



# Experimental Aircraft Association (EAA) Grand Traverse Region Chapter 234 Bylaws

## Table of Contents

Article I: Name.....	2
Article II: Location.....	2
Article III: Purpose.....	2
Article IV: Chapter Membership .....	2
Article V: Chapter Membership Dues and Assessments.....	4
Article VI: Meeting of Members .....	5
Article VII: Chapter Officers.....	5
Article VIII: Duties of the Chapter Officers.....	6
Article IX: Chapter Board of Directors .....	7
Article X: Vacancies (Chapter Officers).....	8
Article XI: Elections .....	8
Article XII: Transition of Leadership.....	9
Article XIII: Financial Reports .....	10
Article XIV: Facilities, Tools, and Other Assets .....	10
Article XV: Dispute Resolution .....	10
Article XVI: Amendments .....	11
Article XVII: Dissolution.....	11
Article XVIII: Chapter Charter Authorization .....	11
Article XIX: Internal Revenue Code 501(c)(3) Compliance .....	11
Acknowledgment and acceptance on behalf of: EAA Chapter 234 .....	12

## **Article I: Name**

The name of this Chapter is Grand Traverse Region EAA Chapter 234.

## **Article II: Location**

The office for the transaction of business for the Chapter is located at the EAA Chapter 234 Office in Traverse City, Michigan, USA.

## **Article III: Purpose**

The purpose of this Chapter includes, but is not limited to:

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

## **Article IV: Chapter Membership**

1. Eligibility for Chapter Membership: Eligibility for membership in the Chapter is open to any person who has an interest in recreational aviation.
2. Classifications of Chapter Membership: There are five (5) types of Chapter Memberships: regular, family, honorary/complimentary, special, and life. The specific details of these Chapter membership classifications are 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.

- b) Family Chapter Membership: A family chapter member shall be any family, including parents and children, who pay the appropriate Chapter family membership dues and have a family membership at EAA national.
- c) Honorary/Complimentary Membership: A honorary/complimentary chapter member shall be any person to whom the chapter officers or Chapter Board of Directors 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, 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 President.
- 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 or Chapter Board of Directors 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 President.
- e) Life Chapter Membership: A life chapter membership may be bestowed on an individual chapter member at the discretion of the chapter officers or Chapter Board of Directors. All life chapter members must be members in good standing of EAA. 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.

3. Duration of Chapter Membership: The duration of a regular and family chapter membership shall be one calendar year. Honorary/complimentary or special chapter memberships may be extended or continued beyond one year at the discretion of the chapter officers or Chapter Board of Directors. Life chapter membership is continuous for the life of the chapter member. Life chapter membership is not transferable to another person. All chapter members with voting privileges in the Chapter must maintain a current membership with the EAA, except for the honorary/complimentary chapter members.

4. Voting Privileges of Chapter Membership: Voting privileges within the Chapter shall be limited to regular, family (excluding children under 18 years of age), special and life chapter members. Honorary/complimentary chapter members shall not have voting privileges within the Chapter.

5. 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 negligent 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.
- b) Any chapter member who fails to remit their chapter membership dues or fails to maintain their membership in the EAA shall be considered removed from chapter membership. In the event of certain challenging financial situations, it is at discretion of the Chapter Board of Directors and chapter officers to review that situation and consider a special chapter membership.

6. 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.

#### **Article V: Chapter Membership Dues and Assessments**

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

## **Article VI: Meeting of Members**

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

## **Article VII: Chapter Officers**

1. The chapter officers shall be Chapter President, Chapter Vice President, Chapter Secretary, and Chapter Treasurer, or a combination of Chapter Secretary and Chapter Treasurer. From time to time, the Chapter Board of Directors may authorize additional chapter officer positions.

2. The term of office for all chapter officers shall be two years.
3. The chapter officers shall be elected at the regularly scheduled November chapter membership meeting. Installation of chapter officers shall be at the December chapter membership meeting following their election, but no later than January 1<sup>st</sup> following their election.
4. The Chapter Treasurer may be bonded in an amount to be determined by the Chapter Board of Directors. The premium to bond the Chapter Treasurer shall be at the expense of the Chapter.

