



## **BY – LAWS INDEX**

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Revised 09-14-04

# **By Laws of the American Turf Flyers Inc.**

## **Article 1 – Election of the Board of Directors**

1. At the regular club meeting during August of each year, the presiding officer shall present a slate of Board of Director candidates. These candidates are selected by the board of Directors acting as a nominating committee. Additional nominations may be made from the floor at this meeting up to a total of three candidates for any specific office or directorship. Only open members may make nominations or be nominated. The order of the nominations shall be:
  - Vice President
  - Secretary
  - Treasurer
  - Field Chairman
  - Either Director #1 or #2 (Whichever term is up.)
2. All nominees must have been an American Turf Flyer open member for at least the 12 months immediately preceding his/her nomination. No candidate may be nominated for more than one office. By office, the names of the candidates shall be published in the newsletter (Glow Bug) prior to the October regular club meeting. The club membership will vote at the October regular club meeting to select their choice for each office. The candidates who receive the greatest number of votes for each office will become the elected officers and/or directors for the New Year. Absentee ballots may be requested from the club secretary after the candidate list is published in the newsletter and must be returned to the club Secretary at least 2 days prior to the October regular club meeting.
3. Each outgoing officer and/or Board Member shall make themselves available in an advisory capacity to the newly elected Board of Directors for a period of one year.
4. The New Board of Directors shall assume their duties on January 1<sup>st</sup> of the next year.

## **Article II – Board of Directors**

1. The Board will be responsible for the duties and assigned actions of the Board members, or any designated agents or representatives appointed to fulfill executive responsibilities. The Board of Director positions are:
  - A. President
  - B. Vice President
  - C. Secretary
  - D. Treasurer
  - E. Field Chairman
  - F. Director No. 1
  - G. Director No. 2
  - H. Past President or Director No 3(Succession shall be in that same order.)

2. An officer or director may resign his/her office upon submission of a written resignation to the Board of Directors. A treasurer may be removed from office by a majority vote of the Board of Directors. A Director may be suspended from office by a two thirds vote of the Board of Directors, or upon a written petition to the Board, signed by twenty percent of the club open membership. A Director shall be notified of his/her suspension and the date of the regular club meeting, at which, the issue will be discussed. Following the publication in the newsletter (Glow Bug) that a recall (or termination) hearing is to be conducted at a regular club meeting, (no names shall be published), the issues will be debated in open forum before the club membership, club officers or directors shall be considered recalled unless he/she receives the support of three fourth of the members present at that open hearing.
  
3. The Board of Directors shall cause to be reported to the club prior to the end of the next regularly scheduled meeting of the club, in addition to other items of interest, any decisions of the board which involve one or more of the following elements:
  - A. A commitment of the club or any of the directors, to any special or continuing relationship or affiliation with any other organization active in the clubs field of interest.
  - B. Any participation of the club, or its directors, in their official capacities in activities sponsored by other organizations in the field
  - C. All organized club activities planned for participation by any part of the club membership.
  - D. Any one time allocation of funds voted by the board in excess of \$100.00, or any recurring commitment of funds for one purpose or project expected to total \$200.00 during the calendar year.
  - E. Any change of officers, appointments, or functional assignment thereof.
  
4. Upon request of the twenty members at, or prior to, any meeting of the General Club Membership, the reading of any part of the minutes, records, or correspondence of the Board of Directors may be required.
  
5. Any decision of the Board of Directors may be revoked or amended by two-thirds (2/3) vote of the club open members present at a regularly scheduled club meeting.
  
6. Standing Committees – Board of Directors
  - A. Planning Committee – Chaired by Vice President, Members, Treasurer and Field Chairman.
 

