



MODEL AERONAUTICS ASSOCIATION OF CANADA

Policy Manual

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Version Control

Version Date Published

001	March 19, 2006
002	March 29, 2009
003	March 21, 2010
004	April 17, 2011
005	April 27, 2014
006	December 11, 2014
007	January 21, 2016
008	Apr 17, 2016
009	April 23, 2017
010	April 29, 2018
011	February 25, 2019
012	August 31, 2020
013	February 21, 2021
014	June 21, 2021
015	March 23, 2022
016	May 2, 2022
017	September 26, 2023

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1. First Members in the Association

The first members of the association were the original incorporators of the association, and were Lillian H. Hockin, Weston, Ontario, Paul L. Durant, Halifax, Nova Scotia, Ben J. Webb, Ottawa, Ontario, Reg Dunning, Toronto, Ontario, Bruce Lester, Toronto, Ontario, Laval J. Walter, Windsor, Ontario, Wilfred St. John, Winnipeg, Manitoba, Roy Dolson, Preston, Ontario, Frederick J. Stull, St. Catharines, Ontario, Robert G. Moore, Edmonton, Alberta and D.P. Collis, Victoria, British Columbia.

2. Registered Office

Location

The registered office of the corporation is located at the City of Burlington in the Province of Ontario and the place or places therein where the business of the corporation may, from time to time, be carried on. Address: Unit 9, 5100 South Service Road, Burlington, ON L7L 6A5

Changing the Location of Registered Office

The board of directors may change the location of the registered office of the corporation within the Province of Ontario provided that no material change in the location of the registered office takes place until such resolution shall be confirmed by special resolution of the members at the next annual general meeting of members. If the registered office must be vacated for reasons beyond the control of the corporation, its officers or directors, the executive committee shall have the authority to temporarily relocate the registered office until a permanent location may be determined in accordance with section.

3. Financial

Fees

Open Membership with magazine	\$80.00
Three-year Open Membership with magazine	\$216.00
Open Spousal Membership without magazine	\$50.00
3-Month Temporary Member without magazine	\$40.00
Junior Membership with magazine	\$21.00
without magazine	\$10.00
Three-month Temporary Junior Membership without magazine	\$10.00
Introductory Membership (conditions apply, see website)	\$25.00
Club annual renewal	\$25.00
New Club application	\$25.00
Archived minutes per meeting	\$5.00
Applicable taxes extra	

*With the exception of an Honourary Life Member who has been granted lifetime membership, without fee, by the Board of Directors for outstanding service to the organization.

Reduction of Fees

Annual memberships received after September 1 shall be charged at the full membership rate, and the membership term shall extend from the remainder of the year through the full following year.

Execution of Documents

Deeds, transfers, assignments, contracts, obligations, and other instruments in writing requiring execution by the corporation shall be signed by any two (2) of the board approved signatories of its officers and/or directors when required. In addition, the board may from time to time direct the manner in which the person or persons, by whom a particular document or type of document shall be executed. Any person authorized to sign any document may affix the corporate seal to the document. Any signing officer may certify a copy of any instrument, resolution, by-law, or other document of the corporation to be a true copy thereof.

Banking Arrangements

The banking business of the corporation shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the board of directors shall designate, appoint, or authorize from time to time by resolution. The banking business or any part of it shall be transacted by an officer or officers of the corporation and/or other persons as the board of directors may by resolution from time to time designate, direct, or authorize.

4. Membership Year

The membership year shall be the calendar year commencing with the 1st day of January and ending with the 31st day of December.

5. Corporate Insignia

The insignia of the corporation shall be as set out below.



6. Member Rights

Membership Entitlement

Each member shall:

- Receive a unique registration number and membership card.
- Be eligible to compete in any competitions sanctioned by the association or any competition sanctioned by any model organization which has a reciprocal agreement with MAAC, and which is affiliated either directly or indirectly with the Fédération Aéronautique Internationale (F.A.I.).
- Be eligible to represent Canada in world competition (F.A.I.) providing the member qualifies according to the regulations as set down by the association and is able to obtain an international sporting license as issued by the Aero Club of Canada.
- Be advised of the national organization zone in which s/he resides. A member may request that the board of directors approve the transfer of such member's zone representation to a zone adjacent to the one in which the member resides by delivering to the corporation such written request and lodging a copy of the same with the secretary of the corporation.

- Be entitled to attend the annual or any other general meeting of the members of the corporation and the annual zone meeting or any other general meeting of the members of the national organization zone in which such member is represented and to be heard in respect of any matter at any such meeting.
- Be entitled, at the annual meeting of members of the zone in which the member is represented, to propose resolutions and/or recommendations to be considered at the annual meeting of the members of the corporation, and if such resolutions and/or recommendations are approved by a majority vote of the members of the national organization zone, to have such resolutions and/or recommendations included on the agenda of the annual general meeting of the members of the corporation.
- Be eligible to be elected to the board of directors, or to hold any office in the corporation or to be elected or appointed to the membership or chair of any standing committee.
- Be eligible to transfer to another membership class upon the approval of the board of directors and upon payment of any required fees or dues for the applicable membership class.

Chair of Members' Meetings

In the event that the chair of the board and the vice-chair of the board are absent, the members who are present and entitled to vote at the meeting shall choose one of their number to chair the meeting.

Votes to Govern at Members' Meetings

At any meeting of members every question shall, unless otherwise provided by the articles or by-laws or by the Act, be determined by a majority of the votes cast on the questions. In case of an equality of votes either on a show of hands or on a ballot or on the results of electronic voting, the chair of the meeting will cast the deciding vote.

