

# ROYAL CITY RADIO CONTROL CLUB BYLAWS

Amended December 1, 2000

## ARTICLE 1 – NAME, CHARTER, NON-PROFIT and DATE

- 1.1 Name. The name of this club is the “ROYAL CITY RADIO CONTROL CLUB”, hereinafter referred to as the “Club”.
- 1.2 AMA charter. This Club was created and exists solely by reason of the charter granted to it by the Academy of Model Aeronautics, Muncie, IN, a 501 (c)(3) organization, hereinafter referred to as the “AMA”. The purpose of the Club is for the fun and pleasure of building and operating radio controlled and other model aircraft.
- 1.3 Non-profit 501 (c)(7). The corporation shall be organized and operated exclusively as a social and recreational club within the meaning of Section 501 (c)(7) of the Internal Revenue Code or the corresponding section of any future U.S. federal tax code.
- 1.4 Date. The effective date of organization of this Club is April 30, 1993.

## ARTICLE 2 – PURPOSES

- 2.1 Purpose. The purpose or purposes for which the Club is organized are: To provide a forum and environment for radio control model enthusiasts. The members of the Club shall act to promote the scientific, educational and recreational aspects of model aviation and to provide communication and assistance to members less proficient in the various aspects of the hobby. The Club/Corporation may acquire and hold title to various properties and goods related to the sport of flying radio control model aircraft and for the benefit of its members in the pursuit of these activities.

- 2.2 No compensation. No part of the net earnings of the Club shall be disbursed for the benefit of, or be distributed to its members, officers, board members, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the bylaws hereof. No substantial part of the activities of the Club shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Club shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these bylaws, the Club shall not carry on any activities not to be carried on by a club exempt from federal tax under Section 501 ( c )(7) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE – 3 MEMBERSHIP

- 3.1 Requirements. The following are the requirements for membership in the Club.
- 3.1.1 AMA membership required. All Club members must be members of the AMA, except those members who do not fly model aircraft.
- 3.1.2 Club rules to be upheld. All members of the Club are pledged to uphold and abide by the rules of the Club and the rules and regulations of the AMA, and are subject to disciplinary action as set forth in these bylaws.
- 3.1.3 Non-discrimination. Membership shall be open to all persons without restriction as to race, creed, sex, color or national origin.
- 3.2 General requirements. Any individual who indicates an interest in the building or flying of model aircraft or in furthering the purposes of the Club shall be eligible for membership. All members must have a willingness to participate in the programs of the Club. The following describes the various classes of membership.
- 3.2.1 Regular members. Qualification for regular membership shall be an age of nineteen years or older.
- 3.2.2 Junior members. Qualification for junior membership shall be an age of not more than nineteen years as of July 1 of the membership year. Junior members shall have all of the rights and privileges of regular members except holding the positions of officer or board member.

- 3.2.3 Associate members. Qualification for associate membership shall status as a wife, husband, child, or parent of a regular member. Associate members will not operate model aircraft as part of the Club activity. They are assessed a fee to cover the cost of receiving the Club newsletter and other benefits. Associate members are welcome at meetings and at the Club flying field, but are not entitled to vote or hold positions of officer or board member. They do not have to belong to the AMA as a condition of membership.
- 3.3 New members. New members will be accepted within the limitations set forth in Article 3 hereof, upon written application to the secretary. The Club reserves the right to limit total Club membership by placing applicants on a waiting list and to manage that list as it sees fit.
- 3.4 Life members. Life members are regular members who have been recommended by the executive committee and approved by the board of directors. Life members pay no dues and are entitled to all of the rights, privileges and restrictions of regular members.

#### ARTICLE 4 – CALENDAR YEAR, DUES AND INITIATION FEE

- 4.1 Calendar year. The calendar year of the Club shall be January 1 through December 31.
- 4.2 Dues and fee amounts. The annual dues and amount of initiation fee, if any, for the coming year shall be set at the meeting in December by a majority vote of a quorum of members. If no such vote is taken, then the previously established amounts are to be effective during the coming year.
- 4.3 Annual dues proration. The annual dues of a new member shall be prorated on a quarterly basis beginning with the quarter in which the new member joins and shall be due on the first day of the month following acceptance in the Club. The initiation fee, if any, is due upon acceptance in the Club.
- 4.4 Annual dues date. The annual dues and fees of all members of every class shall be due and payable before January 31 for the current calendar year. If the annual dues and fees of any member remain unpaid after three months, the treasurer shall give notice of delinquency to any such member. If the member has not paid the dues and fees within seven working days after receipt of notice of such delinquency, membership shall be terminated by reason of such nonpayment.

