

**BUTLER COUNTY FLYING CLUB, INC.**  
**BY-LAWS**

**ARTICLE 1 - PURPOSE**

The Butler County Flying Club is formed for the purpose of “encouraging interest in aviation, providing education and training for its members at economical rates, . . . and bringing to more people the social benefits and pleasures of flying activity.”

**ARTICLE 2 - MEETINGS OF MEMBERS**

1. All meetings of the members, except as herein provided, shall be held at a place to be determined by the President after consultation with the members.
2. The annual meeting of the Club shall be held on the third Thursday of October at such time and place as the Board of Directors shall determine.
3. Notice of the annual meeting of the members shall be given by written notice mailed or electronically transmitted to each member in good standing at his or her last known place of business; residence; or e-mail address at least ten (10) days before such annual meeting.
4. Special meetings of the members may be held at such time and place as the President may determine, or may be called by a majority of the Board of Directors or by written petition of at least 75% of the members in good standing. It shall be the duty of the Secretary to call such meetings within thirty (30) days after such demand.
5. Notice of special meetings of members, stating the time and in general terms the purpose thereof, shall be given in a like manner as the notice required for the regular annual meeting. If all the members shall be present at any gathering, any business may be transacted without previous notice.
6. At any meeting of the members, a quorum shall consist of one-half of the members who are in good standing.
7. The President, or in his or her absence, the Vice President, or in the absence of the President and Vice President, a Chairman elected by members present shall call the meeting of the members to order and shall act as the presiding officer thereof.
8. At the annual meeting of the members, the members shall elect by ballot a Board of Directors as constituted by these bylaws.
9. At every meeting of the members, each member shall have only one vote. Votes cast by mail will be accepted provided they are received by the Secretary at least

five (5) days prior to the meeting when the vote is to be taken. Proxy votes in writing will be accepted.

10. A majority vote of the members present or voting by valid proxy is necessary for the adoption of any resolution and for the election of a member to the Board of Directors.
11. Parliamentary procedures will be followed and minutes will be kept at all meetings.

### **ARTICLE 3 - DIRECTORS**

1. The powers, business and property of the Club shall be exercised, conducted and controlled by the Board of Directors consisting of five (5) members, provided, however, that the vote of two-thirds of the members in good standing shall be required to purchase, lease or sell a Club aircraft.
2. Each Director shall be elected annually from the membership of the Club at the regular annual meeting of the members for a term of one (1) year to begin on the first day of the month following the annual meeting.
3. In case of a vacancy on the Board of Directors, the remaining Directors shall fill such vacancy by appointment from the Club membership. If three (3) or more vacancies occur at any one time, they shall be filled by vote of the members at a meeting duly called.
4. Not later than one week after each annual meeting of members, the newly elected Directors shall hold a meeting and organize by the election of a President, Vice President, Secretary, Treasurer and; and shall transact such other business as may properly come before the Board.
5. Regular meetings of the Board of Directors shall be called at a time and place to be determined by the President.
6. Special meetings of the Board of Directors shall be called at any time on the order of the President or on the order of at least three (3) Directors.
7. Notice of special meetings of the Board of Directors stating the time and, in general terms, the purpose of the meeting shall be mailed or electronically transmitted or personally delivered to each Director in the manner provided for herein above, not less than three (3) days before the day appointed for the meeting. If all Directors shall be present for any meeting, any business may be transacted without prior notice.
8. Three (3) Directors shall constitute a quorum of the Board at all meetings and the

affirmative vote of at least one-half of the Board members present plus one shall be necessary to pass any resolution or authorize any act of the Club.

9. Each member of the Board of Directors shall serve without any compensation or reward, except as otherwise provided for in these bylaws.
10. The Board of Directors shall cause to be kept a complete record of all its acts and proceedings of its meetings and to present a full statement at the regular meeting of the members, showing in detail the condition of the affairs of the Club.
11. The Board of Directors may assign to any member any duty or office which the Board deems appropriate and necessary to the conduct of the business of the Club and which is not otherwise expressly provided for in these bylaws.
12. The Board of Directors may engage salaried personnel from outside the Club membership to perform such services on behalf of the Club as the Board deems appropriate and necessary.
13. The Board of Directors shall have the power and authority to promulgate and enforce all rules and regulations pertaining to the use and operation of Club property and to do and perform, or cause to be done and performed, any and every act which the Club may lawfully do and perform.