Privacy

Except as set out in our Privacy Policy, MAAC will not disclose any personally identifiable information without permission unless legally entitled or required to do so or if it is believed that such action is necessary in relation to a claim made under MAAC's insurance policy that involves the individual. Disclosing your email address or occupation is voluntary. By so disclosing, you consent to MAAC contacting you for such purposes in relation to the organization as it deems appropriate, including to seek your help as a volunteer in areas in which you may have expertise.

- Birthdates are required for verification of membership status and used by the organization for demographic information.
- Addresses are required for sending membership cards and other official communication of the organization.
- Addresses are published if the member volunteers to serve administratively as President, Vice President, Executive Committee Member, Board Member, Committee Chairman or Committee member, etc.
- Home Phone numbers are required for communication by the office or volunteers as specified above and may be published as part of the volunteer position, otherwise they are kept confidential.
- Work Phone numbers will be used only by the office for contact if other methods fail.
- Email addresses are collected for communication purposes. The organization will use the email address for official communication such as confirmations, notices of meetings or renewals, etc.

- Email addresses will be published in the official publication Model Aviation Canada if the member has volunteered as noted above, email addresses are not visible on our website.
- Any other information collected on application forms is for organization demographics.
- No provision in this policy shall prevail over any right of members expressly provided for in the Act, or any other applicable statute.

7. MAAC Zones

National Organization Zones

The membership of the association shall be divided into 12 national organization zones.

Zone Boundaries

No change of the numbers of zones or boundaries will be allowed by special resolution or by normal resolution unless the zone(s) to which the changes have an affect make the request for change.

Zone Map

Please refer to the MAAC web site for the zone map.

National Zone Boundaries

Alberta Zone (A)

All of Alberta, Northwest Territories and Nunavut.

Atlantic Zone (B)

New Brunswick, Nova Scotia, P.E.I. and Newfoundland including Labrador.

British Columbia Interior/Yukon Zone (C)

The area of British Columbia not enclosed by a line from Cape Scott on Vancouver Island directly east to Hope Island, then directly south-east to and not including Birken (north-east of Pemberton), then south-east to the southernmost point of highway 3 in Manning Park, then directly south to the United States of America Border.

Manitoba Northwestern Ontario Zone (D)

All of Manitoba and Northwestern Ontario to a line drawn true north/south of Simpson Island just east of the town of Nipigon, Ontario.

Middle Ontario Zone (E)

The border between the Middle Ontario Zone and the South-East Zone goes up highway 25 to Acton, then a straight-line north to Giants Tomb Island in Georgian Bay. Between the Middle Ontario Zone and the South-West Zone the line is a straight-line north from Clear Creek through Woodford, Ontario to Georgian Bay and to the north from Cape Rich across to Giants Tomb Island.

Northern Ontario Zone (F)

A straight line from Giants Tomb Island in Georgian Bay to Mattawa on the border of Ontario and Quebec on the eastern side and on the western side a line drawn true north/south of Simpson Island just east of the town of Nipigon, Ontario and including Manitoulin Island.

Ottawa Valley Zone (G)

The western border is a straight line from Colborne north to Mackee. On the east the zone ends at the Quebec border except for a forty-kilometer (40) kilometer radius around Pembroke and an eighty (80) kilometer radius from the centre of the Parliament Building (i.e.: Gatineau, Quebec).

Southwest British Columbia Zone (H)

The area of British Columbia enclosed by a line from Cape Scott on Vancouver Island directly east to Hope Island, then directly south-east to and including Birken (north-east of Pemberton), then south-east to the southernmost point of highway 3 in Manning Park, then directly south to the United States of America border.

Saskatchewan Zone (K)

All of the province of Saskatchewan.

South-East Ontario Zone (L)

The western border between the South-East Ontario Zone and the Middle Ontario Zone goes up highway 25 to Acton then a straight-line north to Giants Tomb Island in Georgian Bay then a straight line to Mattawa on the border of Ontario and Quebec. The eastern border between the South-East Ontario Zone and the Ottawa Valley Zone is a straight line from Colborne north to Mackay.

South-West Ontario Zone (M)

The eastern border between the South-West Ontario Zone and the Middle Ontario Zone is a straight-line north from Clear Creek through Woodford, Ontario. The western border is the border of the United States of America, to the north from Cape Rich to the main channel between Manitoulin Island and the mainland west of the United States of America border.

Quebec (N)

The entire province of Quebec, except for a twenty-five mile radius around Pembroke, and a fifty-mile radius around Hull, which belong to the Ottawa Valley zone.

Management of National Organization Zones

Responsibility

Each director of a national organization zone shall be responsible for the management of the affairs of such zone as may be prescribed in the by-laws and Policy Manual and further policies of the corporation.

8. Annual General Meeting

Proxies

Closed proxies shall have listed on them the agenda items by number and shall provide space for a positive, negative or abstention vote on each agenda item. An open proxy vote leaving all matters to the

discretion of the holder need not have agenda items listed but must clearly indicate the date for which it is issued.

Voting

Voting shall be by a show of hands by those present. The appointed scrutineer(s) shall count the votes. Proxy voting for each agenda item shall be as determined by the proxies presented and validated and counted by the secretary-treasurer, or duly appointed representative.

Agenda

The agenda shall be prepared by the executive committee and shall take into consideration reports and recommendations from zone meetings. Any two directors may, in writing, require any item added to the agenda. The board of directors by majority resolution may amend the agenda for the annual general meeting. Any specific resolution or recommendation duly passed by an annual zone meeting shall be part of the agenda of the annual general meeting.

