

Title: Paso Robles Chapter 465, Experimental Aircraft Association

## **Bylaws**

**Date:** July 8<sup>th</sup>, 2015

Article I. Name: Paso Robles Chapter 465, Experimental Aircraft Association.

Article II. Location: Post Office Box 4447, Paso Robles, CA 93447-4447.

Article III. Purpose:

The purpose of this Chapter is to:

1. Promote, encourage and facilitate an atmosphere where all are welcome to join-in and become a part of recreational and sport aviation.
2. Promote, encourage and facilitate an environment that fosters safety and high standards in the design, construction, restoration and operation of all types of recreational and sport aircraft.
3. Promote, encourage and facilitate recreational and sport aviation activities that provide educational opportunities.
4. Promote a positive, productive and cooperative relationship between the Chapter and those governmental agencies and private enterprises that provide aviation services and facilities to the members of the Chapter.
5. Promote, encourage and facilitate membership in the Experimental Aircraft Association.
6. Support and promote the mission, vision, goals and objectives of the Experimental Aircraft Association through programs and services within the Chapter family.
7. Have fun!

Article IV. Chapter Membership:

Eligibility for Chapter Membership: Eligibility for membership in the Chapter is open to any person who has an interest in recreational and sport aviation.

Classifications of Chapter Membership: There are six (6) types of Chapter memberships. The Chapter memberships are Regular, Associate/Introductory, Family, Honorary/Complimentary, Special and Life. The specific details of these Chapter membership classifications are described in the following paragraphs:

1. Regular Chapter Memberships: A Regular Chapter Member shall be any person who pays Chapter dues and is a member in good standing of the Experimental Aircraft Association, Incorporated in Oshkosh, Wisconsin.
2. Chapter Trial Membership: An Associate/Introductory Chapter Member shall be any person who pays Chapter dues, however, has not yet joined the Experimental Aircraft Association, Incorporated in Oshkosh, Wisconsin. It is the purpose of this membership classification to provide individuals an

opportunity to join the Chapter and learn more about the mission, vision and goals of the Chapter and the Experimental Aircraft Association before becoming a member in the Experimental Aircraft Association. Chapter Trial Members are not eligible to hold an elected Chapter office. Chapter Trial Membership is limited to six (6) months in duration and may not be renewed.

3. Family Chapter Membership: A family Chapter Membership shall be any family, including parents and children under the age of nineteen (19), who pay the appropriate Chapter membership dues and are family members of the Experimental Aircraft Association, Incorporated in Oshkosh, Wisconsin.
4. Honorary/Complimentary Membership: A Honorary/Complimentary Chapter member shall be any person to whom the Chapter Officers, Board of Directors, or membership wishes to extend an Honorary Chapter Membership. Honorary/Complimentary Chapter Members cannot hold any Chapter elected office nor do they have voting privileges.
5. Special Chapter Membership: A Special Chapter Member shall be any person who for economic reasons, is unable to pay the appropriate Chapter membership dues and to whom the Chapter Officers, Board of Directors, or membership wishes to extend a membership.
6. Life Chapter Membership: A Life Chapter Membership may be bestowed on an individual Chapter member at the discretion of the Chapter Officers and Board of Directors. A Chapter Life Membership recognizes the long-term commitment to the EAA and the Chapter made by the individual. A Life Chapter Member may hold any Chapter office, has full voting privileges and is exempt from yearly Chapter dues.
7. Student Membership: EAA Student Membership is available FREE of charge to any young person age 8 – 18 who has completed a Young Eagles Flight.

Duration of Chapter Membership: Duration of a Regular Chapter Membership shall be one (1) calendar year. Duration of membership for Chapter Trial Membership is limited to six (6) months and must be converted to a Regular Chapter Membership or Family Chapter Membership at the end of the duration of membership or sooner. Honorary/Complimentary or Special Chapter Membership may be extended or continued beyond on (1) year at the discretion of the Chapter Officers or Board of Directors.

Voting Privileges of Chapter Membership: Voting privileges shall be limited to Regular Chapter Members, Family Chapter Members (excluding children), Special Chapter Members and Life Chapter Members. Chapter Trial Members, Honorary/Complimentary Chapter Members and Student Members shall not have voting privileges. Life Chapter Membership is continuous for the life of the member and is not transferable.

Removal of Chapter Membership: Chapter membership is a privilege, which requires an appropriate commitment from each member. Each member shall accept the responsibilities of Chapter membership, and by acceptance agrees to

promote EAA and this Chapter. In the event a member fails to meet these requirements, they may be asked to relinquish their Chapter membership in accordance with the following conditions:

1. Any Chapter member, who by deed or action, harms or jeopardizes the reputation or assets of this Chapter or EAA, may be removed from membership, by a majority vote of eligible members at any regular or special Chapter membership meeting.
2. Any Chapter member who fails to keep their Chapter membership dues current shall be considered removed from Chapter membership.

