



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

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# Arizona Model Aviators, Inc.

## *Constitution & Bylaws*

### ARTICLE I

#### Organization

This Organization shall be known as “Arizona Model Aviators, Inc.”, as incorporated under the State of Arizona as pertaining to non-profit corporations.

The “Arizona Model Aviators, Inc.” shall be the sole governing body of all activities that take place at the current and at any future model aircraft flying sites obtained by this organization. It shall be a representative, legislative and executive body subject to the authority of the parent body the Academy of Model Aeronautics ( A.M.A.) operating as an AMA sanctioned modeling club and subject at all times to the applicable laws of the State of Arizona as outlined in the “Articles of Incorporation:” of the Arizona Model Aviators, Inc.

### ARTICLE II

#### Membership

**Section A:** Membership may be obtained by completing the membership application form and submitting same with payment of the appropriate club dues and fees to the designated Membership chairperson. All applicants for membership must also be current members of the Academy of Model Aeronautics at the time the membership application is submitted..

**Section B: Club Membership(s)** shall be comprised of:

1. **Annual Individual Membership** (“Open”)
2. **Annual Family Membership:** Family Membership(s) shall be defined as member, Spouse and Children registered as “Junior” members of the Academy of Model Aeronautics for the current year and residing in the current Family Members home. Upon reaching the age of eighteen (18), “Juniors” must obtain an open membership. No initiation fee will be required.
3. **Annual Junior Memberships:** Annual Junior Membership shall be available for an individual who is registered as a “Junior” member of the Academy of Model Aeronautics for the current membership year.
  - a. **Annual Junior Membership dues** shall be thirty (30) percent of the current annual Open Membership.



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## Article II Section B Continued

### 4. Annual Associate Membership(s):

- a. Shall be available to non-flying individuals who wish to support the organization.
- b. Annual Associate Membership dues shall be fifty (50) percent of the Open Membership dues.
- c. Annual Associate Members shall not have voting rights or hold organizational office.
- d. Membership in the Academy Of Model Aeronautics shall not be required for Associate Members.

### 5. Lifetime Memberships:

- a. No new Lifetime Memberships will be authorized or issued.
- b. **Current Lifetime Memberships** will remain valid only as long as the primary Lifetime Membership holder continues to submit the required annual renewal application to the membership chairperson.
- c. **Lifetime Family Memberships** shall remain valid only as long as the primary member's lifetime Membership remains current.
- d. Current **Lifetime Family Memberships** shall include only the members who were a part of the family at the time the original Family Lifetime Membership was purchased. Additional spouses and/or children may not be added at a later date.
- e. Children must be dropped from membership when they exceed the age limit for Academy of Model Aeronautics Junior Membership.



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## Article II (Continued)

### Section C: Membership Dues & Fees

1. Membership fees and club dues shall be established annually by the Board of Directors. All memberships are based on the calendar year, beginning January 1 of each year.
2. Annual Junior Membership dues shall be thirty (30) percent of the current annual Open Membership dues.

## ARTICLE III

### Officers and Board of Directors

**Section A:** The Board of Directors shall consist of the President, Vice President, Secretary, Treasurer, the immediate past President and a Board of five Directors.

**Club Officers** shall consist of the President, Vice President, Secretary and Treasurer.

**Section B:** Directors shall be elected for a term of two years except that not more than sixty seven percent (67%) are elected in any one year.

**Section C:** Club Officers shall be elected for a term of two years with one half being elected one year and the other half elected the following year. During the initial transition, the current elected President and Treasurer's terms of office will be extended one year for a total of two years. The Vice President and Secretary positions will be vacant at the end of their one year term and the positions will then be filled by election for a new two year period.

**Section D:** The immediate past President will serve on the Board for one year to promote efficient transition and to insure program and management continuity.

**Section E:** Each elected officer and director shall be installed in his/her respective office on January 1<sup>st</sup> following the December elections.



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## ARTICLE III (continued)

**Section F:** Each nominee for an open Club Officer and Director position shall be of legal age as defined by Arizona State law and shall have been a member in good standing for a period of no less than twelve (12) consecutive months before the December Club elections.

