

## Operating Agreement for the Thunderbirds R/C Club, a Michigan Limited Liability Company

This Operating Agreement is made on January 1, 2009, among the Thunderbirds R/C Club, a Michigan Limited Liability Company (henceforth referred to as “Club”), the persons executing this Operating Agreement as members of the Club, and all of those who shall later be admitted as members who agree to the following:

### Article One: Organization

- 1.1 The name of this Club shall be the “The Thunderbirds R/C Club, LLC”.
- 1.2 The purpose of this Club shall be:
  - 1.2.1 To promote the educational and competitive aspects of model aviation.
  - 1.2.2 To provide the membership with safe well maintained flying sites and a constructive spare-time activity.
  - 1.2.3 To promote safety and sportsmanship in the pursuit of this hobby.
  - 1.2.4 To continuously emphasize programs, projects and activities directed towards the membership of this Club.
  - 1.2.5 The Club is now and will continue to be a Michigan LLC, {Limited Liability Company}
- 1.3 The duration of this Club is perpetual. The Club may be dissolved with the approval of two-thirds vote of the membership. Any proceeds from the dissolution of the Club will be donated to 1 or more charities of the member’s choice.

### Article Two: Membership Policy

- 2.1 All persons having an interest in model aviation, regardless of age, sex, race, religion or national origin, shall be eligible for membership provided they meet the following qualifications prescribed for this Club and the Academy of Model Aeronautics (AMA).
  - 2.1.1 Must be an AMA licensed member to have flying privileges with the Club. AMA membership is not required for non-flying members.
  - 2.1.2 Must conform to AMA and Club Field rules in regard to building and flying model aircraft safely.
  - 2.1.3 Park Flyers are allowed as members but they must be AMA members and obey Club rules. Park Flyer members are allowed to fly planes weighing not more than 2 pounds. Park flyer models that fly over 40mph can be flown at Gilmore Field; however, slower Park Flyers are restricted to the River Oaks

Field. Park flyer members will not have voting privileges in the club and Park Flyer membership will be for only two years, after that time will become full members. There will be a maximum of 10 Park Flyer members in the club. Park Flyers will be responsible and will not interfere with the full members flying.

- 2.1.4 Must pay all dues imposed by the Club. Dues are paid on a yearly basis and are due on the last day of February.
- 2.1.5 Any member who consistently violates this operating agreement and/or the club safety rules can be expelled from the Club. A club officer will have issued sufficient warning and expulsion shall be by vote of the membership and a two-thirds (2/3) majority present at the regularly scheduled meeting.
- 2.1.6 Only members in good standing are permitted to use the club flying site or facilities.

### **Article Three: Basic Operating Policy**

- 3.1 This Club shall be non-commercial, non-profit, non-sectarian and non-partisan. It shall not endorse any commercial enterprise or product. The name of the Club or the name of any members in their official capacity, or the names of any sponsor shall not be used in any connection with any commercial concern or product or with any partisan interest or for any other purpose than the regular purpose of the club.
- 3.2 This Club may cooperate with other organizations and agencies interested in modeling, provided its representatives make no commitments binding upon the membership without approval of said membership.
- 3.3 This Club will work with the AMA (Academy of Model Aeronautics), and within the framework of the Academy's policy and by-laws. Membership in this club shall be contingent upon membership in the AMA.
- 3.4 This Club will associate itself with the enjoyment of radio controlled miniature aircraft. When interests in other types of modeling become known, the Club will consider pursuing these interests. Flight training shall be limited to family and friends of qualified members of the Club on a voluntary basis only.

### **Article Four: Dues Policy**

- 4.1 Membership in this Club shall be offered to persons interested in building and flying model airplanes and who agree in written application to abide by this operating agreement and the Club flying site rules.
- 4.2 Dues for the following membership categories will be set by the board and approved by the membership:
  - 4.2.1 Family Membership (including spouse and children under 18): Includes one park pass for River Oaks and one for the Gilmore Field.

