

# ***Ben Avery Clay Busters Governing Board, Inc.***

## ***Constitution & By-Laws***

### ***Article I Organization Name***

The name of the organization shall be “***Ben Avery Clay Busters Governing Board Inc,***” d.b.a. Ben Avery Clay Busters (BACB).

### ***Article II Purpose of Organization (Mission Statement)***

The purpose of the organization is to promote competitive shotgun sports, stressing education and the safe handling of shotguns; raising funds to benefit educational programs for youth , women, new shooters and the promotion of amateur shotgun sports; fostering hunter retention and conservation.

### ***Article III Corporate Structure***

**Section 1** – The Ben Avery Clay Busters Governing Board, Inc. henceforth referred to as the Governing Board, shall be a corporate body, chartered under the laws of the State of Arizona and the U.S. Federal guidelines as a nonprofit corporation under 501C4. It shall have no capital stock, and shall be a non-profit organization, organized and operated to support our mission statement.

**Section 2** – The Charter of the Governing Board shall contain the basic rules and laws for governing and operation of this organization. In addition, the

Governing Board will work closely with the Arizona Game & Fish Department in promoting safety, education, and competitive amateur sports while utilizing the Clay Target Center.

## ***Article IV***

### ***Organization Directives***

**Section 1** – (Corporate Powers) – The corporate powers of the organization shall be vested in the Governing Board including Members at Large who shall be responsible for the direction of the management, business affairs and assets of the organization.

**Section 2** – (Number of Governing Board Directors) – The total number of Governing Board directors shall be any number up to a maximum of twelve (12) and minimum of five (5) which shall consist of five (5) elected Officers and seven (7) Members at Large. Members at Large are selected by the Governing Board by either being nominated, and elected by (1) a majority vote at the annual membership; or (2) voicing an interest to current board members who shall approve by a quorum vote of the Board at a monthly Board meeting without general membership consensus.

**Section 3** – (Quorum) – A majority of sitting Members at Large with at least two (2) elected Officers shall constitute a quorum of the Governing Board for the transaction of business.

**Section 4** – (Meetings) – The Governing Board shall meet monthly or as deemed necessary by the President or in his/her absence the Vice-President upon notice to each Board Member by the Secretary at least 5 working days prior to such meetings.

**Section 5** – (Financial Report) – The Governing Board shall call for a financial report of the organization at the end of the corporate year. The yearly financial report will be presented to the President for presentation to the Governing Board and membership at the annual general membership meeting at the last calendar year meeting of the year. The Treasurer shall also provide financial reports during regularly scheduled Governing Board meetings.

**Section 6 – (Membership in BACB)** – All Board members are automatically members of BACB while serving.

**Section 7 – (Conflict of Interest)** Any member of the Governing Board having an actual or perceived Conflict of Interest shall notify the Board immediately for consideration and determination of the Board.

## *Article V*

### *Officers*

**Section 1** – The officers shall consist of a President, Vice-President, Secretary, Treasurer, and Parliamentarian. The term of office for the elected officers is two (2) years and each officer will be elected from the overall Governing Board. Officers may be re-elected for consecutive terms, but not to exceed three (3) consecutive two year terms in the same position. Any exception to the above will require Board approval.

**Section 2** – (Officer Qualifications) – In order to become an officer, one must first be a Member at Large and served as a member in good standing. Only one (1) person in the same household or immediate family shall be eligible for election as an officer to the Board.

**Section 3** – (Duties of the President) – The President shall preside at all meetings of the Governing Board. As directed by the overall Board he/she shall exercise supervision over the assets and affairs of the organization. He/she shall appoint committees to assist as he/she deems necessary.

**Section 4** – (Duties of the Vice-President) – The Vice President, in the absence of the President shall exercise duties of the President, as stated above.

**Section 5** – (Duties of the Secretary) – The Secretary shall keep a record of the proceedings of the Governing Board. The Secretary shall discharge such other duties that pertain to the office as prescribed by the Governing Board.

