

BYLAWS

EXPERIMENTAL AIRCRAFT ASSOCIATION CHAPTER 122 HARRISBURG, PENNSYLVANIA, Inc.

ARTICLE I – Name – Purpose

Section 1 The name of the corporation is THE EXPERIMENTAL AIRCRAFT ASSOCIATION CHAPTER 122, HARRISBURG, PENNSYLVANIA (hereinafter Chapter).

Section 2 The purpose of the Chapter is:
to promote Sport Aviation by aiding and encouraging the safe building and flying of personal aircraft for educational and recreational purposes, and to fully support the national Experimental Aircraft Association (hereinafter National EAA) in all its activities.

ARTICLE II – Membership

Section 1 - Membership in the Chapter shall be open to all persons interested in flying and pledging support for the Chapter, regardless of race, color, or creed upon approval by action of the Board of Directors. Application for membership shall be made to the Chapter on a form provided by the Chapter. Membership shall be effective upon receipt of the appropriate fees and approval of the application by the Board of Directors. It is not incumbent upon the Board of Directors to give cause for disapproval of any application for membership.

Section 2 - There shall be four member grades: Regular Member; Honorary Member; Life Member; and Family Member.

Section 2.1 - Regular Member:

A Regular Member shall be any person who pays Chapter dues and is a Member in good standing of the National EAA.

Section 2.2 - Honorary Member:

An Honorary Member shall be any person to whom the Chapter Officers, Chapter Board of Directors, or Chapter Membership wishes to extend an Honorary Membership. Honorary Membership may be given to a person in recognition or appreciation of the support that person has provided to the Chapter. Such Honorary Membership shall require an affirmative vote of the members voting. Honorary Members may not hold any elected or appointed office or position, nor are they entitled to any voting privileges within the Chapter. Honorary Members are not required to be members of the National EAA.

Section 2.3 - Life member:

A Life Membership may be extended to an individual Regular Member. All Life Members must be members in good standing of the National EAA. A Life Membership recognizes the long-term commitment to EAA and the Chapter made by the individual. Such Life Membership shall require an affirmative vote of the members voting. A Life Member may hold any Chapter office, shall have full voting privileges within the Chapter, and is exempt from annual Chapter dues

Section 2.4 - Family Member:

A Family Membership shall be any family member, including parents, and children, who pay the appropriate Chapter Membership dues and are Family Members of EAA (Experimental Aircraft Association Incorporated).

Section 3 - The Board of Directors shall, from time to time, establish membership dues sufficient to provide for the necessary operating expenses of the Chapter. Dues shall become payable at each January meeting.

Section 4 - In the case of the application for membership from a minor person, where such application is for Regular Member or Family Member status, the Board of Directors will require a written statement of consent from the parent or legal guardian of such minor.

Section 5 - Notwithstanding the requirement that a Chapter Member be a member in good standing of the National EAA, any Chapter member who does not meet this requirement at the time of adoption of these bylaws shall be exempt therefrom.

Section 6 - Any Chapter Member must be at least 18 years of age to vote on Chapter matters.

Article III – Meetings

Section 1 - Regular meetings:

Regular meetings shall be held on the third Tuesday of each month except when conflicts with holidays or other events require the Board of Directors to designate an alternate date. The board shall designate the location of meetings. A notice shall be sent to all members in good standing at least one week prior to each scheduled meeting.

Section 2 - Special meetings:

Special meetings of the Chapter may be called by the President or by the Secretary. Written notice of such meeting will be conveyed to all members not less than five nor more than forty days before such meeting, stating the time, date, place and nature of the business to be transacted. The President or Secretary will call such meeting upon the written request of three (3) Directors or by petition of ten (10) Members.

Section 3 - At all meetings of the Chapter, one-fifth of the Membership must be present in order to constitute a quorum for the purpose of conducting official business.

Section 5 - At all meetings of the Chapter, the President, or in his absence, the Vice-President, or in the absence of both, a Chairman, selected by the Directors present from among themselves, will preside.

