

# BoisEflyers

## Bylaws

### **ARTICLE I**

- A. The name of this organization shall be BoisEflyers
- B. BoisEflyers shall be a not for profit organization (club).

### **ARTICLE II**

#### **A. OBJECT:**

- 1. The object of this organization shall be to further the general interests of all persons engaged in the hobby of electric scale and non scale model radio controlled flying.

#### **B. PURPOSE:**

- 1. To have fun in the hobby of electric radio controlled scale and non scale flying.
- 2. To unite electric radio controlled scale and non scale model flyers.
- 3. To exchange information, experiences, and ideas in the hobby of electric scale and non scale radio controlled flying .
- 4. To help and educate people wanting to participate in the hobby of electric scale and non scale radio controlled flying
- 5. To promote the hobby of electric scale and non scale radio controlled flying
- 6. To maintain access for the electric scale and non scale radio controlled flying enthusiast to fly all public multi use areas as an urban flyer where it is safe to fly.
- 7. To hold meetings necessary for the advancement of the purpose of this organization.

### **ARTICLE III**

#### **A. ELIGIBILITY:**

- 1. Any person, regardless of national origin, religion and gender interested in the hobby of electric scale and non scale radio controlled flying shall be eligible for membership in the organization.
- 2. Annual membership fees or dues shall be specified on the Annual Membership Form. Dues will account for a membership for a twelve month period starting in January ending in December .

#### **B. MEETINGS:**

- 1. There are no general meetings but all members may attend Board Meetings unless the Board Meeting has been declared a closed meeting by the President.

2. Regular meetings of the Board of Directors shall be held three times per twelve month period at a reasonable location and time determined by the Board and may occur on-line or at a designated place.

3. Special sessions of the Board of Directors may be called by the President at a reasonable location and time determined by the Board at any time. These meetings may be closed to the membership in general but must have minutes provided to all Board Members absent and in attendance.

4. The exact site and time of these meetings shall be determined by a simple majority vote of the Board of Directors.

**C. QUORUM:**

1. A quorum of the membership shall consist of the active members present at a meeting including proxy.

2. To remove doubt no proxy votes will be allowed other than a written signed copy of the vote that shall be certified by the acting President of the club in writing.

3. In the case of a mail in vote a quorum will consist of the number of ballots postmarked by the published date of vote and received no more than one week after this date.

4. A quorum of the Board of Directors shall be considered of all current directors.

In the case of an absent director their vote shall be counted as an absentee vote.

**D. VOTING:**

1. All voting issues in regards to this organization shall be determined by simple majority of the quorum.

2. For purposes of tie breaking only the presidential vote shall count as one additional vote in all situations.

**E. APPLICATIONS:**

1. Application for membership shall be made to any elected Board Member of BoisEflyers or mailed to the address on the Annual Membership Form and accompanied by the current annual dues as specified by the Annual Membership Form.

2. The members shall grant the application if there is no good or sufficient reason for not doing so.

Upon granting of membership the applicant shall be furnished with an official receipt for their dues as well as a membership number (date of membership followed by first and last initials), access to these Bylaws, current field rules and any other current official club publications.

In the case of a denial of membership the board members shall furnish the denied applicant with a prorated refund of only membership dues received by the Treasurer. This shall be witnessed by two board members.

## **F. RECOURSE:**

1. Any membership may first be suspended then terminated. Sufficient cause for such suspension or termination of membership shall be the violation of the provisions of these Bylaws or any conduct harmful to the interests of this organization. The active member will be notified, in writing, of this potential change in status seven ( 7 ) days prior to a vote to suspend or terminate the member.

2. Suspension shall be defined as suspension of all membership privileges including, but not limited to actively participating in flying with the club, meeting, or vote for a time period determined by the Board of Directors but not exceeding thirty days. Suspensions shall be limited to no more than three in any given calendar year and not more than three consecutive thirty-day periods.

At the completion of this time period the individual may re-apply for membership.

3. Revoked membership shall be defined as returning a member to non-member status without further penalty.

4. Any member under threat of suspension shall have the opportunity to appear in person, or in the form of a letter signed and dated by the member to present any defense to any charges before the Board of Directors and before the action is taken.

5. Any member whom is delinquent in payment of dues, fees, or assessments for more than sixty days shall automatically have his/her membership suspended. Any member whom is delinquent in payment of dues, fees, or assessments for more than ninety days shall automatically have his/her membership revoked.

7. Any member of the Board of Directors that fails to attend three consecutive regular Board meetings, unless excused by the President or by the Board, shall forfeit their office immediately.

## **ARTICLE IV**

### **A. DUES**

1. The amount of dues payable each year will be reviewed by the Board and voted on by the general membership as necessary to be beneficial to the organization.

