

**BY-LAWS
OF
THE TENNESSEE VALLEY CHAPTER 190, INC.,
OF THE EXPERIMENTAL AIRCRAFT ASSOCIATION, INC.
REVISED JANUARY, 2011**

ARTICLE I – IDENTITY

Section I – Name

The name of this Corporation is The Tennessee Valley Chapter 190, Inc. of The Experimental Aircraft Association Inc. hereinafter referred to as The Chapter.

Section II – Authorization

The Chapter is organized and established as a Chapter of, and under Charter from, the Experimental Aircraft Association, Inc., Oshkosh, Wisconsin.

ARTICLE II - LOCATION OF OFFICE

The office for the transaction of business for The Chapter shall be located in Huntsville, Alabama; Madison County area.

ARTICLE III - PURPOSES

The purposes for which The Chapter is formed are:

1. Support and promote aviation in the community through education, demonstration and participation in community events.
2. To encourage and foster the continuation of design and development of amateur-built aircraft.
3. To provide information, knowledge, and assistance to the amateur builders of aircraft, restorers of vintage or historical aircraft and sport aviation enthusiasts.
4. To foster and promote aviation safety in the realm of general and sport aviation.
5. To encourage, aid, and engage in scientific research for the improvement and better understanding of aviation, and the science of aeronautics.
6. To provide a source of information and education relative to aviation and related activities.
7. The above purposes may be supplemented by statements of Chapter Policy.

ARTICLE IV – LEGAL INSTRUMENT

The legal instrument of The Chapter is the Articles of Incorporation.

Section I – Articles of Incorporation

The Chapter has been duly incorporated under Chapter X of the Corporation Laws of the State of Alabama by submission of the Articles of Incorporation to the Judge of Probate Court, Madison County, Alabama on April 4, 1966 (Reference doc. 69622).

Section II - Amendments

The Articles of Incorporation may be repealed or amended by a Committee duly appointed for this purpose under Article IX, Section IV, Item A, of these By-Laws. The proposal, if approved by The Board, must be ratified before it can be enforced. These Articles of Incorporation shall not be repealed in their entirety except by the ratification of a superseding set of Articles of Incorporation.

Section III - Ratification

A. Notice of Impending Ratification: The Chapter Secretary shall notify by mail all participating members of any proposed amendments to the Articles of Incorporation at least ten days prior to the meeting at which the proposed amendment shall be brought up for ratification.

B. Amendments shall be ratified at the next regular Chapter meeting, or at a special meeting called for that purpose. Ratification shall be by the affirmative vote of seventy-five percent of the participating members of record on the date of the meeting for ratification.

Section IV - Legal Action

When duly ratified, amendments to the Articles of Incorporation must be resubmitted by the Chapter's legal counsel to the Judge of Probate, Madison County, Alabama. The Chapter shall be liable for all legal fees and court costs incurred by this action.

ARTICLE V - GOVERNING INSTRUMENT

The governing instrument of The Chapter is the By-Laws.

Section I

All actions and activities of The Chapter, its members and its agents shall be governed by the By-Laws.

Section II – Amendments

1. The By-Laws are not subject to legal action and may be repealed or amended by the Chapter without recourse to the courts.
2. Amendments to the By-Laws shall be enacted and ratified in the same manner as amendments to the Articles of Incorporation, but with the exception mentioned above.
3. The By-Laws shall not be repealed in their entirety except by the ratification of a superseding set of By-Laws.

Section III - Conflict

1. In all cases of conflict between the By-Laws and the Articles of Incorporation, the Articles of Incorporation shall prevail.
2. If a proposed amendment to the By-Laws will cause a conflict, and the amendment is considered mandatory, the Articles of Incorporation shall be amended by the same action, and followed by its subsequent legal action.

Section IV - Review of Policy

1. The first order of business each year at the regular Chapter meeting in January shall be to review these By-Laws and all other statements of Chapter policy to determine if they still represent the wishes of the Chapter membership at large.
2. At any duly constituted Chapter meeting, the Chapter membership may call upon the Chapter Secretary for a review of Chapter policy on a particular subject by a motion and second from the floor and the affirmative vote by a simple majority of the members eligible to vote.

Section V - Reference

The Articles of Incorporation are hereby included as part of these By-Laws, and are posted on the Chapter website at <http://eaa190.weebly.com>.

ARTICLE VI – GOVERNMENT

The authority to govern is by consent of the Chapter membership through the process of election.

Section I - Board of Directors

1. As set forth in Article IV of the Articles of Incorporation, the sole governing

and policy making body for The Chapter is the elected board of Directors, hereinafter referred to as the Board. The composition, method of election, and the function of The Board is defined in Article VII of these By-Laws.

