
UPPER FIFTEEN, INC.

BYLAWS

**Incorporated as a Membership Corporation
Under the Laws of New York State**

**June 16, 1950
(As Amended Through January 1, 2000)**

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Article I - General

Section I—Name

The name of this organization shall be "Upper Fifteen, Inc." Hereafter in Bylaws, Rules and Advices, the term "the Club" shall mean "Upper Fifteen Inc."

Section II—Objective

The objective of the Club shall be, in general, to foster and encourage General Aviation, and in particular, through ownership and operation of aircraft and associated equipment, to promote safe and economical flying for all its members.

Section III—Member's Equity and Dissolution of Club

Each member shall purchase a share in the equity of the Club, which shall be used for capital equipment for the use of the membership. The operating expenses of the Club shall be apportioned among the membership in a way as to maintain the original dollar value of the Club equity. It is the objective of the financial structure of the Club to return the full dollar amount of the equity share made by a member following their resignation, according to the procedures set forth in the Bylaws. Upon dissolution of the Club all member accounts shall be brought to a zero balance and all capital equipment and assets sold at the best possible price, with the resources so obtained. The monies will be used in the following order of priority:

1. All indebtedness to be paid to, non-members.
 2. All indebtedness to be paid to members.
 3. The full dollar equity shall be refunded to each member or estate. If funds are insufficient, the same percentage of each member's equity share account shall be refunded.
 4. If funds remain after all debts and member's equity accounts are fully served, these funds shall be donated to a National non-profit organization for the promotion of General Aviation as designated by a majority vote of the Board of Directors of the Club.
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Article II -Government

Section I – Laws

1) Discipline -

The members of the Club shall be subject to the Bylaws, Rules, and Policies and Advices of the Club as defined below, and enforced by the Board of Directors.

2) Definitions

- (a) Bylaws are measures fundamental and vital to the preservation of the corporate organization.
- (b) Rules are regulations pertaining to the facilities of the Club.
- (c) Policies are operating guides intended to assist members and Officers in the discharge of their responsibilities where Club interests are involved. Policies shall also record specific, but potential time variant commitments dictated by the Bylaws and Rules of the Club.
- (d) Advices represent suggestions to members drawn from wisdom and experience of the Club in general matters pertaining to both Club and individual member's interest.

3) Enforcement

In all classes of regulations, prime responsibility for interpretation and enforcement lies with the Board of Directors. Officers assume a major, but not final, responsibility in enforcing Rules and Policies. In all matters, the final court of decision is the senior membership of the Club and this may be invoked by a petition to the Chairperson of the Board of Directors bearing not less than six signatures. The Chair- person shall call a meeting of the senior membership within 10 days thereafter and such a meeting shall follow the rules set down for the amendment of Bylaws.(Article XI, Sec. 1.)

Section II -- Parliamentary Authority

The prime authority of the Club lies in its own Bylaws, Rules, Policies and Advices. Meetings shall be conducted in accordance with Club Bylaws, but where these are insufficient, Robert's Rules of Order (latest available edition) shall be followed.

Section III -- Liability

In matters of liability, the officers and Directors of the Club shall bear the same share of responsibility as all other members who have an equity share in the Club.

Article III - Membership

Section I -- Qualifications for Application for Membership

1) Aviation Interests

Candidates for application shall be interested in the objectives of the Club.

2) Recommendation

Applicants for membership shall be recommended in writing by two (2) senior members of the Club.

Section II -- Limitation of Numbers in Club

The total membership of the Club shall be determined by the Board of Directors by a majority of the full Board, and approved by three-fourths (3/4) of the senior membership.

Section III – Application

1) Interest

With the guidance of the Membership Chairperson, applicants shall demonstrate their interest in the Club by participating in open Club meetings and activities, and apprise themselves of the operation of the Club for a period of not less than two months and attend not fewer than two Club meetings.

2) Evaluation

After demonstration of interest and meeting with the applicant, a simple majority of the full Board of Directors may submit to the membership the name of the applicant to be considered for membership, along with the information on a standard application form.

3) Voting

The membership shall vote by secret ballot. A favorable vote from a majority of the senior membership in total shall be required before offer of membership is made. Prior notification of the member will be made. Applicant shall be notified not to attend this meeting.

