

# CONSTITUTION

## ARTICLE I NAME

This Corporation shall be known as

### The Kentucky Trapshooters' League, Inc.

(In all cases where "he," "him" or "his" appears in these By-Laws, it shall be understood to include "she," "her," "they," "them" and "theirs," as may be applicable).

## ARTICLE II OBJECTIVES & PURPOSE

### SECTION I

This shall be a non-profit Organization with the purpose of:

- encouraging shooters of all ages to respect and observe the safe handling of sporting and hunting firearms;
- promoting the sport of trapshooting throughout the State of Kentucky, Nationally and Internationally;
- fostering fraternal relations between and among the sportsmen and sportswomen of Kentucky;
- managing the Kentucky Hall of Fame and Museum to preserve and memorialize the sport of trapshooting for future generations; and
- the protection of game and fish.

### SECTION II

(A) This Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purpose, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(B) This Corporation is not organized for profit and no part of its revenues, nor earnings, shall inure to the benefit of, nor be distributed to, its members, officers, directors or other private individuals, except that the Corporation shall be permitted to pay reasonable compensation for services rendered to the Corporation and to make distributions and/or payments in furtherance of the Corporation's Objectives & Purposes set forth herein. This Corporation shall not carry on, nor provide, any other services or activities not permitted under the controlling, or tangent, provisions of the Internal Revenue Code under section 501(c)(3), or corresponding section of any future federal tax code.

This Corporation shall not participate in, nor intervene in (including the publication or distribution of statements) nor attempt to influence any legislation, or legislative activities, or political campaigns for individuals running for public office.

## ARTICLE III

### MEMBERSHIP, DUES & PRINCIPAL OFFICE

This Corporation shall be composed of Clubs and Individuals with residence in the Commonwealth of Kentucky and a member of the Amateur Trapshooting Association. The

Principal Office shall according to the most recently filed Statement of Change of Principal Office Address that has been acknowledged by the Kentucky Secretary of State

### SECTION I - STATE MEMBERSHIP CLUB

(A) A Member Club will be any Club located in the State of Kentucky that has paid its annual dues and is in good standing with the Kentucky Trapshooters' League, Inc. (KTL) and the Amateur Trapshooting Association (ATA).

(B) In order for a Member Club to be in good standing, it must:

- be current on all financial obligations with the KTL and the ATA;
- hold, at least, one (1) ATA registered shoot per Membership Year;
- abide by the Rules and Regulations of the KTL and the ATA; and
- be approved by the majority vote of the Board of Directors.

(C) All initiation fees and annual dues shall be determined by the Board of Directors and/or as established in the By-Laws of the KTL.

(D) Any Member Club that does not comply with Article III, Section I(B) or for cause, as determined by the Board of Directors, shall be subject to termination by a vote of the majority of the Board of Directors. Said vote shall not be taken until the Member Club has been given notice by certified mail at its address as last furnished to the KTL. Said notice shall state the grounds for termination and the date and place the hearing shall be held. The Member Club shall have the right to attend said hearing and defend said charges. No more than three (3) representatives from the accused Club shall be allowed to attend. Unless permission is granted by the President of the KTL, there shall be only one (1) spokesman for each accused Club.

### SECTION II - INDIVIDUAL MEMBERS

Any citizen who, for six (6) months prior to any meet or meeting, has been a legal resident in the State of Kentucky, and is in good standing with the KTL and the ATA, shall have one (1) vote at any Shooters' Meeting of the KTL and shall be eligible to compete in the Annual State Championship Tournament.

### SECTION III - SUSPENSION AND EXPULSION OF MEMBERS

The Board of Directors has the power invested in it (subject to any applicable ATA Rules and Regulations) to suspend any individual member of the KTL, for such period of time, including life expulsion, for cause as may be determined by the majority vote of the Board of Directors. Charges against the accused shall be in writing. A copy of said charges shall be furnished, the member so charged, by mailing said charges to him at his last known address at least ten (10) days prior to any action being taken by the Board of Directors. The accused shall have the right to attend said hearing in order to adequately answer and defend himself.

