

TCMSA By-Laws

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DRAFT

Author
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Authored by Committee led by Bob Birney

Signature

TCMSA President		
Printed Name	Signature	Date
TCMSA Board Chairman		
Printed Name	Signature	Date

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ARTICLE I - NAME and DOCUMENTATION

The name of this corporation shall be “Tri-Cities Metallic Silhouette Association,” a non-profit organization, hereafter referred to as “TCMSA.” TCMSA will be governed by these By-laws and supplemented with details contained in the Policy Manual.

ARTICLE II - PURPOSE

The purpose of the TCMSA is encouragement of structured shooting among law-abiding citizens of the United States with a view toward developing a better knowledge of the safe handling practices and proper care of firearms, as well as improved marksmanship.

ARTICLE III - MEMBERSHIP

The annual Membership period runs between April 1st and March 31st of the subsequent year. Membership renewal policies and initiation/Membership fees shall be defined in the TCMSA's Policy Manual.

A. Members

Anyone who may legally own a firearm under the laws of the United States and the State of Washington, may become a Member of this organization after filling out a Membership form, payment of the usual dues and initiation fees, providing proof of current Membership in the National Rifle Association, on a vote of the Members and satisfactory completion of the Range Orientation. Members shall have voting privileges and have access to TCMSA facilities.

B. Life Memberships

May be awarded for outstanding service or contributions to the TCMSA may be awarded Membership as outlined in TCMSA Policy Manual.

C. Law Enforcement Members

Active duty, reserve, and retired law enforcement officers, who have fulfilled the requirements for Membership may be offered Membership as outlined in the TCMSA Policy Manual.

Officers and Members of the Board of Directors, hereafter referred to as the “Board,” shall not be assessed membership fees during their term in office as outlined in TCMSA Policy Manual.

ARTICLE IV - MEETINGS

All TCMSA meetings will be conducted using parliamentary procedure. Robert's Rules of Order shall be used as a guide.

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A. Annual Meeting

The Annual TCMSA Meeting shall be held in January of each year. Members will be notified in writing or via approved electronic methods at least ten (10) day prior regarding the date, time, and place. Approved meeting notification methods include TCMSA Newsletter and posting on the TCMSA website.

During Annual Meeting, financial statements shall be provided to the membership and elections will be held.

B. Regular Meetings

Regular TCMSA Meetings will be held monthly or as directed by the Board. Members will be given at least ten (10) days notice in writing or via approved electronic methods of the date, time, and place of the meeting.

C. Special Meetings

Special Meetings of the Membership may be held at any time upon call of the Board or upon demand in writing to the President signed by three (3) Members. The President will then call a Special Meeting. The Secretary shall give at least ten (10) days notice in writing or via approved electronic methods of the date, time, and place of the Special Meeting to the Membership.

ARTICLE V - BOARD OF DIRECTORS

A. Board Membership

The Board shall consist of six Members elected by a majority of Members voting at the Annual Meeting. The terms of office for a Board Member shall be three (3) years. Board Members shall be elected upon expiration of that Member's term on a rotating basis of new replacement Members every two (2) years.

Candidates for the Board must have at least three (3) years Membership in TCMSA and have been actively involved in Association sponsored shooting. No Officer may concurrently serve as a Board Member.

B. Board Member Nominations

Board Member nominations shall be made at a Regular membership meeting and a vote will be held at the following Regular membership meeting. Nominations will remain open and may be presented to the Secretary in writing or approved electronic means no less than ten (10) days prior any vote to fill the vacancy. The membership will be notified in writing or approved electronic means of the complete list of candidates prior to the vote and as soon as practicable.

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C. Selection of Board Chair and Secretary

The Board shall elect a Chair and a Board Secretary at the first Board meeting following the Annual Meeting. The Chair shall preside over all Board Meetings. The Chair shall only cast a vote to break ties.

D. Board Vacancies

The resignation of a Board Member shall be submitted in writing to the Board Chair. The need to fill a Board position shall be communicated to the membership in writing or approved electronic means as soon as practicable. Nominations can be made at the next Regular membership meeting and a vote on the nominations will be held at the following Regular membership meeting. Additionally, nominations will remain open and may be presented to the secretary in writing or approved electronic means no less than ten days prior any vote to fill the vacancy. The membership will be notified in writing or approved electronic means of the complete list of candidates as soon as practicable. When Board vacancies are filled, the new Member will complete the original tenure.

E. Board Meetings

Board Meetings shall be held monthly or periodically as directed by the Board. Board Members will be notified in writing or via approved electronic methods at least ten (10) days prior as to the date, time, place of the meetings by the Board Secretary.

