

BYLAWS OF THE BIG SKY TRAPSHOOTING ASSOCIATION

ARTICLE I – ASSOCIATION

- 1) **NAME:** Effective on August 08, 2024, when the Articles of Incorporation were accepted and approved by the Montana Secretary of State, Corporation Division, Big Sky Trapshooting Association (*D1464534*), hereinafter known as BSTA, becomes the official name of the association.
- 2) **LOCATION:** The BSTA office shall be located at the private residence of the BSTA Secretary, or a location designated by the Board of Directors.
- 3) **PURPOSE:** The aims and purposes of the BSTA shall be to serve its membership and to promote and enhance the sport of trapshooting to the residents of Montana and Idaho. In addition to hold the annual Montana State Shoot.
- 4) **DEFINITIONS:**
 - a) **Associations:**
 - i) **PITA:** Pacific International Trapshooting Association
 - ii) **ATA:** Amateur Trapshooting Association
 - iii) **MSTA:** Montana State Trapshooting Association (Associated with the ATA)
 - b) **Individual Members:** Persons who reside in Montana and are a current member in good standing with the PITA.
 - c) **Member Clubs:** Clubs located in Montana or Idaho that conduct registered competitions in accordance with PITA rules.
 - d) **Committee:** The Board of Directors of the BSTA, composed of elected members who govern the affairs of the Association.
 - e) **State Shoot:** The annual trapshooting competition held by the BSTA, as required by these bylaws.
 - f) **Target Year:** The period defined by the PITA bylaws for the recording of targets.
 - g) **Active Participant:** An active participant in the sport is defined as one of the following:
 - i) Shoots a minimum of two thousand (2,000) registered PITA targets over two Target Years, or
 - ii) Shoots a minimum of five hundred (500) registered PITA targets and four thousand (4,000) registered ATA targets over two Target Years, or
 - iii) Has shot over one hundred thousand (100,000) registered PITA targets and is recognized, by the current volunteer efforts in the trapshooting community and who is confirmed by three (3) or more current BSTA Directors.
 - h) **Mail:** Postal or Electronic

ARTICLE II – MEMBERSHIP AND MEMBER CLUBS

- 1) **TYPES OF MEMBERSHIP:** The membership of the BSTA shall consist of the following categories:
 - a) Individual Members
 - b) Member Clubs
- 2) **RESPONSIBILITIES:**
 - a) **Individual Members:** Must adhere to the rules and regulations of both the BSTA and the PITA and who actively participate in registered competitions.
 - b) **Member Clubs:** Each member club conducting registered competitions shall:
 - i) Collect daily fees per registered target per day from each competitor,
 - ii) Be responsible for the collection and remittance of applicable fees and/or reports to the Association,
 - iii) Pay BSTA daily and/or BSTA-sponsored option fees within five (5) calendar days from the conclusion of the registered competitions,
 - iv) Mail all required reports within three (3) calendar days from the conclusion of the registered competitions,
 - v) Retain records of registered competitions for a minimum of two (2) years, or as amended by the PITA bylaws from the conclusion of the registered competitions.
- 3) **NON-COMPLIANCE:**
 - a) **Individual Members:** Each Individual member may be expelled from the Association with a two-thirds (2/3) vote of the Committee.
 - b) **Member Clubs:** Each member club that fails to comply with any of the above requirements may be fined or expelled from the Association at the discretion of the Committee.

