

BY-LAWS

SPORTING CLAYS ASSOCIATION OF NORTH CAROLINA

ESTABLISHED JULY 2013

AMENDED JULY 2015



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**CONSTITUTION AND BY-LAWS OF
SPORTING CLAYS ASSOCIATION of NORTH CAROLINA, INC.
A NON-PROFIT CORPORATION**

ARTICLE I – NAME

The Name of the organization shall be the “Sporting Clays Association of North Carolina, Inc. a North Carolina Corporation hereinafter referred to “SCANC” or the “Association” pursuant to Section 501(c)(3) of the Internal Revenue Code and the provisions of the non-profit code for the State of North Carolina incepting in the year 2013. The Organization shall be governed by a Board of Directors and Officers, hereinafter referred to as the “Board” subject to the laws of the State of North Carolina.

The Fiscal Year for the SCANC shall begin on January 1 and end on December 31 of each year.

This organization is affiliated with the National Sporting Clays Association, hereinafter referred to as the NSCA, which is a division of the National Skeet Shooting (NSSA) Founded in 1946 and headquartered in San Antonio, Texas, the NSSA is a nonprofit organization owned by its members. Its purpose is to foster national and international amateur sports competition in shotgun target shooting, particularly skeet and sporting clays shooting.

ARTICLE II – PURPOSE OF ASSOCIATION

Section 1 - This Association is organized exclusively for fostering National or International amateur sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 2 - The purpose of this Association is to constitute a central body for the fostering, coordination, supervision and promotion of Amateur Sporting Clay Shooting in North Carolina, promoting youth shooting in various ways, and sponsoring various statewide competitions for the mutual benefit of continually improving the skills and technical abilities of all Sporting Clays Shooters within North Carolina, and to specifically ready them for National or International amateur Sporting Clays competitions.

Section 3 - To schedule and conduct the annual North Carolina Sporting Clays Championships. This competition shall be open to all NSCA members, with the exception that non-residents of North Carolina are not eligible to win the North Carolina State title.

Section 4 - To ensure cooperation with the NSCA in the promotion of the sport of Sporting Clays shooting, and to enforce directly and abide by the By-Laws, Rules and Regulations of NSCA.

ARTICLE III – OFFICES

The physical office of the SCANC is the mailing address of the Treasurer or address stipulated by the Board. The Board may designate another office at the convenience of the Board but will not have more than one mailing address at the same time. Electronic address(s) and website(s) may also be designated by the Board.

ARTICLE IV – OFFICERS

The elected officers of the SCANC shall be the President, Vice President, Treasurer and Secretary.

ARTICLE V – DUTIES OF ELECTED OFFICERS

Section 1: President

- A. The President is empowered to execute all contracts and legal instruments and have general charge and supervision of all the affairs of the SCANC.
- B. The President may select and appoint committee chairman and ad-hoc, non-voting Board members from the general membership as may be appropriate to undertake the business requirements and obligations of the SCANC.
- C. The President shall preside over all Board Meetings of the SCANC.
- D. The President shall prepare and present to the general membership an annual report delineating the accomplishments, activities and the general condition of the SCANC. This will include a detailed financial report. This presentation may be posted on the website in lieu of a physical meeting.
- E. The President shall be a member in good standing of all committees.
- A. The President shall publish and cause to be disseminated via the website current information concerning the SCANC. This information may include, but is not limited to, general information, tournament listings, range contact information, upcoming meetings and financial information. It is assumed that all members of the SCANC have access to the website and USPS services will no longer be utilized for general information.

Section 2: Vice President

- A. The Vice President shall preside at all Board Meetings where the President is unable to attend.
- B. The Vice President shall have the responsibility for the general promotion of clay target shooting.
- C. The Vice President shall assist any new North Carolina club or range which desires to become a member of the SCANC in attaining such membership. The SCANC will assist the new club, within its scope of authority, in hosting registered events.

Section 3: Treasurer

- A. The Treasurer is authorized to receive all funds due the SCANC and to place such funds in a bank agreed upon by the Board of Directors.
- B. The Treasurer shall be the custodian of all monies, receivables, securities and vouchers of the SCANC.

