

# CHARTER OF THE RULES COMMITTEE OF THE UNITED STATES PRACTICAL SHOOTING ASSOCIATION/IPSC

## **Membership**

The Rules Committee (the “**Committee**”) of the board of directors (the “**Board**”) of The United States Practical Shooting Association/IPSC, a Delaware not for profit corporation (the “**Corporation**”), shall consist of standing Board members and members of the Corporation (each, a “**Member**” and collectively, the “**Members**,” and together with the members of the Board, the “**Committee Members**”). The Committee Members shall consist of more Members than members of the Board. The Board shall appoint the Committee Members and designate a Committee Member as the chair.

## **Appointment**

The Board shall appoint the Committee Members. Committee Members shall be appointed to one-year terms and shall thereafter serve for such additional term or terms as the Board may determine or until earlier resignation or death. The Board may remove any Committee Member from the Committee at any time with or without cause.

## **Purpose**

The purpose of the Committee is to recommend equipment and rule changes and develop rules for the Corporation that are committed to maintaining a safe, respectful and ethical environment for all Members of the Corporation.

## **Duties and Responsibilities**

The Committee shall, subject to limitations imposed by applicable legal and regulatory requirements and this Charter, have the following authority and responsibilities:

- Assess and recommend rule changes for the Members of the Corporation;
- Assess and recommend equipment changes for the Members of the Corporation;
- Develop rules that prioritize safe firearm handling and the physical safety of all persons at all times;
- Develop rules that prioritize the integrity of competitions by acting honestly and ethically in all aspects of participation;
- Develop rules that prioritize fairness by supporting equal opportunity and fair competition;
- Develop rules that prioritize sportsmanship and fair play;
- Develop rules that encourage a welcoming environment by prohibiting nonconsensual physical contact and threatening behavior;

- Develop rules that promote free expression while creating rules that prohibit willful attacks, defamation or communication that constitutes prohibited conduct under the USPSA Code of Conduct developed and maintained by the Board, and updated from time to time;
- Undertake such other responsibilities as the Board may delegate or assign to the Committee from time to time; and
- Perform such other functions as required by law, the Corporation's Certificate of Incorporation, or By-laws, as amended to date.

The Committee shall not have the power or authority to act on any matters that (1) are expressly delegated to other committees of the Board, (2) are under active review by the Board or another committee of the Board, unless the Board specifically authorizes such action, or (3) under Delaware General Corporation Law, the Corporation's Certificate of Incorporation, or Corporation By-laws cannot be delegated by the Board to a committee of the Board.

### **Structure and Operations**

The Board shall designate a Committee Member as the chair.

The Committee shall meet as frequently, at such times and places, as it deems necessary to fulfill its responsibilities. The Secretary of the Corporation shall keep the minutes of the Committee, which shall be distributed to all members of the Board. The Committee shall report any action it takes to the full Board at or before the next meeting of the Board. The Committee is governed by the same rules regarding meetings (including meetings in person, by conference telephone or video, or other similar communications equipment), actions taken or considered (including actions by written unanimous consent and actions without meetings), notice, waiver of notice, quorum, and voting requirements as are applicable to the Board pursuant to the By-laws of the Corporation.

A majority of the Committee Members shall constitute a quorum.

The Committee shall maintain minutes or other records of its meetings and activities.

The Committee shall review and assess the adequacy of this Charter at least annually and recommend proposed changes to the Board for approval.

### **Delegation of Authority**

The Committee shall have the authority to delegate any of its responsibilities, along with the authority to act in relation to such responsibilities, to one or more committees or subcommittees properly formed and authorized by the Committee as the Committee may deem appropriate in its sole discretion.