ARTICLE III – ORGANIZATION STRUCTURE

- 1) **BOARD OF DIRECTORS:**
 - a) **AUTHORITY:** The affairs of the Association shall be governed by the Committee.
 - b) **COMPOSITION:** The Committee shall be comprised of seven (7) Individual Members with Handicap Chairman serving as an honorary eighth member. The Committee shall consist of the following:
 - i) **The Six (6) Elected Members:** These members shall hold the following officer positions: President, Vice-President, Secretary, and/or Treasurer (which may be combined, See Responsibilities in Section F, Item vi).
 - ii) **The Seventh Member:** The Immediate Past President, who shall remain a voting Director until replaced by the next retiring President. The Immediate Past President is not eligible for any other positions, except for the Handicap Chairman, while serving in this capacity.
 - iii) **The Eighth Member:** This position shall be elected to serve as the Handicap Chairman, who shall not be a voting Director unless also a duly elected Committee member or Past President.
 - iv) **Transitional Provision:** Until the BSTA can host a State Shoot, or for the first three (3) years of operation, the Committee can operate with as few as three (3) Directors. When the first State Shoot is held, efforts shall be made to fill the remaining seats.

c) **ELEGIBILITY OF DIRECTORS, OFFICERS, AND HANDICAP CHAIRMAN:**

- i. **Directors:** To be elected to the Committee as a Director of the BSTA, a person should be an Individual Member of the Association. If no qualified Individual Members are available, then a Resident of Idaho or Oregon who is in good standing with the PITA may be considered as a substitute. In either case, the person must also be an Active Participant in the trapshooting sport.
- ii. **Officers:** The offices of President, Vice-President, and Secretary and/or Treasurer shall be filled only by individuals:
 - a. Have been duly elected Directors of the BSTA by the membership at the Annual Meeting.
 - b. Have served on the Committee for at least one (1) year,
 - c. These requirements may be waived for any one candidate, at any one election, by a two-thirds (2/3) majority vote of the Committee ,
 - d. These requirements are waived until the first State Shoot.
- iii. **Handicap Chairman:** To be elected to the office of Handicap Chairman, a person must meet the requirements of being a Director on the Committee (see Section 1, Subsection C, Item i) above.

d) **TERM OF OFFICE:**

- i. **Directors:** The six (6) elected directors shall have a term of two (2) calendar years. Each year at the Annual Meeting of the Membership, three (3) Directors shall be elected to serve on the Committee.
- ii. **Officers:**
 - a. The terms of office for the President, Vice-President, Secretary and/or Treasurer shall be one (1) year, with a maximum of three (3) consecutive years.
 - b. Officers may succeed themselves if qualified, nominated, and reelected.
- iii. **Handicap Chairman:** The term of office of Handicap Chairman shall be one (1) year and shall be elected each year at the Annual Meeting of the Membership.

e) **ELECTIONS OF DIRECTORS AND OFFICERS:**

- i. **At the Annual Meeting of the Membership:**
 - a. Three (3) Directors of the Committee and Handicap Chairman shall be elected annually.
 - b. **WHO MAY VOTE:** See Article IV, Section 5, Subsection b.
 - c. **VOTING:** Voting shall be by secret ballot.
 - d. **ELECTION:**
 - 1. If only three persons are nominated for the open Committee seats, then the seats are filled by acclamation.
 - 2. If more than three persons are nominated for open Committee, seats shall be filled by the three candidates gathering the highest number of votes.
 - a. **TIES:** Tie(s) shall be resolved by a revote. If after three (3) ballots the tie(s) persists, it shall be broken by a coin flip.
- ii. **Election of Officers:** The incoming Committee shall elect a President, Vice-President, and Secretary and/or Treasurer by majority vote at a meeting held within forty-eight (48) hours of the conclusion of the Annual Meeting.

- iii. **Vacancy:** Whenever a vacancy occurs on the Committee mid-term for any cause, the remaining Committee members shall, by majority vote, appoint a qualified successor within ninety (90) calendar days after the vacancy occurs.
- iv. **Swearing In or Taking office:**
 - a. **Annual Meeting:** Directors, Officers, and Handicap Chairman of the BSTA shall assume office at midnight (0000 hours) of the last day of the State Shoot during which their election occurred. Terms of offices shall expire at midnight (0000 hours) of the last day of the State Shoot. In the unusual event that the State Shoot does not take place, the terms of the existing Committee members will continue until an Annual Meeting of the membership can be held.
 - b. **Vacancy:** Directors or Handicap Chairman who were appointed by a majority vote of the Committee shall assume office immediately and shall hold office until the vacant position term expires.

