

**BYLAWS OF THE CHULA VISTA MODEL AND RADIO
CONTROL CLUB**

Amended January 3, 2007

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Bylaws of the Chula Vista Model and Radio Control Club

Article 1: Offices

1.1 Principle Office

The principal Office of the Chula Vista Model and Radio Control Club Corporation for the transaction of its business is located in the County of San Diego.

1.2 Other Locations

The Chula Vista Model and Radio Control Club Corporation may also have offices at other places, within or without the state of California where it is qualified to do business, as its business may require, and as the Board of Directors may from time to time designate.

Article 2:

Definition of terms used in these Bylaws

- a. The present tense includes the past and the future tenses, and the future tense includes the present.
- b. The masculine gender includes the feminine and the neuter.
- c. The singular number includes the plural, and the plural number includes the singular.
- d. The word "shall" is mandatory and the word "may" is permissive.
- e. The word "directors" and the word "board" mean the Board of Directors.
- f. "CVMRCC" is the acronym for "Chula Vista Model and Radio Control Club."
- g. The Corporation and the Club are both the same entity, and the words may be used interchangeably. Both will refer to the CVMRCC.
- h. "FOSR" is the acronym for "Flight Operation and Safety Rules."
- i. "AMA" is the acronym for "Academy of Model Aeronautics."

Article 3: Membership

3.1 Class of Membership

The Club shall have 3 classes of members as follows:

- a. Senior member, 19 years and older.
- b. Senior Associate member, a member of the senior members' immediate family 19 years and older.
- c. Junior member, under 19 years of age.
- d. No member shall have more than one membership in the Club.

3.2 Membership Limit

Club membership shall be open until a point of saturation is reached. The cut-off point will be determined and controlled at the discretion of the Board.

3.3 Application

Any person desiring membership in the Club shall be admitted only on making application therefore, and being accepted for membership under the following criteria:

- a. Be a member of the Academy of Model Aeronautics.
- b. Payment of an initiation fee as set by the Board.

3.4 Dues

3.4.1 Amount

- a. Senior members. \$60.00 per year.
- b. Senior associate members. \$60.00 per year.
- c. Junior members. \$12.00 per year.
- d. Members of the Board of Directors, Editor, Membership Coordinator, Safety Coordinator and Web Site Coordinator will be exempt from paying dues for the year in which they hold office. Should an officer leave office before the end of his term, he will be responsible for prorated membership dues.
- e. Transient flyers visiting the area may fly 3 times as a guest but must thereafter pay \$5.00 per month providing they are current members of the AMA.

3.4.2 Payment

- a. Annual dues may be paid in two installments of \$30 (\$6 for junior members) each payable on or before the first meeting in January and the first meeting in July respectively.
- b. Senior and Senior Associate members may elect to pay annual dues of \$50.00 in one installment if paid on or before the first club meeting in January.
- c. New Senior and Senior Associate members dues will be prorated at \$5.00 per month, and Junior members dues at \$1.00 per month for the portion of the year remaining.
- d. All members shall provide proof of their current AMA membership before their club dues can be accepted by the Treasurer.

3.4.3 Delinquency

- a. The first installment of annual dues becomes delinquent after the club meeting in January, and the second half installment becomes delinquent after the club meeting in July.
- b. Any member who fails to pay his dues by the January meeting will be notified by mail that he will have 15 days after postmark date to pay dues owed or be dropped from the membership.
- c. Any member dropped from the Club for non-payment of dues may not fly at the Club field as a guest regardless of their AMA status.
- d. Any member who is dropped from the Club for non-payment of dues, and subsequently

applies for reinstatement, will be considered as a new applicant, and will be required to pay the current initiation fee and any other charges required of a new member to rejoin the Club.

3.5 Transfer of Membership

Membership in the Club is non-transferable and non-assignable.

3.6 Personal Liability

No member of this Corporation shall be personally liable for debts, liabilities, or obligations of the Corporation.

