

ORIGINAL  
SIGNED

Bylaws of  
**FIREARMS POLICY FOUNDATION**  
A Delaware Nonprofit Non-stock Corporation

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## **ARTICLE 1 OFFICES**

### **Section 1.1 Principal Office**

The principal office for the transaction of the business of the Corporation within or without the State of Delaware shall be located in Placer County. The Board of Directors may change the principal office from one location to another, and this section shall be amended accordingly.

### **Section 1.2 Delaware Registered Office.**

The Corporation shall have and maintain within the State of Delaware a registered office at such place as may be designated by the Board of Directors.

## **ARTICLE 2 MEMBERSHIPS**

### **Section 2.1 Members**

The Directors of the Corporation shall be the Members of the Corporation for all purposes. All actions, consents and approvals taken by the Directors shall be and be deemed to be taken by them as the Members and as the Directors of the Corporation for all purposes, whether or not the specific action, consent or approval specifically references them as acting as Members at the time. All meetings of the Board of Directors shall be and be deemed to be meetings of the Directors acting as both the Directors and as the Members of the Corporation. The Corporation shall have no shareholders.

## **ARTICLE 3 DIRECTORS**

### **Section 3.1 Number of Directors**

The number of Directors shall not be less than 1 nor more than 7. The number of Directors may be increased or decreased within this range at any time by action of a majority vote of the Directors present and voting at a meeting duly called and noticed, except that in no case may any decrease in the number of directors shorten the term of any incumbent Director.

### **Section 3.2 Corporate Powers Exercised by Board**

The corporation shall have powers to the full extent allowed by law. All powers and activities of the Corporation shall be exercised and managed by the Board of Directors of the Corporation directly or, if delegated, under the ultimate direction of the Board.

### **Section 3.3 Terms: Election of Successors**

The initial Board of Directors shall be comprised of those Directors named in the Organization Action in Writing of the Incorporator. Directors shall be elected at each annual meeting of the Board for a one year term. Each Director, including a Director elected to fill a vacancy, shall hold office until the expiration of his or her term and until the election of a successor, or until that Director's earlier death, resignation or removal.

### **Section 3.4 Vacancies**

#### **3.4.1 Events Causing Vacancy**

A vacancy on the Board shall be deemed to exist in the event that the actual number of Directors is less than the authorized number for any reason. Vacancies may be filled by

approval of the remaining Directors then in office for the unexpired portion of the term and until the election of a successor.

The Directors may appoint one or more successors by executing a consent designating such successors and the conditions for their appointment and such appointment may be effective immediately or upon the occurrence of some future event. In the event of the death of the last remaining Director and in the event that the last remaining Director has not designated his or her successor or such designated successor is unwilling or unable to serve, the executor, administrator or legal representative of the deceased Director may appoint one or more successor Directors. If the Corporation does not have at least one Director, then the Corporation shall dissolve and all of the Corporation's assets shall be distributed in accordance with the terms of Article XII of the Corporation's Certificate of Incorporation.

3.4.2 Removal

A majority of Directors then in office may remove a Director at any time, with or without cause, provided that written notice of such removal is given to any Director so removed.

3.4.3 Resignation

Resignations shall be effective upon receipt in writing by the Chair of the Board (if any), the President or the Board of Directors of the Corporation, unless a later effective date is specified in the resignation.

Section 3.5 Meetings

Each year, the Board shall hold at least one meeting. Annual meetings shall be called by the Chair of the Board (if any) or the President, if there is no Chair. Regular meetings of the Board may be held at such times as may be fixed by the Chair of the Board (if any) or by the President.

Section 3.6 Special Meetings

Special meetings of the Board for any purpose may be called at any time by the Chair of the Board (if any), the President, or a majority of Directors then in office.

Section 3.7 Meetings of the Board

No notice need be given of regular meetings of the Board of Directors for which the time and place has been fixed. Written, oral, or any other mode of notice, including through email, of the time and place shall be given for special meetings in sufficient time for the convenient assembly of the Directors thereat. Notice need not be given to any Director who submits a written waiver of notice signed by him before or after the time stated therein. Attendance of any such person at a meeting shall constitute a waiver of notice of such meeting, except when he or she attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Directors need be specified in any written waiver or notice.

A majority of the Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place. Notice of the time and place of holding an adjourned meeting shall be given in the manner described above to the Directors who were not present at the time of the adjournment and, unless such time and place are announced at the meeting, to other Directors.

