

**BYLAWS OF  
Central Indiana High Power Rifle Shooters, INC. (“CIHPRS”)**

The name of the organization is Central Indiana High Power Rifle Shooters. The organization is organized in accordance with the Indiana Nonprofit Corporation Act of 1991, as amended. The organization has not been formed for the making of any profit, or personal financial gain. The assets and income of the organization shall not be distributable to, or benefit the trustees, directors, or officers or other individuals. The assets and income shall only be used to promote corporate purposes as described below. Nothing contained herein, however, shall be deemed to prohibit the payment of reasonable compensation to employees and independent contractors for services provided for the benefit of the organization. This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax. The organization shall not endorse, contribute to, work for, or otherwise support (or oppose) a candidate for public office. The organization shall not discriminate against any person on the basis of race, color, or religion. The organization is organized exclusively for purposes set forth in section 501(c)(7) of the Internal Revenue Code.

**ARTICLE I  
SPECIFIC OBJECTIVES AND PURPOSES**

The specific objectives and purposes of this Corporation shall be:

1. To promote firearms safety, education, and competition. Emphasis is on, but not limited to, all forms of NRA and Civilian Marksmanship Program High Power competitions held at Camp Atterbury, Indiana.
2. Maintain insurance, paperwork, and all other requirements to hold matches at Camp Atterbury, IN.

**ARTICLE 2  
MEETINGS, PARTICIPATION, AND ELECTIONS**

**Section 1. Meetings.** An annual meeting shall be held once each calendar year for the purpose of electing directors, the transaction of such other business as may properly come before the meeting, and announcement of Annual Awards. In addition, The President or the Board of Directors may request a special meeting. Voting for Officers and Board of Directors will be by voice vote, or as determined in advance by the Board of Directors.

**Section 2. Place of Meeting and Notice.** The time and place of meetings shall be determined by the Board of Directors. Notice of all meetings, whether regular or special meetings, shall be provided under this section or as otherwise required by law. The Notice shall state the place, date, and hour of meeting, and if for a special meeting, the purpose of the meeting. Such notice shall be communicated to all directors via contact information updated by each individual on the website/database at least seven (7) days prior to the meeting. Meetings may take place electronically as needed, as determined by the Board of Directors.

**Section 3. Quorum.** A majority of the directors shall constitute a quorum at a meeting. In the absence of a quorum, a majority of the Executive Committee may make decisions for all business other than specified by these bylaws. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

**Section 4. Informal Action.** Any action required to be taken, or which may be taken, at a meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by the directors with respect to the subject matter of the vote. Directors may give their consent and vote by e-mail.

**Section 5: Corporate Records and Reports**

The Corporation shall keep at its principal office:

- 1) Minutes of all meetings, indicating their time and place, whether regular or special, the names of those present, and the proceedings thereof;
- 2) Correct books and records of account, including accounts of its transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses; and
- 3) A copy of the corporation's Articles of Incorporation and bylaws as amended to date.

**ARTICLE 3  
OFFICERS AND DIRECTORS**

**Section 1. Number of Officers/Directors, Election and Term of Office.** The organization shall be managed by Four Officers and a Board of Directors. The officers of the organization shall be a President, a Secretary, and a Treasurer. Two or more offices may be held by one person. Board of Directors will consist of at least three (3) director(s) and not more than nine (9). Exact number of directors specified from time to time by resolution of the Board of Directors. Directors will be equally represented by Across-the-Course, Conventional Prone ("Sling") and F-Class competitors. Each director shall serve for a term of two (2) years and may be reelected to a new term. The term of office of directors shall be staggered by dividing the total number of directors into three (3) groups. The groups shall be as near equal in size as possible. Officers shall be appointed by the Board of Directors. Officers of the Corporation shall be:

President. The President, if present, shall preside at all meetings of the Board of Directors. At each annual meeting of directors, the President or the President's designee shall report on the activities of the Corporation. Subject to the general control of the Board of Directors, the President shall manage and supervise all of the affairs of the Corporation and shall perform all of the usual duties of the chief executive officer of a corporation.

Vice President. Subject to the general control of the Board of Directors, if the President is not present, the Vice President shall discharge all the usual functions of the President and shall have such other powers and duties as these Bylaws, the Board of Directors or an officer authorized by the Board may prescribe.

Secretary. The Secretary shall attend all meetings of the Board of Directors, and prepare, keep, or cause to be kept, a true and complete record and minutes of the proceedings of such meetings, and shall perform a like duty, when required, for all

committees appointed by the Board of Directors. If required, the Secretary shall attest the execution by the Corporation of deeds, leases, agreements and other official documents. The Secretary shall attend to the giving and serving of all notices of the Corporation required by these Bylaws, shall have custody of the books (except books of account) and records of the Corporation, shall be responsible for authenticating records of the Corporation, and in general shall perform all duties pertaining to the office of Secretary and such other duties as these Bylaws, the Board of Directors, or an officer authorized by the Board may prescribe.

Treasurer. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Corporation. The Treasurer shall have charge and custody of, and be responsible for, all funds, notes, securities and other valuables which may from time to time come into the possession of the Corporation and shall deposit, or cause to be deposited, all funds of the Corporation with such depositories as the Board of Directors shall designate. At each annual meeting of the directors, the Treasurer, or the Treasurer's designee, shall report on the financial condition of the Corporation. The Treasurer, or the Treasurer's designee, shall furnish, at meetings of the Board of Directors or whenever requested, a statement of the financial condition of the Corporation, and in general shall perform all duties pertaining to the office of Treasurer.

Assistant Officers. The Board of Directors may from time to time designate and elect assistant officers who shall have such powers and duties as the officers whom they are elected to assist shall specify and delegate to them, and such other powers and duties as these Bylaws or the Board of Directors may prescribe. An Assistant Secretary may, in the absence or disability of the Secretary, attest the execution of all documents by the Corporation.

**Section 2. Executive Committee.** The Board of Directors may at its discretion create an Executive Committee of the Corporation, which shall consist of three (3) Officers. During intervals between meetings of the Board of Directors, the Executive Committee shall have and exercise all of the authority of the Board of Directors in the management of the Corporation, except where prohibited by law. In addition, the Executive Committee, to the extent specified by the Board of Directors, may exercise the authority of the Board of Directors, except where prohibited by law. The Executive Committee shall cause minutes of its proceedings to be kept and filed with the minutes of the proceedings of the Board of Directors.

**Section 3. Duties.** Duties of officers, directors and volunteers will be determined by the Board of Directors, and set forth in the Central Indiana High Power Rifle Shooters Policy.

**Section 4. Removal / Vacancies.** A director or officer shall be subject to removal, with or without cause, at a meeting called for that purpose, by a majority vote of the other Directors. Any vacancy that occurs on the Board of Directors, whether by death, resignation, removal or any other cause, may be filled by the remaining directors. A director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

**Section 5: Committees.** To the extent permitted by law, the Board of Directors may appoint from its members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

**ARTICLE 4  
MEMBERSHIP**

Membership is limited to individuals who are interested in competing in, or assisting in the management of any form of high power rifle matches, or as further required by the Corporation's insurance company. Competitions are open to all interested competitors. For matches taking place at Camp Atterbury, Competitors must comply with all Camp Atterbury requirements to be admitted to the base.

**ARTICLE 5  
FUNDS**

Routine expenses (Insurance, fees and expenses associated with running matches) are paid by the Treasurer. Any dispersal of funds over and above routing operating expenses will be approved in advance by at least two other Officers (approval of Treasurer plus two other officers). Financing for special projects (State Team, junior funding) may be determined in advance as a portion of fees from designated matches.

**ARTICLE 6  
AMENDMENT TO BYLAWS**

The bylaws may be amended, altered, or repealed by the Board of Directors by a majority vote at any regular or special meeting. A Quorum of the Board is required for amendment to the Bylaws.

**ARTICLE 7  
COMPENSATION**

Officers and Directors shall serve without compensation. As determined by the Board, a nominal fee or in-kind compensation (such as waived match fees) may be provided to directors for attending regular and special meetings of the Board or personally attending to requirements for holding matches at Camp Atterbury as required, and shall be allowed reasonable reimbursement of expenses incurred in the performance of their duties. Any payments to directors shall be approved in advance in accordance with this Corporation's conflict of interest policy.

**ARTICLE 8  
DISSOLUTION**

The organization may be dissolved only with authorization of its Board of Directors given at a special meeting called for that purpose, and with the subsequent approval by no less than two-thirds (2/3) vote of the members. In the event of the dissolution of the organization, the assets shall be applied and distributed as follows:

All liabilities and obligations shall be paid, satisfied and discharged, or adequate provision shall be made therefore. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred, or conveyed, in trust or otherwise, to charitable and/or educational organization established or the advancement or support of the shooting sports, organized under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, of a similar or like nature to this organization, as determined by the Board of Directors.

**Certification**

\_\_\_\_\_, Secretary of Central Indiana Highpower Rifle Shooters hereby certifies that the foregoing is a true and correct copy of the bylaws of the above-named organization, duly adopted by the incorporator(s) on \_\_\_\_\_.

\_\_\_\_\_  
Secretary