

FLYING PILGRIMS RC CLUB

Flying Pilgrims

Articles of Incorporation and Bylaws

Operating Committee: Latest Revision

10/16/2019

This document includes the Articles of Incorporation and Bylaws of the Flying Pilgrims

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**ARTICLES of INCORPORATION
and BYLAWS of
THE FLYING PILGRIMS**

Issued April, 2010
Last revision Oct. 16, 2019

Approvals:

Operating Committee

Membership

CHANGE LOG

Date	Sect.	Description	Author
4/2010	Complete document	• Initial release	Club Bylaw committee
May 2016 Volume 14 Issue 5	XV – Fidelity Bond	• By majority vote of membership Article XV – Fidelity Bond was deleted by membership vote. “Section 15.01 - Each Officer responsible for receiving or disbursing Club funds shall be bonded with premiums paid by the Club.”	Membership vote and Club Bylaw Committee
Nov. 16, 2017	Overall	• Added table of contents and a cover page	Bill Slabey
Jan 15, 2018	Overall	• Added page numbers	Bill Slabey
Jan 17, 2018	Overall	• Re-formatted paragraphs, resized, clerical, re-formatted table of contents	Rick Reynolds
Feb 11, 2018	3.01, 3.02	• Additional language	Joe McCarthy
Oct 16, 2019	12.01, 12.02	• Additional language: Inclusion of FAA required LOA with Willow Run and binding of members to that agreement.	Rick Reynolds, Joe McCarthy
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Article I -Name

Section 1.01 - The name of this organization shall be the **FLYING PILGRIMS RADIO CONTROL AEROMODELLING CLUB**, hereinafter referred to as the **Club**.

Article II - Organization

Section 2.01 - The Club shall be organized on a membership basis.

Section 2.02 - The Club shall be registered and operate solely as a Not-for-Profit Corporation (NPO) under the laws of the State of Michigan and Section 501(c) of the U.S. Internal Revenue Code or future tax code

Section 2.03 - The Fiscal Year of the Club shall be one calendar year in length, from January 1 through December 31, these dates included.

Article III - Purpose

Section 3.01 - The purpose of the Club shall be:

- A.** To foster and further the general interest in the design, construction and the safe operation of radio controlled miniature aircraft.
- B.** To acquire and maintain a suitable flying field for the use of the Club members and guests that provides a safe, secure, and friendly environment for the enjoyment of aeromodelling activities.
- C.** To maintain adherence to Federal Aviation Administration (FAA) and Federal Communications Commission (FCC) Rules governing the operation of radio-controlled aircraft.
- D.** To participate in Civic, Educational, or Promotional activities that will stimulate a favorable interest in aeromodelling.

Section 3.02 - The Club shall maintain a charter with the Academy of Model Aeronautics in accordance with their rules and requirements.

Article IV - Membership

Section 4.01 - Membership shall be open to all persons of good character, regardless of sex, race, color, creed, national origin, age or disability; who can show Open membership with the Academy of Model Aeronautics and agree to abide by these Bylaws and Airfield Safety Rules and Procedures.

Section 4.02 - The number of Club members shall not be limited.

Section 4.03 - Members of this Club shall be classified as follows:

- A. Active Member** - One who has been inducted into membership and who is 19 years of age or older as of the last day of February.
- B. Junior member** - One who has been inducted into membership and who is younger than 19 years of age as of the last day of February.
- C. Honorary member** - One who has been elected into membership by a simple majority vote of the Club. Honorary members shall have the same privileges as active members except to make motions, hold office or vote. Honorary Members shall be exempt from dues and assessments.
- D. Lifetime member** - An Active member who has provided exemplary service to the Club during his tenure, inaugurated by a simple majority vote of the membership. Lifetime members shall have the same privileges as Active members. Lifetime members shall be exempt from dues, fees and assessments.
- E. Family Members** - Those who are inducted into membership and are of the same family, i.e., parents and minor children, shall be charged but a single Initiation Fee. However, annual dues of each person shall be collected on the basis of individual Active or Junior membership.

Section 4.04 - Membership shall be terminated by one of the following methods:

- A. Voluntary** - A member may voluntarily withdraw from the Club, forfeiting all rights, privileges and interest as a member of the Club.
- B. Involuntary** - Sufficient cause for termination of membership shall be the violation of these bylaws or any rules or agreements adopted by the Club or any conduct detrimental to the interests of the Club. Such termination shall require a two-thirds vote of active members present at a regularly scheduled meeting.