The Chair of the Board (if any) shall preside at all meetings. If there is no Chair, the President shall preside.

Section 3.8 Meetings by Telephone or Similar Communication Equipment

To the extent permitted by law, any meeting may be held by conference telephone, electronic video screen communication or other electronic transmission so long as all Directors participating in the meeting can communicate with one another concurrently and each director is provided with the means of participating in all matters before the Board, including the capacity to propose, or to interpose an objection to, a specific action taken by the corporation.

Section 3.9 Quorum and Action of the Board

3.9.1 Quorum

A majority of Directors then in office shall constitute a quorum for the transaction of business.

3.9.2 Minimum Vote Requirements for Valid Board Action

Every act taken or decision made by a vote of the majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board, unless a greater number is expressly required by law or these Bylaws. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors from the meeting, if any action taken is approved by at least a majority of the required quorum for that meeting

Section 3.10 Action Without Meeting

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board, individually or collectively, consent in writing to the action. Such written consent shall have the same force and effect as a unanimous vote of the Board taken at a meeting. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

Section 3.11 Fees and Compensation of Directors

The Corporation shall not pay any compensation to Directors for services rendered to the Corporation as Directors, except that Directors may be reimbursed for expenses incurred in the performance of their duties to the Corporation, in reasonable amounts as approved by the Board.

Section 3.12 Records

Minutes shall be kept of each meeting of the Board of Directors. Copies of the minutes of each meeting shall be filed with the corporate records of the Corporation.

Section 3.13 Non-Voting Affiliates

The Directors may identify affiliated individuals to serve as honorary directors, associate directors, junior directors, board advisors and the like, for such terms and on such conditions as the Directors determine, and may assign to such persons such responsibilities, duties and privileges as the Directors determine. Such affiliated individuals shall not be Directors of the Corporation for the purposes of the Bylaws or for any other purpose and shall have no votes at any meetings of the Directors.

Section 3.14 Non-Liability of Directors

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

## ARTICLE 4 COMMITTEES

### Section 4.1 Committees of Directors

The Board may, by resolution adopted by a majority of the Directors then in office, create one or more Board Committees ("Committees"), including an executive committee, each consisting of at least one Director, to serve at the discretion of the Board. Any Committee, to the extent provided in the resolution of the Board, may be given the authority of the Board.

### Section 4.2 Meetings and Action of Board Committees

Meetings and action of Committees shall be governed by, and held and taken in accordance with, the provisions of Article 3 concerning meetings of Directors, with such changes in the context of Article 3 as are necessary to substitute the Committee and its members for the Board and its members, except that the time for regular meetings of Committees may be determined by resolution of the Board, and special meetings of Committees may also be called by resolution of the Board. Minutes shall be kept of each meeting of any Committee and shall be filed with the corporate records.

### Section 4.3 Revocation of Authority Delegated to Committee

The Board may, at any time, revoke or modify any or all of the authority that the Board has delegated to a Committee, increase or decrease the number of members of a Committee, and fill vacancies in a Committee from the members of the Board.

### Section 4.4 Advisory Committees

The Board may create one or more advisory committees to serve at the pleasure of the Board. Appointments to such advisory committees need not, but may, be Directors. The Board shall appoint and discharge advisory committee members. All actions and recommendations of an advisory committee shall require ratification by the Board before being given effect.

## ARTICLE 5 OFFICERS

### Section 5.1 Officers

The officers of the Corporation ("Officers") shall be a President, a Secretary, and a Treasurer or chief financial officer, or both. The Board shall have the power to designate additional Officers, including a Chair of the Board and Vice President, with such duties, powers, titles and privileges as the Board may fix, including such Officers as may be appointed in accordance with Section 5.6.6. During any period in which there is no Chair of the Board, the President shall be selected from among the Directors. Any Chair of the Board shall also be selected from among the Directors. All other Officers may, but need not be, selected from among the Directors.

### Section 5.2 Election of Officers

The Officers, except those appointed in accordance with Section 5.6.6, shall be elected by the Board at the annual meeting of the Corporation for a term of one year, and each shall serve at the discretion of the Board until his or her successor shall be elected, or his or her earlier death, resignation or removal.