- 4.2.2 Individual Membership: Includes one park pass for River Oaks and one for the Gilmore Field.
  - 4.2.3 Senior Individual Membership (62 or older): Includes one park pass for River Oaks and one for the Gilmore Field.
  - 4.2.4 Senior Family Membership: (including spouse and children under 18): Includes one park pass for River Oaks and one for the Gilmore Field.
  - 4.2.5 Starting in 2010 membership for Club board of directors {President, Vice President, Secretary and Treasurer and Swap Meet Coordinator will be free.
  - 4.2.6 The following Club officers will enjoy one year of half dues for membership during their year in office: Safety Coordinator , Newsletter Editor .
- 4.3 Individuals must hold a valid AMA, MAAC (Model Aviation Association of Canada), to be eligible to participate in club-sponsored contests or events.
  - 4.4 Membership card must be shown to any club member at flying site, before flying, if so requested. A River Oaks Pass must be on the car or a daily pass possessed. A Gilmore pass must be shown if so requested at the Gilmore Field.
  - 4.5 Definitions:
    - 4.5.1 A flying "Visitor" is any non-member who does not have, nor intends to fly with, their own plane / equipment but one who may enjoy assisted flying by an approved Club training member and using that member's plane/ equipment or a plane belonging to the Club. Must be current AMA member.
    - 4.5.2 A flying "Guest" is any non-member who is a qualified pilot who is invited to fly at our field by a member and intends to fly using their own plane / equipment. A flying Guest may enjoy the use of the field a total of three (3) times before being required to support the field by joining the Club. Club sponsored demonstration flights; open fly-ins and competitions are excluded from the tally of total visits. Must be current AMA member.

**Article Five: Election and Appointment of Club Officers**

- 5.1 The elected officers of the Club shall be the President, Vice President, Recording Secretary and Treasurer.
  - 5.1.1 Officers shall be elected annually in the month of November and shall assume their official duties at the first business meeting in January. Officers shall serve for a term of one (1) year or until their successor is elected.
  - 5.1.2 The elected officers may serve a maximum of four (4) consecutive terms in any one office.
  - 5.1.3 Only those who have consented to serve if elected shall be eligible for nomination.
  - 5.1.4 All officers shall be elected by vote at the November business meeting.

- 5.1.5 A vacancy occurring in any elected office shall be filled for the term by a person elected by a majority vote at the next business meeting following the occurrence of the vacancy. The board of Directors must approve the treasurer's replacement.
- 5.2 The appointed officers of the Club, if required, shall be the Newsletter Editor, Field Maintenance Officer , Safety Coordinator and Swap meet Coordinator. These officers will not be members of the Board of Directors.
  - 5.2.1 Officers will be appointed to serve for a term of one (1) year.
- 5.3 All officer nominees and appointments shall be members in good standing subject to this operating agreement.

### **Article Six: Duties of Club Officers**

- 6.1 The President shall preside at all meetings of the Club. He shall perform such other duties as may be prescribed by this operating agreement and shall coordinate the work of the officers and committees, in order that the objectives of the Club may be promoted. The President shall be allocated \$250.00 per year for funding of unusual expenditures and must inform the membership at the following business meeting.
- 6.2 The Vice-President shall act as an aid to the President and shall perform the duties of the President in the absence or inability of the President to serve.
- 6.3 The Recording Secretary shall record the minutes of all meetings of the Club and shall perform such other duties as may be delegated by the membership. Also shall be responsible for sending the minutes of each meeting to all members before the next meeting.
- 6.4 The Treasurer shall receive all monies of the Club; shall keep an accurate record of receipts and expenditures; and shall pay out funds in accordance with the approved budget, as authorized by the membership. The Treasurer shall present a financial statement at every business meeting of the Club and at other times when requested by the membership. The Treasurer's accounts shall be examined annually by an auditor and/or auditing committee of not less than three (3) members who, satisfied that the Treasurer's annual report is correct, shall sign a statement to that effect at the end of the report. The auditing committee shall be appointed by the final business meeting of the year. The auditing committee shall report its findings at the first business meeting of the year.
- 6.5 The Newsletter Editor is responsible for assembling and distributing the club newsletter. The newsletter should be issued no later than one (1) week before the monthly business meeting.
- 6.6 The Field Maintenance Officer is responsible for insuring that the field is maintained. He will act as the primary contact between the Club and the mowing service.
- 6.7 The Safety Coordinator is responsible for insuring that Club members are qualified to fly at the field and shall perform duties as prescribed by Section 4 of the AMA suggested duties of Club Officers.

### **Article Seven: Business Meetings**

- 7.1 There shall be no less than twelve (12) regular business meetings per calendar year. Business meetings will be established by the membership at a regular day, time and place.
- 7.2 Roberts Rules of Order (revised) shall govern this Club in all cases which they are applicable and in which they are not in conflict with the Operating Agreement of the Club.
- 7.3 The order of business meetings shall be:
  - 7.3.1 Call to order.
  - 7.3.2 Announcements and the recognition of guests.
  - 7.3.3 Reading and/or approval of minutes from the previous meeting.
  - 7.3.4 Statement of the Treasurer.
  - 7.3.5 Reading of communications.
  - 7.3.6 Reports of their Disposal.
  - 7.3.7 Unfinished Business.
  - 7.3.8 New Business.
  - 7.3.9 Safety issues with discussion.
  - 7.3.10 Show and Tell (If a member brought a model to the meeting).
  - 7.3.11 Adjournment.

