
BYLAWS OF THE PACIFIC INTERNATIONAL TRAPSHOOTING ASSOCIATION

March 3, 2021



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ARTICLE I - ASSOCIATION

A. NAME

Effective on February 28, 1985, when the Articles of Incorporation were accepted and approved by the State of Oregon Department of Commerce, Corporation Division, The Pacific International Trapshooting Association, hereinafter known as the "P.I.T.A.," became the official name of the association. (ID #207488)

The original Bylaws of the Pacific International Trapshooting Association were adopted by the General Meeting of Delegates on August 8, 1985.

B. LOCATION

The P.I.T.A.'s office shall be located at the private residence of the P.I.T.A.'s Executive Secretary or a location designated by the Executive Secretary and agreed upon by the Executive Committee of the P.I.T.A. The Executive Secretary does not have to reside in the State of Oregon.

In the event the Executive Secretary position is vacated, for whatever reason, the office location may be moved to the private resident of the P.I.T.A.'s President, or another Officer, until the position has been filled.

C. PURPOSE

The aims and purposes of the P.I.T.A. shall be to serve its membership and promote and enhance the sport of trapshooting. Toward that end, it shall adopt and provide for the enforcement of appropriate rules and regulations; maintain and publish shooting records and averages of its members; provide an equitable system for classification and handicapping of its trapshooting members; and do all such things as it may deem necessary or appropriate for the betterment of the P.I.T.A. and the sport of trapshooting.

ARTICLE II - MEMBERSHIP

Membership in the P.I.T.A. shall be open to all persons making application and shall be subject only to payment of membership dues and compliance with the rules and regulations of the P.I.T.A.

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ARTICLE III - ORGANIZATION STRUCTURE

A. EXECUTIVE COMMITTEE

The affairs of the Corporation shall be governed by a Board of Directors that shall thereafter be known as the "Executive Committee." The Executive Committee shall be composed of nine (9) members of the P.I.T.A. in current and good standing. All Directors of the Executive Committee shall have equal voting rights.

1. ELECTION OF DIRECTORS

In order to be elected to the Executive Committee as a Director of the P.I.T.A., a person shall have served as an Officer or Director of a State or Provincial P.I.T.A.-affiliated association, managed/operated a trap club that throws registered trap targets or has been shooting P.I.T.A.-registered targets for a consecutive period of no less than fifteen (15) years.

Eight (8) members of the Executive Committee shall be elected, four (4) annually, by a majority vote of the authorized Delegates and the current Executive Committee at the P.I.T.A.'s Annual Meeting of Delegates. The term of office shall be two (2) years and the elected members may, if reelected, succeed themselves.

The ninth member shall be the Immediate Past President who shall remain a voting Director until replaced by the next retiring President. In all circumstances, the Immediate Past President is eligible for all other positions on the Executive Committee. If the Immediate Past President is one of the eight (8) Executive Committee members elected to a two-year term, then the Executive Committee shall appoint a member, in good standing and meeting qualification requirements, for a one-year term to fill the Executive Committee to nine (9) members.

At the P.I.T.A.'s Annual Meeting of Delegates, if more than four (4) persons are nominated for the open Executive Committee seats, the four (4) candidates gathering the highest number of authorized Delegate and Executive Committee votes shall be declared elected. Nominations that result in tie votes will be re-voted. If after three (3) ballots, the tie(s) still exists, the tie is broken by how the President's vote is cast.

2. ELECTION OF OFFICERS

The Officers of the P.I.T.A. shall consist of a President, Vice President and First Vice President. The Offices of President, Vice President and First Vice President shall be filled only by those people that have been duly elected as Directors of the P.I.T.A. at the Annual Meeting of Delegates. The incoming Executive Committee, at a meeting to be held within forty-eight (48) hours of the conclusion of the Annual Meeting of Delegates, shall, by majority vote, elect one Director as President, one Director as Vice President and one Director as First Vice President. The term of office for the President, Vice President and First Vice President shall be one (1) year. The elected Officers may succeed themselves if qualified, nominated and reelected.

