

# Georgetown Aero Modelers Association, Incorporated

## By-Laws

### ARTICLE I - MEMBERSHIP

- A. Membership shall be open to any person who is interested in radio-controlled model aircraft. Five categories of membership are available: Regular (Family), Junior, Senior Citizen, Honorary and Lifetime Honorary.

Qualifications for membership are as follows:

1. Members must maintain current membership in the Academy of Model Aeronautics (“AMA”) (except as provided for in section 4e & 4f below).
2. Members must annually certify by signing the Safety Rules page (2) of the Membership Application form that they understand and will abide by the Georgetown Aero Modelers Association safety rules as well as submit for file a current agreement and release of liability waiver.
3. Members must pay association dues, fees and special assessments promptly. Any dues, fees and special assessments not paid within 60 days of their due date will cause a member to be removed from the Association
4. Members must be defined within one of the following categories:
  - a. **Regular membership** (Family): A person at least 18 years of age and under 65 who meets all other membership requirements. All memberships will be Family memberships, not individual memberships. A Family membership includes all persons living in the same household and having the same mailing address. Family members who fly at the Association field must also be current members of the AMA.
  - b. **Junior membership:** A person under 18 years of age and meets all other membership requirements.
  - c. **Senior Citizen membership:** A person age 65 or older and meets all other membership requirements.
  - d. **Associate membership:** A person who holds a full membership in another AMA Chartered Association and meets all other membership requirements.
  - e. **Honorary membership:** Honorary membership may be extended to any individual whose association with Georgetown Aero Modelers Association, Inc. would provide benefit to the membership. These memberships are intended for, but not limited to, hobby shop

owners/operators, AMA Contest Directors, nationally recognized flyers and/or builders. The approval of honorary members shall be by majority vote of the EC. Honorary Members are for the calendar year and they must be current AMA members and have an interest in the Association. They must sign a liability release, as required, and agree to abide by field and safety rules if they use the flying field.

- f. **Lifetime Honorary membership:** Not to exceed 5% of general membership. Lifetime Honorary membership may be awarded to any member who has provided exemplary service to the Association or to the AMA through achievements or service to model aviation. Requires a nomination by an Association officer and majority approval by the EC along with a two-thirds (2/3) majority vote of the members present at a designated meeting. Lifetime members must submit a membership application annually and meet membership requirements if they use the flying field. Lifetime members will be exempt from dues and fees. Lifetime members will not be exempt from member's special assessments.
- B. Membership in the Georgetown Aero Modelers Association, Inc. may be obtained by application to the Membership Director with evidence that all requirements of membership have been met and the payment of the appropriate dues, assessments and initiation fees.
  - C. All membership applications will require approval by majority vote of the members of the EC.
  - D. Each Association member except as provided for in Article VII shall have one (1) vote in the normal business of the Georgetown Aero Modelers Association.

## **Article II – DUES, FEES AND ASSESSMENTS**

- A. Membership dues are for the operation of the Association and other items as are agreed upon by the EC as provided in ARTICLE V of the Constitution.
- B. Dues will be assessed based on the category of membership held as specified in the membership application form.
- C. Renewal dues are for one year and the expiration date will be within or at the end of the AMA expiration date.
  - 1. Initiation fees are a one-time fee assessed to new members and ex-members who have been away for one or more years.
  - 2. Dues for prospective new members only (Regular and Senior memberships) joining the Association with a current AMA membership expiration less than one year will be prorated.

3. New associate memberships will not be prorated.
- D. Special assessments for Association activities or field improvements may be made only by affirmative vote of two-thirds (2/3) of the membership present at any regular or called meeting of the Association. Membership will be notified of a called meeting via the Association website or email at least 10 days in advance of the meeting.
- E. Amendments to change the dues and initiation fees may be proposed by any member of the EC at any time.
  1. The amendment must pass with a majority vote of the EC and two-thirds (2/3) vote of the membership present at a designated meeting provided that written notice has been given to all members.
  2. Written notice must be posted on the Association website at least 10 days prior to the meeting. Notice should include: time, date, and location of the meeting at which the proposed amendment is to be made.
  3. Amendments to the dues and/or initiation fees will become effective at the beginning of the next calendar year.