2. All dues and other income collected will be used solely for the purposes and advancement of the organization.

### **B. DISTRIBUTION OF ASSETS:**

1. Upon final dissolution of this organization and surrender of the organization and name, and after all debts of the organization are fully paid and a final audit completed, all funds remaining in the organizations treasury shall be donated to a recognized charitable or not for profit organizations as determined by a vote of the Board of Directors.

## **ARTICLE V**

### **A. Officers:**

1. Officers of this organization, referred to as the Board of Directors, shall be defined as:

#### **a. President**

Duties: The President shall be the executive Officer of this organization and shall preside at all meetings

The President is empowered, as the executive Officer of this organization, to suspend with or without cause any contractor of this organization, accept resignations of any member or make temporary replacements of personnel and may delegate any or all of such powers to other Officers from time to time in his/her judgment to be in the best interest of this organization.

Retirement: Upon retiring from office he shall deliver to the Board of Directors or to their successor all funds and material in their possession belonging to the organization including all records from their tenure as President.

#### **b. Secretary**

Duties: The Secretary shall be responsible for recording the attendance of all organization events and keeping the minutes of all meetings of the organization or the Board of Directors, both regular and special session.

The Secretary shall supervise the handling of all applications to the organization and to keep an accurate record of the members of the organization including but not limited to names, mailing addresses, phone numbers, email addresses and eligibility for office.

They shall also notify all applicants of their admission or denial to the organization. They shall furnish each member with access to the Bylaws and all official documents of the organization.

Retirement: Upon retiring from office they shall deliver to the Board of Directors or to their successor all funds and material in their possession belonging to the organization including all records from their tenure as Secretary.

#### **c. Treasurer**

Duties: The Treasurer shall have charge of the funds and accounts of the organization, and shall cause them to be deposited in such depository or depositories as the Board of Directors may from time to time designate.

Audit: Whenever directed to do so by the President or Board of Directors he shall submit for audit his/her books, records, vouchers, including but not limited to an accounting of all monies exchanged during his/her tenure and any and all papers called for to an auditor or auditing committee designated by the Board of Directors.

Liability: The Treasure shall be personally liable for any funds found by complete audit to be missing from organization accounts without direction from the Board.

Retirement: Upon retiring from office he shall deliver to the Board of Directors or to their successor all funds and material in their possession belonging to the organization including all records from their tenure as Treasurer.

#### **d. Safety Director**

Duties: The Safety Director shall be responsible for training, maintaining field safety, field frequency control, maintaining the organizations equipment and education of new pilots.

Retirement: Upon retiring from office he shall deliver to the Board of Directors or to their successor all funds and material in their possession belonging to the organization including all records from their tenure as Safety Director.

#### **e. Public Relations Director**

Duties: The Public Relations Director shall be responsible for all media relations, promotion of the organization and recruiting of new members.

They shall be responsible for submitting lists of all donations to the Secretary for accurate recording.

They shall be responsible for providing reasonable thanks to any sources of donations.

Retirement: Upon retiring from office he shall deliver to the Board of Directors or to their successor all funds and material in their possession belonging to the organization including all records from their tenure as Safety Director.

#### **f. Web Administrator**

Duties: The Web Administrator is responsible for maintaining the organizations official website including but not limited to regular updates, acquiring a web space, maintaining domain names and placement of on-line forms submitted by the Board.

Retirement: Upon retiring from office he shall deliver to the Board of Directors or to their successor all funds and material, passwords and access to the website in their possession belonging to the organization including all records from their tenure as Web Administrator.

### **B. ELIGIBILITY:**

1. Any Board member placed under suspension or termination will immediately forfeit his/her office and become eligible for office no sooner than the beginning of the new season which is the month of January
2. No individual that derives income directly from the hobby industry shall be eligible for the offices of President, or Treasurer. This shall protect the club's non-profit status. For the purposes of these Bylaws "income" shall be defined as a source of income requiring reporting to State tax agencies.

### **C. ELECTION:**

1. Any eligible member may run for office on the Board of Directors.
2. Election of new Officers will be held at the first membership meeting of the year or on-line.
3. Newly elected Officers will assume all duties and responsibilities of their offices the month of January.

4. Term of office shall be from the end of the month of January until the beginning of the month of December . This is a twelve month period.

5. There shall be no term limits defined by this document other that the previously stated eligibility requirements.

6. Vacancies on the Board of Directors shall be filled for the un-expired term by a vote of the Board of Directors in a regular or special session.

**D. REMOVAL:**

1. Any Member of the organization's Board of Directors may ONLY be removed from the board by a 2/3 majority vote of the board, or by a simple majority vote of the general membership.

