

**BY-LAWS**  
**OF THE**  
**OKLAHOMA TRAP AND SKEET ASSOCIATION**

Adopted on May 25th, 2014

At Special Meeting of the Board of Directors

And Revised by consent of the Board of Directors on: 10  
June, 2016; 3 June, 2018;

# BY-LAWS OF THE OKLAHOMA TRAP AND SKEET ASSOCIATION

1. The name of this organization is Oklahoma Trap and Skeet Association (hereafter referred to as the 'Association'). The Association was organized on February 24, 2014 under the name Oklahoma Trap and Skeet Association ("OTSA").
2. The Association has no authority to issue capital stock
3. The Association shall have members in good standing, a Board of Directors ("Board"), and elected officers (President and Vice President) and appointed officers (Secretary and Treasurer)
4. The period of duration of the Association is perpetual
5. The Association shall be operated as a Not For Profit Association for purposes described in Section 501(c)(7) of the Internal Revenue Service Code, including but not limited to:
  - a. The objective of the Association shall be the support of organized amateur shotgun sports in the State of Oklahoma, principally the promotion of amateur trapshooting under the auspices of the Amateur Trapshooting Association (hereafter referred to as the 'ATA'), and
  - b. Cooperation with other sport shooting associations and organizations for the benefit and advancement of amateur shooting sports, principally the sport of trapshooting.
  - c. Operating a facility to support and promote amateur trap, skeet and other shooting sports as the Board of Directors determines.

## ARTICLE I: CORPORATE POWERS

**Section 1:** All corporate powers of this Association shall be vested in the Board of Directors

**Section 2:** The Association shall have members in good standing as defined in the By Laws.

**Section 3:** The Board of Directors shall specifically delegate management, operational control and authority of the affairs of this Association to a President, Vice-President, Secretary, and Treasurer, collectively referred to as the Officers of the Association. The Officers shall report to the Board of Directors on a regular basis the operational results of the Association and shall remain accountable to the Board of Directors according the provisions of the By-Laws of the Association.

## ARTICLE II: OFFICE

**Section 1:** The principal office of the Association shall be at 5100 S Evans Road, El Reno, OK 73036, or the mailing address of the corporate secretary.

**Section 2:** This Association may have such other office, or offices at such places as the Board of Directors from time to time shall designate. The Oklahoma Resident Agent shall be the Secretary, or the Association as allowed by the Oklahoma Secretary of State.

## ARTICLE III: MEMBERSHIP

### Section 1: Membership Eligibility

Any resident of the State of Oklahoma shall be eligible to be a member, regardless of sex, age, race, national origin, religion or sexual orientation provided said resident is capable of meeting the standards required of a member in good standing of the Association. A resident is deemed one who has been living in the State of Oklahoma for a period of 6 months or more. Such a person ceases to be a resident upon removing or having his/her place of abode outside the physical limits of the State of Oklahoma.

### Section 2: Membership Classes

The Membership of this Association is divided into two classes: Life Members and Annual Members. The Board of Directors reserves the right to modify the class structure of Membership as is deemed necessary.

### Section 3: Membership Fees and Year

The fee for all classes of Membership will be fixed by the Board of Directors. All applications for memberships must be accompanied with full payment of the required membership fee for said membership application. All applications for membership shall be reviewed and subject to approval by the Board of Directors. All membership fees shall be determined by the Board of Directors on an annual basis. All dues shall be payable in advance and the dues for annual membership become due as of September 1st, or the first day of each target year as defined by the ATA.

### Section 4: Membership Dues in Arrears

No member shall be permitted to compete for trophies or monies offered by the Association while in arrears with his/her Association and/or ATA dues or fees, nor shall such member be entitled to vote in any Association meeting or be considered an active member of the Association.

### Section 5: Life Membership

- (a) A life membership in the Association shall be non-assignable and non-transferable and shall be terminated automatically upon the death of said life member. The owner of a life membership shall not be subject to the payment of annual dues.
- (b) Life membership shall be issued by the secretary-treasurer upon payment of a life membership fee, the amount of which shall be determined from time to time by the Board of Directors, and upon approval of the respective member by the Board of Directors as to his/her character and qualifications to serve as a member in good standing in the Association.
- (c) The issuance and acceptance of life memberships may be discontinued at any time at the discretion of the Board of Directors.
- (d) A life membership shall be evidenced by an appropriate certificate and membership card. The Board of Directors shall determine the form of certificate and membership card to be issued. No Life membership shall be effective until after receipt of proper application and payment of said life membership fee at the general office of the Association, Board of Director approval of same, and issuance of both certificate and membership card.

### Section 6: Annual Membership

- (a) Annual membership in the Association may be secured each year with the membership year

beginning September 1<sup>st</sup> upon the payment of a membership fee, the amount of which shall be determined from time to time by the Board of Directors, and upon approval of the respective member(s) by the Board of Directors as to his/her character and qualifications to serve as a member in good standing in the Association.