3.7 Inactive Status

A member may request to be placed on the inactive list by letter to the Secretary. The term "inactive" means that during the period of inactivity, said member will not:

- a. Vote on issues before the membership.
- b. Fly at the field as a member or guest.
- c. Receive the Club Newsletter.
- d. Pay dues.
- e. Appear on the Club roster.
- f. Posses a gate or hangar key.

3.7.1 Regaining Active Status

Inactive members may regain active status, without payment of the initiation fee, by requesting active status and paying pro-rated dues for the remainder of the year. They shall do so either at a general meeting or by letter to the Secretary. He may be required to pay any assessments levied during his inactive status.

3.8 Suspension

Any member may be suspended for good cause from active participation in the affairs of the Club for varying and limited periods of time, provided he is given notice of the proceedings against him and an opportunity to be heard in his own defense, and only after a hearing before the Board of Directors. "Good cause" means action or non-action detrimental to the Club.

3.9 Evidence of Membership

The Board of Directors shall provide for the issuance of certificates evidencing membership in the Club. Each such certificate shall state the calendar year(s) for which it is valid and shall have printed on its face in clear type that the Club is non-profit. The form, size, and contents of the certificate in all other respects shall be fixed from time to time by resolution of the Board of Directors. A person designated by the Board shall sign each certificate. The name and address of each member and the date of issuance of each certificate shall be entered on the records of the Club. If the certificate becomes lost, mutilated or destroyed, a new certificate may be issued upon request.

Article 4: Meeting of Members

4.1 Regular Meeting

Monthly meetings of the general membership shall be held on a regular day of each month at a place and time to be designated the Board of Directors.

4.2 Elections

Election of the Board of Directors shall be held annually in the month of November at the regularly scheduled monthly meeting. Members desiring to nominate candidates to the Board of Directors shall be present. No absentee nominations will be accepted. Nominees shall be eligible voting members.

4.2.1 Nominating Committee

The Board shall select a nominating committee for the annual elections. The nominating committee shall establish a slate of the Board of Directors and publish it in the Newsletter prior to the election meeting. The chairman of the Nominating Committee shall nominate the slate of the Board of Directors in total at the election meeting prior to receiving nominations from the floor. Nominations may be made from the floor on election night. A nominee need not be present at the election meeting if that person has indicated that he is willing to serve.

4.2.2 Questions

All club members nominated for elective office may be asked by the club members at the election meeting prior to voting, to answer questions pertaining to their qualifications and goals envisioned for the Club.

4.2.3 Secret Ballot

Elections shall be by secret ballot and winners shall be selected by a majority of a quorum of voting members present.

4.2.4 Cumulative Voting

Cumulative voting for the election of directors or other officers shall not be authorized. Each member will be allotted only one vote per elected office.

4.2.5 No Proxy

Proxy shall not permit members to vote for elections.

4.2.6 Quorum for Elections

A quorum for elections shall consist of 25% of the current membership of the club.

4.2.7 Lack of Quorum

In the absence of a quorum, the election of the Board of Directors shall be postponed to a later meeting or done by a mail ballot. Members of the Board of Directors shall continue to serve in

their respective capacities until provided by these Bylaws.

4.2.7.1 Mail Balloting

Ballots shall be mailed to each member as soon as possible after the November meeting and returned before the meeting designated on the Ballot for counting at that meeting. The balloting shall be done using a two-envelope system. The outer envelope shall bear the Clubs' return address and shall bear the signature of the voting member. This envelope shall be used to validate that each member casts only one ballot. Inside will be a second envelope, which will contain the actual ballot. Once the outer envelope has been verified by examination of the members' signature, it shall be opened and the inner envelope placed into a ballot box for later counting. The ballots shall be counted at the designated meeting in the presence of the attending members. Winners shall be determined by a simple majority of ballots returned. The results will be announced immediately after counting.

4.3 Special Meeting

Special meetings of members shall be called by the President or in his absence or inability to act, by the Vice President, or as may be ordered by the Board, or by not less than 10 percent of the voting members of the club.

4.3.1 Notice

Written or special notice of the time and place of every special meeting shall be delivered personally to each eligible member, or sent to him by United States Mail postmarked at least 7 days prior to such meeting.

