

BUCK COLLECTORS CLUBS INC.
(BCCI)
A NONPROFIT ORGANIZATION
Code of Regulations (By-Laws)

The Buck Collector’s Club, Incorporated (BCCI) is a non-profit corporation under the Revised Code of laws, Article of Incorporation Title 30, Chapters 21 and 30 of the Idaho Code. The BCCI is an approved Tax-Exempt Organization under IRS Code 501 (c) 7. BCCI was incorporated in 1998 in the state of Ohio. These revised Bylaws were presented in the Spring of 2023 and were adopted in June 2023 at the BCCI Annual Meeting held at the Blade Show in Atlanta, GA by a vote of the Board of Directors.

PURPOSE and MISSION

The main purpose of this organization is to educate the public as to the role that the knife plays in developing the culture of the world and especially in the United States of America and the craftsmanship and the creative artistic value of the making of the knife.

- To help educate the general public, military, law enforcement and youth groups that the knife is one of man’s oldest and most useful tools rather than a weapon and should be used as such.
- To foster and promote the hobby of collecting “BUCK” knives and memorabilia.
- To stimulate and cultivate social interest and fellowship among members,
- To perpetuate the quality, spirit and traditions of Buck Knives, Inc. and their founders.
- To hold an annual meeting and show, regional meetings and shows and social gatherings for the better understanding of the above purposes

Knife: A cutting instrument or tool consisting *of* a sharp blade fastened to a handle.

Webster

The knife is one of mankind’s oldest and most useful tools and was a form of one of the tools used to fashion the early wheel many centuries before the birth of Christ.

Modern Knife: Much thought and design goes into the engineering of the modern knife and handle, the detail in the method of metallurgy in the construction of the blade and the adoption of wood, plastic, stone or metal that goes into the handle; that make it the outstanding efficient tool that it is today. The modern knife is a beauty to behold. The variety in the use of material and design make the knife one of the more desirable collectable items of modern times.

ARTICLE 1 OFFICE LOCATION

The principal office of the BUCK COLLECTORS CLUB, INC. (hereinafter referred to as BCCI) shall be located at the residence of the current BCCI president. The BCCI may have such other offices, as the Board of Directors may determine from time to time.

ARTICLE 2 MEMBERSHIP

Membership in this organization is voluntary and shall be open to any eligible person interested in furthering the purposes of the organization.

Section 2.1 Classes Of Members

The members of the BCCI shall be divided into four classes as follows:

Annual Membership; Life Membership; Junior (Youth) Membership and Honorary Membership;

The qualifications for membership in each class shall be:

1. **Annual Membership.** Annual membership may be obtained by any person eighteen years of age or older who pays dues as determined by the Board of Directors
2. **Life Membership.** Life membership may be obtained by any member in good standing in any classification of membership, or by any person who meets the qualifications for annual membership, upon application and payment of the life membership fee in effect at the time of payment. Life membership shall carry all privileges of annual membership with life members not being required to pay annual dues.
3. **Junior (Youth) Membership.** Youth membership may be obtained, upon the same terms as annual members, by any prospective youth who has not yet attained eighteen years of age. Youth members have all rights and privileges with the exception of holding office and voting in elections. They must adhere to all duties, responsibilities and regulations of membership in the BCCI as annual members. Youth membership must be acquired with permission from parent or guardian and sponsored by an adult member in good standing.
4. **Honorary Membership.** Honorary membership for some specified term, or for life. It may be conferred on any member or non-member only by a unanimous approval of the Board of Directors and shall carry all of the privileges of the membership, with the exceptions of voting and that no dues shall be required at the discretion of the Board.

Section 2.2 Becoming A Member

Any person interested in collecting Knives and memorabilia produced by the H. H. Buck family and Buck Knives, Inc and also interested in becoming a BCCI member must submit an application to the BCCI supplying all information requested on the application. Upon

determination by the Club that the application meets the above requirements and upon the payment of applicable dues or fees, the applicant becomes a member of the BCCI. A member remains in good standing so long as the member's dues are paid currently and as long as the member's membership has not been terminated by death of the member or by reason of any provision of these bylaws.

