

CONSTITUTION AND BY-LAWS
of the
BOULDER AEROMODELING SOCIETY
Chartered by the
ACADEMY OF MODEL AERONAUTICS - CHARTER #906
Revised 08 Mar 2017, Approved 08 Mar 2017

CONSTITUTION

ARTICLE 1 – NAME

The name of this club shall be “Boulder Aeromodeling Society”.

ARTICLE 2 – PURPOSE

The Purpose of this club shall be to promote and encourage the mutual enjoyment of model aircraft.

ARTICLE 3 – MEMBERSHIP

Membership shall be in compliance with the rules for chartering with the Academy of Model Aeronautics. Membership shall run concurrent to the calendar year: 1 January through 31 December.

Club membership is open to all without regard to race, color, religion (creed), gender, age, national origin (ancestry), disability, marital status, sexual orientation, or gender identity.

Club roster definitions:

Full: A member with a current AMA membership. Full members are eligible for all membership rights.

Associate: A member without a current AMA membership. Associate members have restricted rights and are not eligible for flying at the club facility.

Newsletter - A non-club member or organization, which is carried on the roster for receiving Newsletters.

BYLAWS

ARTICLE 1 – OFFICERS

Elected officers of the Boulder Aeromodeling Society shall be, at a minimum, a President, Vice president, Secretary and Treasurer. All officers must be current AMA members, 3 of which must be adult members. The Executive Committee shall consist of all elected officers. All elected officers shall act as Field Marshals.

ARTICLE 2 – DUTIES OF ELECTED OFFICERS

President: The President shall preside at all meetings of the club and shall act as spokesman for the club and all matters pertaining to it.

Vice President: The Vice President shall act for the President when the President is unable to serve.

Secretary: The Secretary shall keep the minutes of all meetings and the attendance count of such meetings. A copy of the minutes shall be forwarded to the Newsletter Editor for publication in the next monthly Newsletter. The Secretary is also responsible for all official correspondence.

Treasurer: The Treasurer shall handle all club money and maintain the financial records of the club.

Senior Advisor: The outgoing President, in a year in which a new President is elected, shall remain on the Executive Committee for one year as the Senior Advisor. The purpose and duties will be to ensure continuity of the Committee.

Executive Committee: The Executive Committee shall act on all matters of general policy.

ARTICLE 3 – APPOINTED DUTIES

The President as required will appoint the following duties. They may be defined as a separate position or assigned to any of the above officers as an additional duty: Additional duties may also be appointed as deemed necessary for the operation of the club.

The AMA Safety Coordinator is a non-officer position required by AMA.

AMA Safety Coordinator: The AMA safety coordinator will be responsible to ensure that the club acts on all AMA distributed safety information. This individual must have an E-mail address, which will be provided to AMA.

The Membership Coordinator and Club Auditor are non-officer positions required by BAS.

Membership Coordinator: The Membership Coordinator will be responsible for maintaining the club roster and the issuing of membership cards. Membership dues will be collected by the Membership Coordinator and transferred to the Club Treasures for deposit. The Membership Coordinator will ensure that all Club requirements are met before accepting an individual's application.

Club Auditor: The Club Auditor will be responsible for the annual club audit. Once completed, it will be reviewed by the officers and then presented to the membership for approval.

The following are optional positions:

Newsletter Editor: The Newsletter Editor shall be responsible for the monthly publication of the Inverted Flyer, the club's official publication. In addition to their own material, the Editor will assemble other inputs including meeting minutes, for inclusion.

Webmaster: The Webmaster will be responsible for the development and maintenance of the Club's Website.

Instruction Coordinator: The Instruction Coordinator will be the contact point for individuals requesting flight instruction. It will be the Instruction Coordinators responsibility to match a student with an Instructor. The Instruction Coordinator may act as an Instructor.

Instructor: The instructor will be responsible to see that all students are correctly introduced to the rules and regulations governing the Boulder Aeromodeling Society. The Instructor will also work with a student until the student has achieved the skills necessary to safely fly a model aircraft.

