

Midnight Sun R/C Club

**PO Box 72147
Fairbanks, AK. 99707**

Club Manual 2006

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SECTION 1

Job Description of officers.

President:

The President is the one to officially represent the club in all matters. He/She provides direction and pursues/delegates the administrative action necessary to accomplish the objectives. He/She is the chairman of the general meetings.

Vice President:

The Vice President stands in for the president whenever the president is not able to preside at the general meetings. He/She helps the president in administrative matters pursuant to the direction of the president.

Treasurer:

The Treasurer handles the financial banking and keeps an accurate accounting of the club finances. Accepts applications of new members. Keeps records of radio channels used by members. Keeps records of club members. Handles all aspects of the fuel account and inventory.

Secretary:

The secretary keeps a written record of the general and board meetings. Takes roll call. Handles the Proxies.

Field Officer:

The field officer is responsible for the care and upkeep of the flying site and for the delegation of responsibilities to provide for same.

Newsletter Editor:

The newsletter editor is not a board member but is responsible for the production of the club newsletter. Solicits for articles and reports all the happenings to the general membership.

SECTION 2

General Club Policies and Procedures

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Policy #1. MEMBERS SERVICE FOR PAYMENT OF DUES. Est. 5/19/88
It is not acceptable to exchange a members services for payment of any fees of dues.

Policy #2. UNDERPRIVILEGED CHILDREN. Est. 6/9/88
Underprivileged children will be accepted into the club at the family rate of dues with their sponsor as the head of family.

Policy #3. MEMBER RECRUITING. Est. 7/20/88
Any member can recruit a potential new member. The application and any monies collected must be submitted to the Treasurer. All new members are subject to general member acceptance. However, although the above is acceptable, normally a new member will be sent to the Treasurer.

Policy #4. HONORARY MEMBER. Est. 7/20/88
Honorary members must comply with the following requirements:
1. They must be current A.M.A. members if they fly.
2. They must be a guest of another member when flying.
3. Their flying activity is limited.
4. They are not allowed to participate in contests.

Policy #5. OBTAINMENT OF QUORUM BY USE OF PROXIES. Est. 9/12/88
Proxies will only be used to obtain a Quorum in the event that there are not enough members present in person to achieve one otherwise. At that time, all proxies will be used.

- Policy #6 AIRCRAFT DAMAGE DUE TO INATTENTIVENESS. Est. 2/28/89
 If an Aircraft crashes, is damaged or destroyed, due to the inattentiveness of a fellow pilot, (turning on a transmitter while the frequency is in use). That pilot is responsible and expected to reimburse the owner for any damage incurred to the plane, radio, etc. If the plane is totaled as a result of the act, the pilot is expected to reimburse the owner the price of a new kit.
- Policy #7 FIELD FLYING BOUNDARIES. Est. 8/17/89
1. Under no circumstances will flying be permitted over the pit area.
 2. Flying on the opposite side of pit area from where you are standing is not permitted. Generally, all flying will take place in front of the pilot with his back towards the pit area.
 3. Flying will be permitted only off of one runway at a time. The runway used will be decided upon by the mutual consent of the members present.
- Policy #8 FUEL FUND EXCESS. Est. 1/5/90
 All excess funds in the Fuel Account over \$1600.00 will be transferred to the General Savings Account.
- Policy #9 SAVINGS ACCOUNT MINIMUM BALANCE. Est. 5/28/92
 A minimum balance of \$500.00 will be maintained in the general savings account as an emergency fund. This balance will only be used if an emergency occurs.
- Policy #10 FUTURE FIELD ACQUISITION FUND. Est. 1/9/95
 Starting January 1995, of each fiscal year, there will be at least \$500.00 set aside in a dedicated account for the purpose of future field acquisition.
- Policy #11 DUES. Est. 1/8/2003
- New Member - \$50.00 per/year—(50% after August 1).
1. New Member Only.
 2. First Year Only.
 3. Must have AMA to fly & vote.
 4. To include spouse and dependents living within household.
- General Membership - \$100.00 per/year
1. Must Have AMA to fly & vote.
 2. To include spouse and dependents living within household.
- Junior Membership - \$20.00 per/year.
1. Under 18 years old.
 2. Self Only.
 3. Must have AMA to fly.
- All Active Duty Military - ½ the above amounts.
1. Must have AMA to fly & vote.
 2. To include spouse and dependents living within household.

