

MID-OHIO SOARING SOCIETY CLUB BYLAWS

PREAMBLE: MOSS is a model sailplane and electric flight club in Central Ohio that has been in existence since at least 1972, operating under Charter with the Academy of Model Aviation. The club has remained small but active over the years. Until 2003, the club had no formal bylaws. The bylaws set forth below are adopted because AMA now requires clubs to have bylaws. The intent of the membership in adopting these bylaws is to keep things as simple as possible, to reflect the practices that have worked for the club for the last couple of decades and to keep on having fun. We don't want to have to mess with bylaws again for a while.

ACTIVITIES AND GOALS: MOSS flies thermal sailplanes from a field in Westerville, OH near the intersection of Walnut Street and Cabbage Rd., owned by Columbus Recreation and Parks, under management by the Division of Water; and slope sailplane at a variety of sites in central and eastern Ohio. MOSS generally hosts two or three thermal flight contests during the year, including two After-Six thermal contests and a one-design Gnome/two meter contest. In 2001, in response to the explosive growth in popularity of electric park flyers and slow flyers, MOSS began the process of seeking permission from Columbus Parks and Recreation to expand operations at the Cabbage Road site to include electric powered flight, with restrictions as to wing span and number of cells, and in 2002 received provisional permission to fly electric powered models of up to 2 meters, eight cells and 05 motors.

ARTICLE 1: DUTIES

1. *Board of Directors:* the management of the affairs of the Club shall be vested in the Board of Directors who shall have the authority to establish and administer its policies. Official decisions may be made by a two-thirds (2/3) majority email vote, mail vote or by a quorum at a Board of Director meeting. A quorum shall consist of at least 50% of the current Board members. Official decisions shall be consistent with the stated purposes and objectives of the AMA as set forth in its Bylaws and, where those Bylaws are not specified, vested in the sound discretion of the Board of Directors.
2. *President:* The President shall be a board member, preside at all meetings of the Club and shall act as a spokesperson in all matters pertaining to it.
3. *Vice-President:* The Vice-President shall be a board member, act for the President when he/she is unable to serve, and is to maintain an accurate record (including place of storage) of all Club assets.
4. *Secretary:* The Secretary shall be a board member, record minutes of each Club meeting and handle all correspondence pertaining to Club activities. He/she will also be the Club's contact person with AMA in case of questions, problems or situations.
5. *Treasurer:* The Treasurer shall be a board member, collect all moneys due and shall keep a record of moneys disbursed by the Club. The position of Secretary and Treasurer may be held by the same person.

ARTICLE 2: AUDIT

1. The President or his appointees will make a periodic audit of the Treasurer's books.

ARTICLE 3: TERMS OF OFFICE

1. All elected officers of the Club shall serve for one (1) year date of election. Officers are to be elected by a vote of simple majority of those present at the regular meeting in the month of January or February. New officers will take office immediately after the meeting. Personnel will be appointed by the elected officers and confirmed by a simple majority vote of those members present during a regular meeting: i.e. Newsletter Editor, Contest Director, etc.
2. Nomination of Club officers shall be made at the general membership meeting during the month of January or February. Nominations for office may be made by any active Club member holding voting rights, either in person or by submitting a proxy nomination to an existing officer.

ARTICLE 4: VACANCIES

1. Vacancies in any office shall be filled by appointment by the remaining officers, such appointee to serve until the end of the term for which is predecessor was elected.

ARTICLE 5: COMMITTEE

1. The committee of the Club shall be appointment by the President and may be approved by a simple majority vote of the members present at a meeting (if a vote is requested), to serve throughout the term, or less, of his tenure of office.

ARTICLE 6: MEETINGS and COMMUNICATIONS

- 1 MOSS does not have a history of monthly or regular indoor meetings. Most business is conducted via phone or via email. Members who do not have email access are on notice that they may miss important announcements about club activities, and they ought to get with the program and enter the 21st Century. Annual meetings shall be held at a time and place designated by the Club officers, but generally in the months of January or February in each year, when the weather is too crappy to fly and GPS has set in.
2. Club officers may call special meetings with no less than five days prior email and or written notice of a special meeting. The purpose of the special meeting shall be stated in the notice.
3. At any Club meeting a simple majority shall be over 50% of the members voting at the meeting.
4. Any member of the Club may initiate a formal request for action by the Board of Directors by submitting a written proposal to the President. The proposal shall include a written description of the nature, type, and extent of the Board action recommended. The President of the Board shall forward copies of the proposal to other members of the Board of Directors for their consideration. Either the President, or any other Board member, may have the matter placed upon the working agenda of the next Club meeting.

ARTICLE 7: DUES AND MEMBERSHIP

1. The annual dues to be paid to the Club shall be determined by the Club officers with the approval of a simple majority vote. Dues are non-refundable, except under extraordinary circumstances, which will be determined by the Board of Directors on a case-by-case basis. Dues are to be paid no later than March 1 of each year.
2. Types of membership and limits on the total number of members shall be determined by the Club officers and approved by a vote of two-thirds (2/3) majority of the members present at the

meeting.

