

ARTICLE I – NAME

The name of the corporation shall be the ASCA, INC. (Hereinafter referred to as “ASCA”) and is incorporated pursuant to the provisions of the Arizona Nonprofit Corporation Code.

ARTICLE II – PURPOSE

The purpose of the ASCA shall be as follows:

- To manage the business of the Arizona Sporting Clays Association in a way that is most beneficial to its membership and the long-term growth of the organization.
- To promote, govern and encourage organized sporting clay shooting among residents of the State of Arizona.
- To manage the ASCA registered tournament calendar for the state of Arizona in a fair and unbiased way that is beneficial to all member ranges.
- To increase among Arizona members the knowledge of the safe handling and proper care of firearms, as well as improved shotgun marksmanship.
- To promote the development of those characteristics of honesty, good fellowship, self-discipline, team play and self-reliance which are essentials of good sportsmanship. The ASCA is dedicated to the development of the sport at all levels of participation.

ARTICLE III – OFFICES

The principal office of the ASCA shall be located at the address of the Secretary-Treasurer. Other offices for the transaction of business shall be located at such places as the Board of Directors designates.

ARTICLE IV – OFFICERS

The elected officers of ASCA shall be President, Vice-President, Secretary-Treasurer, and 3 directors to be known as “State-at-Large Directors”.

The terms of office shall be as follows:

- President – two years
- Vice-President – two years
- Secretary-Treasurer – two years
- State-at-Large Directors – two years

All elected ASCA officers must be and remain in good standing with the ASCA and NSCA for the duration of their term. Any officer that is not in good standing with the ASCA and NSCA may not participate in board meetings/decisions and is subject to removal per Article VI.

ARTICLE V – DUTIES OF ELECTED OFFICERS

President:

The President shall preside at all Board of Directors` meetings of the ASCA, and is empowered to execute all contracts and legal instruments, and have general charge and supervision of all the affairs of the ASCA and shall be a member of all committees. If the President is unable to preside, the Vice-

President shall preside in his place and if both the President and Vice-President are unable to preside, the Secretary-Treasurer shall preside over any said meeting.

Vice-President:

The Vice-President shall have the responsibility for the general promotion of clay shooting. He/She shall aid any new group in the organization or any clay shooting club under the auspices of the ASCA and the National Sporting Clays Association (hereinafter referred to as "NSCA"). The Vice-President shall determine and report to the Board of Director's the number of Arizona members in good standing, the number of current and active ranges and clubs in Arizona, and the growth/decline in both memberships and targets shot at the first scheduled meeting of each calendar year.

Secretary-Treasurer:

The Secretary-Treasurer as Secretary shall keep all minutes of all ASCA meetings. He/She shall collect all dues, issue all notices and shall perform such other duties as the President of the Board of Directors may require. As Treasurer, he/she shall be the custodian of all monies, trophies, securities and vouchers of the ASCA and shall preserve the receipts of monies paid out. He/She is authorized to receive all funds due the ASCA and to place such funds in any bank or banks as the Secretary-Treasurer shall desire and is hereby authorized to make routine disbursements in furtherance of the course and scope of the objectives of the ASCA, subject to the ratification and approval of the Board of Directors at their next meeting. The Secretary-Treasurer shall make no extraordinary disbursements without the express authorization by vote of the ASCA membership at the Annual State Meeting or by order of the Board of Directors.

While an interim accounting of monies received and routine disbursements made is required to be approved at each meeting of the Board of Directors, a detailed report of all monies received and distributed by the Secretary-Treasurer shall be made at the Annual State Meeting.

State-At-Large Directors:

The duties of the State-at-Large Directors shall be to act as a liaison between the membership-at-large and the Board of Directors.

ARTICLE VI – BOARD OF DIRECTORS

The Board of Directors shall consist of the President, Vice-President, Secretary-Treasurer, the current Arizona NSCA delegate(s), three State-at-Large Directors, and one representative of each member *range* in good standing. Member ranges in good standing shall be current with all administrative fees or dues, not be under suspension or sanction, and not be delinquent with any reports to ASCA or NSCA. Said representative shall be appointed by the member range and approved by 2/3 vote of the board of directors.