f) **RESPONSIBILITIES:**

- i. **Committee:** The Committee shall be responsible for:
 - a. Conducting, managing, and controlling the activities of the BSTA subject to the Bylaws of the PITA and the philosophies and principles under which the PITA and BSTA were conceived and formed.
 - b. Having the full authority to receive, invest, and expend funds of the BSTA in such a manner as it may deem appropriate.
 - c. Determining any and all fees payable to the BSTA.
 - d. Providing salary compensation for its employees as deemed appropriate.
 - e. Assigning other duties and responsibilities to the Directors and Officers as necessary for the proper management and operation of the Association, with the consent of the affected individual.
- ii. **President:** The President shall be responsible for:
 - a. Presiding over all meeting of the Association and Committee.
 - b. Ensuring the implementation of Committee decisions.
 - c. Representing the Association in all official capacities.
 - d. Authorizing any contracts entered into by the Association with the approval of the Committee.
 - e. Appointing all sub-committees except those otherwise provided for in these Bylaws.
 - f. Serving as a signatory on any Association accounts.
 - g. Serve as an ex-officio member of all sub-committees.
- iii. **Vice-President:** The Vice-President shall be responsible for:
 - a. Assist the President in the performance of their duties and shall act as President in the President's absence or inability to serve.
 - b. Succeeding to the office of President for the unexpired term in the event of the President's death, resignation, or disqualification.
- iv. **Treasurer:** The Treasurer shall:
 - a. Managing the financial affairs of the Association, including collecting fees, dues, and other revenues.
 - b. Maintain complete and accurate financial records of the Association.
 - c. Report on the financial condition of the Association at all regular meetings of the Committee and at the Annual Meeting of the Membership.

- v. **Secretary:** The Secretary shall:
 - a. Maintain all records, reports, and official documents of the BSTA.
 - b. Preparing and distributing minutes of all meetings to the Committee.
 - c. Handle official BSTA correspondence, with both the PITA and its members.
 - d. Provide PITA with current addresses of all BSTA Committee members.
 - e. Mail notices to the members of the Committee and all voting members of the association as prescribed by these bylaws.
- vi. **Secretary/Treasurer Combined:** The positions of Secretary and Treasurer may be combined into one office as deemed necessary by the Committee.
- vii. **Handicap Chairman:** The Handicap Chairman shall be responsible for:
 - a. Review yardage reduction requests from members within forty-eight (48) hours of receipt.
 - b. Handle classification and handicapping at the BSTA State Shoot.
 - c. Serve on the PITA Governance Committee as described in the PITA bylaws.

g) **REMOVAL OF A COMMITTEE MEMBER OR HANDICAP CHAIRMAN:**

- i. **Committee Member:** Any Committee member may be removed for just cause by a two-thirds (2/3) vote of the remaining Committee members at any time.
 - ii. **Handicap Chairman:** The Handicap Chairman may be removed for just cause by a majority vote of the Committee at any time.
- 2) **CORPORATE AGENT:** The Committee shall appoint an Individual Member to be the Corporate Agent. The Corporate Agent may be a Committee member. If not a Committee member, the Corporate Agent shall not have voting rights on the Committee.
- 3) **GOOD STANDING WITH THE PITA:** The BSTA shall maintain its membership and association with the PITA. All registered competitions conducted by the BSTA or its member clubs shall be governed by the current rules and regulations of the PITA.