Resignation of Membership: Any Chapter member may resign their membership at any time by delivering to any Chapter Officer a written notice of resignation. The resignation of Chapter membership shall become effective on the date stated in the written notice. In the event the written notice of resignation does not contain an effective date, the date the member delivers the written notice to any Chapter Officer shall become the date of resignation.

Article V. Chapter Membership Dues and Assessments:

Membership Dues and Assessments: The Officers and Board of Directors, with the concurrence of the membership, will determine appropriate dues and assessments. The rate of dues or the amount of assessment shall be voted on and agreed to by the Chapter membership at any regular or Special Membership Meeting. The proposed dues or assessment must pass by a majority vote of eligible Chapter members in attendance. Dues and assessments shall be paid to the Treasurer, or any person they may designate. Dues are to be annually and are payable upon joining and every January 1<sup>st</sup> of each year thereafter. Assessments shall be paid as determined by the Officers and Board of Directors, with the majority concurrence of the Chapter membership. Dues and assessments shall be considered wholly earned and shall not be pro-rated in the event of expulsion or resignation. Honorary/Complimentary and Special Members shall not be required to pay any dues for assessments. Life Chapter Members, while not required to pay dues, may be required to pay assessments.

Article VI. Chapter Officers:

Chapter Executive Officers:

1. The Chapter Executive Officers shall be President, Vice President, Secretary and Treasurer, or a combination of Secretary and Treasurer.
2. The term of office for all Chapter Executive Officers shall be two (2) years, with elections to be held in the odd numbered year for the offices of President and Vice President, and in the even numbered years for Secretary and Treasurer.

3. The Chapter Executive Officers shall be elected at the regularly scheduled October membership meeting and shall hold office for two (2) years from date of installation. Installation of Chapter Executive Officers shall be at the December Chapter membership meeting following their election.
4. The Treasurer may be bonded in an amount to be determined by the Chapter Executive Officers. The premium to bond the Treasurer shall be at the expense of the Chapter.

Duties of the Chapter Executive Officers: The following duties shall be performed by the Chapter Executive Officers. The Chapter Executive Officers may, from time to time, be called upon to perform additional duties. Or they may, at their discretion, and in conjunction with direction from the Board of Directors, perform additional duties for the betterment, improvement and well-being of the Chapter.

1. The Chapter President shall be the Chief Executive Officer and Chairperson of the Board of Directors. The Chapter President shall have, subject to the advice, direction and control of the Chapter Board of Directors, general charge of the Chapter business. The Chapter President shall execute with the Chapter Secretary all contracts and instruments which have first been approved by the Board of Directors. The President may call any special meeting of the members of the Board of Directors and/or general membership. In case of the absence or disability of the Treasurer, the President may execute checks for expenditures authorized by the Board of Directors. In such circumstances, either the Vice President or Secretary shall be called upon to co-execute such checks.
2. The Vice President shall be vested with all the powers and authority of the President and shall perform the duties of the President in the case of the absence, disability, or inability, for any reason. The Vice President shall also perform such duties connected with the operations of the Chapter at the suggestion or direction of the President. The Vice President shall annually recruit an outside certified public accountant or other appropriate party to conduct an audit of the financial records of the Chapter. The auditing party shall furnish a complete written financial report on the status of the Chapter to the Officers and Board of Directors.
3. The Secretary shall have the responsibility to take and publish minutes of all meetings. The Secretary is responsible for publishing notice of all regularly scheduled membership and Board of Directors meetings. Additionally, the Secretary is also responsible for publishing notice of special meetings. The Secretary, will assist the Treasurer and Membership Chairperson, in keeping a membership book, roster or record showing the name of each Chapter member. The Secretary shall also be responsible for maintaining the currency and security of the

original copies of the Chapter bylaws, papers of Incorporation, tax-exemption documents, and any other documents, books, papers, and records as the Officers or Board of Directors direct. The Secretary shall execute, along with the President, all contracts and instruments that have been first approved by the Board of Directors. The Secretary shall perform all other duties incident to the office of Secretary, subject to the control of the President and the Board of Directors.

4. The Treasurer and the President and/or the Vice President shall execute all checks authorized by the Board of Directors. The Treasurer shall receive and deposit all funds in a financial institution recognized by the Federal Deposit Insurance Corporation (FDIC) and approved by the Board of Directors. The Treasurer shall also account for all receipts, disbursements and the balance of funds on hand. The Treasurer shall also be responsible for the accurate maintenance of all insurance records, including the proper application, binding and premium payment for all necessary insurance required by the Experimental Aircraft Association. The Treasurer shall maintain a current official roster of EAA chapter members.