4) Offer of Membership

When an applicant has been recommended by the Board and approved by the membership as detailed in (2) and (3) above, the membership chairman shall offer membership in the Club.

5) Acceptance

The applicant will be considered a member only after he or she has fully paid up the required financial commitments. Acceptance of membership shall constitute an agreement to abide by the Bylaws.

Section IV -- Classes of Membership

1) Junior Member

Except for honorary membership, initial participation in the Club shall be limited to junior membership. A junior member enjoys all the facilities of the Club, and assumes equally with the senior and associate membership all the liabilities. The junior member is permitted expression of opinion in the Club affairs, but no vote.

2) Senior Member

A senior member is a voting member. Such membership may be offered to a junior member if, during the preceding six months he or she has:

- (a) Substantially participated in Club activities.
- (b) Remained in good standing with respect to fiscal obligations.
- (c) Answered correctly 70% or more of an examination on Club Bylaws set by the Membership Chairperson.
- (d) Been favorably endorsed by two-thirds (2/3) of a quorum of the Board of Directors.

3) Associate Member

Associate membership is a privilege granted to members after due consideration of the circumstances by the Board of Directors. Such membership is granted only after written application by the member and such membership may be withdrawn at any time at the discretion of the Board. The current capital deposit must be paid in full and current account brought to a zero balance before associate status can be granted. The associate member is non-voting and non-flying. Financial responsibilities are limited to maintaining a net equity balance in the Club. No monthly charges or assessments will be charged to the associate member account. To return to flying member status, an associate member must make written application to the Board Chairperson who will grant the request if there is a vacancy in the Club roster. The capital deposit must be brought up to the Club requirement in effect before flying status can be resumed.

4) Honorary Member

Honorary membership is titular only and is bestowed by the Board with approval of the membership. Such membership may be given in recognition of meritorious service to the Club, or for eminence in promoting the cause of General Aviation. There are no financial obligations to the Club or rights and responsibilities of ownership for honorary membership.

5) Family Member

By the payment of an incremental deposit in an amount established by the Board of Directors, a senior member may provide for the inclusion of his or her spouse and dependent children (IRS definition) as family members of Upper Fifteen. Participants shall be named in writing to the Board.

Family members may use aircraft for:

- (a) Training, Defined as dual, solo, and simulated instrument flight for meeting rating or currency requirements. (No passengers or overnight cross-countries.)
- (b) Other Operations The board of Directors will restrict or prohibit "other operations" as it deems appropriate for aircraft availability.

Family members are non-voting and all financial obligations are charged to the sponsoring senior member.

6) Special Member

Special Membership is reserved for former senior members who can no longer obtain a Class III Medical Certificate but who wish to continue to be active in Club affairs and enjoy the use of Club aircraft.

Procedure:

- (a) Apply for membership to the Membership Chairperson.
- (b) The Membership Chairperson shall present the application to the Board. The Board shall then recommend the applicant to the senior members for action. A favorable vote from a majority of the total senior membership, regardless of the number present at that particular meeting, shall be required for approval. The members shall be given a written notice at least one week prior to the meeting when the vote is to be taken.
- (c) The Membership Chairperson shall notify the applicant as to the results of the membership vote.

Special Members Shall:

- (a) Leave their aircraft deposit with the Club.
 - (b) Have all the privileges and responsibilities of senior members. except as delineated below.
 - (e) Flights are to be with appropriate Club members or instructors. Special Members shall not:
 - (a) Act as pilot in command.
 - (b) Pay monthly dues during months they have not scheduled and flown in the Club aircraft.
 - (c) Be required to meet instruction or minimum flying time requirements.
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(d) Operate Club equipment except under the supervision of appropriate Club members or instructors.

7) Life Members

Any member, upon completing 25 years of continuous senior membership in Upper Fifteen Inc., would be accorded the status of Life Membership. All rights and privileges of senior membership would be extended to the life member. No requirements for monthly dues would be imposed.