ARTICLE IV – MEETINGS

- 1) **TYPES OF MEETINGS:** The following types of meetings may be held by the Association:
- a) **Annual Meeting of the Membership:** Held during the State Shoot, at a time and place determined by the Committee.
 - b) **Special Meetings:** Called by the Committee or by a petition of fifteen (15) or more Individual Members who are eligible to vote per Article IV, Section E, Subsection 2.
 - c) **Regular Committee Meetings:** Held as necessary, at least bi-annually at a time and place determined by the Committee.
 - d) **Special Committee Meetings:** Called by the President or by a petition of three (3) or more Committee members.
- 2) **NOTICE OF MEETINGS:**
- a) **Annual Meeting:** Notice of the Annual Meeting shall be posted in the State Shoot Program and time and place shall be designated by the Committee. In such an event that the State tournament cannot take place the Committee shall designate a time and place for the annual meeting and shall notify the membership with a minimum of forty-five (45) calendar days in advance.

- b) **Special Meetings of the Memberships:** The Committee and shall schedule such meeting within ten (10) business days from receipt of the petition. The Committee shall notify the membership of such meeting with the date, time, location, petition, and a brief statement of the object or object of such a special meeting.
- c) **Committee Meetings:** All Committee members shall be notified of a meeting at least five (5) calendar days in advance.

3) QUORUM:

- a) **Annual Membership Meeting:** A quorum for the Annual Meeting of the membership shall consist of four (4) members of the Committee and the members present and eligible to vote per the Voting rights (Article IV, Section 5, Subsection b).
- b) **Special Meetings of the Membership:** A quorum for the Special Meeting of the membership shall consist of four (4) members of the Committee and either of the following:
 - 1. **NO BYLAW ADMMENT(S):** Twenty (20%) of the eligible membership to vote per the voting rights (Article IV, Section 5, Subsection b).
 - 2. **BY LAW ADMMENT(S):** See Bylaw amendments (Article VII Section 2, Subsection a, Item 2).
- c) **Committee Meetings:** A quorum for a Committee meeting shall consist of a majority of the Committee members.

- 4) **RULES OR ORDER:** The rules contained in the most recent edition of *Robert's Rules of Order* shall govern the BSTA in all cases to which they are applicable and in which they are not inconsistent with these bylaws.

5) VOTING RIGHTS:

- a) **Committee Meetings:** All voting rights in the BSTA shall be possessed only by the duly elected or appointed members if the Committee for all purposes other than those set forth below.
- b) **Membership Meetings:** At the Annual Meeting or Special meeting of the membership, each member of the Committee, including the President and each Individual Member of the Association in attendance at the meeting shall be entitled to vote.

ARTICLE V – FINANCES

- 1) **FISCAL YEAR:** The Fiscal year of the BSTA shall commence on the first day of January of each year and shall end on the thirty first day of December each year.
- 2) **BANK ACCOUNTS:** All funds of the BSTA shall be deposited in a recognized financial institution in the name of the Big Sky Trapshooting Association and/or BSTA.

3) EXPENDITURES:

- a) **Authorization:**
 - 1. Routine expenditures of the Association up to five hundred dollars (\$500) may be authorized by the Secretary.
 - 2. Emergency expenditures up to two thousand dollars (\$2,000) may be authorized by the Treasurer and President.
 - 3. All other expenditures of BSTA funds must be approved by the Committee.
- b) **Signatories:** Checks drawn over one-thousand dollars (\$1,000) on the BSTA account shall require the signatures of the Treasurer and either the President or Vice-President.

4) **FINANCIAL REPORTS AND RECORDS:**

- a) **Record Keeping:** The Treasurer shall maintain accurate records of all financial transactions.
- b) **Annual Report:** The Treasurer shall prepare an annual financial report to be presented to the membership at the Annual Meeting and to the Committee, the IRS, or the Treasurer's Agent as necessary.
- a) **Audit:** The Committee may authorize an audit of the BSTA's financial records at any time, with an audit recommended at least once every three (3) calendar years.