**Section G: Vacancies and unexpired terms.**

1. In the event of a vacancy or an absence in the office of the President, the Vice President shall act in his absence.
2. In the event of a vacancy in any other officer position the President shall, with Board ratification, appoint a member of the Board to fulfill the remainder of the term.
3. In the event of a vacancy in a Director's position, the President shall recommend a member at large to fill the unexpired term. Approval of the recommendation shall require a majority vote of the Board of Directors.
4. In the event the past President is not available to serve on the Board, the position shall remain vacant.

**Section H: Officers and Directors may be removed from office by:**

Petition of the general membership. Such Petition shall contain the signatures of not less than 2/3 of the members in good standing. Such petition shall clearly state the reason for requesting removal of the Officer or Director. This Petition shall be presented to the Board of Directors for the purpose of calling a special membership meeting. Notice of such a meeting must be sent to all members not less than ten days prior to the date of the proposed meeting. The final decision at this special meeting to remove said Officer or director shall require a two thirds vote of those members present and in good standing.



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## ARTICLE III (continued)

### Section I: Duties of the Elected Officers

1. **President:** The President shall be the chief executive officer and active head of the organization, and, in the conjunction with the Board of Directors, shall have general control and management of all its business affairs. The President shall preside at all meetings of the Board of Directors and shall make annual reports to Board showing the conditions of the affairs of the corporation, making such recommendations as he thinks proper and from time to time shall bring before the Board information relating to the business and property of the corporation. The President shall perform all duties incident to the office of the President and as required or authorized by law. The President shall have the authority to assign and/or appoint members to various duties such as, but not limited to, Safety officer, Membership chairman and the Chief Flight Instructor.
  
2. **Vice President:** The Vice President shall assume and perform the duties of the President in the event that the President is unable to fulfill his duties or is absent at Board of Directors or General Membership meetings. The Vice President shall also perform such duties as may be delegated to, or required of, the Vice President by the Board of Directors, or the President, or by the Members. When possible the Vice President shall be the club's Central Arizona Modeler's Advisory Council (CAMAC) representative.
  
2. **Secretary:** The Secretary shall keep a record of all proceedings of the Board of Directors and of all meetings of Members. These records will be included as minutes in the next release of the club newsletter. He /she shall perform such other duties as pertain to his/ her office or as may be required of him/her by the Members or by the Board. These may include but not be limited to the publishing of the club newsletter approximately every month and acting as the club's point of contact with the AMA.



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## ARTICLE III (continued)

- 4. Treasurer:** The Treasurer shall keep a record of and have custody of all funds and securities of the corporation. The Treasurer shall keep a record of all monies received and paid out and of all vouchers and receipts given therefore. The Treasurer shall keep or have kept books of accounts of the financial condition of the corporation and shall make an annual statement thereof for the meetings of the Members. The Treasurer shall deposit, or cause to be deposited in the depository or depository account (s) designated by the Board of Directors, all of the monies received by the corporation and shall perform such other duties as may be required from time to time by the Board or incident by law to the office of Treasurer. On the expiration of his or her term of office, The Treasurer shall deliver to his or her successor papers, property, books, and monies in his possession or under the outgoing Treasurer's control.

### SECTION J: Duties of the Appointed Officers:

- 1. Safety Officer – Flight Line Director.** The Safety Officer's duty is to minimize the risks to personnel and property involved in the flight operations at the club site. The Safety Officer shall monitor flight operations at the flying site with the intention to prevent any incidents that might endanger human life, cause damage to property, or result in embarrassment to the AMA and the club organization. The Safety Officer shall administer the Academy of Model Aeronautics Safety Code, the Arizona Model Aviators Safety Code and the flying site rules, including all noise abatement rules. The Safety Officer shall report to the Board of Directors observations concerning flight operations and unsafe practices. The Board of Directors shall provide to the Safety Officer authority to act on behalf of the Board of Directors to preserve the safe operation of the flying site in order to minimize the risks inherent in performing model aircraft flight operations.
- 2. Chief Flight Instructor:** The Chief Flight Instructor shall coordinate the activities and student assignments of the Club Instructors, certify and appoint new Instructors when required, and hand out flight certificates to newly certified students at the next most convenient General Membership meeting.