ARTICLE IV - Board of Directors and Officers

Section 1 - The Officers of the Chapter shall be the President; Vice President; Secretary; and Treasurer.

Section 2 - The affairs and business of the Chapter shall be overseen and guided by a Board of Directors consisting of five Members; the President, Vice-President and three Members in good standing duly elected by a majority of the members voting. The Board of Directors shall be guided by, but not bound by, the desires of the Membership.

Section 3 - The Board of Directors shall meet whenever called together by the President, or by the Secretary at the request of three (3) Directors.

Section 4 - At all meetings of the Board of Directors, the President, or in his absence, the Vice-President, or in the absence of both, a Chairman chosen by the Directors, shall preside.

Section 5 - The presence of three members of the Board of Directors shall be necessary to constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 6 - Nothing in these By Laws shall be construed to permit the Board of Directors or Officers to borrow or pledge the credit of the Chapter in an amount greater than \$300.00 without a majority affirmative vote of the membership at a duly held meeting.

Section 7 - It shall be the duty of the Board of Directors to propose a slate of Nominees for open offices and present it to the membership one month before the election.

ARTICLE V – Election of Directors and Officers

Section 1 - Nominations for election to the Board of Directors or other office may be made by any Member to an Officer of the Chapter in writing within one week of the date of the regular meeting preceding the meeting where elections will be held or in person at that meeting. Additional nominations may be made from the floor at the meeting where the election is being held. If there is more than one nominee for an office, voting for that office shall be by secret ballot. Nominations made at other times will not be considered. All members nominating a member for office must have approval from the member being nominated. All nominees must indicate their acceptance for the office nominated before the vote.

Section 2 - Each Member elected to the Board of Directors shall serve a two year term. Initially, of the three elected members, the member receiving the least number of votes shall serve an initial one year term followed by subsequent two year terms. All Officers shall serve two-year terms. The Vice-President shall serve an initial one year term followed by subsequent two-year terms so that in subsequent years the President's and Vice-president's respective terms will not concurrently expire.

Section 3 - Election of Directors and Officers shall be held annually no later than the regular meeting in December. Notice of the meeting will be conveyed to the membership along with the names of members who have been nominated and the respective offices for which they are running no later than thirty days prior to the meeting.

Section 4 - Notwithstanding Article V, Sections 1 and 3, any vacancy occurring on the Board of Directors or Chapter Officers through death, resignation, removal or other cause, will be filled by an election to be held at the next regular meeting of the Chapter following the nomination of a replacement for the vacant position. In the event that a nominee cannot be found within one month to fill the vacant position, the Board of Directors shall appoint a Chapter member to serve in the vacant position as the acting Director or Officer. The Director or Officer so elected or appointed will serve for the remainder of the unexpired term.

ARTICLE VI - Duties of Officers

Section 1 - The President shall be the chief administrative officer of the Chapter, under the direction of the Board of Directors, and shall have general management of the activities of the Chapter. He shall appoint all standing and special committees and shall designate the chairman thereof. The President presides at all meetings of the Chapter and of the Board of Directors at which he is present. He shall be an ex-officio member of all committees.

Section 2 - The Vice-President shall perform the duties of the President during his absence.

Section 3 - The Secretary shall keep the records, take minutes of all meetings and arrange for their publication, handle correspondence under the direction of the President and the Board of Directors, issue meeting notices, and shall perform other duties as may be required by the Board of Directors.

Section 4 - The Treasurer shall receive and disburse the funds of the Chapter under direction of the President and Board of Directors, and shall perform other such duties as may be required by the Board of Directors, including the preparation of financial reports.

ARTICLE VII - Suspension, Expulsion

Section 1 - Non-payment of Chapter dues for a continuous period of at least 90 days after the date that payment is due is grounds for expulsion from the Chapter at the discretion of the

board of Directors. Such expulsion shall be immediately effective upon a two thirds affirmative vote of the Board of Directors.