The hearing shall be conducted in accordance with the most recent edition of Robert's Rules of Order and a person designated by the Board of Directors shall act as hearing officer.

## ARTICLE IV

### BOARD OF DIRECTORS

#### SECTION I - AUTHORITY

Subject to the limitations as set forth in the Constitution and By-Laws of The Kentucky Trapshooters' League, Inc., and the General Corporation Laws of the State of Kentucky, all corporate power shall be exercised by or under the authority of the Board of Directors, and the business affairs of the KTL shall be controlled by the Board. A director, officer, employee, or member of the Corporation shall not be personally liable for the acts or debts of the Corporation, except that the member may become personally liable by reason or his or her own acts or conduct.

### SECTION II - MEMBERS

The Board of Directors shall consist of fifteen (15) persons. They shall be the:

- President;
- Vice President;
- Secretary/Treasurer;
- Five (5) Executive Members from the Commonwealth of Kentucky;
- Four (4) Directors-at-Large
- One (1) ATA Delegate; and
- Two (2) Alternate Delegates.

Each Director and/or Officer shall serve commencing thirty (30) days after the State Shoot and terminating upon the expiration of their respective office.

### RESIDENCY AND MEMBERSHIP REQUIREMENTS:

All Directors and/or Officers shall have been continuous legal residents of the Commonwealth of Kentucky for at least one (1) year and members in good standing with the ATA for at least one (1) years in order to qualify for election and/or service to the KTL.

### SECTION III - MEETINGS

(A) The Board of Directors shall hold an Organizational Meeting immediately following the commencement of their office. Additionally, regular meetings of the Board of Directors shall be held at such times as shall be fixed by resolution of the Board.

(B) Special Meetings of the Board may be called at any time by the President, or, if the President is absent or unable or refuses to act, the Vice President, or by a majority of the Members of the Board.

(C) Notice of all meetings shall be given in writing by mail at least fourteen (14) days prior to the date of the meeting. Neither the business to be transacted nor the purpose of any such meeting need be specified in the notice. Attendance of a Director at a meeting shall constitute a waiver of notice of that meeting except when the Director attends for the express purpose of objecting to the transaction of any business, in that the meeting is not lawfully called or convened.

### SECTION IV - QUORUM & VOTING

A majority of the authorized number of Directors shall constitute a quorum (for all purposes, defined as eight (8) or more) for the transaction of business, and the acts of the majority of Directors present at a meeting in which a quorum is present shall constitute the acts of the entire Board of Directors. If, at any meeting of the Board of Directors, less than a quorum is present, the majority of those present may adjourn the meeting until a quorum is present. If the meeting is adjourned for more than two (2) hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of adjournment.

**SECTION V - VACANCIES**

A vacancy in the Board of Directors shall be filled by appointment of the President with the approval of a majority of the Board of Directors. Each Director so appointed shall hold office for the unexpired term of his predecessor (if any) in office.

**ARTICLE V  
ELECTION OF BOARD MEMBERS**

**SECTION I**

The ATA Delegate and Alternate(s) shall be elected during the Kentucky State Shoot as provided in the KTL Corporate By-Laws and, further, subject to applicable ATA Rules and Regulations governing same.

**SECTION II**

The President, Vice President, Secretary/Treasurer, five (5) Executive Members and four (4) Directors-at-Large shall be elected at the Annual Meeting or as prescribed in this Constitution and/or the By-Laws of the KTL.

**ARTICLE VI**

**LENGTH OF SERVICE OF BOARD MEMBERS**

**SECTION I**

The President, Vice President, Secretary/ Treasurer, Executive Members, Directors-at-Large, ATA Delegate and ATA Alternate Delegate(s) shall all serve for a period of one (1) year beginning thirty (30) days after the current State Tournament until thirty (30) days after the following year's State Tournament.

**ARTICLE VII**

**ATTENDANCE AT BOARD MEETINGS**

Any Board Member who misses three (3) called meetings will be subject to removal of his position by action of the President.