Each member of the Board of Directors shall be entitled to one vote at all meetings of the Board, the Annual State Meeting and any special meetings. Vote by proxy shall be according to the provisions of Article XVI herein only.

The Board of Directors shall have general charge of the affairs of the ASCA and may properly assume such other duties as are not specifically assigned to or performed by any committees as may, in their judgment, be necessary.

The Board of Directors shall have the authority to conduct investigations or hearings relative to any complaint against any participant who, or any club or range which, in the opinion of the Board is guilty of unsportsmanlike conduct, or any prejudicial acts that are detrimental to the best interest of the ASCA and to take such action as the Board deems appropriate.

The Board of Directors shall have full charge of all matters covered in the By-Laws, including special meetings, and all other business that is reasonably presumed to fall within the powers or duties of the Board.

Any member of the Board of Directors who fails to attend more than two (2) regularly scheduled meetings of the Board may be removed upon a 2/3rds majority vote of the Board in attendance, provided the vote is properly noticed as an agenda item to be considered and voted upon at the next meeting, whether regular or special. Although proxies may be exercised by the members of the Board of Directors, they shall not be considered as a substitute for actual attendance at any meeting.

A vacancy occurring on the Board of Directors may be filled by the affirmative vote of a majority of the Board of Directors, even if there is less than a quorum of the Board of Directors. The filling of a vacancy on the Board must be properly noticed as an agenda item, before it can be properly considered or voted upon. The Board of Directors, so chosen, shall hold office until the next annual election of the Board of Directors by the membership-at-large.

ARTICLE VII – RANGE AND CLUB MEMBERSHIP AND RESPONSIBILITIES

Membership:

Any gun range in the State of Arizona, having at least one sporting clays course or NSCA approved five-stand sporting clay range shall be eligible for membership in the ASCA, provided said range is a member in good standing of the NSCA and shall, at all times, follow the Rules and Regulations of the NSCA.

Any gun club in the State of Arizona, shall be eligible for membership in the ASCA, provided said club is a member in good standing of the NSCA and shall, at all times, follow the Rules and Regulations of the NSCA.

Upon application, and subsequent vote of approval by the Board of Directors, any range or club within the State of Arizona may become a member and shall enjoy all privileges of the ASCA.

Responsibilities:

It is the responsibility of any member range or club to identify to the participants, in advance of registration, whether or not the event will be registered with the NSCA and each participant's score reported. Any member range or club holding a registered tournament is required to determine that no person participates before showing his or her NSCA card in addition to paying the fees and/or dues as described in Articles IX and X herein. The member range or club's obligation described herein does not apply to participants in "Hunters" class that are not members of NSCA.

Each member range or club hosting a registered tournament shall comply with the Rules and Regulations of the NSCA. Member ranges or clubs not abiding by the NSCA Rules and Regulations shall be subject to Penalties /Suspensions under ASCA and NSCA guidelines.

It shall be the host range or club's responsibility to forward all monies due to the ASCA to the Secretary-Treasurer within fifteen days following completion of the tournament. Host range or clubs not complying with this fifteen (15) day requirement shall be assessed a penalty of \$25.00 per month, until paid.

Beyond the fifteen (15) day grace period set forth above, the President of the ASCA shall have the authority to impose a restriction of a member range or club's standing in the ASCA and shall immediately report the member range or club's non-compliance in writing to the NSCA. The member range or club may be prohibited from conducting further registered tournaments until said range or club makes proper payment to the ASCA for all membership fees collected, together with such appropriate fine, if any.

In the event any member range or club remains in non-compliance for a period of 180 days or has its membership privileges suspended for non-compliance with the payment or reporting requirements of the NSCA or ASCA three times within any five year period, the President of the ASCA shall call for the permanent suspension of the member range or club's privileges and registration with the ASCA to be voted upon and approved by a 2/3rds majority of a quorum of the Board of Directors of the ASCA. Any member range or club, or principal of a member range or club, shall not be allowed to hold any registered ASCA events or to reapply for membership in the ASCA for a period of at least one calendar year from the date of suspension. Upon the expiration of one calendar year, the suspended range or club or its principals may reapply for registration, subject to Board approval. All requirements for initial membership shall apply.