2. The Board shall have the power and authority to proclaim and enforce all rules and regulations pertaining to the use and operation of Chapter property and to do, perform, or cause to be done and performed, every act which The Chapter may lawfully do and perform.

Section II - Chapter Officers

The agents to execute the policies enacted by The Board, and conduct the business affairs of the Chapter, are the duly elected Chapter officers. The composition, method of election, and the functions of the Chapter officers are defined in Article VIII of these By-Laws.

Section III – Committees

Chapter activities shall be conducted by Committees composed of Chapter members in good standing appointed by the Chairman of The Board or the Chapter President. The committees considered necessary are defined in Article IX of these By-Laws.

Section IV – Responsibilities

All Chapter officers, as well as the Chairmen of the Amendment, Auditing, Election, and Nominating Committees are responsible directly to The Board.

Section V - Parliamentary Procedure

In all matters of parliamentary procedure, Robert's Rules of Order shall apply, except where specifically set forth in these By-Laws or The Chapter's Policy and Procedure Manual.

ARTICLE VII - BOARD OF DIRECTORS

Section I – Purpose

The purpose of The Board is to maintain continuity in Chapter purposes and aims from one year to the next, and to ensure that the best interests of the total membership are served adequately and justly.

Section II – Responsibilities

The Board is responsible to:

1. Formulate Chapter policy, purposes and aims.

2. Determine that proposed activities of The Chapter are within the scope of Chapter purposes and aims, and in the best interests of The Chapter and its membership.

Section III- Composition

As set forth in Article IV of the Articles of Incorporation, The Board shall consist of not less than three nor more than five duly elected members. Chapter 190 shall have four Board members plus the Chapter President.

Section IV - Election of Board Members

Members of The Board shall be elected prior to or during the regular Chapter meeting in November each year (to coincide with the annual election of Chapter officers). Only Participating members, as defined in Article X of these By-Laws, are eligible for nomination as candidates for The Board.

1. Limitation - Not more than two Chapter officers shall serve on The Board at the same time.
2. Term of Office - The four elected Board members shall serve for a period of two calendar years immediately following their election. Two members being elected each year, and the other two remaining from the previous year.
 - a. During the first election of a Board, four members shall be elected.
 - 1) Two members shall serve for a period of two years immediately following their election.
 - 2) The other two members shall serve for a period of one year immediately following their election.
 - b. The following year two members shall be elected for two year terms to replace the two members elected for one year terms.
3. Vacancies - Vacancies occurring prior to September 1st shall be filled immediately by an affirmative vote of a simple majority of the remaining members of The Board. Vacancies occurring after September 1st shall be left vacant and shall be filled during the upcoming election.
4. Subordinate Officers - The Board shall appoint or employ such subordinate officers, agents or servants as the interests of The Chapter may require. Their duties, powers and compensation shall be fixed by The Board.

Section V - Officers of The Board

1. The activities of The Board shall be guided by two elected Officers. The following Officers shall be elected by The Board from among the Board members themselves.

- a. Chairman - The Chairman of the Board shall be elected by an affirmative vote of a simple majority of the Board members. He or she shall preside at all Board meetings.
 - b. Vice-Chairman - The Vice-Chairman of the Board shall be elected by an affirmative vote of a simple majority of the Board members. He or she shall assume the duties of the Chairman of The Board in his temporary absence he or she shall become the Chairman of The Board if the Chairman is unable to complete his term of office.
2. Election - Immediately following the election of new Board members, The Board shall convene to elect their Officers.
 3. Term of Office - The term of office for Officers of The Board shall be for one calendar year following the date of their election.
 4. Secretary - The Chapter Secretary shall serve as Secretary of The Board, with the following responsibilities:
 - a. Attend, as a non-voting member, and record the minutes of all Board meetings, both regular and special.
 - b. Upon the direction of the Chairman of The Board, or at the request of any two members of The Board, notify all Board members of time and place of Board meetings.
 - c. Fulfill such other functions as the Chairman of The Board may direct.

Section VI - Proxy

The right of proxy representation at Board meetings may be exercised in writing by members of The Board. The proxies shall be limited for one meeting only and, when voted, shall become part of the minutes of that meeting.

Section VII - Removal and Expulsion

1. The Board shall investigate all charges of misconduct, and, if verified, shall recommend the removal from assignment or expulsion any Chapter Officer, Committee Chairman, or Chapter member deemed undesirable by acts or deeds that tend to jeopardize The Chapter, or the National or International organizations of the Experimental Aircraft Association, Inc.
2. The Board, by a unanimous vote, may decide to conduct removal or expulsion proceedings. Proxies shall not be used; all Board members must be present.
3. The Board shall conduct removal or expulsion proceedings at a Special Chapter meeting limited to participating members, and held especially for that purpose.
4. The Board shall notify all participating members of pending removal or expulsion proceedings, and the time and place of the Special meeting.