8) Provisional Members

Provisional members are those who have shown a serious interest in joining the Club, have not completed application and meeting attendance requirements, but who wish to begin flying Club aircraft. Provisional members must be sponsored by a Club member instructor, and approved by the President. A person may join as a Provisional member only if an open spot is available on the Club insurance policy roster. The following conditions apply to Provisional members:

1. Flying time by a Provisional member in Club aircraft is limited to ten hours of dual instruction, to be scheduled and flown within 90 days of Provisional membership approval;
2. Solo flying of Club aircraft by a Provisional member is prohibited;
3. Dual instruction must be with a Club member instructor, using the club member instructor's regular reservation slots. The President may consider an additional reservation slot for the Club member instructor if so requested;
4. Normal progress toward becoming a full Club member must be made in terms of application and meeting attendance.

Provisional members are non-voting, and are not required to pay monthly dues or deposit reserve. All financial obligations incurred are charged to the sponsoring Club member instructor."

Section V -- Obligations of Membership

1) General

The successful operation and continued existence of the Club depends upon the effort of all members to meet their personal obligations and share Club responsibilities in an exemplary manner. Compliance with Club rules and the minimum requirements described in succeeding paragraphs represent the limits beyond which remedial action is considered necessary, and should not be construed as defining normal participation.

2) Financial

Accounts are due and payable at the time of each regular meeting whether or not the member and/or the treasurer attend the meeting and members are expected to settle

accounts at this time. A member with flying charges not paid within thirty (30) days of the date they were incurred is automatically prohibited from flying Club aircraft until these charges are paid. In addition, the Board may take such other remedial action to correct financial delinquency as it may deem appropriate.

3) Accident Responsibility

In case of accident, the deductible portion of hull damage will be assumed by the Club unless the Board finds the member to have been grossly negligent.

4) Attendance at Club Business Meetings

A. Requirements:

(1) Senior and Family members must attend at least one-half (1/2) of the meetings within each quarter.

(2) Junior members must attend at least three-fourths (3/4) of the meetings within a six-month period.

(3) Honorary, Special and Associate members are not required to attend meetings

B: Members who do not meet these requirements will, upon notification, be required to:

(1) Explain their excessive absences in a letter to the Board.

(2) Obtain a briefing from the Maintenance Manager or the Safety Committee prior to further use of Club aircraft as pilot-in-command.

Section VI -- Rights of Members

1) Use of Facilities

All members are entitled to the use of all Club facilities except where specific exceptions are recorded in the Bylaws and Rules of the Club.

2) Vote

Senior members in good standing may vote.

3) Resignation

(a) Notice of Withdrawal

Any member may resign from the Club provided that the intention is indicated in writing to the Board of Directors at least one month in advance of the date of intended withdrawal.

(b) Discharge of Obligation

At the time of resignation, the member shall completely discharge his or her commitments to the Club and settle all outstanding financial accounts.

(c) Reimbursement

The board of Directors shall reimburse the resigning member with such monies due to him under the prevailing Rules of the Club. The sum paid shall be adjusted to ensure compliance with Article III, Section V, Item 3, and paid at the pleasure of the Directors. The continuing financial well-being of the club shall be the guide in the timing and form of the discharge of the Club obligation.

4) Expulsion

When for any reason, in the opinion of the Board of Directors, the continued association of a member is deemed detrimental to the Club, the Board of Directors may recommend expulsion. Such action will become effective only if confirmed by three-quarters (3/4) of the total senior membership, who must have been previously informed by one week's notice and voting at a duly constituted business meeting. The Club's obligation shall be discharged as recorded in Article IV, Section VI, Item 3(c) above, of the Bylaws.

Article IV -- Finance and Administration

Section I - Fees, Deposits and Charges

The income of the Club will be derived from the following sources, the dollar amounts being set by the Board of Directors, with advice from the membership, and administered by the treasurer:

- (a) A share of capital in the Club. This amount is returnable to a member who has resigned, as designated in the Bylaws, Article III, Section VI, Paragraph 3(c).
- (b) Initiation fee. Paid on entry to the Club and not returnable.
- (c) Monthly fixed charges.
- (d) Hourly flying charges.
- (e) Miscellaneous charges.
- (f) An incremental capital share in the Club for family membership, as per Article III, Section IV, Paragraph (5).

The current amount of each of these charges and schedule of capital share payment for new members share to be updated periodically and appended to these Bylaws with the date enacted.

