

**AMENDED AND RESTATED BY-LAWS**  
of the  
Arizona Cowboy Shooters Association, Inc.

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## **Article I Name**

The name of this organization shall be **ARIZONA COWBOY SHOOTERS ASSOCIATION, INC.**, hereinafter referred to as **ACSA** or the **Association**.

## **Article II Purpose**

SECTION 1. The mission of ACSA is to promote safe handling of legal firearms and the sport of Cowboy Action Shooting.

SECTION 2. The purpose of ACSA is to provide:

- SECTION 2.1 Safe handling and usage of legal firearms.
- SECTION 2.2 A public awareness of the essentials of good sportsmanship, honesty, law observance and self-reliance.
- SECTION 2.3 Develop firearm education for junior sportsmen.
- SECTION 2.4 Hold exhibits at various locations where membership and public may view, display, and trade within applicable state laws.
- SECTION 2.5 Promote and communicate the living history of the West, including Cowboy history.
- SECTION 2.6 Hold Cowboy shooting contests to enjoy the challenge or recreation of events that may or may not have occurred in the Old West.

## **Article III Membership**

SECTION 1. There shall be four (4) classes of Membership:

- SECTION 1.1 Individual Members – Any responsible person, at least 18 years of age, shall be eligible for membership in this Association provided such person agrees to abide by the By-Laws of this Association, the ACSA Operating Policy and Procedures, and makes timely payment of dues. These individuals shall be eligible to vote and hold office.
- SECTION 1.2 Life Members – Members that pay a one-time fee for a lifetime membership, and are eligible to vote and hold office.
- SECTION 1.3 Family Members – Two (2) or more individuals over 18 years of age and residing in the same household. Only two (2) family members are eligible to vote and hold office at the same time.
- SECTION 1.4 Honorary Members – Individuals whom the Association may wish to honor for some special service or contribution to the shooting sports. Honorary Members shall not vote or hold office.

SECTION 2. Except as provided in Section 1 of this Article with respect to individuals under the age of 18, ACSA will not discriminate against any person on the basis of age, race, color, religious preference, disability, national origin, or gender; however, the Board of Directors has the right to refuse membership to any individual, family, or corporation.

## **Article IV Dues and Assessments**

SECTION 1. All membership dues shall be determined by the ACSA Board of Directors, published to the membership each November, and take effect on January 1 of each year.

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SECTION 2. Membership dues are payable on January 1 of each year and are delinquent after thirty (30) days.

SECTION 3. A member of this Association with dues in arrears by thirty (30) days, shall have his/her membership suspended and not be eligible to vote or enjoy the privileges or benefits of this Association. Suspension shall be removed immediately upon payment of dues and fees.

SECTION 4. A member of this Association, with dues in arrears beyond ninety (90) days, shall have his/her membership terminated and shall lose all rights and privileges of membership in this Association. A former member may re-apply for membership as a new member as outlined in Article III.

SECTION 5. Special assessments may be levied by a majority vote of the members present at a regular business meeting, at which a quorum is present, provided notice of such proposed assessment is provided to all members in good standing at least ten (10) days prior to the meeting.

## **Article V Meetings and Voting**

SECTION 1. Monthly Business Meeting – A regular business meeting of the Association’s members shall be held on the Monday preceding each monthly shooting match. During a regular meeting, those members that are present and in good standing shall constitute a quorum. A meeting shall not be held during a shooting event. In the event that neither the President nor the Vice President can be present to chair the meeting, the President shall designate a member in good standing as Chairman. The meeting shall be open to all members in good standing. All business matters that affect this Association shall be open for discussion. The Board, provided a ten-(10) day notice is given to all members, may make exception to the scheduled business meeting.

SECTION 2. Board of Directors Meetings – Board meetings shall be held at such time and location as designated by the Board, but not less than monthly. Meetings may be held in conjunction with regular monthly business meetings of the Association.

SECTION 3. The Board of Directors may conduct any meeting using any available means of communication by which all participants shall be heard.

SECTION 4. A quorum for the monthly business meeting of the Board of Directors shall consist of five (5) of the Directors in office. A quorum for the annual meeting of

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members in October, meetings of members with respect to special assessments, and all special meetings shall consist of ten percent (10%) of all members in good standing. A quorum for regular monthly business meetings shall be those members present and in good standing.

SECTION 5. Each Director shall have one vote. If a quorum is present, the affirmative vote of the majority of board members present shall be the act of the Board. Any decision of the Board may be reversed by a majority of ballots cast by a quorum of all members in good standing at a special meeting.

SECTION 6. Any member shall be considered a member in good standing at any time that his/her membership has not been terminated or suspended and all membership dues are paid in full.