4.4 Conduct of Meetings

Club meeting shall be presided over by the president or in his absence, by the vice president, or in the absence of both, by a chairman chosen by the majority of the voting members present. The Secretary of the Corporation shall act as secretary of all meeting of members. In his absence, the presiding officer shall appoint another person to act as secretary for the meeting.

4.4.1 Meeting Rules

Robert's Rules of Order shall govern meetings as such rules may be revised from time to time, insofar as such rules are not incompatible with the Articles of Incorporation of this Corporation, or with law.

4.4.2 One Vote

Each member is entitled to one vote on each matter submitted to the members.

4.4.3 Voice Votes

Voting shall be by voice vote unless a member entitled to vote demands that voting be held by secret ballot.

4.4.4 Business Quorum

The Club may conduct business at a regular scheduled meeting provided there is 20% of the total membership present. All business brought before the general meeting that can not be decided upon due to a lack of a quorum, will be deferred to the board to be decided upon at the next board meeting.

Article 5: Board of Directors

5.1 Composition

The Board of Directors shall consist of the four Executive Officers, four Board Members elected at large, and the outgoing President to serve one year only. If the previous President is re-elected, then the first runner-up for director shall fill the vacancy. If there is no runner-up, then Article 5.6 shall apply. In the event the outgoing President chooses not to or is unable to remain on the Board for one year, this vacancy will be filled in accordance with Article 5.6.

5.2 Eligibility

Any voting member is eligible to be elected as a Director of this Corporation.

5.3 Authority of The Board of Directors

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by the Board of Directors, except that expenditures of more than \$500.00 shall be approved by a majority vote at a meeting of members dully called pursuant to the Bylaws.

5.4 Duties of The Board of Directors

The Board of Directors shall conduct routine club business and initiate substantive matters to be brought before the general membership in accordance with the club Bylaws.

5.4.1 Safety Officers

All Board Members shall be Safety Officers.

5.5 Removal

The entire Board or any individual may be removed at any time by the vote of a two-thirds majority of the members eligible to vote.

5.6 Vacancies

5.6.1 Declaration

The Board may declare vacant the office of a director for any one of the following reasons:

- a. If he is declared unsound of mind by an order of court, or finally convicted of a felony.
- b. If within 60 days after notice of his election, he declines to accept the office either in writing or by so stating at a meeting of the Board.
- c. Misses two consecutive board meetings unexcused.

5.6.2 Filling Vacancies

Vacancies shall be filled by a majority vote of the remaining directors, though less than a quorum is present.

5.6.3 Failure of the Board to Act

A majority of a quorum of the club membership may elect a Director at any time to fill any vacancy not filled by the Directors. Should the office of all Directors become vacant, the vacancies shall be filled by a majority vote at a special meeting whether or not a quorum is present.

5.6.4 Duration

A person elected to fill a vacancy shall hold office for the unexpired term of his predecessor.

5.7 Meetings of the Board

5.7.1 Regular Meetings

Regular meetings of the Board shall be held at such place or places within or without the State of California, which have been designated from time to time by resolution of the Board. Time and place shall be flexible to accommodate Directors and meeting rooms.

5.7.2 Special Meetings

Special meetings of the Board may be called by the President, or if he is absent or is unable or refuses to act, by the Vice President, or by any 2 Directors, and such meetings shall be held at a place accessible to all members.

5.7.3 Notice

Written or special notice of the time and place of special meetings shall be delivered personally to each board member, or sent to him by U.S. Mail postmarked at least 7 days prior to such meetings.

5.7.4 Board Quorum

Seven directors shall constitute a quorum for the transaction of business. At any meeting at which a quorum is not present, the only motion that can be entertained, is the motion to adjourn.

5.7.5 Acts of the Board of Directors

Every act or decision done or made by a majority of the Directors at a meeting duly held at which a quorum is present, is the act of the Board of Directors, unless the Law, the Articles of Incorporation, or these Bylaws require a greater number.

5.7.6 Meeting Rules

Robert's Rules of Order shall govern meetings of the Board of Directors as such rules may be revised from time to time, insofar as such rules are not incompatible with the Articles of Incorporation of this Corporation, or with law.

