

**BYLAWS**  
**of**  
**THE UNITED STATES PRACTICAL SHOOTING ASSOCIATION/IPSC**

**ARTICLE 1 - NAME AND ORGANIZATION**

**Section 1.1 Name:** The name of this Corporation shall be: THE UNITED STATES PRACTICAL SHOOTING ASSOCIATION/IPSC.

**Section 1.2 Organization:** This Corporation shall be organized as a non-profit non-stock corporation under the Delaware General Corporation Law (the "DGCL"). It shall be in existence in perpetuity or until formally dissolved in accordance with the DGCL.

**Section 1.3 Maintaining this Corporation as Non-Profit:** It is the intent and desire of the Corporation that it, and its bylaws, complies with the requirements of the United States government in the forming and maintaining of this Corporation as a tax-exempt entity.

**ARTICLE 2 – OFFICES**

The Corporations' offices shall be maintained at appropriate locations within the United States by resolution of the Board of Directors.

**ARTICLE 3 - OBJECTS AND PURPOSES**

**Section 3.1 Consistent with the Certificate of Incorporation adopted to form this Corporation:** The nature of the business or purposes to be conducted or promoted by this Corporation is to solicit, receive and maintain a fund or funds, the principal and income of which shall be applied exclusively for charitable purposes, and in particular for the promotion of amateur national and international athletic contests principally in the area of practical firearms competition. As a means to this end, such purposes are to be carried out:

1. By sponsoring national and international practical firearms contests;
2. By establishing a system for the conduct of such competition;
3. By establishing a program for the training of range officers and officials for the safe administration of the sport;

4. By raising money to enable the Corporation to pay, in whole or in part, the expenses of such competitions including attendant publicity and travel expenses; and
5. Either directly or indirectly, either alone or in conjunction with others, whether such others be persons or organizations of any nature, such as firms, trusts, associations, syndicates, institutions, agencies, corporations or governmental bureaus, departments or agencies, by doing all such things and acts, and engaging in such activities as are necessary, useful, suitable, desirable or proper to carry out the purposes set forth herein.

Anything hereinabove contained to the contrary notwithstanding, no part of the activities of the Corporation will involve the provision of athletic facilities or equipment.

Anything hereinabove contained to the contrary notwithstanding, in each instance where funds are expended by the Corporation outside the United States, complete control of the expenditure of such funds shall be retained by the Corporation, and the Corporation shall reserve the right at any time and from time to time to demand a full accounting by the recipients of such funds indicating that the same have been expended exclusively for the charitable purposes designated by the Corporation.

In order to accomplish its stated purposes, the Corporation shall strive to:

1. Set forth and publish rules and guidelines for the conduct of practical shooting contests;
2. Establish a system for classifying competitors within various classes of abilities;
3. Establish and publish the corporate newsletter;
4. Establish and direct the National Range Officer Institute, a department of the Corporation, to train and certify range officials;
5. Establish a system for qualifying competitors to participate in national championship contests;
6. Conduct national championship contests annually in order to determine champions and qualify team(s) of competitors to represent the United States in international competition(s); and
7. Conduct other business and activities to accomplish the purposes of the organization as the Board of Directors may authorize from time-to-time.

**Section 3.2 Powers:** The Corporation shall have all of the powers provided by law, its Certificate of Incorporation, as amended, and these Bylaws.

**Section 3.3 Revenue:** The Corporation expects to receive the bulk of its operating funds from Membership dues, activity fees, advertising fees, licensing, bequeaths and endowments, and the sale of miscellaneous items bearing the Corporation's logo to promote practical shooting.

**Section 3.4 Enfold:** It is the intent of the Corporation to set forth structures, rules, regulations, and to delineate authority and responsibility in order to unite the United States Region of the International Practical Shooting Confederation, with USPSA affiliated clubs and sections, via its organizational structure, including the National Range Officers Institute and such other entities with which the USPSA Board of Directors may from time to time wish to align the association into a viable and formal relationship with its current and prospective Members.

