

Bylaws Of Otero Practical Shooting Association (OPSA)

ARTICLE I - NAME, Purpose, Place of Business

Section 1. Organization Name

The name of this organization shall be the **OTERO PRACTICAL SHOOTING ASSOCIATION, INC.**, hereinafter abbreviated as **OPSA** and referred to as the **CLUB**.

Section 2. Purpose

The purpose of this organization shall be to encourage and promote safe and responsible use of firearms through participation in CLUB sponsored matches and events in order to increase the members' knowledge and skills in: safe firearm handling, range safety and etiquette, firearms maintenance, and improved marksmanship, by offering instructional and practical assistance. Furthermore, the CLUB promotes the fundamental characteristics of honesty, good fellowship, self-discipline, team play and self-reliance which are the essentials of good sportsmanship.

Section 3. Place of Business

The principal office for the transaction of business of OPSA is hereby fixed and located at 19 Rockcliff Road, La Luz, Otero County, New Mexico 88337. The mailing address for OPSA is P.O. Box 1606, Alamogordo, New Mexico 88310. The Board of Directors is hereby granted full power and authority to change said principal office, as well as the mailing address from one location to another. Any Such change shall be noted in the minutes by the secretary.

ARTICLE II - MEMBERSHIP

Section 1. Eligibility

All natural persons 18 years of older and able to legally possess a firearm in accordance with all national, state, and local laws shall be eligible for a probationary membership upon payment of dues and completion of "APPLICATION FOR MEMBERSHIP" form.

Section 2. Classification

The membership classes and dues in OPSA shall be as follows:

Individual Membership. Each individual member 18 years or older that meets the eligibility criteria outlines in Article II Section 1, shall pay the sum of \$36.00 annually in advance and shall be entitled to one vote.

Family Membership. Each family membership shall consist of members from the same house hold related by blood or marriage and be 18 years or older, shall pay the sum of \$50.00 annually in advance and shall be entitled to the number of votes there are persons meeting the eligibility criteria outlined in Article II Section 1.

Section 3. Probationary Membership

Probationary Membership is for a period of six (6) months, or with a unanimous vote by the Executive Committee to end it earlier. Thereafter, unless otherwise determined by vote of the

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Executive Committee, status will automatically upgrade to Member in Good Standing. Probationary members will be allowed to vote at executive meetings but will be ineligible to hold office till the probationary period ends.

Note: The Executive Committee may at any time during the probationary period, vote to exclude said probationary member from further CLUB membership and refund the pro-rated balance of his or her dues.

Section 4. Member in Good Standing

Members in Good Standing are all members that have finished the probationary period and are current on their dues. The rights of voting at executive meetings as well as being able to hold office on the Board of Directors shall not be infringed in any manner.

Section 5. Inactive Membership

If a member lets their membership expire, that person's right to vote and hold office shall no longer be valid. In accordance with OPSA SOP the member has till February 1 of a given year to pay dues and maintain member status. All members that have been Members in Good Standing in the past will not go through a probationary period once membership is re-established.

Section 6. Registration

There shall be kept and maintained by the CLUB Secretary proper ledgers or registers, which shall contain the name, address(s), email address, date of membership, if suspended, and date of suspension. Additional data and records pertaining to each membership as the Board of Directors shall determine.

Section 7. Rights and Privileges

There shall be no capital stock. Membership shall be evidenced by a certificate of membership in such form as shall be approved by the Board of Directors. Memberships may not be transferred, and members shall have no property rights in OPSA. Active members whether probationary or members in good standing shall be the only members who shall have the right to vote. Any active member in good standing shall be eligible to hold office. Each active member shall be entitled to one vote and may vote or act by written proxy following guidance outlined in the SOP. In addition, active members shall have such privileges as shall be determined by the Board of Directors or outlines in the CLUBs SOP.

Section 8. Removal

Any Member in Good Standing may be expelled from the CLUB for any cause deemed sufficient by the Executive Committee. A three-fifths affirmative vote of the CLUB's Officers at any Executive Committee Special Meeting (see Article III, Section 3.) is required. Furthermore: No vote on expulsion or removal may be taken unless at least fourteen days (14) advance notice in writing is given to the subject Member. The written notice shall include; 1) the reason(s) for

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his/her proposed expulsion and, 2) the date, time and place of the Executive Committee Special Meeting at which such action will be considered.