Section 2.3 Annual Dues

The Board of Directors shall determine from time to time the amount of annual dues, payable to the BCCI by members of each class, and shall give appropriate notice thereof to the members. All annual dues are payable in advance.

Section 2.4 Duties And Responsibilities Of Member

All members of the BCCI in every class of membership must:

- a) Pay all dues and assessments for their class of membership in the amounts amid at the times prescribed by the Board of Directors, and satisfy on a timely basis all other obligations the member owes to the BCCI.
- b) Abide by and adhere to all duties, responsibilities and regulations established by the Board of Directors for members of the BCCI.
- c) Conduct themselves in all their activities and endeavors so as to further the purposes of the BCCI and to never bring discredit or disrepute to the BCCI or to any of its activities or functions.
- d) Be prompt and fair in all their dealings with the BCCI and with all other members of the BCCI.
- e) Notify the Club of any changes of email, address and telephone.

Section 2.5 Voting Rights

Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members. Junior members and not entitled to a vote.

Section 2.6 Lapse Of Membership And Reinstatement

If any member fails to pay the required dues or assessment by the designated deadline without cause shall be considered delinquent and their names removed from the official membership roll.

To remain a member in good standing, it is the obligation of the member to remit all dues and any assessments as determined by the Board of Directors. When any member of any class defaults in the timely payment of dues, that membership automatically lapses upon the default and the member immediately forfeits all rights and privileges of membership.

Any person whose membership lapses for failure to pay annual dues may be reinstated by following the procedures in section 2.2 prescribed for becoming a member.

Section 2.7 Termination Of Membership By Board Of Directors

The Board of Directors, by affirmative vote of two-thirds of all members of the Board, may suspend or expel a member for cause after a hearing. For the purposes of this Section, cause shall mean any failure to abide by the requirements of Section 2.4 or any act or failure to act on the part of the member contrary to the best interests of the BCCI.

The Board shall give the member fifteen (15) days prior written notice of the meeting for the termination of membership and the reasons therefore, and shall give the member an opportunity to be heard before the Board, either in person or by writing. Written notice as required herein must be given by first class or e-mail sent to the last known address of the member as shown on the BCCI's records. The Board of Directors shall determine, in its decision, all other procedures to be followed for a hearing under this Section 2.9, except that such procedures may not violate applicable law.

The determination of the Board of Directors as to what constitutes "cause" sufficient for termination of membership shall be made in the sole judgment of the Board of Directors acting in the best interests of the Buck Collector's Club. All decisions shall be consistent with applicable law. Decisions of the Board are binding and may be subject to review by the membership.

Any member whose membership is terminated pursuant to Section 2.8 of the bylaws shall, immediately upon the vote of the Board of Directors, forfeit all rights as a member of the BCCI and shall not be entitled to reimbursement of any dues or assessments previously paid, whether annual dues, lifetime membership fee or other dues or assessments.

Section 2.8 Reinstatement After Termination By Board Of Directors.

Reinstatement requires a written request signed by the former member and filed with the Secretary of the BCCI. The Board of Directors may reinstate a former member to membership, after receipt of the request, and an affirmative vote of two-thirds (2/3) of all members of the Board.

Section 2.9 Resignations

Any member may resign by filing a written resignation with the Secretary or to the Board. Resignation from the BCCI shall not relieve the member of the obligation to pay any dues, assessments, or other charges accrued and unpaid. Any member who resigns shall not be entitled to reimbursement of any dues or assessments previously paid, including a life member who resigns, any portion of the life membership fee.

Section 2.10 Death Of A Member

Membership in the BCCI terminates upon the death of the member. Upon the death of a member there shall be no reimbursement of any dues or assessments previously paid.

SECTION 2.11 MEMBERSHIP NUMBER TRANSFERS.

The membership number are transferable, assignable, or assumable upon death of member or by mutual agreement between member and a willing party. A transfer fee maybe designated by the Board of Directors and may be charged. Member requesting the new membership number assignment must be in good standing and have paid the appropriate membership dues for their membership level. The lowest available membership number will be assigned or in the case of mutual agreement, the member's number will be transferred.