In order to qualify for the Office of President, Vice President or First Vice President, a person shall be a current member of the P.I.T.A. in good standing and have served at least

one (1) year on the Executive Committee as a P.I.T.A. Director. These qualification requirements for Officers may be waived for any one (1) candidate, at any one (1) election, by a two-thirds (2/3) majority vote of the Executive Committee.

Directors and Officers of the P.I.T.A. shall assume office at midnight (2400 hours) of the last day of the Grand Pacific, hereinafter referred to as the "Grand", during which their election occurred. Terms of office shall expire at midnight (2400 hours) of the last day of the Grand during which their terms of office expired. In the unusual event that the Grand does not take place, the terms of the existing Executive Committee members will continue until an Annual Meeting of Delegates can be held.

The Presidents of each affiliated State and Provincial Association shall be, upon being elected as President of their State or Provincial Association, recognized as Second Vice Presidents of the P.I.T.A. They shall have no voting rights on the Executive Committee.

Annually, the Second Vice Presidents shall meet with the Executive Committee to discuss matters of importance to the National, State and Provincial Associations. See Article III, E.

3. RESPONSIBILITIES

- a.** The Executive Committee shall conduct, manage and control the activities of the P.I.T.A. subject to its Articles of Incorporation, Bylaws, and the philosophies and principles under which the P.I.T.A. was conceived and formed.
- b.** The Executive Committee shall have full authority to receive, invest and expend funds of the P.I.T.A. in such manner as it may deem appropriate.
- c.** The Executive Committee shall have power to employ an Executive Secretary and/or other employees who shall serve at the pleasure of the Executive Committee. The Executive Committee shall have the power to delegate to the Executive Secretary and/or other employees such executive power and authority as it may deem necessary to facilitate the handling and management of the P.I.T.A.'s property and interests.
- d.** The Executive Committee may provide a salary and other compensation for its employees as it may deem appropriate.
- e.** The Executive Committee shall have oversight responsibility over the rules of the P.I.T.A.
- f.** The President shall preside at all meetings of the Executive Committee and at all annual and special meetings of the P.I.T.A. and shall perform such other duties as the Executive Committee may from time to time authorize.
- g.** The Vice President shall assist the President in the performance of his or her duties and shall possess and perform all the authorities and duties of the President during his or her absence.
- h.** The First Vice President shall assist the President and the Vice President in the performance of his or her duties and shall possess and perform all the authorities and duties of the President or Vice President during his or her absence.
- i.** The Executive Committee may employ contractors or agents as it may from time to time deem appropriate and may fix the compensation and define their powers and duties, provided such powers and duties do not constitute a delegation of authority which shall be exercised and performed exclusively by them.
- j.** The Executive Committee shall require all Officers or employees charged with the

responsibility for the custody of any funds, property or other assets of the P.I.T.A. to be bonded in such amount as the Executive Committee may determine, the cost of such bond to be borne by the P.I.T.A.

- k. The Executive Committee shall have power to appoint committees to assist in the tasks of managing the P.I.T.A.'s business.
- l. The Executive Committee shall have responsibility for defining membership fees, benefits and awards as set forth in Section A of the P.I.T.A. Rules Book:
 - (1) Section A of the Rules Book shall contain but not be limited to the following sub-sections:
 - "Annual and Life Membership Fees"
 - "Aid to State and Provincial Associations"
 - "P.I.T.A. All-Star Team."
 - (2) In order to be affected, any change, addition or deletion requires a two-thirds (2/3) vote of the entire Executive Committee.
 - (3) The effective date of Section A changes shall be a part of the Executive Committee action.
 - (4) All State and Provincial Associations will be notified of Section changes thirty (30) days prior to the effective date.

4. VACANCY

When a vacancy occurs on the Executive Committee at any time, for any cause, the remaining members of the Executive Committee shall, by majority vote, appoint a qualified successor who shall hold office until the vacant position's term expires. This appointment shall be made within ninety (90) days after the date the vacancy occurs.