- (b) A membership as an annual member shall be evidenced by a membership card or sticker, the form of which shall be determined by the Board of Directors. Annual members shall pay no dues or assessments other than the annual membership charge.

### **Section 7: Member in Good Standing**

A Member in good standing of the Association shall be defined, as determined by the Board of Directors of the Association, as an individual who:

- (a) Is a paid-up member of the Association for the September 1 to August 31 Target Year.
- (b) Supports the actions and activities of the staff of the Home Grounds during regular operations, and of club staff and shoot management at any and all gun clubs within the State.
- (c) Supports the actions and activities of the Officers and Board Members of the Association in the performance of their duties in the conductance of Association business.
- (d) At no time makes threats towards the personage, property, or assets, or any form of personal harassment, towards any Member, Director or Officer of the Association in relation to activities undertaken at any gun club event, registered shoot, or operations related to the Home Grounds or Association Business, or has undertaken such activities against Members, Directors or Officers as a member of other shooting associations.
- (e) Behave in a manner by which the individual may be seen as a positive influence for the advancement of Amateur Trapshooting and other shotgun sports in the State of Oklahoma.
- (f) Conduct themselves at registered trap shoots by the codes defined in Section II.C of the ATA Rules and By-Laws and/or by the applicable rules and By-Laws of the organization holding such events.

### **Section 8: Member Participation in Registered Shoots**

Both life and annual members (upon payment of dues for the Target Year), upon presentation of their Association membership cards and ATA average card, payment of registration fees, and compliance with the rules and regulations of this Association and the ATA that govern registered shoots, may participate in all contests registered with the Association by gun clubs within the State of Oklahoma.

### **Section 9: Rights and Privileges of Membership**

The rights and privileges of annual and life membership in the Association are as follows:

- (a) The right to vote for the Directors of the Board of Directors and Elected Officers of the Association.
- (b) The right to be eligible to hold office in the Association.
- (c) All Association rights are vested only in members of the Association who have fulfilled all their duties of membership, maintained member in good standing status and paid all current Association dues.
- (d) Any member who is a resident of the State of Oklahoma for six (6) months or longer, who is a paid member of the Association, and a member in good standing, shall have the privileges

of discussing or speaking on any subject considered in order by the President of the Association, at any special or annual meeting called by the Association. This privilege shall be subject to time limitations imposed on the speaker by the President or meeting Chairman presiding over said meeting.

### **Section 10: Membership Vetting**

The Board of Directors and Officers of the Association reserves the right to apply a vetting process as is allowed for the Association, to determine whether a member candidate possesses the capacity to serve as a member in good standing, and to refuse membership to any Candidate the Board or Officers finds does not fit the definition of a member in good standing. This power includes refusal of membership to any life or annual member of other shooting associations within the State of Oklahoma or elsewhere, whom the Board of Directors and Officers determines does not fit the definition of a member in good standing.

### **Section 11: Suspension and Expulsion of Members**

- a) The Board of Directors and Officers of the Association hereby retain the vested power to bring action to suspension of any Life or Annual member of the Association for such period of time as is deemed appropriate, or to apply a lifetime expulsion of a Life or Annual member for causes that represent a material violation of the By-Laws of the Association, or other actions considered pre-judicial to the best interests of the State Association and ATA, or a violation of rules of the ATA, as may be determined by a majority vote of the Board of Directors.
- b) Charges against the accused member must be based in fact, and be presented in writing. A copy of said charge must be furnished to the accused member by mailing said charges to the member at least ten (10) days prior to any determination action taken by the Board of Directors.
- c) The Board of Directors, upon majority vote, reserves the right to suspend the shooting rights of any member for actions or activities that disrupt the harmony or activities of any registered shoot at the request of any gun club or shoot management team at ATA registered shoots held within the State of Oklahoma for a period of 364 days without hearing. Said suspension of shooting rights will only be applicable only to ATA registered shoots within the State of Oklahoma (Amended by Board, June 10, 2016)
- d) If the Board of Directors determines the charges against the member to be sufficiently serious as to warrant a suspension longer than one (1) year, or permanent expulsion of said member, then said member shall have a right of appeal by the Board of Directors at a meeting called for that purpose. At that meeting, the Board of Directors shall hear and weigh the evidence in defense of the charged member as he/she may care to present. Thereupon, the Board of Directors shall have the authority to change the suspension to any period of time it determines is appropriate, including permanent expulsion, which shall be done by a majority vote of the Board of Directors present at the said meeting.
- f) A member's right of appeal shall be preconditioned upon said member serving a notice of appeal to the President of the Association within thirty (30) days of the mailing of the Boards decision to said member's residence of record on the official records of the Association; a member failing to serve said notice shall irretrievably lose his/her right of appeal.