Section II - Purchase Authorization

Purchases are authorized as outlined in the Bylaws, Article VII, Section VI, Paragraph (3).

Section III Credit Cards

(a) One set of oil company credit cards issued to Upper Fifteen shall be kept in each aircraft at all times.

(b) It is the responsibility of the Treasurer to keep the credit cards current, and furthermore, he or she shall keep a record of the ones on hand. He or she shall report immediately the loss of a card to the issuing company.

(c) These cards will be used for routine purchases only (e.g., gas, oil, light bulbs, and emergency replacement of the battery, tires, minor maintenance) and must never be used for personal expenses.

Section IV - Emergency Repairs

Whenever possible, a member should obtain authorization from the Maintenance Manager for emergency repairs. Unauthorized repairs are subject to review by the Maintenance Manager and/or the Board of Directors, and if, after review, the expenditure is not considered justified, the member may be required to bear part or all of such expenses.

Section V - Aircraft Reservations - Rules & Procedures**1) Definitions****(a) Reservation Book**

Each aircraft shall have an identification book located in the hangar *or such other place determined by the Board of Directors as makes it convenient for members to make reservations.* (July, 1993) This book identifies dates, times, primary, alternate, and advance reservations. It has space for the name of the reserving member.

(b) Primary Reservation:

The identification of a Club member reservation of a period of time during the current period in the book of an aircraft.

(c) Advance reservation:

Any reservation which is for a date beyond two weeks from the current date.

(d) Alternate Reservation:

This reservation indicates a Club member's desire to have the airplane if the primary reservation of another member is given up by that member.

(e) Club Reservations:

Those reservations made by members authorized to make reservations for Club functions or aircraft maintenance (Club President and Purchasing Agent). These have precedence over other reservations.

(f) Current Period:

The two week period starting at 12:01 A.M. of the current date.

2) Rules

Each member is allowed two primary reservations and one advanced reservation for each aircraft. Alternate reservations are unlimited in number. When a reservation is released to an alternate, the book should be changed and the alternate notified. As soon as the date allows, the first day of an advanced reservation becomes a regular reservation. At that time, a new advance reservation may be made.

The maximum duration of a reservation is fourteen (14) calendar days unless otherwise authorized for an individual by the Board of Directors.

Members should avoid reserving aircraft on a recurring day of the week or the same time periods. As an example, it is not acceptable policy to reserve for each Sunday, for each Thursday, etc. To do so denies others access to certain days or time periods.

It is not permissible for a member to reserve an aircraft in his or her name for use by another member.

The Club wishes to encourage instruction while at the same time protecting the rights and privileges of all members. Special privileges are given those receiving instructions as delineated below:

(1) A member may have four (4) reservations on the Board if at least two (2) are with an instructor.

(2) A member may have four (4) advance reservations if at least two (2) are with an instructor. (An advance reservation with an instructor requires the instructor's presence during the flight.)

(3) Those receiving instruction should make arrangements to vary the days and times of instruction and so avoid making it impossible for others to have access to certain days or time periods.

(4) Any exceptions must be approved by the Board.

Consideration and fairness has resulted in exceptionally good rapport among members. If you feel anyone is abusing privileges, it is suggested that you discuss this with that member. If you cannot arrive at a satisfactory solution, the Board of Directors may be consulted. The Board is the final authority in the interpretation of these Rules.

Article V - Flight Safety & Standards

Section I -- Pilot Safety & Standards Committee (FSSC)

The general composition and responsibilities of this Committee is outlined in the Bylaws, Article VIII, Section VI, Paragraph (2).

Section II -- Aircraft Log Books

(a) The President will appoint an appropriate member to maintain the aircraft log books. He or she shall keep a record of, and report at each business meeting the following information concerning each aircraft:

1. Total time on the airframe and engine(s).
2. Total time since major overhaul of engine(s).
3. Date the annual inspection is due.
4. Date vacuum inspection is due.
5. Time the next oil change is due.
6. Post BFR and medical due dates for flying members.

(b) The Log Book Chairperson will further see that each aircraft has its Engine and Airframe Log Books, certificates, and licenses in order.