5. REMOVAL OF AN EXECUTIVE COMMITTEE MEMBER

Any Executive Committee member may be removed for just cause by unanimous vote of the remainder of the Executive Committee at any time.

B. TREASURER

The Executive Committee shall appoint a person who is qualified in financial matters to be the Treasurer.

The Office of Treasurer shall be exempt from the required qualifications for Directors or Officers and the Treasurer shall be a non-voting member of the Executive Committee.

The Treasurer shall oversee the management of all P.I.T.A. funds and shall approve all expenditures.

C. CORPORATE AGENT

The Executive Committee shall appoint a P.I.T.A. member, who is in good standing and a resident of the State of Oregon, to be the Corporate Agent.

The Corporate Agent may not be a member of the Executive Committee and shall have no voting rights.

The Corporate Agent shall serve at the pleasure of the Executive Committee.

D. EMPLOYEES

1. EXECUTIVE SECRETARY

- a. The Executive Secretary shall transcribe the minutes of all meetings of the Executive Committee and the Annual Meeting of Delegates.
- b. The Executive Secretary shall notify the members of the Executive Committee and all voting members of any meeting prescribed by these Bylaws.
- c. The Executive Secretary shall perform the following primary responsibilities, which include but are not limited to:
 - (1) Recording member scores
 - (2) Sanctioning shoots
 - (3) Administering membership activities
 - (4) Creating and publishing documents as directed by the Executive Committee
 - (5) Maintaining books and records for the P.I.T.A.
- d. The Executive Secretary shall perform such other duties as the Executive Committee may authorize and direct.

2. OTHER EMPLOYEES

As workload dictates, other employees may be hired on a permanent or temporary basis to assist the Executive Secretary in administering the business of the P.I.T.A.

Other employees shall perform duties as the Executive Secretary may authorize and direct.

E. STATE AND PROVINCIAL AFFILIATES

Shooters in the various States and Provinces are organized into State and Provincial Associations, which, under the auspices of the P.I.T.A., control shooting in their own territories and conduct State and Provincial championship tournaments. Such associations receive annual assistance from the P.I.T.A. in the form of daily fee refunds.

Individual members of the P.I.T.A. residing in any State or Province not presently having a State or Provincial Association affiliated with the P.I.T.A. may create a State or Provincial Association within the State or Province in which they reside or may affiliate with another State or Provincial Association upon approval of the Executive Committee.

1. REQUIREMENTS & RESPONSIBILITIES

To qualify as an affiliate of the P.I.T.A., each State and Provincial Association shall:

- a. Have no fewer than three (3) Officers duly elected from the membership. Those offices shall include, but are not limited to President, Secretary, and Treasurer.
- b. Each State and Provincial Association qualifying for affiliation with the P.I.T.A. shall be responsible for administering its own internal affairs and such further and additional activities as the Executive Committee of the P.I.T.A. may direct.
- c. Membership in each State and Provincial Association shall be limited to the individual members of the P.I.T.A. residing within the State or Province.
- d. Each State and Provincial Association shall annually elect or appoint two (2) Delegates to the Annual Meeting of the Delegates and shall be entitled to elect or appoint one (1) additional delegate for each one hundred (100) current members of the P.I.T.A. residing within its respective State or Province.

- e. If a State or Provincial Association chooses to disband, they must notify the P.I.T.A., in writing, within thirty (30) days of disbanding.

F. COMMITTEES

1. GOVERNANCE COMMITTEE

The Executive Committee shall appoint a Director to chair the Governance Committee. The Governance Committee shall be a standing committee of the P.I.T.A. whose duty shall be to promulgate (make known) rules and regulations governing the sport of trapshooting to members of the P.I.T.A.

a. COMPOSITION

The membership of the Governance Committee shall consist of all voting members of the Executive Committee and one (1) member from each State or Provincial Association. The State and Provincial members shall be appointed by their respective associations to a term of at least one (1) year.

b. RESPONSIBILITIES

The Governance Committee shall have responsibility for defining official rules and regulations as set forth in Section B of the P.I.T.A. Rules Book.