- g) The Hearing conducted shall be in accordance with rules of order; the Board of Directors of the Association shall make a ruling. Any suspension of a member by the Board of Directors shall not be stayed by appeal taken by the said member to the Board of Directors
- h) The secretary's report shall include the particulars of each suspension action of more than one (1) year taken by the Board of Directors subsequent to the immediately preceding annual meeting of the Board of Directors.

**Section 12: Private Property of Members, Directors and Officers**

The private property and assets of the Members, Directors and Officers shall not be subject to the payment of any Association debts or liabilities to any extent whatsoever.

**ARTICLE IV: BOARD OF DIRECTORS**

**Section 1: Directors of the Board of Directors** (amended by standing Board, 3 June, 2018)

The Board of Directors shall be comprised of elected individuals ("Director"). The number of Directors of the Association shall be nine (9). The initial terms of the Directors shall be one (1) year, beginning September 1<sup>st</sup> and running through August 31<sup>st</sup> of the next year. Directors will be chosen by vote at the Annual Meeting at the Annual Oklahoma State Trap Shoot, exact date of election to be determined by the Board of Directors. A total of five (5) Directors must be voted into office at the Annual Meeting and will begin serving their term the coming September 1, which corresponds to the beginning of the next ATA Target Year. An additional four (4) Board members may be either elected at the Annual Meeting, or be appointed by the President and Vice-President. The Board of Director seats are identified as follows:

Board Director Seat # 1- President	Elected Officer
Board Director Seat #2-Vice-President	Elected Officer
Board Director Seat #3	Elected Officer
Board Director Seat #4	Elected Officer
Board Director Seat #5	Elected Officer
Board Director Seat #6	Elected or Appointed Officer
Board Director Seat #7	Elected or Appointed Officer
Board Director Seat #8	Elected or Appointed Officer
Board Director Seat #9	Elected or Appointed Officer
Board Director Seat #10	Elected or Appointed Officer
Board Director Seat #11	Elected or Appointed Officer

The elected and appointed members of the Board of Directors have the power to appoint a willing member in good standing, or Board Member, to serve as Chairperson of Trapshooting Committee related to the State Shoot (amended by standing Board, 10 June, 2016; Number of members expanded to nine members, 10 June, 2016. Number of members expanded to 11 members, 3 June 2018.

Each Director shall carry one (1) vote at all regular and special meetings of the Board of Directors

**Section 2: Quorum for Board of Director Meetings**

A majority of the Board of Directors shall be necessary for a quorum, and a majority vote by those

Directors present shall be necessary to transact business at any Board of Directors meeting.

### **Section 3: Representation by Proxy Disallowed**

No Board Director shall ever be represented by proxy in any Board of Director meeting

### **Section 4: Authority and Delegation of Authority**

The Association's Board of Directors shall delegate specific authority to the Officers of the Association to manage, operate and execute the business affairs of the Association and administer all matters of governance of the Association. The Board of Directors shall have the duty to outline and put in force the general operating policy of the Association. The Board of Directors shall designate the time and place of all registered ATA tournaments and registered club shoots held in the State of Oklahoma, prescribing all championship requirements, allotting, donating, and distributing all trophies, cash contributions for competitive trapshooting under such conditions and at such time and place as it in its judgment may deem best for the sport. It shall have the duty, specifically, to see that the business operation and property of the Association are efficiently managed to the best interest of this Association.

### **Section 5: Appointment of Vacant Board of Director Seat**

The existing and/or surviving Board of Directors shall appoint a qualified and willing member in good standing to fill any vacant Board of Director seat for any reason, including but not limited to the following vacancies:

- The resignation, death, or legal disability of an elected Director
- Removal of elected Director due to failure of said Director to attend, without valid excuse or cause, three consecutive Board of Directors meetings, said Director seat shall be determined vacant
- After an election, any vacant Director seat shall be filled by appointment by the existing Board of Directors or the sitting Board of Directors at the time of appointment

### **Section 6: Director Compensation**

Directors shall not receive wage or salary compensation for the execution of the duties of his/her office or for his/her performance of his/her duties. Directors shall be reimbursed for actual out of pocket expenses, as approved by the President or the Board of Directors upon presentation of documentation supporting such reimbursement to the Association. In appreciation for service to the Association the Board of Directors may adopted a written policy of issuing a non-cash appreciation award to be administered as the Board of Directors determines, the Directors are not excluded from accepting said appreciation awards.

### **Section 7: Director Liability and Property**

No Director of the Association may be held personally liable for any actions undertaken in conductance of the business and activities of the Association, or business activities related to operations undertaken on the Association Home Grounds. The private property and personal assets of Directors shall not be subject to the payment of Association debts or liabilities to any extent whatsoever.