- 4.5 Special assessments – contributions. The members of the Club may contribute to the support of the Club in case the funds are insufficient to meet the expenses of the Club or in case funds shall be require for any special purpose. The Club shall not have the power to levy and general assessment on the members or enforce any payment of any amount beyond the annual dues and fees voted upon by the membership.
- 4.6 Non-member fund raising. The Club may at its discretion solicit donations, hold raffles, conduct demonstrations and competitive model flying events and various other devices to generate revenue for the Club. These funds are currently limited by IRS regulations placed upon 501(c)(7) organizations to be not more than thirty five per cent of its gross income. If the Club violates this rule it risks losing its tax-exempt status.
- 4.7 Initiation fee. New regular members pay a one-time initiation fee as established in paragraph 4.2. Associate members pay no initiation fee. Junior members pay no initiation fee. Dues paid by junior members accrue toward the initiation fee to be paid when they become regular members at age 19.

## ARTICLE 5 – GENERAL MEMBERSHIP MEETINGS

- 5.1 Notification. It is the responsibility of the secretary to notify the membership of the date, time and location of all annual, regular and special meetings.
- 5.2 Annual. The members of the Club shall meet annually in December for the purpose of setting the dues and fees to be imposed upon the members for the following year, other annual tasks and general business.
- 5.3 Regular meetings. Regular meetings will be held as directed by the executive committee. These meetings will be held on a periodic basis, the frequency of which will be determined by the executive committee.
- 5.4 Special meetings. Special meetings may be called by the president for any reason except election of board members or officers, upon seven days notice to Club members. Special meetings must be called by the president upon written request by ten percent of the members in good standing, or by request of the board of directors. In any case, the purpose of the special meeting must be specified in the request, and no business other than that specified may be conducted at the meeting.

- 5.5 Quorum. A quorum shall consist of thirty per cent of the voting members in good standing. A quorum is required at any meeting where elections are held or decisions are to be made which might affect the Club as a whole. Qualified members may vote by being present at the meeting, by submitting a written absentee ballot or by written proxy to the secretary prior to the vote. Absentee ballots and proxies are to be included when determining a quorum.
- 5.6 Meeting conduct. All meetings shall be conducted in general conformance with Robert's Rules of Order.

## ARTICLE 6 – BOARD OF DIRECTORS

- 6.1 General powers. The regulatory, legal and fiscal affairs of the Club shall be managed by the board of directors. The board of directors shall have the specific power to cause a special meeting of the Club to be called and any officer or board member to be removed and a special election to be called for the purpose of electing a replacement officer or board member, in accordance with Article 5, 6 and 7.
- 6.2 Duties. In addition to the regular duties of the board of directors, they are charged with the particular responsibility of: setting long-term goals, oversight in achieving these goals, financial planning for the goals, assuring that adequate financial records are kept, and that all financial and tax reporting is done in accordance with federal and state regulations. The day to day recreational, social, business and community activities of the Club are managed by the officers of the Club.
- 6.3 Number, tenure and qualifications. The number of directors of the Corporation shall be five. The elected president and treasurer of the Club shall be ex-officio members of the board during their term in office. There shall be three additional non-officer regular Club members elected to the board of directors. Each non-officer member of the board of directors shall have a term in office of three years. The ex-officio officer directors shall be elected for terms of office in accordance with Article 7. Each director shall hold office until the next annual meeting of the Club and until his successor shall have been elected and qualified. Directors must maintain current membership in the Club, in accordance with Article 3 during their term in office. Any director who loses his good standing with the Club for any reason is immediately considered to have resigned from the board, and action will be taken immediately by the board of directors to fill the vacancy in accordance with Article 6.10.

