



FLY-A-WAYS RC Club

Corporate Bylaws

Updated 2025

ARTICLE I: CORPORATE INFORMATION

- A. NAME: Business of the corporation (Club) shall be conducted under the name of FLY-A-WAYS RC CLUB
- B. LOCATION: Physical location of FLY-A-WAYS RC CLUB is 11127 NW Dersham Road, North Plains, Oregon. GPS coordinates Latitude: 45° 36' 14" N Longitude: 123° 2' 32" W. This address is where club facilities are located and model flight occurs.
- C. MAILING ADDRESS: The mailing address of FLY-A-WAYS RC CLUB shall be the mailing address of the current President or other current club officer, as agreed by the Board of Directors.

ARTICLE II: PURPOSE

- A. The purpose of the Club shall be to provide members a site for flying radio controlled model aircraft, promote community among members, and model aviation as a recreational activity.

ARTICLE III: MEMBERSHIP

- A. QUALIFICATIONS:
 - 1. Academy of Model Aeronautic membership required.
 - 2. Applicants for membership agree to abide by the AMA national safety code and Fly-A-Ways RC Club Field Rules.
- B. MEMBERSHIP CATEGORIES:
 - 1. Adult Member: Individual 19 years of age or older at the time of application.
 - 2. Youth Member: Individual younger than 18 years of age at the time of application.
- C. DUES:
 - 1. Dues are based on a calendar year membership.
 - 2. Any member delinquent in payment of dues will be removed from the membership roster and required to reapply and pay dues as a new member.
 - 3. Membership Renewals for the following year are accepted November 1st - January 31st
 - 4. New Memberships are accepted February 1st - October 31st
 - 5. Current members are guaranteed the opportunity to renew prior to new memberships applications being accepted for a given year.
 - 6. Any member delinquent in payment of renewal dues as of January 31 will be removed from the membership roster and required to reapply and pay dues as a new member.
 - 7. Any changes to the annual dues rates is to be approved by a majority vote of the board of directors.
 - 8. Increases to annual dues are limited to a maximum of 15% in a given year, to be implemented at the next annual cycle of membership.
 - 9. The current annual dues rates will be published on the website with membership information.

- D. **TERMINATION:** If any member ceases to have the qualifications necessary for membership in the AMA, then their membership in the Club shall thereby terminate, subject to reinstatement upon restoration of eligibility.
- E. **EXPULSION:** Any individual may be expelled from membership as recommended by the Board of Directors if an individual willfully commits any act or omission which is a violation of any of the terms of these Bylaws, or the Rules of the AMA, or the Fly-A-Ways RC Club Field Rules, or which is detrimental to the Club, the AMA, or to model aviation. See ARTICLE XI for further guidelines and procedures.
- F. **REINSTATEMENT:** A two-thirds majority vote of the general membership in attendance at a scheduled club meeting and payment of applicable dues is required for reinstatement to the club.
- G. **DUES REFUND:** A prorated dues refund determined by the Board of Directors will be granted to terminated or expelled members.

ARTICLE IV: DIRECTORS AND OFFICERS

A. BOARD OF DIRECTORS

- 1. **Number, Term, and Qualifications.** The affairs of the Club shall be governed by the Board of Directors, which shall consist of at least 6 members of the Club elected by a majority of votes cast by members either at a meeting of the membership of the Club called by the President for the purpose of electing directors, or, alternatively, the President may call for an election of directors via electronic voting in lieu of a meeting, and a director shall be elected by a majority of the votes cast pursuant to that process. A Director's term is not limited to a specific time period.
 - 2. **Powers and Duties.** The Board shall have the powers and duties necessary for the administration of the affairs of the Club, including:
 - a. Obligate the Club to financial commitments.
 - b. Establish bank accounts, establish budgets, and authorize spending.
 - c. Establish Club dues.
 - d. Establish Club policies, including member disciplinary determinations.
 - 3. **Meetings and Vote.** Board meetings shall be called by the President at a time and place as determined by the President, including attendance by electronic means. Board action may be taken by the vote of a majority of Directors attending a duly called meeting in which a majority of the Board attends, or in which a majority of the Board appears in person, by electronic means, or by written consent to any such action taken by the Board.
 - 4. **Removal.** A Director may resign at any time, and may be removed by a 2/3 vote of the full membership at a meeting duly called by the President or by a majority of the Board for the purpose of electing or removing directors.
- B. **OFFICERS.** Officers shall be elected or removed by the majority vote of the Board at a duly called meeting of the Board, and any such officer shall be a member of the Board. Officers shall consist of a President, a Vice President, a Secretary, and a Treasurer. The Board may appoint such other officers as they shall determine. Officers shall serve until removed or upon their resignation. The duties and powers of such officers shall be those normally appertaining to those positions in a non-profit organization.
- C. **APPOINTED OFFICERS:** An AMA Safety Coordinator (required for AMA charter) shall be appointed by the Board of Directors. A Safety Officer, Field Marshall, Committee Chairman, and/or other positions deemed necessary for effective operation of the Club shall be appointed at the discretion of the Board of Directors. An elected officer may also hold an appointed position.
- D. **VACANCIES:** Officer vacancies are filled by the vote of the directors.

ARTICLE V: MEETINGS

- A. **REGULAR MEETINGS:** The Club shall hold a minimum of two, all member meetings per calendar year, with additional meetings at the discretion of the board of directors.
- B. **SPECIAL MEETINGS:** Special meetings may be held as required. Date, time, and location of special meetings will be communicated to the Club membership by e-mail and posting on the Club website.
- C. **MEETINGS OF THE BOARD OF DIRECTORS:** Meetings of the Board of Directors shall be held as required by decision of the president.
- D. Any club meeting or meeting of the board of directors may be in held in-person or by electronic means.

ARTICLE VI: RECORD KEEPING

- A. MEMBERSHIP: The secretary shall maintain accurate membership records to include AMA #s and paid dues.
- B. FINANCES:
 - 1. The treasurer shall maintain accurate financial records.
 - 2. The treasurer shall establish bank account(s) as required to meet the financial needs of the Club.
 - 3. The treasurer shall have primary signature authority on all Club financial accounts. The president shall also have signature authority on all Club financial accounts.
- C. TAXES: The treasurer shall prepare and submit state and federal tax filings as required.
- D. REPORTS: The president or other Club officer as approved by the Board of Directors shall submit an annual report as required to the Secretary of State of the State of Oregon.

ARTICLE VII: COMMITTEES

- A. Committees may be appointed by the president to coordinate Club events and activities.

ARTICLE VIII: MISCELLANEOUS PROVISIONS

- A. WEBSITE: The Club shall maintain a website with basic information regarding club membership, annual dues rates, AMA Safety code, FAWs field rules, scheduled activities and general Club announcements.
- B. DISSOLUTION OF CLUB: The duration of the Club shall be perpetual. The Club may be dissolved with a two thirds majority vote of the entire Club membership. In the event of dissolution of the Club, Club assets will be dissolved and divided equally among the Club membership at the time of dissolution.

ARTICLE IX: AMENDMENT OF THESE BY-LAWS

- A. PROPOSED: Proposed amendments to Club By-Laws may be made in writing by any member.
- B. APPROVAL:
 - 1. Amendments to By-Laws shall first be approved by majority vote of the Board of Directors.
 - 2. Upon approval of the Board of Directors, proposed changes shall be communicated to the Club with 30 days notice preceding Club vote at an announced regular or special meeting.
 - 3. Ratification is by a majority vote of Club members in attendance of an announced meeting is required to adopt proposed amendments. Meeting and vote may be via electronic means.

ARTICLE X: BOARD MANAGEMENT RELATED TO MEMBERSHIP SAFETY VIOLATIONS OR CLUB SUSTAINABILITY

- A. The Board of Directors is responsible for the enforcement of the Safety Rules that are related to flying activities or any other unacceptable behavior by an individual member or members.
- B. If in the Board of Directors' determination, an individual willfully commits any act or omission which is a violation of any of the terms of these Bylaws, or the Rules of the AMA, or the Fly-A-Ways RC Club Field Rules, or which is detrimental to the Club, the AMA, or to model Aviation, by majority vote any member may be expelled or disciplined by suspension of activities.
- C. Any individual may be expelled from membership from the Club by a majority vote of the general membership in attendance at a scheduled club meeting.
- D. A prorated dues refund determined by the Board of Directors will be granted to terminated or expelled members.
- E. A grievance policy outlining suggested steps towards due process and best practices towards resolution of violations will be followed and kept on record.