- Section 5.3     Removal of Officers  
Subject to the rights, if any, of an Officer under any contract of employment, any Officer may be removed, with or without cause, by the Board at any time.
- Section 5.4     Resignation of Officers  
Any Officer may resign at any time by giving written notice to the Board of Directors. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any of the Corporation under any contract to which the Officer is a party.
- Section 5.5     Vacancies in Offices  
A vacancy in any office because of death, resignation, removal, or any other cause shall be promptly filled by the Board. Officers elected to fill a vacancy shall hold office only until such time as the unexpired term of his or her predecessor and until his or her successor is elected.
- Section 5.6     Responsibilities of Officers
- 5.6.1           Chair of the Board  
The Chair of the Board (the "Chair"), if any, shall be a Director and shall preside at meetings of the Board and exercise and perform such other powers and duties as may from time to time be assigned to him by the Board or prescribed by these Bylaws. If the Board designates both a Chair and a President, the Board shall, by resolution, establish the specific duties carried by each position.
- 5.6.2           President  
The President of the Corporation (the "President") shall be the chief executive officer of the Corporation and shall, subject to control of the Board, generally supervise, direct and control the business and other officers of the Corporation. If there is no Chair, the President shall preside at all meetings of the Board. The President shall have the general powers and duties of management usually vested in the office of president of the corporation and shall have such other powers and duties as may from time to time be assigned to him by the Board or prescribed by these Bylaws.
- 5.6.3           Vice President  
The Vice President of the Corporation (the "Vice President"), if any, shall, in the absence or disability of the President, perform all the duties of the President and, when so acting, have all the powers of and be subject to all the restrictions upon the President. The Vice President shall have such other powers and perform such other duties as may be prescribed by the Board.
- 5.6.4           Secretary  
The Secretary of the Corporation (the "Secretary") shall supervise the keeping of a full and complete record of the proceedings of the Board of Directors and its committees, shall supervise the giving of such notices as may be proper or necessary, shall supervise the keeping of the minute books of the Corporation, and shall have such other powers and duties as may be prescribed by the Board or these Bylaws.
- 5.6.5           Treasurer  
The Treasurer of the Corporation (the "Treasurer") shall be the chief financial officer of the Corporation and shall supervise the charge and custody of all funds of the Corporation, the



deposit of such funds in the manner prescribed by the Board of Directors, and the keeping and maintaining of adequate and correct amounts of the Corporation's properties and business transactions, shall render reports and accountings as required, and shall have such other powers and duties as may be prescribed by the Board or these Bylaws.

5.6.6 Additional Officers

The Board may empower the Chairperson or President to appoint or remove such other Officers as the business of the Corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these Bylaws or as the Board from time to time may determine.

Section 5.7 Compensation of Officers

5.7.1 Salaries Fixed by Board

The salaries of Officers, if any, shall be fixed from time to time by resolution of the Board or by the person or Committee to whom the Board has delegated this function, and no Officer shall be prevented from receiving such salary by reason of the fact that he or she is also a Director. In all cases, any salaries received by Officers shall be reasonable and given in return for services actually rendered for the Corporation which relate to the performance of the public benefit purposes of the Corporation. No salaried Officer serving as a Director shall be permitted to vote on his or her own compensation as an Officer.

5.7.2 Fairness of Compensation

The Board shall periodically review the fairness of any compensation, including benefits, paid to every person, regardless of title, with powers, duties, or responsibilities comparable to the president, chief executive officer, treasurer, or chief financial officer (i) once such person is hired, (ii) upon any extension or renewal of such person's term of employment, and (iii) when such person's compensation is modified (unless all employees are subject to the same general modification of compensation).

**ARTICLE 6 CONFLICT OF INTEREST POLICY**

Section 6.1 Purposes

The purpose of this conflict of interest policy is to protect the Corporation'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 Corporation and which 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 nonprofit and charitable organizations.

Section 6.2 Definitions

6.2.1 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.

6.2.2 Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family, (a) an ownership or investment interest in any entity with which the corporation has a transaction or arrangement, (b) a compensation arrangement with the

corporation or with any entity or individual with which the corporation has a transaction or arrangement, or (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation 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 Section 6.3.2, a person who has a financial interest may have a conflict of interest only if the Board decides that a conflict of interest exists.

Section 6.3 Conflict of Interest Avoidance Procedures

6.3.1 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 considering the proposed transaction or arrangement.

6.3.2 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 Board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board shall decide if a conflict of interest exists.