5. An affirmative vote of a three-quarters majority of the participating members of record on the date of the meeting is required to remove or expel a member.

Section VIII - General Powers of The Board

1. All administrative authority exercised by the Chapter Officers is delegated by The Board, and under the supervision of the Chapter President. The Chapter President is hereby held accountable to The Board for all such administrative functions.
2. All proposed Chapter projects, plans, matters of policy, and proposed expenditures, non-routine expenditures, must be approved by The Board prior to their presentation to the Chapter membership for their consent.
3. All or any disclosures, papers, or articles associated with or concerning Chapter members, Chapter Officers, Chapter activities, and for Chapter projects must be submitted to The Board for their approval prior to publication and/or distribution outside the Chapter membership.
4. The distribution of services and supplies of The Chapter to its members shall be approved by The Board. Charges shall be established by The Board prior to offering such services and supplies to the members. The Board shall change the charges as necessary to maintain The Chapter on a sound financial basis.

Section IX - Specific Powers of The Board

In addition to the general powers listed above, The Board is specifically empowered to:

1. Establish Chapter assessments, including dues, and such special levies as the financial condition of The Chapter may require.
2. Establish the time and place for holding Chapter meetings.
3. Fill the vacancy in any office, occurring during the year, for the unexpired term through an affirmative vote of a simple majority of The Board at any regular or special meeting of The Board.
4. Authorize all disbursements of Chapter funds.
5. All nominations for conferred memberships shall be subject to approval by The Board.

Section X - Chapter Committees

1. The Board may, at their discretion, and by an affirmative vote of a simple majority of the members present, confirm the appointment of all Committee Chairmen appointed by the

Chapter President.

2. The Board may create, upon the recommendation of the Chapter President, additional Full-Term Committees as are required to conduct adequately the activities of The Chapter.
3. The Chairman of The Board shall appoint, subject to approval by an affirmative vote of a two-thirds majority of the members present, the Chairmen and committee members for the following Short-Term Committees, which shall be responsible directly to The Board:
 - a. Amendment Committee (By-Laws or Articles of Incorporation)
 - b. Auditing Committee
 - c. Election Committee
 - d. Nominating Committee
4. The Board shall determine the duration of all Short-Term Committees when they are established.
5. The Board may create, upon the recommendation of the Chapter President or the Chairman of The Board, additional Short-Term Committees as are required to conduct adequately the activities of The Chapter.

Section XI – Policy

1. The policies enacted by The Board shall be issued in Policy and Procedure Directives to guide the activities and business affairs of The Chapter. These Directives shall be prepared by the Secretary of The Board, and, when duly ratified, shall be maintained in a Policy and Procedure Manual.
2. All matters of policy enacted by The Board must be submitted for ratification at the next regular Chapter meeting. The methods of enactment and ratification shall be the same as for amendments of these By-Laws.

Section XII - Meetings of The Board

1. Meetings of the Board shall be held as called by the Chairman, and at such times, places, and upon such notice as The Board may direct.
2. The authority to call Board meetings and to give notice thereof may be delegated to the Vice Chairman of the Board.
3. Special meetings of The Board may be called at the direction of the Chairman of The Board, or at the request of any two members thereof. A meeting notice and a copy of the meeting agenda shall be sent to each Board member by the Secretary. Only business on the agenda shall be conducted at a Special meeting. These meetings shall be closed to non-members of The Board, except when specifically invited.

ARTICLE VIII - CHAPTER OFFICERS

Section I – Purpose

The Chapter Officers shall exercise all administrative functions as outlined in these By-Laws, and such additional functions as may be delegated by The Board.

Section II - Responsibilities

All Chapter Officers are responsible directly to The Board.

Section III- Composition

Due to the difference in function, there are two categories of Chapter Officers: Elected and Appointed.

Section IV - Elected Chapter Officers

Elected Chapter Officers shall consist of a President, Vice-President, Secretary, and Treasurer. They shall be elected prior to or during the regular Chapter meeting in November (to coincide with the election of Board members).

1. Term of Office - The term of office for elected Chapter officers shall be for 2 calendar years following their election as Chapter Officers.
2. Eligibility - Only those members as defined in Article X are eligible to be nominated for election as Chapter Officers.
3. Vacancies - Except for the position of Chapter President, which is filled automatically by the Vice-President, vacancies among the elected Chapter Officers shall be filled immediately by an affirmative vote of a simple majority of Board members present.
4. Duties and Responsibilities
 - a. President - The Chapter President shall:
 - 1) Preside at all Chapter meetings, regular and special.
 - 2) Appoint all committee chairmen under provision of Article IX, and appoint Chapter Officers under provisions of Section VI of this Article, of these By-Laws.
 - 3) Serves during his term of office as Chapter President, as the fifth member of The Board.
 - 4) Countersign all checks drawn against Chapter funds in excess of \$200.

