

EAA Chapter 673

Chapter Bylaws

February 10, 2009

Article I. Name

The name of this Chapter shall be “EAA Chapter 673 – The Marlboro Antiquers Incorporated.”

Article II. Location

The office for the transaction of chapter business shall be located at the Marlboro Airport, Marlboro, Massachusetts.

Article III. Purpose

1. To promote and encourage the sport and hobby of recreational aviation.
2. To promote and encourage aviation safety in the design, construction and operation of all types of aircraft.
3. To promote and encourage grass roots efforts relating to aviation research and development.

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) classifications of chapter membership. These chapter membership classifications include: Regular, Family, Honorary/Complimentary, Special, and Life. The specific details of these chapter membership classifications are described in the following paragraphs:

1. **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).
2. **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, Inc.).
3. **Honorary/Complimentary chapter 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 one-year EAA membership to any Honorary/Complimentary chapter member upon written request from the chapter officers, chapter board of directors, or chapter membership.

4. **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.
5. **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 members. All Life chapter members must be members in good standing of EAA (Experimental Aircraft Association, Inc.). 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 membership: The duration of a Regular and Family chapter membership shall be one calendar year. Honorary/Complimentary or Special chapter memberships may be extended or continued beyond one 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, Inc.), 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.

Dues: Membership dues shall be as voted by the chapter officers and board of directors. Dues are to be paid annually to the chapter treasurer, and are payable upon joining and at the October chapter meeting every year thereafter. Dues shall be considered wholly earned and shall not be pro-rated upon the event of resignation or expulsion. Honorary/Complimentary, Special, and Life chapter members shall not be required to pay dues. New members who join less than six months before the October renewal shall pay pro-rated dues based on time remaining before renewal.

Removal of chapter membership: Chapter membership requires an appropriate commitment from each member. Each chapter member shall accept the responsibilities 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.

1. Any chapter member, who by intentional negligent act 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 from chapter membership. Said member may then 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 as proscribed in this section, or who fails to maintain their membership in the EAA, shall be considered removed from chapter membership.

Resignation of chapter membership: Any chapter member may resign their chapter membership at any time.

Article V. Meetings

1. Regular meetings of the chapter membership shall be held at a location designated by the President.
2. Special chapter membership meetings may be held at such time and place as the President may determine. Special meetings may also be called by a two-thirds (2/3) majority of the chapter board of directors.
3. Notice of any Regular or Special chapter membership meeting shall be given a reasonable amount of time before such meeting by notice published in a chapter publication (such as a newsletter or postcard), or by phone, fax, or e-mail.
4. At any meeting of the chapter members, a quorum shall consist of ten members.

Article VI. Officers

1. The principal officers of the chapter shall consist of a President, Vice President, Secretary and Treasurer, who shall be elected by the members. The term of office for all chapter officers shall be two years.
2. The President shall be the Chief Executive Officer of the chapter and shall have general charge of the business of the chapter. The President shall also serve as Chairperson of the Board of Directors. The President may call any special meeting of the Board of Directors and/or chapter membership. In case of the absence or disability of the Treasurer, the President (or a designated Board member) may execute checks for expenditures authorized by the Board of Directors.
3. The Vice President shall be vested with all the powers and authority of the President 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 the

President's office. The Vice President shall also perform such duties connected with the operation of the chapter, as the Vice President may undertake at the direction of the President.

4. The Secretary shall keep the minutes of all proceedings of the members and shall publish said minutes in a timely manner following each chapter membership meeting. The Secretary shall also be responsible for ensuring the currency and security of the Chapter Bylaws, non-profit incorporation documents, tax-exemption documents, Federal Employer Identification Number (FEIN), and any other books and papers as the chapter officers or Board of Directors may direct.
5. The Treasurer shall maintain general responsibility for the payment of all expenditures authorized by the members. The Treasurer shall be responsible for receipt and deposit of all funds of the chapter in the bank. The Treasurer shall also account for all receipts, disbursements and balances on hand, as provided in Article X of these bylaws. The Treasurer shall ensure that the chapter maintains a Federal Employer Identification Number (FEIN), and that it maintains up-to-date filings with the State as required to maintain tax-exempt status.
6. The President, Vice President, Secretary and Treasurer must attend at least six meetings in a calendar year.
7. In the eventuality that any chapter officer fails to perform the required duties of their office, the chapter Board of Directors may remove that officer from their position by a majority vote. The open officer position shall then be filled by special election. The person removed from office may not run to fill that position in the special election.

Article VII. Board of Directors

1. The Board of Directors will consist of at least three but no more than six Board Members elected by the chapter membership, as well as all Officers specified in Article VI, and the Newsletter Editor.
2. The term of office for the chapter Board of Directors shall be two years.
3. The President chairs the Board.
4. The Board members must attend at least six chapter membership meetings in a calendar year.
5. In case of a vacancy on the Board, the chapter President will call a special election as soon as possible to fill the vacant office.
6. A simple majority of the chapter Board of Directors, at least two of which shall be chapter officers, shall constitute a quorum.
7. At least one Board member shall be included on the chapter bank account(s) so that, in case of the absence or disability of the Treasurer and/or President, they may execute checks for expenditures authorized by the Board.

Article VIII. Elections

1. The election of Officers and Board of Directors shall be held at the meeting in October of every other year and each member shall be allowed one vote.
2. The chapter President will call a special election as soon as possible after a vacancy exists, to fill the vacant office.

