

FFFA Bylaws – Adopted 9/6/00

Larry Bothe maintains the file.

Article I – Name and Purpose

Name: The name of the organization is the “Freeman Field Flying Association”, herein after referred to as the “FFFA”, or the “Club”.

Purpose: The purpose of the FFFA is to provide aviation safety education to its members and others, participate in various charitable aviation related activities, and to promote aviation activity and safety at Freeman Field. The FFFA will endeavor to provide a liaison between the pilot community at Freeman Field and the City of Seymour.

Article II – Membership and Dues

Qualification for membership: Any person who is interested in aviation, agrees to abide by these bylaws and pays the annual dues may be a member of the FFFA. It is not necessary to be a pilot or aircraft owner to be a member.

Good standing: A member in good standing is one who is current with respect to financial obligations to the Club.

Dues setting: Each year the Board of Directors shall evaluate the Club’s financial condition and recommend any changes in annual dues. Any change in dues must be approved by a majority vote of a quorum as defined in Article III of these Bylaws. New members who join after the 4th of July need pay only one half the annual dues for the year in which they join. As of June 2000 the annual dues are \$10 per year.

Dues payment: Annual dues are due and payable in January of each year. Members who have not paid their dues by January 31st of each year shall lose their good standing and will no longer be permitted to vote on club issues. Any member who has not paid his dues by April 30th of each year shall be deemed to have lost interest in the Club and shall be dropped from the rolls.

Complimentary members: In an effort to better communicate with certain members of the community the Board may designate such persons to be members from whom no dues are required to be collected. Complimentary members could be but are not limited to: The Mayor of Seymour, Seymour City Councilmen, members of the Airport Board and the Airport Manager. Complimentary members have no voting rights but will receive a newsletter and are welcome at all FFFA meetings and activities. If a complimentary member wishes to pay the annual dues then the Club will accept the dues payment and the complimentary member will become a regular member with full voting rights.

High school aviation club members: In an effort to promote aviation awareness among young people the FFFA each year invites the members of the Seymour High School Aviation Club to become complimentary members of the FFFA. These young people have the same rights as other complimentary members described above. Complimentary high school aviation club memberships are terminated at the end of each school year unless continued by the Board on a case-by-case basis.

Article III – Meetings, Quorum and Voting

Regular meetings: Regular meetings of the Club will normally be held the first Tuesday of each month at 7:00pm at the Club headquarters, or such other place designated by the President or his representative.

Special meetings: Special meetings of the Club may be called at any time by the President, Vice-President, or any four (4) members of the Club in the event of an emergency. A twenty-four (24) hour notice of special meetings shall be given to all members. Telephone message or sending e-mail shall constitute notice; written notice is not required.

Annual Meeting: The December regular meeting each year shall be designated as the annual meeting. Election of Officers and Directors shall take place at the annual meeting.

Quorum: No less than 20% of the members in good standing, including at least one member of the Board of Directors, must be present at a regular or special meeting to constitute a quorum. A majority vote of a quorum is necessary to transact any business that materially affects the affairs of the Club.

Voting: Each regular dues-paying member shall have one vote. Only members in good standing who have paid their dues may vote. Members under sixteen (16) years of age have no vote.

Article IV – Elections, Officers, Board of Directors, Spending Limits

Elections: The election of Officers and Directors shall take place at the annual meeting each year. Officers and Directors shall serve for a term of one year or until a replacement is elected. Officers and Directors may succeed themselves. The winner of an election is that person who receives more votes than any other candidate for the position in contest. A quorum as defined in Article III must be present in order to hold an election. In the event that a quorum is not present at an annual meeting then the election of Officers and Directors will be held at the first regular meeting thereafter where an election is possible and a quorum is present.

Officers: The Club shall elect officers to the positions of President, Vice-President, Secretary and Treasurer. Their duties are but not limited to:

President: The President shall be the Chief Executive Officer of the Club. He shall preside over meetings at which he is in attendance. The President may call meetings of the Board of Directors from time to time, and he shall preside at those meetings. The President may from time to time appoint special committees to perform work or research deemed necessary to the operation of the Club.

Vice President: The VP shall preside at meetings where the President is absent and shall succeed the President in the event of the President's inability or disqualification to serve.

Secretary: The Secretary shall keep the minutes of all regular, special and Board meetings of the Club. The Secretary shall maintain the Club membership records and handle all Club correspondence.

Treasurer: The Treasurer shall handle and keep records of all Club receipts and disbursements. As directed and approved by the Board the Treasurer shall make secured investments of Club funds not needed for day-to-day operations. A Treasurer's Report of income and expenses shall be presented at each regular meeting. The Treasurer shall also maintain the not-for-profit corporation status of the Club and file any required federal and state tax returns in a timely manner.

In addition to the duties described above each Officer shall perform other duties as assigned by the President or the Board of Directors.

Board of Directors: The Board of Directors shall consist of the Officers, the immediate past President, and two (2) additional untitled members to be elected at the annual meeting. It shall be the function of the Board of Directors to provide direction and leadership to the Club. This function shall include but not be limited to the recommendation of capital expenditures and charitable and educational activities.

Vacancies: If any Officer or Director position, other than that of the President, becomes vacant the President shall appoint an interim successor to serve until such time as a successor is elected from the membership. If the office of President becomes vacant then the Vice-President shall become President and the membership shall elect a new Vice-President.

Spending Limits: The purpose of regular and special meetings is, among other things, to involve the members present in the finances and operations of the Club. Non-recurring expenditures, contracts and long-term investments for amounts exceeding one thousand dollars (\$1000) must receive prior approval by a majority vote of a quorum as defined in Article III of these Bylaws. In matters of an immediate nature approval of each action by a two-thirds vote of the Board of Directors shall substitute for other voting requirements of these Bylaws. The Secretary shall summarize the Board of Director's discussions, voting and any such actions taken for publication in the next subsequent Newsletter. Any individual Officer or Director shall not spend more than \$100 without the approval the majority of a quorum as defined in Article III of these Bylaws, or approved by a two-thirds vote of the Board of Directors.

Article V – Aircraft Acquisition

From time to time the FFFA has considered acquiring an aircraft for the use and enjoyment of its members. The decision to acquire an aircraft would be a very important one with far-reaching financial implications, and as such requires a higher level of member participation in the decision making process. Therefore, the decision to acquire an aircraft can be made only by a two-thirds majority vote of a quorum as defined in Article III of these Bylaws.

Article VI -- Amendments, Incorporation and Dissolution

Amendments: Amendments to these Bylaws must be approved by a two-thirds vote of a quorum as defined in Article III of these Bylaws. Any proposed amendments shall be submitted in writing, signed by the member presenting them, published in the newsletter, and must be read by an Officer or Director at one of the Club meetings. No action other than discussion shall be taken upon the first reading. Once read and published an amendment may be voted upon at any subsequent meeting.

Incorporation: The Club shall be incorporated under the laws of the State of Indiana as a Not-for-Profit Corporation, and it shall be the duty of the Treasurer to see that the charter is maintained at all times.

Dissolution: Upon the dissolution of the Club, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Club, dispose of all remaining assets of the Club to a corporation, organization, or organizations which at the time qualify as exempt under Section 501(C)(3) of the Internal Revenue Code. No assets shall be distributed in dissolution or otherwise to an incorporator, donor, officer or employee.

Article VII – Special Provisions

None at this time, June 2000.