6.3.3 Procedures for Addressing the Conflict of Interest.

An interested person may make a presentation at the Board meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The Chair shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the Board shall determine whether the corporation 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.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote of the disinterested directors then in office whether the transaction or arrangement is in the Corporation'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.

6.3.4 Violations of the Conflicts of Interest Policy.

If the Board has reasonable cause to believe an interested person has failed to disclose actual or possible conflicts of interest, it shall inform the interested person of the basis for such belief and afford the interested person an opportunity to explain the alleged failure to disclose.

If, after hearing the interested person's response and after making further investigation as warranted by the circumstances, the Board determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective

action.

Section 6.4

Records of Proceedings

The minutes of meetings of the Board shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's decision as to whether a conflict of interest in fact existed, and
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 6.5

Annual Statements

Each Director, principal Officer, and member of a Committee with governing Board delegated powers shall annually sign a statement which affirms such person:

- (a) has received a copy of the conflicts of interest policy,
- (b) has read and understands the policy,
- (c) has agreed to comply with the policy, and
- (d) understands the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 6.6

Periodic Reviews

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

Section 6.7

Use of Outside Experts

When conducting the periodic reviews as provided for in Section 6.6, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

## ARTICLE 7 INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

### Section 7.1 Right of Indemnity

The Corporation shall indemnify any current or former Director or Officer of the Corporation against expenses (including attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by him or her in connection with any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation), to which he or she may be or is made a party by reason of being or having been such Director or Officer if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. However, there shall be no indemnification in respect of any claim, issue or matter as to which he or she shall have been adjudged to be liable to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonable entitled to be indemnified. Subject to the provisions of the Delaware General Corporation Law, the right to indemnification may include the right to be paid by the Corporation the expenses (including attorney's fees) incurred in defending any such action, suit or proceeding in advance of final disposition. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights which such current or former Director or Officer of the Corporation is entitled.

### Section 7.2 Insurance

The Board of Directors may adopt a resolution authorizing the purchase of insurance on behalf of any agent against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, and such insurance may provide for coverage against liabilities beyond the Corporation's power to indemnify the agent under the law.

## ARTICLE 8 CORPORATE RECORDS, REPORTS AND SEAL

### Section 8.1 Minute Book

The Corporation shall keep a minute book in written form which shall contain a record of all actions by the Board or any committee including (i) the time, date and place of each meeting; (ii) whether a meeting is regular or special and, if special, how called; (iii) the manner of giving notice of each meeting and a copy thereof; (iv) the names of those present at each meeting of the Board or any Committee thereof; (v) the minutes of all meetings; (vi) any written waivers of notice, consents to the holding of a meeting or approvals of the minutes thereof; (vii) all written consents for action without a meeting; (viii) all protests concerning lack of notice; and (ix) formal dissents from Board actions.

### Section 8.2 Books and Records of Account

The Corporation shall keep adequate and correct books and records of account. "Correct books and records" includes, but is not necessarily limited to: accounts of properties and transactions, its assets, liabilities, receipts, disbursements, gains, and losses.

## ARTICLE 9 MISCELLANEOUS

### Section 9.1 Fiscal Year

The fiscal year of the Corporation shall end each year on December 31, unless otherwise determine by resolution of the Board of Directors.

### Section 9.2 Execution of Instruments

The Board, except as otherwise provided in these Bylaws, may by resolution authorize any Officer or agent of the Corporation 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 confined to specific instances. Unless so authorized, no Officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

### Section 9.3 Checks and Notes

Except as otherwise specifically determined by resolution of the Board, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation shall be signed by the President or his or her designee.

### Section 9.4 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 depositories as the Board may select.

### Section 9.5 Electronic Signatures

Whenever a written instrument is required to be executed hereunder, an electronic signature, to the extent permitted by applicable law, shall be deemed to be a written signature.

### Section 9.6 Amendments to Certificate of Incorporation or Bylaws

The Certificate of Incorporation may be amended in whole or in part by a majority of Directors then in office pursuant to the procedure outlined in Title 8, Section 242(b)(3) of the Delaware General Corporation Law. The Bylaws of the Corporation may be adopted, amended or repealed, in whole or in part, upon recommendation by the Board of Directors of the Corporation by the vote of a majority of Directors present and voting at a meeting duly called and at which quorum is present, provided that notice of such proposed adoption, amendment or repeal is contained in the notice for such meeting.