Article IX. 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 officers shall organize all chapter records and information and deliver them to the newly elected officers.
2. The newly elected officers and Board members shall review the chapter bylaws, non-profit incorporation documents, tax status, and insurance policies to ensure they are clearly known and understood.
3. The newly elected officers and Board members shall review the incorporation documents to ensure that the chapter is current in all government obligations and is properly incorporated.
4. The newly elected officers and Board members 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.
5. The newly elected officers and Board members shall review the insurance requirements specified by EAA and ensure that all proper insurance coverage has been arranged through the appropriate programs of EAA.

Article X. Chapter Assets and Expenditures

1. The Chapter Treasurer shall prepare a monthly report on the financial status of the Chapter and present it to the Chapter membership. The Treasurer shall also prepare an annual financial statement of income and expenditures and present it to the chapter officers and board of directors.
2. Chapter expenditures that are less than a value set by the chapter membership may be incurred by the chapter President or Vice President with the approval of another chapter officer or board member and will be considered fully reimbursable. Expenditures larger than the value set by chapter membership must be approved by the chapter membership at a Regular or Special chapter meeting before being incurred.

Article XI. Dissolution of Chapter

The chapter may be dissolved by a two-thirds majority vote of the voting chapter members. If the chapter is dissolved, the chapter President is responsible for ensuring that all chapter debts and obligations are paid, and the proper disposition of all chapter records are sent to the EAA Chapter Office at EAA Headquarter, P.O. Box 3086, Oshkosh, Wisconsin, 54903-3086. The chapter President is also responsible for the disposition of all chapter materials and assets that shall be donated to another charity or non-profit organization. (The EAA and EAA Foundation are both non-profit organizations.)

Article XII. Amendments

These bylaws may be amended or restated at any meeting by a vote of two-thirds of the members present at said meeting.

Amendments to the Chapter Bylaws

April 8, 1980

Amendment:

Any member who is absent, without an excuse, from three of any five consecutive meetings, will have their membership terminated; any dues paid in advance will be refunded on a pro-rated basis.

October 13, 1981

Amendment:

Drop the mandatory meeting requirement.

Motion carried.

January 11, 1983

Amendment:

In order to maintain a current chapter membership, the following requirements are mandatory:

1. National EAA membership.
2. Chapter dues up-to-date.
3. Attendance of at least three chapter meetings between January and June and three chapter meetings between July and December of a calendar year, unless otherwise excused. An accepted excuse would be notification of any chapter officer or by calling the Marlboro Airport.

Motion unanimous.

January 9, 2001

Amendment:

The bylaws were amended to reflect the following changes:

- Change all references to “he” or “she” to the job title.
- Under the Membership section, item 4. Delete “twelve months thereafter, the first three meetings to be probational” and replace with “ at the end of the fiscal year”.
- Under Membership delete item 6. “Members must attend at least three chapter meetings between January and June and three chapter meetings between July and December of a calendar year unless otherwise excused. An accepted excuse would be notification of any chapter officer or by calling the Marlboro Airport”.
- Under the Membership section, delete “at the discretion of the officers of the chapter.” Replace with “by a 2/3rd vote of the members present, a quorum being present to vote.”

- Under the Membership section, delete item 1. “Any EAA member of good moral character shall be eligible for membership in this chapter”.
- Under the Membership section, delete the word “eligible” in section 2.
- Under Officers add item 6., “Chapter Officers must attend six meeting a year”.
- Create a new section **Board of Directors**.
 1. The Board of Directors consists of three Board Members all Officers and the Newsletter Editor.
 2. The President chairs the Board.
 3. Chapter Board Members must attend six meetings a year.
 4. All board members need to be EAA National members.

Motion, Yes 26, No 1.

February 10, 2009

Amendment:

Article IV (Chapter Membership) revised as required by EAA National according to their bylaws guidelines. Key changes include addition of several membership classifications (i.e. family, honorary/complimentary, special, and life). Also clarified voting privileges accorded to the various membership classifications. Option for member resignation added.

Amendment:

Article V (Meetings) revised to include provisions for special membership meetings and requirements for meeting notices.

Amendment:

Article VI (Officers) revised to specify two-year terms for chapter officers. President’s duties revised to include Board Chair (as noted in Article VII) and executing of checks in absence of Treasurer. Secretary charged with additional record-keeping responsibilities per EAA guidelines. Treasurer charged with the responsibility of maintaining FEIN number and State tax-exempt filings. Added provision for removal of officer for non-performance of duties.

Amendment:

Article VII (Board of Directors) revised to clarify that the non-officer board members are elected by the membership, and that term is for two years. Deleted requirement for EAA National membership since it is redundant (see Article IV). Added provision for special election in case of vacancy on the Board. Specified quorum for Board meetings per EAA National guidelines.

Amendment:

Article VIII (Elections) revised from “annual meeting in October of each year” to “annual meeting in October of every other year” to match two-year terms of officers and Board members.

Addition:

Article IX (Transition of Leadership) added per EAA National guidelines.

Addition:

Article X (Chapter Assets and Expenditures) added to formalize reporting requirements of Chapter Treasurer. Also includes provision for making minor expenditures without vote by full chapter membership. Such expenditures will require the approval of one other officer or board member. Monetary value of expenditures not requiring full chapter approval will be set by chapter membership.

Addition:

Article XI (Dissolution of Chapter) added per EAA National recommendation.

Motion carried: 12 in favor, 5 abstaining