In accordance with the SOP, the subject Member shall be afforded a full hearing at such Executive Committee Special Meeting. However; the presence of the Member in question is not mandatory to proceed with the vote.

Appeal requests will be accepted for a period of thirty (30) days from date of expulsion. Such requests may be submitted by a CLUB Member in Good Standing or by the former Member. All requests shall be directed to the Executive Committee and follow the Executive Committee Special Meeting rules as detailed in Article III, Section 3. of this document.

ARTICLE III - MEETINGS

Section 1. Annual Meeting

Unless a different date shall be fixed by resolution adopted by a quorum of the Board of Directors, the annual meeting of active and potential members shall be held on the First Thursday of December at a time designated by the Board of Directors. All Board of Directors elections will be held during this meeting.

Section 2. Monthly Meeting

Monthly Meetings also referred to as “Executive Committee Meetings” are meetings of the CLUB Officers and their advisers for the purpose of transaction of ordinary CLUB business. Unless a different date shall be fixed by resolution adopted by a quorum of the Board of Directors, the monthly meetings shall be held on the third Tuesday of each month at 5:30 PM or a time designated by the Board of Directors. The monthly meetings are open to all members; however, only attendance by CLUB Officers and Advisory Committee members is expected.

Section 3. Special Meeting

Special meetings of OPSA for any purpose whatsoever may be called at any time by the President or Board of Directors or by written petition signed by not less than 20% of the total active members entitled to vote.

Section 4. Adjournment

Any meeting of the members, annual, monthly, or special, where a quorum is present, may be adjourned by the vote of a majority of the active members present. In the absence of a quorum no other business may be transacted.

Section 5. Quorum

The presence in person or by written proxy of at least three members of the Board of Directors constitutes a quorum for the transaction of business. If a quorum is not present, no further business will be conducted, and the meeting is automatically adjourned.

ARTICLE IV - Directors

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Section 1. Powers

Powers are subject to the limitations of the articles of the bylaws and of the New Mexico Non-Profit Law as to action to be authorized or approved by the members and subject to the duties of directors as prescribed by the bylaws and the business affairs of OPSA and shall be controlled by the Board of Directors. Without prejudice to such general powers, but subject to the same limitations, it is hereby expressly declared the directors shall have the following powers to-wit:

First: To select and remove all the other officer agents and members of OPSA, prescribe such powers and duties for them as may not be inconsistent with law, with the articles of the bylaws, fix their compensation and require from them security for faithful service.

Second: To conduct, manage and control the affairs and business of OPSA and to make such rules and regulations thereof not inconsistent with law or with the articles of these bylaws.

Third: To change the principal office for the transaction of the business of OPSA from one location to another; to designate any place for the holding of any meeting of members and of the meeting of the Board of Directors.

Fourth: To approve applications for membership(s) and to authorize the issue of certificates of membership upon such terms as may be lawful.

Fifth: To fix the amount and method of collection of dues or assessments or both; to make them payable at such times or intervals and upon such notice and by such methods as the directors may prescribe. To call in and demand from the members the sum by them respectively subscribed for membership in such payments and at such time as the Board of Directors may deem proper.

Sixth: To approve appointments to standing committees, to appoint such other committees with such titles and duties as the Board of Directors shall determine.

Seventh: To appoint such officers, agents, and volunteers other than in these bylaws named as shall be deemed necessary for the transaction of business of OPSA.

Section 2. Number and Qualification

The authorized number of directors shall be not less than 5 or more than 7. Until the membership shall increase the Board of Directors, the number of directors shall be five. Subject

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to said minimum and maximum authorized limits, the Board of Directors may at any time by resolution adopted by a majority vote at a duly called meeting at which a quorum is present, increase or decrease the number of directors.

Section 3. Term of Office

Subject to the specific provisions outlined in the articles of bylaws concerning directors, at the next annual meeting of the members, the directors shall serve for a term of one year. There shall be no prescribed term limits.

