

CONSTITUTION AND BY-LAWS TENNESSEE SPORTING CLAYS ASSOCIATION, INC.

Preamble

The Tennessee Sporting Clays Association, Inc. shall be a non-profit corporation of persons engaged in promotion and education regarding clay target sports, including safety and activities revolving around Sporting Clays, NSCA 5-Stand, and F.I.T.A.S.C. shooting in the state of Tennessee.

Article I – Name and Fiscal Year

- Section 1:** The name of the corporation shall be the TENNESSEE SPORTING CLAYS ASSOCIATION, INC. (hereinafter referred to as “TSCA” and is incorporated pursuant to the provisions of the Tennessee non-profit corporation code).
- Section 2:** The fiscal year of the TSCA shall commence on January 1.

Article II – Purpose

The purpose of the TSCA shall be as follows:

- Section 1:** The promotion and encouragement of organized sporting clays shooting among the residents of the state of Tennessee.
- Section 2:** To increase among TSCA members the knowledge of the safe handling and proper care of firearms as well as improved shotgun marksmanship education.
- Section 3:** To forward the development of those characteristics of honesty, fellowship, self-discipline, team play and self-reliance, which are the essentials of good sportsmanship and the foundation of true patriotism.
- Section 4:** To coordinate and report on TSCA club competition(s) and shoot dates.
- Section 5:** To keep the TSCA registered target shooting membership informed of such through newsletters and/or other communications as needed.
- Section 6:** To administer any election dealing with the TSCA, except the National Sporting Clays Association (hereafter referred to as the “NSCA”) State Delegate, which is administered by the NSCA.

Article III – Offices

The principal office of the TSCA shall be located at the address of the current presiding President. Other offices for the transaction of business shall be located at such places as the Board of Directors’ designate.

Article IV – Membership

Section 1: Classes of Membership

- A. Individual – Any individual NSCA member in good standing who resides in the state of Tennessee shall be a member of the Association.
- B. Club – Any club in the state of Tennessee, having at least one sporting clays, NSCA 5-Stand, or FITASC course.

Section 2: Admission to Membership

- A. Any individual resident of the state of Tennessee who is a member in good standing of the NSCA shall automatically be a member of the TSCA. However, a member of the TSCA may lose his/her membership privileges if:
 - i. Said resident is restricted from owning or operating a firearm under any federal or state laws;
 - ii. For violations of the terms hereof upon vote of the Board of Directors; or
 - iii. Pursuant to a member's election to cease being a member.
- B. Any NSCA affiliated club in the state of Tennessee may be a member club of the TSCA by complying with the terms set forth herein, and any terms set by the Board of Directors in accordance with the rules and regulations of the NSCA.
- C. The TSCA member number will be the same as the NSCA member number.
- D. Members need to be sensitive and compassionate to the needs of other members.
- E. Members must abide by all safety rules adopted by the NSCA.

Section 3: Any member in good standing shall have the privilege of discussion or speaking on any subject at any meeting of the members of the TSCA. The Board of Directors retains the right to limit the time that any member may speak at any annual or special meeting of members of the TSCA. All members are welcome to attend any and all meetings of the Board of Directors.

Section 4: Club Responsibilities

- A. It shall be a club's responsibility of reporting shoot results to the TSCA within fifteen (15) days of the shoot.
- B. The hosting club will be responsible for mailing its winnings and posting information about the shoot champion, runner-up, class winners and all shooters awarded punches.
- C. Clubs hosting shoots must abide by the pricing they have published in their promotional materials.
- D. Violations of the by-laws will be dealt with on an individual basis by the Board of Directors. Penalties, subject to NSCA review, may include temporary suspension of registered events, probationary status or expulsion from the TSCA.

Section 5: Voting Privileges of Membership

- A. An individual member shall be entitled to one vote at all called and special meetings of the TSCA.
- B. An individual member with an active membership in either the NSCA or NSSA is required to have a 300 registered target minimum in the prior calendar year to be eligible to vote.
- C. A club member shall be entitled to one vote at all called and special meetings of the TSCA.
- D. Voting by Proxy – Any member of the TSCA may be represented by written proxy in the event he or she is unable to attend any called or annual meeting. The written proxy vote must be delivered to a member of the Board of Directors to be carried out.