#### **ARTICLE 4 - OFFICERS**

1. The officers of the Club shall be President, Vice President, Secretary and Treasurer.
2. The President, Vice President, Secretary and Treasurer shall be elected by the members in good standing at the regular annual meeting of the members of the Club and shall hold office for twelve (12) months and until their successors are duly elected and qualified.
3. The President and Vice President shall serve without compensation or reward. The Secretary and Treasurer shall each receive two (2) hours of flying time per month as compensation for their services.
4. The Treasurer shall be bonded, the premium therefore to be paid out of Club funds.

#### **ARTICLE FIVE - PRESIDENT**

1. The President shall be the chief executive officer of the Club. He shall preside at all meetings of the Club and the Board of Directors and shall have, subject to the

advice and control of the Directors, general charge of the business of the Club, and shall execute with the Secretary in the name of the Club, all certificates of membership, contracts and instruments other than checks which have been approved by the Board of Directors.

2. The President shall co-sign all checks executed in the name of the Club.
3. The President shall be responsible to the Board of Directors for the operation of the Club. He shall make and enforce decisions regarding the suitability of all equipment and the qualifications of all members for each type of flight operation. He shall recommend for approval to the Board of Directors all operational rules of the Club and shall report with recommendations all violations of such rules by any member of the Club.

#### **ARTICLE 6 - VICE PRESIDENT**

1. 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.
2. The Vice President shall also perform such duties connected with the operation of the Club as he may undertake at the suggestion of the President.

#### **ARTICLE 7 - SECRETARY**

1. The Secretary shall keep the minutes of all proceedings of the members and of the Board of Directors in books provided for that purpose. He shall attend to the giving and serving of notices of all meetings of the members and of the Board of Directors and otherwise. He shall keep a proper membership book showing the name of each member of the Club, the bylaws, the Club seal, if any, and such other books and papers as the Board of Directors may direct. He shall execute with the President, in the name of the Club, all certificates of membership, contracts and instruments which have been first approved by the Board of Directors. In the absence or disability of the Treasurer and under the direction of the President, he shall execute in the name of the Club, checks for expenditures authorized by the Board of Directors. He shall also maintain an appointment book for the operation of aircraft.
2. The secretary shall perform all duties incident to the office of Secretary, subject to the control of the Board of Directors.
3. The secretary shall also perform such duties connected with the operation of the Club as he may undertake at the suggestion of the President.

#### **ARTICLE 8 - TREASURER**

1. The Treasurer shall co-sign with the President, in the name of the Club, all checks

for the expenditures authorized by the Board of Directors. He shall receive and deposit funds of the Club in the bank selected by the Board of Directors, which funds shall be paid out only by check as hereinbefore provided. He shall also account for all receipts, disbursements and balance on hand.

2. The treasurer will provide a monthly report of the financial status of the Club to the Board of Directors and a quarterly report to every member.
3. The Treasurer will inform the President on the 10<sup>th</sup> of each month if any members are delinquent and notify him when such delinquency has been paid.
4. The Treasurer shall perform all duties incident to the office of Treasurer, subject to the control of the Board of Directors.
5. The Treasurer shall also perform such duties connected to the operation of the Club as he may undertake at the suggestion of the President.

#### **ARTICLE 9 - AIRCRAFT MAINTENANCE OFFICER**

1. The aircraft maintenance officer shall be responsible for maintaining current information in the aircraft logbooks.
2. The aircraft maintenance officer shall be responsible for maintaining the aircraft in proper operating condition, by or under the supervision of a properly certificated aircraft and power plant mechanic, and for obtaining all inspections, major overhauls and for compliance with all service bulletins for the aircraft.
3. The aircraft maintenance officer shall be responsible for all papers required to be carried in the aircraft and for the execution of all papers required upon completion of inspections and major repairs.