### Section 9.7 Governing Law

In all matters not specified in these Bylaws, or in the event these Bylaws shall not comply with applicable law, the Delaware General Corporation Law shall apply.

**CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting Secretary of Firearms Policy Foundation, a Delaware nonprofit nontick corporation; that these Bylaws, consisting of 12 pages, are the Bylaws of this Corporation as adopted by the Board of Directors on DECEMBER 4, 2014; and that these Bylaws have not been amended or modified since that date.

Executed on DECEMBER 4, 2014 at ROSEVILLE, California.



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**Brandon Combs**  
Secretary

**Streamlined Application for Recognition of Exemption  
Under Section 501(c)(3) of the Internal Revenue Code**

Do not enter Social Security numbers on this form as it will be made public.

Information about Form 1023-EZ and its separate instructions is at [www.irs.gov/form1023](http://www.irs.gov/form1023)

Note: If exempt status is approved,  
this application will be open for  
public inspection.

Check this box to attest that you have completed the Form 1023-EZ Eligibility Worksheet in the current instructions, are eligible to apply for exemption using Form 1023-EZ, and have read and understand the requirements to be exempt under section 501(c)(3).

**Part I Identification of Applicant**

1a Full Name of Organization

FIREARMS POLICY FOUNDATION

b Address (number, street, and room/suite). If a P.O. box, see instructions.

970 RESERVE DRIVE SUITE 111

c City

ROSEVILLE

d State

CA

e Zip code + 4

95678-0000

2 Employer Identification Number

47-2471253

3 Month Tax Year Ends (MM)

10

4 Person to Contact if More Information is Needed

CAMERON HOLLAND

5 Contact Telephone Number

415-390-5905

6 Fax Number (optional)

510-217-9751

7 User Fee Submitted

\$400.00

8 List the names, titles, and mailing addresses of your officers, directors, and/or trustees. (If you have more than five, see instructions.)

First Name: BRANDON

Last Name: COMBS

Title: PRESIDENT, SECRETARY, TREASURER,

Street Address: 970 RESERVE DRIVE SUITE 111

City: ROSEVILLE

State: CA

Zip code + 4: 95678-0000

First Name: JONATHAN

Last Name: JENSEN

Title: DIRECTOR

Street Address: 970 RESERVE DRIVE SUITE 111

City: ROSEVILLE

State: CA

Zip code + 4: 95678-0000

First Name: HOWARD

Last Name: WILNER

Title: DIRECTOR

Street Address: 970 RESERVE DRIVE SUITE 111

City: ROSEVILLE

State: CA

Zip code + 4: 95678-0000

First Name:

Last Name:

Title:

Street Address:

City:

State:

Zip code + 4:

First Name:

Last Name:

Title:

Street Address:

City:

State:

Zip code + 4:

9a Organization's Website (if available): N/A

b Organization's Email (optional): BCOMBS@FIREARMSFOUNDATION.ORG

**Part II Organizational Structure**

1 To file this form, you must be a corporation, an unincorporated association, or a trust. Check the box for the type of organization.

Corporation  Unincorporated association  Trust

2  Check this box to attest that you have the organizing document necessary for the organizational structure indicated above. (See the instructions for an explanation of necessary organizing documents.)

3 Date incorporated if a corporation, or formed if other than a corporation (MMDDYYYY): 11062014

4 State of incorporation or other formation: Delaware

5 Section 501(c)(3) requires that your organizing document must limit your purposes to one or more exempt purposes within section 501(c)(3).

Check this box to attest that your organizing document contains this limitation.

6 Section 501(c)(3) requires that your organizing document must not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.

Check this box to attest that your organizing document does not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.

7 Section 501(c)(3) requires that your organizing document must provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.

Check this box to attest that your organizing document contains the dissolution provision required under section 501(c)(3) or that you do not need an express dissolution provision in your organizing document because you rely on the operation of state law in the state in which you are formed for your dissolution provision.

