

**CAPE CORAL R/SEA HAWKS
CONSTITUTION AND BY-LAWS
February 2023
ARTICLE I
ORGANIZATION AND OBJECTIVES**

SECTION ONE - LEGAL ORGANIZATION

The Cape Coral R/Sea Hawks Inc. (hereinafter referred to as “Club”) is a not-for-profit corporation organized under the provisions of Chapter 617 of the Florida Statutes. The Club is chartered by the Academy of Model Aeronautics (AMA) Charter Number 543

SECTION TWO - OBJECTIVES

A. The primary purpose of the Club is to actively promote the construction and operating of all types of radio controlled aircraft and surface vehicles. In accordance with this objective the Club will:

1. Endeavor to encourage the Club membership, both individually and collectively, to expand its knowledge of aerodynamics and the related arts and sciences. Thus, the skills necessary for the construction and flying of model aircraft will be improved throughout the membership of the Club.
2. Provide a suitable flying and surface vehicle site for the use of members and their guests.
3. Set standards for safety, stay current with and vigorously enforce these standards in an effort to ensure the personal safety and that of the property of its members, their guests and spectators. Maintain the rules of the City of Cape Coral Parks and Rec. Dept.
4. Endeavor to promote a feeling of comradery and respect between all its members, regardless of the aero-modeling interests or skill level so that each member will value their association with the Club and fellow members.

ARTICLE II

MEMBERSHIP QUALIFICATION

Membership in the Club is open to any person interested in the design, construction and/or operation of any and all types of radio-controlled model aircraft and RC surface vehicles. By signing the annual membership/renewal form, each member accepts the responsibility of adhering to the entire Constitution and By-Laws, all field and safety rules set by the Board of Directors, AMA rules and all updates from the Board of Directors. All new members, who wish to fly aircraft, no matter what their skill level, will be required to fly a demonstration flight before a Club instructor to ensure their ability for solo flying. Club members with invited guest flyers are solely responsible for their guest's flying ability, knowledge and understanding and adherence to Club rules. When club members invite guests to race R/C cars on the track, that club member is solely responsible for ensuring that the guest driver has the ability to properly control their car and has the knowledge, understanding and adherence to club rules. In particular, especially in the absence of a Field Marshal and/or Safety Officer, all members are obligated to accept responsibility for safety as explained under Article VII in duties of Field Marshal and Safety Officer.

ARTICLE III

CLASSES OF MEMBERSHIP

There will be three (3) classes of membership in the Club. All members will be expected to follow all the existing rules, both flying and demeanor towards others. Regular and Junior members are required to pay annual membership dues. This fee is waived for Sub-Junior members.

A. REGULAR MEMBERSHIP

1. Regular membership will be open to those persons eighteen (18) years of age or older, singly or with their families (for family membership), all of whom must offer proof of current AMA (Academy of Model Aeronautics) membership, have paid their membership dues, have submitted a signed current application/renewal form for the year and have complied with FAA licensing requirements where applicable.
2. All new members will receive a link via email to the Club's Constitution and By-Laws and field safety rules and shall review these in their entirety. They will also be given a membership card and sticker showing the active year for the Club dues paid.
3. Regular members in good standing will have full voting privileges on all items voted on by the general membership. A member in good standing will have met financial obligations and not be currently under discipline for rule violations.
4. The acceptance of general membership charges the member with the responsibility of complying with, and helping enforce, the Club's field and safety rules and at all times acting in the best interest of the Club and its members.

B. JUNIOR MEMBERSHIP

1. The junior membership will be open to those persons ages sixteen (16) and seventeen (17) with proof of AMA membership and a parent/guardian signed membership/renewal form and paid Membership Dues.
2. All other eligibility requirements, responsibilities and privileges of a regular membership will apply except they cannot hold office in the Club. (see regular membership)

C. SUB-JUNIOR MEMBERSHIP

1. Sub-junior membership will be open to persons fifteen (15) years of age or younger. There will be no Membership Dues charged to this class of membership but they must show proof of AMA membership and have a membership/renewal form signed by a parent or guardian. The Club will pay their City Land Use Fee.
2. Sub-junior members will have no voting privileges and may not hold office in the Club.
3. All other eligibility requirements, responsibilities and privileges of a regular membership will apply. (see regular membership)

