

BYLAWS
Of The
EL DORADO SILENT FLIERS
A NON-PROFIT ORGANIZATION

ARTICLE 1

NAME

The name of this organization shall be El Dorado Silent Fliers.

ARTICLE 2

PURPOSE

This shall be a non-profit organization for the purpose of social, educational and recreational activities pertaining to building and flying radio controlled model sailplanes and electric-powered model aircraft.

ARTICLE 3

MEMBERS

SECTION 1

CLASSIFICATION OF MEMBERS

The club shall have two classes of members, regular and junior.

SECTION 2

ELECTION OF MEMBERS

Any person may apply for regular membership. Any person applying for membership shall be accepted, provided any member of the quorum present at a regular meeting does not oppose the application. If membership is opposed, there will be a vote for acceptance, and said acceptance will be determined by a majority of the members present.

SECTION 3

QUALIFICATION OF MEMBERS

(A) Applicants for membership shall be members of good standing or applicants of the ACADEMY OF MODEL AERONAUTICS. (B) Members operating models shall comply with the local safety rules and AMA regulations at any given flying site. All members' radio equipment must be FCC approved and operated in accordance with current FCC regulations.

SECTION 4

VOTING RIGHTS

- (A) Each regular member shall be entitled to one vote on each matter submitted to the members.
- (B) New members will be eligible to vote on matters before the club 60 days after qualification for membership and his or her membership application has been accepted.
- (C) A junior member will be under 16 years of age and will have no voting rights in club matters.

SECTION 5

TERMINATION OF MEMBERSHIP

The Board of Directors may terminate the membership of a member for cause after appropriate hearing and by majority vote of those present at any regularly constituted Board meeting.

SECTION 5.1

CAUSE DEFINED

Cause for expulsion or removal of a member or officer is herein defined as:

1. Serious violations of park rules, general and/or safety procedures and rules of the EDSF or El Dorado Park.
2. Acts that are physical or of a threatening nature toward others or EDSF property.
3. Acts that are against the purpose of the EDSF.
4. Willful misconduct of a club officer in matters dealing with EDSF business.

SECTION 6

RESIGNATION

Any member can resign at any time.

SECTION 7

TRANSFER OF MEMBERSHIP

Membership in the club is non transferable and is not assignable.

SECTION 8

CLUB EQUIPMENT

Upon termination, resignation or voluntary withdrawal of any member, all club equipment held by that member must be turned over to a member of the Board of Directors.

SECTION 9

BYLAWS

All members shall be provided with a copy of current bylaws, a current copy of field safety rules, and club rules, at the time a membership application is accepted.

ARTICLE 4

MEETING OF MEMBERS

SECTION 1

Meetings of the Board of Directors may be called by, or at the request of, the President or any two Directors. The person or persons authorized to call such meetings shall fix the time and place.

SECTION 2

A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If less than a majority is present, a majority of the members present may adjourn the meeting.

SECTION 3

The President, a majority of the Board of Directors, or no fewer than 10 club members may call special meetings at any other time during the month. Proper notice is required for all special meetings and shall include notice to all Board of Directors members and posting on the EDSF Website at least three days prior to the date of the special meeting.

SECTION 4

A quorum for the purpose of conducting business at a monthly club meeting shall consist of a number equal to 20 percent of the total membership.

(10)

SECTION 5

The regular meeting held in December of each year shall be known as the Annual Meeting and shall be for the purpose of electing officers in addition to any other business that may come before the general membership. Officers will be nominated at the November meeting.

SECTION 6

The parliamentary authority for all meetings of the EDSF shall be Robert's Rules of Order and these Bylaws.

SECTION 7

All general business matters submitted for a vote at a meeting, with the exception of the election of club officers, shall require a simple majority vote of 51 percent of the quorum. The election of officers shall be by secret ballot of those present or by absentee ballot.

ARTICLE 5

BOARD OF DIRECTORS

SECTION 1

GENERAL POWERS

The Board of Directors shall manage the affairs of the club.

SECTION 2

TENURE AND QUALIFICATION

Each director shall hold office one year. Directors must be members of the club for a minimum of six months.

SECTION 3

COMPENSATION

Directors as such will not receive any compensation or stated salaries for their services, but nothing contained herein shall be construed to preclude any Director from serving the club in any other capacity and receiving compensation therefore.

ARTICLE 6

OFFICERS

The officers of the club shall be President, Vice President, Secretary, Treasurer. These officers shall be elected by the general membership on an annual basis, and will serve January through the end of December each calendar year. The same person may hold no two offices concurrently. These officers shall constitute the Board of Directors. The Board shall appoint additional officers deemed necessary by the Board, either on a temporary or permanent basis. (Newsletter Editor, Contest Director, Safety Officer, Historian, Webmaster and Membership Chairman.)

SECTION 2

REMOVAL

Any officer, elected or appointed, may be removed by the membership whenever, in their judgment, the best interests of the club would be served. This will be done by a majority vote (two-thirds) of the members at a regularly scheduled monthly meeting after thirty days notice has been given in writing to the general membership.

SECTION 3

VACANCIES

A vacancy in any office, for any reason, may be filled by the Board for the remaining term of that office.

SECTION 4

PRESIDENT

The President shall be the principal executive officer of the club, and shall, in general, supervise and control all of the business and affairs of the club in conjunction with the other members of the Board. All members of the Board shall have one vote, of equal magnitude, on any issue concerning the club. The President shall preside at all meetings of the members and the Board. He may appoint any committee to serve the club as needed.

