

EAA CHAPTER 103 BYLAWS

February 26, 2016

Article I Name:

The name of this chapter is "Treasure Valley EAA Chapter 103".

Article II Location:

This chapter is located in the Shep-Rock Community Aviation Center, 121 Municipal Drive, Nampa, Idaho 83687.

Article III Purpose

The purpose of this chapter is to:

1. Promote, encourage, and facilitate an atmosphere where all are welcome to join-in and become a part of recreational aviation.
2. Promote, encourage, and foster an environment that celebrates and nurtures the participation of families and the spirit of volunteerism within the world of recreational aviation.
3. 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.
4. Promote, encourage, and facilitate recreational aviation activities that provide educational opportunities.
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 (Experimental Aircraft Association, Inc)
7. Support and promote the mission, vision, goals and objectives of the EAA through programs and services within the Chapter family.
8. Have fun!

Article IV Chapter Membership

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 in Article IV, sections 1-5.

Classifications of Chapter Membership: There are five (5) types of chapter memberships. These chapter membership classifications are Regular, Family, Honorary/Complimentary, Special, and Life. The specific details of these chapter membership classifications are as described in the following paragraphs:

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)

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).

Honorary/Complimentary Membership: A 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 six month EAA Membership to any Honorary/Complimentary Chapter Member upon written request from the Chapter Officers, Chapter Board of Directors or Chapter Membership.

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.

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. A life chapter member must be a member in good standing of the EAA. A life chapter 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.

Duration of Chapter Memberships: The Duration of a Regular and Family 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.

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.

Removal of Chapter Membership: Chapter membership is a privilege, which requires an appropriate commitment from each chapter member. Each chapter member shall accept the responsibility 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:

1. 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, by a majority vote of eligible members at any regular or special chapter membership meeting where a quorum exists.
2. 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.

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 or special chapter 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 year thereafter on January 1st or at such time as the chapter officers or board of directors shall determine.

Assessments shall be paid as determined by the chapter officers and chapter board of directors, with 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 dues or assessments. Life 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 at least seven (7) days before such meeting by notice published in a chapter publication, such as the chapter webpage, chapter social networking site (Facebook) or by email.
3. Special chapter meetings may be held at such times and places as the chapter president may determine. Special meetings may also be called by a two-thirds (2/3) majority of the chapter board of directors.
4. Notice of special chapter 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; a quorum shall consist of at least one third (1/3) of the chapter members but not less than 10 chapter members.
6. In the absence of the chapter president, vice-president, secretary, and 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 member may have one vote on any question or resolution. If a member is absent, that member shall have the right to vote by proxy. The 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 EAA, in which case

a majority of not less than eighty percent (80%) of the members eligible to vote, present, or represented by proxy, is necessary for the adoption of such resolution.

Article VII Chapter Officers

1. The chapter officers shall be chapter president, vice-president, secretary, and treasurer, or a combination of secretary and treasurer.
2. The term of office for all chapter officers shall be one (1) year.
3. The chapter officers shall be elected at the regularly scheduled November meeting and shall hold office for one (1) year from date of installation. Installation of chapter officers shall be at the December meeting following their election, but no later than January 1st following their election.
4. The chapter treasurer may be bonded in an amount to be determined by the chapter officers. The premium to bond the treasurer shall be at the expense of the chapter.

Article VIII Duties of the Chapter Officers:

The following duties shall be performed by the officers. The 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.

1. 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 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 board of directors. In such circumstances, either the chapter vice-president or chapter secretary shall be called upon to co-execute such checks.
2. 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. The chapter vice-president shall annually either recruit a certified public accountant or an appropriate group of chapter members to conduct an audit of

the financial records of the chapter. The auditing party shall furnish a complete written financial report to the chapter board of directors.