SECTION 3

**Official
Academy of Model Aeronautics
National Model Aircraft Safety Code
Effective January 1, 2006**

GENERAL

1. A model aircraft shall be defined as a non-human-carrying device capable of sustained flight in the atmosphere. It shall not exceed limitations established in this code and is intended to be used exclusively for recreational or competition activity.
2. The maximum takeoff weight of a model aircraft, including fuel, is 55 pounds, except for those flown under the AMA Experimental Aircraft Rules.
3. I will abide by this Safety Code and all rules established for the flying site I use. I will not willfully fly my model aircraft in a reckless and/or dangerous manner.
4. I will not fly my model aircraft in sanctioned events, air shows, or model demonstrations until it has been proven airworthy.
5. I will not fly my model aircraft higher than approximately 400 feet above ground level, when within three (3) miles of an airport without notifying the airport operator. I will yield the right-of-way and avoid flying in the proximity of full-scale aircraft, utilizing a spotter when appropriate.
6. I will not fly my model aircraft unless it is identified with my name and address, or AMA number, inside or affixed to the outside of the model aircraft. This does not apply to model aircraft flown indoors.
7. I will not operate model aircraft with metal-blade propellers or with gaseous boosts (other than air), nor will I operate model aircraft with fuels containing tetranitromethane or hydrazine.
8. I will not operate model aircraft carrying pyrotechnic devices which explode burn, or propel a projectile of any kind. Exceptions include Free Flight fuses or devices that burn producing smoke and are securely attached to the model aircraft during flight. Rocket motors up to a G-series size may be used, provided they remain firmly attached to the model aircraft during flight. Model rockets may be flown in accordance with the National Model Rocketry Safety Code; however, they may not be launched from model aircraft. Officially designated AMA Air Show Teams (AST) are authorized to use devices and practices as defined within the Air Show Advisory Committee Document.
9. I will not operate my model aircraft while under the influence of alcohol or within eight (8) hours of having consumed alcohol.
10. I will not operate my model aircraft while using any drug which could adversely affect my ability to safely control my model aircraft.
11. Children under six (6) years old are only allowed on a flightline or in a flight area as a pilot or while under flight instruction.
12. When and where required by rule, helmets must be properly worn and fastened. They must be OSHA, DOT, ANSI, SNELL or NOCSAE approved or comply with comparable standards.

RADIO CONTROL

1. All model flying shall be conducted in a manner to avoid over flight of unprotected people.
2. I will have completed a successful radio equipment ground-range check before the first flight of a new or repaired model aircraft.
3. I will not fly my model aircraft in the presence of spectators until I become a proficient flier, unless I am assisted by an experienced pilot.
4. At all flying sites a line must be established, in front of which all flying takes place. Only personnel associated with flying the model aircraft are allowed at or in front of the line. In the case of airshows demonstrations straight line must be established. An area away from the line must be maintained for spectators. Intentional flying behind the line is prohibited.
5. I will operate my model aircraft using only radio-control frequencies currently allowed by the Federal Communications Commission (FCC). Only individuals properly licensed by the FCC are authorized to operate equipment on Amateur Band frequencies.
6. I will not knowingly operate my model aircraft within three (3) miles of any preexisting flying site without a frequency-management agreement. A frequency-management agreement may be an allocation of frequencies for each site, a day-use agreement between sites, or testing which determines that no interference exists. A frequency-management agreement may exist between two or more AMA chartered clubs, AMA clubs and individual AMA members, or individual AMA members. Frequency-management agreements, including an interference test report if the agreement indicates no interference exists, will be signed by all parties and copies provided to AMA Headquarters.
7. With the exception of events flown under official AMA rules, no powered model may be flown outdoors closer than 25 feet to any individual, except for the pilot and located at the flightline.
8. Under no circumstances may a pilot or other person touch a model aircraft in flight while it is still under power, except to divert it from striking an individual.
9. Radio-controlled night flying is limited to low-performance model aircraft (less than 100 mph). The model aircraft must be equipped with a lighting system which clearly defines the aircraft's attitude and direction at all times.
10. The operator of a radio-controlled model aircraft shall control it during the entire flight, maintaining visual contact without enhancement other than by corrective lenses that are prescribed for the pilot. No model aircraft shall be equipped with devices which allow it to be flown to a selected location which is beyond the visual range of the pilot.