## **ARTICLE 4 – MEMBERSHIP**

**Section 4.1 Types of Membership:** Memberships shall consist of individual and club Memberships as set forth below.

**Section 4.2 Individual Membership:** An individual Membership requires that the prospective Member make formal application to the Corporation, meet requirements as may be established by the Board of Directors from time to time, and pay the appropriate dues as established by the Board of Directors. All Membership types and costs will be posted on the website maintained by the Corporation.

**Section 4.3 Club Membership:** A club Membership requires that the club:

1. Consist of 10 or more individual Members of the Corporation at the time of application;
2. Make formal application for club Membership to the Corporation;
3. Agree to conduct the minimum number of Corporation approved contests annually as established from time-to-time by the Board of Directors under the rules and guidelines as published by the Corporation;
4. Render the published results, together with appropriate activity fees due the Corporation from said contests, within 30 days of each match date; and

5. Pay the annual affiliation dues as established from time to time by the Board of Directors.

Affiliated clubs are autonomous in nature and are specifically allowed to conduct club business according to their own local, State and Federal laws, club bylaws, and/or business practices to the extent they do not conflict with the bylaws, rules or policies of the Corporation. Commingling of clubs for the purpose of avoiding affiliation dues is specifically prohibited.

**Section 4.4 Honorary Life Membership:** The Board of Directors may, from time to time and on criteria established by resolution, convey on individuals and organizations the title of Honorary Life Member for those who have performed exceptional service to the Corporation. Honorary Life Membership requires no payment of dues from the honorary Member. This title is for the purpose of recognition only and no duties or powers are ascribed thereto.

**Section 4.5 Other Classes of Membership:** Other classes of Membership and their requirements may be established from time to time by resolution of the Board of Directors.

**Section 4.6 Dues:** The Board of Directors shall determine the amount of dues required for Membership. An individual Member's annual dues are payable on the anniversary date of the individual Member's admission to the Corporation. Club dues are payable on the first of each calendar year and at initiation. Clubs that initially affiliate with the Corporation on or after October 1 shall be affiliated until December 31 of the following year. Clubs are additionally responsible for the activity fees for each contestant in all Corporation affiliated shooting contests hosted by that Member club and such fees are due within 14 days of the match. Memberships of any type are non-transferable, non-assignable, and non-refundable.

**Section 4.7 Discipline of Membership and Clubs:** The Board of Directors shall have the authority to discipline, suspend, or terminate a Member or a club when their conduct is determined to be inconsistent with the Corporation's Terms of Membership or policies. This authority may be exercised through procedures established in the Corporation's policies. This authority applies to all attendees at a Corporation sanctioned event, regardless of membership status.

**Section 4.8: Interim Suspension:** In the event immediate action is warranted, the Board of Directors, with concurrence of three Board Members, may implement an interim suspension if there is a reasonable belief that that the Member's continued active status is injurious to the Corporation. Any interim suspension must be reviewed by the Board of Directors and be ratified by a vote of a majority of the Directors within 14 days, or the suspension becomes void.

**Section 4.9 Member Rights:** Any Member subject to disciplinary action shall be entitled to:

1. Written notice from the Discipline Committee specifying the specific policy violations or conduct at issue at least 14 days before a disciplinary hearing;
2. Respond and present evidence to the Discipline Committee before the hearing date, other than in circumstances under Section 4.8;
3. Have the matter heard in open or executive session for both Board of Directors and Discipline Committee hearings.
4. A fair hearing before the Discipline Committee and right to appeal to the Board of Directors;
5. Be provided with written decision with findings of fact within 7 days of the Discipline Committee hearing which will trigger a 30 day period to file a request for an appeal to the Board of Directors; and
6. Be provided with a written final decision from the Board of Directors within 7 days of the appeal hearing.

**4.10 Reinstatement:** Procedures for reinstatement of a Member's membership following suspension or termination shall be established in the Corporation's policies.

**4.11 Documentation:** All disciplinary proceedings shall be documented and records maintained in accordance with the Corporation's record retention policies.

**4.12 Non-Payment of Dues or Fees:** Any Member shall be deemed inactive from the Membership for non-payment of dues or fees. Member clubs may be terminated from Membership if they have not paid the dues or activity fees by February 15th of each year. Those Member clubs terminated for non-payment of dues or fees must pay the affiliation dues of a new club when re-affiliating. No money paid to the Corporation shall be refunded to Members or affiliates unless it can be established that the amount so paid is in excess of that due the Corporation.