Conduct of Annual General Meeting

At every annual meeting of members of the corporation, in addition to any other business that may be transacted, the report of the directors, the reports of the committee chairmen, the financial statement, resolutions and recommendations arising from zone meetings and the report of the auditors shall be presented and auditors appointed for the ensuing year. The members may consider and transact any business either special or general at any meeting of the members.

Notice of Meetings by Publication

Any written notice required in the by-laws shall be held satisfied if such notice is published in a newsletter or national publication of the corporation, provided that:

- a) Such notice is prominently displayed in such publication and in such a manner as to be reasonably expected that every member who is eligible to vote will see it.
- b) Such newsletter or publication is mailed within the prescribed period to every member who is eligible to vote.

A minimum of twenty-one (21) days' notice and no greater than sixty (60) days' notice shall be given to each voting member of the annual or any other general meeting of members of the corporation or of members of a national organization zone.

9. Board of Directors

Composition of the Board

The property and business of the corporation shall be managed by a board of directors, comprised of a minimum of three directors, and shall include one director from each of the national organization zones, and ex officio² the president who shall act as the chairman of the board of directors.

Change in the Number of Directors

Any change in the number of directors shall be by a majority of the directors at a meeting of the board of directors and sanctioned by an affirmative vote of at least two-thirds (2/3) of the members at a meeting

duly called for the purpose of determining the number of directors to be elected to the board of directors.

Election of Directors

Election of the zone director shall occur at the following annual zone meetings: zones A, C, E, G, I, and M shall be in even numbered calendar years and the remaining zones (B, D, F, H, L and N) shall be in odd numbered calendar years.

The election of any additional directors resulting from a change in the number of directors as provided for in section 9.2 shall be by an ordinary resolution of the members at a meeting duly called for the purpose of electing such directors to the board of directors.

Persons willing to be nominated for the position of zone director or deputy zone director shall declare such intentions at least 40 days prior to the annual zone meeting. This intention shall be forwarded to the current zone director and M.A.A.C. head office for inclusion in the annual zone meeting agenda. This will allow such nominees to be properly included in the agenda of the annual zone meeting.

(King, 1996). Ex officio: A position or office that is granted to an individual because that person holds another specified office. In this case it means the president is a member of the board of directors by right of being elected president of MAAC.

Office of Director to be Vacated

The office of director shall be automatically vacated:

- If at a meeting of members, a resolution is passed by 2/3 of the members present at the meeting that he be removed from office, such resolution to contain the reason for removal.
- If at a meeting of members of a national organization zone, a resolution is passed by 2/3 of the members present at the meeting that the director of such Zone be removed from office, such resolution to contain the reason for removal.
- If a director has resigned his office by delivering a written resignation to the secretary of the corporation.
- If the zone director is found by a court to be of unsound mind.
- If the zone director becomes bankrupt or suspends payment or compounds with their creditors.
- On death.

Filling of Vacancies

If a vacancy of a director shall occur for any reason, the deputy zone director elected in the national organization zone in which the vacating director is represented shall fill such vacancy.

If no such deputy zone director is available, or is unwilling to serve on the board, the president shall appoint a zone director to serve until the next national organization zone meeting.

Any member of the national organization zone in which the vacating director is represented may call a meeting of the members of such zone to fill the vacancy.

Remuneration of Directors, not for pecuniary gain

The directors shall serve as such without remuneration and no director shall directly or indirectly receive any profit from their position as such; provided that a director may be paid reasonable expenses incurred by themselves in the performance of their duties. All expense claims must be submitted to the

MAAC Office no later than January the 10th of the year following the expense to qualify for reimbursement. Expense claims submitted after that time will not be considered, however the executive committee, may at its discretion, consider an appeal, from the claimant, based on extenuating circumstances and authorize a late claim. Should the late claim be from a member of the executive committee he/she shall not take part in considering the extenuating circumstance or decision. The decision of the executive committee shall be final and binding. Nothing herein contained shall be construed to preclude any director from serving the corporation as an officer or in any other capacity and receiving compensation therefor.

Retiring Directors

A retiring director shall remain in office until the dissolution or adjournment of the meeting at which their retirement is accepted, and their successor is elected.

Committees of the Board of Directors

How Appointed

Except as otherwise provided for in the by-laws, the board of directors may establish standing, appointment, ad hoc committees, and advisory groups whose members and/or chairman will hold their offices at the will of the board of directors.

Terms of Reference

The directors may fix by resolution any remuneration for expenses to be paid to committee members or chairmen and shall determine any additional and/or particular terms of reference of such committees to be recorded in the rules and regulations and policy of the corporation.

Notice of Meetings

Meetings of the board of directors may be held at any time and place to be determined by the directors provided that 48 hours' notice of such meeting shall be given, such notice to include a notice of business to be conducted (agenda). Notice by mail shall be sent at least 14 days prior to the meeting. There shall be at least one (1) meeting per year of the board of directors.

Board Meetings

Time and Date of Board Meetings

The chairman of the board may determine the time, date, and place of board meetings in the following ways:

- Propose a schedule of meetings, in advance, taking into consideration consultation with the board in an effort to provide opportunity for participation by all directors.
- Call the next board meeting at the conclusion of business of the current board meeting, taking into consideration director availability.
- Call meetings as necessary when the business of the association requires it.

Developing the Agenda

- The agenda shall be developed by the chair of the board with the assistance of the secretary.
- The agenda is developed to reflect the immediate and, to some extent, the long-term needs of the association. It shall be tailored to fit the time available for the meeting. Often there is too

much business to deal with at a single meeting, so the process of developing the agenda involves setting priorities and realistically assessing what can be accomplished during a meeting.

