

**BYLAWS OF**  
**Tripoli Mo-Kan Inc.**  
**(Effective January 1, 2017)**

**Article 1    Name**

The name of this organization shall be **Tripoli Mo-Kan Inc.** (also known as Tripoli Rocketry Association (TRA) Prefecture #101).

**Definitions:**

**“Board of Directors”** – means the governing body of The Corporation and will be comprised of the Officers and elected non-Officer Members.

**“Board of Directors Requirements”** – each Board of Directors member shall be a Senior Member of The Corporation in good standing for at least one full calendar year prior to the Nomination Period.

**“Board of Directors Quorum”** – means the greater of i) 2/3 of the Board of Directors or ii) 2 Board of Directors members.

**“Corporation Quorum”** – means the greater of i) 50% of The Corporation Members or ii) 3 Members.

**“Chairman”** - means a member of the Board of Directors who shall oversee the duties of the Board of Directors.

**“Fiscal Year”** – means the fiscal year of The Corporation commencing on January 1 and ending on the following December 31.

**“Guest”** – means a person who launches a model or high power rocket at a Tripoli Mo-Kan Inc. sponsored launch and who is not a Member.

**“Member”** – means a person meeting the requirements of Senior, Family or Junior membership and is in good standing.

**“Nomination Period”** – means the period of time beginning the 1st day of November and ending the 1st day of December of the year in which elections are held.

**“Officers”** – means the President/Prefect and Secretary/Treasurer. In addition, if the position of Vice-President is established, this position will also be considered an Officer of The Corporation.

**“Rocketry Safety Code”** – means, individually and collectively, the TRA High Power Safety Code and Research Safety Code and, if applicable, the Model Rocket Safety

Code, the High Power Rocket Safety Code and the Radio Control Rocket Glider Safety Code of the National Association of Rocketry (NAR).

**“The Corporation”** – means the name by which Tripoli Mo-Kan Inc. will be referred to within these Bylaws.

**“Voting Member”** – means any Senior Member in good standing.

## **Article 2 Purpose**

2.1 The Corporation shall have as its purpose the safe promotion and development of hobby and research rocketry. The Corporation shall be maintained as a chartered Prefecture of the TRA and may seek status, subject to Member approval, as a Section of the NAR.

## **Article 3 Membership**

3.1 **Membership Classes:** The Corporation membership shall be in three (3) classes: Senior, Family and Junior.

- **Senior Member:** A Senior Member is anyone 18 years of age or older who meets the requirements of membership, is a current member of either TRA or NAR and pays annual dues to The Corporation. A Senior Member having a lifetime membership is excused from paying dues. A Senior Member in good standing is also a Voting Member. A Senior Member may sponsor immediate family members to join as Family Members.
- **Family Member:** A Family Member is a non-voting Member who is sponsored by a Senior Member in good standing. A Family Member must be an immediate family member of the sponsoring Senior Member and must be under 18 years of age (e.g., a child). Once a Family Member attains 18 years of age, they must become an independent dues paying Senior Member.
- **Junior Member:** A Junior Member is a non-voting Member under the age of 18 years of age who is not sponsored by a Senior Member and pays annual dues at a reduced rate to The Corporation. A parent or guardian must sign all membership application/renewal forms on behalf of the Junior Member. Once a Junior Member attains 18 years of age, they must become an independent dues paying Senior Member.

3.2 **Membership Dues:** Membership dues shall be established at a regularly scheduled business meeting by majority vote of the Board of Directors, provided a quorum is achieved. Membership dues shall be paid to The Corporation on a periodic basis (such as annually) and shall be kept in safekeeping by the Secretary/Treasurer of The Corporation in a bank account in The Corporation's name.

**3.3 Discipline:** Corporation Membership shall not be denied for any reason, other than non-payment of membership dues, commission of a felony or deliberate violations of the Rocketry Safety Code. Members accused of a felony or violations of the Rocketry Safety Code shall have a right to review the allegations against them at a scheduled business meeting and may provide evidence in their own defense. Any expulsion shall be made only after the accused Member has been heard, and only then by a majority vote of the Board of Directors, provided a quorum is achieved.

**3.4 Lifetime Members:** Lifetime Members enjoy the benefits of Voting Member status with the option to pay annual dues. Lifetime Members are Voting Members of The Corporation for as long as the Member and The Corporation exist. Should The Corporation cease to exist for any reason, there will be no obligation of any kind to Lifetime Members. Lifetime Membership and any of its benefits may not be transferred or assigned in any way, shape or form.

To become a Lifetime Member, a Voting Member must be nominated by another Voting Member for this honor. A unanimous vote of the Board of Directors is required to approve the nomination. The Lifetime Members list shall be maintained and updated regularly by the Secretary/Treasurer.

