



BYLAWS

SACRAMENTO DEFENSIVE PISTOL SHOOTERS, INC.

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ARTICLE I - NAME AND TYPE OF ORGANIZATION

Section 1.

The name of this organization shall be the "SACRAMENTO DEFENSIVE PISTOL SHOOTERS, INC.

Section 2.

The SACRAMENTO DEFENSIVE PISTOL SHOOTERS, INC., herein called "SDPS", shall be formed as a non-profit corporation, under the provisions of Internal Revenue Code, Section 503(c)(3).

ARTICLE II - PURPOSE OF THE SACRAMENTO DEFENSIVE PISTOL SHOOTERS, INC.

Section 1.

The specific purpose of SDPS is to host club events and activities in pursuit of a mutual benefit to all members, and to educate shooters; including, but not limited to, law enforcement, civilian, and military individuals. Activities and events may consist of, but not be limited to local & sanctioned matches governed under the rules of, and in affiliation with the International Defensive Pistol Association (IDPA), as well as practice sessions and training classes. Further definition of SDPS approved activities and events must be ratified by the SDPS Board of Directors, and shall be published in the SDPS policies & procedures, and made publicly available to club members.

ARTICLE III - PRINCIPAL OFFICE

Section 1.

The principal office of SDPS shall be maintained at the Sacramento Valley Shooting Center, 15501 Meiss Road, Sloughhouse, CA, 95683, or at any other place determined by the SDPS Board of Directors.

ARTICLE IV - ADMISSION TO MEMBERSHIP; MEMBER'S DUTIES, AND MEMBERSHIP YEAR

Section 1.

Any citizen of the United States, who is at least twenty-one (21) years of age, may apply for regular membership in SDPS. Each such application shall be sponsored by at least one (1) active SDPS member. Each applicant for membership must maintain an active membership in IDPA.

Section 2.

Membership in SDPS shall consist of five (5) types, described as follows:

1. REGULAR – an individual membership.
2. FAMILY – a membership which includes all members of the same household.
3. ASSOCIATE - all members under the age of twenty-one (21) who, as a condition of membership, shall not participate in any match or practice unless he or she is accompanied by a parent or legal guardian shall be classified as ASSOCIATE. Such members shall have and otherwise enjoy full membership rights, and upon said member obtaining his or her twenty-first (21st) birthday, said member's status shall be changed from ASSOCIATE to REGULAR. Any application for Associate Membership shall bear the signature of not only the applicant, but the applicant's parent or legal guardian as well.
4. EVENT – a non-voting individual membership good for one event only.
5. LIFE – an individual who would otherwise be a regular member, who by virtue of his or her service to SDPS, shall be recognized by a motion of the Board of Directors, and who shall be relieved from payment of annual dues.

Section 3.

Members shall conduct themselves in a sportsmanlike manner at all times.

Section 4.

Members must maintain a current membership in IDPA.

Section 5.

Membership in SDPS shall be for a period of 12 months, and shall start in the month the initial SDPS Membership application is submitted and then the current SDPS membership fee is paid. A membership number will be assigned which will include the membership renewal month. This number will remain the same as long as the member maintains their membership in SDPS Inc. The term for Event Membership shall be until the event ends.

ARTICLE V - DUES, ASSESSMENTS AND MATCH FEES

Section 1.

All members of SDPS shall pay dues as determined by the Board of Directors. Annual dues shall be payable no later than 30 days past the last day of the member's expiration month as indicated by their membership number. A Membership Application / Renewal form shall be submitted with the payment.

Section 2.

The membership may levy assessments to raise funds for SDPS purposes and functions. The amount of such assessments and the time when said assessments are payable shall be prescribed by a majority vote of the members present at a regularly scheduled or specially called meeting.

Any member failing to pay an assessment within thirty (30) days after written notice by U.S. Mail shall immediately forfeit his or her membership.

Section 3.

Match fees for SDPS regularly scheduled monthly matches and special events shall be determined by the Board of Directors.

ARTICLE VI - BOARD OF DIRECTORS

Section 1.

Board Structure - this Board shall consist of a total of six (6) members. The composition of the Board shall be: the President; Vice President; Secretary; Treasurer; Past President, and in an advisory capacity, the Founding Past President.

Section 2.

Quorum - a quorum shall consist of three (3) of the five (5) voting members of the Board of Directors.

Section 3.

