

Final
App'd Dec '22

Kansas City Trapshooters Association (KCTA) By-Laws

Article One

Purpose

Promote and govern the sport of trapshooting for Kansas City Trapshooters' (KCTA) Association.

Offices

The principal office of the corporation shall be located at 6420 NE 176th Street Smithville, Clay County, Missouri.

Article Two

Membership

There shall be the following classes:

Individual Annual

Family Annual

Lifetime Memberships

Annual memberships shall run from January 1 to December 31 of the current year.

Article Three

Membership Meetings

An annual meeting of the members shall be held at a time and place designated by the board. Notice of the annual meeting shall be posted at the principal office of the corporation and posted on the website. Robert's Rule of Order governs all membership and board meetings. The Financial Report will be presented at the annual meeting.

Article Four

Board of Directors

Section 1

The property, business and affairs of the corporation shall be controlled, managed and conducted by its Board of Directors.

Section 2

Number and Tenure

The number of Directors shall be nine. Each year three (3) Directors must be elected from a list of members. The term of these Directors shall be for three (3) years. Ballots shall be prepared listing the all candidates in alphabetical order.

Section 3

Qualification and Removal

To qualify as a Director, a person must be a member in good standing of the Corporation. Any member in good standing is qualified for candidacy to be voted on by the members.

A Director shall attend all meetings of the Board unless the absence is excused by a vote of a majority of the board in attendance and voted upon at the next board meeting, regular or special. Failure of the board to act or vote at the next meeting shall constitute an unexcused absence for the director absent at the prior meeting. Any Director missing two (2) unexcused meetings in any twelve (12) month period shall be considered to be removed from the Board for lack of attendance and this removal shall not require any other consideration.

Section 4

Replacement

Any Director who resigns or is removed from the Board will be replaced as described in Article Four, Section 9

Section 5

Special Meetings

Special meetings of the Board of Directors may be called by the president or a majority of the Board. A quorum of Directors must be present. The meeting location shall be designated on the Agenda.

Section 6

Notice

Notice of any special meeting of the Board of Directors shall be confirmed by the president and posted at the principal office of the corporation and posted on the website. The business to be transacted at the meeting shall be specified in the notice.

Section 7

Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board.

Section 8

Board Decisions

The act of a majority of the Directors present at a meeting, at which a quorum is present, shall be the act of the Board of Directors.

Section 9

Vacancies

All vacancies occurring in the Board of Directors shall be filled by either appointment or a special election.

Appointments by the board of directors shall require a unanimous vote of the entire board. If the board is unable to agree unanimously then the vacancy shall be filled by a special election of the membership. All special elections shall be held within 90 days of the vacancy occurring. The special election shall run for a period of ten (10) days and all balloting shall occur at the principal office of the corporation. Qualifications for candidacy shall be the same as referenced in Article Four, Section Three.

Section 10

Compensation

Directors shall not receive any compensation for their services. A Director receiving compensation that is not approved by the Board prior to receipt of compensation shall be cause for immediate removal from the Board and shall require no other vote or action.

Article Five

Section 1

Officers

The officers of the corporation shall be president, vice president, secretary and treasurer.

Section 2

Election and Term of Office

The officers of the corporation shall be elected annually by the Board of Directors at a Board Meeting held in January each year.

Section 3

Removal

Any officer elected or appointed by the Board of Directors may be removed by the vote of 2/3 of the entire Board of Directors, whenever in its judgment, the best interests of the corporation would be served.

Section 4

Vacancies

A new officer replacement caused by a vacancy in the office shall be filled by a vote of the Board of Directors.

Section 5

Powers and Duties

The President shall be the Chief Executive Officer of the Corporation. He or she shall preside at all meetings of Directors. He or she shall see that all decisions, rules and regulations of the Board are implemented.

The Vice-President shall assume the duties of the President in his or her absence.

The Secretary shall be in charge of and keep the records, books, papers and Seal of the Corporation. He or she shall act as Secretary of meetings of the members and the Board of Directors. In the Secretary's absence, the President may appoint any member as Secretary at such meetings. Minutes will be prepared and made available in a timely manner.