- C. The Treasurer shall collect all funds due, reconcile target fees for each tournament, issue payment for all accounts payable and preserve the receipts for all expenses paid.

Section 3: Treasurer (continued)

- D. The Treasurer shall present at each annual meeting of the general members a report detailing the funds received and paid during the previous year. A written copy of this report should be available to the general membership and Board Members or may be posted on the website in a timely manner.
- E. The Treasurer shall present a report to the Board Members at each Board meeting detailing current balance and the income and expenses of the Association for the time period since the previous Board meeting. Included in this report will be a hard copy of the most recent bank statement or an approved electronic substitute.
- F. Any check issued by the Association for an amount of \$1000 or more will require two (2) signatures, one by the Treasurer and one by another Board Member.
- G. The Treasurer shall endeavor to maintain a minimum balance in the Association's operating or savings (or combination thereof) account of no less \$5000. This balance will be reviewed annually by the Board.
- H. The Treasurer will secure electronic access to all banking accounts (on-line banking) by no less than 2 additional Board Members in addition to himself.
- I. The Treasurer shall assist the President in performing such other duties as may be assigned to him including the preparation of a budget at various times during the year
- J. Treasurer will file all Federal and State Tax documents each year as required by law.

Section 4: Secretary

- A. The Secretary shall record and maintain all the minutes of the Board Meetings, special meetings and annual meetings of the SCANC.
- B. The Secretary shall issue notices of all upcoming Board Meetings
- C. The Secretary shall assist the President and perform such other duties as the President may request.
- D. The Secretary shall maintain a copy of the By-Laws, with all amendments, updated appendix and attachments.
- E. The Secretary and/or the Circuit Shoot Chairman, will maintain the results of each circuit shoot and will prepare and maintain a running total of the circuit shoot standings.
- F. The Secretary will tally the votes of the membership for any election or issue requiring a vote of the membership. The results of each vote shall be recorded in the minutes of the next board meeting that occurs after the election or issue requiring a vote of the membership.

ARTICLE VI – BOARD OF DIRECTORS AND THEIR DUTIES

The Board of Directors of the SCANC shall consist of the following positions – Four (4) Officers: President, Vice-President, Secretary and Treasurer, and not less than three (3) and no more than five (5) At-Large Members to be elected by the General Membership of the SCANC. Board members must be a member in good standing of the NSCA and the SCANC and reside in North Carolina. Range Owners, Range Managers and their employees may not serve as a Board Member or Officer of the SCANC.

Section 1: Duties of the Board of Directors

- A. The Board of Directors shall have full charge of all matters covered in the By-Laws, including all business that is reasonably presumed to be within the powers or duties of the Board. The Board will have all of the fiduciary powers and duties regularly customary to corporations including the supervision of all business affairs, preparation of an annual budget and provisions for adequate financial reserves to ensure the continued solvency of the Corporation.
- B. Each elected Board Member and Officer shall have one vote at all Board meetings, the annual State Association meeting and any special meetings. Any Board member may be represented by proxy in the event they are not able to attend the meeting in person.
- C. The Board of Directors is authorized to adopt any rules, procedures, guidelines and penalties for registered competition among members and member clubs consistent with the rules of the NSCA.
- D. In general, the primary duties of the Board are to administer the North Carolina State Championship Shoot, administer the North Carolina Circuit Shoot Series, approve registered shoot dates for member clubs and administer SCANC Board Member Elections.
- E. The SCANC adopts and incorporates the penalties/suspension provisions of the NSCA Rules and Regulations, both current and amended from time to time by the NSCA. All complaints against a member club or an individual member under the NSCA Rules and Regulations must be in writing and delivered to the Secretary of the SCANC before any action is instigated by the SCANC. All complaints, penalties, and/or suspensions against member clubs or individual members will be addressed in Executive Session to protect the privacy of all parties involved. The SCANC Board of Directors reserves the right to impose penalties and/or suspensions against any member club or individual member after due process hearings or investigations of any complaint received and the Board finds those acts to be prejudicial or detrimental to the best interest of the SCANC and its members, including but not limited to, unsportsmanlike conduct. All disciplinary decisions of the Board of Directors regarding member clubs or individual members may be appealed to the NSCA under the current Rules and Regulations. Refer to current appendix B regarding Suspensions. Permanent or temporary suspensions must be honored by all future Boards of Directors. Temporary suspensions should include the term of the suspension.