### **Section 8: Board of Directors Authority and Power**

The Board of Directors shall have the authority and power to do any and all things on behalf of the Association, not specifically denied them by the By-Laws, including but not limited to:

- (a) To make, alter, revise or repeal the By-Laws of the Association by a majority vote of the existing Board of Directors of the Association as determined to be in the best interest of the Association and the membership of the Association.
- (b) The power and authority to buy, sell, lease, or transfer any or all of the real estate and other property of the Association,, including its goodwill and other intangible assets, upon such terms and conditions as may be deemed in the best interest of the Association, is hereby vested in the Board of Directors at any regular or special meeting of said Board of Directors of the Association.
- (c) The Association may in its By-Laws confer additional powers not expressly conferred upon them by other statutes or sections in these By-Laws.
- (d) The President, in discussion with the Board of Directors, may by majority vote engage a paid manager of the Home Grounds of the Association, 5100 South Evans Road, El Reno, Oklahoma. Said manager will be under the supervision and direction of the Officers of the Association. The President and Board retain the power to dismiss any individual serving as manager of the OTSA Shooting Park (amended by standing Board, 3 June, 2018).

## **ARTICLE V: MEETINGS**

### **Section 1: Annual Meeting**

The annual meeting of the membership of the Association shall be held each year during the Annual Oklahoma State Trap Shoot, normally held in May or June. The Annual Meeting will be held on the Sunday or last day of the Annual Oklahoma State Trap Shoot between the hours of 8:00 AM and 10:00 AM at which time all members of the Association who are members in good standing, have paid all current Association dues and have resided in Oklahoma for a period of six (6) months prior to the called Annual Meeting shall be entitled to one (1) vote for the candidates for the Board of Directors of this Association. The method of holding the election, casting votes, counting votes, validating and posting the election results shall be determined exclusively by the existing Board of Directors.

The Treasurer shall post financial statements that includes a Statement of Assets, Liabilities & Net Assets and Statement of Activity for the prior twelve months ending December 31<sup>st</sup> (Calendar Year), and for interim financial statements for the current year to date period ending April 30<sup>th</sup> of the current year, or as determined by the Board of Directors. Said financial statements shall be available for viewing by any interested member of the Association that is in good standing..

The Secretary shall make available Board of Director approved Minutes of the Board meetings of the current target year for interested member(s).

### **Section 2: ATA Delegate and Alternate ATA Delegate Election:**

The election of the ATA Delegate and Alternate ATA Delegate will be held during a concurrent election at the Annual Meeting according to the By-Laws of the Amateur Trapshooting Association (ATA). Voting members must be ATA Members and Oklahoma Trap and Skeet Association members to be eligible to vote for the ATA Delegate and Alternate ATA Delegate.

### **Section 3: Member Called Special Meeting**



Any member in good standing of the Association may cause the calling of a Special Meeting of the Board of Directors by presenting to the President or the Board of Directors a duly certified and validated petition bearing the signatures of at least fifty-one (51%) percent of the existing Association members in good standing. Upon validating said petition bears the signatures of at least fifty-one percent (51%) of the Association's members in good standing, the President or Board of Director's shall call a Special Meeting, which may be for any purpose.

#### **Section 4: Notice of Special Meetings**

Notice of special meetings shall be given to members of the Association, by posting said notice of Special Meeting in writing at the Associations offices, website, mass e-mail, or mail at least ten (10) days before the date fixed for such meeting. No business shall be transacted at such special meeting except that which is specified in the notice.

#### **Section 5: Meeting Quorum**

A majority of the then existing Board of Directors shall constitute a quorum.

#### **Section 6: Voting Rights of Membership**

Each active member in good standing of the Association shall have one (1) vote at any meeting where the general membership has the duty of voting on Association issues. There shall be no voting proxy.

#### **Section 7: Regular Meetings**

The Board of Directors shall meet upon call of the President at no less than four (4) meetings, one (1) per quarter per target year for the business of the Association.

#### **Section 8: Special Meetings**

Special meetings of the Board of Directors to address a specific issue may be called by the President at the request of three (3) Directors. The President shall fix the time and place for holding requested special meetings of the Board of Directors. Notice of such meetings shall be sent to each Director by telephone, mail, website of the Association, or e-mail.

#### **Section 9: Quorum for Special Meetings**

A quorum for a special meeting must include five (5) of the Board of Directors.

In the absence of a Board of Director quorum at a duly called Special Meeting, a majority of the Association memberships, as defined by the number members of in good standing of the Association shall constitute a quorum at the Special Meeting of the membership.

#### **Section 10: Emergency Conference Call Voting In Lieu of Board Meeting**

When it appears that it is imperative that time is of the essence for resolution of an issue, the President shall have the power to place a Conference Call to all directors and to submit such issues as he/she deems necessary for the best interest of the Association. Each Director shall vote, and the vote will be recorded by the Secretary. A quorum of Directors is required for a valid vote.