**Section 6** – (Duties of the Treasurer) - The Treasurer shall keep appropriate records of all monies, shall sign all checks. In the Treasurers' absence, the President or Vice-President or Secretary shall have signatory authority on

checks drawn upon the checking account of the organization. The Treasurer shall receive and account for all funds of the organization and insofar as practicable, and shall deposit the same in the bank so designated by the Governing Board. The Treasurer shall also furnish customary financial reports at all scheduled Governing Board meetings. The Treasurer may be required, upon special order of the majority of the Board, to furnish an audit under emergency circumstances. The treasurer must prepare and file the Annual Report required by the Arizona Corporation Commission and be responsible for keeping this fiduciary reporting current and up-to-date. The Treasurer will also be responsible for supervising or preparing federal and state tax returns.

**Section 7** – (Duties of the Parliamentarian) – The Parliamentarian shall be responsible for maintaining the body of rules, ethics, and customs governing meetings and other operations of the Governing Board. The Parliamentarian shall discharge such other duties that pertain to the office as prescribed by the Governing Board.

## ***Article VI***

### ***Voting***

Each Governing Board member whether an elected Officer or Member at Large shall have one (1) vote, either in person or by written proxy sent to the Secretary of the organization. In the event of a tie vote, the presiding President shall have one (1) additional vote to break the tie and result in a Board consensus.

## ***Article VII***

### ***Expulsion of Members at Large or Elected Officers***

Any Governing Board member including elected Officers may be expelled by a simple majority vote of the Governing Board for violation of the organization's Constitution and By-Laws as outlined in this document or common sense rules which include but are not restricted to gun safety, unsportsmanlike conduct, or disruptive behavior/action. In addition any Governing Board member not attending three consecutive regularly scheduled board meetings without giving prior written/verbal notification to

an attending board member and not having a valid reason as to why meetings will be missed may be expelled with Governing Board approval. The expelled person may appear at the next regularly scheduled Governing Board meeting to apply for reinstatement. The expelled person will need to present an application for reinstatement, and it must be received in writing and contain reasons why they should be given consideration for reinstatement. Reinstatement may be accomplished with the consent of the majority of the Governing Board. The decision of the Board is final.

## ***Article VIII***

### ***Volunteer Resignation***

Any elected Officer or Member at Large can relinquish or resign at their own discretion. Notification shall be given to an Elected Officer of the Governing Board in writing or email. An open Elected Officer position becomes available to any member of the Governing Board and an open Member at Large position becomes available for any member in good standing who wants to be considered. Applicants must be approved by a majority of the Governing Board.

## ***Article IX***

### ***Financial***

**Section 1 – (Limit)** – No Governing Board member or Officer shall financially obligate this organization on an individual basis in excess of \$100.00. All financial matters and purchases of over one hundred dollars (\$100.00) must be approved by the Governing Board.

**Section 2 – (Business Expense Reimbursement)** – The following policy guidelines are established to control expenses incurred by the Board and to insure compliance with IRS regulations:

- A. Expenditures over \$100.00 require Board approval in advance as noted in Section 1 (Limit). In the event that a situation arises where an expenditure needs to be incurred, but Board approval is not feasible due to time constraints, common sense shall rule. In such a case, the

Board member shall take the necessary steps to cover the expense and then notify the Board of the action taken as soon as possible.

- B. Certain re-occurring expenses are exempt from the requirement of prior Board approval as they occur. These include, but are not limited to, e.g., League Coordinator expense, Banquet catering services, Banquet door prize expense, Banquet raffle winner shooter's card, Banquet trophy expense and CPA expenses previously discussed/approved by the Board. Expenses related to registered Skeet Events are also included, provided the expenses do not exceed the fund balance in the registered Skeet account, requiring funding from the BACB General Account. In addition, any expenses related to payout of grant funds are included in this category, provided the expenses are for direct grant related items covered under the grant.
- C. All expenditures shall be submitted to the Treasurer for reimbursement within sixty (60) days of the expenditure. Reimbursement requests not submitted within sixty (60) days of the expenditure will not be reimbursed. All reimbursement requests shall be accompanied with an original or a copy of a receipt. Any exceptions to these policy guidelines must be approved by the Board.

