

## BYLAWS

### NORTH VALLEY PILOTS ASSOCIATION Also known as the North Valley Aviation Association Chapter of California Pilots Association

#### ARTICLE I

##### SECTION 1. NAME

The name of this organization shall be, NORTH VALLEY PILOTS ASSOCIATION, and shall also be known the North Valley Aviation Association. It is a Chapter of California Pilots Association, a nonprofit corporation operating under the Laws of the State of California for public educational and charitable purposes.

#### ARTICLE II

##### SECTION I. PURPOSE:

The purpose of this organization shall be as stated in the Articles of Incorporation. Articles of Incorporation are available from the Secretary.

##### SECTION II. LEGISLATIVE AND POLITICAL PURPOSES

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

#### ARTICLE III

##### SECTION 1. FISCAL

- A. All funds of the Chapter shall be deposited in the account (s) in the name of, NORTH VALLEY PILOTS ASSOCIATION, Chapter of California Pilots Association, and may be withdrawn only by draft bearing the signature of any two of the current elected officers.

The fiscal year of the Chapter shall be from January 1 to December 31 so as to coincide with that of the California Pilots Association

- B. An annual report to the members, that includes a summary of the prior year's dues, donations, and expenses, shall be made within 120 days of the close of the fiscal year.

## SECTION 2. DISSOLUTION

Dissolution of the Chapter and the distribution of the assets there from shall be governed by the Articles of Incorporation.

## SECTION 3. DUES

- A. Chapter dues may be changed by a majority vote of the members present at a regular meeting provided that proper notice has been given that such action will be considered. Notice may be given by publication in the newsletter, email or other writing at least thirty days prior to the action to be taken. Dues will become payable January 1 of each year and will become in arrears thirty days following.
- B. Dues shall be paid to the, NORTH VALLEY PILOTS ASSOCIATION, (or North Valley Aviation Association) in accordance with its Bylaws and with the Bylaws of the California Pilots Association.

## SECTION 4. NOTICE

The Chapter Newsletter and/or email shall serve as the official means of communicating and giving timely notice to the membership. Except for notices relating to amendments to the Articles of Incorporation or the Bylaws, communications may be effected by means of electronic mail with those members having that capability.

## ARTICLE IV

### SECTION 1. MEMBERSHIP

- A. Anyone having an interest in aviation consistent with the Articles of Incorporation and Bylaws of the Association can be a member upon payment of dues as established by the membership. Membership shall be individual or family. Family and individual memberships shall be entitled to one vote only.
- B. Any officer, director, or other member of the Association may resign his/her office and/or chapter membership by submitting a written request to the President of the Association, or in case said officer is the President, resignation should be handed to the Vice President.

**ARTICLE V**

**SECTION 1. OFFICERS AND DIRECTORS**

- A. The governing body of this association shall be its Officers and Directors. They shall be known as the Board of Directors and shall attend meetings of the board and vote on issues before them.
- B. The Officers are:

|                |                          |
|----------------|--------------------------|
| President      | Secretary                |
| Vice President | Immediate Past President |
| Treasurer      |                          |

- C. The Directors are

|                           |                               |
|---------------------------|-------------------------------|
| Flying Safety Director    | Flight Academy Director       |
| Event Operations Director | Governmental Affairs Director |
| Marketing Director        | Membership Director           |

**SECTION 2. NOMINATING COMMITTEE**

- A. The Immediate Past President shall serve as Chair of the Nominating Committee. The Immediate Past President shall select two(2) other members from either the Officers or Directors or from the membership at large to serve as the nominating committee. The nominating committee shall recruit members to serve as officers and Directors. The Nominating Committee shall meet in August and prepare a slate of candidates for consideration of the membership at the October general meeting.
- B. Other nominations may be accepted from the floor or from any member of the association.

**SECTION 3. NOMINEES**

Nominees for elective office must be Association members for at least three months immediately preceding the election.

SECTION 4. ELECTIONS

- A. The method of balloting and counting shall be in accordance with Robert's Rules of Order.
- B. Election of the Board of Directors shall be by a majority vote of the members voting.
- C. Newly elected officers and directors shall assume office January 1 following their election in October.

SECTION 5. VACANCY IN OFFICE

- A. All vacancies shall be filled by selection and vote of the Board of Directors, except the office of President, to which the Vice President shall succeed.
- B. Any officer may be removed from office by a majority vote of the Board of Directors for misconduct or neglect of duty, or for any reason on demand of two-thirds of the entire membership.