### **Article III - OFFICERS**

- A. Officer Candidate Nominations
  1. The EC may (in accordance with Article V of the Constitution), but is not required to, appoint a committee to provide a list of qualified nominations for any or all of the available offices.
  2. Proposed nominees shall be selected from the Regular, Senior and Lifetime memberships.
  3. Nominations for all available offices will be taken from either the duly appointed nominating committee and/or any eligible Association member at the regular monthly meeting, the month prior to the month the election is to be held. No additional nomination will be accepted at the election meeting.
  4. All nominations must be duly accepted and approved by a simple majority of the eligible Association members. Nominees presented by the nomination committee must be accepted and approved by a majority of eligible Association members that did not serve on the nomination committee for the same.
  5. An eligible member may be nominated for and elected to more than one office during the same term, although each nomination to office must be accepted and approved independently.
  6. All accepted and approved nominees will be listed in the Association newsletter, or separate correspondence, which will also announce the pending election.

B. Election of Officers:

1. Only regular, senior and life members of the Association shall be eligible to hold office or be chairman of any standing committee.
2. Officers shall be elected by the membership of the Association at the November meeting of each calendar year.
3. Voting shall be by preferential ballot and a majority vote of members present shall constitute election.

C. Officers' Terms of Office:

1. The President shall hold office for one (1) year. If the President shall resign, or become incapable of performing the duties of office, the Vice President shall serve out the term of office.
2. The Vice President shall hold office for one (1) year. If the Vice President shall resign, or become incapable of performing the duties of office, the Secretary shall serve out the term of office.
3. The Secretary shall serve a term of one (1) year. If the Secretary shall resign or become incapable of performing the duties of office, the Treasurer shall serve out the term of office.
4. The Treasurer shall serve a term of one (1) year. If the Treasurer shall resign or become incapable of performing the duties of office, the Field Chairman shall serve out the term of office.
5. The Safety Coordinator shall serve a term of one (1) year.
6. The Field Chairman shall serve a term of one (1) year.
7. The Membership Director shall serve a term of one (1) year.
8. The Newsletter Editor shall serve a term of one (1) year.

D. Succession of Officers.

1. If Article III, Section C, paragraph 1-8 cannot be implemented because of circumstances, the EC may appoint a replacement from the Association membership to serve any remaining term. The EC may also call for nominations and hold an election to fill any vacant office.
2. All officers of the Association may succeed themselves if duly elected by the Association.
3. The same member such as Secretary/Treasurer, etc. may fill multiple offices.

4. The EC may change succession for any specific vacancy.
5. Any officer that misses, for unexcused reasons, two (2) consecutive monthly meetings shall be deemed to have resigned his or her position. Any member may nominate a member in good standing to fill the vacant position. A majority of the EC must approve this nominee.

E. Duties of Officers:

1. The President shall:
  - a. Preside at all meetings of the Association and the Executive Committee.
  - b. Represent the Association, as the office requires.
  - c. See that the regular Association meetings are conducted as outlined under Article VII of the Constitution.
  - d. Be the business contact person for the AMA and all business relationships.
  - e. Submit AMA liability forms to the flying site owner or owner representative as required.
2. The Vice President shall:
  - a. Preside at all meetings where the President is absent.
  - b. Act as a goodwill ambassador for the good of the organization.
  - c. Coordinate topics and speakers for the technical/safety portion of the monthly meetings.
  - d. Be the 'Event Coordinator' for all events held at the flying field.
3. The Secretary shall:
  - e. Keep a record of all business proceedings of the Association.
  - f. Notify all members of the time and place of all meetings of the Association.
  - g. Preside at the meetings in the absence of the President and Vice President.
  - h. Handle all routine correspondence of the Association.
  - i. Keep the landlord posted as to the current officers of the Association, giving them notice of any changes, with correct telephone numbers and addresses.
  - j. Ensure maintenance and protection of essential archive records for the Association. Included are financial records, membership records, legal records, constitution, by-laws and meeting minutes.
  - k. Establish and publish a record retention schedule (how long and where records are to be kept).
  - l. Maintain and update all Articles of Incorporation annually to meet Secretary of State Requirements.
4. The Treasurer shall:
  - a. Be in charge of all financial collections, transactions, records and disbursements of the Association.
  - b. Provide monthly financial reports to the Association.
  - c. Ensure that Association financial operations are consistent with local, state, and federal laws and regulations.