- 6.4 Annual meeting. The annual meeting of the board of directors shall be the only regular meeting of the board. It will be held in December of each year with three days notice given to current members and any newly elected members to the board. The meeting shall review performance of the Club on any projects duly undertaken, the finances of the Club, and assure that all state and federal reports will be submitted in accordance with requirements. A chairman of the board will be elected for the new calendar year, any other functions desired by the board may be attended to.
- 6.5 Special meetings. Special meetings of the board of directors may be called by the chairman or by written petition to the chairman, of any two directors. The person or persons authorized to call special meetings of the board of directors may fix any place and time within the county of Santa Fe as the place for holding any special meeting called by them.
- 6.6 Notice. Notice of any special meetings shall be given at least two days previously thereto by written notice delivered to each director or by personal telephone contact with each director by the chairman or his designee.
- 6.7 Chairman of the board. The chairman of the board will serve as the chief executive officer of the Corporation. He will be elected from one of three non-officer directors at the annual board of directors meeting to serve the next calendar year. He must be a duly elected member of the board of directors qualified to serve in the next calendar year. He assumes office at the beginning of the calendar year and he or his designee presides over all board of directors meetings, conducting them in general accordance with Robert's Rules of Order. He is elected by the board of directors by a majority vote of a quorum of the board members.
- 6.8 Quorum. Sixty percent of the directors fixed by Article 6.3 shall constitute a quorum for the transaction of business at any meeting of the board of directors, but if less than sixty percent is present at a meeting, a majority of the directors present may adjourn the meeting without further notice.
- 6.9 Manner of acting. The act of the majority of directors present at a meeting at which a quorum is present shall be the act of the board of directors.
- 6.10 Vacancies. Any vacancy occurring in the board of directors may be filled at a regular or special meeting of the Club in accordance with the procedures in Article 7 of these bylaws. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election in accordance with the procedures in article 6.3.

- 6.11 Presumption of assent. A director who is present at a meeting of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken, unless his dissent shall be entered in the minutes of the meeting, or unless he shall file his written dissent with the person acting as chairman of the meeting before adjournment.
- 6.12 Minutes of meetings. The chairman shall cause the secretary of the Club or any other member of the board of directors to act as secretary for the board. This person is responsible for keeping the minutes of all meetings of the board of directors. The secretary is responsible for transmitting all minutes of documents of the board of directors to the Club secretary for permanent custody.

## ARTICLE 7 – OFFICERS

- 7.1 General powers. The officers shall conduct all meetings of the membership. They will conduct all of the day-to-day recreational, social, business and community activities of the Club. They serve at the pleasure of the board of directors and the membership at large in accordance with these bylaws.
- 7.2 Number of officers. The officers shall be president, vice president/treasurer, secretary, field marshal and safety officer. No two or more offices may be held simultaneously by one person.
- 7.3 Election and term of office. The officers shall be elected from the membership of the Club and must be members in good standing. The term of office shall be one year beginning on the first day of the calendar year. No officer shall serve more than two consecutive years in the same capacity.
- 7.4 President. The president shall preside at all general membership meetings of the Club and shall discharge the usual duties pertaining to this office. The president will be a member of all committees except the nominating committee. The president will not normally vote except for tie breaking and for unanimous votes. The president will serve as an ex-officio member of the board of directors during the term in office.
- 7.5 Vice president/treasurer.
- 7.5.1 The vice president shall preside over all meetings of the Club in the event that the president is unable to preside.
- 7.5.2 Shall act as president at any time the president is unable to act.
- 7.5.3 Shall immediately succeed to the office of president should that office become vacant during a term, until a special election can be called to fill the vacancy.
- 7.5.4 Shall assume all duties as treasurer of the Club.

- 7.5.5 Shall receive and have custody of all monies of the Club, depositing them in suitable depositories.
- 7.5.6 Make disbursements for all expenses, except that expenditures over \$250 must be approved by the executive committee prior to commitment.
- 7.5.7 Make deposits and disbursements in accordance with Article 9 of these bylaws.
- 7.5.8 Make full records of receipts and disbursements for the Club and report them at the annual and each regular meeting.
- 7.5.9 Keep all records in an accurate and orderly manner to allow for timely and accurate reporting required by state and federal laws.
- 7.5.10 Make all reports to New Mexico and federal agencies in a timely and accurate manner and report when done to the executive committee.
- 7.5.11 Make all financial records available at any time to the executive committee and the board of directors at their request and to take measures as directed by the board of directors to strictly comply with their request.
- 7.5.12 Membership dues will be collected and delinquent members will be notified with assistance from the secretary.
- 7.5.13 Serves as an ex-officio member of the board of directors during the term of office.
- 7.5.14 Keeps records of membership and keeps newsletter editor and secretary apprised of all changes.
- 7.6 Secretary.
- 7.6.1 The secretary shall act as scribe for each meeting (annual, general, special and executive) and keep records of each meeting.
- 7.6.2 Provide minutes of the meetings to be read at the next meeting and/or to be published in the next newsletter.
- 7.6.3 Notify members of Club activities and exercise all duties appropriate to the office.
- 7.6.4 Maintain custody of all small property of the Club. Current records will be kept of all utilization, and shall provide for the loan of appropriate property/equipment to Club members in good standing.
- 7.6.5 Maintain custody of all records of the Club, both current and archival.