ARTICLE VIII – INDIVIDUAL MEMBERSHIP

Any resident of the State of Arizona shall be eligible for membership in the ASCA, provided said resident is a current member in good standing with the NSCA and is not restricted from owning or possessing a firearm under state or federal laws. Residency is defined by NSCA Residency Requirements.

Any member in good standing shall have the privilege of discussing or speaking on any subject at any annual or special meeting of the ASCA, provided they notify the Secretary-Treasurer of their request, identifying their name and the topic which they wish to address, at least seventy-two hours prior to an annual or special meeting for proper inclusion on the agenda of the meeting. Any member in good standing is entitled to one vote on the election of officers at the Annual State Meeting.

A member in good standing with respect to privileges outlined in Article XVII, in bringing bylaw amendment proposals to vote or signing a respective signatory showing support of such amendment proposals, must also be a bona fide resident in the State of Arizona as defined by NSCA Residency Requirements and has competed in a registered Sporting Clays event in Arizona during the current or previous calendar year.

ARTICLE IX – ANNUAL DUES

To be a member in good standing with ASCA, each member range or club must also be a member in good standing with the NSCA. All NSCA fees or dues are payable by the member range or club directly to the NSCA.

ARTICLE X – FEES

Each registered participant shall be charged a State fee of two cents (\$.02) per target for registration of targets with the ASCA. The aforementioned fee is in addition to any applicable NSCA fees charged. The host range or club shall comply with the remittance provisions of ARTICLE VII (b) above.

ARTICLE XI – ANNUAL STATE TOURNAMENT

The Annual State Tournament will be awarded by the ASCA Board of Directors according to the criteria set for the upcoming year.

A rotation of host clubs *or ranges* shall be in effect whereby each host club *or range* alternates first right to bid in an annual sequence. In the event a host club *or range* elects to no-bid or forgo their Annual State Tournament rotation, the next host club *or range* in the rotation will serve as first alternate. The host club *or range* position of rotation shall remain in effect even if the host club *or range* held the previous Annual State Tournament through alternate means.

In the event the host club *or range* scheduled to *hold* the Annual State Tournament elects not to hold the tournament or otherwise cannot fulfill the obligations set forth in its proposal, the alternate club *or range* shall be granted the right of first refusal to hold the Annual State Tournament.

Member clubs or ranges scheduled to host the State Tournament shall be required to submit an Annual State Shoot Proposal outlining the tournament shoot program, costs, services, accommodations, prizes and other pertinent information for the Board's review and consideration. This Proposal must be received by the Secretary-Treasurer of the ASCA at least thirty (30) days prior to the Annual State Meeting.

The purpose of this submittal shall be so that the ASCA Board of Directors can perform their due diligence on the proposal's scope, and that all financial responsibilities and agreements are clearly identified.

Any member range or club in good standing in the State of Arizona that has ten or more sporting clays stations, has been registered with the NSCA for at least one year prior to the Annual State Meeting, had two or more registered tournaments, and desires to be added to the annual rotation, may submit its proposal to the ASCA Board of Directors for consideration. To be added, a host range or club must clearly identify its ability to promote sporting clays to the members of the ASCA and advance the purposes and values of the ASCA and NSCA.

The ASCA Board of Directors reserves the right to conduct the Annual State Tournament under the ASCA club number should the member clubs/ranges in the rotation plan forgo conducting the State Tournament and may work with any range(s) in Arizona to host the event.

All financials for the Annual State Tournament shall be reconciled with the host club/range, vendors, and sponsors within 60 days of the close of the State Tournament.

ARTICLE XII – TOURNAMENT RULES

The latest revised rules of the NSCA shall govern all tournaments sanctioned by the ASCA.