- d. Ensure that the Financial review as defined in Article XII is completed by the end of the third month of the subsequent calendar year and that the results are reported to the membership.
5. The Safety Coordinator shall:
- e. Promote increase safety awareness on the part of all members.
  - f. Improve the public perception of modeling as a safe and desirable sport.
  - g. Provide a means by which important safety information can be shared between Associations.
  - h. Act as a communications liaison between the Association and the AMA Headquarters to ensure timely distribution of safety related material.
  - i. Maintain a published E-mail address.
6. The Field Chairman shall:
- j. Insure that the flying site is properly maintained.
  - k. Organize workdays and assignments.
  - l. Maintain control of and access to Association equipment.
7. The Newsletter Editor shall:
- a. Publish the newsletter electronically and distribute it to members via the Association website, to include regular and executive meeting minutes, treasurer's reports, calendar of events, and officer contact information at a minimum.
  - b. Inform members, in special circumstances, via the Association website or e-mail of issues needing membership attention.
8. The Membership Director shall:
- a. Manage membership applications. Secure EC approval of membership application design and distribution procedures.
  - b. Keep Association roster.
  - c. Make, secure EC approval of, and distribute the membership frequency board cards at the flying site.
  - d. Keep records of the status of all members of the Association.
    - 1. AMA membership and current number.
    - 2. Address and phone number of each member.
    - 3. Category of membership.
    - 4. Frequencies used by members.
    - 5. Keep an up-to-date record of dues paid by members.
- F. When a member serves as an Officer of the Association that member shall be exempt from paying dues during the term of the members Office.
- G. The Association may provide each member of the EC with a Letter of Indemnification prior to the beginning of the member's term of office or the Association may purchase Officers and Directors insurance as deemed necessary by the EC.

## **Article IV AMA – CHARTER**

The Georgetown Aero Modelers Association, Inc. shall maintain continuous status as an AMA charter Association for the purpose of additional insurance, etc. Costs for the AMA Charter will be paid out of the treasury of the Association.

## **Article V - COMMITTEES**

The President may appoint committees as deemed necessary.

## **Article VI – AMENDMENTS**

- A. Amendments to these By-Laws may be proposed by any member in good standing, with the written endorsements of at least four other members in good standing.
- B. All proposed amendments must be in writing and presented at a regular monthly meeting.
- C. The EC may, in accordance with Article VIII of the Constitution, appoint a committee at any time to review or propose possible amendments to the Association’s Constitution or By-Laws.
- D. Amendments to these By-Laws will be considered and voted upon at the next regular monthly Association meeting after notice has been posted on the Association website or by e-mail.
- E. Amendments that affect the safety regulations or needed for compliance with outside directives (AMA), etc., will be considered for adoption at the next regular monthly Association meeting after official notification of such outside directive is received.
- F. Amendments to these By-Laws will require ratification by a majority vote of the members present at the regular monthly meeting, provided that written notice has been given to all members. Notice will include time, date, and location of the meeting at which a vote on the proposed amendment is to be made. Notices will be given via posting on the Association website or by e-mail. Notice must be posted at least 10 days in advance of the meeting.
- G. Motions to change any submitted amendments may be proposed by any member in good standing present at the meeting at which the amendment is being considered. The change shall take effect if the motion is passed by a majority of the voters present.

## **Article VII –VOTING**

- A. All membership classes with exception of Honorary and Associate members will have one vote each.