Section 2: Composition of the Board

- A. President

- B. Vice President
- C. Secretary
- D. Treasurer
- E. There will be no less than three (3) and no more than five (5) At-Large representatives elected by the General Members. In the event there are less than 3 At-Large members willing to serve, then the Board may proceed with the current number of members. The Board shall endeavor to fill these positions as soon as possible.
- F. In no case shall any person be permitted to occupy more than a single Board position on the Board of Directors at any one time. If there are not enough Directors or Officers to fill all positions, the functions of the vacant office may be performed by another Board Member until such time as the vacant position is filled.
- G. The election of the directors will be arranged to preserve the continuity of the Association from one board to the next. This will be accomplished by staggering board member elections so that no more than 2 Officers and 2 or 3 At-Large Members will conclude their terms of service in the same election. In general, 2 officers and 2 or 3 at-large members will be elected each year. The President and Secretary elections will be held in odd-numbered years while the Vice-President and Treasurer will be elected in even-numbered years. Similarly, 2 At-Large members will be elected in even-numbered years and 3 At-Large members will be elected in odd-numbered years. This schedule can be modified as needed to fill positions that were vacated prior to the regular expiration of the term.
- H. The Board may appoint ad-hoc or non-voting members as it sees fit.

Section 3: Board Member Requirements

- A. All members of the Board of Directors must be members of the National Sporting Clays Association and have lived in North Carolina for at least 1 year prior to the date of the election and shall have shot no less than 500 registered targets in the immediately preceding target-year as established by the NSCA.
- B. Any elected Board Member who subsequently moves his primary residence outside the State of North Carolina will immediately cease to be a board member.
- C. The Board will endeavor to provide the names, telephone numbers and e-mail addresses of all the Board Members to the General membership within 30 days of their election. This
- D. Board Members and Officers of the SCANC shall execute their respective responsibilities without remuneration of any kind. Board Members shall not accept compensation in any form nor shall they benefit materially from their service to the Board. Gratuities and gifts accepted by board members should be limited to meals and refreshments only. Any substantial gift offered to a board member because of their position on the Board should be declined. Under special circumstances however, non-typical expenses incurred by a board member while working for the Association, may be reimbursed where pre-approved and authorized by the President of the Board. Normal, required expenses paid on behalf of the Association by a Board Member shall be reimbursed. An original receipt must be provided to the Treasurer before being reimbursed. The expense in question must be a legitimate account payable to the association.

- E. No Board member may be affiliated with any Range or Club as an Owner, Manager or full time employee whether or not the Range or Club is a member of the SCANC. Additionally, any member that is in a position which deals substantially with only one club may not serve as a Board Member.
- F. Board Members must attend at least 50% of called Board Meetings during the immediately preceding 12 month period. Failure to do so may result in their dismissal from the Board. This will be determined by a majority vote of the Board which will exclude the Board Member in question.

Section 4: Removing Board Members *(See also Article VII (1)(C))*

- A. Circumstances may arise in which the best interest of the Association may be furthered by the removal of a current Board Member. The process to remove a sitting Board member will be as follows and will be conducted in Executive Session so as to protect the privacy of individuals involved.
- B. A petition by any Board Member stating the name of the Board Member to be removed and the reason for the removal is presented at any regularly scheduled or called meeting of the Board. The Board will confirm the facts given as a reason for the dismissal, discuss the matter, and allow the Board Member to speak in their defense. The majority vote of the Board will determine the status of the removal. The President will notify the Board member in question and give them the outcome of the vote. A vote to remove the Board member will immediately end their service to the Board and may not be appealed.
- C. A Board member may resign at any time for any reason by presenting to the Board or any Board Member a written letter or email expressing their desire to resign. The Board members' service will end upon the acceptance of their resignation by the Board. Board Members should endeavor to give as much notice as possible prior to their resignation.
- D. Any sitting board member who fails to shoot the minimum number of registered targets (500) in a year in which he is a board member, will be considered to have resigned and will be removed from the board with no additional action by the board member or the board necessary with an effective resignation date of December 31 of the shoot year in question