ARTICLE XIII – TOURNAMENT SCHEDULING

Any member range or club desiring to register a tournament (s) with the NSCA shall make its application through the Secretary-Treasurer of the ASCA in order that the date of said tournament (s) may be approved by the Board of Directors and the records of the ASCA be kept current. Shoot dates will be selected and awarded at the Annual State Meeting or at an alternate date designated by the Board.

The awarding of tournament dates will follow these guidelines, in order of priority:

1. Nationally awarded tournaments (i.e. US Open, Regionals, *etc.*)
2. Arizona State Championship
3. Established tournaments *of member ranges*, held *the three previous and consecutive years* within the same timeframe
4. New or other sporadically held events
 - a. Multi-day events / tournaments
 - b. Single day event / tournaments

Nothing in these guidelines shall presume to deny the opportunity of member clubs and ranges to exchange or adjust dates by mutual agreement between them.

If a range or club chooses a tournament date and then cancels that tournament, notification to the ASCA and the NSCA is required. It is the sole responsibility of the host range or club to notify participants that the tournament has been canceled.

ARTICLE XIV – ANNUAL AND SPECIAL MEETINGS

The Annual State Meeting of the ASCA shall be held during the Annual State Tournament. Notice of the Annual State Meeting shall be printed in the Annual State Championship Program.

Special meetings of the ASCA may be called at any time by the President, upon written request directed to the President by any two elected officers or directors of ASCA, or by written request directed to the President by any three member ranges in good standing. Notice of any special meeting and the purpose thereof, shall be sent out by the ASCA President or Secretary-Treasurer to each board member and range representative in good standing at the last known mailing address or email address at least ten days prior to the scheduled date for the meeting. If mailed, such notice shall be considered to be delivered when deposited in the United States Postal Service, addressed to the member at their last known address, with the correct amount of first class postage on it. No business shall be transacted at such meeting except as specified in the notice.

ARTICLE XV – QUORUM

A quorum for the transaction of business at any regular or special meeting of the Board of Directors shall be a majority of the officers and directors then serving the ASCA, either in person or by proxy. A quorum for the transaction of business requiring the vote of the membership shall be a simple majority of those members present at any such meeting called for that purpose.

ARTICLE XVI – VOTING BY PROXY

Any member of the Board of Directors may be represented by written proxy in the event he/she is unable to attend any regular or called meeting. The ASCA President may secure a vote on any resolution pertaining to ASCA business, except amendments to the By-Laws, by sending a registered letter ballot received through conventional mail. Acceptance by electronic 'e-ballot' delivery method that is printed upon receipt and authenticated to a member in good standing may be counted on the subject being voted upon. All votes received shall be made available upon request for any member in good standing during those 30 days. The vote on such matters shall be counted within ten days after the date such letter ballot has been mailed. At such time, all Board of Directors shall be notified of the results of any such vote.

ARTICLE XVII – AMENDMENTS TO THE BY-LAWS

The Articles of Incorporation and By-Laws may be amended as follows:

1. Proposed amendment(s) may be originated and brought forth by the Board of Directors
2. Proposed amendment(s) may be originated and brought forth by the general membership, if the following considerations have been met:
 - a. Proposed amendment has been originated by a member in good standing as defined in Article VIII.
 - b. Has garnered a minimum support of 10% of the current members in good standing. The amendment proposal shall be accompanied with valid member signatures and NSCA membership number that acknowledges they have shot registered targets within the State of Arizona during the current or previous year, and they are a bona fide resident of the State of Arizona during the current or previous calendar year.

This general membership bylaw amendment proposal document shall be submitted to the ASCA Secretary-Treasurer. The ASCA Secretary-Treasurer shall then notify each member of the Board of Directors within ten (10) days following receipt, stating exactly what amendment(s) in the Articles of Incorporation and/or By-Laws is being contemplated.

All proposed bylaw amendment(s), regardless of origin, along with a ballot shall be sent either by e-mail and / or conventional mail and addressed to the ASCA members in good standing for a ballot vote. Return ballots must be postmarked no later than twenty (20) days from mailed date.