ARTICLE 8: MEMBER STANDING

1. All persons shall be eligible for membership, and shall agree to abide by the Club's bylaws, and those of the AMA.

2. The membership shall be divided into the following categories:

a. Full Member: Is sixteen (16) years old or older and has full privileges and voting rights. Dues: Full Member rate plus AMA Membership.

b. Junior Member: Is younger than sixteen (16) years old, has full privileges and voting rights. Dues: Junior Member rate plus AMA Membership.

c. Family Membership: Includes all flying members of the immediate family (spouse and children). They have full privileges and voting rights. Dues: One (1) Full Membership plus one (1) Junior Membership, plus AMA Membership for each flying member. Junior members must have AMA membership to vote. Children are included until their 19th birthday and from their 19th birthday until their 25th birthday, provided they remain continuously dependent upon their parents for their principal support.

d. Associate Member: a Non-Flyer, who is interested in the activities of the Club, has no voting rights.

3. Flying members will be required to hold and maintain a license issued by the AMA. All first-time flying members applicants, as well as present flying members seeking membership renewal, must show proof of membership in the AMA. Non-flying and Associate Members do not require AMA membership.

ARTICLE 9: RESIGNATION, TERMINATION, DISCIPLINARY ACTION, EXPULSION AND REINSTATEMENT OF MEMBERSHIP

1. Any member in good standing may resign his/her membership by giving written notice to the Club.

2. If any member ceases to have the qualification necessary for membership in the AMA, his/her membership in the Club shall thereby terminate, subject to reinstatement upon restoration of eligibility.

3. This section provides for enforcement of the Safety Rules that are related to flying activities. Any other unacceptable behavior by an individual member or members, as defined by the Board of Directors, become the responsibility of the Board of Directors as stated in Article 1, Duties, Section 1 of these Bylaws. Any individual may be expelled from membership from the Club by a two-thirds (2/3) majority vote of the Board of Directors if, in the Board of Directors' determination, such individual willfully commits any act or omission which is a violation of any of the terms of these Articles of Incorporation and Bylaws, or the Rules of the AMA, or which is detrimental the Club, the AMA, or to model aviation.

4. Any member who is expelled from membership may be reinstated to membership only by two-thirds (2/3) majority vote of the Board of Directors.

5. The Board of Directors shall have the discretionary authority to provide for and to impose disciplinary action for such acts or omissions, which do not justify expulsion from membership.

ARTICLE 10: AMENDMENTS

1. Amendments may be made to the Constitution and these bylaws at any general meeting of the Club membership, provided the members shall have been notified at least five (5) days in advance that the amendments are to be considered. Copies of the proposed amendments shall be provided to all members as part of the notification. Amendments shall be approved by no less than a two-third (2/3) majority vote of the members present, at the meeting. Email voting shall be made available to those members who cannot attend the meeting. Email votes must be transmitted before the meeting in order to be counted.

ARTICLE 11: SPECIAL FUNDS

1. The Treasurer of the Club is authorized to receive contributions or specially obtained funds from any individual or institution, to be applied to the operating expenses of the Club.
2. The President will have discretionary spending, of up to \$75 without requiring Club approval.

ARTICLE 12: DURATION

1. The duration of this Club shall be perpetual.

ARTICLE 13: DISSOLUTION

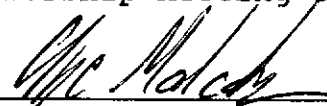
1. The Club may be dissolved with the approval of a two-thirds (2/3)-majority vote of the total membership.
2. Upon the dissolution of the Club, the Board shall, after paying or making provision for the payment of all of the liabilities of the Club, dispose of all the assets of the Club exclusively for the purposes of the Club in such manner, to the Academy of Model Aeronautics, Inc., or to such other organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to such other organization with purposes similar to the purposes of this Club, as the Board shall determine. Any of such assets not so disposed of shall be disposed of by the Court of Common Pleas (or similar court) of the county in which the principal office of this Club is then located, exclusively for such purposes and to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 14: EMAIL NOTICES AND EMAIL VOTING

1. Most MOSS members currently have email service. The club has historically not had a newsletter, and the membership has been at or under 24 flyers. Accordingly, the following procedures are adopted for meeting notices and routine decision making.
2. Notices of meetings (both annual and special meetings) shall be via email. The officers shall give written, personal or phone notice to those members without email.
3. Decisions by the board (the officers, including President, Vice President, Treasurer and Secretary) may be by email consultation and vote. The Secretary shall keep hard copy of messages containing votes involving expenditure of funds.
4. In lieu of special meetings, questions that the board decides to submit to the entire membership may be decided by email vote. The board shall contact members without email by phone, in

person, or in writing. The Secretary shall keep hard copy of messages containing votes involving expenditure of funds. Responses received within a week of the request for membership votes shall be counted.

These bylaws adopted by majority vote at the 2003 Annual Membership Meeting of MOSS on the 19th day of January, 2003.



president Skye Malcolm



secretary Tom H. Nagel

MOSS Members in attendance voting in favor of adoption of the attached Bylaws this 19th day of January, 2003:

Skye Malcolm
Jay Watkins
Rick Todd
Don Harris
Hugh Rogers
Steve Krupp
Charlie Kendall
Phil Pepin
Tom Nagel

Those opposed:

none