#### Article VII.

##### Chapter Board of Directors:

1. The business and property of the Chapter shall be conducted and controlled by the Chapter Board of Directors.
2. The Chapter Board of Directors shall consist of the following:
  - a. Class I Director: Class I Directors shall be the President, Vice President, Secretary and Treasurer.
  - b. Class II Director: Class II Directors shall be two (2) to four (4) additional members appointed by the Class I elected Executive Leaders from individuals who are leaders of active Chapter committees (see Article XV for Committee List).
3. The President shall preside over the Board of Directors as its Chairperson.
4. In case of a vacancy on the Board of Directors, the President may appoint a replacement, subject to the approval of a majority of the Board of Directors.
5. Meetings of the Board of Directors may be called at any time by the President or by a two-thirds (2/3) majority of the Board of Directors.
6. Notice of meetings of the Board of Directors, stating the location, time, and purpose of the meeting shall mailed or personally given to each member of the Board of Directors at least 48 hours prior to the time of the meeting. If all of the members of the Board of Directors are present at a meeting, any business of the organization may be transacted without previous notice of the meeting.
7. A two-thirds (2/3) majority of the Board of Directors shall constitute a quorum of the Board of Directors.

8. Each member of the Board of Directors shall serve as a Board Member without compensation.
9. The Board of Directors shall have the power and authority to enforce all rules and regulations pertaining to the use and operation of the Chapter's property.

Article VIII. Meeting of Members:

1. All meetings of the members shall be held at a place to be determined by the Board of Directors.
2. Notice of any regular meeting of the members shall be given before such meeting by notice published in a Chapter publication, such as the Chapter newsletter.
3. Special membership meetings may be held at such time and place as the President may determine. Special meetings may also be called by a two-thirds (2/3) majority of the Board of Directors.
4. Notice of special membership meetings, stating the location, time, and purpose of the meeting shall be given in the same manner as the notice required for the regular meetings, or by special letter.
5. At any meeting of the members, a quorum shall consist of at least one-half (1/2) of the members present that are eligible to vote in Chapter business.
6. In the absence of the President, Vice President, Secretary and Treasurer, a temporary meeting Chairman may be appointed by the members of the Board of Directors and shall act as the presiding officer.
7. At every meeting of the members, each voting member shall have one vote on any question or resolution. In the absence of a member, that member shall have the right to vote by proxy. The Secretary shall be responsible for the method by which any proxy votes are issued, accepted, or counted.
8. A simple majority of the members present or represented by proxy is necessary for the adoption of any resolution, except for a resolution that calls for the organization to separate its relationship with the Experimental Aircraft Association, Incorporated. In which case a majority of not less than eighty percent (80%) of the members eligible to vote, present, or represented by proxy, is necessary for the adoption of such resolution.

Article IX. Vacancies (President, Vice President, Secretary, Treasurer):

If the office of President, Vice President, Secretary, or Treasurer become vacant for any reason, the Board of Directors shall elect a successor who shall hold the office for the remainder of the normal term. Or, at the option of the Board of Directors, hold a special election to fill the vacancy(s).

Article X. Elections:

1. The President shall appoint a nominating committee made up of at least three (3) regular members. The appointment of the nominating committee shall take place no later than July.
2. The appointments to the nominating committee will be announced to the members at the regular meeting in July, or earlier if a nominating committee has been formed at an earlier date. In addition, the names of the members appointed to the nominating committee shall be published in the next newsletter.
3. Beginning in July, the nominating committee shall canvas the current officers and directors to determine if they wish to seek re-election to their current position or be nominated for any other position. The nominating committee shall also canvas the members of all committees and groups to seek those who may be interested in an elected position. Further, the nominating committee shall make themselves available to the membership seeking any regular members who may be interested in running for an elected position.
4. At the October membership meeting the nominating committee shall present to the membership the nominations they have obtained. In addition, open nominations will be accepted from the members during the October membership meeting.
5. Once all nominations have been received, a slate of nominees will be posted at the regular meeting place, or any place deemed appropriate by the nominating committee, and published in the next Chapter newsletter.
6. Elections of officers and directors will take place at the November membership meeting. Voting shall be done by written ballot and three (3) members appointed by the Board of Directors shall monitor the election. All ballots will be counted and confirmed by the monitors and the results of the election announced to the members present. If deemed appropriate by the members, the Secretary shall be responsible for the development and implementation of a process that will offer absent eligible voting members the opportunity to vote by proxy. Such process shall be reviewed and approved by the Board of Directors prior to its use.
7. All newly elected officers and directors shall assume their responsibilities at the December membership meeting.