An ASCA non-board member in good standing and who has agreed to perform the duties, shall be named as the election official. The election official will receive, validate, and count all the returned ballots. The Board of Directors will provide a USPS and / or e-mail address to the membership for returning ballots. The election official will print the e-ballots and collate all the ballots received for both valid counted and un-counted votes and make them available to the Secretary-Treasurer after close of the election. The election official will retain the vote count in confidence until such time that a call to announce the vote count is made following the election closing.

A simple majority of votes counted will govern the decision to pass or defeat the proposed amendment(s). The ballots shall be retained by the Secretary-Treasurer for a minimum of thirty (30) days following the announcement of the results and made available to any member in good standing upon written request for review.

ARTICLE XVIII – ORDER OF BUSINESS

The order of business at all meetings shall be as follows:

1. Roll Call and seating of Board Members
2. Reading of Minutes (at the Annual State Meeting reading of the previous Annual Meeting shall be read.)
3. Public Forum (limited to 15 minutes, *See Article VIII, paragraph 2*)
4. Reports of Officers
 - a. Treasurer – Financial report for Board Approval
 - b. Vice President – Membership Status (First meeting of the year only)
5. Reports of Committees
6. Amendments to the By-Laws
7. Unfinished business
8. Election of Officers (Annual State Meeting only)
9. Code of Conduct review (First meeting of the year only)
10. Awarding next Annual State Tournament
11. New business
12. Adjournment

ARTICLE XIX – REFEREES

The ASCA will follow the guidelines and requirements of the NSCA regarding the use of referees.

ARTICLE XX – TOURNAMENT PARTICIPATION

Any participant in good standing with the NSCA and, if applicable, the ASCA and not in violation of ASCA or NSCA rules or regulations or any state or federal laws as described in Article VIII herein shall be allowed to come upon the grounds of any member range or club holding a registered open tournament and participate in the tournament, if he/she so desires. Any member range or club finding it necessary to deviate from this Article of the By-Laws shall obtain written permission, in advance, from the President of the ASCA.

ARTICLE XXI – PENALTIES / SUSPENSIONS

In addition to the Suspension provisions set forth in Article VII (b) above, the ASCA adopts and incorporates the Penalties /Suspension provisions of the NSCA Rules and Regulations, both current and as amended from time to time by the NSCA.

ARTICLE XXII – VOTING PROCESS FOR OFFICE

The voting process is intended to include the majority of membership in good standing, and as such, shall be conducted to include certain process elements:

Solicitation to the membership for a call to members in good standing that are willing to volunteer for a term to any office of the board of directors shall be sent; either by e-mail and / or conventional mail no later than 90 days before the members meeting or the published election date.

Election official who is a non-board member in good standing will be named who has agreed to perform the duties to receive all of the votes, provide a USPS and, e-mail address and perform the necessary due diligence to validate all votes received against a valid membership roster as provided by the NSCA. This election official will print the e-ballots and collate all the ballots received for both valid counted and uncounted votes and make them available to the membership after close of the vote. All votes are to be retained by the Secretary for 30 days following the election and made available to any member in good standing upon written request. This election official will retain the vote count in confidence until such time that a call to announce the vote count is made following the election poll closing.

All members who have provided a declaration to the board for interest in an elected position shall provide a short biography received no later than 45 days prior to the election to be included in the official ballot. The official ballot shall include all declared candidates and a write-in position for each office. The official ballot shall be made available to the membership in order to cast a vote by e-mail, conventional mail or in person at the hosting club for a voting duration to commence no later than 30 days prior to the election. Ballots cast and delivered through conventional mail must be post marked no later than 5 working days prior to the election to be counted.

ARTICLE XXIII – CODE OF CONDUCT

A framework of how the board will operate and interact both internally and externally shall be established that sets a foundation of good working relationships and common operating standards that are geared for success.

This code of conduct shall be published and to be reviewed annually by the board at the first board meeting of every calendar year.