5.7.7 Chairman of the Board

Meetings of Directors shall be chaired by the President or in his absence by the Vice President, or in the absence of both, by a chairman chosen by a majority of the Directors present. The Secretary of the Club shall act as the secretary of the Board. If the Secretary is absent from such meeting, the chairman may appoint any person to act as secretary for the meeting.

Article 6: Executive Officers

6.1 Definition

The Executive Officers of the Club shall be the President, Vice President, Secretary, and Treasurer. No person shall hold more than one elected office with the exception of the editor, which can be held concurrently with any other elected office.

6.2 Duties of the President

The President shall be the Chief Executive Officer of the Corporation and shall be subject to the control of the Board. He Shall:

- a. Supervise and control all of the business and affairs of the Corporation.
- b. Perform all the duties incident to his office and such other duties as may be required by law, or by these Bylaws, or which may be prescribed from time to time by the Board.
- c. Preside at all meetings of the members and the Board.

6.3 Duties of the Vice President

The Vice President shall:

- a. In the absence or disability of the President or in the event of his refusal to act, perform all the duties of the President, and when so acting, shall have the powers of, and be subject to the restrictions on the President.
- b. Have all such other powers and perform such other duties as may be imposed by law, or these Bylaws, or as may be prescribed from time to time by the Board.
- c. Be responsible for the raffle at the monthly meetings.

6.4 Duties of the Secretary

The Secretary shall:

- a. Keep at the principal office of the Club or at such other place as the Board may order, a book of minutes of all meetings of the Directors and of the members, recording therein the time and place of holding, whether regular or special and if special, how authorized, notice thereof given, the names of those present at Directors meetings, and the proceedings thereof.
- b. Keep at the principal office of the Club a membership book containing the name and address of each member.
- c. In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, or by these Bylaws, or which may be assigned to him from time to time by the Board.

6.5 Duties of the Treasurer

The Treasurer shall:

- a. Deposit in the name of the Club all moneys of the Club with such depositories as are designated by the Board, disburse such funds as may be ordered by the Board, and render to the President or to the Board, on request therefore, statements of financial condition of the Club.
- b. Keep and maintain adequate and correct books of account showing the receipts and disbursements of the Club and an account of its cash and other assets.
- c. Keep such books of account open to inspection by any Director or member at all reasonable times.
- d. In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, or by these Bylaws, or which may be assigned to him from time to time by the Board.

Article 7: Other Officers

7.1 Assignment

With the exception of the Directors and Editor, other officers are not normally elected. Other officers are volunteer positions that are approved by the Board. Should more than one member volunteer for a position and resolution can not be achieved without official action, then a vote by secret ballot will be put to all members present at the next club meeting regardless of quorum.

7.2 Duties of the Editor

The Editor shall be an elected officer but shall not be considered a member of the Board of Directors as a result of filling an elected position. His position as Editor does not preclude him from being elected as a Director. The Editor shall publish a club newsletter which shall include, but not be limited to, announcements and notices of the Club, a synopsis of the proceedings of each board meeting, and other information pertinent to club activities and transactions.

7.3 Duties of the Directors

The Directors shall participate in full with the other members of the Board in conducting the business and affairs of the Club. Directors can not concurrently hold executive office, but can concurrently serve as the Editor, Membership Coordinator, Web Site Coordinator or Safety Coordinator.

7.4 Duties of the Membership Coordinator

The Membership coordinator is responsible for:

- a. Maintaining and revising the club's membership roster (ledger) as needed to be current. The roster will include the name of the member, full address, telephone number, e-mail address if applicable, AMA number, and payment of dues history. A computer database of the roster will also be maintained for other club usage.
- b. Periodically inspecting and updating membership cards during meetings and at the field.
- c. Coordinates with the AMA for verification of memberships.

- d. Collects dues for the club.
- e. Makes new membership packets and provides mailings when necessary.
- f. Presents to members and the public the benefits of the club using editorials and public forum to promote the concepts of the club and that of model aviation.