**ARTICLE VI**

SECTION 1. COMPOSITION OF THE BOARD OF DIRECTORS

- A. The Board of Directors shall be composed of eleven members, including the officers and the directors.
- B. The authorized number of Officers and Directors may be changed by amendment to these bylaws duly adopted by the members

SECTION 2. GENERAL DUTIES OF THE BOARD OF DIRECTORS

- A. The Board shall have all duties and powers as set forth in the Articles of Incorporation. It shall carry out the purposes of the Association according to the Laws of California, the Articles of Incorporation, and these Bylaws.

SECTION 3. SPECIFIC DUTIES OF THE BOARD AND OFFICERS

- A. PRESIDENT: shall preside at all Association meeting and Board meeting, and shall enforce the observance of the Bylaws; he/she shall see that all officers and members of committees perform their respective duties as enjoined by the Bylaws; shall appoint all committee chairs; shall carry out the collective wishes of the members and be their spokesperson on matters of Association policy. He/she shall perform such other duties as specified in Robert's Rules of Order.
- B. VICE PRESIDENT: shall assist the President in the performance of his/her duties; shall preside at the Association membership meetings of Board meetings in the absence of the President.

- C. SECRETARY: shall maintain current copies of the Associations Articles of Incorporation and Bylaws. He/She shall be responsible for the accurate account of all transactions of the Association meetings; shall serve as custodian and file all papers and documents pertaining to Association transactions; shall handle Association correspondence; shall issue all notices as directed by the members in meetings or by the President; shall see that correct lists of members including addresses and telephone numbers are maintained; and shall perform such other duties as specified by the Board of Directors.
- D. TREASURER: shall be responsible for the control of all monies due the Association and shall hold receipts for them; make the reports of the receipts and expenditures at the annual membership meeting; pay out such monies as authorized by the Board; shall file such reports as are required by the U.S. Government, the State of California and the California Pilots Association; and perform such other duties as are specified by the Board of Directors.
- E. IMMEDIATE PAST PRESIDENT: shall serve as parliamentarian and shall chair the nominating committee.
- F. FLYING SAFETY DIRECTOR: Shall advance the cause of in all general aviation activities of the association. Promote member attendance at flight safety seminars Disseminate seasonal reminders such as; water fowl migration, expected activities such as runway/taxiway closures at nearby airport, temporary flight restrictions and other flight safety information.
- G. EVENT OPERATIONS DIRECTOR: Promote the enjoyment of membership of the association and in general aviation. Organize social activities for the association including BBQ's, fly-outs, and banquets. Provide speakers on aviation related subjects for association events.
- H. MARKETING DIRECTOR: Secure funding for the various activities of the association including the Summer Flight Academy. Organize events to expose the public to the association, its activities and general aviation. Acquire and sell NVPA/NVAA products such as; T-shirts,hats, jackets and aviation related products at public events such as airshows, to raise money for the *association*.
- I. FLIGHT ACADEMY CO-DIRECTOR: The Director shall promote and direct the activities necessary to run the annual Summer Flight Academy.
- J. GOVERNMENTAL AFFAIRS DIRECTOR: To serve the association by attending various government public meetings where discussions or decisions about area airports will take place. Attention should be given to decisions regarding restricting any public use airport by inappropriate development . Speak in support of general aviation and against restrictions on general aviation at such meetings. The public entities that may discuss aviation matters are, but are not restricted to, Chico Airport Commission, Chico City Council, Butte County Airport Land Use Commission and the City of Chico Planning Commission.
- K. MEMBERSHIP DIRECTOR: Shall maintain the member data base and communicate information directly to the membership as needed. Shall encourage new members and devise methods to increase the size of the membership.

SECTION FOUR: TERM OF OFFICE OF THE BOARD OF DIRECTORS:

- A. Officers and directors shall serve two-year terms. One half of the officers and directors shall be elected each year according the following schedule:

EVEN NUMBERED YEARS

President  
Treasurer  
Marketing Director  
Membership Director  
Governmental Affairs Director

ODD NUMBERED YEARS

Vice President  
Secretary  
Flying Safety Director  
Event Operations Director  
Flight Academy Director

- B. The Immediate Past President shall serve the two years following his/her term as President. Should the Immediate Past President resign, the position shall remain vacant until the next election of President, the current President shall name one board member to serve as chair of the nominating committee.

