



E.R.C.S.
EDMONTON RADIO CONTROL SOCIETY
OF
EDMONTON
ALBERTA, CANADA.

BY – LAWS

BY - LAWS
Of
THE EDMONTON RADIO CONTROL SOCIETY

1. MEMBERSHIP

1.1. Eligibility

Any person being of the full age of 18 years may become a member upon payment of the required fees. Persons under the age of 18 are eligible as Junior Members.

1.2. Field Development Fee

Each member shall be assessed a once in a lifetime, non-refundable, field development fee in an amount as set by a vote of the membership from time to time. This fee shall apply to all members with the following exceptions:

- 1) Only one fee per Family Membership living at one address.
- 2) Any member in full time attendance at a school or post secondary educational institution.
- 3) Any Junior Member

This fee shall be held in a separate Capital Account. Approval to spend money from this account can only be made by recommendation of the Board of Directors and approved by a vote of two-thirds (2/3) majority at a General Meeting.

1.3. Membership Fee

Membership fee in the Society shall be an amount as set by a vote of the membership from time to time payable by the first of each year in advance. As the Edmonton Radio Control Society is MAAC (Model Aeronautics Association of Canada) sanctioned, a current MAAC membership card must be presented at the time of payment of fees or the appropriate MAAC membership fees. Members will be issued with an ERCS membership card.

Membership fees for Existing and former members renewing their membership after September 1 of the calendar year will be at one half of the set membership fee, plus presentation of a current MAAC membership card or the appropriate fee.

Provided that the full field development fee is paid at the same time and a valid MAAC Membership is in effect, first time memberships taken out after September 1st will be at the full set annual fee and shall be in effect until December 31st of the following calendar year.

1.4. Family Membership

A family membership may be obtained at a fee in an amount as set by a vote of the membership from time to time and upon presentation of the required number of current MAAC membership cards or the appropriate MAAC membership fees.

Family Membership is defined as parents or guardians with children 18 years or younger residing at one address.

1.5. Junior Membership

Any person under the age of 18 years is eligible for a junior membership at a reduced fee of an amount as set by a vote of the membership from time to time and upon presentation of a current MAAC membership card or the required junior MAAC membership fees.

1.6. Honorary Memberships

The Board may, by Special Resolution, grant honorary membership to any person who has:

- 1.6.1 made an exemplary contribution to the Society, or
- 1.6.2 contributed significantly to furthering the Society's Objects, or
- 1.6.3 lent dignity to the Society or to the community at large by virtue of their achievements.
- 1.6.4 An honorary member is not entitled to be elected to the position of President or Vice President, but may:
- 1.6.5 enjoy all other rights and privileges of ordinary membership at no cost to the honorary member,
- 1.6.6 serve as a Director, in accordance with Section 4.2, and
- 1.6.7 enjoy such other rights and privileges as the Board may determine.
- 1.6.8 The Board may specify the term of the honorary membership, which term shall be not less than twelve months, and may endure for the lifetime of the appointee. If the Board fails to specify the term; it shall be of twelve months

duration. The Board may by Special Resolution extend a term of honorary membership.

- 1.6.9 Honorary members who wish to fly must be current members in good standing of the MAAC.

1.7 Visitors

Visitors will be permitted to fly at two sessions as a guest of any one current member before they are requested to either join the club or refrain from attending. Visitors must present proof of holding valid MAAC membership.

1.7.1 Spectators are welcome without charge at any time members are flying and must adhere to all field safety rules.

1.8 Expiration of Membership

Membership will expire on December 31 of the calendar year indicated on official membership card issued by membership chair.

1.9 Withdrawal of Membership

Any member wishing to withdraw from membership may do so upon a notice in writing to the Board through its Secretary. If any member is in arrears for fees or assessments for any year, such member shall be automatically suspended from membership until such fees or assessments are paid.

Any member (including Board members), upon a two-thirds vote of all members in good standing, present at a meeting of the Society may be expelled from membership for any cause which the Society may deem reasonable.