7.5 Duties of the Web Site Coordinator

The Web Site Coordinator will:

- a. Maintain an active club web site.
- b. Update the site content on a monthly basis.
- c. Report to the board and membership any significant web site development issues.
- d. Execute the desires of the club.

7.6 Duties of the Safety Coordinator

The Safety Coordinator will:

- a. Ensure that the club is operating in accordance with all AMA regulations and the FOSR.
- b. Address all safety concerns of the Board or the membership.
- c. Act as the club liaison with the AMA on all safety matters.

Article 8: Miscellaneous Provisions

8.1 Committees

The Club shall have such committees, with such members, to perform such functions as shall be designated from time to time by the Board of Directors. The Board shall appoint the Chairman to the task or project, and the Chairman shall, subject to the approval of the Board, assemble his committee of such number as may be required to complete the assignment.

8.2 Contracts

The Board, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the Club to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Club. Such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have power or authority to bind the Club by any contract or engagement or to pledge its credit or to render it liable for any purpose or in any amount.

8.3 Annual Report

The Board shall cause to be prepared and submitted to the members a written annual report, including a financial statement. Such report shall summarize the Club's activities for the preceding year. The financial statement shall consist of a balance sheet as of the close of business of the Club's fiscal year, contain a summary of receipts and disbursements, to be prepared in such manner and form as is sanctioned by sound accounting practices, and be

certified by the President, Secretary, Treasurer, or a Public Accountant.

8.4 Seal

The Board of Directors may adopt, use, and at will, alter a corporate seal. Such seal, if adopted, shall be affixed to all corporate instruments, but failure to affix it shall not affect the validity of any such instrument.

8.5 Fiscal Year

The fiscal year of the Club shall be the calendar year.

Article 9: Bylaws

9.1 Effective Date

These Bylaws shall become effective immediately on their adoption. Amendments to the Bylaws shall become effective immediately on their adoption. Unless the amendment provides that they are to become effective at a later date.

9.2 Amendments to the Bylaws

New Bylaws may be adopted or these Bylaws may be amended or repealed by the vote of a majority of a quorum at a meeting duly called and noticed for the purpose, and following the same procedures mandated for amendment of the Constitution.

9.3 Access to Bylaws

The original or a copy of the Bylaws as amended or otherwise altered to date, certified by the Secretary, shall be recorded and kept in a book which shall be kept in the principal office of the Club, and such book shall be open to inspection by the members at all reasonable times during office hours.

Article 10: Flight Operation And Safety Rules

10.1 Scope

All persons are subject to AMA safety rules and the Flight Operation and Safety Rules using when using the club field, equipment or facilities.

10.2 Noise Suppression

All model engines shall meet the noise suppression requirements of the FOSR.

10.3 Violation of FOSR

Any pilot violating any AMA safety rule or the FOSR may be issued a citation. Safety Officers and Club Officers shall cite violators as follows:

- a. 1st violation - written citation by Safety Officer or Club Officer, recorded in the Club files.

- b. 2nd violation - automatic \$5.00 fine to be paid to the Club before the pilot flies again.
- c. 3rd violation, within a period of one year from the first violation - dismissal from the Club.

10.3.1 Appeal

A third violation (dismissal from the Club) may be appealed to the Board of Directors at the first meeting of the Board after the issuance of the citation. The member in violation and the issuing officer shall be present at the Board meeting.

10.4 Changes to the FOSR

Changes to the FOSR may be made from time to time upon the recommendation of the Board or a club member after submitting the proposed change to the membership. Changes to the FOSR shall require a majority vote of a quorum at a regular club meeting for approval and adoption.

10.5 Emergency Changes

The Board of Directors may adopt emergency changes to the FOSR, which shall become effective immediately, upon a two-thirds affirmative vote of the Board members. The emergency change shall subsequently be confirmed by a majority vote of a quorum at a regular club meeting to remain in effect.

10.6 Notice of Change

Changes to the FOSR shall be published in the club newsletter for two consecutive issues following adoption.

10.7 Access to the FOSR

The Secretary shall maintain a current copy of the FOSR on file and available to any club member for his or her examination.

End of Bylaws

-----**Nothing Follows**-----