**Section 4.13 Annual Membership Meeting:** The Board Chair shall hold at least one annual Member meeting with not less than 30 nor more than 60 days' notice, to the Membership. Members may submit questions not less than ten days prior to the date of the meeting. The Board Chair shall provide a detailed update on the status of the Corporation, a review of the Corporation's most recent financial statement, the Board of Director's strategies and plans. The Board Chair shall address all questions submitted in compliance with this Section.

**Section 4.14. Notice of Membership Meeting:** Notice of the annual Member meeting shall state the place, if any, date and hour of the meeting, the means of remote communications, if any, by which members may be deemed to be present and vote at such meeting, the record date for determining the Members entitled to notice of the meeting and also the record date for determining the Members entitled to vote at the meeting, if a vote is to be taken,

## **ARTICLE 5 - BOARD OF DIRECTORS**

The Board of Directors shall consist of one Director elected by the entire Membership and 8 Area Directors.

**Section 5.1 Business:** The Board of Directors shall be responsible for directing the overall policies of the Corporation. A primary responsibility of the Board of Directors is to provide strategic planning and leadership on key issues to ensure the long-term health and viability of the Corporation. Specific areas of the Board of Directors' responsibility include, but are not limited to:

1. Financial strategy, including budget, planning and investment strategies;
2. Membership recruitment and retention strategies;
3. Marketing strategies;
4. Strategies for the format and location of National Championships;
5. Strategies for the establishment and/or management of relationships with other shooting organizations, including IPSC; and
6. Review and ratification of National Range Officer Institute (NROI) policies and procedures.

**Section 5.2 Compensation:** Directors shall not receive any salary for their services as Directors or as Members of committees, but by resolution of the Board of Directors, a fixed fee and/or reimbursement of specific expenses may be allowed. No Director shall

serve the Corporation in any other capacity for which compensation is received except as designated and approved range staff consistent with all other staff.

**Section 5.3 Regular Meetings:** Regular meetings of the Board of Directors shall be held not less than once in any calendar year and shall be called at a time and place of any Director's choosing by providing not less than 30 nor more than 60 days' notice, to the Board of Directors. The Board of Directors, by majority vote, may establish more frequent regular meetings at a time and place of their choosing providing there be not less than 10 nor more than 60 days' written notice prior to any regular meeting. Regular meetings shall be in person, and/or by means of conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to a conference telephone or other means as described in this Section shall constitute presence in person at the meeting.

**Section 5.4 Special Meetings:** Any three Members of the Board of Directors may call a special meeting. The call for a special meeting shall state the nature of the business to be considered and the place, date, time, and method of the meeting. Notice of a special meeting shall be communicated in writing to each Director not less than 48 hours before the date of such meeting. Business considered and acted upon shall be limited to that stated in the call for the meeting except as the entire Board of Directors may unanimously determine otherwise. No bylaw changes may be adopted at any special meeting. Special meetings may be in-person, and/or by means of conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to a conference telephone or other means as described in this Section shall constitute presence in person at the meeting.

**Section 5.5 Rules of Order:** Robert's Rules of Order Newly Revised shall be the parliamentary authority at all meetings.

**Section 5.6 Voting:** Each Director shall have voting powers at all Board of Directors meetings. Except as otherwise provided herein, the vote of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Notwithstanding the foregoing, a minimum of 4 votes shall be required to pass any motion before the Board of Directors at any Meeting. A roll call vote will be taken at the request of any Director. On any roll call vote, the votes of all Directors shall be recorded.

**Section 5.7 Notice of Board of Director's Meetings:** Written notice of regular Board of Directors meetings, shall be posted to the Corporation's website no less than 10 nor more than 60 days prior to the meeting. The notice shall include the agenda, time, place, and date of the meeting.

**Section 5.8 Quorum:** A quorum for conducting the business of the Board of Directors at any meeting shall be a majority of the Board of Directors. In the event there are not a sufficient number of Directors seated, the remaining Directors shall only have the authority to direct emergency elections to fill the vacant seats until a quorum exists consistent with Section 6.5.