ARTICLE VI – STATE SHOOT

- 1) **AUTHORITY:** The Committee shall have sole authority in determining the program of events for this State Shoot tournament and all other aspects of the tournament.
- 2) **PURPOSE:** To comply with the bylaws of the PITA and the Letter of Agreement with the PITA and ATA concerning cross-registration of targets, the BSTA shall hold an annual tournament.
- 3) **REQUIREMENTS:** The BSTA's annual State Shoot tournament shall include the following required events:
 - a) **Championship Singles:** two hundred (200) of 16-yard targets
 - b) **Championship Doubles:** fifty (50) pair of 16-yard targets
 - c) **Championship Handicap:** one hundred (100) of 19- to-27-yard targets
- 4) **SCHEDULE:**
 - a) The time and location on the State Shoot tournament shall be determined by the Committee.
 - b) The BSTA shall be in compliance with the PITA Bylaws governing the timing on the State Shoot.
 - 1. The BSTA may hold its annual State Shoot in conjunction with the PITA Fall Classic if the PITA Executive Committee continues to authorize this arrangement.

ARTICLE VII – BYLAW AMENDMENTS

- 1) **AMENDMENTS:** All Bylaws may be amended, modified, repealed and/or new Bylaws may be adopted at any Annual meeting of the Membership, at a Special Meetings of the BSTA, or by Committee prior to the first State Shoot as outlined in Section 3.
- 2) **MEETINGS:**
 - a) **Changes to the Bylaws:**
 - 1. **Annual Meeting:** Proposed changes to the bylaws must be posted in the State Shoot Program and should be at least forty-five (45) but no less than thirty (30) calendar days prior to the start of the State Shoot.
 - 2. **Special Meeting:** Proposed changes to the bylaws must be Mailed to the BSTA, each Committee member, and to each Individual Member of the association at least sixty (60) calendar days prior to the special meeting.
 - b) **WHO MAY VOTE:** Eligible members as defined in voting rights (Article IV, Section 5, Subsection b).
 - c) **VOTING:** Voting shall be recorded and should be by done by Hand count or Ballot.
 - d) **ADPOTION:** All revisions of the bylaws shall become effective upon the following:
 - 1. **Annual Meeting:** All revisions of the bylaws shall take effect upon a majority vote of affirmation and at midnight (0000 hours) on the last day of the State Shoot.
 - 2. **Special Meeting:** All revisions of the bylaws shall take effect upon a two-thirds (2/3) vote of affirmation and at midnight (0000 hours) on the date of the meeting.

- 3) **PRIOR TO THE FIRST BSTA STATE SHOOT:** The Committee may amend the bylaws in any board meeting that is held at least ninety (90) calendar days prior to the first State Shoot. Bylaws may only be adopted with a two-thirds (2/3) majority vote.

ARTICLE VIII – DISSOLUTION

1) PROCEDURE FOR DISSOLUTION:

- a) **Proposal of Dissolution:** Dissolution of the Association may be proposed by the two-thirds (2/3) vote of the Committee or by a petition of twenty-five percent (25%) of the eligible Individual Members who can vote (as defined in voting rights in Article IV, Section 5, Subsection b).
- b) **Notice of the Proposed Dissolution:** Notice of the proposed dissolution shall be provided to:
 - 1. Notice shall be provided to all Individual Members and Member Clubs (both current and former) at least thirty (30) calendar days before the meeting at which it will be considered.
 - 2. Notice shall also be sent to the PITA within thirty (30) calendar days of the proposal.
- c) **Adoption of Dissolution:**
 - 1. **Special Meeting:** Dissolution of the Association requires a two-thirds (2/3) vote of the eligible Individual Members who can vote (as defined in voting rights in Article IV, Section 5, Subsection b) present at a Special Meeting called for that purpose.
 - 2. **Extreme Circumstances:** If the Association has no Active Participating Individual Members and only the Committee remains, the Committee may vote to dissolve the Association. In such cases, the Committee must hold two separate meetings at least seven (7) calendar days apart, A unanimous vote at both meetings is required to approve the dissolution.
- d) **Distribution of Assets:** Upon the dissolution of the BSTA, any remaining assets after payment or provision for payment of all of its debts and liabilities has been made shall be distributed by the BSTA to or for the benefit of one or more organizations qualifying as exempt organizations under the section 501(c) of the Internal Revenue Code. To the extent possible. Distribution shall be made to an organization(s) created and operated similar to or in conformance with the aims and purposes of the BSTA