## ARTICLE VI: OFFICERS & THEIR DUTIES

### Section 1: Officer Descriptions

The Officers of the Association shall be a President, a Vice President, a Secretary, a Treasurer. The office of President (Board Director Seat #1) and Vice-President (Board Director Seat #2) shall be elected by a vote of the general membership of the Oklahoma Trap and Skeet Association at the Annual Meeting held at the Annual Oklahoma State Shoot, or as called by special election by the existing Board of Directors. The President, with the consent of the Board of Directors, shall appoint a separate Secretary and Treasurer, or a combined Secretary/Treasurer. The Secretary and Treasury officers may be but are not required to be Directors. The Board of Directors can call an election for new Directors of the Association by majority vote of the Board of Directors at a regularly scheduled or special meeting in accordance with Article V, Section 3.

### Section 2: President and Vice-President Terms

The President and Vice President shall be elected by the membership every year for a one (1) year term at the Annual Meeting during the Annual Oklahoma State Shoot. Each Officer so elected or appointed shall hold office until his successor shall have been duly elected, or appointed and qualified.

### Section 3: Removal of Officers

Any officer either elected by the membership or appointed by the President, with consent of the Board of Directors, may be removed by a majority vote of the Board of Directors, whenever the removal of said officer is in the best interest of the Association as determined by the Board of Directors.

### Section 4: President Succession

That in the event of the resignation, death or legal disability of the President, the Vice President shall immediately succeed to the office of President.

### Section 5: President Authority and Duties

The President shall be the principal executive officer of the Association and subject to the control of the Board of Directors, shall in general supervise and control all of the business affairs of the Association. He shall, when present, preside, as Chairman, over all meetings of the Board of Directors and of the membership.

- a) The President shall sign or delegate authority to other officers to sign, any deeds, mortgages, bonds, contracts, or other instruments and in general shall perform all duties incident to the office of President and such other duties as may be proscribed by the Board of Directors from time to time.
- b) The President shall have full power and authority to represent the Association at all meetings held inside and outside of the State of Oklahoma and to appoint all other committees determined to be necessary to operate the Association.
- c) The President, in discussion and consultation with the Secretary, shall approve any and all requests of gun clubs in the State of Oklahoma for dates for trap shoots registered with the Amateur Trapshooting Association.

### Section 6: Vice-President

The Vice President, in the absence of the President or in the event of his death, inability, or refusal to

act, shall perform the duties of the President, and when so acting shall have all powers of and be subject to all of the restrictions upon the President. The Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

### **Section 7: Secretary**

The Secretary shall be appointed by the Board of Directors for a period of two (2) years, and shall:

- (a) Keep the minutes of the Board of Directors meetings in books provided for that purpose, and see that all are duly kept in accordance with the provisions set forth by these bylaws.
- (b) Be custodian of the corporate records and of the seal of the Association and see that the seal of the Association is affixed to all documents, the execution of which on behalf of the Association is duly authorized.
- (c) Keep a register of the name and address of each member of the Association
- (d) In general perform all duties incident to the office and such other duties as may be assigned to him/her by the President or Board of Directors.

### **Section 8: Treasurer:**

The Treasurer shall be appointed for a period of two (2) years by the Board of Directors and if required by the Board, shall give bond for the faithful discharge of his/her duties in such sum and with such sureties as the Board of Directors shall determine.

- (a) Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association. Receive all monies due and payable to the Association from any source whatsoever and deposit the same in the name of the Association in such banks or other depositories as shall be designated by the Board of Directors.
- (b) Collect all membership dues and other monies due and payable to the Association and keep an accurate record necessary of all receipts and disbursements and make a report of the same for the annual meeting of the Board of Directors for their approval or as required by direction of the Board of Directors.
- (c) Treasurer shall have the authority and power to issue payment for all incurred accounts payables, expenses and other disbursements required of the Association in normal operation of the Association.
- (d) Treasurer shall have the authority and power to sign and execute all tax authority returns, forms, applications, permits, insurance policies, workers compensation insurance applications, bank account agreements and other documentation necessary for the normal operation of the Association.
- (e) In general to perform all of the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him/her by the President or the Board of Directors.

### **Section 9: Officer Compensation**

No elected or appointed officer of the Association shall receive wage or salary compensation for the execution of the duties of his/her office or for performance of his/her duties. However, officers may be reimbursed for actual out of pocket expenses, as approved by the President or the Board of Directors, upon presentation of supporting documentation to the Association and requesting reimbursement. In appreciation for service to the Association the Board of Directors may adopt a written policy of issuing a non-cash appreciation award to be administered as the Board of Directors determines, the Officers of the Association are not excluded from accepting said appreciation awards.