Powers and Duties - The powers; business and affairs of SDPS shall be exercised, conducted and controlled by the Board of Directors. The Board of Directors shall be vested with and have custody of all property of SDPS. Functional operations of the club shall be handled by Club Officers that are appointed by, and report to, the Board of Directors. All issues before the Board of Directors shall be decided by a simple majority of the voting members. The Founding Past President shall vote only in the event of a tie. Board meetings may be conducted by telephone, or by Email, as long as all Board Members are notified of such meeting on a timely basis, and given ample opportunity to participate.

Section 4.

Elections and Terms of Office - Elections of officers shall be held at the annual member meeting. Any member in good standing is eligible for election. Nominations for officers shall be submitted to the President or Secretary, in form approved by the Board of Directors. Directors shall be elected by a majority vote of the members in good standing who are in attendance at the Annual members Meeting. The directors so elected shall take office at the close of the Annual Members Meeting and shall hold office for one (1) year. The various offices of the Board of Directors may not be combined.

Section 5.

Directors shall serve without compensation.

Section 6.

The SDPS Board of Directors shall have power to indemnify any person who was or is a party or is threatened to be made a party to any proceeding by reason of the fact that such person is, or was an agent of the SDPS against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such proceedings if such person acted in good faith

and in a manner such person reasonably believed to be in the best interest of the SDPS, and in the case of a criminal proceeding has no reasonable cause to believe the conduct of such person was unlawful. The termination of any proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in the best interest of the SDPS, or that the person had reasonable cause to believe that the person's conduct was unlawful.

Any indemnification of this section shall be made by the SDPS Board of Directors only if authorized in the specific case upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct by:

- a) A majority vote of a quorum consisting of Board of Director members who are not parties to such proceedings. However, if such a quorum cannot be satisfied, the indemnification can be made by:
- b) Approval of the Members with persons to be indemnified not being entitled to vote thereon; or,
- c) The court in which such proceedings is, or was pending upon application made by the SDPS or the agent, or the attorney or the person rendering services in connection with the defense whether or not such application by the agent, attorney, or other person is opposed by the SDPS.

ARTICLE VII - DIRECTORS' DUTIES

Section 1.

President - The President shall be the ranking member of SDPS and shall preside over all meetings of the membership and of the Board of Directors. The President, with the Secretary, shall be empowered to sign all contracts or other instruments upon approval of the Board of Directors.

Section 2.

Vice President - The Vice President shall perform the duties of the President in the event of the President's absence.

Section 3.

Secretary - The Secretary shall be empowered to execute, with the President, all contracts and other obligations authorized by the Board of Directors. The Secretary shall keep or cause to be kept, minutes of all proceeding of the membership and of the Board of Directors and additionally shall have charge of any certificates, the book of Bylaws and such other books and papers as the Board of Directors may determine.

Section 4.

Treasurer - The Treasurer shall keep or cause to be kept a full and accurate account of receipts and disbursements in books to be kept for that purpose. The Treasurer shall receive and deposit or cause to be received and deposited, all funds of SDPS in the name of and to the credit of SDPS. The Treasurer shall disburse or cause to be disbursed, the funds of SDPS as directed by the Board,

taking and maintaining proper vouchers for such disbursements. The Treasurer shall render to the President and the Board, whenever they require, an account of all transactions and of the financial condition of SDPS.

Section 5.

Past President – The Past President shall serve on the Board of Directors for the sake of consistency, and shall help the President with any special projects that would be of benefit to the Membership.

Section 6.

Founding Past President – For the sake of consistency, the Founding Past President shall serve on the board until such time as he dies, resigns, or ceases to be active in SDPS, at which time this position will be eliminated.

ARTICLE VIII - VACANCIES IN OFFICE

Section 1.

Upon death, resignation, or removal from office of any officer or Director during his or her term of office, the vacancy shall be filled at the next regular, or specially, held meeting of the Board by the Officers and Directors remaining in office.

ARTICLE IX - DISCHARGE OF OFFICERS; SUSPENSION OR EXPULSION OF MEMBERS

Section 1.

Any Officer or Director found, as required, to have committed any of the following shall be immediately removed from his or her office:

- a) Failed to fulfill, and within fifteen (15) days after written notice, correct, his or her obligation to SDPS;
- b) Acted contrary to the Bylaws of SDPS;
- c) Acted in a manner prejudicial to or harmful to the interest of SDPS;
- d) Been absent from two (2) consecutive Board of Directors meetings without being excused by the President.