SECTION 7. Each Single Membership and each Family Membership shall be allowed one vote in all elections and resolutions except those resolutions that belong to the Board of Directors. Honorary Members, non-members and corporations shall not be eligible to vote.

SECTION 8. The Board may establish committees from time to time. Committee meetings shall be held as needed

SECTION 9. Robert's Rules of Order shall be used to conduct all business meetings.

SECTION 10. Shooting Events – A shooting event and the time prior to its commencement shall not be classified as a meeting. Announcements may be made at those times, but business shall not be conducted until the conclusion of said event.

## **Article VI Officers and Directors**

SECTION 1. The number of Directors shall be not less than eight (8), each of whom shall also hold one of the Officer positions set forth below. The Officers shall be President, Vice President, Secretary, Treasurer, Range Master, Territorial Governor and two (2) Members-at-Large. Each Director must be a member in good standing at ACSA and shall serve as a non-paid volunteer.

SECTION 2. The Directors and Officers shall have general supervision, control and management of all activities of this Association.

SECTION 3. A vacancy in the Board shall be filled by appointment by the remaining members of the Board.

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## **Article VII Election and Term**

SECTION 1. Directors, nominated and standing for election to fill terms then expiring, shall be elected by members at the annual October meeting.

SECTION 2. Officers, who shall be members of the Board, shall be elected or appointed by the Board of Directors following the annual October meeting.

SECTION 3. The term in office for newly elected Directors and Officers shall be two (2) years and shall commence in January of the year following election or appointment.

SECTION 4. Directors holding the offices of President, Vice President, Secretary, Treasurer and Territorial Governor shall be elected in even-numbered years. Directors holding the offices of Range Master and the two Members-at-Large shall be elected in odd-numbered years.

SECTION 5. No more than two (2) Directors and Officers shall be related, either by law or by blood.

SECTION 6. Nominations for Directors shall be accepted from the floor at the September business meeting. If, for any reason, a member of good standing cannot attend this meeting, he or she may submit or accept a nomination, by proxy, to any Board member prior to the September business meeting.

SECTION 7. If only one (1) individual is nominated for any one of the elected positions and no further nominations are made from the floor, the presiding Officer may declare the slate elected by "acclamation" in accordance with Robert's Rules of Order.

SECTION 8. In the case of two (2) or more individuals nominated for the elected positions:

SECTION 8.1 Official ballot and specially marked return envelopes shall be prepared under the direction of the Board for mailing to all members in good standing. Ballots shall be prepared and/or marked in some unique manner to prevent easy duplication. The envelopes shall bear the inscription, "Ballot. Do Not Open," or some similar wording.

- SECTION 8.2 The ballots, ballot envelopes and instructions shall be mailed to all members in good standing within ten (10) days after nominations have closed.
- SECTION 8.3 If ballots are mailed, they must be returned in the ballot envelopes, which shall not be opened until the October business meeting. Sealed ballot envelopes shall be accepted until that time. No ballots shall be available for distribution at the business meeting.
- SECTION 8.4 At the October business meeting, two (2) volunteers, who are members in good standing, shall open and tally the ballots. Candidates receiving a simple majority of the votes shall be deemed elected. In the event of a tie vote, the matter shall be resolved by a voice vote of the membership attending the October business meeting.

## **Article VIII Duties of Officers**

SECTION 1. The Board of Directors shall act as Officers of the Association and have the following duties:

- SECTION 1.1 President – Acts as Chair of the Board. Conducts all meetings and may make appointments as authorized in these By-Laws. In emergency situations, the President may make required decisions, subject to a later review by the entire Board of Directors, and has full voting rights.
- SECTION 1.2 Vice President – Acts as Chair in the President’s absence, and has full voting rights.
- SECTION 1.3 Secretary – Maintains ACSA records and correspondence. Organizes the ACSA operations, including monthly and annual matches, with the assistance of all officers. Has responsibility for taking minutes at all meetings, maintaining those minutes, and reporting to the membership on matters requiring full membership recognition, and has full voting rights.

- SECTION 1.4      Treasurer – Responsible for all ACSA funds including collecting all dues and issuing all approved expense payments in a timely fashion. Provides bank account summary and detailed income and expense evaluation to the Board. Provides financial records to all public and governmental agencies upon request, and has full voting rights.
- SECTION 1.5      Range Master – Has charge of the Ranges of the Association, order and control of competitions, and range activities including safety and arms instruction, with authority to appoint assistants from the members of the Association. Responsible for the range safety during Association activities, and has full voting rights.
- SECTION 1.6      Territorial Governor – Acts as the dedicated Association Liaison Officer with SASS and all other Cowboy Action Shooting Clubs and has full voting rights.
- SECTION 1.7      Two (2) Members-at-Large – Act as Liaison between the Association’s full membership and members of the Board, and have full voting rights.

SECTION 2.      It shall be the duty of all Officers to attend all regular, Board, and special meetings of the Association.