### **Section 10: Officer Liability and Property**

Elected and appointed officers of the Association may not be held personally liable for any actions undertaken in conducting the business and activities of the Association, or business activities related to operation of the Home Grounds of the Association. The private property and assets of Officers shall not be subject for the payment of Association debts or liabilities to any extent whatsoever.

## **ARTICLE VII: CONTRACTS, LOANS, CHECKS, REPORTS AND ANNUAL STATEMENTS**

**Section 1:** The Board of Directors may delegate and authorize the President or Vice President to enter into, execute and deliver any contract, agreement or other legal instrument in the name of and on behalf of the Association, except for contracts, agreements or other legal instruments that are limited in other sections of these By-Laws of the Association.

**Section 2:** All loans and indebtedness of the Association shall only be authorized by a majority vote of the Board of Directors in a written resolution authorizing said loan or indebtedness. Such authority may be general or confined to specific instances.

**Section 3:** All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Association, shall be signed by such officer or officers of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors.

**Section 4:** All funds of the Association not otherwise employed shall be deposited from time to time to the credit of the Association in such banks or financial institutions as the Board of Directors may select.

**Section 5:** The Board of Directors may engage a review or agreed upon procedures of financial records of the Association by a Certified Public Accountant at the change of persons serving as Treasurer, or at other times at the discretion of the Board of Directors, the results of which, will be presented to the entire Board of Director and Officers of the Association upon completion.

**Section 6:** The President and Treasurer shall prepare an Annual Report of the important business of the Association together with an annual financial statement reflecting assets, liabilities, net assets, revenue, and expenses. Said financial statement shall be delivered to all Board of Directors as soon as completion permits. The Annual Report shall be made for the year beginning January 1 and ending December 31 for such preceding twelve months of said year.

**Section 7:** To safeguard information related to bank and credit/debit card accounts of members and customers, no member shall be allowed direct access to detailed financial records of the Association. Only the issued financial statements of the Annual Meeting, as per Article V, Section 1, or presented at scheduled quarterly meetings of the Board of Directors will be available to the membership.

**Section 8:** Members who wish to obtain access to the Minutes of the quarterly meetings of the Board of Directors must review copies posted at the Association's Home Grounds or the Association's website.

## **ARTICLE VIII: ORDER OF BUSINESS FOR MEETINGS**

The Membership will be provided a list of scheduled regular meetings via the Association website or other electronic means. The order of business shall be:

1. Roll Call
2. Determination of Quorum
3. Introduction of Guests
4. Reading of Minutes of Prior Meeting (s)
5. Treasurer's Report
6. Reports of Officers
7. Reports of Special Committees
8. Reports of Standing Committees
9. Unfinished Business
10. New Business
11. Adjournment

## ARTICLE IX: TOURNAMENTS

**Section 1:** Any gun club or individual(s) interested in shooting ATA registered targets, and who have organized a club, are known residents of Oklahoma and want to promote trapshooting in the State, may make applications to the Association to hold registered shoots under the rules of the ATA (Sections 3 through 8) and the OTSA. Gun club requirements for registered shoots are:

- (a) Gun clubs must pay a \$20 yearly fee to cover secretarial and other expenses related to registering shoots. The Directors may change the amount of fees from time to time. Fees are due to the Association when the club submits their first request for shoot dates for the Target Year. Requests for registered shoots must be made to the Secretary of the OTSA.
- (b) The name of Club officials who serve as contacts should be submitted to the Secretary of the Association at the time of their first request for shoot dates in a Target Year. A mailing address where forms and correspondence may be sent must be supplied.
- (c) Gun clubs must mail a copy of reports of all registered shoots and checks for (1) costs of shooter daily fees and (2) OTSA annual dues paid at each registered shoot. The report shall include copies of all renewals and new ATA and OTSA membership forms, copies of all shooter scores, and a copy of trophy reports for shoot events. All gun clubs are encouraged to forward copies of trophy reports to Trap & Field magazine.
- (d) If a gun club cancels a registered shoot, the gun club must forward proper notification to the ATA, and the OTSA who will forward said cancellation to the general membership via notices on the OTSA website, and by e-mail. Gun clubs are encouraged to also call any local members who do not have internet access, or are listed on their mailing list.
- (e) No gun club requesting registered trap shoots may request dates that conflict with trap shoots dates being held at the Oklahoma Trap And Skeet Association's Home Grounds. No registered trap shoots will be allowed by any gun club in the State of Oklahoma during the week of the Oklahoma Trap And Skeet Association's Annual State Trap Shoot.
- (f) Any shooter who wishes to compete in any ATA registered event in the State of Oklahoma is not required to be a member of any gun club or shooting facility within the State to participate in a duly authorized ATA registered shoot, beyond the requirement of State residents being members of the State Association. (See Article III, membership; and ATA Rules Section IV A, 2.b, payment of state/provincial dues).