Additionally, any member found to have committed either item a, b, or c, shall be liable for suspension or expulsion from SDPS at the Board's discretion.

Section 2.

In order to remove an Officer or Director, or to suspend or expel a member, the Board must comply with the following procedure:

The Officer, Director, or member so concerned shall be notified, in writing, including by electronic communication, of the charges levied against them and advised that a formal hearing regarding said charges shall be held by the Board of Directors on a date not less than fifteen (15) or more than thirty (30) days after the date of such notice.

At such formal hearing, a quorum of the Board shall hear all evidence regarding said charges as well as any defense the accused may wish to present in response to said charges.

After such hearing, a simple majority of those present Directors shall be required for a finding of guilty. Upon the making of such a finding, any officer or Director so found shall be immediately removed from office. Any member who is found guilty of such charges shall be either suspended or expelled from SDPS membership at the election of the Board.

In the case of a suspension of a member, no suspension shall be for a term of less than sixty (60) days nor more than twelve (12) calendar months.

Section 3.

A full report of any removal from office, suspension, or expulsion, shall be made to the membership in writing (to include Email), signed by the President, and published in the next newsletter published immediately following such action. The Board shall additionally present itself for questioning by the membership regarding such matters at the next membership meeting after such action.

Section 4.

Any member of the Board of Directors shall have the power to temporarily suspend any member, or other Director, for a reasonable period of time for any gross safety violation or for gross unsportsmanlike conduct. Said suspension shall remain in effect until action is taken under the provisions set forth above, or until such time as the Board of Directors shall terminate such suspension.

ARTICLE X - MEETINGS

Section 1.

The membership meetings of SDPS shall be of two (2) types; with the frequency of each as indicated:

- a) Special – as so called;
- b) Annual – one (1).

Special Meetings – Special meetings of the Members shall be held when circumstances arise that

require action by the Membership. Special meetings of Members shall be noticed by a mailing in written and/or electronic form, at least 27 days prior to such meeting.

Annual Meetings - the Annual Meeting of the Membership of SDPS shall be held at the beginning or at the end of the December regular match.

Section 2.

The Board of Directors meetings of SDPS shall be of two (2) types; with the frequency of each as indicated:

- a) Special – as so called;
- b) Annual – one (1).

Special Meetings – Special meetings of the Board of Directors shall be held when circumstances arise that require action by the Directors. Special meetings of the Board of Directors shall be noticed by a mailing in written and/or electronic form, at least 10 days prior to such meeting.

Annual Meetings – At least one Annual Meeting of the Board of Directors of SDPS shall be held, at a time to be determined by vote of the Board of Directors. Such an annual meeting shall be noticed by a mailing in written and/or electronic form, at least 10 days prior to such a meeting.

ARTICLE XI - OFFICIAL PUBLICATION

Section 1.

The official publication of SDPS shall be published as directed by the Board of Directors, on the SDPS web site.

ARTICLE XII - AMENDMENT OF BYLAWS

Section 1.

Any amendment to these bylaws must be submitted for a vote at the next membership meeting. A two-thirds (2/3rds) majority vote of the members present shall be necessary for passage.

Section 2.

Notice of Amendments to these Bylaws; rule changes, etc. shall take effect upon notification of the membership on the web site, or as otherwise directed by the Board of Directors.

ARTICLE XIII - ANNUAL REPORT AND NOTIFICATION OF MEMBERS

Section 1.

Annual financial reports shall be provided to Members either by mail, in electronic form, or by way

of publishing such financial reports on the club website. Such reports shall not be published on the club website unless they are available on a Members only section of such website.

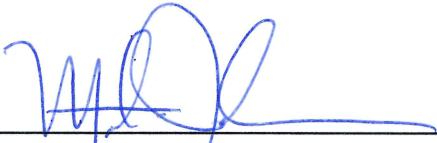
Section 2.

The requirement to provide financial statements may be fulfilled by informing the Members in writing, including in electronic format, that such financial reports are available and where they may be inspected.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the presently elected and acting Secretary of Sacramento Defensive Pistol Shooters, Inc., a California Nonprofit Mutual Benefit Corporation, and the above Bylaws are the Bylaws of this Corporation as adopted at a meeting of the Board of Directors held on FEBRUARY 2, 2020.

Executed on FEBRUARY 2, 2020, at 15501 MEISS RD., SLOUGHHOUSE, CA.



Secretary - Marty Johnson

March 2, 2020

Date