**Section 5.9 Minutes:** Minutes shall be kept of all Board of Directors meetings and approved at the next regular Board of Directors meeting. Executive session minutes shall be maintained but not posted. The Executive Director shall be responsible for preparing all meeting minutes, unless excluded by vote, and then the minutes shall be kept and prepared by the Board Chair presiding over the meeting.

**Section 5.10 Indemnification:** Each Director and their respective heirs, executors and administrators, shall to the fullest extent allowable by law, be held harmless and indemnified by the Corporation against all costs, expenses, judgments and liabilities, including attorneys' fees, reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit, or proceeding, civil or criminal, in which he or she is or may be made a party by reason of being or having been such Director, or by reason of any action alleged to have been taken or omitted by him or her as a Director or officer, whether or not he or she is a Director or officer at the time of incurring such costs, expenses, judgments and liabilities so long as the conduct is not in willful violation of the Director's duties. The Corporation shall at all times maintain a Directors' liability insurance policy.

## **ARTICLE 6 - ELECTION OF DIRECTORS**

### **Section 6.1 Director at Large and Area Directors:**

Directors shall:

1. Be elected by vote of the individual Membership, one vote per Member within the respective Area and by the entire Membership as to the Director at Large;
2. Be elected for a term of three years;

3. Take office on January first following the year of the election;
4. Serve until the successor is elected and takes office;
5. At the time of taking office be a citizen and a resident of the United States and for Area Directors, be a resident of the Area from which they are nominated and elected for Area Director seat;
6. At the time of the nomination cutoff date, be a Range Officer;
7. Has been a Member in continuous good standing for at least 3 years prior to the date the election is certified.

If Director's Membership expires during the length of their term, it will be extended to the end of their term. The term of office for all Directors shall be staggered so that no more than one-third of the Directors are elected during any one year except in cases of special elections. In establishing new Areas, the election schedule may be modified by the Board of Directors as necessary to maintain the balance of the overlapping terms of Directors.

**Section 6.2 Recall of Directors:** Directors can be recalled by a vote of the Membership. A recall vote can be initiated by the Board of Directors with the minimum vote of 7 Directors. The Membership can initiate a recall vote by a Member petition containing the signatures of 150 active Members qualified to vote in the election for that Director or 20% of the total votes in that Director's most recent election, whichever is greater. A recall vote shall require an affirmative vote of 70% of votes cast to recall the Director and trigger a special election. The Director shall be deemed terminated upon certification of the recall vote.

**Section 6.3 Removal of Directors:** A Director may also be removed by the Board of Directors upon the affirmative vote of 8 Directors.

**Section 6.4 Nominations for Directors:** All incumbent Directors shall be automatically nominated unless they decline to be nominated. Other parties wishing to be candidates may submit nominating petitions to the Corporation no earlier than June 1 and no later than September 1 (cutoff date) in the year of the election. The nominating petitions shall contain the signatures of fifty current individual Members and their Membership number. In the case of a candidate for Area Director, signatures from Members residing outside of the Area shall be considered invalid. Candidates shall receive such support and coverage from the Corporation as may be specified in current USPSA policy.

**Section 6.5 Election by Ballot:** All elections shall be electronic in a manner chosen by the Board of Directors. For regular elections, all petitions are due by September 1 of the election year. The voting period shall be from October 15 to October 31 of the election year and results will be certified and published to the Membership within seven days of the close of the election.

**Section 6.6 Timing of Special Elections:** Within 14 days of a vacancy being created, the Board of Directors shall vote to establish the special election timeline. If the subject term has more than 6 months remaining, the Board of Directors may opt not to conduct the special election. The election process shall proceed as follows:

- (a) A 30-day nomination period shall commence during which Members may submit a petition;
- (b) Following the close of nominations, a 15-day voting period shall begin as soon as possible;
- (c) Upon conclusion of voting, results shall be certified within 48 hours;
- (d) The elected candidate shall be considered seated to the Board of Directors immediately upon certification of results; and
- (e) The entire process from vacancy to certification must be completed within 60 days of the vacancy creation date.

**Section 6.7 Quorum and Majority:** The individual Members actually voting on any particular matter shall constitute a quorum and those candidates receiving more than 50% of the votes cast shall be deemed elected. In the event that no candidate receives more than 50% of the votes cast, a run-off election shall be conducted between the two candidates receiving the most votes which shall commence within 30 days after the results are certified and the run-off election shall run for 15 days.

