

BY-LAWS  
PENOBSCOT VALLEY CHAPTER #827  
of the  
EXPERIMENTAL AIRCRAFT ASSOCIATION

ARTICLE I. NAME

The name of this organization is Penobscot Valley Chapter 827 of the Experimental Aircraft Association.

ARTICLE 2. LOCATION OF OFFICE

The office for transaction of business for the organization shall be located at 115 North Road, Newburgh, Maine, 04444.

ARTICLE 3. PURPOSES

The purposes of this non-profit educational organization shall be as follows.

- a) To promote and encourage the sport and hobby of recreational aviation.
- b) To cooperate with and assist governmental agencies in the development of programs relating to aviation activities.
- c) To promote and encourage aviation safety in the design, construction and operation of all types of aircraft.
- d) To encourage and engage in research for the improvement and better understanding of aviation and the science of aeronautics.
- e) To foster, promote and engage in aviation education.
- f) To promote and encourage grass roots efforts relating to aviation research and development.
- g) To foster closer fellowship among its members through the exchange of ideas of mutual interest.
- h) To operate as a local Chapter of the Experimental Aviation Association, Inc. (the "EAA"), to cooperate with EAA and to further the goals and purposes of the Association within the geographic area served by the corporation and to comply in all respects with all policies and procedures of the EAA as that Association might establish for its Chapters at any time and from time to time.

## ARTICLE 4. MEMBERSHIP

### SECTION A. Eligibility for Membership and Benefits of Membership.

- 1) Any person who is of good moral character and who is at the time of application and at all times thereafter, a member in good standing of the Experimental Aircraft Association, Inc. (or a spouse or a child of a member in good standing of the Experimental Aircraft Association, Inc.) is eligible for membership in the Chapter.
- 2) Any eligible person desiring to become a member of this Chapter shall make an application for such membership in such form as may be prescribed from time to time by the Directors and shall pay such dues as the Directors may from time to time require of Chapter members.
- 3) Any honorary Member shall be any person so elected by the Board.
- 4) A Family Member shall be any spouse or child (18 or under) of a member, other than an Honorary Member.
- 5) Except for voting rights, Family Members shall receive all benefits of Chapter membership.

### SECTION B. Voting Members

A voting member shall be any member of the Chapter in good standing, but shall not include Family Members, provided that a spouse or child of a member may become a voting member of the Chapter if he or she individually meets the requirements of A (1) and A (2) above this Article. Each voting membership shall have one vote, to be exercised in person or by proxy, at each regular or annual meeting of the Chapter membership.

### SECTION C. Duration of Membership

- 1) Duration of membership shall be dependent upon the continued fulfillment of the requirements which qualified the individual for the original membership so that, as an example by way of illustration and not limitation, an individual's membership in the Chapter shall terminate automatically upon his or her failure to continue as a member in good standing of the Experimental Aircraft Association, Inc. or upon his or her failure to pay all Chapter dues and assessments.
- 2) Duration of Honorary Membership shall be one year following his or her appointment by the Board, and the renewal of such Membership shall require the same action as for an original selection.

- 3) Any member may be expelled from membership for committing one or more actions that damage or jeopardize the Chapter; such expulsion shall require a 75 percent vote of the Chapter membership present in person or proxy at a regular or special meeting of the Chapter membership.
- 4) A member may resign from the Chapter at any time upon notice in writing addressed to the Chapter Secretary.

#### SECTION D. Membership Dues

The Chapter dues shall be established from time to time by the Board, as shall the time and required method of payment. No dues shall be required of an Honorary Member or Family Member. In the event that a person is a member of the Chapter for only a partial period, such as in the event of his or her death, resignation or expulsion, the dues for that period may or may not be adjusted, at the discretion of the Board. In the event that a membership terminates for any reason, any dues owed by that person to the Chapter shall constitute an enforceable debt owed to the Chapter and such person may be reinstated as a member only after full payment is made of any such amounts.

#### SECTION E. Meeting of Members

An annual meeting of the membership may be held at a place and time designated by the President. Special meetings for the membership may be called by the President, by the Board, or by any 10 members, notice of such meeting shall be sent by mail to all members, which written notice shall set forth the place, date, time and purpose of the meeting. At any membership meeting, a quorum shall consist of (in person or proxy) a majority of voting members in good standing attending the meeting. Annual or special meetings of the members shall be called to order and presided over by the President, the Vice-President (if the President is absent) or any other Principal Officer (if the President and Vice-President are absent).