SECTION 5

VICE PRESIDENT

In the absence of the President, or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all the powers and be subject to all the restrictions upon the President. The Vice President shall perform other duties as may be assigned to him by the President or the Board.

SECTION 6

TREASURER

The treasurer shall have charge and custody of and be responsible for all funds of the club; receive and give receipts for monies due and payable to the club from any source, and deposit such monies in the name of the club in a federally insured bank account, and, in general, perform all the duties that may be assigned him by the President or the Board. All monies spent for club activities must have prior approval of the Treasurer. The Treasurer will provide a financial report at each club meeting.

SECTION 7

SECRETARY

The Secretary shall keep the minutes of the monthly Board of Directors and Club Meetings in the books provided for that purpose, be custodian of all club records, and perform all the duties that may be assigned to him by the President or Board. The Secretary shall also be responsible for maintaining and updating an inventory list of club property (winches, impound rack, etc).

SECTION 8

CONTEST COORDINATOR

The Contest Coordinator is responsible for setting the yearly contest schedule, obtaining sanctions from the AMA, assigning qualified contest directors to run the contests, keeping a yearly standings record for each competition, and any other jobs assigned by the President or Board.

SECTION 9

NEWS LETTER EDITOR

The Editor shall be appointed by the Board and shall be in charge of the publication of the monthly newsletter, and it will be posted on the club Website. The Editor shall be responsible for the distribution of the newsletter (hard copy) to club members and provide a digital copy to the Webmaster.

SECTION 10

HISTORIAN

The Historian shall be responsible to keep records of all past club events, records, or publicity.

SECTION 11

SAFETY OFFICER

The Safety Officer shall be responsible for the enforcement of the club's safety rules. He may appoint members to serve on the Safety Board. All officers of the club are members of the Safety Board.

SECTION 12

WEBMASTER

The Webmaster will develop and maintain the club Website as directed by the board. An alternate to the Webmaster shall be appointed by the Board to carry on the task of the Webmaster should the Webmaster become unavailable or incapacitated in anyway. The Webmaster shall provide the President the current password and other interlocks necessary to access the Website at anytime.

SECTION 13

MEMBERSHIP CHAIRMAN

The Membership Chairman shall collect the membership applications and dues. The Membership Chairman will submit the dues to the Treasurer and maintain an accurate accounting of all regular members. The Membership Chairman will issue a membership list when requested. The Membership Director shall provide on a monthly basis a copy of the latest membership database file to the President.

ARTICLE 7

CONTRACTS, MEETINGS WITH REGULATORY AGENCIES AND GIFTS

SECTION 1

CONTRACTS

The Board or any other officer of the club may not enter into any contract on behalf of the club without the consent of the general membership by way of a simple majority vote of the quorum at a regularly-scheduled meeting.

SECTION 2

MEETINGS WITH REGULATORY AGENCIES

The President or his appointee (Park Representative) may participate in any meetings with regulatory agencies or Parks Department officials .If rule changes or flight restrictions are on the agenda, another club member must be in attendance. Minutes must be taken and made available to all Club Members.

SECTION 3

GIFTS

The Board may accept any contribution or gift on behalf of the club.

ARTICLE 8

SECTION 1

BOOKS AND RECORDS

The Club shall keep correct and complete books and records of account and shall keep minutes of the proceedings of meetings. They also shall keep a record giving names and addresses of members entitled to vote. Any member or his agent or attorney may inspect all books and records of the club for any purpose at any reasonable time.

ARTICLE 9

SECTION 1

DUES

The annual membership dues of the club shall be determined by a vote of the membership payable at the first of each calendar year, in full, in the case of continuing members. The club shall not operate at a loss due to insufficient dues payments. Dues for junior members will be determined by the general membership. Lifetime membership can be authorized by a vote of the members of the Board.

SECTION 2

PAYMENT OF DUES

Dues shall be payable at the January meeting of each calendar year. For all new members, dues paid after November 1 will include membership for the following year.

SECTION 3

DEFAULT AND TERMINATION OF MEMBERSHIP

When a member shall be in default in the payment of his dues for a period of two months from the beginning of the calendar year, his membership may be terminated, and he shall be responsible to return all club equipment.

ARTICLE 10

SECTION 1

CERTIFICATES OF MEMBERSHIP

The club shall provide a Certificate of Membership in the club. These certificates, signed by the Club President, will state the name and AMA number of the member and the current year of membership. The name and address of each member and the date of issuance of the certificate shall be entered in the records of the club. If the certificate is lost, mutilated or destroyed, a new certificate may be issued. Proof of AMA membership will be required.

ARTICLE 11

SECTION 1

AMENDMENTS TO THE BYLAWS

Any member in good standing at any general meeting of the EDSF may introduce amendments to the Constitution or Bylaws in writing for consideration by the Board of Directors. If the majority of the Board deems the amendments(s) noteworthy the Board of Directors shall promptly post notice of any proposed amendment(s) on the EDSF Website. No action on the proposed amendment can occur until the next general meeting of the EDSF, or thereafter. Amendments to the Constitution or Bylaws must be approved by a two-thirds (2/3) vote of all members present at a regularly scheduled club meeting.

ARTICLE 12

SECTION 1

PENALTY PROCEDURES FOR VIOLATION OF CLUB RULES

Members can be charged with violation of club rules after first warning. Any 2 (two) members may bring written charges of violation to Board's attention. Board to notify charged member of the rule violation. The Board will review charge and assess penalty or dismiss charge within one month after receiving written charge. Board to consist of elected club officers. If a Board member has a conflict of interest, he shall disqualify himself from hearing.