Section 2 - Any member whose activities are deemed in conflict with the purpose of the National EAA or the Chapter, or who violates its Bylaws or established rules, may be removed from office, suspended or expelled from the Chapter by a majority vote of the members voting. Before such a vote is taken the member will have 30 days, after receiving notice of the pending vote, in which to communicate arguments to the membership supporting his side of the issue, at his own expense.

Section 3 - Any member whose activities are deemed to be immediately and continuously harmful to the National EAA or the Chapter may be suspended upon a two thirds affirmative vote of the Board of Directors. Such suspension shall not exceed one year. The Board of Directors, with two thirds affirmative vote, may ask the membership to vote on whether or not the member should be expelled from the Chapter under Section 2 above.

Section 4 - Any person expelled from the Chapter by action initiated under his Article, who applies for readmittance to the Chapter, must meet the following requirements:

a. All back fees and other charges owed the Chapter at the time of expulsion must be paid in full and all other obligations to the Chapter must be fulfilled before application for readmittance can be considered by the Board of Directors.

b. Any special conditions deemed necessary by the Board of Directors to make the readmittance acceptable to the Chapter will be written into a formal agreement to be signed by the President, the Secretary, and the applicant. One copy of the agreement will be kept on file by the Secretary, and one copy will be given to the applicant.

c. In the case of expulsion under Section 1 herein:

if the applicant meets the above requirements, the applicant will be reinstated as a member upon a two thirds affirmative vote of the Board of Directors; and
In the case of expulsion under Section 2 herein:

if the applicant meets the above requirements, the membership shall be so informed so that the application may be voted upon at the following regular or special meeting. Approval of reinstatement will require a two-thirds affirmative vote of the members voting

ARTICLE VIII - Books and Accounts

Section 1 - The fiscal year of the Chapter shall begin on January 1 and end on the December 31.

Section 2 - Annually, between January 1 and the March regular meeting, the books and accounts shall be audited by a special auditing committee of two, appointed by the Board of Directors, and their findings presented to the membership at the next regular meeting, but no later than the March regular meeting. This committee shall be members who are not Directors nor Officers of the Chapter.

ARTICLE IX - Amendments

These bylaws, or any of them, may be amended, deleted, or replaced at any regular or special meeting of the Chapter duly called, provided that the general scope of such amendments, deletions, or replacements, along with the fact that such alterations, amendments or replacements are to be proposed, have been advertised, either at the general or special meeting of the Chapter immediately preceding the meeting at which these changes will be voted, or in the meeting notice which calls such meeting. A two-thirds affirmative vote of the members voting will make such changes effective immediately after they are voted.

ARTICLE X – Dispute Resolution

In the event a dispute arises within the Chapter, a written petition, endorsed by a quorum of Members, as defined in Article III, Section 3, may request intervention by the Chapter Office Staff of the Experimental Aircraft Association. The Membership will cooperate completely and fully with the Chapter Office Staff of the Experimental Aircraft Association, in the resolution process. In the event a dispute occurs within the Chapter, and it cannot be resolved with the assistance of the Chapter Office Staff of the Experimental Aircraft Association, and it is determined by the Chapter Office Staff of the Experimental Aircraft Association, to be at an impasse, the Chapter agrees and acknowledges the authority and responsibility of the Experimental Aircraft Association, to remove the Chapter Charter of the Chapter. If the Chapter Charter is removed, the Chapter will have no further recognition or affiliation with the Experimental Aircraft Association.

ARTICLE XI – Procedure

In all matters of procedure not covered by these Bylaws, as amended, Robert's Rules of Order Revised shall prevail.

ARTICLE XII – Dissolution

The Chapter may be dissolved by a two-thirds majority vote of the voting Members. If the Chapter is dissolved, the President is responsible for ensuring that all Corporate debts and obligations are paid, and the proper disposition of all Corporate records are sent to the EAA Chapter Office at EAA Headquarters, P.O. Box 3086, Oshkosh, Wisconsin, 54903-3086. The President is also responsible for the disposition of all Corporate materials and assets that shall be donated to another non-profit organization which qualifies as a tax exempt entity.