**ARTICLE VIII**

**DUTIES OF THE OFFICERS**

**SECTION I - PRESIDENT**

Subject to any supervisory duties that may be given by the Board of Directors, the President shall:

- be the principal Executive Officer of the KTL, subject to the majority will of the Board of Directors;
- supervise and direct, generally, all the business and affairs of the KTL;
- preside at all meetings in which he is present. In the absence of the President, the Vice President shall preside and in the absence of both the President and the Vice President, the Secretary/Treasurer shall preside;
- be authorized to sign, along with the Secretary/Treasurer, any contracts, legal instruments or other instruments that the Board of Directors has authorized for execution except when the signing and execution thereof is required by law to be otherwise signed or executed;
- vote only in case of a tie.

**SECTION II - VICE PRESIDENT**

- The Vice President shall:
- execute as a Director;
- in the absence of the President, or in the event of the

President's death or inability or refusal to act, the Vice President shall perform the duties of the President and, when so acting, shall act with all the powers of and be subject to all the restrictions on the President;

- perform such other duties as may be assigned by the President or the Board of Directors.

**SECTION III - SECRETARY/TREASURER**

The Secretary/Treasurer shall:

- execute as a Director;
- keep the minutes of all meetings;
- see that all notices are duly given in accordance with the Constitution and By-Laws of the KTL;
- as required by law, be custodian of the corporate records and seal of the KTL;
- keep current records of all registered shoots in the State of Kentucky;
- be custodian of all funds and securities of the KTL;
- receive and give receipts for money due and paid to the KTL from any source whatsoever;
- deposit all such money paid to the KTL in the name of the KTL in such bank, trust company or other depositories as shall be selected in accordance with the By-Laws;
- perform all the duties incidental to the office of the Secretary/Treasurer and such other duties as may be assigned to the Secretary/Treasurer by the President or the Board of Directors.

All withdrawals from depositories of the KTL shall be made by check. All expenses, other than incidental expenses, must be approved by the Board prior to payment by the Secretary/Treasurer. All books and statements of the Secretary/Treasurer must be kept up-to-date with books balanced no later than ninety (90) days after each State Tournament.

The Secretary/Treasurer shall assist any newly elected secretary/treasurer in the transfer of all records.

The Secretary/Treasurer must be bonded as prescribed in the By-Laws.

**ARTICLE IX**

**EXECUTIVE MEMBERS**

The Commonwealth of Kentucky shall be comprised of five (5) Zones which shall be called:

- ZONE 1 ..... (WESTERN);
- ZONE 2 ..... (SOUTHCENTRAL);
- ZONE 3 ..... (NORTHCENTRAL);
- ZONE 4 ..... (SOUTHEASTERN);
- ZONE 5 ..... (NORTHEASTERN).

**ARTICLE X**

**ANNUAL MEETING**

**SECTION I**

The Annual Meeting of this Corporation shall be held during the Kentucky State Tournament. The place, time and manner, shall be printed in the Official Program. The Board of Directors reserves the right, and fiduciary obligation(s), to change the meeting, as published, due to unforeseen circumstances.

**SECTION II - THE ORDER OF ANNUAL MEETINGS**

1. Roll Call and designation of persons to case vote.
2. Reading of the Minutes.

3. Reports of Officers and Committees.
4. Unfinished Business.
5. New Business.
6. Election of Board Members.
7. Adjournment.

Such meetings of the KTL shall be conducted in accordance with the most recent edition of Robert's Rules of Order insofar as the same are not inconsistent with this Constitution.

**ARTICLE XI**

**STATE TOURNAMENT**

The Corporation shall hold an Annual Tournament at such time and place as prescribed in the By-Laws.

**ARTICLE XII**

**AMENDMENTS TO THE CONSTITUTION OR BY-LAWS**

**SECTION I**

The Constitution may be amended by a two thirds (2/3) majority vote of the Member Clubs present.

**SECTION II**

The Board of Directors is hereby authorized to add, amend, or otherwise change the By-Laws, as consistent with this Constitution, by a majority vote of the Board of Directors present.

**ARTICLE XIII**

**LIQUIDATION OF CORPORATION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XIV**

**PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence.