

State of Alabama
Non-Profit Corporation
Articles of Incorporation

CERTIFIED
A TRUE COPY OF ORIGINAL
DAVID STANDRIDGE
JUDGE OF PROBATE
BLOUNT COUNTY, ALABAMA
BY David Standridge
DATE 6/2 2009

Pursuant to the provisions of the Alabama Non-Profit Corporation Act, the undersigned hereby adopts the following Articles of Incorporation.

Article I The name of the corporation.

Old York Shootists, Inc

Article II The duration of the corporation is perpetual.

Article III The corporation has been organized for the following purpose(s):

Section 1. Purpose: The purposes of this Club shall be:

- a. To encourage organized shooting activities and events with a view towards a better knowledge of the safe handling and proper care of firearms, as well as improved marksmanship within our Club.
- b. To establish a public development of the essentials of good sportsmanship, honesty, law observance and self reliance that SASS refers to as the SPIRIT OF THE GAME.
- c. To establish and support junior sportsmen for the purpose of carrying out the objectives of this Club with adults and youth of our State and Nation
- d. To promote and communicate the living history of the West, of early American history including the post-Civil War era, and cowboy history in general.
- e. To encourage organized rifle, pistol and shotgun competition, using the firearms that were available prior to 1900 or replicas thereof and, while engaging in this sport, competitors are expected to "dress the part," i.e., all hats, boots, leather gear and other costume accoutrements as described in the SASS handbook.

Article IV Membership

Section 1 There shall be three classes of membership

- a. Shooting Member
- b. Non-shooting Member
- c. Honorary Member

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State of Alabama, Blount County
I certify this instrument was filed
and taxes collected on:
2009 June - 2 12:03PM
Book GEN 2009 Page 16316
Instrument Number 320277 Pages 9
Recording 3.00 Mortgage
Deed Min Tax
Index DP 2.00
Total Fees ----- 30.00
David Standridge, Judge of Probate

Section 2. Membership Requirements: Shooting Member

- a. Any citizen of the United States may be eligible for membership as a shooting member.
- b. An application must be completed and turned into the Secretary.
- c. The applicant must participate as a shooter in two (2) Club sponsored shoots in a twelve month period and have the application notarized by an Executive Board Member attesting to said participation
- d. The Executive Board will review the application after submission for a vote of membership. A majority vote will be required to grant membership.
- e. Upon granting of membership, the Secretary will notify the applicant in writing via email or U.S mail. The applicant must pay the \$10.00 initiation fee and the annual fee for the year of induction by the next regular monthly event of the Club. If paid after Oct 1, those annual dues will go toward the next membership year.
- f. Shooting Members shall be allowed to vote in all general elections and shall exercise the rights and responsibilities outlined in these Bylaws.
- g. Membership shall not be denied because of sex, age, religion, race, national origin, or physical handicap.

Section 3. Membership Requirements: Non-shooting Member

- a. Any citizen of the United States may be eligible for membership as a Non-shooting Member
- b. An application must be completed and turned in to the Secretary.
- c. The Executive Board will review the application after submission for a vote of membership. A majority vote will be required to grant membership
- d. Upon granting of membership, the Secretary will notify the applicant in writing/email. The applicant must pay the \$10.00 initiation fee and annual fee for the year of induction by the next regular monthly event of the Club. If paid after Oct 1, those annual dues will go toward the next membership year.
- e. Non-shooting Members shall enjoy all rights and responsibilities vested with Shooting Members with the following exceptions:
 - 1. Non-shooting Members may not vote on matters concerning shooting or safety as determined by the Executive Board.
 - 2. Any other restrictions as may be imposed by Policy Statement
- f. A Non-shooting Member may apply to change to Shooting Member status by completing the application as outlined in Article III, Section 2. The shooting requirements will remain and the Range Marshal or his designee must sign the application that the two shoots were safely met. If the Executive Board approves the change the new fee will be waived, provided the applicant is in good standing as a Non-shooting Member.
- g. Membership shall not be denied because of sex, age, religion, race, national origin, or physical handicap.

Section 4. Membership Requirements: Honorary Member

- a. The Executive Board may honor a person for some special service or contribution to the shooting sports
- b. An Honorary Member has no fee requirement
- c. An Honorary Member has no voting or shooting authority
- d. Membership shall not be denied because of sex, age, religion, race, national origin, or physical handicap.

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Section 5. Rejection of Membership Applications

- a. If the Executive Board rejects an application for membership, the Secretary shall notify the applicant in writing via email or U.S. mail.
- b. The applicant must wait six (6) months before reapplying for membership
- c. If a Non-shooting Member in good standing is rejected from Shooting Membership, the Non-shooting Membership remains in effect.

Article V The street address of registered office 563 US Hwy 31 Warrior, AL 35180 and the name of registered agent at that office David M Florence.

Article VI The names and addresses of the Directors.

Director #1

Paul Thomas
1906 CO Rd 58
Helena, AL 35080

Director #2

David M Florence
563 US Hwy 31
Warrior, AL 35180

Director #3

Diana L Florence
563 US Hwy 31
Warrior, AL 35180

Director #4

David Cover

44 Circle 1

Shelby, Al 35143

Director #5

Sam Moore

5175 Sam Dr

McCalla, Al 35111

Director #6

Brian Malone

940 5 Mile Rd

Bham, Al 35215

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Article VII The name and address of the Incorporator.

David M Florence
563 US Hwy 31
Warrior, Al 35180

Article VIII

Section 1. Regular Business Meetings

- a. The regular business meetings of the Club for the transaction of ordinary business shall be held at such time and place as may be fixed by the Executive Board.

Section 2. Executive Board Meetings

- a. The regular business meetings of the Executive Board shall be held at such time and place as designated by the Executive Board

Section 3. Annual Business Meeting

- a. The annual business meeting for the election of officers shall be held in November of each year at such time and place as may be fixed by the Executive Board. Members will be asked to present their nominations directly to the present board members. If no nominations are submitted, and board members are agreeable to remaining in office, club members will be asked to vote on retaining the present board members.
- b. If the annual meeting does not take place at the time and place fixed, it shall be held at a reasonable time thereafter and the officers then in position shall hold over until their successors have been duly elected and installed.

- c. If there are no nominations and the Board and Members agree, the present Board members can remain in office until next October at which time, the membership and board members will be asked again.

Section 4. **Special Called Meetings**

- a. Special meetings may be called in the following manner:
1. By call of the President
 2. By Call of the Executive Board
 3. Upon written request, signed by not less than twenty percent (20%) of the members entitled to vote, stating the object of the proposed meeting
- b. Notice of the time, place and object of any Special Meeting shall be given to all officers and members in good standing in email or in writing by the United States mail not less than fifteen (15) days prior to the date fixed for the holding of said meeting. The place of the meeting shall be fixed by the Executive Board.
- c. Notice of meetings and votes can be done by e-mail with all board members participating.
- d. The secretary will be responsible for keeping documentation of all board and member votes done by email or ballot.
- e. Votes can be conducted via email. Issues and opinions can be presented (first being approved by the board members) to the members and at least 50% of members should participate. The members will be given a reasonable length of time to respond, giving time to consider the issues.

Section 5. **Quorum**

- a. A minimum of 20% of the members entitled to vote shall constitute a quorum at any meeting of the general membership.
- b. A minimum of five (5) Executive Board members shall constitute a quorum at an Executive Board meeting

Article IX

Section 1. **Officers**

- a. The officers of the Club shall be:
1. President
 2. Vice President
 3. Secretary
 4. Treasurer
 5. Range Safety Marshall
 6. Stage Marshall
 7. Territorial Governor
- b. The officers, acting together, shall constitute the Executive Board

Section 2. **Duties of Officers**

- a. The duties of the officers of this Club shall be defined below:
- 1) **President**—Oversees, directs, and coordinates the Board Members and activities of OldYork Shootists.
 - 2) **Vice President**—Oversees and coordinates the Board Members and activities of Old York Shootists
 - 3) **Secretary**—Maintains database of members-, record and maintains meeting minutes, maintains recordings of votes. Communicate news to members about

upcoming events, solicit votes/nominations. Maintain feedback, ideas, suggestions from members bringing them to the boards attention.

- 4) **Treasurer**—Maintains bank account making deposits from matches/dues, writing checks for supplies and to Brock's Gap, doing periodic reports for corporation purposes, filing tax returns.
 - 5) **Range Safety Marshall**—SASS RO-1/RO-2, conducts mandatory safety meetings before match educating/training/demonstrating to spectators and match participants the correct, safe manner of participating in match (taking new shooters aside for additional instruction). Brings up changes to safety rules and answers questions at that time. Continues his education and stays informed about safety procedures and rules, changes of NRA, SASS, and Brock's Gap. Assists/resolves Posse Marshalls requests for review or disputes regarding procedures/penalties, misses, scores.
 - 6) **Stage Marshall**—Writes, designs, and provides scenarios/stages for matches adhering to safety procedures and SASS and Brock's Gap rules in mind. Directs the set up and take down of targets and props. Continues his education and stays informed about safety procedures, rules, changes NRA, SASS and Brock's Gap. Assists Range Safety Marshall with questions on scenarios/stages.
 - 7) **Territorial Governor**—Gathers comments, criticisms, needs, suggestions, and proposed rule changes and communicate to the SASS Board of Directors. Main current knowledge regarding Cowboy Action Shooting and SASS, its history, philosophy, purpose, presence, direction, and Spirit of the Game. Promote the CAS story locally, regionally to further the growth of the game. Represent and support SASS, its philosophy, and its purpose to OYS. Network with other clubs and Territorial Governors.
- b. It shall be the duty of the officers of OYS to attend all regular business meetings, Executive Board meetings and special called meetings of the Club. To attend as many matches as possible to assist with matches *wherever needed* in assuring that matches run safely, smoothly, and as fun as possible for all participants. To assist with and promote the primary mission of the Old York Shootists. To remember that *WE ARE HERE TO SERVE OUR MEMBERS!!!*

Section 3. **Executive Board**

- a. The Executive Board shall have general supervision, control and management of all activities of the Club. Any decision of the Executive Board may be reversed by a two-thirds (2/3) majority of ballots cast by the members in good standing present at a regular business meeting of the Club.
- b. Meetings of the Executive Board shall be held regularly at such time and place as the Board may determine.
- c. Special meetings of the Executive Board may be called by the President, or upon demand in writing to the Secretary, by three members of the Board.
- d. A vacancy or vacancies in the Executive Board shall be filled by Presidential appointment, subject to the approval of the majority of the members in good standing. The appointee shall serve until the next general election for that position. Should the office of President and Vice President become vacant simultaneously, the remainder of the Executive Board shall appoint from its members a President Pro Tem to preside over the meetings of this Club in order to elect a new President and Vice President.

Article X

Section 1. **Election and Term of Office**

- a. The election of new officers shall be held annually at the Annual Business Meeting in November with the term of office beginning the following January.

- b. All officers shall be elected to serve a term of two (2) years.
- c. The elections for the offices of President, Secretary, Stage Marshall shall be held in even numbered years.
- d. The elections for the offices of Vice President, Treasurer, Range Safety Marshal and Territorial Governor shall be held in the odd numbered years.
- e. All officers must be members of SASS and the NRA. If there are no nominations and the Board and Members agree, the present Board members can remain in office until next October at which time, the membership and board members will be asked again.

Section 2. Nominations and Balloting

- a. The Nominating Committee at the regular business meeting in October shall present nominations. Additional nominations, if any, shall be accepted from the floor at that time and placed on the ballot.
- b. Ballots shall be made showing all nominees for all positions and shall be distributed to all members in good standing present at the November Annual Business Meeting.
- c. Officers shall be elected by the majority vote cast by the members in good standing of this Club at the November Annual Business Meeting

Article XI

Section 1. Removal of Officers

- a. Any officer who is unable or unwilling to perform the duties of the office to which elected shall notify the President for replacement.
- b. Any office shall be considered vacant when the office holder is absent from two (2) meetings in any six (6) month period.
- c. In the event of non-performance by an officer, the Executive Board shall, upon unanimous vote, recommend to the general membership at the next regular business meeting that said officer be removed from office. A majority vote of the members present shall be required to remove the officer
- d. The resignation of any officer may be accepted by a majority vote of the members in good standing present at a regular business meeting.

Section 2. Suspension or Expulsion of Members

- a. Any member may be suspended or expelled by majority vote of the Executive Board (i.e., for safety infractions, bad sportsmanship, temper outbursts, or conduct unbecoming a cowboy/cowgirl).
- b. Charges against any member may be referred to the Executive Board by any member in good standing. Such charges must be submitted in writing, clearly stating the facts, accompanied by all affidavits or exhibits that are to be used in support of said charges. Such charges will be filed with the Secretary who will immediately notify the President. The President will present the charges at the next regular Executive Board meeting. The accused may have representation at such meeting.
- c. Any member who has been suspended or expelled by the NRA shall automatically stand suspended or expelled from this Club

Section 3. Appeal of Suspension or Expulsion

- a. Upon notification of suspension or expulsion, the accused may file an appeal for a hearing by the general membership
- b. The accused shall send written notice of appeal to the Secretary within thirty (30) days of notification of suspension or expulsion
- c. The Secretary will, within forty-eight (48) hours of receipt of the notice of appeal, notify the President of such appeal

- d. The President will present the appeal to the general membership present at the next regular business meeting of the Club
- e. The accused may have representation present at that meeting

Section 4. Reversal of Suspension or Expulsion

- a. A two-thirds (2/3) majority vote of the members in good standing at this meeting shall be required to reverse the decision of suspension or expulsion.

Article XII

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Section 1. Finances

- a. The capital of this Club shall consist of such property as acquired, including any real property, by lease hold, or fee title, which it may acquire and hold in accordance with the law, such money as may be paid into the treasure of the Club by the members thereof as dues, match fees and/or donations.
- b. The highest amount of indebtedness or liability, direct or contingent, to which the Club may, at any time subject itself, shall be subject to the limitations of law and approval of the corporation commission of Alabama
- c. No obligations and/or encumbrances against the real property of the Club may be made without the approval of two-thirds (2/3) of the members in good standing in attendance at a regular business meeting

Article XIII

Section 1. Amendments

- a. Any proposed amendments to the Bylaws may be introduced by any member in good standing of the Club at any regular business meeting
- b. All amendments to the Bylaws shall be submitted to the NRA for their approval in accordance with the Club's affiliation agreement
- c. Interpretation of the Bylaws shall be the responsibility of the Executive Board

Section 2. Policy Statements

- a. A Policy Statement may record interpretation of the Bylaws
- b. Policy Statements may be executed by the Executive Board and approved by a majority of the members in good standing present at any regular business meeting on any concern to this Club
- c. All Policy Statements shall be recorded and shall be considered as part of the Bylaws of this Club.
- d. The Executive Board may rescind any Policy Statement. Such rescission must be approved by a majority of members in good standing present at a regular business meeting

Article XIV

Section 1. Governing Rules and Regulations

- a. All stages of all events shall be conducted according to SASS rules and Brock's Gap rules, unless specifically stated otherwise in the written stage procedures
- b. Activities of the Club shall be restricted to areas designated for that specific purpose
- c. No shooting or gun handling will be permitted during any board or member meeting of this Club
- d. It shall be the duty of all members to acquaint themselves with all restrictions of the Club and of SASS
- e. Because safety and public image are of paramount importance to this Club, any violation of these restrictions shall be sufficient cause to initiate suspension or expulsion proceedings as outlined in Article VIII, Section 2 of the Bylaws.

Article XV

Section 1. Dissolution

- a. Upon dissolution of this Club, any monies remaining in the Club treasury shall be donated to a non-profit organization or charity after all expenses of the Club are satisfied.
- b. The non-profit organization or charity to receive these monies shall be nominated and voted upon at a regular business meeting held just prior to dissolution.
- c. Due to the nature of this Club, the NRA would be given preference

IN WITNESS THEREOF, the undersigned incorporator executed these Articles of Incorporation on this, the 2nd day of June, 2009.

THIS DOCUMENT PREPARED BY:

David M Florence
563 US Hwy 31
WARRIOR AL 35180

David M Florence

Signature of Incorporator

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