This committee is to provide the Board of Directors and annual plan of club objectives and priorities for the upcoming fiscal year. To gather the necessary information, this committee, will advise in the September Glow Bug, that C.D. ‘5 planning an event for the next year must submit the “Club Event Expenditure Form” by October 10<sup>th</sup> of the current year, otherwise, the event will not be scheduled in the annual budget without this form. This plan is to be submitted at the October Board of Directors meeting along with the proposed annual budget. This committee will also present to the Board of Directors at the October Board of Directors meeting, a broad stroke 5 year plan of objectives, priorities, time table, and costs. After the Board of Directors review, revise if necessary, and approves these plans, they will be published in the October edition of Glow Bug. The one year and five year plans will be presented to the club membership for revision and/or approval at the October regular club meeting, (the second meeting after publication.) Approval requires a majority of the open members present at the meeting. The proposed budget for the next year will be published in the December edition of the Glow Bug and will be voted on at the regular club meeting in February – per Article VIII.
  - B. Membership Committee – Chaired by the Vice President, Members – Directors #1 and #2
 

This committee shall review membership applications and present these applications to the Board of Directors for approval or rejection. This committee is also responsible to maintain, per Article VI, Part 3, a list of membership applicants awaiting acceptance, should the club reach its 125 member limit.
  - C. Nominating Committee – Chaired by the Vice President. Members – President and first year Director
 

This committee will submit to the Board of Directors at the July Board Meeting a list of qualified and willing candidates for club officers for the New Year. The approved slate of candidates will be presented to the club membership at the August regular club meeting.
  
7. Any situation not specifically covered by the constitution or by-laws may be resolved by the board of directors.

## **Article III – Duties of Office**

### **1. President**

It shall be the duty of the President to preside at club meetings, Board of Director meetings, and other duties as would ordinarily pertain to the office. The President is responsible to oversee and audit the activities of the officers, directors, and all club members to assure that their responsibilities are properly executed. The President will also chair the annual Planning Committee.

### **2. Vice President**

It shall be the duty of the Vice President to preside at meeting of the club and/or the Board of Directors in the absence of the President, and to perform such other duties as ordinarily pertain to his/her office. The Vice President shall work in concert with the President in order that he/she be ready to automatically assume the office of President in the next year. Some specific responsibilities are:

- A. Club meeting facility arrangements and programs/entertainment.
- B. Maintain a complete activities calendar for the Board of Directors and club membership and assure publication in the Glow Bug.
- C. Chair the Membership Committee
- D. Chair the Nominating Committee

### **3. Secretary**

It shall be the duty of the Secretary to keep records of the proceedings at the meetings of the Board of Directors and the monthly Club meetings, to keep the Club Corporate Seal, to make necessary reports to such organizations as the club may be affiliated with, to assure the club members and Board of Directors are appropriately informed of pending meetings and to perform other duties as pertain to his/her office. Upon retirement from office, he/she shall turn over to his/her successor, or to the President, all books, seals, or any other club property in his/her possession. The club Secretary will:

- A. Maintain and execute club correspondence.
- B. Prepare ballots and supervise club elections.
- C. Maintain club records and membership with the A.M.A.
- D. Maintain all club records as required by law and/or the Board of Directors

### **4. Treasurer**

It shall be the duty of the Treasurer to have custody of all funds, accounting to the club monthly and annually, and at anytime upon demand of the Board of Directors. To keep the official record of the club membership, and to perform such other duties that pertain to his/her office. Once each year, the Treasurer will submit the books of accounts to the club for audit by representatives of the Board of Directors. Upon his/her retirement from office, he/she shall turn over to his/her successor, or the President, all funds, books, or accounts or any other club property in his/her possession. The Treasurer will make it possible for the President to withdraw funds in case of the Treasurer's removal, death, resignation, or inability to discharge the powers and duties of said office.

- A. The Treasure can only pay out funds within the guidelines of Article IX.
- B. The Treasurer should project any financial issue or condition to the Board of Directors, so action can be taken proactively.
- C. The monthly and annual reports, the proposed budget for next year, will be by line item.
- D. Last year's actual annual income and expenses.
- E. This year's budget by income and expenses.
- F. Last full month's income and expenses.
- G. This year-to-date income and expenses.
- H. The Treasurer will be a member of the Planning Committee.

### **5. Field Chairman**

The Field Chairman shall direct the operation and maintenance of the flying site. Operational duties include implementation and enforcement of policies and procedures required to ensure safe and efficient flight operations at the flying site. Maintenance duties include the coordination and direction of those activities required to maintain and/or upgrade the flying site to ensure safe and efficient flight operations. The Field Chairman will automatically be a member of the annual Planning Committee.