Article V - Dues and Assessments

Section 5.01 - Annual dues, Initiation Fees and Special Assessments shall be determined by a majority vote of the members present at a regular membership meeting.

Section 5.02 - Partial Year Dues for new members are to be assessed and collected as follows, rounded up to the nearest dollar, when inducted:

- A. January 1 to June 30** - full Dues.
- B. July 1 to October 31** - 50% of full Dues.
- C. November 1 to the end of February** - full Dues applied to the following year.
- D. Dues of any renewing member, paid after the end of February, but before April 30, shall incur a late payment Penalty.**
- E. After April 30, non-payment shall be considered voluntary termination.**

Section 5.05 - All Club Dues, Fees and Assessments once paid, shall not be refunded, in whole or in part.

Article VI - Membership Meetings

Section 6.01 - The Club shall meet once a month at a time and place designated by the Operating Committee, with general agreement by the membership.

Section 6.02 - Membership meeting procedures shall be governed by the Roberts Rules of Order. Wherein a conflict with Roberts Rules arises, Club rules shall prevail.

Section 6.03 - A minimum of ten percent of the total of active members shall constitute a Quorum for the transaction of business at a regular membership meeting.

Section 6.04 - The Quorum shall be determined by the number of members of record at the end of the February membership meeting and that number shall be used throughout the year.

Article VII - Voting

Section 7.01 - Only Active and Lifetime members are eligible to vote, either in person or by written proxy.

Section 7.02 - General Club business, which requires membership approval, shall be made by a simple majority of members at a regularly scheduled or specially called meeting.

Section 7.03 - Amendment of these Bylaws shall be made at a regularly scheduled meeting, provided all members have been notified by electronic mail of the proposed amendments prior to the meeting. A two-thirds majority vote of the members present, including the absentee ballots received by the Secretary, will be required to amend these Bylaws. Upon approval, amendments shall take immediate effect.

Article VIII - Officers

Section 8.01 - The Elected Officers of the Club shall consist of President, Vice President, Secretary, Treasurer, Safety Coordinator and three Trustees, hereinafter referred to as the Operating Committee and shall serve without monetary compensation.

Section 8.02 - The term of each Office shall be one Fiscal Year in duration.

Section 8.03 - The President shall preside at all Club meetings and functions. He/she shall appoint all committees. He/she shall have the authority to convene special meetings of the Club at such times as he deems necessary. He/she shall be the secondary signature on the Club's banking funds and empowered to make payments and deposits on behalf of the Club, and shall file the necessary reports to the AMA and State of Michigan.

Section 8.04 - The Vice president shall be vested with all the power and shall perform the duties of the President during the President's absence or inability to perform the duties of that office, and shall become the President should that office become permanently vacated. Otherwise, he/she shall assume the duties of any other Club Officer who is absent at any meeting.

Section 8.05 - The Secretary shall keep an accurate record of the minutes of every Club meeting. He/she shall be responsible for all Club correspondence and serve as the Club Ballot Officer. The Secretary will also record all changes to the Club Bylaws and keep an up-to-date membership roster.

Section 8.06 - The Treasurer shall be responsible for collecting and recording all dues and assessments levied by the Club. He/she shall have joint responsibility to write checks for the Club and make bank deposits. The Treasurer shall file all necessary financial reports to the IRS and Michigan Treasury and provide the membership with an Annual Balance Report following the end of each Fiscal Year.

Section 8.07 - The Safety Coordinator shall serve to ensure compliance with the AMA National Model Aircraft Safety Code and other Specialized Safety Codes in all flying activities and other duties as outlined in AMA Document 915.

Section 8.08 - As part of the Operating Committee, the Trustees shall also serve as the Finance Audit Committee when requested by the membership.

Section 8.09 - A vacancy of any office of the Operating Committee, except that of President, shall be filled by an Active Member, elected by a simple majority vote of the membership at the first meeting held after the vacancy occurs, and serve for the balance of the term of the office vacated.