5) Fulfill such other functions as The Board may direct.

b. Vice-President - The Chapter Vice-President shall:

- 1) Assume the duties of the Chapter President during his temporary absence.
- 2) Become the Chapter President when, for some reason, the President is unable to complete his term of office.
- 3) Co-ordinate the activities of all other committees, and ensure an effective relationship between all committees.
- 4) Report to the Chapter President; ensure that all committees are fulfilling their respective purposes set forth in these By-Laws, or recommended by their replacement.
- 5) Fulfill such other functions as The Board or the Chapter President may direct.

c. Secretary - The Chapter Secretary shall:

- 1) Attend, and record the minutes of all Chapter meetings, regular and special.
- 2) Handle all correspondence pertaining to Chapter business and activities.
- 3) Attend all Board meetings and serve as Secretary of the Board.
- 4) Submit to National EAA monthly reports (based on minutes of Chapter meetings) and annual reports (supplied by Headquarters and to include roster of members).
- 5) Maintain a log of attendance at all Chapter meetings, regular and special, covering at least the immediately preceding twelve month period.
- 6) Based on the attendance log and the Chapter Treasurer's list of Chapter members in good standing, prepare and maintain current the list of participating members.
- 7) Announce at Chapter meetings additions to or deletions from the list of participating members.
- 8) Fulfill such other functions as The Board or the Chapter President may direct.

d. Treasurer

- 1) The Chapter Treasurer is the Chapter member authorized by The Board to handle

Chapter funds, except for short periods such as the Chapter President may direct.

- 2) Treasurer's Bond - As determined by the Board of Directors, the Chapter Treasurer may be bonded. The amount covered by the bond shall be determined by The Board, and the premium shall be paid by the Chapter.
- 3) The Chapter Treasurer shall:
 - A. Accept, in the name of The Chapter, and be responsible for, monies.
 - B. Prepare and sign all checks drawn against Chapter funds, and obtain the approving counter-signature of the Chapter President as required in Section IV, 4. a. 4) above. Chapter funds shall not be disbursed as cash.
 - C. Establish and maintain effective records of all receipts and disbursements.
 - D. Issue monthly financial statements at all regular Chapter meetings.
 - E. Advise the Chapter Officers and members of The Board on all financial matters affecting The Chapter.
 - F. Serve as Chairman of the Finance Sub-committee of the Fly-In Committee.
 - G. Maintain an accurate record of Chapter members in good standing and provide the Chapter Secretary with the names and information of all new members in good standing since the last meeting.
 - H. Be responsible for the preparation and submittal of Income Tax returns. The assistance of the Auditing Committee may be requested for this.
 - I. Fulfill such other functions as The Board or the Chapter President may direct.

Section V - Appointed Chapter Officers

The appointed Chapter Officers and their functions listed below are essential to the successful operation of The Chapter, but do not require either the status of elected Chapter Officers or the complexity of Chapter committees.

1. Term of Office - The Chapter President shall appoint the following Chapter Officers to two year terms to coincide with his own.
2. Eligibility - Any Chapter member in good standing and able to serve may become an Appointed Chapter Officer.
3. Vacancies - Vacancies among the appointed Chapter officers shall be filled immediately by appointment from the Chapter President.
4. Duties and Responsibilities:
 - a. Historian - The Chapter Historian shall:
 - 1) Establish and maintain an historical file of all data and material pertinent to Chapter organization and activities.
 - 2) Prepare a comprehensive Chapter history based on the historical file.
 - 3) Fulfill such other functions as the Chapter President may direct.

- b. Parliamentarian - The Chapter Parliamentarian shall:
 - 1) Become knowledgeable on matters of parliamentary procedure as found in Robert's Rules of Order and modified by these By-Laws.
 - 2) Advise The Board, the Chapter Officers and the committee chairman on matters of Parliamentary procedure.
 - 3) Fulfill such other functions as the Chapter President may direct.

5. The Appointed Chapter Officers shall include, but shall not be limited to, those listed above. These may be increased or reduced at the discretion of the Chapter President.

ARTICLE IX - COMMITTEES

Section I – Purpose

The day-to-day business of The Chapter shall be conducted by Committees, which are of two types: Full-Term and Short-Term.

Section II – Definitions

- 1. Full-Term Committees are those which remain in effect for the full term of the Chapter President appointing the Chairman.
- 2. Short-Term Committees are those which fulfill a special purpose or will remain in effect less than one year.

