

BY-LAWS
EXPERIMENTAL AIRCRAFT ASSOCIATION, INC.
KNOXVILLE, CHAPTER 17

Date Adopted: January 26, 2008

Article 1

Description

Section 1. **Name:** The name of the corporation shall be: Experimental Aircraft Association, Incorporated, Knoxville, Chapter 17.

Section 2. **Location:** The principal office of the corporation shall be the residence of the existing Treasurer of the corporation.

Section 3. **Field of membership:** Shall be those interested persons from Knoxville, Tennessee and surrounding area.

Article 2

Purpose

Section 1. **Goals:** To promote education in aeronautics and flying safety, with emphasis on amateur or home-built aircraft, antique aircraft restoration and construction, and related aero-sciences.

To foster aviation, education, progress in light aircraft development and other closely related phases of aviation.

To maintain a non-profit cooperative association to obtain instruction and education in aviation.

Section 2. **Business model:** To conduct all business and activities within the guidelines for non-profit corporations, as governed by the Tennessee Code annotated, Title 48, "Corporations and Associations."

Article 3

Affiliation

Section 1. **Affiliation:** The corporation shall be affiliated with the Experimental Aircraft Association, Incorporated, a Wisconsin incorporated non-profit, non-stock corporation, as Chapter 17, and shall support the aims and goals of the national Experimental Aircraft Association.

Article 4

Membership

Section 1. **Eligibility for Chapter Membership:** 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 below.

Section 2. **Classifications of Chapter Membership:** There are six (6) types of Chapter Memberships. These Chapter Membership Classifications include; Regular, Family, Honorary/Complimentary, Special, Life, and Student. The specific details of these Chapter Membership Classifications are described in the following paragraphs:

1. **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).

2. **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).

3. **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.

4. **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.

5. **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. All Life Chapter Members must be members 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.

6. **Student Chapter Membership:** A student Chapter Membership may be offered to any person who is a Student Member of EAA.

Section 3. **Duration of Chapter Membership:** The Duration of a Regular, Family, and Student 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 with voting privileges in the Chapter must maintain a current membership with the EAA (Experimental Aircraft Association Incorporated), except for the Honorary/Complimentary Chapter Members.

Section 4. **Voting Privileges of Chapter Membership:** Voting privileges within the Chapter shall be limited to Regular Chapter Members, Family Chapter Members (excluding Children under 18 years of age), Special Chapter Members, and Life Chapter Members. Honorary/Complimentary Chapter Members shall not have voting privileges within the Chapter.

Section 5. **New Members:** Members shall be admitted to the corporation and Chapter 17 after submitting an application and paying dues applicable to their membership type.

Section 6. **Membership status:** A person joining the corporation shall be deemed an active member upon payment of dues or initiation fee as determined by the Board of Directors. Any member whose national Experimental Aircraft Association membership has expired shall automatically become an inactive member thirty (30) days after said expiration. In the event the member holds an elected office, that office shall be declared vacant by the Board of directors thirty (30) days after said expiration date. The vacant office shall be filled by election by the Board of Directors. An inactive member shall automatically become a regular member upon joining the national Experimental Aircraft Association, Inc. and presenting his current membership card to the Secretary-Treasurer of the corporation.

Section 7 . **Minors:** A minor shall have written consent of his parents or guardian to be accepted to membership, and shall have written authorization from the Board of Directors and a signed release of claims before operating or utilizing corporate owned equipment or facilities.

Section 8. **Withdrawal:** A member may withdraw from the corporation after notification to the secretary-treasurer or Board of Directors, and after fulfilling all obligations to the corporation.

Section 9. **Suspension and expulsion:** A member may be removed from office, suspended for a period, or expelled for cause, such as violation of any of the by-laws, flight rules, or any other rules of the corporation, or for conduct prejudicial to the best interest of the corporation. Such removal, suspension or expulsion shall require a two-thirds (2/3) vote of the membership present at a regular or special meeting, provided that a statement of the charges and notice of the time and place of the meeting have been transmitted to the active members at least five (5) days before the meeting, and that the member will have an opportunity to present a defense at the meeting. Voting by mail or proxy shall not be permitted at such meeting.

Article 5

Meetings

Section 1. **Annual Meeting:** An annual meeting shall be held at a time and place to be determined by the Board of Directors. The annual meeting is for the purpose of receiving annual reports of the corporate officers, directors and committees, to establish dues, fees and other compulsory charges, and for such other business as may properly come before such meeting. Notice of the annual meeting setting forth the place, time and agenda shall be transmitted to the active membership at least thirty (30) days prior to the meeting.

Section 2 . **Monthly Meetings:** Monthly meetings shall be scheduled by the Board of Directors.

Section 3. **Special Meetings:** Special meetings of the active members may be called at the discretion of the president, or a majority of the directors, or by written petition of at least twenty (20) percent of the active membership. Special meetings shall occur within ten (10) days of the demand for such a meeting. The secretary shall transmit to the active membership the time, place and agenda or reason for the meeting at least five (5) days prior to the meeting.

Section 4. **Quorum:** A quorum is required for any Chapter meeting. The presence in person or by written proxy of a majority of the active membership of the corporation is necessary to constitute a quorum at each annual or special meeting. Five (5) or more active members shall constitute a quorum at monthly meetings. A lesser number shall adjourn to some future time as determined by the president or the board of directors.

Section 5. **Voting:** Each member in good standing is entitled to one vote. A majority vote of the members present or by proxy is controlling unless otherwise specified in the Bylaws.

Article 6

Board of Directors

Section 1. **Composition:** The Board of Directors shall be composed of the executive officers (President, First Vice President, Second Vice President, Secretary, and Treasurer) and one (1) member elected by the active membership.