Commencing on the day of their election and until their successors are elected, provided that in the event the number of directors is increased by resolution duly adopted by the Board of Directors pursuant to the provisions Article IV Section 2, such resolution shall also prescribe the initial term of the director elected to fill the vacancy by such increase.

Section 4. Election of Directors

Subject to the provisions of Article IV Section 5, directors to succeed those directors whose terms of office have expired will be elected at the annual meeting of active members or at a special meeting thereof called for that purpose.

Section 5. Vacancies

Vacancies in the Board of Directors may be filled by a majority of the remaining Board of Directors though less than a quorum or by a sole remaining director and each director so elected shall hold office until a successor is elected at an annual or a special election of directors.

A vacancy or vacancies in the Board of Directors shall be deemed to exist in the case of the death, resignation, or removal of any director or if the number of directors be increased.

The active membership may elect a director or directors at any time to fill any vacancy or vacancies not filled by the Board of Directors. If the Board of Directors accepts the resignation of a director tendered to take effect at a future time, the board of directors shall have the power to elect a successor to take office when the resignation is to become effective.

No reduction of the number of directors shall have the effect of removing any director prior to the expiration of his or her term of office.

Section 6. Organization Meeting

Immediately following each annual election of directors, the Board of Directors shall hold a regular meeting for the purpose of organization, election of officers and the transaction of other business. Notice of such meeting is hereby dispensed with.

Section 7. Special Meeting

Special meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President or if he is absent or unable, or refuses to act, by a vice president or if the Vice President is absent or unable to act or refuse to act, by any three (3) directors. Written

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notice of such special meeting shall be given in the same manner as for regular meetings of the Board of Directors and shall specify in addition to the place, day and hour of such meetings, the general nature of the business to be transacted.

Section 8. Notice of Suspension/Continuation

Notice of the time and place of holding a suspended meeting need not be given to absent directors if the time and place be fixed at the meeting continuation.

Section 9. Quorum

Three (3) of the elected directors shall be necessary to constitute a quorum for the transaction of business at any regular or special meetings of the Board of Directors.

Every act of decision by a majority of the Board of Directors present at a meeting duly held, at which a quorum is present shall be regarded as the act of the Board of Directors unless a greater number be required by law.

Section 10. Adjournment

A quorum of the Board of Directors may adjourn any meeting to meet again at a stated day and hour.

Section 11. Removal

First for Failure to Attend Meetings: Any member of the Board of Directors who absents himself from three (3) consecutive meetings of the board without reasonable excuse may have his office declared vacant by a majority vote of the Board of Directors present at a duly called meeting of the Board of Directors at which a quorum is present.

Second for any other reasoning deemed necessary by general membership with a two thirds majority vote. No vote on removal may be taken unless a minimum of fourteen (14) days advance written notice is given to the subject Officer. The written notice shall include: 1) the reason(s) for the removal vote request and, 2) the date, time and place of the Special Meeting at which such ballot for removal is to be taken. In accordance with the SOP, the subject Officer shall be afforded a full hearing at such Special Meeting of the CLUB. However; the presence of the Officer in question is not mandatory to proceed with the vote for removal.

ARTICLE V - Officers

Section 1. Executive Officers

The executive officers of OPSA shall be a President, Vice President, Secretary, Treasurer and Event Director.

Section 2. Election

The officers of OPSA, except such officers as may be appointed in accordance with the provisions of Article V, Section 3, or Section 5, shall be chosen annually by the Board of Directors

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at its organizational meeting and each shall hold their office until they shall resign or shall be removed or otherwise disqualified to serve or until their successor has been elected and qualified.

Section 3. Removal and Resignation

Any officer may be removed, either with or without cause by a majority vote of the Board of Directors at the time in office at any regular or special meetings of the Board of Directors by an officer upon whom such power of removal may be conferred by the Board of Directors.

Any officer may resign at any time by giving written notice to the Board of Directors or to the President or the Secretary of OPSA. The acceptance of such resignation shall not be necessary to make it effective.

Section 4. Vacancies

Any vacancy in any office because of death, resignation, removal, disqualification, or any other cause, shall be filled in the manner prescribed in the bylaws for regular appointments to such office. (See Article V, Section 2 of these by laws.)