Section 6: Membership Fees

- A. Each individual member shall be charged a state administration fee up to \$0.01 less than the current NSCA per target fee for all registered events in which they shoot. State administration fees shall be used to pay the expenses of the TSCA and other activities that support clubs and members as the Board of Directors or members may direct from time to time.
- B. The TSCA Board of Directors may charge additional administration fees for TSCA Sanctioned Series Events.
- C. No club shall be given any privileges of a club in good standing until their shoot fees are paid.

Article V – Board of Directors

Section 1: Duties of the Board of Directors

- A. The Board of Directors shall have all the fiduciary powers and duties customary to Boards of Directors of corporations, including the supervisory direction of the financial and business affairs of this corporation, the preparation of an annual budget, and provision for adequate reserves to insure financial solvency of the corporation. The Board of Directors shall have full charge of all matters covered by the Constitution and By-Laws, including special meetings, and any and all other business that is reasonably presumed to fall within the powers or duties of the Board.
- B. Recognizing that membership is fundamental to the success of the association, the board shall strive constantly to secure and maintain a membership which shall include all eligible sporting clay shooters in the state of Tennessee.
- C. The Board of Directors shall acquire and maintain liability insurance for the member of the Board.
- D. The Board of Directors shall have the authority to conduct investigations or hearings relative to any complaint against any member 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 TSCA and to take such action as the Board deems appropriate, subject to NSCA procedures and rules, including termination of such member's membership.

- Section 2:** The Board of Directors shall consist of the following: President, Vice President, Secretary, Treasurer, Immediate Past-President, six (6) Directors-At-Large, which are two (2) from each grand division of Tennessee as defined in the Tennessee Code Annotated 4-1-201, et seq. and the appropriate number of State Delegates, which is allotted per the NSCA. Each member of the Board of Directors shall be elected by the members of the TSCA.
- Section 3:** Each member of the Board of Directors shall be entitled to one vote at all meetings of the Board.
- Section 4:** Officers, State Delegates, and Directors shall serve for terms of two (2) years or until their successors are elected.
- Section 5:** A regular Director vacancy occurring on the Board of Directors may be filled by the appointee of the President with an affirmative vote of a majority of the Board of Directors. The Director chosen shall hold office until the next election of the Board of Directors by members.
- Section 6:** Officers, State Delegates and Directors must be individual members with a minimum of 500 registered targets in the prior calendar year to stand for election.
- Section 7:** The annual meeting of the Board of Directors will take place immediately following the adjournment of the annual meeting of the members.

Article VI – Officers, Powers and Duties

- Section 1:** The elected Officers of the TSCA shall be President, Vice President, Secretary, Treasurer, and six (6) Directors-At-Large.
- Section 2:** The terms of office for all Officers and Directors shall be for terms of two years or until their successors are elected.
- Section 3:** The TSCA Officers and Directors shall not have term limits imposed.
- Section 4:** The election of officers and directors shall be conducted by either postal mail or electronic mail (E-Mail) to the NSCA address record of each TSCA member in good standing.
- Section 5:** President
- A. The President shall preside over all meetings of members and directors.

- B. The President shall, subject to the direction and control of the directors, direct the affairs of the association.
- C. The President shall call the Board of Directors together whenever necessary. The Directors participating shall constitute a forum, and such meetings may be conducted by electronic communications.
- D. The President shall sign, as President, all contracts, notes, and instruments when so directed by the Board of Directors.
- E. The President shall discharge such other duties as maybe required of him by these By-Laws or by the Board of Directors.
- F. In the event of a vacancy on the Board of Directors, the President shall have the power to appoint Officers or Directors.

Section 6: Vice President

- A. The Vice President shall preside in the President's place if the President is unable to preside over any meeting.
- B. The Vice President shall have the responsibility for the general promotion of clay shooting in the state of Tennessee.
- C. He/She shall aid any new group in the organization of any clay shooing club under the auspices of the TSCA and NSCA.
- D. He/She shall perform other such duties as the Board of Directors may require.

Section 7: Secretary

- A. The Secretary shall preside in the President's place, if the President and Vice President are unable to preside over any meeting.
- B. The Secretary shall be responsible to keep minutes of the TSCA meetings.
- C. He/She will issue all notices to membership.
- D. He/She shall submit proposed shoot dates to the NSCA.
- E. He/She shall maintain a list of members consistent with NSCA.

