

Lancaster County R/C Club, Inc. Constitution & By-laws

Approved – 1-Sept-2016

CONSTITUTION

ARTICLE I (NAME)

The name of this club shall be the “Lancaster County R/C Club, Incorporated” and shall be a chartered Club of the Academy of Model Aeronautics, and shall be a non-profit Corporation. (hereinafter also called the “Club”)

ARTICLE II (PURPOSE)

The purpose of the Lancaster County R/C Club, Inc. is to develop an organization for the perpetuation of the building and operation of radio controlled models and to promote public acceptance and good will toward this hobby.

ARTICLE III (MEMBERSHIP)

All persons shall be eligible to apply for membership in the Lancaster County R/C Club, Inc., provided they presently hold, or have applied for an AMA membership card issued by the Academy of Model Aeronautics.

ARTICLE IV (INDEMNIFICATION)

IV Personal Liability of Directors and Director Indemnification:

IV.1 The corporation shall indemnify each of its directors against all reasonable expenses actually and necessarily incurred by a director in connection with the defense of any litigation to which the individual director is made a party because that person was a director of the corporation, under and subject to the terms and conditions of the article in these by-laws relating to “Indemnification” herein.

IV.2 A director of the corporation shall not be personally liable for monetary damages for any action taken unless the director has breached or failed to perform the duties of the director’s office and the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. This shall not apply to the responsibility or liability of a director pursuant to any criminal statute or the liability of a director for the payment of taxes pursuant to federal, state or local law. The provisions of this section are intended to exempt the directors of the corporation from liability to the maximum extent permitted under Pennsylvania law pursuant to the Pennsylvania Non-Profit Corporation Law.

IV.3 The corporation shall indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he or she is or was a representative of the corporation for expenses, including attorney’s fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by the director in connection with the action or proceeding if the director acted in a good faith and in a manner the director reasonably believed to be in, or not opposed to, the best interests of the corporation, and with respect to any criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action or proceeding by judgment, order, settlement or 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 he or she believed to be in, or not opposed to, the best interest of the corporation and, with respect to any criminal proceeding, had reasonable cause to believe that his or her conduct was unlawful. The corporation shall also have the power to indemnify any person for any other lawful purpose as set forth in the subchapter dealing with indemnification under the Pennsylvania Non-Profit Corporation Law and shall have the right to purchase insurance or grant expenses as authorized by law.

ARTICLE V (FISCAL YEAR)

The fiscal year of the Club shall be from July 1 to June 30.

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BY-LAWS

1. MEMBERSHIPS

The Club memberships will be based on the calendar year of January 1st to December 31st.

REGULAR MEMBERSHIP - Anyone who is at least 18 years of age and is not yet 65 years of age prior to July 1 of the current year and is an AMA member. He is eligible to vote and serve as a committee chairperson and to hold any Club office.

JUNIOR MEMBERSHIP - Anyone who is not yet 18 years of age prior to July 1 of the current year and is an AMA member. He is eligible to vote and serve on committees, but not eligible to hold an elected office or serve as a committee chairperson.

RETIREE MEMBERSHIP - Anyone who is at least 65 years of age prior to July 1 of the current year and is an AMA member. He is eligible to vote and serve as a committee chairperson and to hold any Club office.

HONORARY MEMBERSHIP - Anyone who is elected to membership by a majority vote of members present at a regular meeting of the Club and is an AMA member. He is eligible to vote and serve as a committee chairperson and to hold any Club office. The term of the honorary membership will be decided at the time of election to membership.

GUESTS - All guests who fly at the established Club field must be AMA members and at all times are subject to the Field Safety Rules. All guests must be accompanied by a club member. No guest shall be permitted to fly at the Club field more than 5 days per year. Only one guest may accompany a club member on any day.

APPLICATION & APPROVAL - Anyone desiring membership in the Lancaster County R/C Club, Inc. must submit an application for membership to be reviewed and voted upon at a regular Club meeting. Approval of application requires favorable response from a majority vote of members present at the regular Club meeting.

2. OFFICERS:

A. The elected Officers of the Lancaster County R/C Club, Inc. shall consist of:

1. President
2. Vice-President
3. Secretary
4. Treasurer

B. The appointed Officials of the Lancaster County R/C Club, Inc. shall be:

1. Safety Officer
2. Field Marshall
3. Newsletter Editor
4. Webmaster

C. The elected offices of President or Vice-President shall be held no longer than two consecutive years by any one person.