All material in Section B of the P.I.T.A. Rules Book shall be subject to the procedures for rule changes, additions or deletions.

Proposed new rules and rule changes from the membership shall be submitted by the State or Provincial Association, signed by the Association's President and **certified** by the Association's Secretary. Proposed new rules and rule changes may be submitted by the Governance Committee. The proposed new rules and rule changes, submitted by the Governance Committee, shall have been approved by a majority vote of the Governance Committee and **certified** to the P.I.T.A. Executive Secretary by the Chairman of the Governance Committee.

All new rules and rule change proposals shall be submitted to the Executive Secretary of the P.I.T.A. by December 31 of each year. No later than January 31 of the following year, the Executive Secretary shall cause copies of all proposed new rules and/or rule changes to be forwarded to the Secretary of each State and Provincial Association and to each member of the P.I.T.A. Governance Committee.

Only those new rules and rule changes that have been submitted to the P.I.T.A. by each State or Provincial Association or by the Governance Committee as required by these Bylaws may be adopted by the Governance Committee. However, the Governance Committee shall have the right to clarify any rule or rule change so long as the intent and purpose of the rule or rule change is not affected.

All new rules and rule changes approved and adopted by a majority vote of the Governance Committee at its Annual Meeting shall become effective on the first day of the next P.I.T.A. target year.

The Annual Meeting of the Governance Committee shall be held prior to the General

Meeting of the Delegates. The Chairman of Governance Committee will provide a report of all adopted new rules and approved rule changes at the Annual Meeting of the Delegates.

The Official Rules of the P.I.T.A. shall be published biennially on even-numbered years. In odd-numbered years, an addendum to the Rules Book will be published.

Eight (8) members of the Governance Committee personally in attendance/online at any of its meetings shall constitute a quorum. In the absence of a State or Provincial Governance Committee member, their respective State or Provincial affiliate may appoint an alternate representative for that meeting. No action may be taken by the Governance Committee in the absence of a quorum.

2. NOMINATING COMMITTEE

The Nominating Committee is a standing committee of the Executive Committee.

The Executive Committee shall appoint a Director to Chair the Nominating Committee. The Chairman must be a member of the Executive Committee. The remainder of the committee shall consist of no less than one (1) and up to three (3) additional association members, who shall not be members of the Executive Committee.

The Nominating Committee shall present a consensus slate of proposed Directors at the Annual Meeting of Delegates based on the criteria set forth under Article III, A, a. Other nominations will be accepted from the floor.

The Executive Committee's Nominating Committee may utilize other criteria or qualifications as they determine to be appropriate but must provide in writing to all Delegates at the P.I.T.A.'s Annual Meeting of Delegates what these attributes are before the actual election of Directors takes place. These qualification requirements for Directors may be waived for any one (1) candidate, at any one (1) election, by a two-thirds (2/3) majority vote of the authorized Delegates and current Executive Committee at the Annual Meeting of Delegates.

ARTICLE IV - MEETINGS, QUORUMS AND VOTING RIGHTS

A. ANNUAL MEETING OF DELEGATES

1. TIME

- a. The P.I.T.A. shall meet at least once annually. This Annual Meeting of Delegates shall be scheduled at a time and site selected by the Executive Committee.
- b. It shall be the duty of the Executive Secretary of the P.I.T.A. to cause written notice of the Annual Meeting of Delegates to be mailed, via USPS or email, to each affiliated State and Provincial Association at least ten (10) but not more than fifty (50) days prior to the meeting.

B. SPECIAL MEETINGS

Special meetings of the P.I.T.A. may be called by the Executive Committee by giving the same notice as required for an Annual Meeting of Delegates.

A brief statement of the object or objects of such a special meeting shall be included in the notice.