Section 5: Board Vacancies

- A. A vacancy occurring on the Board 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 present when the vote is taken.
- B. A vote by the Board to fill a vacancy must be announced to all Board Members at least 7 calendar days prior to such a vote taking place.
- C. The Board member so chosen shall hold office until the next regularly scheduled election of the Board of Directors by the general membership.

Section 6: Election of Board Members

- A. Board Members will be elected by ballot mailed to the last known address of each General member of the SCANC as supplied by the NSCA. In the future, if it becomes possible to conduct the election in an electronic format which provides for a fair and unbiased election, then the Board may consider this option. The overall purpose of the election

process is to make voting available to as many members of the SCANC as possible. Elections should be completed by July 1 of each year. A reasonable extension of time may be granted with Board approval so as to provide proper notice of nominees and elections to the general members.

- B. The terms of office of each of the Board Members shall be 2 years and shall commence immediately after the election results have been confirmed by the Secretary. Existing Board Members not reelected will immediately end their service to the Board with the sincere appreciation of the Association for their service.
- C. Notice of Board Member elections must be posted on the Association's website no less than 60 days prior to the election.
- D. Nominations for eligible Board Member positions may be made in writing, presented to any sitting Board Member, mailed to our physical address or sent via e-mail to the Association prior to the election. Nominees will be accepted up to 30 days prior to the election. Nominees must be contacted prior to their nomination and be willing to serve should they be elected. The ballot must contain a space where write-in votes may be provided. The nominees for At-Large membership receiving the highest number of votes will be elected. If more than one Member at-Large position is vacant, then the highest vote getters equal to the number of positions available will be elected. With regard to Officer Positions, the highest single vote getter will be elected to that office. Results of elections will be posted on the association Website.

ARTICLE VII – REGULAR AND SPECIAL MEETINGS

Section 1: Board of Directors Meetings

- A. There will be no less than 2 physical Board Meetings per year. In addition, the President shall hold a general membership meeting in conjunction with a Board meeting during the Annual State Championship Shoot to include all members and range representatives. Board meetings may also be conducted by e-mail or conference call at the discretion of the Board. The two physical meetings must be announced on the website 30 days prior to their occurrence. Physical meetings are open to any and all general members and range representatives.
- B. Any Board Member may be represented by written or electronic proxy in the event they are physically unable to attend a meeting.
- C. The President may secure a vote on any and all business of the Association by electronic communication or phone in the absence of a Board Member(s). However votes to amend the By-Laws or remove a Board Member must be made at a physical meeting of the Board. There shall be no less than 10 days' notice to all Board Members of such a vote. Any Board Member may then vote by written proxy sent to the secretary prior to the vote.
- D. General Meetings of the Board of Directors shall be held as often as is necessary to accomplish the business of the Association. This may include a Board Meeting at the State Shoot which includes all general members. Board members in attendance at any physical meeting and any single electronic discussion will be considered a quorum.
- E. The order of business will generally follow the process below but may be altered to accommodate time constraints and other issues which may arise from time to time.
 1. Notation of Attendance of Board Members Present and acknowledgement of an existing quorum. A quorum exists when there are more than 50 percent of all Board members present at the meeting or are participating in a single topic of discussion in an electronic format such as e-mail, texting, video conference or conference phone call. As an example, if the total number of board members is 8 then a quorum would exist at no less than 5.
 - (a) In the event of the presence of any General Members or Range Representatives, the President may elect to hear from them at this point in the meeting so as to accommodate their time constraints.
 2. Reading of past minutes and acceptance of same
 3. Report of Officers
 4. Report of Committee Chairs
 5. Old Business
 6. New Business
 7. Executive Session if necessary (Executive Session is limited to Board Members only. Executive session is generally reserved to discuss issues unrelated to the normal

business of the Association. This may include issues related to personnel, rules violations or financial issues which are confidential in nature).