### **Article VIII: Duties of the Chapter Officers**

1. The chapter officers may, from time to time, be called upon to perform additional duties. They may also, at their discretion, and in conjunction with direction from the Chapter Board of Directors, perform additional duties for the betterment, improvement, and well-being of the Chapter.
2. **The Chapter President** shall be the Chief Executive Officer and Chairperson of the Chapter Board of Directors. The Chapter President shall have; subject to the advice, direction, and control of the Chapter Board of Directors; general charge of the chapter business. The Chapter President shall jointly execute with the Chapter Secretary all contracts and instruments which have first been approved by the Chapter Board of Directors. The Chapter President may call any special meeting of the members of the Chapter Board of Directors and/or general chapter membership. In case of the absence or disability of the Chapter Treasurer, the Chapter President may execute checks for expenditures authorized by the Chapter Board of Directors. In such circumstances, either the Chapter Vice President or Chapter Secretary shall be called upon to co-execute such checks.
3. **The Chapter Vice President** shall be vested with all the powers and authority of the Chapter President and shall perform the duties of the Chapter President in the case of the Chapter President's absence, disability, or inability, for any reason. The Chapter Vice President shall also perform such duties connected with the operations of the Chapter at the suggestion or direction of the Chapter President.
4. **The Chapter Secretary** shall have the responsibility to take and publish minutes of all meetings. The Chapter Secretary is responsible for publishing notice of all regularly scheduled membership and Chapter Board of Directors Meetings. Additionally, the Chapter Secretary is also responsible for publishing notice of special membership meetings. The Chapter Secretary, with the assistance of the Chapter Membership Chairperson, shall keep a chapter membership book, roster or record of all chapter members. The Chapter Secretary shall also be responsible for maintaining the currency and security of the original copies of the Chapter Bylaws, Non-profit Incorporation documents, tax-exemption documents, Federal Employer Identification

Number (FEIN), and any other documents, books, papers, and records as the Chapter President or Chapter Board of Directors direct. The Chapter Secretary shall jointly execute, along with the Chapter President, all contracts and instruments that have been first approved by the Chapter Board of Directors. The Chapter Secretary shall perform all other duties incident to the Office of Chapter Secretary, subject to the control of the Chapter President and the Chapter Board of Directors.

5. **The Chapter Treasurer** shall execute all checks authorized by the Chapter Board of Directors. The Chapter Treasurer shall receive and deposit all funds in a financial institution recognized by the Federal Deposit Insurance Corporation (FDIC), and approved by the Chapter Board of Directors. The Chapter Treasurer shall also account for all receipts, disbursements, and the balance of funds on hand. The Chapter Treasurer shall perform all other duties subject to the control of the Chapter President and the Chapter Board of Directors. The Chapter Treasurer shall ensure the Chapter obtains and maintains a Federal Employer Identification Number (FEIN). The Chapter Treasurer shall be responsible for the maintenance of all insurance records, including the proper application, binding, and premium payment for all necessary insurance required by EAA. By resolution of the Chapter Board of Directors, the Chapter may require joint signatures on all checks drawn on chapter accounts.

#### **Article IX: Chapter Board of Directors**

1. The business and property of the Chapter shall be conducted and controlled by the Chapter Board of Directors.

2. The Chapter Board of Directors shall consist of the following:

**Class I Director:** Class I Directors shall be the Chapter President, Chapter Vice President, Chapter Secretary, and Chapter Treasurer.

**Class II Director:** Class II Directors shall be three to six additional members elected to the position of Class II Director. A maximum of two Class II directors need not be EAA members or members of Chapter 234. The term of office for the Chapter Class II Directors shall be two years with alternating dates of election so they all aren't up for election on the same year.

3. The Chapter President shall preside over the Chapter Board of Directors as its Chairperson.

4. In case of a vacancy on the Chapter Board of Directors, the Chapter President may appoint a replacement, subject to the approval of a majority of the Chapter Board of Directors.