- Agenda items and accompanying documents may be submitted to the chair in advance, by staff, directors, chairs of committees, advisory groups, and appointees, so that they can be prioritized for inclusion in an upcoming meeting agenda. A written motion, to support the proposed agenda item, should be provided but is not mandatory.
- Other business is reserved for matters that arise from the minutes that requires a more fulsome discussion and items added to the agenda by approval of a motion to amend the circulated agenda. No decisions may be made on a substantive business matter under other business. When all the business on the approved agenda has been dealt with and there is time remaining, the chair may invite the directors to raise any other items of a routine nature or other matters that do not require formal notice.

Recording the Minutes

Minutes are the permanent record of the proceedings of the board of directors' meetings. The meeting secretary may use a recording device to assist with the taking of minutes. Those recordings should be erased once the minutes are official. They are prepared by the meeting secretary and include but not limited to the following:

- Date, time, and place of meeting.
- The name of the person in the chair and any changes in the chair.
- The names of all directors and any other regular participants present at the meeting, whether they arrive after the meeting has started or left before the meeting concluded. If a director or regular participant, arrives after the meeting has been called to order, stepped out and returned and or departed before the meeting ends, it should be noted at the relative place in the minutes. Directors who have given prior notice that they will not be able to attend are recorded under "Regrets" and those that have not provided notice recorded as "Absent". It would be reasonable to have a minimum notice time to be recorded as "Regrets".
- The names of other persons in attendance that are not part of the regular meeting. They may be presenters, advisors, observers or other. Any member is permitted to observe board meetings.
- Minutes serve to record what happened at a meeting. Opinion and speculation do not belong in the minutes of a meeting. There are three standard styles of minutes: action, discussion and verbatim. Action minutes and where the secretary deems it useful, a synopsis of a topic covered shall be the used.
- Action minutes record the decisions reached and the actions to be taken but do not record the discussions that went into making the decisions. They include a report of actions taken since the last meeting as well as planned actions.
- Record all motions properly moved, including the name of the mover and seconder, motions should stand on their own and be complete enough so that a reader understands what was decided.
- The results of all votes taken.
- A list of reports and documents included as part of the agenda and those introduced during the debate of motions, with copies of these reports attached to the official minutes.
- Any commitments made by those in attendance or present at the meeting.
- The time, date, and place of the next meeting.
- The time of adjournment.
- The signature of the meeting secretary and chair once approved by the board.

- The minute of meetings shall be translated and posted on the website within sixty days if possible.

10. Powers and Duties of the Board of Directors

Insurance

Shall maintain insurance coverage for the members of the association.

Receiving Reports

Shall, at the annual board meeting, receive reports of directors and committee chairmen and shall approve, reject, or table same and provide direction and establish necessary effective dates if indicated. A reason for rejection shall be given. A submission from an interest category concerning rules shall be reviewed by the board and may be rejected for reasons of safety, insurance or, if in the opinion of the board, the submission does not reflect the mandate of the association as expressed in the Constitution. In the case of a rejection by the board a poll may be taken of the members who have an interest in the category to which the proposed rule change applies. A re-submission may be made to the board incorporating the wishes expressed in the aforesaid poll. The board will then consider the re-submission and the board may then implement the rule change or reject it by majority vote.

Team Trials

Shall, consider submissions from interest category chairmen with respect to holding of FAI “Team Trials” for the purpose of selection of team members to represent MAAC and Canada at World Championship competitions. The board, in consultation with interest category chairmen, if necessary, shall select site and time of “Team Trials” and all other matters reasonably associated with the conduct of such events. The “Team Trials” shall be held on Canadian soil. In the case of a rejection by the board of a “Team Trials” proposal a poll may be taken of the members who have an interest in the proposed “Team Trials”. A re-submission may be made to the board incorporating the wishes expressed in the aforesaid poll. The board will then consider the re-submission and the board may then decide to hold the proposed “Team Trials” or reject it by majority vote.

Duty to Manage or Supervise Management

Subject to the Act, the by-laws of the corporation and any unanimous member agreement, the directors shall manage or supervise the management of the activities and affairs of the corporation and may exercise all such other powers and do all such other acts and things as the corporation is so authorized to exercise and do.

Enable the Corporation to Solicit

The board of directors shall take such steps as they may deem requisite to enable the corporation to acquire, accept, solicit, or receive legacies, gifts, grants, settlements, bequests, endowments, and donations of any kind whatsoever for the purpose of furthering the objects of the corporation.

11. Executive Committee

Duties of the Executive Committee

- The executive committee shall, when the board is not in session, supervise and maintain the operations of the association and recommend changes to be addressed when the board is in session and conduct the business of the association generally through the secretary-treasurer, and shall have the power to authorize the seal of the association to be affixed to all papers, which may require it.
- The executive committee shall have the power to authorize all operating expenditures. Any capital expenditures over \$2,000.00 must be put to a vote by the board.
- The executive committee may, subject to the by-laws of the association, give such direction to the officers of the association in regard to all matters as in their judgment is deemed necessary.
- Exercise such powers as are authorized by the board of directors and shall see that all orders and resolutions of the board of directors are carried into effect.
- Perform such other duties as shall from time to time be imposed upon it by the board of directors.
- Minutes of the proceedings of the executive committee shall be kept in a book provided for that purpose, which shall always be open for inspection of any director.

Structure

There shall be an executive committee composed of the president, the vice president, and three board members at large who shall be appointed by a majority vote of the board of directors. Executive committee members shall receive no remuneration for serving as such but are entitled to reasonable expenses incurred in the exercise of their duty. The membership shall be advised of the positions prior to the conclusion of the annual general meeting at which time the president shall cease to be a zone director.