ARTICLE IV MEMBERSHIP DUES STRUCTURE

1. Annual Membership Dues will be established by the Board of Directors. Membership is from January 1st to December 31st for one calendar year.
2. Sub-junior members are not charged for membership dues.
3. Adult Family membership: The annual Membership Dues for a family membership will be based on a fixed discount and the number of adult family members in the Club. To qualify for family membership all adult family members must be immediate family and live in the same house. Membership dues must be paid at the same time. A 50% (fifty) discount will be applied to subsequent family adult memberships after the first member has paid full Membership Dues.
4. Membership Dues for first time New members joining between July 1 and December 31, will be prorated at one half of the annual rates in effect for that year.
5. Renewal Dues for all existing members may be paid for the following year starting on November 1st and are due by January 1st. Updated stickers will be issued upon receipt of Membership Dues and validation of AMA membership through the end of the applied for year. Updated stickers must be affixed to Membership cards by January 31.
6. All Members must clearly display valid Membership Cards while flying.

ARTICLE V GUEST PRIVILEGES

1. Any member in good standing may bring guests to the flying site or racetrack. The guest must have an AMA card or its equivalent from Canada or Europe.
2. The Club will extend full field privileges to the guest for a maximum of two (2) weeks in any one (1) calendar year, after which he/she are expected to join the Club.
3. The member will be responsible to make sure that the guest is aware and follows all Club safety and flying rules.
4. A check flight is required for all guests by an instructor or an Officer for each type of aircraft they intend to fly, before flying. After displaying flying proficiency, the Instructor or Officer will sign and date the back of the Guest Pass. Guest may only fly those types of aircraft they have been approved for. The Guest pass must be displayed when flying.

ARTICLE VI TERMINATION OF MEMBERSHIP

A. DISCIPLINE OR REMOVAL OF A BOARD MEMBER

1. The Board has the right to vote on and discipline a Board member who creates problems at Board meetings or undermines Board decisions. A simple majority vote by the Board of Directors is necessary for disciplinary action. A 2/3rds majority vote is required to recommend removal from the Board.
2. If the Board recommends removal then the member charged will be given the opportunity to answer the charges at the next General Membership Meeting. Following this a simple majority vote by the membership, with the member charged being out of the room, is required for removal.
3. Removal of a Board member by the membership may also be initiated following the procedure outlined below.
 - a At any regularly scheduled club meeting, where a quorum of members is present as defined in Article VIII, paragraph 1, any member in good standing may offer a motion to recommend removal of a Board member.
 - b This motion must be seconded by a member in good standing.
 - c After a discussion on the motion a simple majority vote will be required to pass this motion.
 - d If this motion passes, the member charged will be given the opportunity to answer the charges at the next General Membership Meeting. Following this a simple majority vote by the membership, with the member charged being out of the room, is required for removal.
4. Should a Board member be removed from the Board, the member has 15 days from the date of removal to pay the maintenance fees to remain a member of the Club.
5. Should a vacancy occur on the Board during the year, the Board will find a candidate to fill the vacancy, with a simple majority vote of the Board members, for the remainder of the year.

B. DISCIPLINE OR TERMINATION OF A MEMBER

1. A member who has been charged with any of the following may be disciplined or terminated:
2. A member whose actions at the flying site or elsewhere have jeopardized the Club's privilege of using the flying site.
3. A member whose actions have placed the personal safety of spectators or members in danger.
4. A member whose insubordinate actions have caused property damage of any nature.
5. A member whose actions at the flying field, Club activities, Club Meetings, Board of Director Meetings is disruptive or prevents the Club's business from being carried out.
6. Members should air their problems with the Club, irrespective of what they are, at the General Meetings which are held on a monthly basis. Once the problems have been brought forth and discussed, resolutions will be voted on. A simple majority vote will carry the resolutions. It is required that members do not air the financial status of the Club in any Public forum. Doing so will lead to disciplinary action of the member concerned.