## **Article 4 Meetings**

**4.1 Corporation Meeting:** The Corporation shall hold Corporation meetings, open to all Members, at a time and place made known to all Corporation Members. At least one meeting will be held annually. The Board of Directors will make available, at least one week prior to the meeting, information pertaining to the time and location of The Corporation meeting. Minutes of The Corporation Meeting shall be published via widely available means, such as email or the club web site. If a Member requests a physical copy of the minutes, the Board of Directors will make a best effort to support the request.

**4.2 Business Meeting:** Members of the Board of Directors are required to attend Corporation business meetings. In lieu of a "face to face" Business meeting, Corporation business may be conducted via telephone or other conference services. Minutes of the business meeting shall be published via widely available means, such as e-mail or The Corporation web page. If a Member does not have access to a computer and requests a physical copy of the minutes, the Board of Directors will make best effort to support the request.

## **Article 5 Board of Directors and Officers**

**5.1 Purpose:** All Officers and non-Officer Members of the Board of Directors serve at the will of, and for the benefit of, The Corporation and its Members.

**5.2 Board of Directors:** The Board of Directors shall manage the affairs of The Corporation. The members of the Board of Directors shall attend all Business Meetings

of The Corporation. Also, they shall volunteer their time freely to participate in committees and programs for the development of The Corporation. All Board of Directors members must be Voting Members.

**5.2.1 Chairman** - The Chairman, who will be elected by a majority of the members of the Board of Directors, shall preside at all Corporation meetings and represent it in official interactions with other organizations, and shall be an ex-officio member of all committees. The Chairman may temporarily delegate his (her) duties to Officers or Members of The Corporation, as needed. Such delegation shall be approved by a Board of Directors Quorum.

**5.3 Term of Office:** All Board of Directors members shall take office at the first regularly scheduled Corporation meeting of the year for which elections are held, and serve a term of one (1) year. The term shall begin immediately after the election. In the case of a special election to complete an unexpired term, the term of office shall be until the next regularly scheduled election. Only Voting Members may participate.

**5.3.1** Nomination of Board of Directors members shall take place during the Nomination Period beginning the 1st day of November and ending the 1st day of December of the year in which elections are held. All nominees for office must be Voting Members of The Corporation. All nominees for office must also meet the Board of Directors Requirements. Any Voting Member may nominate any other. Election of the Board of Directors shall take place by mail-in ballot (including e-mail) or in person. Only Voting Members may participate in the election process. Ballots will be distributed, and the results will be tabulated by the Secretary/Treasurer. The membership shall be informed of election results as soon as practical following the election, but in no case later than December 31.

**5.3.2 Special Elections** If a Board of Directors member does not complete his (her) term of office, a Special Election will be held to refill the vacated office. First, a Voting Member must be nominated by any Voting Member of The Corporation. The nomination must be "Seconded" by another Voting Member and made public to the Members of The Corporation at least 7 days prior to the election.

## **5.4 Officer Positions**

**5.4.1 President/Prefect** – All official TRA materials and correspondence relating to The Corporation shall reside with the President/Prefect. The President/Prefect shall establish and enforce The Corporation's range set up, safety and range operational procedures. The President/Prefect shall also oversee all certification requirements and tests as required by the TRA Safety Codes. The President/Prefect is responsible for filing FAA waivers and maintaining an open and positive dialog with the FAA, in addition to managing field operational requirements established by the FAA for any given launch. An example would be telephoning local airports in advance of a high power rocket launch, if required. For meeting field operational requirements, the President/Prefect must temporarily delegate his (her) duties should he (she) be

absent at a launch. The Corporation, as approved by a majority vote of all Board of Directors members, may elect to split the duties of the President/Prefect into two positions: President and Prefect. The responsibilities of each office will be realigned accordingly.

**5.4.2 Secretary/Treasurer** - The duties of the Secretary/Treasurer shall include the keeping of minutes regarding the proceedings of The Corporation. The Secretary/Treasurer shall make these minutes available for distribution to The Corporation membership by means of e-mail and The Corporation web page. It shall further be the duty of the Secretary/Treasurer to maintain an accurate and detailed list of the membership and the Board of Directors. Only the first names, last names and TRA (and NAR, if appropriate) membership numbers of individuals on such list shall be made available to Voting Members of The Corporation. Privacy of The Corporation Members shall be preserved meaning that no other information from the list shall be given out. Those Members wishing to not have their names or TRA (and NAR) numbers disclosed to other Members shall notify the Secretary/Treasurer. This relates to printed lists, as well as names included on web pages.

