

# **GATEWAY RADIO CONTROL CLUB, INC. BYLAWS**

## **ARTICLE I PURPOSE**

The purpose of the Gateway R/C Club, Inc. (Also known here in as “ the club”) shall be to promote and encourage interest for and education in radio controlled miniature aircraft and all allied sciences for the benefit of all members and interested persons.

## **ARTICLE II ORGANIZATION**

The club is a not for profit organization incorporated under the laws of the State of Florida. In addition, the club is chartered under the auspices of the Academy of Model Aeronautics (AMA); charter number 206.

**SECTION 1. DIRECTORS AND OFFICERS.** Officers of the club shall be President, Vice President, Secretary, and Treasurer elected by the membership. Each of these officers shall, in turn, become a corporate director. In addition, the immediate past president will become a director. These Directors will constitute the Board of Directors (the board). The directors will elect a Chairman and Vice Chairman of the Board from amongst the officers. Should the director be unable to complete the term of office, the vacancy shall be filled at a special election.

**SECTION 2. DUTIES.** The following shall constitute the minimal duties of each director / officer.

**A. CHAIRMAN OF THE BOARD.** The Chairman of the Board of Directors shall preside over meetings of the Board. He will prepare an agenda for the Board meetings, consulting with the President, if applicable. A record of the minutes of the Board meetings will be prepared. He will report to the membership at the Annual Meeting.

**B. VICE CHAIRMAN OF THE BOARD.** The Vice-Chairman of the Board shall preside over the meetings of the board in the Chairman’s absence.

**C. PRESIDENT.** The President shall be the Chief Executive Officer of the corporation and shall enforce all the provisions, objectives and purposes thereof. He will preside over all business and special meetings of the club and conduct them in a reasonably parliamentary manner. He will prepare an agenda for each business meeting. The President may appoint standing committee members to serve for one year, except Aeronautical Education, as authorized by Article II. He may appoint members to special tasks and committees. He is responsible to see that all committees carry out their assigned duties. The president is responsible for all correspondence outside the club. He shall be an ex-officio member of all committees.

**D. VICE PRESIDENT.** The Vice President shall assume the duties of the President in his absence. He will preside over the Aeromodeling

Education Program portion of the club meetings. The Vice President will be Chairman of the Aeronautical Education Program committee and may nominate members of that committee. He shall act as an aide to the President.

**E.** The Secretary shall be the club AMA representative carrying on all regular communications with the AMA. He shall record the minutes of all club business meetings or special meetings and submit them to the membership for approval at subsequent meetings. The Secretary shall be custodian of all club records except those of the Treasurer. He shall notify the members in writing of the annual meeting or special meeting called by the President. The Secretary shall maintain an attendance record of business meetings and shall inform the President if a quorum of members in good standing is present. He shall prepare and distribute to all members a complete roster at least once each year plus a supplemental roster approximately six months after each annual roster. The annual roster will indicate directors, officers, and committee chairman.

**F. TREASURER.** The Treasurer shall collect and disburse all club monies, maintaining accurate and current financial records. He shall report at each business meeting on all funds received and spent. He shall maintain bank accounts as required in the corporation's name.

**SECTION 3. DIRECTOR AND OFFICER QUALIFICATIONS.** A candidate for Officer or Director must be a club member in good standing for at least the past calendar year (12 months).

**SECTION 4. STANDING COMMITTEES.** Standing committees shall consist of; CONTEST, BUILDING, GROUNDS, PROGRAM, AND BYLAWS.

**A. CHAIRMAN.** Each committee shall elect its own chairman for a term of one year, except the Aeronautical Education Program Chairman shall be the club Vice President. Standing committee chairman may attend Board of Directors meetings but may not vote or discuss matters outside of their committee functions. Committee chairman will report to the club membership at the business portion of each meeting.

**B. BUSINESS.** The business of all committees will be conducted in accordance with Robert's Rules of Order. Responsibilities of the committees are further defined in the Procedure Manual of the club.

**C. MEMBERS.** At the first club meeting of each year, the President may ask for volunteers to serve on a committee of their choice. The Chairman may recruit such other members, as he deems necessary.

#### **ARTICLE III MEMBERSHIP**

Membership in this club shall be open to any person interested in the science of building and/or flying radio controlled miniature aircraft.

**SECTION 1. BASIC REQUIREMENTS.** All members, except non-flying members, are required to be open class members in good standing of the Academy of Model Aeronautics (AMA). All members shall maintain any current license or permit as may be required for the operation of radio controlled aircraft

**SECTION 2. CLASSES.** There shall be five classes of membership in the club, REGULAR, REGULAR Non-Flying, JUNIOR, ASSOCIATE, AND HONORARY.

**A. REGULAR.** Members are afforded all rights and privileges of the club. The initiation fee for another member of the same family (spouse or child of a regular member or previous member that left in good standing wishing to rejoin the club) will be waived. Dues for the spouse or family member (under the age of 19 years) of a club member in good standing shall be \$1.00 for each family member.

**B. REGULAR NON-FLYING.** This membership is for any person who wishes to hold regular membership in the club for the purpose of participating in club activities, except flying. They will have voting rights and all other privileges afforded a regular member. Dues for a spouse of a club member in good standing shall be one half (½) that of a regular member and the initiation fee shall be waved. AMA membership is not required.

**C. JUNIOR** members up to 19 years of age (19<sup>th</sup> birthday) shall have all of the rights and privileges of the club. However, their fees and dues shall be \$1.00.

**D. ASSOCIATE.** The express purpose of this class of membership is to accommodate and honor those persons who are active or reserve members of the Armed Forces of the United States of America. Members must meet all the requirements of regular members and shall be afforded the rights and privileges of the club, except that dues will be reduced to one half (½) that of a regular member.

**E. HONORARY** members may be selected by a majority vote of the members present at a business meeting. They shall be accorded all rights and privileges of regular members except the vote. No dues shall be required of honorary members. Guidelines for Honorary membership are as follows:

- (1). A living person (Not memorial)
- (2). Must not be a current club member.
- (3). Prior membership not required.
- (4). Must have performed an outstanding service for the benefit of or the advancement of radio controlled miniature aircraft and / or all allied sciences.
- (5). Nomination for an honorary membership maybe made by any member at any business meeting.
- (6). Honorary members will be removed from the club roster if their address becomes unknown.

**SECTION 3. DISQUALIFICATION.** Any membership shall be forfeited as noted if the member is in violation of the following club rules.

**A. ARREARS.** Any member who falls more than two months in arrears of payment of dues, or is not current AMA member (except non-flying members) will be dropped from the club roster. Such member will be notified when he is more than one month in arrears of dues or has not provided proof of current AMA membership.

**B. CONDUCT.** Any member deliberately violating flying and safety rules, not acting in a sportsman like manner or showing gross uncooperativeness, is liable for expulsion from the club.

**C. PROCESS.** Expulsion requires the unanimous decision of the Board of Directors and approval by the membership at the next business meeting. A member liable for expulsion must be notified in advance of the meeting at which such action will be voted upon.

#### **ARTICLE IV DUES AND FEES**

The annual dues and fees shall be recommended by the Board of Directors and approved by the membership at the October business meeting of each year.

**SECTION 1. SPECIAL ASSESSMENT.** Any special assessment during the year will require the approval of two-thirds majority of all club members present. Written notice will be sent to all members advising them when a special assessment is to be voted upon.

**SECTION 2. DUES.** Dues are payable annually. The Club fiscal year shall be the same as the Academy of Model Aeronautics fiscal year. For new members joining the club, dues are prorated on a monthly basis in such a manner that everyone's annual dues become due on the first day of the fiscal year. Members who are dropped from the club for nonpayment of dues may rejoin the club at a later date but, must pay the current stipulated initiation fees. Elected club officers shall be exempt from annual dues.

**SECTION 3. EXPENDITURES.** Expenditures, other than normal operating expenditures, greater than \$300.00 by a club officer or committee chairman must be approved by the membership. Expenditures by a committee chairman from \$25.00 to \$300.00 must be approved by the President. Expenditures greater than \$15.00 by a club member must be approved by a club officer.

**SECTION 4. DONATIONS.** Donations of time, labor, and materials are encouraged and in part\*, may only be applied towards the next annual dues upon approval of a committee chairman and a Club Officer.

\*Not to exceed 50% of club dues. Implementation and policy for earned credits will be recommended by the Board of Directors and approved by the membership at the October business meeting of each year.

#### **ARTICLE V MEETINGS**

For the purpose of conducting the corporate and club business, the following shall be the minimum guidance concerning the holding of meetings.

**SECTION 1. BOARD MEETINGS.** The Board of Directors shall meet at least annually at such time, and place, as the Chairman of the Board shall designate to conduct the business of the corporation. They may also meet at such other time, and place, as the Chairman shall select. Three board members will constitute a quorum. All business will be decided by a three-fifths majority of the Board.

**SECTION 2. CLUB MEETINGS.** The members of the Gateway R.C Club Inc. shall meet on the first Tuesday of each month at such time, and place, as the President shall designate. The club meeting shall usually consist of a club business meeting, and

aeronautical education program portion and a general social portion from time to time as is appropriate.

**A. BUSINESS MEETING.** The first portion of the monthly club meeting shall be set aside for the club business meeting. A quorum for the conduct of business shall be those members in good standing attending, but in no case shall a quorum consist of less than 10 members. When more than one half of the members in good standing are present, all items of business will be decided by a majority vote of the members, unless otherwise required by the by-laws. When less than one half of the members in good standing are present, all items of business will be decided by a two-thirds majority vote of the members present.

**B. AERONAUTICAL EDUCATION PROGRAM.** The aeronautical education portion of the club meeting shall consist of providing that information, presentation, or seminar to the members which will in fact, further the stated purpose of the Gateway R/C Club, Inc. It is the responsibility of the Vice President to plan, prepare, and organize the programs.

**SECTION 3. ANNUAL MEETINGS.** The annual meeting of the corporation shall be held on the first Tuesday in December of each year for the purpose of electing directors and any other business that may come before the membership. Notification of the annual meeting giving time, date, and place shall be mailed to all members' two weeks prior to such meeting. The names of the nominees for club officers will be included in the written notice (notification in the Flypaper shall be considered as sufficient notice).

**SECITON 4. SPECIAL MEETING.** A special meeting may be called by the President at any time by giving written notice of the time and place to all members at least one week prior to such meeting. The notice shall specify the nature of the business to be conducted at a special meeting.

#### **ARTICLE VI ELECTIONS**

Club and corporate elections shall be held using the following guidelines.

**SECTION 1. ANNUAL ELECTIONS.** A Nomination committee shall be appointed by the President at the September meeting. This committee will present nominations at the November meeting; additionally the names of up to three nominees per office will be accepted from the floor. Elections will be held at the corporate annual meeting in December. The Secretary will distribute, collect, and count ballots and will announce the newly elected officers to the membership. All members, except honorary, may cast one vote each for each office.

These officers and past president shall make up the membership of the Board of Directors. These new members of the Board of directors will then elect the Chairman of the Board of Directors at the first Board of Directors meeting. Any member of the Board of Directors is eligible to become the Chairman of the Board.

If the past president is unable for any reason to serve on the Board of Directors, names of up to three nominees will be accepted from the floor. The secretary will distribute, collect, and count ballots and will announce the newly elected member of the Board of

Directors. If an officer or member of the Board of Directors cannot complete their term, a special election will be held as set forth in Article VI Section 2. If the officer that is unable to complete their term is the Chairman or Vice-Chairman of the Board, a special election will be called as set forth in article VI Section 2. Following the special election, the ranking Board Member shall call for a board meeting as set forth in Article V, Section 1. The Board of directors shall then hold an election as set forth in Article II, Section 1.

**SECTION 2. SPECIAL ELECTION.** If a special election is required in accordance with Article II, Section 1, nominations shall come from the floor at the next business meeting following a vacancy. The new director will be elected according to Article V Section 2.

**SECTION 3. VOTING PROXY.** A member who is unable to attend the annual meeting may give his proxy in writing to another member of his choice. The proxy will be given to the election committee Secretary and the person so authorized to vote for the member will be given an additional ballot.

**SECTION 4. TERM OF OFFICE.** The term of office for the president shall not exceed three consecutive terms.

#### **ARTICLE VII AMENDMENTS TO BYLAWS**

Amendments to the by-laws shall proceed in the following manner.

**SECTION 1. PROCEDURE.** A motion to amend the Bylaws may be made at any business meeting by the bylaws committee or from the floor. If a motion is made from the floor and carried, the proposed change will be turned over to the bylaws committee for review, editing, and compliance with existing bylaws and articles of incorporation. The member making such a motion from the floor and the member seconding the motion will become temporary members of the bylaws committee for the purpose defined above and for the time necessary to comply with Article VII, Section 2.

**SECTION 2. NOTIFICATION.** A written notice to all members regarding the proposed change in the Bylaws shall be given 30 days from the date of the action described in Article VII, Section 1. “ The Flypaper” and clubhouse bulletin board are recognized as official notification. The date and place of the meeting to ratify the revised Bylaws shall be identified in this notification. Within 30 days of any changes to the bylaws, a copy of the revised bylaws will be available to members on the Clubhouse bulletin board, and on the Club website.

**SECTION 3. RATIFICATION.** Approval of two-thirds of the members present at the meeting is required to ratify the amended Bylaws.

#### **ARTICLE VIII BOOKS AND RECORDS**

The club shall keep accurate and current books and records of accounts, minutes of regular meetings, names, mailing addresses, and current AMA status and all other pertinent corporate papers at the registered or principal office of record.

**SECTION 1. REVIEW.** Corporate books and records shall be reviewed at least twice a year by two directors of the club to assure completeness and accuracy.

**SECTION 2. AUDIT.** An audit of the financial books will be made at such time the books and accounts are turned over to a new Treasurer.

**SECTION 3. INSPECTION.** All books and records of the club may be inspected by a member or their agent, or their attorney, for any reason at any reasonable time.

**SECTION 4. DISBURSEMENTS.** All disbursements from the corporate accounts will be in the form of a check, signed by the treasurer and counter-signed by one other club officer.

**ARTICLE IX MISCELLANEOUS**

**SECTION 1. PROCEDURE MANUAL.** The directors and officers of the club will maintain and distribute to all new members and upon individual request, a current procedure manual that includes the following information:

- D. Bylaws of Gateway R/C Club, INC.
- E. Safety rules and field procedure.
- F. Standing committee duties and responsibilities.
- G. List of annual events.

**SECTION 2. INTENT.** Throughout these bylaws, the use of singular also denotes plural where applicable and the use of male gender also denotes female.

Certified to be true and correct copy as approved by the membership of the corporation.

*Patrick A. Lanfri*

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Patrick A. Lanfri  
President

*Rufus Holton*

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Rufus Holton  
Vice-President

*Robert Davis*

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Robert Davis  
Secretary

*David Keller*

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David Keller  
Treasurer

*Buford Howard*

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Buford Howard  
Board Member

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