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## ARTICLE III (continued)

- 3. Membership Officer:** The Membership Officer shall be responsible for accepting of new memberships to the Club and Club renewals at the end of each year. The current state of the membership count shall be given to the members at each monthly General Membership meeting when appropriate. An update of the membership numbers and details of the individual members phone numbers, AMA numbers, addresses, etc., shall be provided to the Secretary for tracking and or submittal to the AMA as updates. Notwithstanding the committee appointments of ARTICLE VI, Section F, The Membership Officer shall be appointed no later than July 31, and shall serve in that capacity for a period of 12 months.

## ARTICLE IV

### Management

**Section A:** The Board of Directors of the Arizona Model Aviators, Inc. shall be responsible for the day-to-day management of the affairs of this organization. The Board of Directors shall enforce all of the objectives and purposes for which it is organized according to the provisions of the Academy of Model Aeronautics and this Constitution.

**Section B:** Minutes of the General membership and Board Meetings will be included in the monthly newsletter, and reviewed at the next regular membership meeting.



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## ARTICLE V Elections

**Section A:** The Officers shall be elected by ballot at the annual meeting of the Membership held In December of each year. Officers will be elected for a term of two years with two or one half being elected in alternating years.

**Section B:** The directors shall be elected by ballot at the annual meeting of the membership held in December of each year. Directors shall be elected for a term of two years except that not more than sixty seven percent (67%) are elected in any one year.

**Section C:** Ballots will be sent to all qualified members within ten days after the November General Meeting.

**Section D:** Ballots shall be coded to eliminate duplication and to insure authentication.

**Section E:** Officers and Directors shall be elected by a simple majority of the ballots received.

## ARTICLE VI General

**Section A:** The fiscal year of this organization shall be the calendar year, January 1 through December 31, inclusive.

**Section B:** The Organization's funds are to be deposited in the name of the Organization, in a bank of the Treasurer's choice with Board of Directors approval and shall require one of three authorized signatures. Authorized signers shall be President, Vice President, and Treasurer.

**Section C:** There shall be no disbursement of the Organizations funds for other than approved promotion of modeling events, site construction and maintenance or other organization business directly connected with the promotion of modeling.



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## Article VI (Continued)

**Section D:** The Board of Directors, at the close of each year, shall complete all records, correspondence, minutes and business transacted during the closing Calendar year. These records shall be bound in separate volumes or recorded on electronic media and each kept intact and all required records shall be turned over to the respective incoming officer or director. Additionally, the outgoing Treasurer will ensure the Annual Report is filed with the Arizona Corporation Commission, as required by law.

**Section E:** The Budget-Finance & Audit Committee shall perform an audit of the Club's financial records at the end of each calendar/fiscal year. In the event of a mid-term change of the Treasurer's position, said records shall be audited by The Budget-Finance & Audit Committee before being turned over to the new Treasurer.

**Section F:** The president shall appoint all appointed Officers and committees, including those that may be necessary from time to time that are not covered here. **The following annual committees shall be appointed not later than February 28.**

1. **Budget-Finance & Audit Committee** which shall consist of the Treasurer, the Vice President, one Director and one Member at Large.
2. **Events Committee**
3. **Promotion Committee.**
4. **Safety Officer – Flight Line Director.**
5. **Site Maintenance and Development.**
6. **By-Laws Committee**
7. **Newsletter Committee**
8. **Nominating Committee**



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## Article VI Section F (Continued)

9. CAMAC Representative.

10. Chief Flight Instructor.

11. Membership Officer.

12. Noise Committee

**The Nomination Committee** shall be appointed no later than September 30, consisting of not less than two (2) or more than three (3) members at large. The Nominating Committee's duty shall include the full management of the elections of Officers and Board members. No member of this committee shall be a nominee for office on the committee's suggested list. A Nominating Committee member, however, may be nominated from the floor. Upon acceptance such members shall resign from the Nominating Committee. The Committee shall present their recommendations at the regular November meeting during which other nominations will be accepted. Nominations will be closed at the end of the November meeting.

