

**BY-LAWS OF EUTAWVILLE FLIERS
A SOUTH CAROLINA CORPORATION**

ARTICLE I. ORGANIZATION.

- 1.1. The name of the organization shall be EUTAWVILLE FLIERS, INC.
- 1.2. The organization may at its pleasure by a vote of the membership body change its name.
- 1.3. Any reference herein to the "organization", the "corporation", the "club" or the "Eutawville Fliers" shall be a reference to the "Eutawville Fliers, Inc."

ARTICLE II. MUTUAL BENEFIT PURPOSES.

- 2.1. The following are the purposes for which this organization has been organized: EUTAWVILLE FLIERS, INC. is hereby being created for mutual benefit purposes. EUTAWVILLE FLIERS, INC. will provide services to members for the recreational flying of remote operated model aircraft.

ARTICLE III. MEMBERSHIP.

- 3.1. Membership in this organization shall only be at the agreement and vote of the organization's membership as defined herein below.
- 3.2. AMA membership shall be required for all members except for honorary and/or non-flying members.
- 3.3. The following are the classes of membership which shall be allowed:
 - a. Regular adult members age 18 and up (full voting rights).
 - b. Junior members below age 18 (full voting rights).
 - c. Immediate family members (spouse, son, daughter, or parent) of Regular adult member (eligible for membership without initiation fee, full voting rights upon membership).
 - d. Limited weekday members (allowed limited use of field and facilities Monday through Friday, no voting rights).
 - e. Honorary members (no age requirement, non-flying members with no voting rights).
- 3.4. The procedures for obtaining membership shall be set forth in a membership application.
- 3.5. There is a probationary period of 1 year for new members. Their membership can be terminated at any time within this period by a 3 out of 5 vote of the elected club officers. New members cannot be elected to office for a period of one year.

3.6. Any member in good standing, fully paid up with no outstanding disciplinary actions, may resign his or her membership by giving written notice to the club. Dues will not be refunded for the remainder of the year.

3.7. If any member ceases to have the qualifications necessary for membership in the Academy of Model Aeronautics (AMA) or allows the AMA membership to expire, his or her club membership will be terminated. Reinstatement can be requested and granted once AMA membership is restored.

3.8. Any member who willfully or repeatedly violates safety rules related to flying activities, Eutawville Fliers Operating Rules, Eutawville Fliers By-Laws or displays inappropriate behavior as deemed inappropriate by three Club Officers, may be expelled from the club by a majority vote of members present at the next regularly scheduled monthly meeting. Prior to an expulsion vote all club members will be notified at least five days prior to the expulsion vote. Memberships may be suspended by a majority vote of the Club Officers until the expulsion vote is taken. Membership reinstatement of anyone expelled from the club requires a majority vote of all club members.

ARTICLE IV. MEETINGS.

4.1. The annual membership meeting of this organization shall be held on the Fourth Sunday of each and every year except if such day be a legal holiday, then and in that event, the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws.

4.2. The Secretary shall notify every member in good standing at his/her address as it appears in the corporate records of EUTAWVILLE FLIERS, INC. a notice telling the time and place of such annual meeting.

4.2.1. Notification, for the purposes listed herein throughout this document shall include either written or electronic forms inclusive of the use of the United States Postal Service, email or other form as deemed appropriate and verifiable by the club Secretary.

4.3. Regular meetings are to be held once a month at a prior agreed upon time, date and location. Regular meetings of this organization may be held at a time and location determined by a majority vote of the members present at a regular meeting, so long as prior notice is provided to all members, Board Members or Officers of the organization of the upcoming vote, as noted in the corporate records.

4.4. The presence of not less than twenty (20%) percent of the members, inclusive of officers, shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser percentage may adjourn the meeting for a period of not more than two weeks from the date scheduled by these By-Laws and the secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called. A quorum as herein before set forth shall be required at any adjourned meeting.

4.5. Special meetings of this organization may be called by the president when he deems it for the best interest of the organization. Notices of such meeting shall be forwarded to all members

at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. At the request of 3 of 5 of the members of the Board of Directors or forty (40%) percent of the members of the organization, the president shall cause a special meeting to be called but such request must be made in writing at least ten (10) days before the requested scheduled date.

4.5.1. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

4.5.2. Special meetings shall be closed or open at the discretion of the president.

ARTICLE V. VOTING.

5.1. At all meetings, except for the election of officers and directors or members, all votes shall be by voice. For election of officers and members, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

5.2. At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

5.3. Elections for any mid-term vacant board seats will be held at the next regularly scheduled club meeting. An election occurs by majority vote of the members present at the election meeting. Notice of such mid-term election shall be provided to all members not less than 10 days prior to the regular meeting.

5.4. Any club officer can be recalled by a 2/3 vote of the club members present at the recall meeting. Recall votes must be preceded by an official notification of the club membership at least 5 days prior to the vote.

5.5. Unless noted otherwise herein, any vote shall be decided by simple majority.

ARTICLE VI. ORDER OF BUSINESS.

6.1. The following shall be the Order of Business for all meetings of the corporation:

- a. Roll Call (at the option of the Secretary, performed by a sign-in sheet)
- b. Review/Approve the Minutes of the preceding meeting.
- c. Reports of Committees.
- d. Reports of Officers.
- e. Old and Unfinished Business.
- f. New Business.
- g. Adjournments.

ARTICLE VII. BOARD OF DIRECTORS.

7.1. The business of this organization shall be managed by a Board of Directors consisting of 5 members, who shall be the officers of this organization. The directors elected shall be residents of the State of South Carolina and a citizen of the United States.

7.2. The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization through the election of officers of this organization and they shall serve for a term of 1 year.