8. Adjournment

- F. Special Meeting – The President or any Board member may require a Special Meeting by giving reasonable notice to the Board. A general member may request a Special Meeting pending approval by the Board.

ARTICLE VIII – CLUB MEMBERSHIP

Section 1: Club Membership

- A. A shooting range, facility or club within the state of North Carolina that is properly licensed and permitted as a shooting range by the appropriate jurisdiction and has the ability to present thrown targets for Sporting Clays, F.I.T.A.S.C or NSCA 5-Stand (or any combination thereof) may apply for membership to the SCANC.
- B. The Shooting facility must first become a member in good standing of the NSCA. Then, pending payment of the prescribed dues as set forth by the Association each year and the approval of the majority of the Board of the SCANC, the Facility will become a member of the SCANC and will be eligible to host registered shooting events.
- C. Responsibilities of Member Clubs
1. Clubs should have a website with current information about the Club and upcoming events. Clubs should also have a phone number, e-mail address and clear directions to the Club on their website.
 2. Registered events must have prior approval from the SCANC. Any changes in a previously approved event must have the approval of the SCANC.
 3. Any registered event should be posted on the club website (or linked to another site) no less than 60 days prior to the event. The posting should clearly detail the event including (but not limited to) the Date of the Event, all fees associated with the event, the classifications, prizes and awards and the options available. Information should also include the availability of meals on site and the availability of cart rental along with the fees associated with these, if any.
 4. Clubs should endeavor to post to the internet the final scoring for the event no later than 2 days after the event concludes. This should include the names of all contestants, all scores, winners and punches. Clubs are responsible for mailing out all monetary winnings no later than 15 days after the event. Trophies, merchandise and other prize delivery is the responsibility of the winner. Clubs are not required to mail or ship prizes other than checks.
 5. Target fees due the SCANC should be mailed to the SCANC no later than 15 days following the event,
 6. It is the responsibility of the Club and the Club Management to ensure the safety of the shooters and spectators and to comply with all rules and regulations set forth by the NSCA and the SCANC.

ARTICLE IX – INDIVIDUAL MEMBERSHIP

Section 1: Individual Membership

- A. Any member of the NSCA who resides in North Carolina shall be a member of the SCANC. Any member of the SCANC may attend and speak at any Board meeting on any topic related to the SCANC. Members of the SCANC are entitled to one vote for each Officer or Board Member and any other business that requires the vote of the general membership.
- B. Any NSCA member who resides in North Carolina may refuse membership in the SCANC by sending a written letter to the SCANC Board. They may request to be reinstated as a member at any time pending approval from the Board. The refusal of membership will not exempt the NSCA member from payment of SCANC target registration fees at registered shoots. Any person who refuses membership in the SCANC will not be permitted to vote on any matter or run for any office.

ARTICLE X – ANNUAL DUES & FEES

Section 1: Individual Membership Dues

- A. SCANC members shall not be charged an annual membership fee in accordance with current NSCA policy.

Section 2: Club Affiliation Dues

- A. An Annual Club Affiliation Fee may be charged to member clubs. This fee will be set by the Board of Directors each year (see appendix A). Due date for payment is January 1 of each year. Clubs that have not paid their fee by the prescribed date will have their rights of membership suspended until such time as the fee is paid.

Section 3: Target Fees

- A. Target fees will be accessed by the SCANC at a rate to be determined by the Board of Directors at the beginning of each year. Target fees are due within 15 days of the conclusion of the registered shoot. Fees set for the current year may be found in Appendix A. A late fee may be accessed any club where fees are not received within 15 days.

ARTICLE XI – REGISTERED TOURNAMENT SCHEDULING

Section 1: Tournament Scheduling

- A. Any member range or club wishing to host a registered shoot with the NSCA must make an application to the President of the SCANC no later than November 1 of the prior year.
- B. Range Owners and their Representatives shall develop and submit a proposed calendar of all events to take place in the upcoming shoot year. If the Range Owners are unanimous in their support of the schedule, then it is likely the President will accept the recommendation of the Range Owners. If they cannot agree, then the President and the Board will resolve any differences in whatever manner they see fit that is in the best interest of the Association.