**Section 6.8 Uncontested Election:** In the event that an election for Director is uncontested, the provisions of Sections 6.4, and 6.6 shall be waived and the sole candidate shall be considered to have been duly elected and shall be seated the Board of Directors.

**Section 6.9 Eligibility to Vote:** All Members that have an original membership date that is one year prior to the last day for nominations for the election are eligible to vote. Members must be a resident of the Area in which they are voting, if for an Area Director, for at least 6 months before the cutoff date of the election they are voting in.

## **ARTICLE 7 - MANAGEMENT OF BUSINESS**

**Section 7.1 Executive Director:** The Board of Directors shall be responsible for hiring and supervising an Executive Director who will be primarily responsible for the implementation of the policies of the Board of Directors with regard to all forms of Practical Shooting competition. The Executive Director will also serve as the Corporate Secretary. Individually and in cooperation with the Board of Directors the Executive Director shall:

1. Develop and promote strategies for the long-term health and growth of the Practical Shooting sports;
2. Create and implement an annual budget;
3. Create and implement a plan for National Matches;
4. Supervise and manage all organization employees;
5. Provide the Board of Directors with a monthly report and immediate report of all notices or adverse events potentially effecting the organization; and
6. Shall have signing authority within limits established by the Board of Directors policy and the approved budget.

**Section 7.2 Financial Authority:** The Board of Directors shall:

1. Establish and maintain policies defining financial authority limits including:
  - Executive Director's operational spending authority;
  - Required approvals for expenses exceeding defined thresholds;
  - Contract and agreement execution requirements;
  - Capital expenditure approvals; and
  - Investment decision authority.
2. Elect a Board Chair and Vice Board Chair at the first meeting of each year who shall be authorized to execute documents in accordance with Board of Directors approved policies.
3. Review and approve an annual budget.
4. Make publicly available to the Membership:
  - Annual budget;
  - Quarterly financial summaries; and
  - Annual audit or financial review results.

**Section 7.3 Year:** The fiscal year of the Corporation shall be the calendar year.

**Section 7.4 Conflict of Interest:** A Conflict of Interest (COI) occurs where an individual's obligation to further the Corporation's purposes is at odds with their own financial interest. Conflicts of Interest may exist for reasons other than a financial interest (e.g., a relationship or something which might affect a person's ability to act impartially in the best interests of the Corporation on a specific topic). Any potential conflict of interest must be immediately reported to the Board of Directors.

**Section 7.5 Books and Records:** The Corporation shall maintain an electronic record of business records in an organized central database accessible by the Executive Director and the Board of Directors.

## **ARTICLE 8 - COMMITTEES**

**Section 8.1 Board Committees:** The Board of Directors shall have the power to designate from time to time committees of the Board of Directors, and to delegate to such committee(s) such powers as, in the discretion of the Board of Directors and consistent with applicable law, are necessary and desirable. All committee members are subject to Board of Directors approval. Each committee shall have a Director as the Chair or Vice Chair of such committee.

**Section 8.2 Audit Committee:** There shall be an Audit Committee consisting of three Directors and two Members with financial, accounting or auditing experience, chosen by the Board of Directors. The Audit Committee shall select an independent certified public accounting firm and shall oversee the annual audit or review of the Corporation.

When the accounting firm has prepared the audit or review report, it shall be transmitted to the Chairman of the Audit Committee who shall present it to the Board of Directors for approval at their next regular meeting and it shall be posted with the meeting minutes.

**Section 8.3 Finance Committee:** There shall be a Finance Committee selected annually, consisting of at least the Executive Director and two Directors. The Finance Committee shall:

1. Oversee the transfer of funds between reserve and operational accounts in accordance with Board of Directors-approved investment policies;

2. Provide oversight of external financial service providers including but not limited to:
  - Investment managers;
  - Banks and financial institutions;
  - Accounting firms, except to the extent managed by the Audit Committee; and
  - Bookkeeping services.
3. Present quarterly reports to the Board of Directors including:
  - Budget performance;
  - Investment account activity and balances;
  - Cash flow projections; and
  - Significant financial events or concerns.
4. Review and recommend updates to financial policies annually.

All reports shall be attached to meeting minutes and made available to Membership except where confidentiality requirements apply.

**Section 8.4 IPSC/World Shoot Committee:** The IPSC/World Shoot Committee shall have a Chair and Vice Chair. The Board of Directors will elect a Regional Director and an assistant Regional Director who shall serve for a term not greater than 18 months, depending upon the anticipated match schedule and who shall serve at the pleasure of the Board of Directors. The Regional Director, Assistant Regional Director shall be members of the IPSC/World Shoot Committee. The IPSC/World Shoot Committee is responsible for implementing all IPSC and World Shoot activities or as further instructed by the Board of Directors. The Chair of the IPSC/World Shoot Committee will provide monthly activity reports to the Board of Directors at least 5 days prior to each Board of Directors meeting. The IPSC/World Shoot Committee shall include at least one Director as a member and at least 3 competitors who have participated in World Shoots.

**Section 8.5 Discipline Committee:** The Discipline Committee shall be made up of Directors and Members. The committee should always have more Members than Directors, but shall always have at least one Director. The Discipline Committee shall be charged with creating and maintaining Terms of Membership as approved by the Board of Directors, and developing and maintaining a process for progressive discipline focused on Member rights and the safety of all competitors.

**Section 8.6 Rules Committee:** The Rules Committee shall be made up of elected Directors and Members but shall always have at least one Director. The Rules Committee should always have more Members than Directors. Other than as required by law, no competitor equipment changes to the rules will be made without 60 days' notice and will not be effective until January 31<sup>st</sup>, of the next calendar year. Before recommending a competitor equipment rule change, the Rules Committee will conduct a Member survey.

**Section 8.7 Quorum:** A majority of the members of a committee shall constitute a quorum, and the committee may act upon the majority vote of the members of such committee present at any duly convened meeting.

**Section 8.8 Minutes:** All committees shall appoint a secretary and shall keep full records and accounts of their proceedings and transactions.

**Section 8.9 Confidentiality & Reporting:** Committees shall provide regular reports to the Board of Directors which may be deemed confidential by the committee, but the Board of Directors may vote to release reports so marked.

## **ARTICLE 9 – CONFIDENTIALITY**

**Section 9.1 Board Members:** Directors shall exercise prudent business judgment when handling the Corporation's information and at all times act in the best interests of the Corporation.

**Section 9.2 Membership Access to Information:** Upon reasonable written request and subject to the limitations set forth herein, Members shall be entitled to inspect the books and records of the Corporation, in accordance with Delaware General Corporation Law Section 220.

**Section 9.3 Board Meetings:** All Board of Directors meetings shall be livestreamed except for executive sessions.

**Section 9.4 Executive Session:** All executive session motions shall identify, to the extent possible without compromising confidentiality, the specific issue to be addressed and/or the applicable category as listed below. Members are not entitled to review records presented in executive session, and all Board of Directors discussions shall be handled in executive session, regarding the following:

1. Discussions of future financial strategy or pending contracts not yet executed;
2. Specific employee matters, including but not limited to hiring, performance evaluations, discipline, or termination;
3. Legal advice and updates from retained counsel, including matters protected by attorney-client privilege;
4. Member discipline appeals, at the Member's option; and
5. Any other matter where the Board of Directors determines that confidentiality is necessary to protect the best interests of the Corporation.

**Section 9.5 Confidentiality Obligations:** Directors, officers, committee members, and employees who receive confidential information in connection with their service to the Corporation shall maintain the confidentiality of such information, except when disclosure is authorized by the Board of Directors or permitted by law. All confidential information as described in Section 9.4 or documents so marked by the sender and all email communications by or between the Board of Directors and staff shall be deemed confidential. By default, emails between Directors and Members shall not be deemed confidential, unless required by the circumstances.