Section III - Full-Term Committees

The newly-elected Chapter President shall appoint, immediately on installation, the Chairmen and regular members of the Full-Term Committees listed below. The Chapter President may delegate to the Committee Chairmen the authority to appoint the regular members of their respective committees.

- 1. Chapter Library Committee
 - a. Purpose - To establish and maintain an effective Chapter Library for the education and assistance of Chapter members.
 - b. Composition - This Committee shall consist of a Chairman, to be known as the Chapter Librarian, and two regular members appointed by the Chapter President.
 - c. Responsibilities:
 - 1) Keep the material in the library in good order.
 - 2) Maintain a cross-referenced card file of titles and authors.
 - 3) Keep records of who has borrowed books, etc.
 - 4) Actively review available books and recommend acquisitions.
 - 5) Review and acquire copies of pertinent publications.

d. Sub-committees - The function of this committee is such that Sub-committees are not necessary.

2. Chapter Project Committee

- a. Purpose - To select, plan and execute projects which fulfill the purposes of The Chapter as set forth in Article III of these By-Laws.
- b. Composition - This committee shall consist of a Chairman and not less than two nor more than four regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chapter President to fulfill the purposes of this Committee.
- d. Sub-committees - It is possible that Chapter projects could overlap. In fact, the Chapter could be involved in several projects in various stages of development at any one time. Therefore, Sub-committees are hereby authorized to the extent implied above - one for each project. The number of Chairmen and regular members involved are dependent on the number of projects.

3. Fly-In Committee

- a. Purpose - To provide The Chapter membership with a safe annual Fly-In at which they can see amateur-built aircraft and compete with other members.
- b. Composition - This Committee shall consist of a Chairman and the Chairmen of the Subcommittees listed below.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chapter President to fulfill the purposes of this Committee.
- d. Sub-committees - Due to the vast amount of effort required to plan and hold a Fly-In, Sub-committees must be used. Chairmen of the Sub-committees are appointed by and responsible to the Fly-In Committee Chairman. The Sub-committees shall include, but shall not be limited to the following:
 - 1) Advertising and Souvenir Program Committee - to obtain advertising, prepare material, design layout and procure printing of the Souvenir Program.
 - 2) Coordinating Sub-committee - to work with and coordinate the efforts of cooperating Chapters.
 - 3) Field and Facilities Sub-committee - to prepare the Field layout, and arrange for tents, port-o-lets, first aid, etc. Set-up and police the field during the Fly-In.

4. Membership Committee

- a. Purpose - To ensure the future growth of The Chapter by establishing and maintaining an effective, dynamic and continuous membership campaign. This Committee shall prepare and distribute necessary information material to acquaint prospective members with Chapter activities, purposes, requirements and procedures for membership.
- b. Composition - This Committee shall consist of a Chairman and not less than two nor more than four regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chapter President to fulfill the purposes of this Committee.
- d. Sub-committees - The function of this Committee is such that Sub-committees are not

necessary.

5. Program Committee

- a. Purpose - To provide the Chapter membership with:
 - 1) Educational and entertaining programs for:
 - A. The regular monthly Chapter meetings.
 - B. The occasional social gatherings for Chapter members and their families.
 - 2) Speakers and/or films for special educational programs.
- b. Composition - This Committee shall consist of a Chairman and not less than two nor more than four regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chapter President to fulfill the Purposes of this Committee.
- d. Sub-committees - The function of this Committee is such that Sub-committees are not necessary.

6. Public Relations Committee

- a. Purpose - To establish and maintain a suitable public image for The Chapter and its activities by preparing articles and promotional material for publication and dissemination via newspapers, magazines, television, radio, etc. To accomplish this, the Committee shall support all other Committees and their activities as part of integrated Public Relations Program. The Committee shall prepare and coordinate posters and other advertising associated with Chapter activities.
- b. Composition - This Committee shall consist of a Chairman and not less than two nor more than four regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chapter President to fulfill the purposes of this Committee.
- d. Sub-committees - The function of this Committee is such that Sub-committees are not necessary.

7. Additional Full-Term Committees - Upon the recommendation of the Chapter President, The Board may create additional Full-Term Committees as are required to adequately conduct Chapter activities. The Purpose, Composition, Responsibilities, and Sub-committees for each additional Committee shall be determined by The Board when the Committee is created. Each Committee shall consist of a Chairman and an even number of regular members. Unless specified otherwise, the Chairmen of these Committees are responsible to the Chapter President to fulfill the purposes of these Committees.

8. Vacancies - Vacancies among the Chairmen of the Full-Term Committees shall be filled immediately by appointment from the Chapter President. Vacancies among the regular members of the Full-Term Committees shall be filled immediately by appointment from the Chairman of the respective Committee, or, if requested by the Chairman, by appointment from the Chapter President.

Section IV - Short-Term Committees

Except where specifically assigned to the Chapter President, the Chairman of The Board shall appoint in a timely manner the Chairmen of the Short-Term Committees listed below:

1. Amendment Committee

- a. Purpose - To establish and maintain the Articles of Incorporation and these By-Laws compatible with changing conditions and the desires of the Chapter membership.
- b. Composition - This Committee shall consist of a Chairman appointed by the Chairman of The Board and not less than two nor more than four regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chairman of The Board to fulfill the purposes of this Committee.
- d. Sub-committees - The function of this Committee is such that Sub-committees are not necessary.

2. Auditing Committee

- a. Purpose
 - 1) To audit on a semi-annual basis the books and records of The Chapter and all Full Term Committees handling money. One audit shall be made during December each year just prior to the installation of the newly elected Chapter Officers. The second audit shall be made at the discretion of The Board. At the discretion of The Board, these audits may be accomplished by the same Committee, reconvened for the second audit, or may be accomplished by separate Committees for each audit.
 - 2) At the request of the Chapter Treasurer, assist him in preparing the Income Tax returns for the Chapter.
- b. Composition - This Committee shall consist of a Chairman, appointed by the Chairman of The Board and two regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chairman of The Board to fulfill the purposes of this Committee.
- d. Sub-committees - The function of this Committee is such that Sub-committees are not necessary.

3. Election Committee

- a. Purpose - To plan and conduct the annual election of Chapter Officers and members of The Board.
- b. Composition - This Committee shall consist of a Chairman, appointed by the Chairman of The Board and not less than two nor more than four regular members.
- c. Responsibilities - The Chairman of this Committee is responsible to the Chairman of The Board to fulfill the purposes of this Committee.
- d. Sub-committees - The function of this Committee is such that Sub-committees are not necessary.

4. Nominating Committee

- a. Purpose - To ensure at least one set of candidates for the election of Chapter Officers and members of The Board by preparing, by vote of the Committee or ballot of the Chapter membership, a list of recommended nominees (this list must be accepted by the Chapter membership and/or other candidates nominated by the membership).
 - b. Composition - This Committee shall consist of a Chairman appointed by the Chairman of The Board and not less than two nor more than four regular members.
 - c. Responsibilities - The Chairman of this Committee is responsible to the Chair Man of The Board to fulfill the purposes of this Committee.
 - d. Sub-committees - The function of this Committee is such that Sub-committees are not necessary.
5. Additional Short-Term Committees - Upon the recommendation of the Chapter President or the Chairman of The Board, The Board may create additional Short-Term Committees as are required to adequately conduct Chapter activities. The Purpose, Composition, Responsibilities, and Sub-committees for each additional Committee shall be determined by The Board when the Committee is created. Each Committee shall consist of a Chairman and an even number of regular members. Unless otherwise specified, the Chairmen of these Committees are responsible to the Chairman of The Board to fulfill the purposes of their respective Committees.
6. Vacancies - Vacancies in the Short-Term Committees, both Chairmen and regular members, shall be filled immediately by a simple majority vote of The Board.

ARTICLE X - CHAPTER MEMBERSHIP

Section I - Classifications of Membership

1. Classifications of Chapter Membership - There are five (5) types of Chapter Memberships described in the following paragraphs:
- a. Regular Chapter Membership - A Regular Chapter Member shall be any person who pays Chapter dues and is a Member in good standing of EAA (Experimental Aircraft Association, Incorporated).
 - b. Family Chapter Membership - A Family Chapter Membership shall be any family, including parents, and children, who pay the appropriate Chapter Membership dues and are Family Members of EAA (Experimental Aircraft Association Incorporated).
 - c. Honorary/Complimentary Membership - An Honorary/Complimentary Chapter Member shall be any person to whom the Chapter Officers, Chapter Board of Directors, or Chapter Membership wishes to extend an Honorary Chapter Membership. Honorary/Complimentary Chapter Memberships may be given to a person in recognition or appreciation of the support that person has provided to the Chapter. Honorary/Complimentary Chapter Members may not hold any elected or appointed

Chapter Office or Position, nor are they entitled to any voting privileges within the Chapter. Honorary/Complimentary Members are not required to be members of EAA (Experimental Aircraft Association Inc.), but the Chapter Office at EAA Headquarters will extend a complimentary one year EAA Membership to any Honorary/Complimentary Chapter Member upon written request from the Chapter Officers, Chapter Board of Directors or Chapter Membership.