Section 8: Treasurer

- A. The Treasurer shall preside in the President's place, if the President, Vice President, and Secretary are unable to preside over any meeting.
- B. The Treasurer shall be the custodian of all monies, trophies, securities and vouchers of the TSCA and shall preserve the receipts of all monies paid out.
- C. He/She is authorized to receive all funds due the TSCA and place funds in any bank or banks as the Board of Directors directs.
- D. Disbursements will be authorized by the President or Vice President or directed by the vote of TSCA members at the annual State Meeting.
- E. A detailed report of all monies received and distributed by the Treasurer shall be made at the Annual State TSCA meeting and a copy submitted to the NSCA.

Section 9: Immediate Past-President

- A. The Immediate Past-President shall preside in the President's place, if the President, Vice President, Secretary, and Treasurer are unable to preside over any meeting.

- B. The Immediate Past-President's role shall be to ensure continuity during governance transitions and organizational change, to help ensure the appropriate succession of Officers and Directors, to support the President in his/her role, and to provide continuity to the organization by providing historical context for issues.

Article VII – Committees

Section 1: Various committees shall be appointed as is deemed necessary by the Board of Directors. All committee members shall be appointed for a period of not to exceed one year.

Section 2: If possible, each committee shall include a board member. All members including the chairperson shall be appointed by the president with the approval of the Board of Directors.

Section 3: All committees are directly responsible to the president. Any committee or committee member not functioning to the satisfaction of the president can be replaced or changed at any time as is deemed necessary by the president.

Article VIII – Annual and Special Members Meetings

Section 1: Annual Meetings

The Annual State Meeting of the members of the TSCA shall be held at the State Sporting Clays Shoot and thirty (30) days advanced written notice by postal or electronic mail shall be given to all members.

Section 2: Special Meetings

The Board of Directors shall have the right to call a special meeting of the membership at any time. Ten percent of the membership may also file a petition stating the specific business to be brought before the TSCA and thus call a special meeting at any time. Upon the filing of such petition, the Board of Directors shall call such special meeting.

Section 3: Notice of Meetings

Notice of all annual or special meeting, together with a statement of the purpose thereof, shall be mailed by postal or electronic mail to each member at least thirty (30) days prior to the meeting. The cost of providing notice of a special meeting called due to a petition of the members shall be borne by those members signing the petition.

Section 4: The order of business at all meetings shall be as follows:

- A. Roll call and seating of Board Members

- B. Reading of Minutes (at the Annual State Meeting reading of previous Annual Minutes shall be read.)
- C. Public forum (limited to 15 minutes)
- D. Reports of Officers
- E. Reports of Committees
- F. Amendments to the Constitution and By-Laws
- G. Unfinished business
- H. Election of Officers (Annual State Meetings only)
- I. Awarding next Annual State Tournament
- J. New Business
- K. Adjournment

Section 5: Quorum

The members appearing at any meeting in person must include at a minimum of six (6) members of the Board of Directors is required to constitute a quorum for the transaction of business. Appearance at meetings may be made by electronic means (e.g. teleconference, Skype, or Face-Time).

Section 6: Rules of Order

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these By-Laws and any special rules of order the Association may adopt.

Section 7: Voting by Ballot

The Board of Directors may secure a vote on any resolution pertaining to TSCA business by sending a Ballot, either by postal or electronic mail, on the subject to be voted on by the members. The results on such matters shall be counted within ten (10) days of the date the Ballots are to be returned to the President. At such time, all Directors shall be notified of all action voted on. Members' votes shall be accepted and counted for a minimum of 15 business days from the date of the ballots mailing.

Article IX – Shooting Participation

Any individual member in good standing with TSCA and NSCA and not in violation of any State or Federal laws or regulations relating to firearms shall be allowed to come upon the grounds of any member club holding a registered open shoot and participate in that shoot. Any member club finding it necessary to deviate from an article of the By-Laws shall obtain written permission from the Board of Directors of the TSCA.