5. Meetings of the Chapter Board of Directors may be called at any time by the Chapter President or by a two-thirds majority of the Chapter Board of Directors.

6. Notice of meetings of the Chapter Board of Directors; stating the location, time, and purpose of the meeting; shall be mailed, emailed or personally given to each member of the Chapter Board of Directors at least 48 hours prior to the time of the meeting. If all of the members of the Chapter Board of Directors are present at a meeting, any business of the organization may be transacted without previous notice of the meeting.
7. A simple majority of the Chapter Board of Directors, at least two of which shall be chapter officers, shall constitute a quorum of the Chapter Board of Directors.
8. Each member of the Chapter Board of Directors shall serve without compensation.
9. The Chapter Board of Directors shall have the power and authority to enforce all rules and regulations pertaining to the use and operation of the chapter's property.
10. The Chapter Board of Directors may establish committees, as it deems necessary. Any committees established by the Chapter Board of Directors shall be responsible for reporting their activities directly to the Chapter Board of Directors.

#### **Article X: Vacancies (Chapter Officers)**

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

#### **Article XI: Elections**

1. The Chapter Nomination Committee, which is appointed by the Chapter President, shall consist of 3 to 5 chapter members. The appointment of the Nominating Committee shall take place no later than July. The purpose of the Chapter Nomination Committee is to conduct the annual process of recruiting nominees for the various elected positions within the Chapter and report these nominations to the membership of the Chapter. The appointments to the Nominating Committee shall be announced to the chapter members at the regular meeting in July, or earlier if a Nominating Committee has been formed at an earlier date. In addition, the names of the chapter members appointed to the Nominating Committee shall be published in the next chapter newsletter or other appropriate media.
2. Beginning in July, the Nominating Committee shall canvas the current chapter officers and directors to determine if they wish to seek re-election to their current position or be nominated for any other position. The Nominating Committee shall also canvas the chapter members of all committees and groups to seek those who may be



interested in an elected position. Further, the Nominating Committee shall make themselves available to the chapter membership seeking any chapter members who may be interested and who are eligible to run for an elected position.

3. At the October chapter membership meeting the Nominating Committee shall present to the chapter membership the nominations they have obtained. In addition, open nominations will be accepted from the chapter members during the October chapter membership meeting.

4. Once all nominations have been received, a slate of nominees may be posted at the regular meeting place, or any place deemed appropriate by the Nominating Committee, and published in the chapter newsletter or other appropriate media.

5. Voting shall be done by written ballot and three chapter members appointed by the Chapter Board of Directors shall conduct and monitor the election. All ballots will be counted and confirmed by the monitors and the results of the election announced to the members present. If deemed appropriate by the members, the Chapter Secretary shall be responsible for the development and implementation of a process that will offer absent eligible voting members the opportunity to vote by proxy. Such process shall be reviewed and approved by the Chapter Board of Directors prior to its use.

## **Article XII: Transition of Leadership**

1. The chapter membership recognizes the importance of a smooth transition of chapter leadership. Therefore, subsequent to the election of chapter officers and Chapter Board of Directors, the incumbent and newly elected chapter officers and Chapter Board of Directors shall organize and hold a transition meeting wherein all chapter records and information will be passed on to the newly elected chapter officers and Chapter Board of Directors.

2. During the transition meeting, the newly elected chapter officers and the Chapter Board of Directors shall review the Chapter Bylaws, and the chapter goals, mission and vision statements, non-profit incorporation documents, tax status, and insurance policies to ensure they are clearly known and understood.

3. During the transition meeting the newly elected chapter officers and Chapter Board of Directors shall review the incorporation documents to ensure the Chapter is current in all government obligations and the Chapter is properly incorporated.

4. During the transition meeting the newly elected chapter officers and directors shall review and submit the Chapter Status Report to the EAA Chapter Office at EAA Headquarters, and ensure that all proper notifications have been forwarded to the EAA Chapter Office at EAA Headquarters as prescribed.