Term

The members of the executive committee shall hold office for one (1) year from the date of appointment or election or until their successors are elected or appointed in their stead or they cease to be a zone director at which point they cease to be a member of the executive committee.

Limits on Authority

No executive committee, managing director or any committee of directors shall have authority to:

- Submit to the members any question or matter requiring the approval of members.
- Fill a vacancy among the directors or in the office of auditor or appoint additional directors.
- Issue debt obligations except as authorized by the directors.
- Approve any financial statements required by the Act or the by-laws to be placed before the members at an annual general meeting. The auditors require the signature of two officers or board members before publication of the financials for the members.
- Adopt, amend, or repeal by-laws.
- Establish contributions to be made, or dues to be paid, by members.

Meetings and Notice

Meetings of the executive committee shall be held at any time and place to be determined by the members of such committee provided that forty-eight (48) hours written notice of such meeting shall be

given, other than by mail, to each member of the committee. Notice by mail shall be sent at least 14 days prior to the meeting.

Quorum

A majority of the members of such committee but no fewer than three (3) shall constitute a quorum.

Removal from Committee

Any executive committee member may be removed by a majority vote of the board of directors not counting blanks or abstentions. This vote is to be held at a special or regular meeting of the board of directors which has been called as outlined previously in these by-laws.

Filling Vacancies

Any casual vacancy on the executive committee may be filled by a majority vote of the board of directors from among their number.

12. Minutes of Meetings

Director Meetings

The minutes of the board of shall be available to the board of directors, each of whom shall receive a copy of such minutes. The minutes shall be posted on the MAAC website and shall be available to the membership for viewing during the usual business hours of the corporation. A copy can be made available at a reasonable fee.

Executive Meetings

The minutes of the executive committee shall be available to members of the executive committee and members of the board of directors. Each member of the executive and of the board of directors shall receive a copy of such minutes. The minutes shall be posted on the MAAC website and shall be available to the membership for viewing during the usual business hours of the corporation. A copy can be made available at a reasonable fee.

Member Meetings

The minutes of the annual or any other general meeting of the members shall be available to the general membership of the corporation, each of whom shall receive a copy of such minutes by mail or by publication in a newsletter or national publication of the corporation or by electronic transmission. The minutes shall also be posted on the MAAC website.

13. Duties of Officers

The President

The President shall:

- Upon assumption of office, cease to be a zone director.
- Preside over all meetings of the corporation, executive and board of directors meetings and perform other duties from time to time as directed by the board of directors.
- Have general and active management of the business of the association.

- See that all orders and resolutions of the board of directors are carried into effect.
- With the secretary-treasurer or the officer appointed by the board for the purpose, sign all by-laws and other documents requiring the signature of the officers of the association.
- As soon as possible after the annual zone meeting, call a meeting of the newly elected directors for the purpose of electing the executive committee before the annual general meeting. At the discretion of the president, the executive committee may be elected by mail ballot on the condition that the directors be asked that they will allow their names to stand for positions on the executive committee. This shall be called the election meeting.
- In the normal course of operation, the president elect will assume office at the end of the annual general meeting immediately following their election. Immediate assumption of office by the president elect will be at the discretion of the board of directors.
- Upon election the president shall sign the disclosure statement included as part of the MAAC board of director's code of ethics and submit it to the MAAC office, MAAC executive committee and retain a copy for himself.
- Only vote to break a tie.

The Vice-President

The Vice-President shall:

- In the absence or disability of the president, perform the duties and exercise the powers of the president.
- Perform such duties as shall, from time to time, be required of him by the board or the president.

The Secretary

The Secretary shall:

- Attend all sessions of the board and act as clerk thereof and record all votes and minutes of all proceedings in the books kept for that purpose.
- Give or cause to be given notice of all calls and dues to be paid by the members.
- Maintain and keep the minute book of the association and shall ensure approved minutes are signed by the meeting chair, after approval by the board of directors.
- Be the custodian of the seal of the association and shall deliver it only when authorized by a resolution of the board to do so and to such person or persons as may be named in the resolution. He or she shall have the responsibility for safekeeping of the association funds and securities.
- Restore or cause to be restored to the association in case of their death, resignation, retirement, or removal from office of all books, papers, vouchers, money, and other property of whatever kind in their possession or under their control belonging to the association.
- Act as the secretary of the executive committee.
- Sign Site Operating Certificates, Special Flight Operations Certificates, certificates of awards and honours, and such other certificates and documents as may be required by the board or the president from time to time.
- Perform such other duties as may be prescribed by the board or the president.

The Treasurer

The Treasurer shall:

- Keep full and accurate accounts of receipts and disbursements in books belonging to the association.
- Deposit all monies and other valuable effects in the name, and to the credit, of the association and in such depositories, as may be designated by the board.
- Disburse the funds of the association as may be ordered by the board, taking proper vouchers for such disbursements.
- Render to the president and directors at the regular meetings of the board, or whenever they may require it, an account of all transactions as treasurer and of the financial position of the association.
- Accept responsibility for the operation of the association headquarters organization in accordance with a manual approved by the board of directors.
- Restore or cause to be restored to the association in case of their death, resignation, retirement, or removal from office of all books, papers, vouchers, money, and other property of whatever kind in their possession or under their control belonging to the association.
- Perform such other duties as may be prescribed by the board or president.

The Executive Director

The Executive Director shall:

- Be the chief executive officer of the association and, as such, be responsible for execution of board directives and initiatives as assigned.
- Manage the staff of the association.
- Attend all sessions of the board and executive, and act as advisor to those bodies as necessary.
- Manage the development and implementation of an ongoing communications strategy, including execution of such a strategy.
- Supervise the association's information technology infrastructure to ensure it meets the needs of the organization.
- Report to the board regularly on the status of finances, programs, projects, and initiatives as required.
- Regularly update the board on upcoming issues for their consideration and decision-making and make recommendations as appropriate.
- Manage the preparations for the annual general meeting and other meetings of members in compliance with the Act, the bylaws, this policy manual, and other policies as relevant.
- Draft, for the approval of the board, policies and operating plans that reflect board directives.
- Support the directors in their preparation and execution of annual zone meetings as requested.
- Restore or cause to be restored to the association in case of their death, resignation, retirement, or removal from office of all books, papers, vouchers, money, and other property of whatever kind in their possession or under their control belonging to the association.
- Perform such other duties as may be prescribed by the board or the president.

The Zone Director

The Zone Director shall:

- Act as a member of the board.
- Call an annual zone meeting in the appropriate year for the purpose of electing a director for the ensuing term. Should the director be elected to the position of the president, become incapacitated or removed from office for any reason, the deputy zone director shall immediately

assume the office of zone director. The zone director shall call an election for a new deputy zone director.

- Each of the national organization zones shall at the annual zone meeting indicated in section 14 elect from its members a deputy zone director who shall serve for a two-year term.
- Election of the deputy zone director shall occur at the following annual zone meetings: Zones A, C, E, G, I, K and M shall be in odd numbered calendar years and the remaining zones (B, D, F, H, J and L) shall be in even numbered calendar years.
- Submit to the association contest directorship applications for processing.
- Provide liaison between the Club Affiliate Members and members and the board and its standing committees.
- Recommend to the association for processing and approval, initial and renewal of all flying site sanctions or event requests involving any flying activities received from the Club Affiliate Members, as stipulated in MAAC policy and process.
- Establish a consensus within the zone on direction to be taken at the annual directors meeting on items requiring agenda action.
- Shall submit a report with respect to his zone meeting to headquarters, prior to October 31st. Said report must contain specific resolutions or recommendations passed at the annual zone meeting.
- Attend or provide a proxy vote on all agenda items in the annual general meeting.
- Arbitrate on all matters of concern solely within the zone.
- Submit committee zone representation to the chairmen of committees when requested to do so by said chairman.
- Shall liaise with the MAAC representatives as elected by the club affiliate members. Directors shall collect any items which their club affiliate members feel appropriate for the agenda of the annual general meeting.
- Upon election, the zone director and deputy zone director shall sign the disclosure statement included as part of the MAAC board of directors' code of ethics and submit it to the MAAC office, MAAC executive committee, and retain a copy for himself.

Casual Vacancy of Deputy Zone Director

- If a vacancy of a deputy zone director shall occur for any reason, the zone director shall appoint one of the assistant zone directors in the national organization zone in which the vacating deputy zone director is represented who shall fill such vacancy until the next annual zone meeting or until a new deputy zone director is elected, whichever comes first.
- If no such assistant deputy zone director is available, or is unwilling to serve, the zone director shall appoint a deputy zone director to serve until the next national organization zone meeting.
- Any member of the national organization zone in which the vacating deputy zone director is represented may call a meeting of the members of such zone to fill the vacancy.

14. Zone Meetings

When Held

The annual zone meetings are held in the fall of each year, as specified in the by-laws, within the geographical boundaries of the zone as defined in this Policy Manual at the call of the zone director for the purpose of zone elections, zone business, standing committee appointments, leader member

nominations and resolutions and recommendations from the zone to be considered at the next Annual General Meeting.

British Columbia Residency

The annual zone meeting of the British Columbia Coastal Zone shall alternate yearly between Vancouver Island and that portion of the British Columbia Coastal Zone on the mainland of British Columbia. Should the British Columbia Coastal Zone, zone director resides on Vancouver Island then the deputy zone director shall reside on the mainland portion. Alternately if the zone director resides on the mainland portion of the zone, then the deputy zone director shall reside on Vancouver Island.

Calling of a Meeting

The zone directors shall call a meeting of the zone 14 days after written request signed by at least five (5%) per cent of the paid-up individual membership in his zone.

Notice of Meeting

Notice of the regular meeting as provided for in paragraph (15.1) above shall be provided to all voting members and club affiliate members at least twenty-one (21) days in advance by the zone director. Copies of the agenda shall be supplied with the notice and shall contain nominations for zone director, deputy zone director, leader award nominations and zone resolutions and recommendations, with sufficient information to permit a zone member to form a reasoned judgment on the decision to be taken. Notice of each Annual Zone Meeting must remind the member if they have the right to vote by proxy.

Zone resolutions, recommendations, leader award nominations and nominations for zone director and deputy zone director must be submitted to the Zone Director at least 40 days in advance of the zone meeting so they can be included in the agenda that forms part of the notice of meeting. This is to permit members who cannot attend in person to vote by proxy.

Quorum

A quorum shall consist of five (5%) percent of the current open zone members and proxies present at the meeting.

Voting

Voting may be in person or by proxy provided that the proxy is himself entitled to a vote. All proxy votes must be in writing and signed by the member granting the proxy and must indicate to whom the proxy is granted and the date of the meeting for which the proxy is granted.

Meeting Report

The director shall prepare the minutes of the zone meeting respecting the outcome and motions approved. The report shall then be submitted to the head office. Copies of all such reports shall then be forwarded to the executive committee. The executive committee shall prepare an agenda based on matters raised during the annual zone meetings. Each zone director will promote those items raised at his annual zone meeting at the annual general meeting and each zone director is responsible to ensure that those items, which are a concern within his zone, shall be properly placed on the agenda of the annual general meeting.