FREE FLIGHT

1. I will not launch my model aircraft unless I am at least 100 feet downwind of spectators and automobile parking.
2. I will not fly my model aircraft unless the launch area is clear of all individuals except my mechanic, officials, and other fliers.
3. I will use an effective device to extinguish any fuse on the model aircraft after the fuse has completed its function.

CONTROL LINE

1. I will subject my complete control system (including the safety thong where applicable) to an inspection and pull test prior to flying. The pull test will be in accordance with the current for the applicable model aircraft category. Model aircraft not fitting a specific category shall use those pull-test requirements as indicated for Control Line Precision Aerobatics.
2. I will ensure that my flying area is clear of all utility wires or poles and I will not fly a model aircraft closer than 50 feet to any above-ground electric utility lines.
3. I will ensure that my flying area is clear of all nonessential participants and spectators before permitting my engine to be started.

SPECIALIZED SUPPLEMENTAL SAFETY CODES, STANDARDS AND REGULATIONS

RADIO CONTROL COMBAT (#525)

GENERAL RADIO CONTROL RACING (#530)

GIANT SCALE RADIO CONTROL RACING (#515-A)

GAS TURBINE OPERATION (Note: Special waiver required) (#510-A)

These special codes and appropriate documents may be obtained either from the AMAWeb site or by contacting AMA Headquarters.

SECTION 4

Club Operating Procedures

Section 1.

Flying is restricted to club members and their guests provided that the latter have current AMA memberships.

Section 2.

Cars must be parked in the designated areas only.

Section 3.

Flight boxes and models being prepared for flight shall be restricted to the pit area.

Section 4.

On arrival at the field all transmitters shall be placed in the impound area with the antenna collapsed when impound area is available.

Section 5.

No transmitter shall be put in use unless the appropriate frequency pin (clip) is attached to the designated frequency board.

Section 6.

All frequency pins will have owners name on backside.

Section 7.

Use of a frequency shall be limited to 15 minutes if others are waiting.

Section 8.

No full power throttle run ups in the pits.

Section 9.

Do not aim prop wash at other modelers or their models.

Section 10.

Spectators are welcome but must remain in the designated area.

Section 11.

All models must comply with AMA safety requirements (rounded spinners or prop nuts, no metal props, no knife-edge wings, etc.).

Section 12.

No nylon propellers unless reinforced by glass fibers are permitted on engines over .40 cu. in. displacement.

Section 13.

Taxiing a model through the pit area is prohibited.

Section 14.

Pilots must stand only in the marked "Pilots Box". Only pilots, or instructors and spotters are permitted to stand in the pilot's box.

Section 15.

All takeoff and landing attempts shall be previously announced to other fliers.

Section 16.

When an engine goes dead in flight, shout "Deadstick" loudly several times to warn others of the impending landing. A "dead stick" aircraft has the "right of way" over all others.

Section 17.

In any case of model malfunction in the air (radio or mechanical), promptly announce the problem to the other fliers in a loud voice. Other fliers will immediately clear the airspace, if on the ground, shut down their aircraft and radios.

Section 18.

Any person wishing to retrieve a model from the runway shall previously announce this intention to other fliers.

Section 19.

No engine restarts shall be made on the runway.

Section 20.

There shall be no flying over the spectator area, parking lot or any area where people are permitted to congregate.

Section 21.

There shall be no flying over adjacent houses, roads etc.

Section 22.

Low fly passes are not permitted closer to the pilot's box than the center of the runway.

Section 23.

No flying and consuming of alcoholic beverages.

Section 24.

Anything you bring to the flying field shall be removed when you depart. Trash Should be deposited in appropriate barrels; Members and their guests should not discard litter on the field.

Section 25.