- 7.6.6 Serves as secretary of the board of directors and maintains the original or copies of all of the files of the board of directors.
- 7.6.7 The secretary and treasurer may be reimbursed for the cost of any office expenses. Additionally, any officer or member may be reimbursed by the treasurer for the cost of goods or services expended on behalf of the Club. All reimbursements require valid receipts.
- 7.7 Safety officer. Shall promote and maintain a high level of safety awareness by the membership; develop, coordinate and enforce the safety programs for the flying field.
- 7.8 Field marshal. Shall manage the flying site including maintenance and repair of existing facilities, recommending improvements, and dealing with site access issues.
- 7.9 Recall. Officers are subject to recall by a two-thirds vote of the members. They are also subject to dismissal by the board of directors in accordance with Article 6.1.
- 7.10 Absence. In the case of absence of any officer of the Club, the powers and duties of such an officer may be assigned to any other officer or member on a temporary basis by the president or the executive committee.

## ARTICLE 8 – ELECTION OF OFFICERS AND BOARD OF DIRECTORS

- 8.1 Nominees. At least one month prior to the September regular meeting, the president will appoint a nominating committee of at least two Club members in good standing. This committee shall interview and solicit nominees for the offices of president, vice president/treasurer, secretary, safety officer, field marshal and one member of the board of directors. All nominees shall be members of the Club in good standing.
- 8.2 Nomination. At the September regular meeting of the Club, the nominations committee shall report nominees for Club officers. Additional nominations may be made from the floor during this meeting. The nominations must be published in the following months newsletter prior to the election.
- 8.3 Election. The election shall be held at the October regular meeting of the Club or by mail during this period. Election shall be by a majority vote of a quorum of the membership. If a quorum is not represented, the president shall either call a special meeting or postpone the election until no longer than the November meeting.

- 8.4 Executive committee. The newly elected officers will become members of the executive committee as soon as elected to provide a smooth transition to take over the duties and responsibilities of the present officers.

## ARTICLE 9 – CONTRACTS, LOANS, CHECKS AND DEPOSITS

- 9.1 Contracts. The board of directors may authorize any officer or officers to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club, and such authority may be general or confined to specific circumstances.
- 9.2 Loans. No loans shall be contracted on behalf of the Club and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific circumstances.
- 9.3 Checks, drafts, etc. A checks, drafts or other orders for payment of money, notes or other evidences of indebtedness issued in the name of the Club, shall be signed by such officer or officers of the Club as shall from time to time be determined by resolution of the executive committee.
- 9.4 Deposits. All funds of the Club not otherwise employed shall be deposited to the credit of the Club in such banks, trust companies or other depositories as the executive committee may select.

## ARTICLE 10 – FISCAL YEAR

- 10.1 The fiscal year of the Club shall begin on the first day of January and end on the last day of December of each year.

## ARTICLE 11 – WAIVER OF NOTICE

- 11.1 Whenever any notice is required to be given to any member or director of the Club under the provision of these bylaws or under the provisions of the Articles of Incorporation or under the provisions of the New Mexico Non-Profit Corporation Act, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## ARTICLE 12 – COMMITTEES

- 12.1 Executive committee. The executive committee shall consist of the current president, vice president/treasurer, secretary, safety officer, field marshal, immediate past president and as many active members in good standing as deemed necessary to be appointed by the president immediately after the officers assume their duties. This committee shall function as the governing body of the Club in its day-to-day activities.
- 12.1.1 Executive committee meetings. The executive committee is expected to meet as often as necessary to properly address the day-to-day activities of the Club. The president of the Club schedules these meetings and notifies the other members of the executive committee of the date, time and location of each meeting.
- 12.2 Safety committee. The safety committee shall consist of the current officers and the immediate past president. The safety officer acts as chairman of this committee. Each officer is a deputy safety officer, acting for the safety officer in his absence from the flying site. This committee shall determine the safety standards of the Club, and determine the hierarchy of enforcement and recommend to the executive committee disciplinary measures to be used in cases of member non-compliance.
- 12.3 Special committees. Special committees may be appointed by the president to carry out the functions of the Club. They will be disbanded when such work is accomplished.
- 12.4 Qualifications and vacancies. Committee members shall be members in good standing with the Club. Vacancies in unexpired terms on special committees shall be filled by appointment by the president.