C. PROCEDURE TO DISCIPLINE OR TERMINATE A MEMBER

1. Any member in good standing can submit charges to the Board of Directors against a member.
2. These charges must be submitted in writing to the Board of Directors.
3. All charges must be addressed by the Board of Directors.
4. The member charged will be given the opportunity to answer the charges at the next Board of Directors meeting. In addition, anyone wishing to speak on behalf of and in defense of the member charged will be heard. The Board reserves the right to conduct an investigation into all charges and will conduct such investigations as it sees fit and shall not show any malice or favoritism to any party regardless of their stature in the Club.
5. In the event of a termination recommendation the Board of Directors will advise the membership at the following General Monthly Club Meeting of what action, if any, is to be taken. The membership will vote on such action. In the event of a termination, Club dues shall be prorated and returned to the terminated party. Terminated members may reapply for membership after six months contingent upon Board of Directors approval.
6. The Board of Directors has the right to suspend a member's operating privileges at the Club flying field or racetrack for a given period of time. Suspended members are not eligible for any return of dues.

ARTICLE VII

OFFICERS AND BOARD OF DIRECTORS

A. ELECTION OF BOARD OFFICERS

1. At the regular monthly meeting for November, nominations for all positions will be presented by the President, and additional nominations will be accepted from the general membership.

Nominees must be in good standing in the Club. Nominees must be present at the November General Club Meeting unless they provide a written notice to the President, prior to the meeting, that they are unable to attend the meeting and that they will run for a specific office. Nominees must agree to serve before a nomination is made.

2. Nominee's names and the positions they are running for will be given at and will appear in the written minutes of the November General Meeting.

3. No nominees will be accepted after the November General Meeting.

The elections will take place by electronic voting using a non-biased third party during the week of, but before the day of, the December monthly meeting. All candidates will be listed by name and position on a ballot which will be communicated to all members who have submitted a viable email address. Those members who do not have an email address will be issued ballots at the December monthly meeting if they attend. The members will follow the instructions on the ballot by filling out their choice for each position and submitting their vote. These written ballots will be added to the electronic count. It must be noted that assurances will be in place to prevent duplicate voting. The vote count will be given out at the December monthly meeting and will be reported in the Meeting Minutes.

4. The week before the election week, each candidate will be allowed to submit a personal promotion of not more than 300 words to be sent by email to all Club members. It may include a facial picture of the candidate. In the document they should put forth their qualifications, and what they would do in the position they are running for to help and improve the Club. The email from each candidate must be submitted to the Club Secretary for distribution to all members.
5. To be elected, a nominee must have a simple majority of those voting. In case of a tie vote for any position, the vote will be rerun at the December meeting with a show of hands by those members in attendance. A simple majority will win the vote.
6. If only one name is submitted for a position, then the members will vote Yes or No for that person. If a majority of yes votes are received, then that person is elected to that position. If a majority of no votes is received, then that position will remain vacant until the rest of the newly elected board appoints a person to assume that position.
7. If no nominees are received for a particular position, then that position will be left open until the Board appoints a club member to fill the position.
8. Members of the Board of Directors are required to attend over 50% of all Board and General Meetings on a yearly basis. Failure to do so may cause dismissal from the Board by a 2/3rds majority vote of the Board.

B. COMPOSITION OF BOARD

The Board of Directors shall be composed of Nine (9) elected members each with the following titles: President, Vice-President, Secretary, Treasurer, Air Field Marshall, Ground Field Marshall, Membership Director, Activities Director and Track Director.

C. INDIVIDUAL OFFICER DUTIES

1. President

- a. Preside over and direct all Board & General Membership meetings using Robert's Rules of order.
- b. Appoint all committees, permanent and temporary.
- c. Must be one of the Club's bank account(s) signatories. Can co-sign Club checks.
- d. Is empowered to spend up to \$2,000.00 with the approval of two other Board members over the course of one term year.
- e. Is Chairman of the Board of Directors and may assign tasks as required.
- f. The President or his/her designee will act on behalf of and as sole official contact in all matters involving the City Officials and Club business, including obtaining City permits.
- g. The President or his/her designee is the sole person to distribute information to the media concerning Club business.
- h. Is exempt from paying the Club's annual membership dues.

2. Vice-President

- a. Assumes all the duties of President in his/her absence.
- b. Chief Field Marshal, Chief Safety Officer and Chief Training Officer
- c. Must be one of the Club's bank account(s) signatories. Can co-sign Club checks.
- d. Is exempt from paying the Club's annual membership dues.