(c) Each member shall enter their flying time and other appropriate data in the Rough Log supplied in each aircraft. The Rough Log sheets shall not be removed from the aircraft, except by the treasurer, or under his direction.

Section III -- Oil Change

The required oil change interval and appropriate grade of oil will be specified by the Maintenance Manager and posted in the hangar and noted in the Rough Log. It will be the responsibility of each flying member to assure that the aircraft is not flown beyond the prescribed oil change interval. When the tachometer of any aircraft is

within five (5) hours of the next oil change, the member should notify the Maintenance Manager and note in the Rough Log, the schedule of the oil change.

Section IV -- Flight Instruction

- (a) In Club aircraft, only flight instructors designated by the Board of Directors shall act in that capacity.
 - (b) A curriculum for Club checkout in each aircraft and for currency requirements shall be set by the FSSC and furnished to each Club designated instructor.
 - (c) All members shall arrange fees personally with flight instructors.
 - (d) Before soloing in each Club aircraft, all new member pilots must be checked out by a Club flight instructor in that aircraft.
 - (e) Each Club member on flying status is required to have a biennial flight review performed by a Club instructor (preferably a Club member instructor) in the most complex Club aircraft the member is qualified to fly.
 - (f) If a member has not flown a minimum of one (1) hour in a type aircraft within a 90 day period, this, too shall require a check-out flight ride before he or she can fly said aircraft again. A member current in an aircraft of one class is current in all less complex aircraft of that class.
 - (g) Nighttime requirements are FAA requirements.
 - (h) The Club flight instructors are empowered to ground any pilot at any time, or to require further dual instruction at their professional discretion. The grounded member may appeal to the Board of Directors if he or she so chooses.
 - (i) Instructors or the Flight Safety Committee should recommend to the Board landing fields to be off-limits or flying practices which should be prohibited.
 - (j) The instructor shall delineate student practice areas.
 - (k) Spouses are allowed to take dual instruction from Club instructors. Not to solo – not applicable to any other member of the family.
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Section V -- Pilot Safety Rules and Standards

- (a) All members must be familiar with and comply with the Federal Aviation Regulations.
- (b) Away from home base all landing fees, tie down fees, hangar fees, preheat or deicing fees, etc., are individual member's responsibility. Member pilots must assure the plane is tied down or hangared when unattended.
- (c) Flights to geographic areas not covered by the aircraft insurance policy in effect are prohibited.
- (d) Smoking in the hangar, in aircraft, and immediately adjacent to the aircraft by Club members and non- members is strictly forbidden. Members in violation are subject to expulsion by action of the Board of Directors. All Club members present are responsible for compliance by non-members.
- (e) Damaged or faulty equipment or parts on the aircraft must be reported to and corrected by appropriate authority. When a potentially hazardous defect exists, the member will ground the aircraft by following the instructions delineated on a special Grounding Slip found either in the hangar or in the aircraft.

Article VI - Hangar and Grounds

Section I -- Selection and Duties of Hangar and Grounds Chairperson

These are described in the Bylaws, Article VHI, Section VI, Paragraph (5).

Section II -- Smoking

Smoking in the hangar is strictly forbidden either by members or non-members, except by suspension during special Club functions in the hangar when it contains no aircraft or other fire hazard. Club members must enforce this rule.

Section III -- The Club Hangar Security

The Club hangar will be kept locked at all times, and the lock combination (or key) will not be given to a non- member for any reason with the exception of a member's spouse.

Section IV -- Visitors

Visitors in the hangar and/or in the aircraft will not be permitted unless accompanied by a member, who will be responsible for their actions.

Section V -- Aircraft Parking

- (a) Only Club aircraft shall be regularly parked in the hangar.
- (b) In a special, unusual, or emergency situation, non-Club aircraft or equipment may be temporarily housed in the club hangar with the approval of any two of the President, Chairperson of the Board, and the Maintenance Manager. Such exception must be reported to the membership at the next Club meeting.
- (e) Each Club member must be checked out in the proper procedure of parking Club aircraft in the hangar by the Chairperson of Hangar and Grounds or a Club member flight instructor before attempting to park aircraft themselves
- (d) Each Club member is responsible for returning aircraft to hangar or tying down after his or her flight is completed.

Article VI - Board of Directors

Section I – Directors

1) Term

Directors shall be elected each year from the senior membership of the Club in accordance with Article IX.

2) Numbers

Five (5) Directors shall be elected including the Chairperson of the Board and Vice Chairperson of the Board. Additionally, the President and Vice President and Treasurer shall be ex-officio members of the Board with no voting rights.

3) Restrictions

The Officers of the Club, President and Chairperson of the Board, must be held by different individuals.

Section II -- Resignations and Vacancies

1) Resignations

A member of the Board may resign by submitting written notice to the Board of Directors one month in advance of the proposed termination date.

2) Vacancies

Vacancies on the Board shall be filled by a person designated by the Board of Directors, and he or she shall hold office until the named expiration of the term of the previous incumbent.

Section III -- Expulsion from Office

1) Expulsion

A Board member may be expelled from office by unanimous vote of all the other members.

2) Ratification

Before it can take effect, expulsion of a Director must be confirmed by a three-quarters (3/4) majority of the total senior membership, the vote to be held at a meeting duly constituted by:

- (a) One week's notice of the action to be ratified.
- (b) Notification of all the membership.

Section IV -- Duties of Directors

1) The Board

(a) The Directors are charged with the responsibility of overseeing the appropriateness of the actions of the Officers and other members. It is the final court in relation to any disputes that may arise in Club affairs. (Subject to the provisions of Article 11, Section 1, Item 3.)

(b) The Board determines the amount of the refundable deposit and all fees.

(c) The Board alone is empowered to propose the purchase of all major equipment (over \$1,000), and in order to purchase, such equipment must receive the express permission of two-thirds (2/3) of the senior membership present at a duly constituted

business meeting held after the notification of all members with one week's written notice.

2) The Chairperson

The Chairperson shall at all times provide leadership in Club meetings and shall preside over meetings of the Board of Directors.

3) The Vice Chairperson

(a) The Vice Chairperson shall assist the chairperson in the performance of his or her duties as requested by the Chairperson.

(b) He or she shall assume the chairperson's duties in the absence of the latter.

Section V – Meetings

1) Frequency

The Board of Directors shall meet at least once in each quarter of the year to discuss and vote on Club affairs.

2) Quorum

Attendance by four (4) Directors shall constitute a quorum.

3) Reports

A full report of the meeting shall be given to the membership at the next normally constituted business meeting following the Director's meeting.

Article VIII - Officers, Chairpersons, and Standing Committees

Section I -- Officers

The following Officers shall be drawn from the Senior Membership:

- President
 - Vice President
 - Secretary
 - Treasurer
-

They shall be elected as recorded in Article IX.

Section II -- Standing Committees

1) The President shall appoint for the duration of his or her tenure, Chairpersons to the following standing committees:

- a) Flight Standards and Safety
- b) Purchasing
- c) Hangar and Grounds
- d) Publicity and Rules
- e) Maintenance Manager

2) The President shall have the power to appoint ad hoc committees as needed.

Section III -- Resignations & Vacancies

1) Resignations

An Officer or Chairperson may resign by submitting written notice to the Board of Directors one month in advance of the proposed termination date.

2) Vacancies

Vacancies in the Officer posts shall be filled by a person designated by the Board of Directors and he or she shall hold office until the named expiration of the term of the previous incumbent.

Section IV -- Expulsion from Office

1) Officer

An Officer shall be expelled from office if, in view of the Board of Directors, he or she fails to discharge his or her duties, or in any way fails to subject his or herself to the Bylaws, Rules and Policies of the Club.

2) Chairperson

A Chairperson of a standing committee may be expelled from office on the decision of the President for the same reasons as an Officer.

Section V -- Duties of Office

1) President:

- (a) Shall preside at membership meetings of the Club.
- (b) Is charged with the general operation of the Club and its facilities. Shall be assisted in this function by committee chairpersons.
- (c) Shall appoint committee chairpersons for the period of his or her term.
- (d) Shall be guided by the policies of the Board of Directors.
- (e) Shall uphold the Bylaws.

2) Vice President:

- (a) Shall assist the President in the performance of his or her duties as requested by the President.
- (b) Shall Chair the Membership Committee, and as such shall be ex-officio non-voting member of the Board of Directors.
- (c) Shall assume the President's duties in the absence of the latter.
- (d) Shall uphold the Bylaws.

