-thirds of the members, may reinstate such former member to membership on such terms as the members may deem appropriate.

Section 7. Transfer of Membership. Membership in this corporation is not transferrable or assignable.

ARTICLE THREE

MEETINGS OF MEMBERS

Section 1. Annual Meeting. An annual meeting of the members shall be held at the established meeting place of the members for monthly meetings and on the First Wednesday of December of each year. The members shall meet monthly on the first Wednesday *(as amended 3/4/2016)* of each month, at 7:00 P.M. The annual meeting in December shall be for the purpose of electing officers and for the transaction of such other business as may come before the meeting. If the fixed day for the annual meeting is a legal holiday in the State of Arkansas such meeting shall be held on the next succeeding business day. If the election of officers is not held

on the day designated herein for any annual meeting, or at any adjournment thereof, the members shall cause the election to be held at a special meeting of the members as soon thereafter as is convenient.

Section 2. Special Meetings. Special meetings of the members may be called by the president or not less than one-tenth of the members having voting rights. If no designation is made, the place of the meeting shall be the regularly established monthly meeting place. If all of the members shall meet at any time and place, either within or without the State of Arkansas, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 3. Notice of Meetings. Written or printed notice stating the place, day, and hour of any special meeting of members shall be delivered either personally or by mail, to each member entitled to vote at such meeting, not less than one nor more than 30 days before such meeting, by or at the direction of the president, or the secretary, or the officers or persons calling the meeting. In the case of a special meeting or when required by statute or by these bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice shall be deemed to be delivered when deposited in the United State mail addressed to the member at his or her address as it appears on the records of the corporation, with postage thereon prepaid.

Section 4. Informal Action by Members. Any action required by law to be taken at a meeting of the members, or any action that may be taken at a meeting of members, may be taken without a meeting if consent in writing, settling forth the action so taken, is signed by all the members entitled to vote with respect to the subject matter thereof.

Section 5. Quorum. Members holding fifty percent (50%) of the votes that may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

ARTICLE FOUR

OFFICERS

Section 1. Officers. The officers of the corporation shall be a president, one or more vice presidents (the number thereof to be determined by the members), a secretary, a treasurer, and such other officers as may be elected in accordance with the provisions of this article. The members may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the members. Any two or more offices may be held by the same person, except the offices of president and secretary.

Section 2. Election and Term of Office. The officers of the corporation shall be elected annually by the members at the regular annual meeting of the members. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the members. Each officer shall hold office until his or her successor has been duly elected and qualifies.

Section 3. Removal. Any officer elected or appointed by the members may be removed by the members of the corporation whenever in their judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled for the unexpired portion of the term.

Section 5. Powers and Duties. The several officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives of the membership. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in nonprofit corporations having the same or similar general purposes and objectives as this corporation.

ARTICLE FIVE

CONTRACTS, CHECKS, DEPOSITS, AND GIFTS

Section 1. Contracts. The members may authorize any officer or officers or agent of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or may be confined to specific instances.

Section 2. Checks, Drafts, or Orders. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or offices or agent or agents of the corporation, and in such manner as shall from time to time be determined by resolution of the members. In the absences of such determination by the members, such instruments shall be signed by the treasurer or an assistant treasurer and countersigned by the president or vice president of the corporation.

Section 3. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositaries as the members may select.

Section 4. Gifts. The officers of the corporation may accept on behalf of the corporation any contribution, gift, bequest, or devise for any purpose of the corporation.

ARTICLE SIX

CERTIFICATE OF MEMBERSHIP

Section 1. Certificates of Membership. The members shall provide for the issuance of certificates evidencing membership in the corporation, which certificates shall be in such forms as may be determined by the members. Such certificates shall be signed by the president of a vice president and by the secretary or an assistant secretary. All certificates evidencing membership shall be consecutively numbered. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the corporation. If any

certificate is lost, mutilated, or destroyed, a new certificate may be issued therefore on such terms and conditions as the members may determine.

Section 2. Issuance of Certificates. When a member has been elected to membership and has paid any initiation fee and dues that may then be required, a certificate of membership shall be issued in his or her name and delivered to him by the secretary.

ARTICLE SEVEN

BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members and committees having and exercising any of the authority granted to them by these bylaws or the members, and shall keep at the principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE EIGHT

FISCAL YEAR

The fiscal year of the corporation shall be the calendar year.

ARTICLE NINE

DUES

Section 1. Annual Dues. The members shall determine from time to time the amount of initiation fee, if any, and annual dues payable to the corporation by members and shall give appropriate notice to the members.

Section 2. Payment of Dues. Dues shall be payable no later than December 31 of each year. Any member who has not paid dues by January 1 shall re-apply for membership and be voted back into the group. Each new member is responsible for paying the \$25.00 background check charge. *(as amended 11/3/2011)*

Section 3. Default and Termination of Membership. When any member is in default in the payment of dues for a period of six months from the beginning of the period for which such dues became payable, his or her membership may thereupon be terminated by the members as provided hereinabove.

ARTICLE TEN

SEAL

The members shall adopt and provide a corporate seal.

ARTICLE ELEVEN

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of articles of the corporation or the bylaws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE TWELVE

AMENDMENT OF BYLAWS

These bylaws may be altered, amended, or repealed, and new bylaws may be adopted by a majority vote of the members.

Adopted by the members of the corporation on this 5th day of October, 2016.

President of the meeting & corporation

Vice President of the meeting & corporation

Secretary of the meeting and corporation

Treasurer of the meeting & corporation