D. Any elected Officer may be voted out of office by a majority vote of membership via a recall ballot.

E. The membership shall make up the Board of Directors.

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3. ELECTION OF OFFICERS:

A. Nomination of officers will be made at the August Club meeting each year.

1. Nominations shall be made by those members present at the regular Club meeting in August.
2. No member not in attendance may be nominated for office unless advance contact has been made to the member, notifying him/her of such nomination and receiving approval and acceptance for same.
3. If a member cannot be present at the regular Club meeting they may notify the President in writing of their nomination providing prior approval and acceptance was received from the nominee being presented.

B. A minimum of 1 nomination must be made for President, Vice-President, Secretary and Treasurer. Members will each vote for 1 candidate in each office. The candidate receiving the greatest number of votes will become holder of that office. In the event of a tie in the count, the final decision will be made using the toss of a coin provided the candidates involved in the tie agree. If an agreement is not made for this arrangement, a second ballot containing the names of the candidates tied will be conducted. This second ballot will be acted upon by the members present only.

C. Absentee votes shall be given to the presiding officer of the September Club meeting at least 24 hours before the September Club meeting. After nominations have been placed before the voting members at the September meeting, the presiding officer shall call for nominations from the floor. When nominations are closed, a hand vote shall be taken and tallied by the presiding officer, absentee ballots shall be added, and the results announced.

D. A member must attain 1 year membership status in the year of nominations in order to be nominated for any elected office.

4. OFFICER DUTIES:

The duties of the elected Officers shall be:

A. The President shall preside at all Club meetings, act as spokesperson for the Club in all matters pertaining thereto. He/She may appoint standing and special committees unless otherwise provided for in these By-laws. The president may also appoint/designate all committee chairpersons or other officials as deemed necessary.

B. The Vice-President shall assist the President in all matters and shall assume the duties of the President in the event the President is, for any reason, unable to perform his/her duties. The Vice-President shall also assume Program Director duties; with coordination of the club Contest Director when necessary; to oversee the planning, advertising and scheduling of club related functions including picnics, club gathering, fun-flys, fly-ins and similar events.

C. The Secretary shall keep full correct minutes of the proceedings of the Club. He/She shall handle all Club correspondence as directed by the President or acting President. He/She shall furnish each member, upon their admission to the Club, a copy of the By-laws. The Secretary shall assume the duties of the Treasurer in the event the Treasurer is, for any reason, unable to perform his/her duties.

D. The Treasurer shall have charge of the funds of the Club. He/She shall keep an exact account of all monies received and pay the same out on orders drawn upon him/her by authority of the Club. The Treasurer shall provide a written/annual report of the previous year's financial transactions at the July meeting of the Club. The Treasurer shall assume the duties of the Secretary in the event the Secretary is, for any reason, unable to perform his/her duties. The Treasurer's and President's signatures shall both be authorized as check signatures at all financial institutions where club monies are held. The Treasurer and President shall at all times be insured by a "Fidelity Bond" or "Dishonesty Bond" provided by an insurance company with coverage amount being greater than the total club monies at all times. The treasurer will approve all expenses less than \$100.

E. Executive Committee - The elected Officers shall make up the executive committee and shall be empowered to make decisions when action must be taken before a regular meeting. Approval of two Officers is required for expenditures between \$100 to \$500. Approval of the majority of the club at a regularly scheduled meeting is necessary for expenditures over \$500. In the event of an emergency (see below for definition of an emergency) the

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four Officers are required to provide their unanimous recommendation to the membership in writing, usealy via email, and request the membership to vote on the recommendation within the prescribed timescale. The timescale for voting to be as appropriate for the time sensitivity of the situation, and could vary from 24 hours to 14 days.

Emergency Definition:

An emergency is defined as an event that has occurred or will occur if not addressed in a timely manner, a few days or weeks, would result in the club members not being able to use the field or benefit from the other privileges of membership. This may include but is not limited to the need to approve an immediate expenditure by the Officers of the club or for the Officers to represent the club in an important matter that needs an immediate decision.

F. An internal audit shall be performed annually, prior to the August meeting. The president shall appoint the audit committee.

5. MEETINGS:

The regular meeting of the Lancaster County R/C Club, Inc. shall be held the first Thursday of each calendar month, unless special action by the membership is taken to approve a temporary change. The meeting location will be announced at each previous month's meeting and written notification provided to each member via special mailing or monthly newsletter.

6. MEETING PROCEDURES:

- A. All business of the club will be conducted at the regular monthly meetings and regular motions enacted upon by a majority of the members present.
- B. Motions involving any expenditures of over \$500.00 for items which are not included in the Budget (other than field rent and annual AMA Club Charter Dues) shall require a majority vote of the members present in the favor, for passage. General assessments, as required for emergencies, can be made only by a favorable majority vote of the members present at the regular club meeting, provided proper written notice is transmitted to the entire membership that such action is to be considered. This clause shall be superseded in the event that there is an emergency and the process described in 4.E. above is utilized.