**Section G:** The President and Treasurer shall be ex-officio members of all committees.

**Section H:** To conduct business, a quorum (as defined in section I below) must exist to vote on any motion. A motion will pass or fail by a majority vote of any quorum.

### Section I: Quorums

1. **Board of Directors** – Not less than 50% of total number of Board Members and Officers including the immediate Past President who are normally required to be present at Board Meetings.
2. **Committees** – Simple majority.
3. **To constitute a quorum**, any **Special** Membership or **Open** Membership Meeting must consist of not less than ten percent of the total Club Membership.



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## ARTICLE VII

### Amendments

**Section A:** All proposed amendments to the Constitution and By-Laws shall be submitted in writing by the proposer to the Chairman of the By-Laws Committee. The Board of Directors shall consider the proposal(s) at the next regularly scheduled Board meeting and shall report its recommendation at the next scheduled general membership meeting. After discussion of the proposed amendments(s) at the general meeting, the proposal(s), along with the Boards recommendations, will be emailed or Postal mailed to each qualified member for a vote. The By-laws Committee Chairman must receive the marked ballots five (5) days prior to the next regularly scheduled meeting in order to tally and present the results to Board of Directors. Ballots received after the above stated time limit will not be counted. Final adoption of any proposed amendments(s) requires a simple majority of those votes received.

## Article VIII

### Meetings

**Section A: Open membership meetings** are to be held monthly. The Board of Directors reserves the right to suspend or change the schedule of the meeting (s).

**Section B: Board of Directors Meeting(s):** Shall be called by the President and shall meet not less than once per month. The President shall designate the time and place of the meeting.

1. Board meetings shall be open meetings, unless a closed meeting to resolve a sensitive issue is deemed necessary by the Board of Directors.
- 2: Any current voting member shall be allowed to bring a business matter before the Board. Members requesting an issue to be brought before the Board must submit the issue in writing. The issue must be signed and submitted to the President not less than one week before a scheduled Board meeting.
3. All meetings will be conducted in accordance with Roberts Rules of Order, with minutes kept, recorded and published in the newsletter.



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## Article VIII Meetings (continued)

**Section C: Special Meetings:** may be held as called by the Board or by the President. A special meeting may also be requested by any three open members. Requests shall be submitted in writing and conveyed to the Secretary in person, by postal mail or email, at least two (2) weeks prior to the requested meeting. Meeting time and place shall be determined by the president.

**Section D: A “no” vote** on any general business of the organization taken at a General Membership Meeting, or Board meeting, shall be invalid unless supported by a majority vote of a quorum of the membership present.

**Section E: Quorums:** (See Article VI, Section I).

## Article IX Voting

### Rights & Privileges

**Section A:** Voting Privileges will be available to the following members:

1. Open Memberships – All.
2. Associate Memberships - None
3. Family Memberships – The member and the adult family member.
4. Junior Memberships – All

**Section B:** Irrespective of membership classification, all members must be current with both their Club dues and membership in The Academy of Model Aeronautics in order to have their votes accepted and counted by the Club.

**Section C:** The Immediate Past President shall serve on the Board, with voting rights, for a period of one (1) year following his expired term of office, so long as he remains a paid member of the Organization. In the event of a tie vote at a Board Meeting, the immediate past President’s vote will not count.



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## Article X

### Contests & Site Usage

The Board of Directors, in accordance with this Constitution and Bylaws shall be authorized to organize and coordinate any and all contests hosted by this Organization. The Board, with prior notice to the General Membership, shall have the right to enter into agreement (s) with other modeling organizations wishing to use the site for contests. Prior to making any such agreements, the Board shall take into consideration the number of planned/scheduled events that may interfere with the flying field availability to the General membership.