ARTICLE 3 MEETINGS OF MEMBERS

Section 3.1 Annual Meeting Of Members

An annual meeting of the members shall be held at such place as may be directed each year by the Board of Directors for the purpose of conducting such business as may come before the meeting.

Section 3.2 Special Meetings Of The Members

Special meetings of the membership may be called by the President or by a majority of the Board of Directors. Special meetings are to be well publicized and noticed. A special meeting of the membership may also be held, if at least 30 current members petition the secretary of the BCCI, request for a meeting, describing the purpose or purposes for which it is to be held. The Board of Directors shall designate, as to each special meeting of members, when and where the special meeting will be held.

Section 3.3 Notice Of Meetings Of Members

Electronic notice to members in good standing will be published in the newsletter and on the BCCI Website stating the place, day, and hour of any meeting of the membership. Notice shall be by delivered by email or within the regular publication of the BCCI to each member in good standing, not less than ten (10) nor more than 150 days before the date of such meeting.

Section 3.4 Action Of Members By Written Ballot

Any action which may be taken at a special meeting of members may be taken without a meeting if the BCCI delivers by email, an electronic ballot to each member in good standing. The balloting will follow the procedures established by "Roberts Rules of Order".

Section 3.5 Quorum

The minimum of 18 members that includes 2 officers and 2 board members, who are in good standing in the BCCI, shall constitute a quorum for the transaction of business at any called annual or special meeting of the members. When a quorum is once present to organize a meeting, the quorum is not broken by the subsequent withdrawal of any of those present.

Section 3.6 Membership Decisions

The vote of a majority of the members present at a meeting shall be the act of the BCCI unless the act of a greater number is required by law or by these bylaws.

ARTICLE 4 BOARD OF DIRECTORS

Section 4.1 General Powers

The general policy of the BCCI shall be set by its Board of Directors. Directors need not be residents of the state in which the BCCI is incorporated.

Section 4.2 Number, Tenure and Qualifications

The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, Membership-Web Site Administrator and five directors at large, all of whom are referred to, collectively herein, as Board of Directors, Board, or Directors. All directors must be members in good standing of the BCCI, except that no member under the age of eighteen may serve as a director. One director can be the BCCI Liaison. (Section 5.5.6)

No person shall serve in two positions. Elections of Officers and Directors shall take place at the annual meeting held in June during the Blade Show. The Annual Meeting may also be held at another venue with time and place as designated by a vote of the Board and notice to the membership. The terms of office for the Officers and each of the five at-large directors shall be for three years, or until the election of their successor. One third of the director's terms will expire each June.

Section 4.3 Vacancies

A vacancy on the board because of death, resignation or otherwise, may be filled by a majority vote of the Board of Directors. Any person appointed by the Board to fill a vacancy of a director or office of the BCCI shall, serve the remainder of the term of the office of whose vacancy the officer has been appointed to fill, or until the officer's successor is duly elected.

However, a vacancy occurring in the Board for any reason need not be filled unless the remaining directors are fewer in number than that required to constitute a quorum.

Section 4.4 Regular Meetings Of The Board Of Directors

A regular meeting of the Board of Directors shall be held electronically at least quarterly or as needed, without any other notice than required by the bylaws, immediately prior to, and at the same place as, the annual meeting of members. The Board of Directors may provide, by resolution, the time and place for holding regular meetings without other notice than such resolution.

SECTION 4.5 SPECIAL MEETINGS OF THE BOARD OF DIRECTORS

Special meetings of the Board of Directors may be called by or at the request of the President or a sufficient number of directors that would constitute a quorum at a meeting of the Board of

Directors. All special meetings shall be held at such place as the Board of Directors may determine, via teleconference or internet.

Section 4.6 Notice

Notice of any special meeting of the Board of Directors shall be duly sent to all directors at least seven (7) days prior to the meeting by mail, e-mail or other delivery service at the director's address as shown by the records of the BCCI.

Section 4.7 Quorum For Board Meetings

The minimum of **five** Board Members (two officers and two directors) shall constitute a quorum for the transaction of business at any duly called or regular meeting of the Board. When a quorum is once present to organize a meeting, the quorum is not broken by the subsequent withdrawal of any of those present.

Section 4.8. Board Decisions

The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.

Section 4.9. Action By Written Consent

Whenever directors are permitted or required to vote, such action may be taken without a meeting, provided a proper motion is made, seconded and discussion is allowed. Voting can be made by ballot or e-mail. All actions must conform to the by-laws and Robert's Rules of Order.

Section 4.10 Compensation

Directors shall not receive any salaries for their services, but by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at any regular or special meeting of the Board. Nothing herein contained shall be construed to preclude any director from serving the BCCI in any other capacity and receiving compensation for that reason. A vote of the Board is necessary in advance to disperse any funds for expenses for Officers.

Section 4.11 Meetings Open To Members

All meetings of the Board of Directors shall be open to all members of the BCCI. The Board, in its sole discretion, may close a meeting of the Board to anyone not a member of the Board. The Board may convene in an executive session at any time to discuss sensitive issues.

Section 4.12 Electronic Meetings

Participation by members of the Board, or any committee designated by the Board, in a meeting of the Board or of the committee shall be permitted by means of conference via telephone or similar communications equipment by means of which all persons participating in the meeting can simultaneously hear each other. Participation in such a meeting pursuant to this Section 4.12 shall constitute presence in person at such meeting. The directors shall be promptly furnished a copy of the minutes of the meeting held under this section.

Section 4.13 Parliamentary Procedure

Parliamentary procedures shall be covered by these by-laws, any State laws and Roberts Rules of Order shall govern all proceedings of the meetings of the Board.

ARTICLE 5 CLUB OFFICERS

Section 5.1 Officers

The officers of the BCCI shall be a President, a Vice President, a Secretary, a Treasurer, and a Membership/Website Administrator. Such officers are to have the authority to perform the duties prescribed by these bylaws and, from time to time, by the Board of Directors. All officers must be persons who are members in good standing of the BCCI, except that no member under the age of eighteen may serve as an officer.

Section 5.2 Term Of Office

Each officer shall hold office for a term of three years or until the officer's successor has been duly elected.

Section 5.3 Powers And Duties

The several officers shall have such powers and shall perform such duties as prescribed below and as may from time to time be specified in resolutions or other directives of the Board of Directors.

Section 5.4 General

No person shall hold more than one office, and no person shall serve both as an officer and as an at-large director.

Section 5.5.1 President

The President of the BCCI shall be the BCCI's principal executive officer and shall exercise general supervision and control over all the business and affairs of the BCCI. The President shall have the following specific powers and duties:

- a) To preside at all meetings of the members.
- b) To preside at all meetings of the Board of Directors.
- c) To have general management of the business of the BCCI.
- d) To see that all orders and resolutions of the Board are carried into effect.

- e) To appoint such committees of the Board as the President deems appropriate, and to dissolve such committees.
- f) Upon approval of the Board, to execute, along with two other officers, bond and execute other contracts requiring a seal, under the seal of the BCCI, if any.
- g) To have general superintendence and direction of all the other officers of the BCCI and of the agents and employees therefore and to see that their respective duties are properly performed.
- h) To operate and conduct the business and affairs of the BCCI according to the orders and resolutions of the Board of Directors and according to the President's own discretion whenever and wherever it is not expressly limited by such orders and resolutions.
- i) To submit a report of the operations of the BCCI to the directors at the regular meetings, and an annual report thereof to the members at the annual meeting, and from time to time to report to the directors all matters within the President's knowledge that should be brought to their attention in the best interest of the BCCI.