Children and pets shall be confined to the spectator area.

Section 26.

Fliers must have proof of club and *AMA* membership.

Section 27.

No person shall attempt to fly a model without being accompanied by an instructor unless they have reached the minimum flight proficiency level or are alone at the flying site. All new members must demonstrate flight proficiency before solo flying.

Section 28.

Whenever starting or running your engine, be aware of the prop arc and what could happen if a prop blade were to fly off.

SECTION 5

Articles of Incorporation.

MIDNIGHT SUN RADIO CONTROL CLUB, INC.

The undersigned natural persons of the age of nineteen (19) years or more acting as incorporators of a corporation (hereinafter referred to as the “Corporation”) under the provisions of the Alaska Nonprofit corporation Act (herein after referred to as the (“Act”), adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is MIDNIGHT SUN RADIO CONTROL CLUB, INC.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The purposes for which this Corporation is formed are:

(a) The specific primary purposes of the Corporation are to own, operate, and maintain a club, exclusively for the pleasure and recreation of its members, to promote and develop activities and skills of its members relating to the construction and operation of radio controlled aircraft models, and other fields of model aviation.

(b) The general purposes and powers of the Corporation are:

(I) To erect, construct, purchase, lease, or otherwise acquire, own, hold, use, improve, maintain, repair, operate, encumber, sell, lease, or otherwise dispose of, club facilities, buildings, and property of every kind, nature, and description, including, without limitation, property and facilities necessary to enable its members to operate their models, all for the sole and exclusive benefit of the members of this Corporation and their bona fide guests.

(II) To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, or corporation; and with any local, state, or federal government subdivision, department, or agency thereof.

(III) To carry on any activity whatsoever, in this state or anywhere else in the world, either as a principal, agent, or partner, which the Corporation may deem proper or convenient in connection with any of the foregoing purposes, or which may be calculated, directly or indirectly, to promote the interests of the Corporation.

(IV) To have and exercise all of the rights and powers conferred on nonprofit corporations under the Alaska Nonprofit Corporation Act (AS 10.20.005-725) as such law is now in effect or may at any time hereafter be amended.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

(c) Notwithstanding any of the foregoing statements of purposes and powers, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Corporation as set forth in paragraph (a) of the Article 3, and nothing contained in the foregoing statement of purposes shall be construed to authorize the Corporation to carry on any activity for the profit of its members, or to distribute any gains, profits, or dividends to its members.

ARTICLE IV

The Corporation shall be non-stock and no dividend or pecuniary profits shall be declared or paid to a member thereof.

ARTICLE V

The affairs of the Corporation shall be under the direction of a board of directors consisting of five (5) persons, to be elected each year in accordance to the Code of By-Laws of the Corporation.

ARTICLE VI

The members of the Corporation shall be each natural person who has paid dues to the Corporation. The Corporation may establish classes of membership, and specify voting rights and other rights and privileges in its Code of By-Laws. The initial membership of the Corporation shall be the members of the MIDNIGHT SUN RADIO CONTROL CLUB, an unincorporated association, subject to each member's right to withdraw.

ARTICLE VII

Upon dissolution or liquidation of the Corporation, the assets, after providing for debts and obligations thereof, shall inure to the benefit solely of a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Sections 501 (c) (3) and 509 (a) (1), (2) or (3) of the Internal Revenue Code of 1954, as from time to time amended.

ARTICLE VIII

The address of the initial registered office of the Corporation is P.O. Box # 72147, Fairbanks, Alaska 99707. The name of the initial registered agent is MARY A. NORDALE.

ARTICLE IX

The names and addresses of the initial board of directors are:

Martin J Hall	SR. 21003 Fairbanks, Alaska 99701
Horace E. Rodgers	4011-5 Pine Street Fort Wainwright, Alaska 99703
L. Paul Caulkett III	P.O. Box #262 Fairbanks, Alaska 99703
Robert Koslick	P.O. Box # 60322 Fairbanks, Alaska 99707
Michael R. Barker	Easy Street Fairbanks, Alaska 99701

ARTICLE X

The names and addresses of the incorporators are:

Martin J. Hall	SR. 21003 Fairbanks, Alaska 99701
Horace E. Rodgers	4011-5 Pine Street Fort Wainwright, Alaska 99703
L. Paul Caulkett III	P.O. Box # 262 Fairbanks, Alaska 99707

In Witness Whereof, the undersigned, being all of the incorporators designated in Article X, execute these Articles of Incorporation, and certify to the truth of the facts therein stated, this 24th day of October, 1980.