**Part III Your Specific Activities**

- 1 Enter the appropriate 3-character NTEE Code that best describes your activities (See the instructions): R60
- 2 To qualify for exemption as a section 501(c)(3) organization, you must be organized and operated exclusively to further one or more of the following purposes. By checking the box or boxes below, you attest that you are organized and operated exclusively to further the purposes indicated. **Check all that apply.**
- |   |                                    |   |
|---|------------------------------------|---|
| <input checked="" type="checkbox"/> Charitable  | <input type="checkbox"/> Religious | <input checked="" type="checkbox"/> Educational                       |
| <input type="checkbox"/> Scientific   | <input type="checkbox"/> Literary  | <input type="checkbox"/> Testing for public safety                    |
| <input type="checkbox"/> To foster national or international amateur sports competition |                                    | <input type="checkbox"/> Prevention of cruelty to children or animals |
- 3 To qualify for exemption as a section 501(c)(3) organization, you must:
- Refrain from supporting or opposing candidates in political campaigns in any way.
  - Ensure that your net earnings do not inure in whole or in part to the benefit of private shareholders or individuals (that is, board members, officers, key management employees, or other insiders).
  - Not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.
  - Not be organized or operated for the primary purpose of conducting a trade or business that is not related to your exempt purpose(s).
  - Not devote more than an insubstantial part of your activities attempting to influence legislation or, if you made a section 501(h) election, not normally make expenditures in excess of expenditure limitations outlined in section 501(h).
  - Not provide commercial-type insurance as a substantial part of your activities.
- Check this box to attest that you have not conducted and will not conduct activities that violate these prohibitions and restrictions.
- 4 Do you or will you attempt to influence legislation? \_\_\_\_\_  Yes  No  
(If yes, consider filing Form 5768. See the instructions for more details.)
- 5 Do you or will you pay compensation to any of your officers, directors, or trustees? \_\_\_\_\_  Yes  No  
(Refer to the instructions for a definition of compensation.)
- 6 Do you or will you donate funds to or pay expenses for individual(s)? \_\_\_\_\_  Yes  No
- 7 Do you or will you conduct activities or provide grants or other assistance to individual(s) or organization(s) outside the United States? \_\_\_\_\_  Yes  No
- 8 Do you or will you engage in financial transactions (for example, loans, payments, rents, etc.) with any of your officers, directors, or trustees, or any entities they own or control? \_\_\_\_\_  Yes  No
- 9 Do you or will you have unrelated business gross income of \$1,000 or more during a tax year? \_\_\_\_\_  Yes  No
- 10 Do you or will you operate bingo or other gaming activities? \_\_\_\_\_  Yes  No
- 11 Do you or will you provide disaster relief? \_\_\_\_\_  Yes  No

**Part IV Foundation Classification**

Part IV is designed to classify you as an organization that is either a private foundation or a public charity. Public charity status is a more favorable tax status than private foundation status.

- 1 If you qualify for public charity status, check the appropriate box (1a - 1c below) and skip to Part V below.
- a  Check this box to attest that you normally receive at least one-third of your support from public sources or you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization. Sections 509(a)(1) and 170(b)(1)(A)(vi).
- b  Check this box to attest that you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income. Section 509(a)(2).
- c  Check this box to attest that you are operated for the benefit of a college or university that is owned or operated by a governmental unit. Sections 509(a)(1) and 170(b)(1)(A)(iv).
- 2 If you are not described in items 1a - 1c above, you are a private foundation. As a private foundation, you are required by section 508(e) to have specific provisions in your organizing document, unless you rely on the operation of state law in the state in which you were formed to meet these requirements. These specific provisions require that you operate to avoid liability for private foundation excise taxes under sections 4941-4945.
- Check this box to attest that your organizing document contains the provisions required by section 508(e) or that your organizing document does not need to include the provisions required by section 508(e) because you rely on the operation of state law in your particular state to meet the requirements of section 508(e). (See the instructions for explanation of the section 508(e) requirements.)



**Part V Reinstatement After Automatic Revocation**

Complete this section only if you are applying for reinstatement of exemption after being automatically revoked for failure to file required annual returns or notices for three consecutive years, and you are applying for reinstatement under section 4 or 7 of Revenue Procedure 2014-11. (Check only one box.)

- 1  Check this box if you are seeking retroactive reinstatement under section 4 of Revenue Procedure 2014-11. By checking this box, you attest that you meet the specified requirements of section 4, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future. (See the instructions for requirements.)
- 2  Check this box if you are seeking reinstatement under section 7 of Revenue Procedure 2014-11, effective the date you are filing this application.

**Part VI Signature**

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

BRANDON COMBS  
(Type name of signer)

PRESIDENT, SECRETARY, TREASURER  
(Type title or authority of signer)

09032015  
(Date)