## Article XI

### Grievance Procedure

**Section A:** A grievance procedure will be established that provides a mechanism to enforce existing club, flight and safety rules for both members and non-members using or visiting the flying site. The grievance procedure will provide a progressive disciplinary system to resolve complaints and other infractions of the Academy of Model Aeronautics Safety Code, the Arizona Model Aviators Safety Code, the flying site rules, and any prohibited notices or regulations that may be posted from time-to-time by the Arizona Model Aviators, Inc., and the Maricopa County Parks that regulate the safety, operation, conduct and use of the facilities and flying site. Although most complaints can be resolved informally, a complaint that is serious or cannot be resolved informally should be referred to the Board for its consideration by means of a Grievance Form to be filled out and turned into the Safety Officer or to any Board Member. The Board shall use its judgment in carrying out action on the following:

#### 1. Grievance Procedure:

Any Club Member may file a grievance by filling out a Grievance Form and turning it in to the Safety Officer or a Board Member. The form will name the complainant as well as the accused. At least one witness who can verify the incident will be required to witness the Grievance Form.

Grievance forms will be available from the Safety officer, the Club Secretary, or downloaded from the Club web site.



# Arizona Model Aviators, Inc.

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### Article XI

#### Grievance Procedure (continued)

#### 2. First Violations:

**a. Non-member:** The non-member will be asked to leave the flying site immediately, forfeiting the daily usage fee. The Grievance Form will be forwarded to the Board of Directors and will be recorded in the Club records.

**b. Members:** Viewpoints of both the complainants and the accused will be considered. Complainant's name will be disclosed. If the Board so decides, a verbal reprimand will be given to the accused and the reprimand recorded in the Club records.

#### 3. Second Violations:

**a. Non-member:** The non-member will be asked to leave the flying site immediately, forfeiting the daily usage fee. The Grievance Form will be forwarded to the Board of Directors and the non-member will be barred from entering the flying site for a period of sixty (60) days. The non-member will be barred from becoming a member of the club for the period set by the suspension.

**b. Members:**

The accused has the right to a written rebuttal, to be reviewed by the Safety Officer and the Board. If the Board so decides, the flying privileges of the accused will be suspended for sixty (60) days. Written notice of this shall be issued to the member and recorded in the club records.

#### 4. Third Violations:

**a. Non-member:** The non-member will be asked to leave the flying site immediately, forfeiting the daily usage fee. The Grievance Form will be forwarded to the Board of Directors and the non-member will be barred from entering the flying site for a period of not less than one (1) year from the date of the complaint. The non-member will be barred from becoming a member for the period set by the suspension.

**b. Member:** The Board will notify the accused in writing and the Club members via the Club newsletter that the Club will vote on the expulsion of the accused at the next meeting. Said expulsion will last for a period of one (1) year. A member may be expelled from the Club only upon a two-thirds (2/3) majority vote of the membership present at the meeting. Voting will be by secret ballot at a regular monthly meeting. The expelled member will not be entitled to a refund of any club dues paid for the membership year. The expelled member may reapply for membership after the expiration of the expulsion time period.



# Arizona Model Aviators, Inc. *Constitution & Bylaws*

## Article XI Grievance Procedure (continued)

**Section B:** Section four (4) actions will not be enforced unless they are accumulated within a two-year period of time.

**Section C:** Any member who receives a grievance action from the Club and who directs any retaliatory action against the club safety officer, any person filing or witnessing said grievance, or against any member of the Board, will be subject to immediate expulsion from the Club. This is to include threats, intimidation, physical harm, intentional equipment damage, or any other action deemed to be retaliatory by the Board.

**Section D:** The Board reserves the right, when dealing with what it consider a serious offence and a danger to the Membership or its property, to immediately invoke Article XI, Section C.

**Section E:** Enforcement of the above article XI shall be by Board authorized personnel only and will be limited to verbal requests to leave the facility. Authorized personnel shall be limited to the Club Safety Officer, and in his absence, any Board Member. Any further escalation of enforcement will be by the Maricopa County Sherriff's Dept. or other City or County Policing Authorities.