7.3. The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

7.4. Eighty (80%) percent of the members of the Board of Directors (four out of five) shall constitute a quorum and the meetings of the Board of Directors shall be held immediately prior to the regularly scheduled annual general meeting.

7.5. Each director shall have one vote and such voting may not be done by proxy.

7.6. The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

7.7. Vacancies in the Board of Directors shall be filled by a vote of the majority of the members present at the next regular meeting for service for the balance of the year.

7.8. A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director, at the expense of the charged director, may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

ARTICLE VIII. OFFICERS.

8.1. The officer position of the organization shall be as follows:

President:

Vice President:

Secretary:

Treasurer:

Safety Officer:

8.1.1. The President shall preside at all membership meetings. He shall by virtue of his office be Chairman of the Board of Directors. He shall present at each annual meeting of the organization an annual report of the work of the organization. He shall appoint all committees, temporary or permanent. He shall see all books, reports and certificates required by law are properly kept or filed. He shall be one of the officers who may sign the checks or drafts of the

organization. He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization. The President shall be responsible for appointing a Field Manager, when necessary.

8.1.2. The Vice President shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.

8.1.3. The Secretary shall keep the minutes and records of the organization in appropriate books. Organizational records may be kept in hard copy or electronic form provided they can be available for review, in hard copy form, within 5 days of any member request. The Secretary shall attend all meetings of the Board of Directors, Officers, and membership, and shall keep the minutes of each in the records. It shall be his duty to file any certificate required by any statute, federal or state. He shall give and serve all notices to members of this organization. He shall be the official custodian of the records of this organization. He may be one of the officers required to sign the checks and drafts of the organization. He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization. He shall submit to the Board of Directors any communications which shall be addressed to him as Secretary of the organization. He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

8.1.4. The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting. He shall exercise all duties incident to the office of Treasurer.

8.1.5. The Safety Officer is directly responsible for managing the safety of the club, and shall manage the Club Safety Program and shall Chair the Safety Committee at all times.

8.2. Officers shall by virtue of their office be members of the Board of Directors.

8.3 No officer shall for reason of his office be entitled to receive any salary or compensation.

8.4. All club officers must be regular adult members.

ARTICLE IX. SALARIES.

9.1. The Board of Directors shall hire and fix the compensation of any and all employees, if any, which they in their discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE X. COMMITTEES.

10.1. All committees shall be appointed as required by the President.

10.2. The Club Safety Committee shall be a permanent committee, and must consist of the Safety Office as chairman and three other elected club officers.

ARTICLE XI. DUES AND OTHER FEES.

11.1. Dues are set annually as required to keep the club fiscally sound by a majority of members at the regular November meeting. The Treasurer will develop an annual budget for the next year and present it at the regular November meeting. The budget must be approved by the membership prior to any changes in annual dues. Dues must be paid in full by the end of December to remain in a flying status. If not fully paid by the end of January membership is terminated and an initiation fee and a full years dues must be paid to rejoin. New member dues will be prorated through December. Dues amounts are listed on the Eutawville Fliers membership application.

11.2. All new members, except honorary members and immediate family of club members in good standing, will be assessed an initiation fee upon joining the club. Past members who leave in good standing will not have to pay an initiation fee to rejoin at a future date. Members not in good standing when they leave will be treated as "new Members" and will pay the initiation fee to rejoin. Initiation fees are non-refundable. Initiation fee amounts are listed on the Eutawville Fliers membership application.

ARTICLE XII. AMENDMENTS.

12.1. These By-Laws may be altered, amended, repealed or added, and any amendment must be presented in writing.

12.2. Amendments to the bylaws must be approved by vote of 3 of the 5 elected club officers before bringing amendments to the membership for a vote.

12.3. Amendments to the bylaws must be approved by a 2/3 vote of members present at a regular scheduled club meeting. Notice of this vote shall be provided by email to all members not less than 5 days prior the regular meeting.

ARTICLE XIII. GRIEVANCE PROCEDURES

13.1. FLIGHT AND SAFETY RULES: Most complaints can be resolved informally. If a complaint is serious or cannot be resolved informally, the matter will be referred to the safety committee. A written letter describing the grievance must be submitted to the safety committee chairman. At least one additional witness is required to sign the grievance letter.

13.2. FIRST VIOLATION: Viewpoints of both complainants and accused will be considered. Complainants name will be disclosed. If the safety committee agrees the complaint is justified, a written reprimand will be given by the club president and will be recorded in the club records.

13.3. SECOND VIOLATION: Complainants name will be disclosed. The accused has the right to a written rebuttal, and will be reviewed by the club safety committee. If the committee so decides, flying privileges of the accused will be suspended for 30 days. Written notice shall be issued and a copy published in minutes of the following meeting.

13.4. THIRD VIOLATION: Complainants name will be disclosed. The accused has the right to a written rebuttal. The safety committee will determine by 2/3 vote if the accused should be referred for expulsion in accordance with Section 3.8. Said expulsion will last for a one year minimum.

13.5. The third action will not occur unless it occurs within a one year period of the first two violations for the same offense.

13.6. Any person receiving a grievance who directs any retaliation against the person filing the grievance will be subject to expulsion. The same procedure in Section 13.4 applies.

ARTICLE XIV. MISCELLANEOUS PROVISIONS

14.1. Robert's Rules of Order shall be in effect at all regular and special club meetings.

14.2. The fiscal year shall be January to January.

14.3. All standing Eutawville Fliers, Inc. Operating Rules and AMA rules shall be posted at the club field.

14.4. The duration of the club shall be perpetual. The Club may be dissolved by 2/3 vote of the club membership. Any remaining club funds will be divided equally among current membership upon dissolution after liquidation of club assets.