

Peninsula Flying Club

BYLAWS

ARTICLE I - PURPOSE

I. The purpose of this non-profit corporation shall be to provide its members a convenient means for private flying at the most economical costs.

ARTICLE II- MEMBERSHIP

1. The purchase of a membership in the Corporation with a par value of \$1350.00, shall constitute membership and entitles the member the use of the Club aircraft, voluntary participation in club meetings, and voting privileges, subject to the Club by-laws and rules of operation. Membership shall be limited (50) or as voted upon by the membership, A non-refundable management fee of \$150 shall be assessed on each sale or transfer of a membership.. The Executive committee shall approve all membership sales and transfers.
 - A. Membership value (which is a product of total club assets) is set by the Executive committee and voted upon by the membership
2. Upon approval of the Executive Committee and payment of a \$150.00 non-saleable, non-refundable initiation fee for each family member, a member's spouse or dependent child under age 21 may become a "family member" without the right to vote. The \$150.00 initiation fee may be applied toward the purchase of a full membership.
3. Upon approval by the Executive Committee, Club Approved Instructors who do not purchase regular club memberships shall become "associate members" and be included on the club roster. "Associate Member" instructors may not operate club aircraft for any purpose other than instructing club members and shall not have voting privileges in club affairs. There will be an annual insurance coverage fee of \$150.00
4. Each regular member shall be assessed dues of \$85.00 per month. Each family member shall be assessed dues of \$10 per month.

ARTICLE III - MEETINGS

1. An executive committee meeting shall be held at least every six months, at a time and place determined by the Executive Committee. The President, or executive officers, at the President's direction, may call special meetings as required upon 72 hrs. notification of the membership.

2. At any meeting of the members or executive committee, a quorum shall consist of not less than one-half plus one voting members in good standing.
3. The President, or in the President's absence the Vice-President, shall preside over the meetings of the members. In the absence of the President and Vice President, a Chairman elected by the voting members present shall act as presiding officer.
4. There shall be an annual meeting for the election of officers as provided in Article IV.
5. General Membership meetings shall be scheduled on a semi-annual basis.
6. Special general membership meetings require 10 working day notification by email and /or written letter.

ARTICLE IV - ELECTIONS

1. A meeting of the members to elect officers shall be held each year during the month of February at the regular semi-annual meeting and in compliance with Article VIII of the Articles of Incorporation.
2. A written notice or email shall be mailed to each voting member at his last known address at least two (2) weeks prior to the meeting.
3. A committee of three (3) elected by the membership shall with the President constitute the Nominating Committee. They shall publish nominations prior to election of officers.
4. Votes shall be cast in person or by proxy using a secret ballot. In the event of a tie, the president shall vote to break the tie; otherwise, the president does not vote.
5. Each officer shall serve for one year, and shall continue in office until a successor is elected.
6. Any vacancy of office during the calendar year shall be filled by election at the next club meeting. The interim officer shall serve until the next annual election.

ARTICLE V - OFFICERS

1. There shall be four (4) elected officers who together with the past President and two members elected at large shall constitute the Executive Committee and be considered the

Trustees of the Corporation. The Secretary/Treasurer may be a combined position but entitled to only one vote. These officers shall be elected from voting members in good standing.

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer
- (5) Member - at - Large
- (6) Member - at - Large
- (7) Past President

A. The following shall be appointed by the Executive Committee

1. Maintenance Officer/Safety Officer

The Maintenance Officer shall report to the Executive Committee, They shall be responsible for all documents required to be carried in the aircraft, and for the execution of all documentation required upon the completion of inspections and major repairs. In addition they shall monitor the membership activities for safety related issues, and provide necessary information to the membership for maintaining safe operations.

2. Compliance Officer

The Compliance Officer shall report to the Executive Committee. They will be responsible for monitoring the membership to ensure compliance with the FARs, club rules, and shall maintain all pertinent membership data.

3. Membership Chairperson

Membership Chairperson shall report to the Executive Committee regarding new members and shall be in charge of recruitment and documentation of new members.

B. The Executive Committee shall keep a complete record of all its meetings and acts, and shall present at the regular meetings a detailed statement of the current condition of all corporate matters.

C. The Executive Committee shall have the power to enforce all rules and regulations pertaining to the use and operation of Club property, and to administer the business matters that the Corporation may lawfully do and perform.

2. The President shall be the Chief Executive Officer of the Corporation and preside at all meetings of the Corporation and the Executive Committee. The President may call any special meeting of the members, and shall have general charge of the business of the Corporation. He

shall execute with the Secretary, in the name of the Corporation, all certificates of membership, contracts, and instruments.