The image shows two handwritten signatures in black ink, written over two horizontal lines. The top signature is more fluid and cursive, while the bottom signature is more blocky and less legible. The lines are evenly spaced and extend across the width of the signatures.

**Code Of Bylaws
of
Midnight Sun Radio Control Club, Inc.**

Article One

Offices

The Principal office of the Corporation shall be:
P.O. Box 72147, Fairbanks, Alaska 99707

Article Two

The fiscal year of the Corporation shall commence January 1 of each calendar year.

Article Three

Membership

Section 1. Qualification for Membership.

Any natural person who holds membership in the Academy of Model Aeronautics (AMA) and who is interested in the construction and operation of radio-controlled models shall be eligible for membership.

Section 2. Classes of Membership.

The Corporation shall have two classes of membership, as follows:

1. Regular Member: A person over the age of 16 years
2. Junior Member: A person under the age of 16 years

The Board of Directors may recommend, and the membership may approve, from time to time, that persons who need not otherwise meet the qualifications for membership be granted honorary membership.

Section 3. Election to Membership.

Each person desiring to become a member of the Corporation shall submit a written application form to the Board of Directors. After review by the Board of Directors to determine that the applicant is qualified for membership, the Board of Directors shall submit the name of the applicant to the membership. Upon approval by a majority of the members present and voting at a regular meeting of the membership and upon payment of the required dues, the applicant shall become a member of the Corporation.

Section 4. Certificates of Membership.

The Board of Directors shall provide for the issuance of certificates of membership in the Corporation. The certificates shall be in a form determined by the Board, which shall evidence the class of membership. All certificates of each class shall contain the name of the member and the year that it is effective for. The Board of Directors shall maintain for each fiscal year a registry of members which shall be available for inspection by the members. The certificates shall be issued to each member, upon the payment of the required dues, at the commencement of each fiscal year or as soon thereafter as may be practicable.

Section 5. Termination of Membership.

The board of Directors, by affirmative vote of all members of the Board, may suspend or expel a member for cause after an appropriate hearing; and by a majority vote of those members of the Board at any regular meeting, may terminate the membership of any member who becomes ineligible for membership, or suspend or expel a member who shall be in default in the payment of dues for the period fixed hereafter. Members who have missed 3 (three) consecutive general membership meetings will be considered for “cause” for membership termination by the Board of Directors.

Section 6. Resignation.

Any member may resign by filing a written resignation with the secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid.

Section 7. Reinstatement.

On written request signed by a former member and filed with the secretary, the Board of Directors, by an affirmative vote of two-thirds of all the members of the Board, may reinstate such member to membership on such terms and conditions as the Board of Directors may deem appropriate. Any member who has been denied reinstatement by the Board of Directors may be reinstated by a majority vote of the general membership at a regular club meeting.

Section 8. Transferability of Membership.

Membership in the Corporation is not transferable or assignable.

Section 9. Obligations of Members.

All members of all classes of memberships shall comply with such rules of safety and conduct as may from time to time be adopted by the membership.

Section 10. Non-liability of Members.

No member of the Corporation shall be personally liable for the debts, liabilities and obligations of the Corporation.

Section 11. Applicant Members.

A Person may make application as an Applicant member into the Club under the following conditions:

1. Make application for Club membership
2. Pay Club Dues
3. Applicant must apply for or have current AMA membership.
4. When flying at Club facilities, must be supervised by a Club member.
5. Applicant members will enjoy all Club privileges with the exception of voting at the General Meetings.

New members will remain an Applicant member until his or hers verification from AMA. This period is not to exceed (8) weeks and dues are not refundable.

Section 12. Family membership.

An adult member of a family shall pay full dues and be considered the head member of the family. Other members of the family living in the same household will be included in this membership. Those that fly still must have their own AMA membership. This applies to immediate family members only.