A Special Board Meeting may be called by the Board Chair, President or by a Member by demand in writing to the Chair and signed by no less than three (3) Members. Board Members will be notified in writing or via approved electronic methods at least ten (10) days prior to the date, time, place, and purpose of the Special Meeting.

F. Board Functions

- 1) The Board shall establish long-term goals for the TCMSA and ensure the established goals and guidelines are followed. Acquisition of, or physical changes to, TCMSA facilities shall be preapproved by the Board.
- 2) The Board shall ensure TCMSA meetings, procedures, and rules are consistent with these By-Laws and the Articles of Incorporation.
- 3) The Board Secretary will notify the Board Members of all Board Meetings, keep an accurate record of the activities of Board, and ensure the Articles of Incorporation are updated/filed as required, and confirm payments are made to the Secretary of State when required.
- 4) Three (3) Board Members and the Chair shall constitute a quorum.
 - a) If the Chair is not available for a meeting, the Board Secretary may serve, or another Board Member may be appointed to serve as the Chair for the meeting.

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- 5) TCMSA Officers and Committee Chairpersons may be requested to attend a Board Meeting to report activities, status of their committee, or present requests to the Board.
- 6) TCMSA Members may attend Board meetings.
 - a) If sensitive issues, such as Membership concerns, are to be discussed, TCMSA Members shall not be present during those discussions as determined by the Board Chair.
 - b) TCMSA Members who wish to speak shall make a request to the Board Secretary to be placed on the meeting Agenda at least one week prior to the Board meeting as outlined in the Policy Manual.

ARTICLE VI - OFFICERS

The Officers of the TCMSA shall consist of a President, a Vice President, a Secretary, a Treasurer, and a Membership Coordinator. TCMSA officer nominees shall be Members and be involved in TCMSA activities and/or organized shooting activities.

A. Officer Candidates

Officer nominations shall be made at a Regular membership meeting and a vote on the nominations will be held at the following Regular membership meeting. Officers shall be elected by a majority vote of Members at the Annual Meeting. The term of office for each of these positions is one year.

B. Vacancies

The resignation of an Officer shall be submitted in writing to the Board Chair. The need to fill an Officer position shall be communicated to the membership in writing or approved electronic means as soon as practicable. Nominations can be made at the next Regular membership meeting and a vote on the nominations will be held at the following Regular membership meeting. Additionally, nominations will remain open and may be presented to the secretary in writing or approved electronic means prior to the vote and no less than ten days prior any vote to fill the vacancy. The membership will be notified in writing or approved electronic means of the complete list of candidates as soon as practicable. When Board vacancies are filled, the new Member will complete the original tenure.

A. PRESIDENT:

- a) The President shall preside over all Membership Meetings.
- b) The President shall report progress of TCMSA business to the Board at Board Meetings.

B. VICE PRESIDENT:

- a) The Vice President shall perform the duties of the President in the absence of, or at the request of, the President.

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C. SECRETARY:

- a) The Secretary shall conduct all official correspondence pertaining to the TCMSA. The Secretary shall notify the Membership of all Annual, Regular, and Special Meetings.
- b) The Secretary shall maintain a true and accurate record of TCMSA activities and with the exception records required for the execution of the office of Treasure and the office of Membership Coordinator maintain custody of TCMSA records. The Secretary shall retain the annual reports created by the Treasurer and Membership Coordinator.

D. TREASURER:

- a) The Treasurer shall be responsible for the custody/tracking of all TCMSA funds and shall deposit said funds, in a timely manner, in financial institution(s) approved by the Board of Directors.
 - i) Per the Board of Directors, a professional service may be used to handle Association funds.
 - ii) If a professional service is used, the Treasurer shall act the interface between the Association and the service provider. Interactions with the professional service provider shall be per the terms of the service contract with the service provider.
- b) TCMSA funds shall only be withdrawn by a check signed by the President and Treasurer, or other designated Officer, for payment of bills related to TCMSA operations.
 - i) If a professional service is used, the service may distribute funds at the direction of the Treasure. Such distribution direction shall be retained as auditable records.
- c) An accurate accounting of all transactions shall be presented in a detailed report, when requested by the Board or President and at the Annual Meeting.
- d) An annual fiscal report shall be presented at the Annual Meeting. The annual report shall be submitted to the Secretary for retention.

E. MEMBERSHIP COORDINATOR:

- a) The Membership Coordinator is responsible for overseeing orientation and training of new members.
 - i) Volunteers may be dedicated to 1) presenting training to new members and 2) tracking membership status.
- b) An Annual Membership Status Report shall be presented at the Annual Meeting or when requested by the President. The Annual Report shall be submitted to the Secretary for retention.
- c) Membership applications, renewals, and membership badges shall be processed per the TCMSA Policy Manual.