#### **6. Director #1**

The duties of Director #1 shall consist of an advisory and supportive function. Director #1 shall be an active participant of the Board of Directors, performing various functions as required. Director #1 shall serve a two year term staggered with Director #2. When, in the second of his/her two year term, this Director shall be in charge of flight training for our club. This would include finding and scheduling instructors, and providing written instructions and aids especially to the new pilots.

#### **7. Director #2**

The duties of Director #2 shall consist of an advisory and supportive function. Director #2 shall be an active participant of the Board of Directors, performing various functions as required. Director #2 shall serve a two year term staggered with Director #1. When, in the second year of his/her two year term, this Director shall be in charge of flight training for our club. This would include finding and scheduling instructors, and providing written instructions and aids, especially to new pilots.

#### **8. Director #3 or Past President**

The duties of the past President shall be in an advisory and supportive function. His/her experience should provide a valuable and stabilizing effect on the Board of Directors.

### **Article IV – Meetings**

1. Club Meetings – A regularly scheduled meeting of the club shall be held at such time as the club membership shall direct. Due notice of any changes in, or a cancellation of a meeting shall be given to all club members.
2. Special Meetings of the club may be called upon by written notice to each member of the club signed by ten members of the club and posted or delivered to the membership at least one week in advance of the date set for the special meeting.
3. Special meetings of the Board may be called by the President whenever deemed necessary, or at the request of two members of the Board, due notice being given.
4. Three-fifths (3/5) of the members of the Board of Directors shall constitute a quorum (5 of 8 members).
5. The Board of Directors shall meet monthly.

### **Article V – Dues**

1. Membership dues shall be \$100.00 per year for open memberships. All open memberships can include family members. This may be the spouse, and/or any children living at home and no older than 18 years. Each family membership over and above the open membership member will have annual dues of \$12.50 each. Junior memberships (non family) are \$12.50 per year. The applicable dues must be paid in one payment. For members rejoining, the annual dues are payable no later than the February meeting and are thereafter delinquent. Once delinquent, the membership is terminated and that member forfeits all of his/her dissolution shares so accumulated. Extenuating circumstances may be recognized if the member applies to the Board of Directors for relief. New members joining the Club during the fiscal year shall have their dues prorated as follows:
  - A. December 1 of the preceding year through July of the current year. \$100.00
  - B. During August and September. \$75.00
  - C. During October and November. \$50.00

2. Anyone who was a full member during the preceding year, but did not pay their current dues by the February regular club meeting are terminated. They may rejoin the club again as a new member providing the membership is not closed. If they rejoin the club during the calendar year following their full membership, they will be assessed \$25.00 additional fee at the time of joining. Dissolution units will not be re-instated.

## **Article VI – Memberships**

1. Membership Committee – the Membership Committee shall be comprised of the club Vice President, Director #1, and Director #2. The club Vice President shall be the Chairman of the Membership Committee. The Membership Committee shall process all applications for new and renewing members, determine the acceptability of new and/or renewing members for inclusion into the club and maintain the open member waiting list if the open membership is closed. The Membership Committee may reject any application for membership by a unanimous vote. The Membership Committee may, by a two-thirds (2/3) vote; extend the probationary period for a new or renewing member a maximum of thirty additional days. The Membership Committee shall meet regularly, or as required, to process applications and shall report the results of all meetings to the club Secretary and Board of Directors.
2. Persons wishing to join the Club will make application to the Membership Committee. The application shall be accompanied by dues in full and proof of a current AMA license, or the applicant has already made application to the AMA. Upon acceptance of the application and dues, the applicant shall become a probationary member for a period of thirty (30) days. During this probationary period, the Membership Committee may, at its discretion, deny the applicant continuing membership in the Club if just cause, as determined by the Membership Committee, is found. Applicants that could not provide proof of a current AMA license at the time of submission of their application shall have this probationary period to secure a current AMA license. Failure of the applicant, for any reason, to provide such proof during this period shall be considered just cause for rejection of a continuing membership. In the event that a member is denied membership in the club during his/her probationary period any and all dues rendered at the time of application shall be returned to the applicant.
3. Open membership waiting list – In the event that the open membership is closed, prospective open members shall be added to the open membership waiting list as maintained by the Membership Committee. Prospective members are added to the end of the list. When a membership becomes open, the Membership Committee shall contact the person currently at the top of the list and extend the membership. Should this person decline, then his/her name shall either be removed from the list, or moved to the bottom of the list at his/her option and the membership shall then be extended to the next person on the list. Should the Membership Committee be unable to contact the person at the top of the list within seven (7) working days, or otherwise be able to determine that the person at the top of the list is no longer a candidate for membership, the person's name shall be dropped from the list and membership shall then be extended to the next person on the list. Former Senior and Junior members, who wish to become open members while the open membership list is closed, automatically move to the top of the open membership waiting list.