**Section 2:** The Board of Directors by majority vote, communicated by any reasonable means without holding a Special Meeting, may expel and declare ineligible any member of the OTSA at any and all registered shoots for unsportsmanlike or ungentlemanly/ unwomanly deportment or conduct during registered shoots.

**Section 3:** The Board of Directors shall determine the date of the Annual State Trap Shoot tournament. The Board shall serve as referees and judges at the Annual State Trap Shoot tournament. The manner in which the added monies and any options are to be divided may be determined by a meeting of the Board of Directors.

**Section 4:** That all clubs within the jurisdiction of the Oklahoma Trap and Skeet Association who, during a registered tournament shall offer option pools or purses shall, at least one half hour before the proposed payoff, post and make full display of any and all accounting and

payoff sheets. That said, each club shall be responsible to post and account for all proceeds, deductions or any expenses subtracted from such purses or pools, and any unauthorized shortages or deductions not advertised as such in advance as being deducted from such pool or purse, shall immediately be replaced by such hosting club. Any person having a grievance arising out of an option pool or purse may file a written complaint with the Board of Directors and include therewith a deposit in the amount of \$250.00 to cover expenses of the investigation. Thereafter, the matter shall be fully investigated by the Board of Directors. A complaint shall not be considered unless the requisite fee accompanies the written complaint. If it be determined by the Board of Directors after due investigation that:

- (a) The complaint is not based on actionable grounds, and that no further action is necessary, the complainant shall be so advised in writing, and the aforesaid sum of \$250.00 shall be retained by the Association to cover the expenses and costs generated by the complainant.
- (b) If upon due investigation the Board of Directors shall immediately cause and order to be made to such offending club setting forth therein its finding together with its mandate of what such club shall do to rectify the situation. The offending club shall forthwith comply with such mandate, giving the Association a written statement thereof and further shall pay to the state Association the sum of \$250.00 which amount shall be remitted to the complainant as reimbursement for his original deposit.
- (c) The decision of the Board of Directors shall be the final decision. Further, the Board shall have the power, if in their judgment and discretion, to suspend the registered shooting privileges of any club during the pending investigation or adjudication of any complaint, or for failure of any club to comply with and fully respond to any mandate.

**Section 5:** That any club holding registered shoots within the jurisdiction of Association, which may become in arrears of any fees, fines, or assessments due either the Association or the Amateur Trapshooters Association shall be suspended by the Board of Directors from holding any further registered shoots until the sum be paid or alleviated to the satisfaction of said Board of Directors

**Section 6:** That in connection with ARTICLE IX Section 5, the Board of Directors by formal action shall have the authority to require the posting of a performance bond, in the amount deemed adequate by such Board of Directors, from any club within its jurisdiction. Such bond will be conditioned upon the faithful and accurate compliance with any and all rules and regulations or by laws of this Association subject to the orders and pleasure of the Board of Directors. Such bond shall at all times be subject to the payment of and any all arrearage with the party posting the same shall be liable.

## **ARTICLE X: ATA DELEGATE**

**Section 1:** The Amateur Trapshooting Association Delegate and Alternate Delegate shall be elected by ballot or show of hands of all annual and life members in good standing at the Annual Meeting of the Association. Members voting for the Delegates must be members of both the Association and the Amateur Trapshooting Association to be eligible to vote for said Delegates. To be eligible as a nominee to the office of ATA Delegate and Alternate Delegate, each nominee must be a current annual or life member in good standing with the Association and a life member of the Amateur Trapshooting Association. The Delegate and Alternate Delegate must meet the requirements listed in ATA Rules and By-Laws Sections I and fulfill the following obligations and requirements:

- (a) The Delegate or Alternate Delegate if necessary shall represent the Association at the annual meeting of the Amateur Trapshooters Association at the Annual ATA Grand American Trap Shoot.
- (b) He/she shall abide by the decisions and instructions of the President of the Association and the Board of Directors at such meetings.
- (c) if the Delegate intends to bring up any subject for discussion at the ATA directors meeting other than regular business that could be controversial or subject to debate, the Delegate must discuss this with the President or the Board of Directors of the Association before this meeting.
- (d) The Alternate Delegate shall perform the duties of the Delegate in the event of the inability of the Delegate to attend this annual meeting.
- (e) In the event the office of the ATA Delegate is vacated for any reason before the current term of office has expired, the first Alternate shall become the ATA Delegate and shall serve out the remaining term of office.
- (f) The Board of Directors of the Association shall then appoint a second Alternate Delegate.
- (g) The two (2) ATA Delegates will see that all gun clubs holding registered shoots in Oklahoma are properly classifying and handicapping all shoots. In case of infractions of rules, the Delegates have full authority to investigate the gun clubs of these infractions and to present this evidence to the Board of Directors for their disposition.