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F. COMMITTEES

- a) Committees may be formed for a specific purpose by the President or Board. Long-term committees shall have a written charter to define the role and authority of the Committee. Examples of long-term Committees includes new facility developments/major revisions, safety volunteers, and those who maintain the web page and publish the TCMSA newsletter. Additional details on Committees shall be provided in the Policy Manual.

ARTICLE VII - DISCIPLINARY ACTIONS

A. Actions of the Board

Charges against a Member, Officer, or Board Member may be filed by any Member. Charges shall be in writing, signed by at least three members (3), and clearly state the facts relied upon and accompanied by affidavits or exhibits used in support of the charges. Such charges shall be filed with the Board Secretary who will immediately notify the President and the Chair. Charges will include the identity of the accused, the accuser, a true copy of the charges, and all supporting affidavits and exhibits.

The President shall request charges be discussed at a Board Meeting or a Special Meeting. The Board Secretary shall give at least ten (10) days notice in writing or via approved electronic methods of the date, time, and place of the meeting to the Member, the President, and the Board. No vote on disciplinary action may be taken unless at least ten (10) days notice has been given in writing or via approved electronic methods to the Member, explaining the reasons for the action.

The Member against whom the charges are being made shall be granted a full hearing.

Any Member may be suspended or expelled from the TCMSA, for any cause deemed sufficient by a two-thirds affirmative vote of the Board Members present at the Board Meeting. The Board is empowered to apply less serious measures for lesser violations. Specific disciplinary actions may be provided in the TCMSA Policy Manual.

At Regular meetings, the results of disciplinary action proceedings by the board will be included in the monthly board report to the membership. Personal identifying details are not to be included in the report.

B. Appeal

Any Member, Officer, or Board member who has been assigned disciplinary action by the Board may appeal to the full Membership within thirty (30) days of formal notification of the action.

Such appeal shall be filed with the Board Secretary who will immediately notify the President and the Chair. The President shall include the appeal in the next Regular Membership Meeting, or call a Special Membership Meeting, to hear the appeal within

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thirty (30) days of receipt of appeal. The Board Secretary shall give at least ten (10) days' notice to the full membership in writing or via approved electronic methods of the date, time, and place of the meeting at which the appeal will be addressed. The identity of the accused and the accuser may be redacted from the appeal request upon request of the accused and pre-approval of the Board.

At the appeal, the Secretary will read the original charges, the supporting affidavits, and shall read or display the accompanying exhibits, and read the minutes of the Board Meeting at which the charges were heard, and action taken. A full hearing will be given to the accused. A vote will be taken by written ballot of the Members present and two-thirds (2/3) vote shall be required to reverse the action of the Board.

C. Recall

An Officer or Board Member may be removed from their position by a two-thirds (2/3) vote by Members at a Special Meeting called for that purpose. If the notice requirements allow a Special meeting may be co-joined with a Regular meeting. The initiation of a recall may be by action of the Board or by direct written request to the board and signed by at least six (6) members and accompanied by a statement describing the basis for the recall. Upon receipt the Board will call a special meeting of the membership and include the statement provided as part of that notification. The Secretary shall give at least ten (10) days' notice to the full membership in writing or via approved electronic methods of the date, time, and place of the meeting at which the recall will be addressed. Prior to any vote the Officer or Board member subject to recall will be granted a full hearing.

ARTICLE VIII - AMENDMENTS

D. Amendments to the By-Laws

Any TCMSA Member may propose bylaw changes in writing prior to the 1st of September or the 1st of March of each year to the TCMSA Secretary. The TCMSA Secretary shall retain the proposal in the official records and pass the proposal to the Board Chair.

The proposed amendment shall be reviewed by the Board for compliance with the By-Laws, Articles of Incorporation, and applicable laws, and not conflict with short term or long-term goals of the TCMSA. Changes to the proposed amendment shall be a cooperative effort between the Members making the proposal and the Board.

Upon review of proposed amendment by the Board, the Board return the proposal to the TCMSA Secretary by the 15th of November or the 15th of April, whichever comes first. The Secretary shall then provide a copy in writing or approved electronic means and include the proposal in the next newsletter to Members no later than the 1st of December or the 1st of May, whichever comes first. The proposed amendment shall be voted on at the next Annual Meeting or at a Special Meeting held on the date of the Meeting in June, whichever comes first.

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E. Amendments to the Policy Manual

Motions for changes to the Policy Manual may be made at any TCMSA membership meeting and if seconded, a vote will be held on the motion at the next regular meeting. Passage requires two-thirds (2/3) majority of the members voting. Announcements of upcoming votes and the text of motions will be posted on the club's website and in the monthly newsletter. Any changes resulting from the vote will be announced on the club's web site and in the monthly newsletter.

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