## **Article VII – Flying Field Rules**

1. The club officers shall publish, when needed, rules for safe and proper conduct while flying at the club flying site. All club members and guests will be bound by these rules. Violation of these rules can constitute grounds for termination of membership per Article VI, Section 3 of the constitution. Every member is responsible for the operational duties, including implementation and enforcement of policies and procedures required to ensure safe and efficient flight operations at the flying site.

## **Article VIII – Annual Budget**

1. The proposed annual budget for the upcoming year will be published by the Board of Directors in the December edition Glow Bug. At the February club meeting, the proposed budget will be discussed, amended as necessary, and

voted on. It requires three fourths (3/4) of the members present to approve the final budget. The Board of Directors are then allowed to spend the club funds within the confines of the approved budget.

## **Article IX – Expenditure of Club Funds**

1. The funds specified under the approved annual budget may be spent as designated.
2. All non-budgeted funds including “miscellaneous” over \$35.00 may only be dispersed under the following guidelines
  - A. The Board of Directors may spend of to \$200.00 on a single project by a majority vote.
  - B. The club Treasurer can spend up to \$100.00 in an emergency, with the approval of the club President, or in his absence, the club Vice President.
  - C. On a single project, expenses of \$201.00 to \$500.00 must be approved at a regular club meeting by a majority of open members present.
  - D. On a single project with expenses over \$500.00, the proposed expenditure must be communicated to the club membership via the Glow Bug, or a letter prior to the regular club meeting. A majority may then amend, approve, or reject the proposal.

## **Article X – Special Funds**

1. The Treasurer of the Club may be authorized by the Board of Directors to receive contributions or specially obtained funds from any individual or institution to be applied to the general funds of the Club. These funds must be spent as specified in the contribution.
2. The Board of Directors shall be empowered to designate or set aside funds from the Club’s treasury, and at an amount to be established by said Board of Directors for special building, field improvements, property acquisitions and/or emergency expenditures. Such expenditures for any special or emergency funding must be approved by a majority of the Board of Directors and three-fourths (3/4) of the membership present at a regularly scheduled meeting. Such expenditures must be posted in the Club Newsletter prior to the voting month.
3. The Board of Directors is hereby empowered to offer for sale to current regular (open) members of the American Turf Flyers, Inc. additional equity shares (“units”) in whatever numbers and at whatever times the Board of Directors deems necessary. The ‘par’ value of these units shall be as defined in ARTICLE XI – Club Dissolution, item 1, “value of a unit.”

## **Article X – Special Funds**

1. In the event of Club dissolution, current open members at the time of dissolution as determined by the official club membership list, retain their units. These units shall be utilized in the calculation of each open member’s pro-rated ownership of the current disposable assets of the Club based on a formula of each open member’s units to the total number of units outstanding. The value of a unit used in the pro-rate calculation shall be \$25, accumulated up to a maximum of three units per year plus any additional units directly purchased from an approved Board of Directors offering will apply towards dissolution benefits.
2. The Treasurer’s membership list will be used to determine how many units each open member has accrued in the event of a club dissolution.
3. The operating fund and any disposable assets of the Club shall be discussed among the then current open members based upon each open member’s pro-rated value of his/hers units.
4. Only those units earned under current consecutive open membership or directly purchased under current consecutive open membership from an approved Board of Directors offering will apply towards dissolution benefits.