3. Treasurer

- a. Maintain the Club's bank account(s)
- b. Must be one of the Club bank account(s) signatories. Can co-sign Club checks.
- c. Make regular financial status reports to the membership
- d. Report all expenditures and income to the Club.
- e. Responsible for all accounts receivable and accounts payable.
- f. The incoming Treasurer may request an independent audit of the Club's financial records
- g. Set and maintain the Club PayPal account.
- h. Is exempt from paying the Club's annual membership dues.

4. Secretary

- a. Be the custodian of the Club's non-financial records & maintain electronic records of same.
- b. Keep the minutes of all meetings of the Board of Directors and of the General Membership.
- c. Record the attendance at each meeting.
- d. Is exempt from paying the Club's annual membership dues.
- e. May be one of the Club bank account(s) signatories. Can co-sign Club checks.

5. Air Field Marshal

- a. The area of responsibility is at the flying site, in the air, plus on the ground forward of the pilot line. Other duties are:
- b. Will vigorously enforce all Club safety rules, and flight protocols. May appoint assistant Field Marshal(s) with Chief Field Marshal's approval.
- c. Ensure that all pilots and aircraft have proper Club, AMA and FAA identification and T.R.U.S.T. flight certification.
- d. Know how to contact the nearest hospital, Park Ranger and Police Department.
- e. Know how to use fire extinguisher apparatus and fire truck..
- f. Be willing to offer first aid and know the location of a first aid kit.
- g. Make presentations on problems to the Board and at Club meetings.
- h. The Field Marshal is empowered to ground any aircraft/pilot not in compliance with AMA or Club rules immediately, at the flying site, until the cause for grounding is corrected to the Marshal's satisfaction. The Field Marshals shall report all such actions to the Board for secondary review.
- i. Field Marshals shall be highly competent in their area of responsibility, and must know all Club, City, and AMA safety rules.
- j. Is exempt from paying the Club's annual membership dues.

6. Ground Field Marshal

- a. Will be concerned with the well-being of the individual members and spectators, the recognition of possible safety hazards and the prevention of personal injuries which might occur from unsafe practice in the use of tools, fuel and batteries/chargers, aircraft and equipment. The area of responsibility at the flying site is on the ground only, behind the pilot line. They will ensure compliance with all non-air AMA and Club safety rules and regulations. They may appoint assistant field marshals with the Chief Safety Officer's approval. Will ensure that all Club, City, and Parks and Recreation Department rules are followed.
- b. Be available for pre-flight inspection of new and repaired aircraft.
- c. At the pit area, ensure that all pilots and aircraft have proper AMA and FAA identification.
- d. Ensure that Club noise suppression regulations are followed.
- e. Provide fire suppression equipment maintenance and training.
- f. Be concerned with spectator and parking area safety.
- g. Observe for proper securing of aircraft when engines are started. Keep arming stations clear.

- h.** Observe for proper taxiing, with no returning aircraft allowed to taxi under power beyond the first yellow boundary line closest to the runway.
- i.** In regard to the above, the Safety Officer is empowered to immediately ground any pilot/aircraft not in compliance, at the flying site, until the cause for grounding has been corrected to the Officer's satisfaction. All such actions will be reported to the Board for secondary review.
- j.** Handle non-flyers/spectators who may disrupt operations. Marshals shall be highly competent in their area of responsibility, and must know all Club, City, and AMA safety rules.
- k.** Is exempt from paying the Club's annual membership dues.
- l.** Oversees maintenance and repairs of club facilities.

7. Membership Director

- a.** Process all new and renewal membership applications and issue membership badges.
- b.** Collect membership dues and City Maintenance Fees and forward them to the Treasurer.
- c.** Maintain Club Roster. Preserve privacy of member information except phone numbers.
- d.** Is responsible for maintaining an Email distribution list of all active members
- e.** Maintain membership applications on the Club website.
- f.** Issue new membership ID cards and annual renewal stickers.
- g.** Is exempt from paying the Club's annual membership dues.

8. Activities Director

- a.** Promote and coordinate Club social and field activities that support the primary Club objectives specified in Article I.
- b.** This may include fun flies, picnics, tech sessions, field trips, community outreach activities, etc.
- c.** Review all event applications submitted by community groups and forward recommendations to the Club's Board of Directors.
- d.** Obtain supplies and equipment necessary for cookouts and special events. Work with the CD/EM for major events.
- e.** Submit either a verbal or written report monthly on all planned events to the Board of Directors and General Membership.
- f.** Is exempt from paying the Club's annual membership dues.