Article IV

Meeting of Members

Section 1. Election of Board.

Nominations for board members will be done at the October regular meeting. Voting for the board members will be done at the November regular meeting. The new board will preside starting in January.

Section 2. Regular meetings.

Regular meetings of the membership shall be held on the first Wednesday of each calendar month at 7:30 p.m. at a place designated from time to time by the Board of Directors, unless such day shall be a legal holiday in the State of Alaska, in which event it will be the following Wednesday.

Section 3. Special Meetings.

Special meetings of the members of the Corporation may be called by the President, the Board of Directors or by not less than one tenth of the members having voting rights at the place as may be designated in the notice of the meeting.

Section 4. Notice of Meetings.

No notice of annual and regular meetings of the members shall be required except in cases in which proposals will be considered for the disposition of a substantial portion of the assets of the Corporation, for merger or consolidation with another corporation, for amendment of the Articles of Incorporation. The printed notice stating the time and place of meeting shall be delivered either personally or by mail to each member entitled to vote, not less than 10 nor more than 50 days before the date fixed for the meeting. Notice of special meetings shall be delivered telephonically, in person or by mail not less than 3 days before the date fixed for the meeting. In the case of special meetings or when required by statute or these bylaws, the purpose or purposes of the meeting shall be stated in the notice.

Section 5. Quorum.

A Quorum shall consist of 51 percent or more voting members present in person, plus those voting by valid proxies at general membership meetings. In the absence of a quorum, no business other than adjournment shall be transacted. In the event of loss of quorum during the course of a meeting, those members remaining may nonetheless continue to do business.

Section 6. Voting Rights.

All regular members shall be entitled to one vote. Members of other classes shall not be entitled to vote. Must have AMA also.

Section 7. Proxies.

At any meeting, a member entitled to vote may vote by proxy executed in writing by the member or his duly authorized attorney in fact. All proxies must be filed with the Secretary at or before the meeting at which a vote will be taken. No proxy shall be valid more than 11 months from the date of its execution, at any meeting at which a member attends, having previously given his proxy to another member, that member may not vote by proxy.

Section 8. Rules of Procedure.

Procedure at all meetings of members shall be in accordance with Roberts Rules of Order, Revised.

Article Five

Board of Directors

Section 1. General Powers.

The affairs of the Corporation shall be managed by the Board of Directors. Directors must be members of the Corporation.

Section 2. Number, Tenure and Qualifications.

The number of Directors shall be a minimum of five. Directors shall be elected at the November meeting of members, and the term of office of each director shall be one year, starting January and ending December or until the election and qualification of his/her successor.

Section 3. Annual Meetings.

The annual meeting of the Board of Directors shall be held without further notice than this bylaw immediately after, and at the same place as, the November meeting of members for the purpose of electing officers and such other business as may come before the Board.

Section 4. Regular Meetings.

Regular meetings of the Board of Directors shall be held without further notice than this bylaw at such place and time as may be from time to time established at the convenience of the members. The Schedule of Board meetings shall be published to the members and the members may attend such meetings, except executive meetings, but shall not be entitled to participate.

Section 5. Special Meetings.

Special meetings of the board of Directors may be called by the president or any two of the Directors, to be held at a place and time designated by the person or persons calling the meeting.

Section 6. Notice of Special Meeting.

Notice of any special meeting shall be given at least 24 hours previously thereto by written notice personally delivered or in person or by telephone or telegraph. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice, unless specifically required by law or by these bylaws.

Section 7. Quorum.

Three Directors shall constitute a quorum for the transaction of business at any meeting of the Board. If less than a majority of directors are present at any meeting, the directors present may adjourn the meeting from time to time without further notice.

Section 8. Board Decisions.

The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board of Directors, unless the act of a greater number is required by law or by these bylaws.

Section 9. Vacancies.

Any vacancy occurring in the Board of Directors, and any directorship to be filled by reason of an increase in the number of directors, shall be filled by the majority meeting of members at which the vacancy is declared and nomination made to fill such vacancy. A Director so elected shall serve for the unexpired term of his predecessor in office. A vacancy in the Board of Directors shall exist when a Director, by reason of inability or disinclination, shall fail actively to participate in the business and affairs of the Corporation, as determined by the Board of Directors.