Club Affiliate Attendance

Club affiliate members (chartered clubs) should use best efforts to send at least one of their MAAC representatives to the annual zone meeting as called.

15. Committees

There shall be the following types of committees:

Standing Committees

Standing committees are already in existence and will continue as they do at present. From time to time a standing committee may need to establish an ad hoc committee within their own committee to handle a specific task. These are not to be confused with the ad hoc committees struck by the board.

- The FAI standing committee shall be comprised of ex-officio chairs of committees that include FAI disciplines. All other standing committees are formed by appointment of up to two members, from each zone, at the Annual Zone Meetings.
- A current listing of the standing committees and the chair is to be found in the latest edition of the Model Aviation Canada magazine.

Ad Hoc Committees

Ad hoc committees are special committees struck and approved by the board of directors. They will be assigned a specific task and completion date. The date can be extended by the board of directors, if necessary, but a new firm completion date must be assigned. The committee is to be dissolved after receipt of their report. The members of the committee will be appointed by the board of directors with the advice of the executive committee if required.

Advisory Groups

Advisory groups are formed by the board of directors. Members of the group are appointed by the board of directors with the advice of the executive committee if required. These groups are highly specialized in nature, and it will be necessary for the members of the group to be skilled in the matters dealt with. A minimum of one member of the board of directors shall be a member of these groups. There will be no time limit for membership on these committees, but all members and the chair of such committees serve at the pleasure of the board of directors. A listing of the advisory groups and the chair shall be found in the latest edition of the Model Aviation Canada magazine.

Appointment Committees

The members of appointment groups are appointed by the board of directors or the executive committee. These groups will tend to consist of single persons. A listing of the appointment groups and the chair shall be found in the latest edition of the Model Aviation Canada magazine.

Standing Committees Duties

All standing committees shall have the following general terms of reference unless otherwise specified in the particular terms of reference for each committee:

- If more than two zone members are nominated to membership for a given committee, two of the nominees shall be chosen for appointment by a plurality vote of the members in attendance in person or by proxy at the annual zone meeting.

- Standing Committee appointments Shall be placed on the appropriate committee by the zone director and departing members removed, using the automated MAAC Business Application, by November 1 of each year.
- Committee chairman shall be elected by a majority vote from among their number and communicated to head office. This shall be done annually after the appointment of new members at Annual Zone.
- A committee that fails to file an annual report shall normally be dissolved. Exceptions to this protocol may be granted by the board of directors at their discretion.
- Prepare all drafts of new and changed regulations for contests and record trials and submit recommendations to the board for approval.
- Prepare contest kits and/or requirements and submit same to the association headquarters for duplication and distribution as required.
- Advise the Nationals and MAAC, F.A.I. committees regarding the organization of National contests and F.A.I. World Championship Team Selection.
- Prepare and submit budget requirements for all contest activity to the board for approval.
- Submit to the board any and all requested audit requirements.
- Maintain a set of files, activity reports and procedures, so that transfer of responsibility can take place in an orderly fashion on change of committee members. These reports shall be available to all members of the committee if requested.
- Maintain an approved set of rules and regulations under which the committee operates.
- Submit an annual budget to the board for approval.
- Recommendations from committees to the board of directors (i.e. FAI Team Trials locations and dates, nationals' events, etc.) are to go through committee vote with the chair's vote being reserved for breaking a tie vote of committee members.
- The board of directors retains the right to name the chairperson of any committee.

16. Rules of Order

Procedures for Meetings and Organizations, by M.K. Kerr and H.W. King, Carswell Legal Publications, Toronto, 1988 or later additions, shall govern the organization and all procedural matters not otherwise covered by the Act, the by-laws, or the Policy Manual.

17. Appointment of Auditor

The members shall, by ordinary resolution at each annual general meeting of the members of the corporation, appoint an auditor to audit the accounts and annual financial statements of the corporation for report to the members at the next annual general meeting. The auditor shall hold office until the next annual general meeting. The directors may fill any casual vacancy in the office of the auditor. The remuneration of the auditor shall be fixed by ordinary resolution of the members or, if not so fixed, shall be fixed by the directors.

18. Rules & Regulations

The board of directors may prescribe such rules and regulations not inconsistent with the bylaws relating to the management and operation of the corporation as they deem expedient, provided that such rules and regulations shall have force and effect only until the next annual meeting of the members of the

corporation when they shall be confirmed by resolution and failing such confirmation at such annual meeting of members, shall at and from that time cease to have any force and effect.

19. Books and Records

The directors shall see that all necessary books and records of the corporation required by the Act, the by-laws of the corporation or by any applicable statute or law are regularly and properly kept.

20. Method of Revising this Document

The Policies of the corporation may be repealed, amended, or added to by a majority of the directors at a meeting of the board of directors and sanctioned by an affirmative vote of at least fifty percent (50%) of the members at a meeting duly called for the purpose of considering the said policy.

21. Interpretation

In this Policy Manual of the corporation hereafter, unless the context otherwise requires, words importing the singular number, or the masculine gender shall include the plural number or the feminine gender, as the case may be, and vice versa, and references to persons shall include firms and corporations.

22. Code of Ethics

Members of the board of directors, members of the executive committee and the officers of the corporation, shall sign and abide by the associations Code of Ethics.

23. Dissolution

Should the corporation, for any reason be dissolved, any funds remaining after all proper and legal accounts have been settled shall be donated to the Canada Aviation Museum located in Ottawa, Ontario.