Article IX - Committees

Section 9.01 - The Committee Chairpersons shall be appointed by the President with duties outlined by the Operating Committee and take office upon appointment:

- A. Public Relations and Liaison
- B. Airfield Maintenance
- C. Flight Instruction
- D. Newsletter Editor / Publisher
- F. Webmaster
- G. Club Photographer
- H. Any other Committee that the President deems necessary.

Section 9.02 - Committee Chairpersons may appoint Committee members as required.

Article X - Election of Officers

Section 10.01 - Nomination of Officers shall be made at the October meeting. Only Active members who have attained the age of twenty-one years and have been an Active member for two years continuously, may be nominated for any office. Incumbent Officers may succeed in their office or any other office.

Section 10.02 - Absentee Ballots shall be electronically mailed to all members possible, prior to the November meeting, and paper ballots shall be made available to voting members at the Election Meeting. Members shall bring or return their ballots to the Secretary on or prior to the November meeting.

Section 10.03 - Officers shall be elected at the November meeting upon receiving a majority vote of the total Active membership that casts a vote, including all absentee ballots received. Trustees shall be elected by plurality vote.

Section 10.04 - Elected Officers shall take office at the start of a new fiscal year.

Section 10.05 - Removal of any Officer for cause shall be made by a two-thirds majority vote, including absentee ballots received by the Secretary, of the Active members at a regular membership meeting, provided all members have been notified by electronic mail prior to the meeting

Article XI - Operating Committee Meetings

Section 11.01 - The entire Operating Committee shall hold at least one meeting before the February membership meeting, by any means or at any place, public or not, to determine:

- A. The Registered Agent of the Club as required by the State of Michigan.
- B. The activities planned for the coming flying season.
- C. The financial resources required for Club operations.
- D. Duties of the Committee Chairpersons.
- E. The maximum monthly dollar amount of expenditure without membership approval, in excess of AMA or State fees, or regular annual operating costs.
- F. Any other issue which may require a vote by the Active membership.

Section 11.02 - Issues before the Operating Committee shall require a two-thirds majority vote to pass. The President shall have no vote. An issue of Club importance that cannot be resolved by the Operating Committee shall be presented to the membership for determination.

Section 11.03 - A Summary of The Operating Committee actions shall be read to the members by the Secretary at the following membership meeting.

Article XII - Airfield Rules and Safety Procedures

Section 12.01 - The Club Safety Rules shall be based upon, and in addition to, AMA Safety Rules, and shall be posted upon the bulletin board at the Club airfield. The altitude restrictions and flying boundary perimeters as agreed upon in the FAA Letter of Agreement between The Flying Pilgrims RC Club and Willow Run Airport shall be posted upon the bulletin board at the Club airfield.

Section 12.02 - All member and Guests shall abide by the current Club Airfield and Safety Rules and Procedures. All members and Guests shall abide by the current FAA Letter of Agreement between The Flying Pilgrims RC Club and Willow Run Airport. Flagrant violation of these rules and agreement shall be grounds for disciplinary action as determined by the Operating Committee.

Section 12.03 – The detailed Club Airfield Safety Rules and Procedures shall be adjunct to these Bylaws and shall be amended by a simple majority vote of the Active membership.

Article XIII - Club Dissolution

Section 13.01 - The Flying Pilgrims is organized to exist in perpetuity. Its dissolution is automatic if conditions set by Michigan Statute are not met.

Section 13.02 - Voluntary Dissolution shall require a vote of two-thirds of the membership. A notice of Voluntary Dissolution shall be made to the Michigan Attorney General within sixty days of such Voluntary action, according to Law.

Section 13.03 - Club assets are not, and shall not be, in whole or in part, the property of any individual member. The disposal of any assets remaining upon Dissolution shall be prohibited without the written approval from the Michigan Attorney General.

Article XIV - Indemnification

Section 14.01 - The Club, to the extent legally permissible, shall indemnify its Officers, Agents and Employees against all liabilities and expenses, including amounts paid in satisfaction of judgment, in compromise, or as fines, penalties and counsel fees in connection with the defense or disposition of any action, suit or other proceedings, whether criminal or civil, while in office, except if adjudicated of any proceeding not to have acted in good faith or not be in the best interests of the Club. A matter disposed of by compromise payment pursuant to a consent decree or otherwise, shall not be provided unless approved by a two-thirds majority vote of disinterested members of the Club.