## **Article IX Removal of Officer**

SECTION 1.      Any Officer, who is unable or unwilling to perform the duties of the office to which he/she was elected, shall submit a written request for replacement to any member of the Board. In the event of non-performance by a member of the Board, the Officer shall be removed upon the unanimous vote of the remaining Board members.

## **Article X**

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## **Suspension and Expulsion**

SECTION 1. Any member of the Association may be suspended or expelled for just cause by a unanimous vote of all disinterested Directors.

SECTION 2. Conduct that may result in the filing of charges includes, but is not limited to, unsafe firearm handling, continued non-sportsmanship-like and/or disruptive behavior, participation in any ACSA or other Cowboy Shooting Club event while under the influence of any intoxicating beverage or illegal drug.

SECTION 3. Any member in good standing may refer charges against another member. Such charges shall be in writing, clearly stating the facts, and accompanied by all affidavits or exhibits, which are to be used in their support. Such charges shall be filed with the Secretary, who shall immediately notify the Board. The President shall present the charges at the next regular Board meeting.

SECTION 4. After a decision of suspension or expulsion has been made by the Board, the accused may file a written appeal with the Secretary for reconsideration or review of additional information, as described in Section 3 of Article X.

SECTION 5. The accused may file an appeal for a hearing by the general membership of the Association within thirty (30) days of the Board's decisions. The written appeal shall be filed with the Secretary, who shall notify the Board within forty-eight (48) hours. The President shall present the appeal at the next regular Association meeting.

SECTION 6. The accused may have representation at that Association meeting.

SECTION 7. A vote of a quorum of all members in good standing in the Association, in attendance at a regular or special meeting, shall be required to reverse the decision of suspension or expulsion.

## **Article XI**

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## **Finance**

SECTION 1. The capital of the Association shall consist of such property as acquired, including any real property, by leasehold, or fee title, which it may acquire and hold in accordance with the law, such money as may be paid into the treasury of the Association by the members for dues, fees, and assessments, or received by the Association from other sources.

SECTION 2. The highest amount of indebtedness or liability, direct or contingent, to which the Association may, at any time subject itself, shall be subject to the limitations of Arizona, and shall not exceed eighty percent (80%) of the value of the assets. The asset value of real estate and improvements shall be the appraised value of the property.

SECTION 3. No obligations and/or other encumbrances against the real property of the Association may be made without the approval of two-thirds of the members in good standing in attendance at a regular business meeting.

SECTION 4. The Association shall provide a complete year-to-date Income and Expense Report annually. The report must include at least a beginning balance, totals of all Income and Expense categories and sub-categories and an ending balance. Any member in good standing may request an Income and Expense Report from the Treasurer.

SECTOPN 5. All ACSA checks shall require the signature of the Treasurer or the President.

SECTION 6. The Association's fiscal year shall start on January 1 and end on December 31.

SECTION 7. No Officer of ACSA or any private individual shall be entitled to share in the distribution of any of the ACSA assets on the dissolution of the ACSA.

## **Article XII Amendments and Policy Statements**

SECTION 1. Any proposed amendments to these By-Laws may be introduced by any member in good standing of the Association at any regular monthly business meeting.

SECTION 2. ACSA Operating Policy and Procedures may record the interpretation of these By-Laws.

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SECTION 3. Policy Statements regarding any matters of concern to this Association may be drafted by the Board and approved by a majority of Board members present at any regular business meeting.

SECTION 4. All Operating Policy and Procedure Statements shall be recorded and shall be considered as part of this Association. The Board may rescind any Policy Statement upon approval by a majority of its Directors present at a regular business meeting.

SECTION 5. Interpretation of these By-Laws shall be the responsibility of the Board.

### **Article XIII Dissolution**

SECTION 1. Upon dissolution of this Association, any monies or assets remaining in the Association treasury shall be donated to non-profit organizations or charities after all expenses of this Association are satisfied. Potential recipient organizations shall be nominated and voted upon by the Board a meeting convened just prior to the dissolution.

### **ARTICLE XIV**

Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal, by reason of the fact that he or she is or was a member of the Board of Directors (Director) or officer, employee, or agent of the Association, may be Indemnified by the Association, and may advance his or her related expenses, to the full extent permitted by law.

The Association may purchase and maintain insurance to Indemnify: (1) itself for any obligation which it incurs as a result of the Indemnification specified above; and (2) any member of its Board of Directors or any member, officer, employee, or agent.

These By-Laws are hereby amended and restated as the By-Laws of ACSA this \_\_\_\_\_ day of \_\_\_\_\_, 2022.

Revised and Approved November 12, 2022

By \_\_\_\_\_  
President – Darla Keller

By \_\_\_\_\_  
Secretary – Tyler Taylor