Section 2. **Term:** All Executive Officers shall be elected for one (1) year. A term year shall be from January 1, through December 31. All Officers and Directors shall hold office until their successors are elected and qualified.

Section 3. **Duties and Powers:** The government of the corporation shall be vested in the Board of Directors, who shall have the powers to make all necessary contracts, to borrow money, to secure the same by mortgage, or deed of trust to the property of the corporation and as evidence of the indebtedness secured by such mortgage or deed of trust, to issue bonds therefore, to pay and discharge all debts, and to do all matters and things necessary or incident to, or aid of, the carrying out of the aim of the corporation; and they shall have the charge and control of all its property, and may levy assessments upon the active membership in the manner and subject to such rules, regulations and restrictions provided in these by-laws. Any assessment recommended by the Board of Directors must be approved by a three-fourths (3/4) vote of the entire active membership before becoming effective. Any decision of the Board of Directors may be repealed by an affirmative vote of three-fourths (3/4) of the entire active membership.

Section 4. **Board Meetings:** Meetings of the Board of Directors may be called at a time and place to be determined by the President, or a 2/3 majority of the Board of Directors.

Section 5. **Quorum:** Three (3) Directors shall constitute a quorum of the Board of Directors at all meetings and the affirmative vote of at least three (3) Directors shall be necessary to pass any resolution or authorize any act of the corporation.

Section 6. **Vacancies:** Vacancies in the Board of Directors shall be filled by vote of the active members at a meeting duly called.

Section 7 . **Records:** The Board of Directors shall cause to be kept a complete record of all its acts and proceedings of its meetings and present a full statement at the monthly meetings of the active members, showing in detail the condition of the affairs of the corporation.

Article 7

Executive Officers

Section 1. **Composition:** The executive officers of the corporation shall be the President, First Vice President, Second Vice President, Secretary, and Treasurer (or a combination of Secretary and Treasurer).

Section 2. **Election:** Each year at the regular August meeting, the members shall choose a nominating committee. Candidates will be presented at the October regular meeting, and elected in November. A simple majority of all regular members present or voting by proxy is required for election.

Section 3. **Duties:**

A. **President** shall:

1. Preside over all monthly, Board of Directors, annual and special meetings.
2. Represent the Chapter and coordinate matters with the national Experimental Aircraft Association headquarters and other organizations.
3. Appoint and direct committees, i.e. safety, membership, fly-in.
4. Conduct or direct promotional activities as his judgment dictates.
5. Sign all checks for the transaction of business of the corporation in the absence of the Treasurer.
6. Provide the leadership to make Chapter 17 a credit to the national organization and to aviation.

B. **First Vice President** shall:

1. Preside over all monthly, Board of Directors, annual, and special meetings in the absence of the President; coordinate and be aware of all Chapter 17 activities and functions.
2. Assist the President in all matters pertaining to the activities of the corporation and Chapter.
3. Serve as parliamentarian and interpreter of the by-laws.

C. **Second Vice President** shall

1. Assume the duties of the First Vice President when the First Vice President is absent or unable to perform his or her duties.
2. Carry out additional duties as may be requested by the President.

D. Secretary shall:

1. Record the minutes of each monthly, Board of Directors, annual and special meeting.
2. Provide the national organization with a brief resume of the Chapter's activities and the Chapter members' aircraft projects for the Associations records, when requested.
3. Annually provide the national organization with an accurate listing of all members in good standing.
4. Prepare, maintain and file all educational items and materials which the corporation might acquire, all of which can be presented in orderly fashion to the succeeding Secretary at the end of the elective term.
5. Preside over meetings in absence of both President and Both Vice Presidents.

E. Treasurer shall:

1. Handle all corporate finances and report the financial status at each monthly meeting.
2. Execute in the name of the corporation all checks for expenditures by the corporation, and pay all bills, as directed by the Board of Directors.
3. Receive and deposit all funds of the corporation in a bank selected by the Board of Directors.
4. Prepare, maintain and file all of the corporation's business matters and correspondence, all of which can be presented in orderly fashion to the succeeding Treasurer at the end of the elective term.

Article 8

Dues

Section 1. **Amount:** The Board of Directors shall establish a schedule of fees or dues that shall be sufficient to pay the corporations expenses and- to-maintain the value of the corporations assets.

Section 2. **Delinquent members:** Any active member who fails to pay their dues or any sum owed to the corporation within thirty (30) days after said sums are due, shall be placed on inactive status, shall be considered a delinquent member, and shall be suspended automatically from the operation of all corporation equipment. When a delinquent member falls to pay their dues, to pay any sum owed to the corporation or to make appropriate arrangements with the Board of Directors for payment thereof, within four (4) months after the due date, this shall automatically be considered an indication of their intention to withdraw.

Article 9

Chapter Communications

Section 1. **Electronic communications:** The Corporation shall have a webmaster and newsletter editor, who are not considered members of the board of directors. It shall encourage, as much as possible, the electronic dissemination of all Chapter news, meeting minutes, event notices, and other Chapter business the Board deems appropriate.

Section 2 . **Written communications:** As a courtesy to those unable to access electronic communications, the chapter Secretary or Treasurer shall mail any business communications the Board deems appropriate.

Article 10

Amendments

Section I. **Process:** Amendments of the by-laws may be made by a two thirds (2/3) vote of the active members of this corporation in good standing, in person or by proxy. Amendments may be acted upon at any meeting of the active members, provided the substance of the proposed amendment is stated in the notice of the meeting, and each member has at least one week's notice of such proposed amendment.