3) Secretary:

- (a) Shall be responsible for keeping the corporate records of the Club including minutes of membership meetings.
- (b) Shall call the roll, keep attendance at business meetings, and report delinquencies to the Chairperson of the Board.
- (c) Shall attend to all official correspondence of the Club.
- (d) Shall be required on or before the first of July (the termination of his or her term) to add an addendum to the Bylaws, rules and advices which will identify all changes approved during his or her term of office.

- (e) Shall uphold the Bylaws.

4) Treasurer

- (a) Shall keep account of all Club monies.
 - (b) Shall submit quarterly reports to the membership on the financial status of the Club at the third meeting following the end of the quarter.
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- (c) Shall disburse Club monies as directed by the Board of Directors.
- (d) Shall be an ex-officio non-voting member of the Board.
- (e) Shall file for State gas tax refund semiannually.
- (f) Shall pay all taxes due in a timely manner.
- (g) Shall advise the Board on financial matters.
- (h) Shall submit an Annual Financial Report to the Board within one month of the end of each fiscal year of his or her term of office.
- (i) Shall uphold the Bylaws.

Section VI -- Duties of Committee Chairpersons

1) General

Committee duties are performed under the direction of the President and with the assistance of the membership.

2) Flight Standards and Safety

- (a) This committee shall always include a Club member instructor.
- (b) The committee shall establish Club check out and biennial curriculum and requirements consistent with the insurance requirements and distribute such to each Club instructor.
- (c) The Chairperson shall direct and assist members of his or her committee.
- (d) The Chairperson shall report committee activity under the following headings:
 - i. Instruction
 - ii. Engineering. Safety

3) Maintenance Manager:

- (a) The Maintenance Manager shall be responsible for scheduling and arranging for all maintenance of aircraft and other Club equipment.
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(b) The Manager shall be authorized to make routine maintenance expenditures on his or her own recognizance. He or she is also authorized to make expenditures for aircraft, building and miscellaneous supplies up to \$200 per quarter.

(c) The Manager may, with the concurrence of the President, delegate other members to help in performance of duties.

4) Purchasing

(a) The Chairperson shall make or arrange for all Club major purchases previously approved as per Article VII, Section IV, Paragraph I (c)

(b) The Chairperson is authorized to make minor purchases (i.e., under \$ 1,000) with the approval of the Maintenance Manager and a simple majority of the Board of Directors.

5) Hangar and Grounds

(a) The Chairperson shall be responsible for the well being of the hangar facilities and area

b) owned or leased by the Club. This duty shall also cover such office provinces as lockers, tables, chairs, files, tools, ladders, fire extinguishers, etc.

(c) The Chairperson shall direct the parking procedure for aircraft in the hangar.

(d) The chairperson shall check out members in the parking of aircraft in the hangar. This checkout can be delegated to Club member instructors.

6) Publicity and Rules

(a) He or she shall act as the official liaison between the Club and the general public using whatever media appropriate to this purpose.

(b) He or she shall monitor the Club Bylaws, rules, policies, and advices to keep them up to date, and shall be responsible for distributing them.

(c) He or she shall advise and recommend to the membership changes, additions, or deletions, resulting from consideration of (b).

Article IX - Elections

Section I -- Elective Offices

1) Board of Directors

The Board of Directors shall consist of the Chairperson, Vice Chairperson, and three (3) other elected members. The President, Vice President, and treasurer shall be ex-officio members of the Board but without voting privileges.

2) Officers

The Officers of the Club shall be the President, Vice President, Treasurer, and Secretary.

Section II -- Date of Elections

1) Board of Directors

The election of the Board shall take place at the second business meeting in January of each year.

Directors of the current Board shall serve until that time.

2) Officers

The election of Officers shall take place at the second business meeting in June. The current Officers shall serve until this time.

Section III – Nominations

1) Board of Directors

The President shall appoint a nominating committee from senior members and they shall present a slate of candidates including a Chairperson and Vice Chairperson at the business meeting prior to that at which the election is held. At that business meeting set aside for the election, the President shall call for nominations from the floor.