C. CONDUCT OF BUSINESS

The procedures detailed in the current edition of Robert's Rules of Order, as revised, shall govern all annual, regular and special meetings of the P.I.T.A. and associated committees.

D. QUORUM

1. At any meeting of the P.I.T.A., five (5) Executive Committee members present constitutes a quorum.
2. Whenever a vacancy or vacancies occur on the Executive Committee, for any cause, a majority of the remaining members shall constitute a quorum to select new or temporary Executive Committee members. The Executive Committee shall, by majority vote, appoint a successor or successors who shall hold office until the vacant position's term expires. The appointments shall be made within ninety (90) days after the vacancy or vacancies occur.
3. If less than a quorum of the Executive Committee attends the Annual Meeting of Delegates, the meeting shall be adjourned, without notice and by announcement, until a quorum of the Executive Committee shall attend.
4. If a majority of the Executive Committee cannot or will not serve, members of the Governance Committee shall be accorded voting rights on the Executive Committee to establish an all-purpose quorum. Their service on the committee shall be based on seniority of years of service on the Governance Committee. They shall remain in place until a sufficient number of replacement Executive Committee members can be appointed, seated and can establish an all-purpose quorum.

E. VOTING RIGHTS

1. EXECUTIVE COMMITTEE MEETINGS

All voting rights in the P.I.T.A. shall be possessed only by the duly elected or appointed members of the Executive Committee for all purposes other than those set forth below.

2. ANNUAL MEETING OF DELEGATES

At the Annual Meeting of Delegates, each member of the Executive Committee and each State and Provincial Association's appointed Delegates, in attendance at the meeting, shall be entitled to vote. In the absence of a State or Provincial Delegate, their respective State or Provincial Association may appoint an alternate Delegate.

F. GOVERNANCE COMMITTEE

The Officers of each State and Provincial Association shall consider and determine its position on each proposed new rule and/or rule change prior to the Annual Meeting of the Governance Committee. Each State and Provincial member of the Governance Committee shall be required to vote in accordance with the decision of their respective State or Provincial Association.

The voting members of the Governance Committee shall be composed of equal numbers of the Executive Committee members and State and Provincial Association representatives. In no case will the number of Executive Committee votes (with the exception of a tie-breaking vote cast by the President of the P.I.T.A.) exceed the number of votes cast by the State and Provincial Association representatives.

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ARTICLE V - FISCAL YEAR AND TARGET YEAR

A. FISCAL YEAR

The fiscal year of the P.I.T.A. shall commence on the first day of November each year and shall end on the thirty-first day of October each year.

B. TARGET YEAR

The target year of the P.I.T.A. shall commence on the first day of November each year and shall end on the thirty-first day of October each year.

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ARTICLE VI - BYLAW AMENDMENTS

Bylaws may be amended, modified, repealed and/or new Bylaws may be adopted at any Annual Meeting of Delegates or special meeting of the P.I.T.A.; provided that written notice of any proposed change in the Bylaws is communicated to each member of the Executive Committee and to each State and Provincial Association Secretary not less than sixty (60) days in advance of the meeting at which such change is to be considered and acted upon.

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ARTICLE VII - INDEMNIFICATION

The P.I.T.A. shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an Officer, Director or employee of the Corporation against all expenses and liabilities, including, without limitation, counsel 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 he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be delivered for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the P.I.T.A.; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of Directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This Article constitutes a contract between the P.I.T.A. and the indemnified Officers, Directors and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified Officer, Director or employee under this Article shall apply to such Officer, Director or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.



ARTICLE VIII - DISSOLUTION

In the event of the dissolution of the P.I.T.A., all its assets remaining after payment or provision for payment of all its debts and liabilities has been made shall be distributed by the P.I.T.A. to or for the benefit of one or more organizations qualifying as exempt organizations under section 501(C) of the Internal Revenue Code. To the extent possible, distribution shall be made to an organization or organizations created and operated similar to or in conformance with the aims and purposes of the P.I.T.A.

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