## **ARTICLE 10 - AREA DIVISIONS**

**Section 10.1 Area Structure and Management:** There shall be established within the United States certain geographical designations known as Areas. Each Area may be further divided into two or more Sections, but the Sections shall elect a single Section Coordinator as Chair at their first Section meeting of the year by majority vote. The Area Director may also serve as the Section Chair if elected by the Section Coordinators or if the Section Coordinators fail to do so, and shall otherwise coordinate and assist the Section Chair to:

1. Organize and establish an Area USPSA Championship run under the rules and guidelines of the Corporation;
2. Organize and establish additional Area Championships run under the rules and guidelines of the Corporation to include Steel Challenge and MultiGun disciplines;
3. Send the appropriate activity fees from such Area Championships to the Corporation; and
4. Serve as Match Director of such Area Championships or delegate such authority and responsibility to another Member.

**Section 10.2 Area Championship:** The Area Championship shall represent all Sections within the Area and be held within the physical confines of the Area. It is the intent of the Corporation that the proceeds from each Area Championship(s) are returned to the clubs and Members of the Area. Net income in excess of prescribed activity fees and actual expenses of the event may be used for improvements in the Area, including such things as RO seminars, range improvements, sponsorships to junior camps, or seed-money for start-up costs for the next year's Area Championship, provided that all such income shall be documented in the final accounting of the match and submitted to headquarters.

**Section 10.3 Sections:** A Section is a state or geographical area that contains a minimum of two affiliated clubs and is chartered by the Corporation. The Section is the local link to the Corporation for the Members and section clubs.

**Section 10.4 Chartering of Section:** The Board of Directors may charter a Section either upon application of the clubs within a defined geographical area or may split an existing Section upon the recommendation of the Area Director. The Area Director shall appoint a Section Coordinator to administer a Section until the clubs hold an election therein. No Section shall be chartered that crosses Area boundaries except under circumstances of severe hardship involving lack of proximity to a Section within the club's area. Sections wishing to qualify for this exception must petition the Board of Directors and the affected Area Directors and provide evidence of such hardship. No Section shall be chartered unless the Area Director is first provided prospective Section bylaws for approval. The Section bylaws shall at all times be subordinate to these Bylaws, all rules of competition as approved by the Board of Directors and shall set forth a means for distribution of national championship slots. The distribution of national championship slots shall always consider placement in practical shooting events and may additionally consider club Membership and assistance at the events. Slots may never be awarded by lot. All Sections will be required to provide bylaws to the Area Director and the national office following any amendment and at the time of each Section Coordinator election. In the absence of Section bylaws being provided to the Corporation on an annual basis, Sections shall be held to the guidelines of a standard set of requirements as approved by the Board of Directors and maintained at the Corporation's office.

**Section 10.5 Section Coordinators:** The Section Coordinator shall be elected by the Member clubs within the assigned Section, on the basis of one vote per Member, or

Member club, as determined by the Section bylaws. The Section Coordinator's term of office shall be determined by the Section bylaws, and Sections must hold an election at least every two years. It is the responsibility of the Section Coordinator and the Member clubs to organize and conduct an election each regular two-year election cycle for their respective Section.

The Section Coordinator shall serve until he or she resigns, relinquishes the office, or an election is held. The Area Director may remove a Section Coordinator for cause. The Area Director's decision may be appealed to the Board of Directors by the individual Section Coordinator or by any club within the Section. The Board shall review the appeal and make a final determination at its next Regular Meeting. Should a Section Coordinator's office become vacant, the Area Director has the authority to appoint a Section Coordinator until such time as an election for that Section is held. A Section shall hold elections as specified by their bylaws, or any time a majority of the club presidents in that Section call for an election for Section Coordinator. The Section Coordinator must maintain at least annual Membership to hold office and must hold a Range Officer (Level I) or higher NROI certification.

**Section 10.6 Duties of Section Coordinator:** The Section Coordinator is responsible for ensuring that every activity within the Section represents the best traditions and standards of USPSA. The Section Coordinator supports the development of new shooters and new clubs by providing information, support, and guidance.

The Section Coordinator shall:

1. Actively promote the Corporation and its policies, rules, ideals and concepts;
2. Keep the Area Director and the Corporation informed of activity within his or her Section;
3. Promote the establishment of, and promote participation in, the Area Championship and the USPSA National Championships;
4. See that all such results and their attendant activity fee are forwarded to the Corporation within 30 days of match date;
5. Recommend clubs for affiliation or disaffiliation;
6. Endeavor to personally visit each club in his or her Section at least once a year during the production of a match;
7. Actively assist new clubs in forming and becoming affiliated with the Corporation; and
8. Meet with the Area Membership annually to elect a chair and coordinate activities and scheduling of matches.