**ARTICLE VII**

SECTION 1. COMMITTEES

- A. The President, upon taking office, may appoint Committee Chairpersons or individuals such as newsletter editor, web master or any other positions that may be deemed appropriate.
- B. It shall be the privilege of each Committee Chairperson to choose his/her own committee members.
- C. Each Committee Chairperson may make a report at the annual meeting.
- D. The Committee Chairperson shall meet with the Board as directed in an advisory capacity in the conduct of the Association affairs.
- E. Duties of the Committees shall be determined by the Board.

**ARTICLE VIII**

SECTION 1. ANNUAL MEETINGS

Annual business meetings of the Membership and Board of Directors shall be in OCTOBER of each year. The date for the Annual Meetings may be changed by a vote of the membership. In addition to the annual business meeting, there may be brief business sessions for all members at any of the events sponsored by the association . The agenda for any such session shall be determined by the President.

## SECTION 2. SPECIAL MEETING

Special meetings of the Board or the Membership may be called by the President, a majority of Board members, or by any five (5) members petitioning the board. A seven day written or oral notice of a Board meeting shall be given to the Board members. A thirty day written notice of a membership meeting shall be given to the members.

## SECTION 3. BOARD MEETINGS

The board of directors shall meet at least monthly or as directed by the President. The date, time and location of the meetings shall be announced on the website. All members are invited to attend board meetings.

### Section 4. QUORUM OF BOARD

- A. A quorum for transaction of the business shall be a majority of the authorized members of the Board of Directors. A majority vote of the quorum shall be considered action of the full board.
- B. A tied vote on any motion before the board shall result in the failure of that motion.

## SECTION 4. CALIFORNIA PILOTS ASSOCIATION

Delegate representing the Association at meetings of the California Pilots Association shall be appointed by the Association President .

## ARTICLE IX

### SECTION 1. MEMBERS RIGHTS AND VOTING PRIVILEGES

- A. A member shall be entitles *d* to cast one vote for the election of each office up for election or for a slate of candidates of offered.
- B. Members may have access to the Association records within 30 days, upon written demand to the President in a time mutually agreeable

### SECTION 2. QUORUM

- A. ANNUAL MEETING BUSINESS. - Presence of one third of the membership, or 15 members, whichever is fewer, at a regular or special meeting of the membership shall constitute a quorum for transacting business of said meeting.

- B. VOTE BY MAIL - Members may vote by mail, but the membership must be advised when and where the ballots are to be returned, and must be returned in order to be counted and valid.
- C. VOTE BY ELECTRONIC MAIL - members may vote by electronic mail using their personal or business email. Electronic mail votes will be sent simultaneously to the Secretary and President and must be sent by the date requested on the announcement. The Secretary and President shall tally such electronic vote to insure only one vote per member is counted. A hard copy print out of each such vote shall be retained by the Secretary for a period of 90 days following the election.

### SECTION 3. AMENDMENT OF BYLAWS

- A. These Bylaws may be amended at a regular or special meeting of the membership by a vote of two-thirds of those present. The proposed amendment(s) shall be submitted to all members at least 30 days prior to the meeting.
- B. Proposed amendments may be submitted by a bylaws committee appointed by the President or the Board.
- C. An amendment shall be in effect immediately upon conclusion of the voting unless otherwise ordered by the membership or otherwise provided within the amendment itself. Amendments shall be announced in the Association Newsletter, and/or via email, to the membership as soon as practicable after its adoption.
- D. An amendment, with the date of adoption, shall be recorded by the Secretary, and shall be appended to the Bylaws and kept therewith.

## **ARTICLE X.**

### SECTION 1. RULES

The conduct of all meetings of the membership and the Board of Directors shall be governed by the latest revised edition of Robert's Rules of Order where not specifically provided for in these Bylaws

CERTIFICATION OF THE RECORDING SECRETARY

I, the undersigned, do hereby certify that I am duly elected and active Recording Secretary for NORTH VALLEY PILOTS ASSOCIATION, Chapter of California Pilots Association, public benefit corporation, and the foregoing Bylaws constitute the Bylaws of said corporation as duly adopted at a meeting of the membership held on the 5th day of February, 2011

Floyd Sanderson, Secretary  
North Valley Aviation Association