- d. Special Chapter Membership - A Special Chapter Member shall be any person, who for temporary or short-term economic reasons is unable to pay the appropriate Chapter Membership dues and to whom the Chapter Officers, Chapter Board of Directors, or Chapter Membership wishes to extend a Chapter Membership. The Chapter Office at EAA Headquarters will extend a one year complimentary EAA Membership to any Special Chapter Member upon written request from the Chapter Officers, Chapter Board of Directors, or Chapter Membership.
- e. Life Chapter Membership - A Life Chapter Membership may be bestowed on an individual Chapter Member at the discretion of the Chapter Officers, Chapter Board of Directors, or Chapter Membership. Life Chapter Members must be a member in good standing of EAA (Experimental Aircraft Association, Incorporated). A Chapter Life Membership recognizes the long-term commitment to EAA and the Chapter made by the individual. A Life Chapter Member may hold any Chapter Office, shall have full voting privileges within the Chapter, and is exempt from annual Chapter dues.

Section II - Chapter Membership

- 1. Eligibility for Chapter Membership
 - a. Eligibility for membership in the Chapter is open to any person who has an interest in recreational aviation, subject to the classifications of membership listed in Article X, Section I, and who shall state, before the membership at a regular Chapter meeting, his background, his interests, and his desire to participate in Chapter activities.
 - b. Membership in the National EAA is required as defined in Article X, Section I.
- 2. Application - The applicant shall prepare an "Application for Chapter Membership", to be provided by the Chapter Treasurer on request, and pay to the Chapter Treasurer one year's dues in advance.
- 3. Approval
 - a. Applicants for Chapter membership may be approved by an affirmative vote of a simple majority of the Chapter members eligible to vote that are present at the next regular Chapter meeting following application.
 - b. Should any applicant be refused membership, the Chapter Treasurer shall refund in full the prepaid dues.
- 4. Initiation into Membership - Upon approval by the Chapter membership, the Chapter

President shall present them a copy of the current By-Laws. They shall then be welcomed (by applause) to The Chapter.

5. Voting Privileges of Chapter Membership - Voting privileges within the Chapter shall be limited to Regular Chapter Members, Family Chapter Members, Special Chapter Members and Life Chapter Members.
Honorary/Complimentary Chapter Members shall not have voting privileges within the Chapter.
6. Rights and Responsibilities of Membership - Each Chapter member is responsible at all times to:
 - a. Conduct himself so that he or she is a credit to The Chapter.
 - b. Attend all regular and special Chapter meetings.
 - c. Vote on all matters of Chapter business, except as limited in these By-Laws.
 - d. Hold elected office, such as Chapter Officer or member of The Board, except as limited in these By-Laws.
 - e. Contribute his talents and skills to Chapter activities by serving on Chapter committees.
7. Duration of Membership - The Duration of a Regular and Family Chapter Membership shall be one (1) calendar year. Honorary/Complimentary or Special Chapter Memberships may be extended or continued beyond one (1) year at the discretion of the Chapter Officers, Chapter Board of Directors, or Chapter Membership. Life Chapter Membership is continuous for the life of the Chapter Member. Life Chapter Membership is not transferable to another person. All Chapter Members must maintain a current membership with the EAA (Experimental Aircraft Association Incorporated), except for the Honorary/Complimentary Chapter Members.
8. Renewal of Membership - All Chapter memberships shall be renewed during the month of January each year. Renewal to be accomplished by payment of dues for the current year.
9. Removal of Chapter Membership - Chapter Membership is a privilege, which requires an appropriate commitment from each Chapter Member. Each Chapter Member shall accept the responsibilities of Chapter Membership, and by acceptance agrees to promote EAA and the Chapter. In the event a Chapter Member fails to meet these requirements, they may be asked to relinquish their Chapter Membership in accordance with the following conditions:
 - a. Any Chapter Member, who by intentional negligence or reckless deed or action, harms or jeopardizes the reputation or assets of the Chapter or EAA, may be called before the Chapter Board of Directors and Chapter Officers for review. Upon conclusion of a review, the Chapter Board of Directors and Chapter Officers may, upon finding reasonable cause, recommend to the Chapter Membership that said member be removed from Chapter Membership. Said Member may then be removed, by a majority vote of eligible members at any regular or special Chapter Membership Meeting where a quorum exists.

10. Resignation of Membership - Any Chapter Member may resign their Chapter 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 Chapter Member delivers the written notice to any Chapter Officer shall become the date of resignation.
11. Delinquent Members
 - a. Chapter members who have not renewed their National and Chapter membership by the regular Chapter meeting in February each year shall be judged delinquent.
 - b. The Chapter Treasurer shall remove the names of delinquent members from the roster of members in good standing and the list of participating members.
12. Reinstatement of Membership - Delinquent members may be reinstated by paying dues for the current year and subsequent approval by an affirmative vote of a simple majority of The Board.
 - a. Limitation - Reinstated members shall not be eligible for election as Chapter Officer or Board member for a period of six months from the date of their reinstatement.