#### **ARTICLE 10 - VACANCIES**

If any office, other than that of President, becomes vacant for any reason, the President shall appoint an interim successor until such time as the Board of Directors shall elect a successor from the membership who shall hold office for the unexpired term. If the office of President becomes vacant, the Vice President shall become the President and the Board of Directors shall elect a new Vice President from the membership.

#### **ARTICLE 11 - SAFETY BOARD**

1. A safety Board shall be designated by the Board of Directors for each aircraft accident involving either a member of the Club or any equipment belonging to the Club, providing such accident resulted in damage to equipment exceeding a sum

of \$300.00.

2. The Safety Board shall consist of three (3) members of the Club who were not involved in the accident.
3. The Safety Board shall take all steps necessary to ascertain the facts, conditions and circumstances for the accident; shall arrive at conclusions regarding the probable cause and the responsibility for such accident; and shall make known to the Board of Directors and to all parties involved in the accident, its findings in the form of a written report.

#### **ARTICLE 12 - HEARINGS**

1. The Board of Directors, upon receipt of the findings of the Safety Board shall offer to all parties involved in the accident the opportunity of a hearing. After the hearing, or if such hearing is waived by all the parties involved in the accident, the Board of Directors shall decide the financial responsibility. The decision of the Board of Directors shall be final.
2. The Board of Directors shall not impose financial responsibility on any one member in excess of One Thousand (\$1,000.00) Dollars for any one accident, unless the damage results from a violation which is not covered by insurance carried on the aircraft, in which case the party responsible for the damage shall be liable for the full amount. Recommendations of the Board shall be approved by recorded vote of all Club members.
3. All financial obligations imposed on any member as a result of the decision of the Board of Directors shall be satisfied within thirty (30) days of written notice to the responsible party. Otherwise, in the case of a member, all unpaid financial obligations may be deducted from the membership fee, the remainder of which shall be returned to the member with a cancellation of membership in the Club.

#### **ARTICLE 13 - MEMBERSHIP**

1. New members may be admitted to the Club only after being approved by a majority vote of the members. Membership shall be limited to Fifteen (15) in number for the first aircraft and not more than a total of fifteen (15) for any additional aircraft.
2. Upon receipt of the initiation fee, the Club shall issue to each member a certificate on a form approved by the Board of Directors.
3. A member may withdraw from the Club upon notification in number for the first aircraft and not more than a total to the Secretary in writing thirty (30) days in

advance, and said member may make withdrawal final within the next ninety (90) days without further notification provided that the withdrawing member has disposed of all share in the assets of the in number for the first aircraft and not more than a total Club to a new member acceptable to the Club membership. The Club shall have the right of first refusal to purchase the share of a member wishing to withdraw from the Club shall have thirty (30) days from the date of receipt by the Secretary of the withdrawal notice to exercise this right of first refusal.

4. A member may be expelled by a two-thirds vote of the members voting at any duly called regular or special meeting of the members. Ten (10) days notice shall be given to each member who shall have the right to be heard either in person or by counsel at a meeting of the Club called for this purpose. A member so expelled shall receive from the Club a sum equal to his/her share in the assets of the Club less any monies, dues or fines owed to the Club.
5. In the event of the death of a member, the Club shall have the right of first refusal to purchase from the deceased Club member's estate the member's share in the assets of the Club. If a member wishes to name in his/her will or other testamentary plan a beneficiary of his/her share in the assets of the Club, the named beneficiary must be acceptable to the Club.

#### **ARTICLE 14 - MEMBER PAYMENTS**

1. ***Initiation Fees.*** A person duly elected to the Club as provided for by these bylaws shall be deemed a member upon payment of the initial fee of \_\_\_\_\_ (\$\_\_\_\_\_) dollars.
2. ***Dues.*** Each member shall be assessed annual dues in the amount of fifty (\$50.00) dollars, said dues to be payable in full within ninety (90) days after being approved for Club membership as provided for herein above. Members who pay their dues in full on or before June 30, 2009, shall be recognized as Re-Charter Members in recognition of their participation in the reorganization of the Club. Annual dues may be changed from time to time upon the approval of two-thirds of the voting members of the Club.
3. ***Hourly Aircraft Rate.*** The hourly rate for use of Club aircraft shall be established by the Board of Directors and may be changed from time to time. Members shall notify the Secretary on the last day of the each month of their accumulated time in the aircraft. Time in aircraft shall be measured by Hobbs meter readings. Members will be billed on the 5<sup>th</sup> of each month for their accumulated hours for the previous month.
4. ***Delinquency.*** Any member who has failed to pay dues, hourly aircraft rate