### **Article Eight: Membership Rights**

- 8.1 The highest authority shall be the dues paying members of the Club assembled at any authorized business meeting. A quorum shall consist of a simple majority of the dues paying membership assembled at an authorized business meeting. Park Flyer members do not have the right to vote on club matters. A vote on changes must be presented to the membership by Email or phone and a vote to approve the change must be made to confirm the change at the next authorized business meeting.
- 8.2 Each member of this Club will be given a copy of this Operating Agreement upon acceptance of his/her dues.
- 8.3 This Operating Agreement shall be binding upon all members of the Club.

### **Article Nine: Exculpation of Liability**

- 9.1 Unless otherwise provided by law, or expressly assumed, any person who is a member or officer of the Club, shall not be liable for the acts, debts, or liabilities of the Club. Further the Club is and will remain a LLC Company to limit liability of the members.

## Article Ten: Club Field Rules

- 10.1 All members of the Club shall obey the following Field Rules:
- 10.1.1 All pilots wishing to use this flying field are welcome, BUT must be a current member of The Academy of Model Aeronautics (AMA or MAAC).
  - 10.1.2 Piloting a model aircraft after consuming alcoholic beverages is prohibited and alcoholic beverages are NOT permitted at the flying fields.
  - 10.1.3 The frequency pin must be reserved before turning on a 72 MHz transmitter and the frequency pin must be attached to the transmitter. The transmitter must have the frequency identification number attached. Transmitters and receivers operating on the 50 MHz and 72 MHz band must be narrow banded. Transmitters on 2.4 are not required to use pins except for major club events and then they should be identified as operating on 2.4. The Pin Boxes at both fields are require to be open whenever flying is taking place.
  - 10.1.4 Pilots must make sure their models are securely restrained while starting by a mechanical restraint or another person.
  - 10.1.5 The average maximum sound level for models flown at River Oaks Field is 98 db. This rule does not apply to the Gilmore Field.
  - 10.1.6 Taxiing anywhere between the pilot stations and the Pit area is prohibited. Taxiing from the sides of the pit area to the flight line is permitted but taxing back from the flight line to the pit area is prohibited. Pilots taxiing to the flight line will exercise extreme caution to remain away from persons on the flight line or Pit area.
  - 10.1.7 Flying of models at River Oaks is restricted to the boundaries of the field: i.e.- M-96 on the north side of the field. Inside the fence away from the Benteler property on the east side. Away from the Ball Diamonds to the south side, and away from the entrance road to the west. Flying behind the flight line is prohibited.
  - 10.1.8 Piloting a model is permitted only while standing at one of the four designated flight stations. On special events and depending on the amount of pilots, the club will add one more flying station for a total of 5.
  - 10.1.9 At River Oaks, models shall not exceed 15 pounds during general flying or 20 pound during special club sanctioned events. Models flown at Gilmore Field have no weight restrictions.
  - 10.1.10 **Gasoline powered models** are prohibited to fly at **River Oaks Field**, but are allowed to fly at the Gilmore Field. Only for special events that gasoline models will be permitted at River Oaks with a special permit sign by the president and Safety Officer .
  - 10.1.11 Persons walking onto the active runway must positively notify pilots flying of their intentions.

- 10.1.12 All pilots will follow the official AMA Safety Code.
- 10.1.13 Only persons essential to flight operations are permitted on the flying side of the fence.
- 10.1.14 Members must keep the field and surrounding area clean and take home all their trash each time out. If necessary, the Field Marshall or any Club Officer may close the field down for clean up. Smoking is prohibited in the pits and on the flight line at all times.

#### **Article Eleven: Amendments**

- 11.1 This Operating Agreement may be amended at a regular business meeting of the Club by a 2/3 majority vote of the dues paying members present provided that a notice of the amendment is presented at the previous business meeting in written form. The membership shall be notified of the amendment by mail (or electronic mail) a reasonable time before the meeting at which the vote is taken.
- 11.2 A committee may be appointed by simple majority vote (of the members present at any authorized business meeting) to prepare and submit a revised Operating Agreement to the membership which will then be voted on in accordance with section 11.1.
- 11.3 No member or group of members may commit The Thunderbirds RC Club to participate or contribute in any way to any group requesting help or be part of any event out site the club .This request had to be directed to the board of Directors for consideration and approval.