Subsequent boards may develop alternative shoot selection criteria as they believe are in the best interest of the Association and its members.

- C. General Guidelines for Tournament Scheduling.
 - 1. The SCANC will endeavor to avoid scheduling multiple tournaments on the same day. However we recognize with a limited number of shoot dates available and an increasing number of clubs requesting registered events, conflicts will occur. The Board President will resolve these conflicts as they come up in the best interest of the Association.
 - 2. As it relates to conflicting events, the Board President will consider the following (in no particular order): Traditional event dates as determined by prior years, distance between events, size of the event, number of events requested by a particular club in the year, experience of the club to host a registered event and events in adjacent states that may interfere with our event. In any event, the decision of the Board President and the Board is final and will not be subject to appeal.
- D. Once we have a working schedule, the President will submit it to the NSCA for final approval. During the year it is likely that additional shoot dates will be requested. Each request will be considered by the Board based on the criteria in C.2 above and in chronological order of the request.

ARTICLE XII – NORTH CAROLINA CIRCUIT SHOOT

Section 1: Circuit Shoots

- A. The Association may elect to hold and administer a series of Circuit Shoots for the benefit of the association members. The specifications and criteria for these shoots shall be contained in Appendix C and should be reviewed each year by the Board of the SCANC to determine if any changes or modifications are needed to produce the highest quality event with the maximum number of contestants. Member clubs may request no more than 1 circuit shoot per year in addition to their other registered events.

ARTICLE XIII – ANNUAL STATE CHAMPIONSHIP

Section 1: North Carolina State Championship Shoot

- A. The Association will hold and administer the annual North Carolina State Championship Shoot for the benefit of the association members. The specifications and criteria for this shoot shall be contained in Appendix D and should be reviewed each year by the Board of the SCANC to determine if any changes or modifications are needed to produce the highest quality event with the maximum number of contestants.

ARTICLE XIV – AMENDING BYLAWS

Section 1: The By-Laws may be amended as follows:

- A. Any SCANC member in good standing may propose an amendment to the By-Laws.
- B. The proposed amendment shall be submitted in writing to the Secretary of the SCANC no less than 30 days prior to the next physical meeting of the Board or Special meeting called for this purpose. The entire membership must be informed of the meeting no less than 30 days prior to the meeting. Posting to the website will satisfy this requirement. The Board of Directors will consider the proposed amendment and if passed by a majority vote of the Board, will be presented to the general membership for a vote. The Board may conduct this vote by mailed ballot or in an electronic format.
- C. The amendment proposal shall be adopted by a simple majority vote of the members.
- D. If the amendment is adopted by the membership, the amendment shall be included in the Association By-Laws, numbered and dated in sequence, then posted on the Association's website within 15 days of its adoption.

ARTICLE XV – GENERAL CONDITIONS

- Section 1:** The past, present and future members of the Board of Directors of the SCANC cannot held liable or responsible for any act, error, omission for, or in any way with respect to any property damage, bodily injury or financial injury caused to any member, club or third party regardless of negligence or any other act by any Board Member. The Association must indemnify and hold harmless all Board Members as long as they are acting within the scope of their duties and service to the Association.
- Section 2:** Any differences or conflicting information between the SCANC and the NSCA will be resolved in favor of the NSCA.
- Section 3:** These By-Laws and Appendices hereby revoke and supersede any and all previous By-Laws, Amendments and Guidelines set forth by the Sporting Clays Association of North Carolina or any other related organization.
- Section 4:** Appendices may be modified in any way at the beginning of each year by a simple majority vote of the current Board. They are specifically designed not to require an amendment to the by-laws to be changed.
- Section 5:** The website administration password must be available to all Board Members.
- Section 6:** The Board is permitted to make minor changes in grammar and/or spelling or make minor additions in order to clarify the meaning and intent of this document without having to amend the By-Laws. The Board may not alter or modify the intent or meaning of the By-Laws unless done so through the amendment process outlined in Article XIV.