9. Track Director

- a.** Ensure compliance with all Club, AMA and City of Cape Coral safety and operational rules.
- b.** Ensure that only 2-cell battery-operated cars are being used.
- c.** Schedule and supervise track maintenance operations as necessary.
- d.** Establish time slots for racing various types of cars, as needed, to ensure the maximum number of drivers have a chance to enjoy the use of the track.
- e.** Make presentations on problems to the Board of Directors and at club meetings.

- f. Make sure that there is adequate fire suppression equipment available when the track is being used.
- g. Ensure that all drivers, using the track, are Club and AMA members and all guests of members have an AMA card or its equivalent.
- h. Is exempt from paying the Club's annual membership dues.

D. BOARD OF DIRECTOR DUTIES

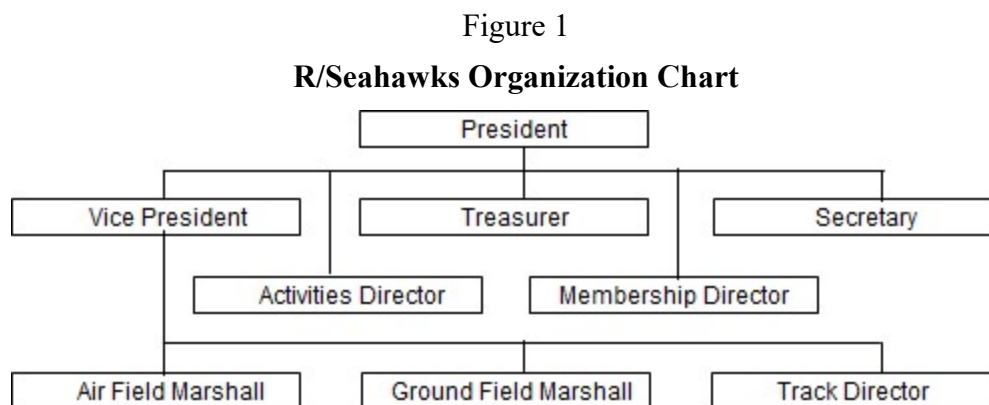
- 1. Will have control and management of the affairs and business of the Club.
- 2. As such, the board will act in the name of the Club only when convened by the President after adequate notice to all officers.
- 3. Five members of the Board must be present to constitute a quorum.
- 4. Each member has one vote. For issues requiring a vote posted in advance, Board members may vote remotely by mail or email to the president. Otherwise they must be present at the Board meetings to exercise that right.
- 5. Vacancies arising during the year will be filled by Board appointment for the remainder of the term based on a simple majority vote of the Board.
- 6. The Board is empowered to approve expenditures up to \$5,000.00 for repairs to the field, to include replacement of items necessary for the safe and convenient operation of the Club flying site (chairs, tables, signs, fencing, etc.) The Board shall also be empowered to spend necessary amounts in preparation for special events.
- 7. Expenditures exceeding \$5,000.00 by the Board must be approved by a majority vote of the General membership at a regular monthly meeting.
- 8. The Board will be responsible for scheduling all Club events and will work through the appointed CD/EM for the specific event.
- 9. Will ensure that all rules and regulations of the City of Cape Coral Parks and Recreation Department are kept and adhered to.
- 10. All Club checks above \$1000 must be signed by two of the four officers designated to sign checks.
- 11. A board member who leaves the board before their term ends is required to pay pro-rated dues through the end of the year (at the discretion of the Board of Directors).

E. LENGTH OF TERMS

- 1. All Board members serve one year terms. The president is limited to three consecutive one year terms. A term is from January 1st to December 31st.

F. ORGANIZATIONAL CHART

1. See Fig. 1 below:



ARTICLE VIII VOTING

A. QUORUM

1. No vote may be taken at any general meeting, whether it be a regularly scheduled or called for a special purpose, unless a quorum, consisting of five (5) officers and seven (7) regular members in good standing, is present. Absent Board members may provide authorization in advance to constitute a quorum for a particular planned vote at a general meeting. In the event that all Board positions are not currently filled, a quorum shall consist of at least 50% of the currently filled board positions and seven (7) regular members in good standing.