## **Article VIII – GRIEVANCE/COMPLAINT PROCEDURE**

- A. This procedure provides a process by which the Executive Committee (EC) may take disciplinary action against an Association member for violations of safety rules or disruptive behavior. The Association may penalize any Association member who becomes abusive or who blatantly creates turmoil, disruption or dissension among Association members, or who otherwise violates the Association’s rules and governing documents by warning letters, limitation of certain Association privileges, or expulsion from the Association.
- B. Any Association member may request that disciplinary action be taken against another member by completing a Grievance/Complaint form and presenting it to the EC. At least one (1) witness to the event will be required to sign the form.
- C. The EC will address the complaint in a closed meeting. Any and all related meetings will be recorded (written and/or audio). All members at any meeting will sign a statement of the meeting’s purpose, date and outcome.
- D. The EC will investigate the allegations and verify the circumstances of the complaint. If necessary, the EC will arrange for private peer counseling to be conducted and reported back in a timely manner. If the allegations are deemed worthy of further action by the EC, then the EC will take one of the following actions, as deemed appropriate:
  - a. Close the matter without further action.
  - b. Continue to attempt to resolve the matter between the parties involved.
  - c. Suspend the accused’s Association privileges for a specified time.
  - d. Expel the accused from membership in the Association.
- E. Suspensions by the Association of a member’s Association privileges or expulsion from the Association may occur only after a hearing with the member before the EC.
- F. Refusal by the member to meet with the EC will result in expulsion from the Association.
- G. Any member about whom a Grievance/Complaint is submitted who directs any action against the person filing said Grievance/Complaint or the Association, will be subject to immediate expulsion from the Association. Unacceptable behavior includes threats, intimidation, physical harm, intentional equipment or property damage (personal or Association), or any other action deemed by the EC to be retaliatory.
- H. Any decision by the EC shall be final and binding on the member.



## **Article IX – DISSOLUTION**

- A. The Association may be dissolved with the approval of a two-thirds (2/3) majority vote of the total membership.
- B. Within sixty (60) days of a membership vote to dissolve the Georgetown Aero Modelers Association, Inc., the EC will submit in writing to the membership, via the Association website or email, an equitable plan to dissolve the Corporation. The plan will address fair distribution of assets (if any) and/or resolution of all liabilities. Approval of the plan requires 2/3 of the members attending a meeting for the express purpose of approval of the dissolution plan. Members will be notified of the meeting via the Association website or email, at least 10 days in advance of the meeting. Members will receive an advance copy of the plan and it will include a comprehensive financial accounting as well as an affirmative legal opinion from a qualified Texas attorney.
- C. Ninety (90) days before the planned date of dissolution of the incorporated Association, the Association Secretary will file the appropriate forms with the Texas Secretary of State.

## **Article X – RULES OF ORDER**

All meetings of the Association will be conducted using Roberts Rules of Order for guidance.

## **Article XI – CONFIDENTIALITY OF RECORDS**

The EC must approve release of any records or files to an outside agency, organization, group or individual.

## **Article XII – FINANCIAL CONTROLS**

- A. The EC will, at least once a year, authorize an independent review of the records and finances of the Corporation.
- B. The financial review may be accomplished by a committee of members, a financially qualified individual, or by a professional accounting firm, to include at a minimum the following steps:
  - a. Compare the actual bank statements to the balances reported monthly to the Treasurer.

- b. Examine every check disbursement in excess of \$500 to assure that it complies with the Association policy of requiring the signature of two officers authorized on the bank signature card.
  - c. Select at random, six months of club activity, and examine all individual invoices for authenticity, club membership approval (where appropriate), classification and correctness of report to the membership.
  - d. Assure that all expenditures in excess of \$500 were properly approved in advance by the membership.
- C. Review reports will be made available to the membership.
- D. Any expenditure in excess of \$500 will require approval by the majority of the members present at a regular membership meeting.
- E. Any disbursement of more than \$500 will require the signatures of the Treasurer and President of the Association

### **Article XIII – COMPENSATION**

- A. Officers, committee members, and volunteer workers will not receive monetary compensation for performing their duties or assignments.
- B. Reasonable expenses incurred in conducting Association business may be reimbursed with approval of the President or Treasurer.

Amended March 13, 2018