**NON-PROFIT CORPORATE BYLAWS**

ARTICLE 1

NAME

* 1. Name

The name of this corporation shall be Terry Peterson Fishing Foundation, INC. The business of the corporation will be conducted as Terry Peterson Fishing Foundation, INC or Terry Peterson Fishing Foundation.

ARTICLE 11

PURPOSES AND POWERS

2.01 Purpose

Terry Peterson Fishing Foundation, INC is a non-profit corporation and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code.

Terry Peterson Fishing Foundation, INC exists to accept donations and provide financial aid to fishing conservation and accessibility projects through collaborations with the fishing community.

2.02 Powers

The corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes. The powers of the corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.

2.03 Nonprofit Status and Exempt Activities Limitation

1. Nonprofit Legal Status: Terry Peterson Fishing Foundation, INC is a Wisconsin non-profit corporation, recognized by the State of Wisconsin as a non-stock non-profit corporation and recognized as tax exempt under Section 501(c)(3) of the United States Internal Revenue Code.
2. Exempt Activities Limitation: Not withstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) as it now exists or may be amended. No part of any earnings shall be paid or distributed to any director, officer, member, or other private party aside from scholarship opportunities, except that the corporation shall be authorized and empowered to pay for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.
3. Distribution Upon Dissolution: Upon termination or dissolution of Terry Peterson Fishing Foundation, INC, any assets lawfully available for distribution shall be distributed to an account owned by Sawyer County Outdoor Projects and Education (SCOPE) for future fishing projects.

ARTICLE III

BOARD OF DIRECTORS

3.01 Number of Directors

Terry Peterson Fishing Foundation, INC, shall have a board of directors consisting of at least 3 and nor more than 5 Officers and Directors. Within these limitations, the board may increase or decrease the number of directors serving on the board.

3.02 Powers

All corporate powers shall be exercised by or under the authority of the board and the affairs of the Terry Peterson Fishing Foundation, INC and will be managed under the direction of the board except as otherwise provided by law.

3.03 Terms and Removal

The terms of members of the board shall be non-expiring. Removal from the board will be voluntary unless the following occur: Majority vote by the board to remove a member; unlawful use or use of funds not permitted by law and these Bylaws, criminal activity unrelated to the corporation, or termination from the board members employer for conduct that would contradict the values of the corporation.

3.04 Vacancies

The board may fill vacancies with an individual who is at least 18 years of age and who would represent the corporation and the purposes behind it.

3.05 Board of Directors Meetings

1. Regular Meetings: The board of directors shall have a minimum of two (2) regular meetings each calendar year at times and places fixed by the board. The board president shall notify members by email and will be proceeded by at least 10 days notice.
2. Special Meetings: Special meetings of the board may be called by the president, vice president, or secretary and will be preceded by at least 5 days notice.

3.06 Compensation for Board Members

As stated in 2.03 (b), no members of the board shall receive compensation for carrying out their duties as directors.

ARTICLE IV

FINANCIAL TRANSACTIONS

4.01 Checks, Drafts

All checks, drafts, or other orders for payment issued in the name of the corporation shall be signed by an officer or director.

4.02 Credit Card or Debit Card Use

Only Board Members may utilize credit cards or debit cards for purchases. All records and receipts will be kept on file and are the responsibility of the user. The board will determine when pre-approval for purchases is required*.*

4.03 Deposits

All funds of the corporation shall be deposited from time to time to the credit of the corporation at an established account at Johnson Financial Group Hayward, WI Branch unless otherwise directed by the board.

ARTICE V

MISCELLANEOUS

5.01 Books and Records

The corporation shall keep correct and complete books and records of account*s* and shall keep minutes of the proceedings of all meetings of its board and actions taken.

5.02 Fiscal Year

The fiscal year of the corporation shall be from January 1st to December 31st of each year.

5.03 Nondiscrimination Policy

The officers, directors, or members selected to serve this corporation shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, national origin, and sexual orientation. It is the policy of Terry Peterson Fishing Foundation, INC not to discriminate on the bases of race, creed, ancestry, marital status, gender, sexual orientation, age, physical ability, veteran’s status, political service or affiliation, color, religion, or national origin.

5.04 Dissolution Clause

The board may vote, by majority, to dissolve the cooperation should a need no longer exist for the Foundation to exist. The decision must be weighed on a potential for the Foundation to exist in the future. Each member of the board is entitled to vote per sec. 181.1403(1)(e), Wis. Stats. Should the vote be made for dissolution, the board agrees that all assets will be distributed to Sawyer County Outdoor Projects and Education (SCOPE) for future fishing projects and initiatives.

5.05 Bylaw Amendment

These Bylaws may be amended, altered, repealed, or restated by a vote of the majority of the board of directors then in office at a meeting of the board provided the amendment be consistent with the Articles of Incorporation and does not cease to qualify as an exempt corporation under Section 501(c)(3) or any corresponding section of any future tax code.

Altered by unanimous vote by the Board of Officers/Directors on 3/4/2025.