In addition to the foregoing, the President may sign membership certificates, and shall have such other powers, duties, and authority as may be set forth in these bylaws and as may be prescribed by the Board of Directors from time to time,

Section 5.5.2. Vice President

The Vice President duties include assisting the President and performing duties of the President in case of absence due to illness, disability or any other reason that the President cannot serve. The Vice President shall assume the President's power and discharge the President's duties during the period of such inability or absence. Any acts of the Vice President are duly authorized when performed under such conditions and shall be binding on the BCCI. If the Vice President, who has temporarily assumed the duties of the President, is unable for any reason to continue to perform such duties, the Board of Directors shall appoint an officer of the Board to perform such duties. Any person who acts as President under this Section 5.5.3 shall report fully to the President upon the President's return to duty and to the Board of Directors with respect to all actions taken and transactions accomplished by that person during the absence or inability of the President.

Section 5.5.3 Secretary

The Secretary of the BCCI shall be the custodian of and shall maintain the BCCI's records and shall be the recorder of the BCCI's formal action and transactions. The Secretary shall have the following specific powers and duties:

- a) To record or to see to the proper recording of the minutes and transactions of all meetings of the directors and the members, and to maintain separate minute books at the principal offices of the BCCI, or such other place as the Board of Directors may order of all such minutes in the form and manner required by law and prescribed by the Board of Directors.
- b) To keep at the principal office of the BCCI, record books showing the details required by law with respect to the membership certificates of the BCCI excepting books of account.
- c) To keep at the principal office, open to inspection by members, at all reasonable times, the original or a certified copy of the bylaws of the BCCI as adopted.

- d) To keep track of the corporate seal, if any, and affix it to all papers and documents requiring a seal, to attest the Secretary's signature to all BCCI documents requiring the same, and to authenticate records of the BCCI.
- e) To attend to the giving and serving of all notices of the BCCI required by law or these bylaws.
- f) To attend to such correspondence and make such reports as may be assigned through the Secretary by the President or by the Board of Directors.

In addition to the foregoing, the Secretary shall have such other powers, duties, and authority as may be set forth elsewhere in these bylaws and as may be prescribed by the President or Board of Directors from time to time.

Section 5.5.4 Treasurer

The Treasurer of the BCCI shall be its chief fiscal officer and the custodian of its funds, securities, and property. The office Treasurer shall be bonded. The Treasurer shall have the following specific powers and duties;

- a) To keep and maintain, open to inspection by the Board and any member at any reasonable time, adequate and correct accounts of the properties and business transactions of the BCCI, which shall include all matters required by law and which shall be in the form required by law.
- b) To have the care and custody of the funds of the BCCI and deposit the same in the name and to the credit of the BCCI with only such financial institutions insured by federal agency or so approved by the Board.
- c) Pay all bills contracted by the BCCI as approved by the Board or provided for in the budget as adopted.
- d) To maintain accurate lists and descriptions of all capital assets of the BCCI.
- e) To render to the Board of Directors, whenever they may require it, an account of all of his/her transactions and financial records of the BCCI. The Treasurer shall be subject to an annual audit by a two member committee appointed by the President.
- f) Prepare and file in a timely manner all required federal, state and local tax and information returns.
- g) The Treasurer of the BCCI shall be covered by a surety bond in the face amount of at least \$100,000.00. The Board may impose additional bond requirements.

Section 5.5.5 Membership/Website Administrator

The Membership/Website Administrator shall oversee the membership roster upkeep and maintain the BCCI website.

The Membership/Website Administrator shall have the following specific powers and duties;

- a) Oversee new membership electronic packets including assigning member numbers, website passwords and any certificates.
- b) Oversee renewals and upgrades to lifetime.
- c) Maintain current addresses of members
- d) Oversee members' passwords and usernames for website
- e) Oversee entering new data to website.
- f) Assist other officers as needed.

Section 5.5.6 BCCI Liaison

This board member shall be appointed by mutual agreement between the BCCI and Buck Knives, Inc. and shall be the liaison between the BCCI and Buck Knives, Inc.

ARTICLE 6 BCCI ADVISORS

The BCCI Board of Directors may add additional advisors at any time it is deemed necessary. These shall all be non-voting members of the BCCI Board of Directors. The Board may add working committees as needed for projects.