3. 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 board of directors meetings. Additionally, the chapter secretary is also responsible for publishing notice of special meetings. The chapter secretary, with the assistance of the chapter membership chairperson, shall keep a chapter membership book, roster, or record showing the name of each chapter member. 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 officers or chapter board of directors direct. The chapter secretary shall jointly execute, along with the chapter president, all contracts and instruments that have first been approved by the chapter board of directors. The chapter secretary shall perform all other duties incident to the office of the chapter secretary, subject to the control of the chapter president and chapter board of directors.
4. The chapter treasurer or the chapter president and/or the chapter vice-president 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 accurate maintenance of all insurance records, including the proper application, binding, and premium payment for all necessary insurance required by the EAA.

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:
 - a. Class I director: Class I directors shall be the chapter president, vice-president, secretary, and treasurer. The term of office shall be one year.
 - b. Class II director: Class II directors shall be three (3) to nine (9) additional members elected to the position of class II director.
 - c. The term of office shall be two years with half elected in one year and the others elected the next 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 (2/3) majority of the chapter board of directors.
6. At least 48 hours prior to the time of each meeting of the chapter board of directors, notice shall be given to each of the chapter board of directors, stating the location, time, and purpose of the meeting. Such notice shall be distributed to all board members via email, chapter social media, or any method approved by a majority of the board. If all of the members of the board are present at a meeting, any business of the chapter may be transacted without previous notice of the meeting.
7. A two-thirds (2/3) majority of the chapter board of directors, at least two (2) of which shall be officers, shall constitute a quorum of the board of directors.
8. Each member of the chapter board of directors shall serve as a board member 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.

Article X Board Meetings and Responsibilities

All board meetings shall be conducted in accordance with the following:

1. Order of business for board meetings:
 - a. Roll Call.
 - b. Reading and acceptance of the Minutes of the preceding meeting.
 - c. Reports of Committees.
 - d. Reports of Officers.
 - e. Old and Unfinished Business.
 - f. New Business.
 - g. Adjournments.

2. The board must approve all chapter expenditures with a value more than \$150. Approval for amounts over \$150 may be obtained by an email vote with at least 3 days between the requesting email being sent, and the responses being counted. The chapter secretary shall be responsible for sending all emails associated with email approval for expenditures.
3. The Chapter President or Treasurer may approve any chapter expenditures of \$150 or less.
4. Any motion brought to a vote during the same meeting as it is initially presented must pass with a 2/3 majority of the board members present instead of the normal simple majority. If a 2/3 majority is not obtained then the vote must be delayed until the next board meeting where it will be addressed under old business.
5. Proxy votes shall be accepted for all motions under old business.

Article XI Vacancies (Officers)

If the office of chapter president, vice-president, secretary, or treasurer becomes 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 XII Elections

1. The chapter president shall appoint a nominating committee made up of at least three (3) chapter members. The appointment of the nominating committee shall take place no later than July 1.
2. 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 chapter publications.
3. Beginning in July, the nominating committee members shall canvas the current 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 accept the names of any of the members who are interested in an elected position. It is the responsibility of the chapter Secretary to verify that all nominees are current chapter and EAA members.
4. At the October membership meeting the nominating committee shall present to the members the nominations they have obtained. In addition, open nominations will be accepted from the chapter members during the October meeting.

5. Once all nominations have been received, a list of the nominees will be posted at the regular meeting place, or any place deemed appropriate by the nominating committee, and published in the chapter publications. Nominations are closed 14 days prior to the November meeting.
6. Elections of chapter officers and board of directors will take place at the November membership meeting. Voting may be done by acclamation if there is no objection from any chapter member. Otherwise voting shall be done by written ballot and three (3) chapter members appointed by the 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 board of directors prior to its use.
7. All newly elected chapter officers and board of directors shall assume their responsibilities at the December membership meeting, but no later than January 1.

Article XIII 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 board of directors, the incumbent and newly elected officers and board of directors shall organize and hold a transition meeting wherein all chapter records and information will be passed on to the newly elected officers and board of directors.
2. During the transition meeting, the newly elected officers and board of directors shall review the chapter bylaws, 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 officers and 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 officers and board of 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 officers and board of directors shall review the insurance requirements specified by EAA and ensure that all proper insurance coverage has been arranged through the appropriate programs of the EAA.