Event Director: The Event Director will be responsible to coordinate the action necessary to hold a club-sanctioned activity. If the activity is also to be AMA sanctioned, then the Event Director must be an AMA Contest Director.

ARTICLE 4 – TERM OF OFFICE

All Officers of the Boulder Aeromodeling Society shall serve for one year. There shall be no term limits on officers.

The election of officers shall be held annually at the last Meeting of the year.

A Nominating Committee may be appointed to solicit nominations. Nominations shall be presented in time to be included in a ballot to be distributed with the Newsletter preceding the elections. A "write in" space for each officer will be provided on the ballot. Nominations may be made from the floor at the election meeting. Write in or floor nominations must be with the approval of the Nominee.

Absentee ballots will be accepted. The absentee voter must contact the Club Secretary who will mail the member an official ballot that must be returned to the Secretary by election night. The ballot must be marked and signed.

No "Proxy Votes" will be accepted.

New officers will officially take office on January 1st of the year they were elected to.

ARTICLE 5 – VACANCIES

A vacancy in any office shall be filled by appointment by the Executive Committee. Such appointment is to serve until the end of the term for which the predecessor was elected.

ARTICLE 6 – INDEMNIFICATION

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This Article constitutes a contract between the corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

ARTICLE 7 -- MEETINGS

The Club shall hold regular monthly meetings. The time and location of the meetings will be posted in the clubs Newsletter and by other means as deemed necessary. Any Meeting Month may be excluded as deemed appropriate.

Special meetings of the club shall be held upon the call of any three members of the Executive Committee. The membership shall receive notification of the Special Meeting's purpose, time and place at least seven days in advance of the meeting.

ARTICLE 8 – REGULAR BUSINESS

The Executive Committee shall direct all routine business affairs and enterprises conducted by the club. Major issues will be discussed first by the committee, and then presented to the membership for final resolution.

Unless elsewhere specified, at any regular club meeting, special club meeting, or Executive Committee meeting, the attending members shall constitute a quorum. A simple majority of a quorum is required for approval of an action.

ARTICLE 9 – DUES AND FEES

The annual dues and fees will be set by the Executive Committee and approved by the membership. Dues and fees are subject to periodic review.

Dues: Members will be assessed dues based on the following categories:

Adult: A member 19 or over by July 1st of the dues year.

Youth: A member not yet 19 by July 1st of the dues year.

Student: A member currently enrolled in an Academic institution.

Family Membership: Family membership will include all family members residing within a single household.

Life Members: A member, which has been granted BAS Life membership status. Life membership within the BAS Club may be granted at the discretion of the Executive Committee, subject to approval of the membership at the next regularly scheduled meeting. Life Members will not be assessed dues or fees.

Fees: New members will be assessed an initiation fee.

The dues and fees rates will be documented on the Membership Application form.

Dues and fees are due and payable by 1 January of each year.

Past Members rejoining the club after an absence will not be considered a new member and will not be assessed an initiation fee.

Changes to the dues and fees structure may be made at any general meeting of the club membership, providing the members have been notified at least seven days in advance of the proposed change.

ARTICLE 10 – MEMBERSHIP CARDS

Full and Associate members will receive a membership card.
Newsletter only recipients will not receive a membership card.

ARTICLE 11 – COMMITTEES

The President, as needed, shall appoint committees of the club.

Audit Committee: An audit of the clubs financial records will be performed at least annually.

ARTICLE 12 -- CENSURE AND SANCTIONS

The Executive Committee may censure and sanction any member by a majority vote. The sanction may be verbal or written and may include suspension of flying privileges.

Termination of membership, proposed by a majority vote of the Executive Committee, must be approved by a majority vote of the members present at a club meeting or special meeting.

ARTICLE 13 -- AMENDMENTS

Amendments and changes may be made to the Constitution and Bylaws at any general meeting, provided the members have been notified at least seven days in advance that an amendment or change is to be considered.