5. During the transition meeting the newly elected chapter officers and Chapter Board of Directors shall review the insurance requirements specified by EAA and

ensure that all proper insurance coverage has be arranged through the appropriate programs of the Experimental Aircraft Association.

### **Article XIII: Financial Reports**

1. The Chapter Treasurer shall prepare a quarterly and an annual financial statement and present each report on the financial status to the chapter membership. The form of the report, either written or oral, will be determined by the Chapter Board of Directors. The Chapter Board of Directors will also determine the method of the report, either by presentation at a chapter membership meeting or by chapter newsletter or other appropriate media.

2. The Chapter Board of Directors, under the direction of the Chapter Vice President, shall arrange annually to have the financial records and practices of the Chapter verified. The Chapter Board of Directors shall make available a copy of the written report of the review to the chapter membership. The Chapter Board of Directors will review any recommendations for changes in book keeping procedures and shall take appropriate steps to implement any reasonable recommendations.

### **Article XIV: Facilities, Tools, and Other Assets**

1. The chapter officers and the Chapter Board of Directors shall ensure all facilities, tools, and other assets of the Chapter are properly insured or protected against loss.

2. A chapter officer or chapter director will serve on appropriate committees to properly manage the Chapter's facilities, tools, and other assets.

### **Article XV: Dispute Resolution**

In the event a dispute arises within the Chapter, a written petition, endorsed by a quorum of chapter members, as defined in Article VI, may request intervention by the Chapter Office Staff of the EAA concerning a dispute within the Chapter. The chapter membership will cooperate completely and fully with the Chapter Office Staff of the EAA 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 EAA, and it is determined by the Chapter Office Staff of the EAA to be at an impasse, the Chapter agrees and acknowledges the authority and responsibility of the EAA, to remove the Chapter Charter. If the Chapter Charter is removed, the Chapter will have no further recognition or affiliation with the Experimental Aircraft Association.

## **Article XVI: Amendments**

The Bylaws of the Chapter may be, amended, or new Bylaws adopted at any regular chapter meeting of the chapter members or special meeting called for that purpose. Amended or new Bylaws must be passed by a not less than 80% majority vote of the chapter members eligible to vote and present at such meeting in person or by proxy.

## **Article XVII: Dissolution**

The Chapter may be dissolved by a two-thirds majority vote of the voting chapter members. If the Chapter is dissolved, the Chapter President is responsible for ensuring that all Chapter debts and obligations are paid, and the proper disposition of all Chapter records are sent to the EAA Chapter Office at EAA Headquarters, P.O. Box 3086, Oshkosh, Wisconsin, 54903-3086. The Chapter President is also responsible for the disposition of all chapter materials and assets that shall be donated to another non-profit organization. (The EAA and EAA Foundation are both non-profit organizations).

## **Article XVIII: Chapter Charter Authorization**

The Chapter accepts and acknowledges that the Chapter has been granted a conditional charter under the authority of the Experimental Aircraft Association, Incorporated. Further the Chapter accepts and acknowledges that the privileges granted to the Chapter, under a conditional charter, may be withdrawn in the event the Chapter fails in any way or manner to meet the requirements of the Chapter Charter of the EAA. In the event that the EAA withdraws the conditional charter of the Chapter, the Chapter agrees to cease using any reference whatsoever to itself as a Charter Chapter of the Experimental Aircraft Association, Incorporated.

## **Article XIX: Internal Revenue Code 501(c)(3) Compliance**

No part of the net earnings of the organization shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code or (b) by an organization to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

**Acknowledgment and acceptance on behalf of: EAA Chapter 234**

Chapter President's Signature \_\_\_\_\_ Date \_\_\_\_\_  
President: Bill Ross

Chapter Vice President's Signature \_\_\_\_\_ Date \_\_\_\_\_  
Vice President: Jim Sorbie

Chapter Secretary's Signature \_\_\_\_\_ Date \_\_\_\_\_  
Secretary: Christian Smith

Chapter Treasurer's Signature \_\_\_\_\_ Date \_\_\_\_\_  
Treasurer: Dick Hirtreiter