A. The President shall be responsible to the members for the operation of the Corporation. The President shall make and enforce decisions regarding the suitability of all equipment and shall recommend operational rules to the Corporation. The President shall also report, with recommendations, all violations of such rules by any member of the Corporation.

B. The President shall be ex-officio member of all committees.

3. The Vice President shall be vested with all the powers and shall perform the duties of the President in case of the absence or disability of the President.

4. The Secretary shall take minutes of all meetings of the membership and the Executive Committee and perform all other duties incident to the office, subject to the direction of the Executive Committee.

5. The Treasurer shall maintain the financial records of the Club, prepare monthly billings to the membership, and prepare a monthly financial report. Specific tasks shall include receipt of all funds of the corporation: deposit of such funds in the Club's bank account(s); execute in the name of the Corporation, with another officer of the Club, all checks for expenditures authorized by the Executive Committee; account for all receipts, disbursements, and balances on hand; compute all flight times and dues. All expenditures shall be paid out only by check.

A. The Treasurer shall make the Corporation books and records available at all Club meetings and to any member in good standing, upon demand.

B. The Treasurer shall assist a Financial Review Committee in conducting an annual financial audit of the books of the Corporation and the preparation of the Annual Financial Report of the Corporation. The Financial Review Committee shall consist of two club members appointed annually by the Executive Committee.

6. Elected officers may receive a discount to their club account for work performed for the benefit of the club, if the executive board deems the work benefits the club, The rate of discount and duration shall be at the discretion of the Executive Committee

ARTICLE VI - MEMBERSHIP REGULATIONS

1. Memberships shall be transferable, provided the Executive Committee approves the new member prior to the transfer. The Club shall have first option to purchase memberships that are for sale.

A. When a member indicates their intent to leave the club and sell their share, all club and flying privileges shall be revoked. They are ultimately responsible for the sale of their

membership. However, they will be placed on the club's 'buy-out list' and their membership will be sold to a new member in the order in which they were added to the list. If they sell their membership on their own. The Executive committee as stated in Article II, Section 1, must approve the prospective new member.

- B. The Executive Committee at its discretion may allow members who can no longer maintain a current medical, or for reasons acceptable to the Executive Committee shall have the opportunity to remain in the club as associated members, as long as they still maintain a share in the club. The monthly dues shall be reduced to \$25.00 per month. The time limit for the waiver shall be six months subject to review by the executive board.
- C. The Executive Committee may elect to suspend the member's privileges if it deems it is in the best interest of the member and the club. The member is then not obligated to pay monthly dues.

2. Billing of flight time and dues will be a point of sale system or by prepay.. No account receivables will be allowed. Dues will be automatically charged on the last day of every month.

3. If a member commits Violations of Club Rules of Operation or By-Laws, the member may, at the judgment of the Executive Committee:

- (a) Lose flying privileges for varying amounts of time and/or be fined.
- (b) Be allowed thirty (30) days to sell the membership and withdraw
- (c) Be dismissed from the Club with forfeiture of membership with no return of funds.

If the decision of the Executive Committee is unacceptable to the parties involved, they may request a vote at a meeting of the membership. This vote shall then be considered final.

ARTICLE VII - DISSOLUTION

1. In the event of the dissolution of the Corporation, the property and proceeds remaining shall be distributed, equally to each shareholding member.

ARTICLE VIII -AMENDMENTS

1. Proposed amendments to the by-laws shall be provided in writing to all members in good standing at least 10 days, but not more than 60 days, prior to a meeting of the membership to vote on the proposed changes. This written notice (email or written) must include the date, time, and place of the meeting.

2. With the appropriate 10-day notice, these By-Laws may be amended, repealed, or replaced at any meeting of the membership by a two-thirds (2/3) majority vote of the members present in good standing.

ARTICLE IX - AIRCRAFT OPERATION

1. Each club member is responsible to know and observe all applicable Federal Aviation Regulations.

2. Each club member is responsible to know and observe the Rules of Operation officially adopted by the Club. The Rules of Operation shall be considered an appendix to the Corporation By-Laws.

3. The Club shall carry liability and hull insurance on all aircraft. Each member will be financially responsible for the deductible, or if insurance refuses payment due to gross negligence, for the whole amount

4. In the event of damage to the Club Aircraft, a Safety Committee consisting of three (3) members appointed by the President, shall evaluate the circumstances of the accident and submit a report to the Executive Committee and all persons involved in the accident; setting forth the probable causes and recommending the financial responsibility for the damage up to the full amount not covered by insurance.

The Executive Committee, upon receipt of the report of the safety Committee, shall determine the financial responsibility for the damage.

If the decision of the Executive Committee is unacceptable to the parties involved, they may request a vote at a meeting of the membership. This vote shall then be considered final and unsatisfied moneys may be deducted from the Club membership involved, if necessary, to pay all or part of the damage.