2) Officers

The same procedure as that required for Board nomination shall be followed, except that the Chairperson of the Board shall appoint the nominating committee.

Section IV -- Procedures

1) Qualifications for Voters

(a) Voters shall be senior members in good standing relative to financial obligation and Club rules and Bylaws.

(b) Voters must be in attendance at the meeting within 15 minutes of call to order.

2) Balloting

The vote shall be by secret ballot.

Article X - Meetings

Section I -- Classification

1) Ordinary Business Meetings

These meetings will be conducted to expedite the operation of the Club and shall follow the order of business described in Article V, Section 11. The meetings are limited to the membership but may be opened to non-membership at the discretion of the presiding Club Officer at that meeting.

2) Extraordinary Business Meetings

These are for the purpose of discussing matters of special urgency. They may be called by the President or at the request of two-thirds (2/3) of the senior membership.

3) Annual Business Meeting

The second ordinary business meeting in June shall be so designated and shall be convened expressly for the purpose of electing officers and conducting such special business as presented before it.

Section II -- Rules

1) Place

The meetings will be held at a place designated by the President.

2) Time

Ordinary business meetings will be held twice each month throughout the year at a time and place designated by the President. The President shall have the authority to delete or add meetings and to vary the time and place of ordinary business meetings to meet the needs of the membership. (amendment adopted 9/2/98)

3) Quorum

The presence of one-third (1/3) of the senior members shall constitute a quorum for a legal business meeting of any class.

4) Presiding Officer

The President will normally preside; in his or her absence the Vice President or Secretary shall preside.

In the absence of Club Officers the assembly shall elect a presiding officer for the occasion.

5) Order of Business

The meeting shall be called to order and the following order of business transacted by the Presiding Officer calling for reports and discussion on:

- (a) Minutes of previous meeting
- (b) Treasury
- (c) Membership
- (d) Rules and Publicity
- (e) Hangar and Grounds
- (f) Airplane Log Books
- (g) Airplanes
- (h) Old Business
- (i) New Business
- j) Adjournment

6) Records

The Secretary shall keep a record of all meetings and this shall include an attendance list, Bylaw changes, and all pertinent information. In order to qualify for attendance, a member must be present within 15 minutes of the designated starting time of the meeting and remain throughout or for one hour, whichever is the shorter time.

Any member who attends a meeting at which there is not a quorum, such member will be given credit for a regular meeting attendance and it will be the responsibility of the member to notify the Secretary of such attendance.

Article XI- Amendments, Additions & Deletions

Section I -- Bylaws

These may be amended, added to, or deleted by a majority vote of two-thirds (2/3) of the senior members in attendance at any regular or special business meeting, provided at least one week's written notice is given to the membership and the vote is scheduled at a previous business meeting.

Section II -- Rules & Advices

These are amended, added to, or rescinded by the Board of Directors. They do not become effective until ratified by a two-thirds (2/3) vote of those attending the regular business meeting at which the minutes of the Board meeting are read.

Article XII - Audits

Section I -- Audit of Financial Transactions

1) Frequency

The financial transactions of the Club for the previous fiscal year shall be audited in the first quarter of the subsequent fiscal year. The fiscal year shall run from July 1 to June 30.

2) Auditors

The audit shall be conducted by two senior members of the Club who are neither Officers nor members of the Board. A slate of not less than two (2) candidates for auditorship shall be presented to the membership by the President at the last closed business meeting of the third quarter of the fiscal year. The audit team shall be selected by a simple majority vote of the senior members present at that meeting.

Section II -- Audit of Club Bylaws, Rules and Advices

1) Frequency

The Bylaws, rules and advices of the Club shall be examined for amendment, deletion, addition etc. during the fourth quarter of each calendar year.

2) Auditors

The assistance of an ad hoc committee shall be solicited by the President and shall include representatives from the Board, the Officers, executive committees and membership.

Section III – Reports

1) Financial

The results and recommendations of the financial audit shall be submitted in writing to the membership at the last closed business meeting of the fourth quarter of the calendar year. The Treasurer shall render a financial statement.

2) Bylaws, Rules and Advices

The membership shall pass resolutions concerning action to be taken on the recommendations of the two types of audit.