Membership fees are non-refundable.

1.10 Publications

A copy of the by-laws, news bulletins containing information relative to club activities and notices of the next meeting are published on the club website - www.ercs.ab.ca.

1.11 Responsibilities

It is the responsibility of all club members to follow all ERCS Field Rules as posted as well as fulfilling the requirements of their MAAC membership. Safe operation of aircraft shall be the prime consideration of all individual members.

Valid ERCS and MAAC membership shall be maintained in order to retain flying privileges at any ERCS field.

2. BOARD OF DIRECTORS

2.1 Officers

The officers of the Edmonton Radio Control Society shall be as follows:

President
Secretary
Treasurer

2.2 Structure

The term Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the Society. The board shall have a total of nine members consisting of the following:

President	Secretary
Vice-President	Treasurer
Past-President	Four Directors

2.3 Board Duties

The Board shall, subject to the by-laws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society. Meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members thereof provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the Board will be monthly (except July and August).

Any four Board members shall constitute a quorum, and meetings can be held without notice if a quorum of the Board is present, provided, however, that any business transactions at such meetings shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

2.4 President

The President shall be an ex-officio a member of all committees. He shall, when present, preside at all meetings of the Society and of the Board.

2.5 Vice President

In the absence of the President, the Vice-President shall preside at any such meetings, and in the absence of both, a chairman may be elected by the meeting to preside thereat.

2.6 Secretary

It shall be the duty of the Secretary to attend all meetings of the Society and of the Board, and to keep accurate minutes of the same. In case of the absence of the Secretary, his duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the Society and be under the direction of the President and the Board.

The Secretary will act as the registered officer of the society and ensure the requirements of the Alberta Societies Act are met on an annual basis as follows:

1. File a change of postal address with the Registrar within 15 days of the change.
2. Annually submit to the Registrar the address of the registered officer of the society; full name, address and occupation of each officer and director and an audited financial statement prior to May 31. Any subsequent changes must be made to the Registrar within 30 days of the change.
3. File any changes to the society by-laws with the Registrar within 30 days of the change.

The Secretary, or his designate, shall also keep a record of all the members of the Society and their addresses.

2.7 Treasurer

The Treasurer shall perform, or ensure performance of, the following duties:

- 2.7.1 keep full and accurate accounts of all receipts and disbursements of the Society
- 2.7.2 deposit all monies or other valuable effects in the name, and to the credit of the Society in the financial institutions designated by the Board;
- 2.7.3 disburse the funds of the Society under the direction of the Board, taking proper vouchers therefore;
- 2.7.4 render to the Board at its regular meetings or whenever else required, an account of all transactions as Treasurer and of the Society's financial position; and
- 2.7.5 perform such other financial duties as the Board determines.

2.8 LIABILITY:

2.8.1 The Society shall indemnify and save harmless every Director or Officer, and their estate, heirs, executors or administrators, and effects, respectively from and against:

2.8.1.1 all costs, charges, and expenses whatsoever imposed upon such Director or Officer in any legal or quasi-legal proceeding brought against him as a result of performing official Association duties; and

2.8.1.2 all other costs, charges and expenses that such Director or Officer sustains or incurs relating to the execution of their official Association duties.

2.8.2 Notwithstanding section 10.1, the Society is not bound to Indemnify or save harmless a Director or Officer who suffers a loss occasioned while acting outside their proper authority or in a fraudulent or criminal fashion.

2.9 Conflicts of Interest:

Each Director or Officer stands in a fiduciary relationship to the Society and shall exercise his or her rights and authority in a fair and open manner for the benefit of the Society.

2.9.1 If circumstances place a Director or Officer in a situation where he or she may gain, personally and materially from a decision of the Board, or where, due to a conflict of interest, they are unable to act in the best interests of the Society, they shall:

2.9.2 advise the President and Board of this conflict at the earliest possible opportunity, and;

2.9.3 refrain from taking any steps, which prejudice this duty to the Society.