Section 5. President

The President shall be the Chief Executive Officer of OPSA. In the President's absence, the Vice President shall preside at all meetings of the member's and of the Board of Directors. The president shall exercise and perform such other powers and duties as may be assigned to him or her by the Board of Directors or prescribed by the bylaws.

The President shall have power to call special meetings of the members and of the Board of Directors, at such time as he or she shall deem proper, to be held and convened at the principal place of business of OPSA or at such other place as may expedite for the transaction of OPSA. The President shall appoint all standing committees and shall be ex officio a member thereof.

Section 6. Vice President

In the absence or disability of the President, the Vice President shall perform all the duties of the president and when so acting shall have all the powers of and be subject to all restrictions upon the President and Vice President.

The Vice President shall bear the responsibilities of Committees Coordinator and have such other powers and perform such other duties as may be prescribed by the President, Board of Directors, or the bylaws.

Section 7. Secretary

The Secretary shall keep a Record of Minutes of all meetings of the Directors and members with the time and place of holding, whether regular or special and if special, how authorized. The notice thereof given, the name of those present at the directors' meetings, the number of votes represented at the meeting of the membership and the proceedings of the

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meetings and of the Board of Directors required by these bylaws. The Secretary shall keep OPSA records secured.

The Secretary will ensure all dues and membership fees are paid in full from each member of OPSA. The Secretary will keep a record of all active members as well as those who may be prohibited from attending any activities. The Secretary will communicate with all members as to upcoming events by any available means.

Secretary shall have such other powers and perform such other duties as may be prescribed by the President, the Board of Directors, or these bylaws of OPSA.

Section 8. Treasurer

The Treasurer shall keep and maintain or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of OPSA, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, and surplus.

The books of account shall at all times be open to inspection by no less than two elected directors. The Treasurer shall deposit or cause to be deposited all monies and other valuables in the name-of and to the credit-of OPSA with such depositories as may be designated by the Board of Directors.

The Treasurer shall disburse the funds of OPSA. The Treasurer shall present to the Board of Directors, at each regular meeting, a monthly operating statement of funds and expenditures since the last regular meeting of the board.

The Treasurer shall pay all bills on behalf of OPSA. The Treasurer shall present to the Board of Directors, at each regular meeting, statements of proof in form of receipt of expenditures from recurring bills.

The Treasurer shall be responsible for the bonding of all insurances as directed and approved by the Board of Directors. In addition, the treasurer shall have such other powers and perform such other duties as may be prescribed by the President, the Board of Directors, or the bylaws of OPSA.

Section 9. Event Director

The Event Director shall report of match activity form the matches occurring between monthly meetings. This shall include number of participants as well a money collected. The Event Director will keep record of participation as well as costs associated with given disciplines matches.

The Event Director will help coordinate range time with officials from the given venue if match directors need assistance and make themselves available to membership for grievances directed towards the match director.

The Event Director shall also keep an inventory of all OPSA owned range equipment. This list shall include all targets, target stands, walls, fault lines, timers etc. and will present this information to the membership at the annual meeting.

The Event Director shall advise the Board of Directors of upcoming events at different

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levels including local, state and national.

Section 10. Eligibility for Re-Election

The Board of Directors shall be eligible for re-election without limitations. The Board of Directors are also members, and their votes count as members of OPSA.

Section 11. Family Member Bias

The Board of Directors shall not contain more than two (2) persons from the same family, and of those only one (1) may hold the office of President or Vice President.

If family members are on the Board of Directors the two family members may not be two signing parties on any document for the CLUB unless the entire Board of Directors signatures are required as outlined in Article VIII Section 2.

ARTICLE VI - COMMITTEES

Section 1. Executive Committee

The Executive Committee shall be comprised of all officers of the CLUB as well as match directors. The Executive Committee will have general supervision and control of all club activities as well as create and maintain an SOP for the CLUB.

The Executive Committee shall be responsible for all other agreements made with other organizations and individuals to carry out the objectives of the CLUB as needed or required.

The Executive Committee shall also be responsible for the establishment, keeping, and updating of all annual CLUB dues as well as match fees.