Article XI. Transition of Leadership:

1. The membership recognizes the importance of a smooth transition of leadership. Therefore, subsequent to the election of officers and directors, the incumbent and newly elected officers and directors shall organize and hold a transition meeting wherein all Chapter records and information will be passed on to the newly elected officers and directors.
2. During the transition meeting, the newly elected officers and directors shall review the bylaws, goals, mission and vision statements, Articles of Incorporation, tax status and insurance policies to ensure they are clearly known and understood.

3. During the transition meeting the newly elected officers and directors shall review the Incorporation documents to ensure the Chapter is current in all government obligations and the Chapter is properly incorporated.
4. During the transition meeting the newly elected officers and directors shall review and submit to EAA the Chapter Status Report and ensure that all proper notifications have been forwarded to the EAA Chapter Office as prescribed.
5. During the transition meeting the newly elected officers and directors shall review the insurance requirements specified by EAA and ensure that all proper insurance coverage has been arranged through the appropriate programs of the Experimental Aircraft Association.

Article XII. Financial Reports and Audits:

1. The Treasurer shall prepare a quarterly and an annual financial statement and present each report on the financial status to the membership. The form of the report, either written or oral, will be determined by the Board of Directors. The Board of Directors will also determine the method of the report, either by presentation at a membership meeting or by Chapter newsletter.
2. The Board of Directors, under the direction of the Vice President, shall arrange annually to have an outside audit of all financial records and practices of the organization. Further, the Board of Directors shall make available a copy of the written report of the audit to the membership. The Board of Directors will review any recommendations by the auditors and shall take appropriate steps to implement any reasonable recommendations.
3. At the discretion of the Board of Directors, an internal audit committee may be substituted for an outside audit. However, an internal audit may not be substituted in lieu of an outside audit in two consecutive years.

Article XIII. Facilities, Tools and other Assets:

1. The Chapter Officers and the Board of Directors shall ensure all facilities, tools and other assets are properly insured against loss.
2. The Chapter Officers and Board of Directors will serve on committees to properly manage the Chapter's facilities, tools and other assets.

Article XIV. Flying Club:

In the event the Chapter owns and operates an airplane or ultralight for the purpose of providing that aircraft to the members to fly or learn to fly, the Board of Directors shall adhere to the rules and procedures as defined in Attachment 1, Chapter Flying Club Bylaws.

Article XV. Organization Committees:



The Board of Directors should establish the following committees, or it may establish any other committees, as it deems necessary. Any committees established by the Board of Directors shall be responsible for reporting their activities directly to the Board of Directors. Each member of the Board of Directors is required to chair a committee(s).

Welcome Committee

Flight Advisor

Young Eagles Committee

Flying Start Committee

Fly-in Committee

Social Committee

Membership Recognition Committee

Nomination Committee

Builders Support Group Committee

Safety Committee

Budget & Finance Committee

Scholarship Committee

Public Information/Media Committee

Article XVI. Dispute Resolution:

In the event a dispute arises within the Chapter, a written petition, endorsed by a quorum of members, as defined in Article VIII, may request intervention by the staff of the Experimental Aircraft Association, Incorporated, concerning a dispute within the Chapter. The Chapter must agree to cooperate completely and fully in the resolution process. In the event a dispute occurs within the Chapter, and it cannot be resolved with the assistance of the staff of the Experimental Aircraft Association, Incorporated, and it is determined by the staff of the Experimental Aircraft Association, Incorporated, to be at an impasse, the Chapter agrees and acknowledges the authority and responsibility of the Experimental Aircraft Association, Incorporated, to remove the Chapter charter. If the Chapter charter is removed, the Chapter will have no further recognition or affiliation with the Experimental Aircraft Association, Incorporated.

Article XVII. Amendments:

The bylaws of the Chapter may be repealed or amended, or new bylaws adopted at any meeting of the members called for that purpose. The bylaw issue(s) must

be passed by a not less than eighty percent (80%) majority vote of the regular members eligible to vote. The vote may be either in person or by proxy.

Article XVIII. Dissolution:

The Chapter may be dissolved by a two-thirds (2/3) majority vote of the voting members. If the Chapter is dissolved, the President is responsible for the proper disposition of all Chapter records, materials and assets to the Experimental Aircraft Association, P.O. Box 3086, Oshkosh, Wisconsin, 54903-3086.

Chapter President's Signature \_\_\_*Dave Fretwell*\_\_\_\_\_ Date \_\_\_ Sept 9, 2015

Chapter Vice President's Signature \_\_\_*Darrell Radford*\_\_\_\_\_ Date \_\_\_ Sept 9, 2015

Chapter Secretary's Signature \_\_\_*Dale Ramey*\_\_\_\_\_ Date \_\_\_ Sept 9, 2015

Chapter Treasurer's Signature \_\_\_*Dale Ramey*\_\_\_\_\_ Date \_\_\_ Sept 9, 2015