7. DUES AND FEES:

- A. The annual membership dues of the Lancaster County R/C Club, Inc. shall be as follows:

REGULAR MEMBER - \$60.00
JUNIOR MEMBER - \$18.00
RETIREE MEMBER - \$48.00
HONORARY MEMBER - (No charge)

Dues for newly approved members will be pro-rated (Regular Members \$5.00 for each month remaining in the year; Junior Members \$1.50 for each month remaining in the year, & Retiree Members \$4.00 for each month remaining in the year), effective the month the applicant is approved for membership. This applies to the year in which the member is approved only.

- B. The annual membership dues for those renewing their membership and paying their dues before January 1st shall be as follows:

REGULAR MEMBER - \$48.00
JUNIOR MEMBER - \$12.00
RETIREE MEMBER - \$36.00

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- C. Payment of dues constitutes acceptance of the By-laws, Flying Field Rules, and AMA Safety Code.
- D. All membership dues shall be paid annually by the January 1st Club meeting. Automatic suspension of club membership will occur if dues are not received at this time.
- F. Members suspended for non-payment of dues may be reinstated as follows:
 - 1. Same year as suspension - member must pay the full year's dues for the current year, after approval for reinstatement by a majority vote of members present.
 - 2. Subsequent years - member must submit a new application for membership, applying as a new member.
- E. Any member's dues can be waived for one year with a majority vote of the membership present at regular Club meeting. This does not include reinstatement policies due to suspensions for non-payment of dues.

8. SPECIAL FUNDS:

The Treasurer of the club is authorized to receive contributions of specially obtained funds from any individual or institution, to be applied to the operation expenses of the club, unless such funds are specifically earmarked for a special fund. If a special fund is requested to be established by the individual or institution, the Treasurer shall lay aside said monies in the special account or invest them accordingly with any interest gained from said investment to be applied to the special account.

A. Definitions:

- 1. Operating Funds – These are the funds that are used to run the club on an on-going basis.
- 2. Investment / Capital Funds – These are the investment funds which consist of funds being set aside to provide for a future field and field maintenance / capital expenditures.

B. Ongoing Management of the Club's funds:

- 1. Operating Funds – These funds will be managed by the treasurer, modified if necessary, and approved by a majority of members present during the June Club meeting.

Main income sources will be:

- a. Annual Club dues
- b. A percentage of the annual CPAA funds. The percentage will be determined by the projected cost of the overall plan for field development and club activities for that fiscal year
- c. Other miscellaneous funds as obtained and designated as investment funds.

- 2. Investment / Capital Funds – These funds will be managed by a plan created by an investment committee elected or appointed at the April Club meeting and presented, modified if necessary, and approved by a majority of members present during the May Club meeting.

Main income source will be:

- The remainder of the annual CPAA funds not targeted for operations.
- Reinvestment of income and dividends from investment funds.
- Other fund-raising activities which are designated for investment funds.

Expenditures will be restricted to the improvement or maintenance of the current flying field and/or for purchase or lease and improvement or maintenance of a future flying field. All Expenditures must be voted on by the general membership of the club using the same rules that are used for Bylaw changes.

9. OTHER OFFICIALS AND COMMITTEES:

- A. The Field Safety Officer will ensure that safety rules are enforced at all Club flying sessions. The Field Safety Officer shall name any Assistant Field Safety Officers as may be required.

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- B. Standing appointees and Committees shall serve from time of appointment until the end of the President's normal term of office, and special appointees and Committees shall serve for the length of time stipulate or required for specific events.

10. SAFETY AND OPERATION HOURS:

- A. An addendum of Field Safety Rules is attached to these By-laws which must be adhered to at all times. Violation of these rules shall be due cause for suspension of Club privileges by a majority vote of members present at a regular club meeting.
- B. Field operation hours are:
 - 1. Monday through Saturday - 8:00 a.m. until sunset
 - 2. Sundays - 12:00 noon until sunset for internal combustion powered planes
 - 3. Sundays - 8:00 a.m. until sunset for silent flight planes (silent flight planes are defined as sailplanes or electric powered planes)
 - 4. Special closing hours may be designated due to contest or community activities.

11. AMENDMENTS:

Amendments may be made to this Constitution and those By-laws at any general meeting of the Lancaster County R/C Club Inc. by a majority vote of the membership present provided:

- 1. The amendment is presented at a previous regular Club meeting.
- 2. The amendment is provided in writing to the entire membership by mail prior to the meeting in which a vote is to be performed.