The Treasurer shall oversee the funds of the Corporation, keeping accurate books of account showing receipts and expenditures, thereof. He or she shall render to the Board of Directors, whenever the Board may require it, an account of his or her transactions as Treasurer and of the financial condition of the Corporation. The treasurer shall oversee the depositing of funds to the Corporation in the name and to the credit of the Corporation in such depository as may be designated by the Board of Directors.

These officers shall have such additional powers and shall perform such additional duties as may be specified in resolutions or other directives as deemed necessary by the Board of Directors.

Article Six

Committees

The Board of Directors, by resolution voted upon by the Board may designate committees. These committees shall have and exercise the authority of the Board of Directors in the management of the corporation, but the designation of such committees and the delegation of authority shall not operate to relieve the Board of Directors or any individual director of any responsibility imposed by law.

Article Seven

Contracts, Checks, Deposits, and Gifts

Section 1

Contracts

The Board of Directors may authorize any officer of the corporation, and only an officer of the corporation, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation and such authority may be general or may be confined to specific instances. Authority to execute a contract on behalf of the corporation is not generally provided for elsewhere in these by-laws and must be reviewed by the board and approved by the board on a case by case basis prior to any officer considering binding the corporation in any manner whatsoever.

Section 2

Checks, Drafts, or Orders

All checks or orders for the payment of money, notes or other evidence of indebtedness, issued in the name of the corporation, shall be signed by such officer or officers of the corporation as has been approved by the Board of Directors,. No other manner of payment of money or order of payment of money or indebtedness is authorized in these by-laws or elsewhere, Any authority of this nature shall and must be brought before the Board of Directors at a legally convened meeting and requires Board approval in advance to be in affect and requiring disbursement of funds in any manner or commitment in any manner on behalf of the corporation.

No other authorities are given or implied.

Section 3

Deposits

All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4

Gifts

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for any purpose of the corporation. When the contribution, gift, bequest, or devise is received, it must be declared to the board upon receipt. Any Board Member that violates the gift rule shall immediately be removed.

Article Eight

Certificates of Membership

The manager shall provide the membership card when acceptance of dues is confirmed and shall keep a current membership roll.

Article Nine

Books and Records

The corporation shall keep complete books and records of account and shall keep minutes of the proceedings of its members, Board of Directors, committees having and exercising any of the authority of the Board of Directors. A record providing names and addresses of the members entitled to vote shall be retained at the principal office. A request for inspection of books, records and the membership roll shall be submitted to the board for approval. The approval of such request shall not be reasonably denied.

Article Ten

Fiscal Year

The fiscal year of the corporation shall be the calendar year.

Article Eleven

Dues

Section 1

Annual and Life Dues

The Board of Directors shall determine the amount of membership dues payable to the corporation by members for either annual or life memberships and shall give appropriate notice to the members.

Section 2

Payment of Dues

Annual dues shall be payable in advance each year. New members may be prorated for the first year only. This membership shall be valid until the last day of the year then full membership is due for the following years.

ARTICLE TWELVE

Waiver of Notice

Whenever notice is required to be given under state statute, the provisions of the Articles of Incorporation or the bylaws of the corporation, attendance at such meeting requiring proper notice shall constitute waiver of notice and acts requiring notice may be satisfied by providing a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE THIRTEEN

Amendment of Bylaws

These Bylaws may be altered, amended or repealed by an affirmative vote of two-thirds of the entire board. Notice of the meeting of the Board of Directors shall be posted at the principal office of the corporation and posted on the website. The notice of intention to alter, amend or repeal any bylaw, (business to be transacted at the meeting) shall be specified in the notice and such notice must be given thirty (30) days prior to the board meeting where the vote to alter, amend or repeal any by-law is taken.

Robert's Rule of Order governs all Membership and Board meetings.

ARTICLE FOURTEEN

Repeal of Prior Bylaws

All prior bylaws are hereby repealed and made null and void.

Secretary : Eris Namtaki

Date : 11/17/23