ARTICLE IX – INDEMNIFICATION

2) INDEMNIFICATION OF DIRECTORS AND OFFICERS:

- a) **Indemnification:** To the extent legally permissible, the Association shall indemnify each person who may serve or has served as a Director, Officer, or employee against any expenses and liabilities, including, but not limited to, legal fees, judgments, fines, excise taxes, penalties, and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending, or completed action, suit, or proceeding in which they may become involved by reason of their service in such capacity. This indemnification shall not apply if the individual has been finally adjudicated in any proceeding to have acted in bad faith or not in the best interests of the Association. Any settlement or compromise shall be approved by a majority vote of a quorum of disinterested Directors.
- b) **Insurance:** The Association may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, or agent of the Association, or is or was serving at the request of the Association in such capacities for another entity, against any liability asserted and incurred in such capacities, regardless of whether the Association would have the power to indemnify them under this Article.

- c) **Limitations:** Indemnification shall not apply to matters arising from gross negligence or willful misconduct, and shall be subject to applicable laws and regulations.
- d) **Non-Exclusive Rights:** The rights provided under this Article are in addition to, and not exclusive of, any other rights to which indemnified persons may be entitled under other bylaws, agreements, votes of Members or disinterested Directors, or otherwise.
- e) **Benefits to Heirs:** The indemnification rights provided hereunder shall inure to the benefit of the heirs, executors, and administrators of persons entitled to indemnification.
- f) **Contractual Nature:** This Article constitutes a contract between the Association and the indemnified persons. No amendment or repeal of the provisions of this Article that adversely affects the right of an indemnified person shall apply to such person with respect to acts or omissions occurring before such amendment or repeal, unless such change was agreed to by the indemnified person.

ARTICLE X – MISCELLANEOUS

1. **GENDER NEUTRALITY:** All references in these bylaws to the masculine gender shall include the feminine gender, and vice versa, as the context may require.
2. **SEVERABILITY:** If any provision of these Bylaws is found to be invalid or unenforceable, the remaining provisions shall continue in full force and effect.
3. **CONFLICT OF INTEREST:**
 - a) **Disclosure:** Directors, Officers, and employees must disclose any potential or actual conflicts of interest in writing to the Board. Such disclosures must be made promptly and should be updated as necessary.
 - b) **Recusal:** Any person who has a conflict of interest shall recuse themselves from participating in discussions or decisions related to the matter in question. The Board will determine whether a conflict exists and the appropriate action.
 - c) **Procedures:** The Association will maintain procedures for managing conflicts of interest, which shall include periodic reviews and assessments of disclosed conflicts. All Individual Members
4. **CODE OF CONDUCT:**
 - a) **Standards:** All Directors, Officers, and employees are expected to conduct themselves with integrity, fairness, and respect. This includes adhering to all applicable laws, regulations, and Association policies.
 - b) **Behavior:** Professional behavior should be maintained in all interactions related to the Association. This includes treating others with respect and avoiding any actions that could harm the reputation or interests of the Association.
 - c) **Compliance:** Violations of the Code of Conduct may result in disciplinary action, up to and including removal from office or employment. The Association will provide mechanisms for reporting and addressing violations.
5. **COMPENSATION:** No Committee member shall receive compensation for their services as a Committee member or Officer, except for reimbursement of authorized expenses.
6. **RECORDS:** All records, including minutes of meetings, financial statements, and reports, shall be maintained by the Secretary and/or Treasurer and shall be available for inspection by any member upon request.
7. **BYLAWS REVIEW:** These Bylaws shall be reviewed at least every three (3) years by the Committee to ensure they remain relevant and effective.
8. **EFFECTIVE DATE:** These bylaws shall become effective immediately upon their adoption by the first meeting of the Committee.