**ARTICLE VI**

**A. GOVERNMENT:**

1. The management of the affairs and business of this organization shall be invested in the Board of Directors as defined by this document. The members of the Board shall, upon assumption of office serve without compensation for the remainder of their term as defined by these Bylaws until their successors take office

2. The Board of Directors shall have control and management of the affairs of the organization with authority to engage and discharge contractors and agents of the organization, suspend, terminate, or revoke membership in the organization. The Board of Directors shall also have the power to do everything necessary and desirable to conduct business of this organization, BoisEflyers in accordance with these Bylaws

3. The President shall have the power to poll the Board of Directors by phone, email or other means if the situation is such that time does not allow communication in person.

**ARTICLE VII**

**A. COMPENSATION:**

1. All Board members and Officers of this organization shall serve without compensation for their duties.

2. Any member in good standing of this organization shall be compensated for out of pocket expenses previously requested by the Board of Directors only upon providing physical receipts of the expense to the Treasurer. Expenses not previously requested by the Board shall be considered donations. The Board may, after the fact, vote on compensation in the event that the Board feels that the member was acting solely in the benefit of the club.

3. No member of this organization shall cause any funds to be transmitted from organization accounts in a given month until all regular recurring expenses for that month have been paid in full.

## **ARTICLE VIII**

### **A. CONTRACTS:**

1. All contracts which may be entered into by, or on behalf of this organization shall, in express terms, provide that under no circumstances shall any member of the organization or the Officers authorizing such contracts or executing the same on the organization's behalf be held to assume, either directly or indirectly any personal liability or obligation.

### **B. Organization Name, Mailing List, and Official Insignia:**

1. No person or member of this organization shall use the name, mailing list, or official insignia of the organization, domain names for other-than-designated organization purposes. Authorization for the use of the name, mailing list, and official insignia, domain names of the organization must be confirmed in writing by the Board of Directors.

## **ARTICLE IX**

### **A. Dissolution:**

1. This organization may be dissolved upon a vote of two thirds of the members present at a meeting especially called for that purpose.

### **B. NOTICE**

1. Notice of said meeting, stating the time and place theretofore, shall be mailed to each member of the organization at his/her latest known address, at least thirty (30) days prior to the date on which the meeting is to be held.

When a member is unable to attend such a meeting a vote by mail in such a case is to be accepted.

2. Notice of said meeting, stating the time and place, shall be mailed or emailed, or other electronic means to each member of the organization at his/her last known address or email address at least thirty days prior to the date on which the meeting is to be held.

When a member is unable to attend such a meeting a vote by mail in such a case is to be accepted as one as the vote by mail has arrived postmarked within the last 24 hours of dissolution.

A record of all mail or email, or other electronic means must be archived.

A copy of this archive must be given to each current board member at the time of dissolution and the archive copies must be held onto for a period of no less than five years with the beginning of the period starting at the closure of the dissolution.

The archive may be distributed to all current members up to the time of dissolution.

A copy of the archive must be sent to all life members or their next of kin.

## **ARTICLE X**

### **A. AMENDMENTS**

1. Amendments to the By-Laws in accordance with the benefit of this organization and its purpose will be made by a simple majority vote of the Board of Directors in any regular or special session.

2. Amendments ratified in this manner shall be provided to the membership within one week of ratification by but not limited to electronic means or by mail or in person for those members who do not have computers.

3. The membership may at this time dispute any amendment through notification of the President of this organization. Upon notice of dispute by more than twenty percent (20%) of the members in good standing the ratified amendment shall be withdrawn for not more than thirty (30) days until a special session membership meeting can be called to discuss the revision of the new amendment.

The purpose of this is to correct problems that the membership in general sees in the amendment that the Board of Directors failed to foresee in its guidance of this organization and furthering of its purposes.

4. All articles shall also have added as part of their title the last date as to which they have been amended.

5. The Secretary of this organization shall be responsible for maintaining a complete record of all original and amended portions of these By-Laws and provide reasonable access to such records to any member in good standing or the general public by hard copy or electronic means.

The purpose of this section is to allow the membership reasonable accounting of the actions of the Board of Directors.

6. Amendments, when approved, shall supersede and cancel any provision of the Bylaws which is contrary to, or in conflict with said amendment.

## **ARTICLE XI**

### **A. FLYING AND FIELD REGULATIONS.**

1. Flying and Field Regulations shall be specified in the organizations Flying and Field Regulations which shall be defined as a document provided externally from the Bylaws for the purposes of maintaining safe and fun environment for all electric radio control flyers, and may or may not be directly pulled from another flying organization.