ARTICLE 7 ELECTION OF OFFICERS AND DIRECTORS

Section 7.1 Nominations

Nominations of the officers and directors shall be filed with the Secretary each election year, either by a nominating committee appointed by the President, or upon petition signed by twenty members in good standing and with permission of the nominee. In order to be eligible for election, the nominee must agree to abide by all state and federal laws, and agree to abide by all provisions of the bylaws of the BCCI.

SECTION 7.2 BALLOTING

Elections shall be held at the annual meeting in June at the Blade Show.

Section 7.3 Results Of Balloting

Ballots shall be counted by a committee designated by the Board, which will certify the results. A plurality of all valid votes cast shall decide those elected to office. The President shall notify immediately the newly elected officers and results shall be announced publicly at the annual meeting. Newly elected Directors shall take office following this announcement.

ARTICLE 8 REMOVAL OF OFFICERS AND DIRECTORS

Section 8.1 Removal Of Officer or Director Appointed By The Board.

The Board of Directors, by affirmative vote of two-thirds of all the directors may remove an officer or director who was elected or appointed to for due cause. For the purposes of this Section, cause shall mean any failure to abide by the requirements of Section 2.4 or any act or failure to act on the part of the member or Board contrary to the best interests of the BCCI.

Section 8.2 Effect Of Removal

Any officer or director who is removed pursuant to this Article 8 of the bylaws shall, immediately upon the vote of the Board or of the members removing the officer or director, forfeit all rights as such officer or director of the BCCI.

ARTICLE 9 APPOINTMENT OF STAFF AND DESIGNATION OF AUTHORITY

Section 9.1 Staff

The Board of Directors may authorize the appointment of additional staff members if the need should arise.

Section 9.2 Deposits

All funds collected for the BCCI shall be accounted for and reported to the Treasurer within five business days of receipt and deposited in the Club Bank Account. Copies of all deposit slips need to be forwarded to the treasurer. Online transactions must go through the Club Bank Account. **No** third party transactions are authorized.

Section 9.3 Gifts

The Board of Directors may accept on behalf of the BCCI any contributions, gift, bequest, or devise for any purpose of the BCCI. These gifts must be reported to the treasurer and accounted for in inventory.

ARTICLE 10 BOOKS AND RECORDS

The BCCI shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, the Board of Directors and a record of all actions taken by committees of the Board. The BCCI shall keep at the principal office all records that are required by law to be so kept. All records of the BCCI shall be made available to the BCCI's

accountant for use by the accountant in conducting the audit specified in Section 5.5.4 and in preparing other financial statements of the BCCI.

ARTICLE 11 FISCAL YEAR

The last day of the fiscal year of the BCCI shall be December 31st.

ARTICLE 12 MISCELLANEOUS

Section 12.1 Seal

The Board of Directors shall provide a corporate seal, which shall be inscribed with the corporate name and shall be maintained at the principal place of business of the BCCI. The Treasurer or President will have possession of the seal.

ARTICLE 13 AMENDMENT OF BYLAWS

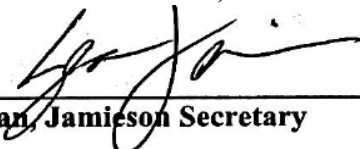
These bylaws may be amended by a vote of two-thirds (2/3) of all members of the Board of Directors, or by a majority vote of the members at any regular or special meeting, if at least fourteen (14) days written notice is given and the proposed amendments are stated in full in the notice of the meeting.

ARTICLE 14 DISPERSEMENT OF ASSETS

In the event that BCCI should want to or have to dissolve by law, any remaining debts are to be paid out of the BCCI funds and the balance turned over to a charity chosen by a vote of the Board from input from the membership.

By-Laws Review Committee (Gene Merritt, Ed Cooper)
Presented to Board **Date: May 20, 2023**

Presented at June 3, 2023 Annual Meeting

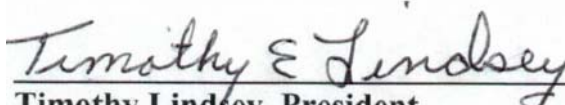


Sean Jamieson Secretary

Date: June 3, 2023

Approved by the Board & Membership

Date: June 3, 2023



Timothy Lindsey, President

Date: June 3, 2023