B. VOTING PROCEDURE

1. "Show of Hands" voting will be adequate for all issues raised except for election of officers and revisions to the constitution which will be done as explained in Article VII, section A, paragraphs 5 thru 8 or Appendix XIII.
2. Voting privileges are extended to members present in good standing (except sub-junior members), but may be withdrawn from those who are in arrears in their dues, at the discretion of the Board of Directors. Voting privileges may be restored by the Board when the member has met their financial obligation to the Club.

ARTICLE IX

A. REGULAR MEETINGS

1. General membership meetings shall be the third Week of each month excluding the months of May, June, July, August and September. Board of Directors meetings shall be the same months but on the first Monday of the same months. Meeting times and places subject to change as the need arises. "Roberts Rules of Order" shall govern the proceedings of all meetings.

B. SPECIAL MEETINGS

1. The President is empowered to call special meetings of the membership or Board as deemed necessary

ARTICLE X COMMITTEES

1. All committees, standing and ad hoc, will be appointed by and serve at the discretion of the President and the Board of Directors.

ARTICLE XI SPECIAL ASSESSMENT AND FIELD FUND

A. SPECIAL ASSESSMENTS

1. Special assessments made on the membership must be approved by a majority vote of all members using a third-party email electronic voting system.

B. FIELD FUND AND ITS OBJECTIVES

1. This fund consists of money accumulated and placed into an account for the purpose of buying, leasing or developing another flying site. These funds have come from the proceeds of our annual shows, donations and the interest earned on this account. Future deposits into this account will be decided on by the general membership on a year-to-year basis with a majority vote of members present. Capital improvements to the field may also be drawn from this fund with a majority vote of members present. Further, the Field Fund shall be exempt from field maintenance and day to day expenses which are funded by the Club's dues and special assessments as directed by the Board.
2. Upon securing a new field, Field Fund monies will be used only to establish that flying field in accordance with the Club's Board of Directors and AMA safety regulations and recommendations.

ARTICLE XII DISSOLUTION

A. AUTHORIZATION

1. The Cape Coral R/Seahawks may be dissolved under this article. The proposal for dissolution will be emailed to all members. The dissolution will be finalized by a majority vote of the members present at the Special Dissolution Meeting.

B. DISTRIBUTION OF ASSETS AND CAPITAL.

1. After paying and/or satisfying all liabilities, the Treasurer will auction all tangible assets at a special meeting called for such purpose.
2. All members of the Club will receive a statement of total remaining capital of the Club. Said statement will be emailed to all active members of the Club within one month of the special meeting.
3. At the special meeting the membership will discuss and vote on a plan to distribute all liquid assets to charities or other not-for-profit organizations engaged in the promotion of model aviation. In the event consensus on distribution of assets cannot be reached at the special meeting, the Treasurer will make a donation consisting of all the Club's assets to the AMA in the name of the Club.

ARTICLE XIII

AMENDMENTS

1. Amendments to the Constitution and By-Laws must have a majority vote of the members in good standing voting by an electronic third party voting system emailed to all members.
2. The proposed amendments will be emailed to all members at least one week prior to the vote.
3. The vote on the proposed amendments will be held during the week of but before the day of the subsequent General Monthly meeting. The results of the vote will be announced at the next regularly scheduled General Monthly meeting.

- Approved March 14, 1983
- Amended December 10, 1984
- Amended February 10, 1986
- Amended March 10, 1986
- Amended June 9, 1986
- Amended December 8, 1986
- Amended October 8, 1990
- Amended May 9, 1994
- Amended July 20, 1995
- Amended March 21, 1996
- Amended April 18, 1996
- Amended May 15, 1997
- Amended January 15, 1998
- Amended January 21, 1999
- Amended November 18, 1999
- Amended November 21, 2002
- Amended April 21, 2005
- Amended October 20, 2005
- Amended October 19, 2006
- Amended October 18, 2007
- Amended January 10, 2008
- Amended February 18, 2010
- Amended May 19, 2011
- Amended June 1, 2012
- Amended August 9, 2013
- Amended September 25, 2015
- Amended April 17, 2018
- Amended November 16, 2019
- Amended February 3, 2023