Section III - Conferred Memberships

1. Conferred Membership - Honorary/Complimentary Membership, Special Chapter Membership, and Life Chapter Membership are conferred Memberships.
2. Eligibility - The Board shall determine eligibility for conferred memberships on an individual basis.
3. Nomination - A candidate for conferred membership must be nominated in writing by a Chapter member in good standing. The nomination shall be addressed to The Board and shall include, in addition to name, address, telephone number, etc., a brief statement identifying his contribution (why he or she should be so honored).
4. Approval - Conferred memberships shall be approved by an affirmative vote of a simple majority of Board members present.

ARTICLE XI - CHAPTER MEETINGS

Section I - Regular Meetings

Regular monthly meetings of the Chapter members shall be held on the Tuesday before the third Saturday of each month. Written notice of the time and place of meetings shall be mailed to each member not less than five days prior to the meeting date.

Section II - Special Meetings

Special meetings of the Chapter members may be held after due notice, but business other than that set forth in the agenda attached to the meeting notice shall not be transacted. These meetings shall be closed to non-members except when specifically designated otherwise.

Section III - Quorum

A quorum, which shall be one-third of the members eligible to vote on the day of the meeting, is required for the Chapter to vote on any subject. Members may assign their votes to be applied in absentia via proxy. In cases where the proxy vote is allowed, the Chairman of the Board shall cast the proxy votes, with the full weight as if the members were present and participating in the vote.

ARTICLE XII - ASSESSMENTS

Section I – Dues

The rate of assessment for Chapter dues shall be determined and/or adjusted by The Board, based on the financial condition of The Chapter, and approved by an affirmative vote of two-thirds of the participating members present. Two weeks notice of this issue is required to all participating members prior to the vote.

Section II - When Payable

Dues shall become due January 1 of each year and payable within the first thirty days of the year. Members not paying their dues within this period shall be notified ~~by mail~~ of their oversight by the Chapter Treasurer, with the stipulation that if the current year dues are not paid by the regular Chapter meeting in February they will be judged delinquent. Members who join during a year shall have their dues prorated based on the number of months remaining in that year

Section III - Other Assessments

Other assessments shall become due immediately upon approval by the Chapter membership and payable within the first thirty days following approval. Members failing to pay, or make arrangements to pay, within this period shall be judged delinquent and subject to expulsion. Honorary and Special Members are exempt from the assessment.

ARTICLX XIII- CHAPTER FUNDS

Section I – Categories

There are two categories of Chapter funds:

1. Checking Account - The Chapter Treasurer shall establish and maintain a checking account to be used to pay all Chapter liabilities. Checks shall not be honored by the bank unless signed by the Chapter Treasurer and countersigned by the Chapter President (or Vice-

President in the President's absence) in accordance with Article VIII, Section IV, 4. a. 4) above.

2. Interest-Bearing Account - In order to maintain Chapter funds in as favorable a condition as possible, the Chapter Treasurer may deposit all monies in excess of \$500 in a savings account paying a maximum rate of interest. The selection must be approved by The Board, and Chapter membership prior to the initial deposit.

Section II - Approval of Disbursements

All special non-routine expenses (not part of the daily operation of The Chapter), expenditures in excess of petty cash and checks of amounts exceeding \$200 shall be subject individually to approval by The Board.

ARTICLE XIV - RECORDS, BOOKS AND ACCOUNTS

Section I - Permanent File

A permanent file of all correspondence, reports and publications of The Chapter shall be maintained by the Chapter Secretary. The following records are required under these By-Laws:

- Policy and procedure for conducting business
- Report of The Board and members in policy directives
- Minutes of all Chapter and Board meetings
- Reports of all committees
- Current membership records
- Such other records as The Board may direct.

Section II - Fiscal Year

The fiscal year for all Chapter records, books and accounts shall begin January 1 and end December 31 each year.

Section III - Auditing

Annually in the month of December and prior to the newly elected Chapter Treasurer assuming office, the records, books and accounts of the Chapter shall be audited by an Auditing Committee.

ARTICLE XV - CHAPTER EMBLEM AND STATIONERY

Section I – Emblem

The official emblem of The Chapter shall be in a form approved by the Chapter membership.

Section II – Stationery

The Chapter Secretary may procure and maintain a supply of Chapter stationery bearing the letterhead or official emblem of The Chapter. Electronic word processing formats containing the official Chapter Emblem may be used as stationery as well. Such stationery shall be reserved for official use in the name of The Chapter.

ARTICLE XVI - PUBLICATIONS

Section I

The Chapter shall issue such publications as The Board may direct. One copy of each publication shall be placed in the file of the Chapter Historian.