Section 10. Compensation.

Directors shall not receive a fee or salary for their services as Directors.

Section 11. Non-liability of Directors.

Directors shall not be personally liable for the debts, liabilities or other obligations of the Corporation.

Article Six

Officers

Section 1. Officers.

The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and a Field Officer. The Board of Directors shall elect or appoint these and such other officers as it shall deem desirable, such other officers to have the authority and perform the duties prescribed by the Board of Directors, any two or more offices may be held by the same person, except the offices of President and Secretary. An officer who is not a Director shall be an Ex official member of the Board of directors. All officers shall serve at the pleasure of the Board.

Section 2. Removal.

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgement the best interests of the Corporation would be served thereby.

Section 3. Powers and Duties.

The several officers shall have such powers and perform such duties as may from time to time be specified in resolutions or other directives of the Board of Directors. In the absence of such direction, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in nonprofit corporations having the same of similar general purposes and objectives as the Corporation. Notwithstanding the foregoing, the

President, in his absence the Vice President, shall preside at all meetings of the members and the Board of Directors.

Section 4. Compensation.

Officers of the Corporation shall serve without compensation.

Section 5. Non-liability of Officers.

Officers of the Corporation shall not be personally liable for the debts, liabilities or other obligations of the Corporation.

Article Seven

Committees

The Corporation shall have such committees as may from time to time be designated by the Board of Directors.

Article Eight

Contracts, Checks, Deposits and Gifts

Section 1. Contracts.

The Board of directors may authorize any officer or officers or agents of the Corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or may be limited to specific instances.

Section 2. Checks, Drafts, and Orders.

All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers or agent of the Corporation, and in such manner as shall from time to time be determined by the Board of Directors.

Section 3. Deposits.

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks or other depositories as the Board of Directors may select.

Section 4. Gifts.

The Board of Directors may accept on behalf of the Corporation any contributions, gift, bequest or devise for any purpose of the Corporation.

Section 5. Limitations.

All expenditures in excess of FIVE HUNDRED Dollars (\$500.00) will require the approval of the general membership at a regular club meeting.

Article Nine

Books and Records

The Corporation shall keep accurate and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees and shall keep at the principal office a record of the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time.

Article Ten

Safety Codes

Section 1. AMA Safety Rules.

All members shall adhere to and abide by the safety and flying site rules adopted and promulgated by the AMA.

Section 2. Club Safety Rules.

The Corporation may from time to time adopt and promulgate safety and flying site rules in addition to the AMA rules and all members shall adhere to and abide by such rules.

Article Eleven

Dues

Section 1. Annual Dues.

The Board of Directors shall determine from time to time the amount of initiation fee, if any, and annual dues payable to the Corporation by members of each class and shall give appropriate notice to the members.

Section 2. Payment of Dues.

Dues shall be payable in advance on the first day of January and no later than April 30 of each year.

Section 3. Default and Termination of Membership.

When any member of any class is in default in the payment of dues his membership may thereupon be terminated by the Board of Directors as provided herein.

Article Twelve

Amendment of Bylaws

These bylaws may be altered, amended, repealed or new bylaws adopted by the Board of Directors at any regular or special meeting, if at least 30 days notice of such intent shall have been given. All amendments, alterations, repeals and all new bylaws shall be submitted to the members for ratification. In the event the members shall not ratify the same, the amendments, alterations, repeals or new bylaws shall be deemed not to have been adopted by the Corporation.

Adopted by the Board of Directors: _____

Ratified by the Members: _____

I, the undersigned, do hereby certify:

1. That I am the duly elected and acting President of Midnight Sun Radio Control Club, Inc.,
and
2. That the foregoing Code of Bylaws, comprising 7 Pages besides this one constitute the
Bylaws of the Corporation as duly adopted at a meeting of the Board of Directors held on
_____, and ratified by the members at a meeting held on _____.

In Witness Whereof, I have hereunto subscribed my name and affixed the seal of the
Corporation.

Marty Hall, President

Date