3. AUDITING

The books, accounts and records of the Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Society elected for that purpose at the Annual Meeting. A complete and proper statement of the standing of the books for the previous year shall be submitted by such auditor at the Annual Meeting of the Society. December 31st in each year shall be the end of the fiscal year of the Society.

The books and records of the Society may be inspected by any member of the

Society at the Annual Meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

4. MEETINGS

4.1 Annual Meeting

The Society shall hold an Annual Meeting on or before the 31st of December in each year, of which meeting notice shall be given to all members at least 14 days in advance via email and/or the ERCS website.

4.2 Election

The Society shall hold an Election Meeting on or before the 31st of December in each year, of which meeting due notice shall be given to all members. At this meeting there shall be elected a President, Vice-President, Secretary, Treasurer (or Secretary-Treasurer), and five Directors, one of which may be the past president.

The officers and directors so elected shall form a Board, and shall serve until their successors are elected and installed. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the Society.

4.3 Quorum

Eleven members in good standing shall constitute a quorum at any meeting.

4.4 Meeting Register

A register will be kept by the Secretary and passed around at each meeting for members and guests to sign.

4.5 Voting

Any member in good standing shall have the right to vote at any meeting of the Society. Such votes must be made in person and not proxy or otherwise.

5. REMUNERATION

5.1 All Directors, Officers and members shall not receive any remuneration.

5.2 Section 5.1 does not preclude reimbursement for authorized expenses incurred, which were previously authorized by the Board.

5.3 No part of the funds or the assets of the Society shall be payable to, lent to or ensure to the benefit of any private individual, corporation, employee or member, other than the ordinary payment of debt legally incurred by the Society or the sale of redundant assets; as previously authorized by the Board.

6. BORROWING

6.1 For the purpose of carrying out the Society's objectives The Board may from time to time authorize:

6.1.1 borrowing of money on the Society's credit;

6.1.2 the issue, sale or pledging of Society securities;

6.1.3 or the charge, mortgage, hypothecation, or pledge of all or any of the Society's real or personal property, including Book Debts, Rights, Powers, Franchises, and;

6.1.4 the making of undertakings to secure any securities or any money borrowed, or other debt, or any other obligation or liability of the Society.

7. SPENDING POWERS

7.1 General

The Board of Directors will authorize the funds necessary for the day to day operation of the club.

7.2 Capital Account

Approval to spend money from this account can only be made by recommendation of the Board of Directors and approved by a vote of two-thirds (2/3) majority at a General Meeting.

8. BY-LAWS

The By-Laws may be rescinded, altered or added by a Special Resolution passed by a majority of not less than three-quarters (75%) of such members entitled to vote as are present in person, at a general meeting of which one month's written notice specifying the intention to propose the resolution as an extraordinary resolution has been duly given.

9. COMMITTEES

The Board may establish committees from time to time as required for the running of the Society. The Chairman of each Committee will be responsible to the Board of Directors for the organization and results of their particular department. A list of duties of each committee will be maintained by the Board and will be kept available for the use of all members.

10. ACTIVITIES

It will be the responsibility of the Board of Directors to plan and organize all contests,

competitions, and any other activities within the scope of the Society, with the assistance from the membership at large, and to appoint Committee Chairmen for such activities.

Where possible and applicable, events shall be MAAC sanctioned.

11. FIELD RULES

The club will establish and maintain a set of Field Rules that govern the activities of the membership at Club facilities and events. Maintenance of the rules is the responsibility of the Board.

12. DISSOLUTION OF THE SOCIETY

12.1 Dissolution of the Society requires a Special Resolution of the Membership.

12.2 Upon the dissolution of the Society and after payment of all debts and liabilities, the remaining property of the Association shall be distributed as follows:

12.2.1 Any remaining gaming revenues shall go to such other eligible, not-for-profit, charitable or religious organization, as defined by the Alberta Gaming and Liquor Commission.

12.2.2 Any remaining general assets shall be donated to the Model Aeronautics Association of Canada.