**Section 10.7 Expenses:** Sections may levy activity fees, not to exceed one US Dollar, on each contestant in a Corporation approved contest, provided the Section has adopted bylaws that have been approved by the Corporation and insure representation and accountability to local clubs in the Section. Such fees are to cover the cost of the Section Coordinator's office and such other reasonable projects beneficial to all Section clubs, are to be utilized solely for the actual expenses thereof. Such fees, if levied, are in addition to and unrelated to any established activity fees due the Corporation.

**Section 10.8 Independent Clubs:** A club may form as an Independent Club due to geographical location or for specific business related reasons. Clubs belonging to a Section may petition the Section Coordinator and Area Director to become an Independent club or to join a different Section due to geographical or specific business related reasons. The Area Director, following consultation with the Board, may grant permission after determining that all financial obligations to the Section have been met. All activity credits earned prior to the approval shall remain the property of the club.

## **ARTICLE 11 - NATIONAL TEAMS AND NATIONAL CHAMPIONSHIP SLOTS**

**Section 11.1 National Team Selection:** The Board of Directors shall determine the nature, number, and composition of competition teams to officially represent the Corporation in international IPSC competition(s). The Corporation shall select team Members according to current team selection criteria as defined by policy of the Board of Directors. The selection criteria shall be published in the Corporation's newsletter and the Corporation's website whenever modified. In no case shall modifications to the selection criteria apply retroactively.

**Section 11.2 Allocation of Slots to the United States Practical Shooting Association:** Championships Competitor slots to the United States Practical Shooting Association Championships are earned through performance at the previous year Championship, through competition within a Member's affiliated club and Section, and through competition at Area Championships and other designated contests. The Board of Directors shall set forth the policy concerning the division and distribution of slots.

## **ARTICLE 12 – NOTICES**

**Section 12.1 Notice Requirements:** Whenever any notice is required to be given by these bylaws, it may be given personally or sent by mail, telephone, email or other form of communication, specifically including the Corporation's newsletter, to the last address shown on the records of the Corporation for the person to whom the notice is directed.

**Section 12.2 Waiver of Notice:** All notices shall first be given electronically and Members are responsible for providing the organization with a current email address. Failure to provide and maintain a current email address shall constitute a waiver of notice.

## **ARTICLE 13 - AMENDMENTS AND EFFECTIVE DATE**

**Section 13.1 Amendments:** These Bylaws may be amended at any regular meeting of the Board of Directors by an affirmative vote of 6 Board Members, provided that:

1. That notice of the nature of the proposed amendment shall have been given at the last previous meeting of the Board of Directors, or
2. That a written copy of the proposed amendment shall have been provided with notice of meeting no less than ten days prior to such meeting.

**Section 13.2 Effective Date of Amendments:** Amendment of these Bylaws shall become effective immediately upon adoption unless otherwise designated by the Board of Directors.

**Section 13.3 Limitation on Amendments:** No amendment of these Bylaws shall be taken that would adversely affect the qualification of the Corporation as an organization described in 26 USC 501(c)(3) of the Code. Any amendment to Article I, Section 2, (Purposes) shall be consistent with the purposes set forth in the Certificate of Incorporation.

## **ARTICLE 14 - COMPETITION RULES AND NATIONAL RANGE OFFICER INSTITUTE**

**Section 14.1 Competition Rules and Organization:** Competition Rules, safety guidelines and equipment requirements shall be maintained by the NROI. The NROI shall develop and administer a comprehensive training program for Range officials. NROI shall continually review the rules and divisions and submit recommended changes to the rules committee as needed.

### **Section 14.2 Conduct of Matches:**

1. USPSA matches shall be conducted according to the rules most recently published by the Corporation;
2. IPSC matches shall be conducted according to the rules most recently published by the International Practical Shooting Confederation; and
3. Such other matches as may from time to time be authorized by the Board of Directors shall be conducted according to such rules as may be approved by the Board of Directors.