Section 2. Special Committees

Special committees appointed by the President shall serve for such period as shall be designated by the President of the Board of Directors, but each special committee shall dissolve at the time designated by the President. The Chairman of the special committee shall report at regular meetings.

Section 3. Finance Committee

The Finance Committee shall be composed of the Treasurer and two members of the Board of Directors and one member in good standing who shall be responsible for keeping the assets of OPSA under constant scrutiny. Subject to the power of the Board of Directors to direct the sale or retention of any securities or assets held by OPSA. The Finance Committee shall have the authority, with the approval of the Board of Directors, to order the purchase or sale of assets.

All transfers and assignments of assets registered or standing on record in the name of OPSA shall be executed by the Treasurer and countersigned by a second member of the board or, in their absence, by the President of the Board of Directors and a second member of the Board of Directors.

The Finance Committee shall act as an auditing committee and shall cause the books and

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accounts of OPSA to be audited and certified annually, or more often as the committee may deem necessary, by a firm of Certified Public Accountants of its selection or by an Auditing Committee.

It shall annually, or more often as deemed necessary, examine, and verify the assets belonging to OPSA, and for such purposes shall have access to such assets in the manner and under the conditions prescribed by the Board of Directors. The Finance Committee shall cause an annual budget to be prepared and shall submit the same to the Board of Directors for approval at the first regular meeting of the Board of Directors in each fiscal year.

ARTICLE VII - MATCH RULES

Section 1. Sanctioned Matches

All sanctioned matches and competitions hosted by the CLUB shall be governed by the appropriate and pertinent rules and regulations as defined and or delineated by the sanctioning body of the particular shooting sport

Match directors at a sanctioned match will be held to rule adjustments as outlined in the sanctioning bodies guidelines or rule set. The match director shall not amend or adjust and rules pertaining to safety and all adjustments shall only be made in the interest of sportsmanship, fair play and general spirit.

Section 2. Non-Sanctioned Matches

All matches or events where a national or governing body rules are not being applied it is the responsibility of the match director to ensure the safety of match participants as well as other persons on the range where the match is being held. As a default the NRAs range safety rules will be applied unless a stricter set of guidance is provided by the range that is hosting the match.

In some instances, a match director might choose to use portions of rules from a given organization without having it be a sanctioned match. When/If this is happening the match director will be allowed to modify, use or not use any rules they choose with the exception of the safety rules which will shall not be changed or modified in a fashion and must be adhered to.

Section 3. Match Safety

All matches will adhere to the highest safety standards set forth in Article VII Section 1 and Section 2. In addition, all range safety rules will be followed by all personal involved at the match. When a difference between safety regulations is found the most conservative rule will be applied as default.

ARTICLE VIII - MISCELLANEOUS

Section 1. Contracts

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Subject to the provisions of the articles of incorporation, these bylaws and the New Mexico Non-profit Corporation Law, the Board of Directors may enter into any contract or execute any instrument in the name-of and on behalf-of OPSA. Such authority may be general or confined to specific instances and unless so authorized by the Board of Directors.

No officer, agent or employee shall have any power or authority to bind OPSA by a contract or engagement or to pledge credit or to render it liable for any purpose in any amount, unless directed by the Board of Directors.

Section 2. Checks, Drafts, etc.

All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness, issued in the name of, or payable to OPSA, shall be signed or endorsed by two (2) persons on the Board of Directors, adhering to the rules set forth in Article V Section 11 in regards to family members on the board.

ARTICLE IX - AMENDMENTS

Section 1. By Members

Additions to or changes to these bylaws may be proposed at the annual meeting, or at any other meeting of the members called for such purpose, by a vote of active members entitled to exercise a majority of the voting power of OPSA or by written consent of such members.

Section 2. By the Board of Directors

Subject to the right of the active members to propose changes to the bylaws as provided in Article IV Section 1, the Board of Directors may adopt, amend, or repeal any of these bylaws other than a bylaw or amendment changing the authorized number of directors.

ADOPTION OF BYLAWS

We, the undersigned, are the current directors of this non-profit organization, and we consent to, and hereby do, adopt the foregoing revision of bylaws, consisting of this and the ten preceding pages, as the bylaws of this organization.

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President

Date

Vice-President

Date

Secretary

Date

Treasurer

Date