Article X – Tournament Scheduling

- Section 1:** Any member club desiring to register a tournament with the TSCA shall make its application for such dates to the Secretary of the TSCA. All shoot dates must be approved by the TSCA Board of Directors and forwarded on to NSCA. Member Clubs within 100 geographical miles shall not hold NSCA registered tournaments on the same day.
- Section 2:** If a club chooses a shoot date and then cancels that shoot, notification to the TSCA and the NSCA is required. It is the sole responsibility of the host club to notify shooters that the tournament has been cancelled.
- Section 3:** The latest revised rules of the NSCA shall govern all tournaments sanctioned by the TSCA.

Article XI – Annual State Tournament

Any member club that fully meets the following Host Club requirements may petition the TSCA Board of Directors for approval to be put on the State Shoot Selection Ballot.

- Section 1:** State Shoot Criteria
- A. The TSCA shall accept bids from member clubs to host an Annual State Championship. Members of the TSCA shall select the site of the state championship from the applying clubs. The choice of the State Shoot Host shall be determined by a ballot sent via postal or electronic mailing to the TSCA voting members. The ballot will have a return deadline. A majority of the voting members shall determine the host club.
 - B. To be eligible to apply to be on a State Shoot Ballot, a club must hold a minimum of three NSCA Registered Class Tournaments in the previous year.
 - C. The ballot for the State Shoot shall contain a minimum of two choices. Should there be less than two choices; any club that meets the requirements above may be placed on the ballot including the club that hosted the shoot the previous year.
 - D. At least 150 days prior to the scheduled shoot date, the club awarded the State Shoot must prove, to the TSCA Board of Directors' satisfaction, compliance with a minimum set of requirements as stated below. The Board of Directors must also approve the State Shoot program at least 150 days prior to the tournament date.
 - E. Should a club which has been awarded a State Shoot default on their commitment to the TSCA, the TSCA Board of Directors may assign the tournament to any TSCA Club the Board of Directors feels would provide a quality State Shoot.
 - F. Any club awarded a state shoot is bound by the terms of its bid, however the club and the Board of Directors may agree upon changes.

Section 2: The Host Club shall provide as a minimum:

- A. A two-day main event with a 100 bird course each day. Registered, classed events of a 20 Gauge, 28 Gauge, and .410 bore with a minimum of 50 targets each. One trapper and one scorekeeper shall be at each station when manual traps are used, otherwise scorekeeper only.
- B. Provide certificate of liability insurance with TSCA listed as additionally insured for the event, in an amount approved by the Board of Directors.
- C. The TSCA may provide the host club with monies to be used for trophies, awards, meals, door prizes, and/or Lewis class prizes for members to be awarded at the State Tournament. This money is to be raised by the per target TSCA fee at registered events. Any additional money provided will be used for additional trophies/prizes at the State Shoot, second and third place in each class as well as concurrents. The President shall appoint a committee to determine the distribution of the money and to allocate any other awards deemed appropriate, and to provide support to the host club as deemed necessary.

Article XII – All-State Teams

Section 1: The TSCA will recognize the state team selected annually by the NSCA in accordance with the rules and regulations in effect at the time of the selection.

Article XIII – Penalties and Suspensions

Section 1: The TSCA adopts and incorporates the Penalties/Suspension provisions of the NSCA Rules and Regulations, both current and amended from time to time by the NSCA.

Section 2: 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 TSCA before any action is instigated by the TSCA.

Section 3: 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.

Section 4: The TSCA Board of Directors reserves the right to impose Penalties and/or Suspensions against any member club or an 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 interests of the TSCA and its members, including but not limited to, unsportsmanlike conduct.

Section 5: All disciplinary decisions of the Board of Directors regarding member clubs or individual clubs may be appealed to the NSCA under the current Rules and Regulations.

Article XIV – By-Laws

The Constitution and By-Laws may be amended as follows: The Board of Directors or ten percent of the members may propose an amendment. The proposed amendment(s) shall be submitted to the membership in the form of a postal or electronic mail ballot. Each member voting must state that he or she is a bona fide resident of the State of Tennessee, and provide that individual's NSCA number and signature. Ballots must be postmarked fifteen (15) days after the date on which they were mailed to the membership. A simple majority of the votes cast by members in good standing and postmarked not more than fifteen (15) days after the ballots were transmitted will govern the decision to pass or defeat the proposed amendment(s).