24. Version Control

Version 006 December 01, 2014

Based on Version 005 2014-14-27 with the following changes

Reformatted and renumbered

- 3.2.2 Removed reference to Indoor fee reduction BOD Mtg 2014-10-22
- 6.4 Added New BOD Disciplinary Procedures BOD Mtg 2014-01-23
- 9.8 Removed references to Constitution Advisory Committee BOD Mtg 2014-08-23
- 11.2 Removed reference to Past President Resolution #8 2014 AGM
- 11.7 Removed reference to Past President Resolution #8 2014 AGM
- 11.8 Removed reference to Past President Resolution #8 2014 AGM
- 9.6 New – added expense claim cutoff date BOD Mtg Dec 04, 2014

Version 007 January 21, 2016

Reformat cover page to be consistent with Constitution and By-laws

- 16.6 Add Casual Vacancy of a Committee Member Resolution #2 2015 AGM
- 11.1.2 Delete redundant clause Resolution #12 2015 AGM
- 21. Replace language to revise the Policy Manual #13 2015 AGM
- 9.8.c Add Non-disclosure agreement for Constitution Chair Resolution #14 2015 AGM.
- 3.1 Add spousal membership fee of \$50.00. Confirmed by resolution #7, 2016 AGM

Version 008 April 17, 2016

- 3.1 Add Footnote regarding Honourary Life Member. Resolution #11, 2016 AGM
- 7.3.02 Representation, deleted and moved to by-laws
- 9.1 Revise section title and add footnote definition of ex officio. Resolution #6, 2016 AGM
- 9.8.a Amend establishment of committees and delete “advisory committee” and add “advisory group”. Resolution #10, 2016 AGM
- 10.5, 10.6 & 10.7 Delete these sections, duplicated in by-law 13 Resolution #8, 2016 AGM
- 11.3 Amend executive committee term defining what happens if a member ceases to be a zone director. Resolution #9, 2016 AGM
- 24.4 Version 009 April 23, 2017
- 3.1 Fees – add club application and renewal and archived minutes, Resolution #3 2017 AGM
- 3.1 Fees – Introductory offer, by board resolution. To be confirmed 2018 AGM
- 6.2 Suspension or termination of membership deleted and moved to by-laws. Resolution #7 2017 AGM.
- 7.3.02 Representation deleted– moved to by-laws, Resolution #2 2017 AGM
- 14.2.01 New Casual vacancy of an assistant zone director, Resolution #6 2017 AGM.

Version 010 April 29, 2018

- 3.1 Fees add Three-year membership
- 7.2.03 Change name of zone from British Columbia Zone and Yukon
- 7.2.08 Change name of zone from British Columbia Coastal

Version 011 February 28, 2019

- 6.9 Privacy Text added before bulleted items.
- 15.1 Zone Meetings remove reference to committee chairman
- 15.4 Notice of Meetings add text to define notice of business and deadline for submission of resolutions and recommendations.
- 16.5.02 Standing Committee Duties delete reference to unsuccessful chairman appointment and add selection of chairman by committee members.

Version 012 August 31, 2020

- 9.3.03 Change notice of intent to run for election for zone director or deputy zone director from 30 days to 40 days. Affirmed by resolution #3 2020 AGM.
- 15.1 Zone Meetings remove August from AZM meeting months. Affirmed by resolution #8 2020 AGM.
- 15.4 Notice of Meetings change deadline for zone submissions from 30 days to 40 days. Affirmed by resolution #3 2020 AGM.

Version 013 February 16, 2021

- 6.8 Participation by Electronic Means moved to new by-law 7.g. affirmed by resolution #11 2020 AGM.
- 9.10 Board Meetings added providing guidance on board meeting protocols by resolution #10 2020 AGM.
- 11.3.02 Deleted, setting of Presidents term in by-laws by resolution #9 2020 AGM.
- 13.1 Amended by adding all meetings of the corporation by resolution #9 2020 AGM.
- 13.1.10 New indicating President's role as tie breaker by resolution #9 2020 AGM.
- 15.1 Annual zone meetings amended by deleting August and defining business to be transacted by resolution #8 2020 AGM.
- 16.5.01 Added clause defining how standing committee members are placed on a committee by resolution #7 2020 AGM.
- 23.1 and 23.2 Deleted, redundant language for President and Vice-President by resolution #9 2020 AGM.

Version 014 June 21, 2021

- 13.3.10 Remove provision for bond by secretary-treasurer. Changed by BOD by resolution May 17, 2021, and requires member affirmation at 2022 AGM.
- 15.4 Notice of meeting add "voting members". Amended by BOD June 21, 2021, and requires member affirmation at the 2022 AGM.

Version 015 March 23, 2022

- 3.1 Add Temporary and Temporary Junior membership classes as amended by the BOD on June 21, 2021, and requires member affirmation at 2022 AGM.
- 14.1.07 Change the wording of 14.1.07 amended by BOD December 6, 2021, and requires member affirmation at the 2022 AGM.
- Appendix Add job descriptions for Treasurer and Executive Director as an appendix to the document.

Version 016 May 2, 2022

Changes approved at May 1, 2022, AGM.

Version 017 September 26, 2023

Fixed Formatting Issues – Consistent Font and Size

Added Copyright

Moved the following to Bylaws

6.2 Suspension or Termination of Membership (Moved to By-laws)

6.3 Disciplinary Procedures Membership (Moved to By-laws)

6.4 Disciplinary Procedures Board of Directors (Moved to By-laws)

Removed all "Moved to by-law sections"

6.7 (Moved to By-Laws)

Deleted the 2nd year term of President crossed out in document

Updated Section 7 – Removed two Quebec Zones and Added Zone N – Quebec Merger

Updated Section 13 – Removed CEO from President Role, Added Secretary Role, Added Treasurer Role, Added Executive Director Role

Deleted Section 22 – Description of Officers