charges or any other sum due to the Club within fifteen (15) days after said sums shall be due, shall be considered delinquent and shall be automatically suspended from flying the Club aircraft or engaging in any other Club activity. A ten (10%) percent penalty of the delinquent amount shall be charged after after one month's delinquency unless the Board of Directors waives the penalty upon a showing of good cause by the member. When a delinquent member fails to pay any sum owed to the Club, or at the discretion of the Board of Directors, to make suitable arrangements with the Board for payment thereof within sixty (60) days of the due date, the member shall automatically be considered as indicating his/her intention to withdraw from the Club.

5. Members whose financial obligations to the Club are current shall be considered "members in good standing." "Financial obligations to the Club" shall include, but not be limited to dues, assessments, initiation fees and similar types of obligations.

### **ARTICLE 15 - CLUB FINANCES**

1. No member may authorize expenditures or otherwise incur financial obligations in the name of or for the benefit of the Club except as expressly provided for in these bylaws or other regulations duly promulgated by the Club membership.
2. The Treasurer is authorized to expend Club funds in payment of all normal fixed costs of the Club and all operating costs not in excess of One Hundred Dollars (\$100.00). The Treasurer must obtain approval from the Board of Directors for any unusual expenditure and for all expenditures in excess of One Hundred Dollars (\$100.00). The President, Vice President and Treasurer shall be authorized signers on Club bank accounts, however, check written on any Club banking account shall require the signature of only of said officers.
3. The Maintenance Officer may authorize work on Club aircraft in an amount up to Five Hundred Dollars (\$500.00) without seeking approval from the Board of Directors. The Maintenance Officer shall consult with the Treasurer before authorizing any work to determine whether there are sufficient funds to pay for the work.
4. Individual Club members will be reimbursed for any personal expenditures not in excess of One Hundred Dollars (\$100.00) when such expenditures are for repairs of Club aircraft or maintenance necessary to safely complete a trip back to the Poplar Bluff airport.
5. No Club member, officer, director or any other individual shall obligate the Club to any expenditure, repair, service in an amount in excess of One Hundred Dollars (\$100.00) without the approval of a majority of the Club members.

## **ARTICLE 16 - FLIGHT PROFICIENCY PROGRAMS AND FLIGHT RULES**

1. The Board of Directors shall develop, or cause to be developed, a Flight Proficiency Program for all members to include, but not necessarily be limited to, periodic check rides with qualified flight instructors; minimum number of flight hours per month; minimum number of landings per month; and, periodic refresher courses. The Flight Proficiency Program must be approved by a majority of the Club members. The Flight Proficiency shall, in all cases, be in compliance with applicable FAA regulations.
2. The Board of Directors shall develop, or cause to be developed, a set of Flight Rules. The Flight Rules will take into consideration the varying levels of experience of the Club members and proficiency and type of aircraft to be flown.

## **ARTICLE 17 - SURPLUS**

The net savings or surplus remaining after all operating costs and other expenses have been paid shall remain in the Club's treasury for the purchase of new equipment; engine overhaul; contingencies; or for the purpose of reducing the hourly rates for flying as shall be determined by the Board of Directors. The net savings in any event shall not be distributed to the members for their personal use.

## **ARTICLE 18 - AMENDMENTS**

1. These bylaws may be repealed or amended or new bylaws may be adopted at any meeting of the members called for that purpose or at any regular meeting of the members by a two-thirds majority of the members voting at such meeting.
2. At any duly called special or regular meeting of the members, ten (10) members of the Club, in good standing, either present in person or by valid proxy, shall constitute a quorum for the transaction of Club business.