**Section 3 – (Dissolution) –** In the event of Ben Avery Clay Busters Governing Board, Inc. disbands, all assets and monies on hand will be used to meet any outstanding debts. Subsequently, any remaining assets and or monies shall be contributed to a qualified non-profit organization as directed by the remaining Governing Board members.

## *Article X*

### *General Membership*

#### **Section 1 – Classes of Membership and Eligibility**

- A. There shall be two classes of membership, designated as follows:
1. General Member
  2. Junior Member

**This membership period shall run from January through December of each year, or any portion thereof.**

## B. Eligibility

1. Applicants for General Membership, will be 18 years of age or older and agree with the objectives of the Ben Avery Clay Busters Governing Board, Inc. as outlined in Article II of this document.
2. Applicants for Junior Membership will be under the age of 18 at the time application is submitted and have a signed authorization form from a parent or legal guardian. In addition, they will agree with the objectives of this organization as outlined in Article II of this document.
3. All applicants completing registration for any league cycle shall automatically be considered a member of the Ben Avery Clay Busters (BACB) and shall agree to be subject to the terms of these bylaws.

## C. Benefits

Members are eligible for all benefits associated with BACB membership . This includes any associated special events and the banquet for a respective league, e.g. participation in winter league gives you authorization to attend only the winter league banquet.

## D. Suspension or Expulsion

### 1. Definitions

Suspension – Termination of participation in league activities for a time period determined by the BACB.

Expulsion – Permanent banning of the member from any subsequent leagues controlled by BACB.

2. Any member may be suspended or expelled from the BACB for any cause deemed sufficient by the Governing Board or for violation of the organization’s Constitution and ByLaws as outlined in this document or common sense rules which include but are not restricted to gun safety, unsportsmanlike conduct, or disruptive behavior/actions. No vote on suspension or expulsion may be taken unless 15 days of prior notice in writing

(sent via certified mail) shall have been given to the member of the charges preferred and of the time and place of the meeting of the Governing Board at which such charges will be considered. This notice will include a true copy of the charges with supporting affidavits and exhibits. At such meeting the member under these respective charges will be accorded a full hearing.

3. Allegations against any member may be preferred by any other member in good standing. These affirmations shall be in writing, clearly stating the facts relied upon, and accompanied by all supporting materials which are to be used in support of such charges. Such charges shall be filed with the Secretary, who will immediately notify the President. The President will call a meeting of the Board to hear the charges. The Secretary will issue a written notice at least 15 days prior to the meeting to each member of the Governing Board, the accuser, and the accused. This notice will include a true copy of the allegations with supporting materials. Notices to the parties involved shall be sent certified mail.

4. The Governing Board will hold a final vote regarding the suspension or expulsion of the member in question. Once a decision has been made, the member shall be given written notice by certified mail of the disposition. The decision of the Governing Board is final.

## **Section 2 – Duties of Members**

- A. Each member of the BACB is expected to uphold the Constitution and By Laws during their membership and will:
1. Protect and maintain the property used for our sport and abide by the rules posted and otherwise approved and understood.
  2. Do their part to promote the shooting sports, the safe handling of all firearms, adhere to the state laws, and to conduct themselves in a sportsman-like manner.

## **Section 3 - Annual Membership Meetings**



- A. The BACB shall hold a meeting of the general membership during each calendar year to conduct BACB Business and to inform the general membership of activities of interest.
- B. The President shall make an annual report to the organization.
- C. The Treasurer shall make an annual fiscal year report to the organization.
- D. During the annual meeting, any or all open Member at Large positions may be elected for the next term(s). Any member in good standing can be nominated from the floor for open Member At Large positions. Elections will be a simple majority of the members present.
- E. Quorum  
A quorum for the annual meeting shall consist of those members present in good standing.

#### E. Rules of Order

- A. The rules contained in “Robert’s Rules of Order, Newly Revised” shall govern the meetings of the Club in all cases where they are applicable and do not conflict with these By Laws or the Constitution of the Governing Board.

## *Article XI* *Amendments*

This document may be amended by a majority vote of the Governing Board at either a regularly scheduled or specially called Governing Board meeting