## ARTICLE 13 – CENSURE AND EXPULSION OF MEMBERS

- 13.1 Procedure. If the conduct of a member shall appear to the executive committee to be disorderly, dangerous or prejudicial to the welfare or good name of the Club, or if in any way any member conducts himself in a manner not authorized by or in violation of the bylaws of the Club, the member shall be subject to censure or expulsion at the discretion of the executive committee depending on whether the infraction is deemed to be slight or serious. Any infraction that results in censure for the first offense can result in expulsion upon repetition of the infraction. The individual shall have the right to present his views on the matter prior to action by the executive committee. The executive committee shall make the final decision on such matters.

- 13.2 Expulsion. An expelled member shall forfeit all rights and privileges of membership and all rights, title and interest in the Club and its property.

#### ARTICLE 14 – CLUB FLYING FIELD (S)

- 14.1 Rules. The Club flying field shall be for the exclusive use of members of the Club who are in good standing and their guests. All pilots controlling model airplanes must be members of AMA. The Club may, from time to time, hold events at the flying site to which the public is invited to attend as spectators and for which the Club may charge a fee. From time to time the Club may invite non-members to fly at the field and may or may not charge a fee for such use of the facility. Any non-member who shall fly at the field must be a member in good standing with the AMA or other insured model aviation agency, and shall provide proof of this membership before being permitted to fly at the facility. A person who is not a member of AMA or other insured model aviation agency may be invited to fly on a “buddy box” at the field but only under the current rules and guidelines of the AMA, AND with a fully qualified Club member as pilot in control.
- 14.2 Safety. A flying field safety program will be strictly enforced. A copy of the current field operational, local safety, AMA and FCC rules will be posted at the flying sites. All Club members are subject to these rules when present at the site. Wanton violation of these regulations is considered a serious offense and may be grounds for censure or expulsion from the Club.

#### ARTICLE 15 – CLUB PUBLICATIONS

- 15.1 Newsletter. The Club shall publish and distribute a newsletter to all members in good standing. The publisher, timing, size, content, etc. of the newsletter shall be determined by the editor.
- 15.2 Club roster. The vice president/treasurer shall maintain a current Club roster, which shall be made available to Club members in good standing.

#### ARTICLE 16 – AMENDMENTS TO THESE BYLAWS

- 16.1 Conformation. The bylaws of this Club shall always conform to the purposes and programs of the Club, AMA, IRS 501(c)7, and the New Mexico State non-profit corporation rules and regulations. In case of dispute, the order of conformation of these various rules and regulations shall be: IRS, NM non-profit rules, AMA, and finally the Club.

- 16.2 Amendments. Amendments to these bylaws must be proposed in writing, accompanied by the signatures of at least five members in good standing of the Club and submitted to the president. The executive committee will then cause the proposed amendment to be voted upon by the membership with a copy of the proposed amendment having been made available to all members in good standing at least two weeks in advance of the vote.
- 16.3 Quorum and adoption. A quorum shall be required for consideration of any amendment of these bylaws. Adoption of proposed amendments shall require a two-thirds affirmative vote of the voting members.

#### ARTICLE 17 – LIMITATIONS ON THE MEMBERS

- 17.1 When members of the Club speak for the Club or publish reports over its name, the full name and title of the speaker or writer shall be designated to avoid interpretation of such statements or reports as official statements of the AMA. All such material is subject to specific prior approval of the executive committee.

#### ARTICLE 18 – MAINTENANCE OF AMA CHARTER

- 18.1 The charter of this Club shall continue provided the Club abides by the bylaws, rules and regulations of the AMA and the Club, does not take any action that would bring disrepute to either the Club or the AMA, and maintains high standards of integrity.

#### ARTICLE 19 – MERGER

- 19.1 In case of merger of this Club with another chartered club of the AMA, all funds remaining in the treasury after settlement of outstanding obligations shall be made part of the merger.

ARTICLE 20 – DISSOLUTION

Upon dissolution of the Club, assets shall be used to settle all outstanding obligations. Any excess funds shall be distributed to the AMA, a 501(c)3 tax exempt organization, or any one or more exempt purposes within the meaning of 501(c)3 of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of should be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, the undersigned has subscribed, made and acknowledged these Bylaws this \_\_\_\_\_ day of \_\_\_\_\_.

Signature of the president: \_\_\_\_\_  
Andrew S. Wells

Signature of the secretary: \_\_\_\_\_  
William E. Garcia

STATE OF NEW MEXICO

COUNTY OF SANTA FE

The foregoing instrument was duly acknowledged before me this \_\_\_\_ day of \_\_\_\_\_.

(SEAL)

My commission expires:

Notary public: