



Lake County Modelers and Flyer Assn. Organization and Bylaws – Dec 2023



ARTICLE 1: ORGANIZATION NAME

A. ORGANIZATION NAME

The name of this organization shall be the **Lake County Modelers and Flyers Association (LCMFA)**.

B. ORGANIZATION MEETING LOCATION(s)

The organization's flying facility and meetings will take place in Lake County, Michigan, unless other locations are designated for membership convenience or deemed necessary by the club officers. The monthly meetings are typically held at Baldwin Airport or other venues as announced.

ARTICLE II: ORGANIZATION OBJECTIVES

- A. The objectives of this organization shall be to promote model building and operation in the Lake Country area and for the Academy of Model Aeronautics (AMA) fliers to support AMA objectives as much as possible. Other activities that promote the advancement of general modeling (e.g. planes, cars, helicopters, boats, etc.), model operation and model aviation may be supported.
- B. Said organization is incorporated and shall be operated exclusively for charitable, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III: MEMBERSHIP

A. QUALIFICATIONS

All interested individuals shall be eligible for membership in this organization. Organization members that pilot model aircraft shall also be a member of the AMA. This is necessary to ensure the model aircraft pilot maintains an appropriate level of liability insurance, which the AMA membership provides. Also, organization member model aircraft pilots are bound to the *AMA National Model Aviation Safety Code*.

B. DUES

Dues are addressed in the Policies and Procedures Manual.

C. MEMBERSHIP PERIOD

The Membership period starts April 1 and runs until the following March 31.

D. RESIGNATION

Any member may resign at any time by submitting a written notice to the organization.

E. TERMINATION

If any aircraft pilot member ceases to have the qualification necessary for membership in the AMA his/her membership in the organization may be terminated until such time the member is reinstated by the AMA.

F. EXPULSION

Members may be expelled if their actions are clearly detrimental or contrary to the clubs organizations objectives, AMA objectives or the promotion of model aviation (e.g. repeated violations of the AMA Safety Code or these Bylaws, etc.) . Expulsion requires a unanimous vote of the organization officers.

G. APPEAL/REINSTATEMENT

A written appeal against an expulsion may be made by the affected individual by directing that appeal to the Board of Directors within thirty (30) days of notification of the action. Such an appeal shall be placed before the active membership of LCMFA. Upholding the expulsion requires a two-thirds (2/3) affirmative majority of all the votes received by the Board of Directors from the general membership.

ARTICLE IV: ORGANIZATION STRUCTURE

A. BOARD OF DIRECTORS

The management of the Organization's affairs shall be vested in the Board of Directors, which has the authority to establish and administer policy. Decisions are to be made by a quorum (>50% of the Board Officers) vote. Decisions are to be made in accordance with chartering organization's (e.g. AMA, etc.) requirements and the Organization Bylaws. Where chartering organizations and Organization Bylaws are not applicable, decisions are to be based on the discretion of the Board.

B. ELECTED AND APPOINTED BOARD OFFICERS

The organization board shall consist of the President, Vice-President, Secretary, and Treasurer, as well as three corporate board members required under Federal and State

laws. The President, Vice-President and Treasurer are elected positions. The Secretary is appointed by the Board, as well as the three corporate board members.

C. TERM OF OFFICE

1. Elected Officers are to be elected/reelected biennially. Offices to be elected will be staggered between even and odd years to allow continuity of officers. Even year elections shall be for President. Odd year elections shall be for Treasurer and Vice-President.
2. If an office becomes vacant between elections, the remaining officers may appoint an officer until the time that the next election is held.

D. APPOINTED POSITIONS

In addition to the Secretary, the Board shall appoint a Safety Officer, and Representatives of Special Interests, as well as committee members (e.g. Committee Chairpersons, Program Chairpersons, Event Directors, Trainers, Contest Directors, etc.) as necessary to fulfill the organization's objectives.

E. ORGANIZATION OFFICER RESPONSIBILITIES

1. **President:** The President shall preside over organization meetings, recruit new officers, maintain an "Open Action Item List" and shall act as organization spokesman. The President may act as "Organization Representative" to AMA. The President shall annually, prior to the organizational meeting, audit the Treasurer's "record-keeping." The President is an elected position. The president shall cast the deciding vote, in case of any Board voting ties.
2. **Vice-President:** The Vice-President shall act for the Organization President, in the absence of the Organization President, shall assist the President as necessary, maintain an inventory (description & location, etc.) of organization assets and maintain any organization schedules, etc. The Vice-President is an elected position.
3. **Secretary:** The Secretary shall maintain organization meeting minutes, meeting attendance records, handle organization correspondence, and act as the primary AMA Contact Person. The Secretary conducts Board Elections. The Secretary is an appointed position (i.e. not subject to elections). The Secretary shall publish organization news, in the absence of a Newsletter Editor. The Secretary maintains the organization roster and mailing distribution list. The Secretary shall notify all Board Members of any AMA correspondence or news, etc. in a timely manner.
4. **Treasurer:** The Treasurer shall collect all monetary dues, maintain the organization treasury, pay organization bills and provide a monthly report of all financial transactions. The Treasurer shall maintain a "two-signature" checking account with a local bank. The Treasurer is an elected position.

5. **Organization Board of Directors:** The three organization board members as listed in Section IV. B are responsible for compliance with the goals and mission statement of the incorporated organization.

F. SAFETY OFFICER AND REPRESENTATIVES OF SPECIAL INTERESTS
RESPONSIBILITIES:

1. **Safety Officer:** The Safety Officer shall establish, maintain, and promote rules for safe operation of the flying and other operating sites. The Safety Officer is an appointed position (i.e. not subject to elections). The Safety Officer shall chair the Organization's Safety Committee which includes the processing of any Problem Reports (a.k.a. Grievance Forms). He also reports flying incidents to AMA as necessary and maintains the organization's first-aid equipment. The Safety Officer must have E-mail access and provide a safety communications link to the AMA. Other officers may also fill this position. The Safety Officer may also perform the other roles as recommended by the AMA.
2. **Representatives of Special Interests:** The Representatives of Special Interests may include General Power, Sailplanes, Jets, Helicopters, Cars, Control Line, Field Maintenance, and Boats. The Representatives of Special Interests shall represent and coordinate any needs of the special interest group they represent by providing input to the Board as necessary.

ARTICLE V: ORGANIZATION MEETINGS

A. REGULAR MEETINGS

The Organization's Regular Meetings are to be held monthly. The January meeting is an annual meeting where new offices elected in October will begin their duties.

B. SPECIAL MEETINGS

Special meetings may be conducted as deemed necessary by the Board.

ARTICLE VI: RECORD KEEPING

A. The Secretary shall develop and keep the minutes of each regular and special organizational meeting. Other officers may address the Secretary's duties in the absence of the Secretary.

B. When new officers are elected or an officer resigns, etc., all records are to be passed on to the respective new officer(s).

ARTICLE VII: NOMINATIONS AND ELECTIONS.

A. NOMINATIONS

Nominations for Officer Positions can be "from the floor" or by mail to the organization Secretary. Nominations are to be typically made during the September organization

meeting. The mail due date for nominations is the day before the September organization meeting.

B. ELECTIONS

Elections are to be held in October. They may be conducted at the October organization meeting or via the internet, as that capability develops. The Secretary is responsible for conduct of the Election.

ARTICLE VIII: MISCELLANIOUS PROVISIONS

- A. Meetings are to be conducted in accordance with "Roberts Rules."
- B. The Organization's fiscal year shall be January 1 to December 31.
- C. A Newsletter Editor may be appointed. Each Organization officer shall regularly contribute to the newsletter by providing a summary of their activities toward the organization's objectives, etc.
- D. Donations in memory of organization members or organization member spouses/significant other is covered in Policies and Procedures.
- E. Reimbursement for organization member expenditures is covered in Policies and Procedures.

ARTICLE IX: AMMENDMENT OF THESE BYLAWS

- A. Amendments shall be proposed and voted on by the organization membership present at the meeting. Bylaw changes require a majority (>50%) of the voting membership present at the meeting. Voting can be at a stated meeting or via e-mail.
- B. All members have one vote, with the exception of family membership where a maximum of two votes are allowed.
- C. Rule changes that have a direct impact on AMA members, are to be limited to AMA members.

ARTICLE X: GRIEVANCE PROCEDURE

Refer to Grievance Policies and Procedures in Policies and Procedures

ARTICLE XI: DURATION AND DISSOLUTION

- A. The duration of this organization is perpetual.
- B. This organization may be dissolved by a 2/3rds membership majority vote of the total membership. All organization liabilities are to be paid, then the remainder of any assets may be donated to another modeling club or charitable organization.

- C. On dissolution of the corporation, after paying or providing for the payment of all the liabilities of the corporation, the corporation's assets shall be distributed (1) for one or more exempt purposes within the meaning of IRC 501(c)(3), or the corresponding section of any future federal tax code or (2) to the federal government, or to a state or local government, for a public purpose. Any assets not disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations that the court shall determine and that are organized and operated exclusively for such purposes.

Article XII: NON-PROFIT REQUIREMENTS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons. However, the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in article II. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in or intervene in, (including the publishing and distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under IRC 501(c)(3) or the corresponding section of any future federal tax code or (2) by a corporation whose contributions are deductible under IRC 170(c)(2) or the corresponding section of any future federal tax code.

ARTICLE XIII: CLUB INCORPORATION, LIABILITY LIMITS, AND CONFLICT OF INTEREST

- A. The organization may be incorporated. At a minimum the Club President, Vice – President and Treasurer are to be corporate board officers.
- B. No member of the board of directors who is a volunteer director, as that term is defined in the Michigan Nonprofit Corporation Act (the Act), or a volunteer officer shall be personally liable to this corporation or its members for money damages for any action taken or any failure to take action as a director or volunteer officer, except liability for any of the following: the amount of a financial benefit received by a director or volunteer officer to which he or she is not entitled intentional infliction of harm on the corporation or its shareholders or members a violation of section 551 of the Act an intentional criminal act a liability imposed under section 497(a) of the Act The corporation assumes all liability to any person, other than the corporation or its members, for all acts or omissions of a director or a volunteer officer incurred in the good faith performance of the director's or officer's duties. However, the corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or the corresponding section of any future federal tax code. If the Act is amended after the filing of these articles of incorporation to authorize the further elimination or limitation of the liability of directors or officers of nonprofit corporations, the liability of members of the board of directors or officers, in addition to that described in article X, shall be assumed by the corporation or eliminated or limited to the fullest extent permitted by the Act as so amended. Such an elimination, limitation, or assumption of liability is not effective to the extent that it is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or corresponding section of any future federal tax code. No amendment or repeal of article X shall apply to or have any effect on the liability or alleged

liability of any member of the board of directors or officer of this corporation for or with respect to any acts or omissions occurring before the effective date of any such amendment or repeal.

C. Conflict of Interest - Refer to Conflict of Interest Policy in Policies and Procedures