### ARTICLE 5. OFFICERS

#### SECTION A. Principal Officers

- 1) The Principal Officers of the Chapter shall be a President, Vice-President, Secretary and Treasurer. The offices of Secretary and Treasurer may be held by one person. In addition, there may be such subordinate officers as may be determined from time to time by the Board. Only persons who are voting members of the Chapter in good standing shall be eligible to be Principal Officers or subordinate officers of the Chapter. Failure to maintain such standing shall be considered to constitute a resignation from such office.
- 2) The Principal Officers shall be elected by the members at the annual membership meeting held in each even year. The term of each such Officer shall be two years and shall

end at the second succeeding annual membership meeting after his or her election. In the event that there is a vacancy among the Principal Officers, whether by resignation, death or otherwise, such vacancy shall be filled by the Board on an interim basis until the next annual membership meeting at which the other Principal Officers are to be elected.

#### SECTION B. The President

The President shall be the Chief Executive Officer of the Chapter and the Board. He may call any special meeting of the members of the Board and shall have, subject to the advice and control of the Directors, general charge of the business of the Chapter. He shall execute with the Secretary all contracts and instruments which have first been approved by the Board. In case of the absence or disability of the Treasurer, the President may execute checks for the expenditures authorized by the Board.

#### SECTION C. The Vice-President

The Vice-President shall be vested with all the powers and shall perform the duties of the President in case of the absence, disability or inability for any reason of the President to perform the duties of his office. The Vice-President shall perform such duties connected with the operation of the Chapter as he may undertake at the direction of the President or the Board.

#### SECTION D. The Secretary

The Secretary shall keep the minutes of all proceedings of the members and the Board in books provided for that purpose, and shall attend to the giving and serving of notices of all meetings of the members and the Board. He shall keep such other books and papers as the President or Board may direct. He shall execute with the President, in the name of the Chapter, all contracts and instruments that must be and shall have been approved by the Board.

#### SECTION E. The Treasurer

The Treasurer shall maintain general responsibility for the payment of all expenditures authorized by the Board and shall execute in the name of the Chapter, together with the President or Vice-President, all checks for expenditures authorized by the Board. The treasurer shall also be responsible for the receipt and deposit of all funds of the Chapter in a financial institution selected by the Board. He shall also account for all receipts, disbursements and balances on hand. The treasurer shall further perform such duties connected with the operation of the Chapter as directed by the President or the Board. The treasurer, and such other Principal Officers or subordinate officers as may be designated by the Board, may be bonded at the expense of the Chapter.

## ARTICLE 6. BOARD OF DIRECTORS

- a) The powers, business and property of the Chapter shall be exercised, conducted, and controlled by a Board of Directors of not less than seven members.
- b) The Board of Directors shall be determined as follows:
  - 1. The current President, Vice-President, Secretary and Treasurer.
  - 2. Additional Directorss, not to exceed seven in number, shall be elected by the membership at large in the same manner as Chapter Officers are elected.
- c) In case of a vacancy on the Board, the membership at large shall elect a Board member, after published notification, at the next regularly scheduled Chapter meeting.
- d) Meeting of the Board shall be called at any time on the order of the President, Vice-President, or on the order of at least three Directors.
- e) Notice of special meeting of the Board stating the time and in general terms the purpose of the meeting, shall be mailed or personally given to the Directors at least 48 hours prior to the time appointed for the meeting. If all Directors shall be present at a meeting, any business may be transacted without previous notice.
- f) A majority of the Directors shall constitute a quorum of the Board at all meetings and the affirmative vote of a majority present shall be necessary to pass any resolution or authorize any act of the Chapter.
- g) Each member of the Board shall serve as a Director without compensation.
- h) The Board shall have the power and authority to promulgate and enforce all rules and regulations pertaining to the use and operations of Chapter property and to do and perform or cause to be done and performed any and every act which the Chapter may lawfully do and perform.

## ARTICLE 7 ELECTIONS

- a) A nominating committee consisting of Chapter members at large may be formed at the August Chapter meeting of election years.
- b) Elections of Officers shall be accomplished at the October meeting of the Chapter prior to expiration of the current terms of office.
- c) Election to office requires a majority vote of members present.

## ARTICLE 8 PROCEDURE

All meetings of Chapter 827 shall be governed by parliamentary law as set forth in the most recent edition of Robert's Rules of Order when not inconsistent with law or these By-laws.

## ARTICLE 9. AMENDMENTS

These By-laws may be repealed or amended or new By-laws may be adopted at any meeting of the Board by a two-thirds majority of those present at such meeting or represented by proxy.

## ARTICLE 10. CHAPTER DISSOLUTION

Should the Chapter become inactive or disband, all Chapter records, certificates of incorporation and Charter are to be returned to EAA Headquarters for safekeeping. The assets of the Chapter will be transferred to the EAA Aviation Foundation, a non-profit corporation under Federal IRS and Wisconsin State Law.

## ARTICLE 11. SEAL

A corporate seal may be provided for.

Revised  
9/99