## ARTICLE XI: INDEMNIFICATION

**Section 1:** Provisions of this Article, if the Association deems it to be so, shall be in the nature of a contract between the Association and each of its Directors and Officers made in consideration of such persons' service to the Association. The protection afforded each Director or Officer by the provisions of this Article shall survive such person's term of office. This article may not be repealed, nor may the benefits hereby afforded the Directors and Officers be diminished, except as to liability accruing in respect to acts or omissions occurring after the date of such repeal or modification.

**Section 2:** The Association shall hold harmless and indemnify each Director and Officer for their actions on behalf of the Association to the fullest extent authorized or permitted by the provisions set forth in these By-Laws or any other additional statutory provisions which are hereafter adopted authorizing or permitting such indemnification.

**Section 3:** The Association may purchase and maintain for the benefit of each Director or Officer, as named insured or additional insured, a policy of general comprehensive liability insurance (covering claims arising out of death, illness, or injury or out of property loss or damage) and Directors' and Officers' liability insurance (covering claims arising from wrongful acts or omissions) in respect of liabilities asserted against, and/or incurred by its Directors or Officers in either such capacity or in the performance of their services for the Association.

**Section 4:** Subject only to the exclusions set forth in Section 5 of this Article, the Association shall hold harmless and indemnify each Director and Officer; 1) against any and all expenses, judgments, fines and amounts paid in settlement actually or reasonably incurred by such Director or Officer in connection with any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (including an action by or



in the right of the association) to which such Director or Officer is, was, or at any time became a party, or is threatened to be made a party, by reason of the fact that such Director or Officer is, was, or at any time becomes a Director of Officer of the Association.

**Section 5:** No indemnity pursuant to Section 4 of this Article shall be paid by the Association ; 1) except to the extent the aggregate of losses to be indemnified thereunder exceeds the amounts of such losses for which the Director or Officer is indemnified either pursuant to Section 2 of this Article, or pursuant to insurance of the type referred to in Section 3 of this Article, purchased and maintained by the Association, 2) in respect of remuneration paid to such Director or Officers if it shall be determined by a final decision of a court having jurisdiction in the matter that such remuneration was in violation of the law, 3) on account of such Director's or Officer's conduct which is adjudged by a court having jurisdiction in the matter that have been knowingly fraudulent, deliberately dishonest or willful misconduct, or 4) if a final decision by a court having jurisdiction in the matter shall determine that such indemnification is not lawful.

**Section 6:** All agreements and obligations of the Association contained in this Article shall continue during the period the Director or Officer is a Director or Officer of the Association and shall continue thereafter so long as the Director or Officer shall be subject to any possible claim or threatened, pending or completed action, suit or proceeding, whether civil, criminal or investigative, by reason of the fact that he or she was a Director or Officer of the Association.

## ARTICLE XII: ASSOCIATION SEAL

**Section 1:** The Board of Directors may provide a corporate seal, which may be circular in form and shall have inscribed thereon the name of the Association and the state of incorporation and the words, Corporate Seal.

**Section 2:** The official emblem of the Association (below) may be illustrated for use on official documents, OTSA advertising for the State Shoot and other registered shoots sponsored at the Home Grounds, and shall not be copied by any person for their private use or profit.



### **ARTICLE XIII: WAIVER OF NOTICE**

Unless otherwise provided for by law, when any notice is required to be given to any member, Director or Officer of the Association under the provisions of these By-Laws, or under the provision of the Article of incorporation, 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 such notice as required.

### **ARTICLE XIV: LIQUIDATION OF THIS ASSOCIATION**

In the event of the liquidation of this Association, by majority vote of the Board of Directors or other deemed action of liquidation, all of the Association's remaining assets, after payment or provision for all liabilities, shall be distributed to or for the benefit of a governmental entity or one or more organizations described in Section 501(c) of the Internal Revenue Code, as determined by a majority vote of the Board of Directors of this Association. The above reference to Section 501(c) of the Internal Revenue Code refers to such section now in force and as it may hereafter be amended as well as to any corresponding provisions of the subsequent United States Tax Law.

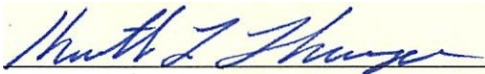
Approval and Adoption of these BY-LAWS by the Board of Directors at the Special Meeting held at 5100 S. Evans Rd, El Reno, Oklahoma on May 25<sup>th</sup> 2015 for the Oklahoma Trap and Skeet Association.

Phil Densmore  
President and Director Seat #1



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Ron W. Trautwein  
Vice President and Director Seat #2



Kenneth L. Thompson  
Secretary/Treasurer and Director Seat #3



J. G. White

Micah B. Steelman **M**  
Director Seat #5

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