It shall also be the duty of the Secretary/Treasurer to maintain detailed and accurate records regarding the financial transactions of The Corporation. The Secretary/Treasurer shall manage the official safekeeping repository (bank account) of all Corporation funds, including, but not limited to, dues money, on-field contributions, entry fees, etc. The Secretary/Treasurer shall disburse Corporation funds for any activities or projects voted upon by the Board of Directors. The Secretary/Treasurer shall make records available for inspection by any Voting Member, upon written or e-mail request.

At the beginning of each year, the Secretary/Treasurer shall prepare a summary level budget for The Corporation. It should include (1) the current assets of The Corporation, (2) the planned categories of revenue and expense for the coming year, and (3) the forecasted assets at the end of the year. At the end of each year, the Secretary/Treasurer shall prepare a Financial Statement of The Corporation and deliver it to the Board of Directors for review during a Business Meeting. The Financial Statement should include summary accounting about the categories of revenue, expense, and end-of-year assets and liabilities of The Corporation. Detailed transactions and receipts for expenses should be maintained to support the report but need not be presented unless requested. The Financial Statement will form the basis for certain federal and state tax and regulatory filings required of The Corporation. All Financial Statements should be kept on file for a minimum of seven years by the Secretary/Treasurer.

Both the budget and the Financial Statement of The Corporation should be reviewed and approved by the Board of Directors at the first (or soon thereafter) Business Meeting of The Corporation.

**5.4.4 Vice-President** – If applicable, the duties of the Vice-President shall be to carry out all duties ascribed to the President/Prefect, in the case of the absence



or illness of the President/Prefect, or if the President/Prefect can no longer carry out said responsibilities. Also, the Vice President shall volunteer his (her) time freely to participate in committees and programs for the development of The Corporation.

## **Article 6 Committees**

6.1 **Term of Office:** All committee chairpersons shall be nominated by the Chairman, approved by the Board of Directors by a simple majority vote, and serve for the term of the committee's purpose or one year, whichever is shorter. The term commences on the date of nomination to the position.

6.2 **Committees:** Committees deemed necessary by the Board of Directors shall be created by the Board of Directors by a simple majority vote. The Board of Directors may terminate any committee by a simple majority vote.

## **Article 7 Launches**

7.1 The Corporation rocket launches shall be held on a monthly basis, weather permitting. The dates and times for all launches shall be made known to The Corporation Members via e-mail and The Corporation web page. Persons desiring to fly at these launches must be Members of The Corporation (except that Guests will be allowed to participate three times without being a Member). Guests who are students or are otherwise affiliated with select local or national organizations may be allowed to participate as Guests on an unlimited basis, subject to the approval of the President/Prefect of The Corporation.

For each launch day, a fee will be collected from non-Members. The fee will be used to offset costs such as launch equipment, facilities, supplies and contributions to the landowner. Launches will be under the ultimate authority of the President/Prefect, the Range Safety Officer (RSO), and the Launch Control Officer (LCO). Safety at a launch should be everyone's shared responsibility and top priority. Launches shall be conducted in accordance with all applicable Rocketry Safety Codes and in accordance with all applicable local, state, and federal regulations. A copy of Range Rules must be available at launches to detail all launch requirements.

## **Article 8 Revision of Bylaws**

8.1 Bylaws shall be revised by means of the following process:

- i) The proposed change shall be formulated in writing or e-mail and submitted to the Board of Directors for review and approval.
- ii) The Board of Directors shall distribute the approved proposed change(s) via appropriate means to The Corporation Members within 7 days of approval.

**iii)** A 30-day comment period will commence upon distribution of the proposal. All comments shall be directed to the Board of Directors.

**iv)** At the end of the 30-day comment period, the Board of Directors shall review and discuss the comments received.

**v)** No earlier than 30 days, but no later than 45 days following the submission of the proposed change, the Board of Directors shall vote on the proposal. A 2/3 majority of the entire Board of Directors shall be required in order to pass the proposal.


**vi)** If the proposal passes, it shall be incorporated immediately into the Bylaws.

**vii)** The revised Bylaws shall be published and distributed to The Corporation Members within 30 days of the vote.

**viii)** The submitter shall be notified of the decision of the Board of Directors within 14 days of the vote.

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As adopted 1-1-17

  
Secretary/Treasurer

**EXHIBIT A**  
**Tripoli Mo-Kan Inc. Rules and Regulations**  
**January 1, 2017**

1. All Members shall be members in good standing with TRA or NAR.
2. Dues shall be assessed annually at the following rates:
  - a. Senior Member: \$30
  - b. Family Member: \$0
  - c. Junior Member: \$15
3. Launch Fees: Non Members may participate as Guests at Tripoli Mo-Kan Inc. sponsored launches but must pay a fee of \$5 for each launch day.
4. Range Duties: It is expected that all Members and Guests attending a Tripoli Mo-Kan Inc. sponsored launch assist in the range duties. Participation may include serving as RSO, LCO, pad manager, and helping with range set-up and tear-down.