Article XIV Financial Reports and Audits

1. The chapter treasurer shall prepare a quarterly and an annual financial Statement and present each report to the chapter members. The board of directors will determine whether such reports will be given at the regular membership meetings or published on the Chapter's website.
2. The board of directors, under the direction of the vice-president, shall arrange annually to have either an outside audit or an internal audit of all financial records and practices of the chapter. This audit shall be made available to the members. The board of directors will review the recommendations made by the auditors and shall take appropriate steps to implement them.

Article XV Other Reports and Recordkeeping

The chapter president shall prepare a report presenting the plans and goals for the year. This report shall be presented at the February membership meeting. The minimal content of this report shall be set by the board and maintained each year until changed by the board.

The chapter president shall prepare a yearend report to be presented at the October membership meeting. This report shall contain a summary of chapter activities, accomplishments and other information as requested by the board.

The chapter secretary shall maintain an electronic copy of all email correspondence sent to/from the board. This electronic copy shall, at a minimum, be available for review on the chapter's website. These records shall be updated at least every other month.

The Secretary shall maintain a copy of all board decisions which are permanent in nature. This document shall be reviewed by the board at least twice a year for the continued persistence of each decision contained within the document. The document shall be kept as an addendum to these bylaws and be reviewed at each annual transition meeting.

Article XVI Facilities, Tools, and Other Assets

1. The chapter officers and 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 director will serve on appropriate committees to properly manage the chapter's facilities, tools, and other assets.

Article XVII Chapter Nominating Committee

The chapter nominating committee shall consist of 3 to 5 chapter members. The purpose of the nominating committee is to conduct the annual process of recruiting nominees for the various elected positions within the chapter and reports these nominations to the membership of the chapter.

Article XVIII Chapter Membership Committee

The Chapter Membership Committee, which is appointed by the Chapter Board of Directors, shall consist of 3 to 5 Chapter Members. By February of each year the Chapter Membership Committee shall develop an action plan for the year and present it to the membership at the next membership meeting. This plan shall layout the activities for the year to retain existing EAA and Chapter Members as well as recruit new EAA and Chapter Members. A representative of the Membership Committee shall give a brief summary of activities at each regular membership meeting. Further, the Chapter Membership Committee shall keep an ample quantity of EAA and Chapter Membership Application Forms and any other materials that will assist in the retention and recruitment of EAA and Chapter Members.

Article XIX Organization Committees

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 XX 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 fully and completely 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 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 EAA.

Article XXI Amendments

The bylaws of the chapter may be amended, or new bylaws adopted, at any regular chapter meeting of the members called for that purpose. EAA staff must approve any amended or new bylaws. Amended or new bylaws must be passed by a not less than eighty percent (80%) majority vote of the chapter members eligible to vote. The vote may be either in person or by proxy.

Article XXII Dissolution

The chapter may be dissolved by a two-thirds majority vote of the members eligible to vote. If a chapter is dissolved, the chapter president is responsible for ensuring that all chapter debts and obligations are paid, and all chapter records are sent to the EAA Chapter Office at EAA Headquarters, PO Box 3086, Oshkosh, Wisconsin, 54903-3086. The chapter president is also responsible for the disposition of all chapter materials and


assets. These assets must be donated to another non-profit organization (the EAA and EAA Foundation are both non-profit organizations).


Article XXIII 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 Experimental Aircraft Association, Incorporated. In the event that the Experimental Aircraft Association, Incorporated 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.

EAA Treasure Valley Chapter 103

Chapter President's Signature  Date 3-10-2016
Lloyd Thompson

Chapter Vice-President's Signature  Date 18 Mar 2016
Stanley Siewert

Chapter Secretary's Signature  Date 3/10/2016
Douglas Kandle

Chapter Treasurer's Signature  Date 3/10/2016
Leonard Buchanan