

EAA9, INC. Bylaws

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Article I. **Name:** EAA9, INC.

Article II. **Location:** Columbus, Ohio

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 share camaraderie through recreational aviation activities that provide educational and volunteer opportunities.
2. Promote, encourage, and facilitate an environment that fosters safety and high standards in all aspects of aircraft operation.
3. 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.
4. Promote, encourage, and facilitate Membership in the EAA (Experimental Aircraft Association Incorporated).
5. Support and promote the mission, vision, goals and objectives of the EAA (Experimental Aircraft Association) through programs and services within the Chapter family.
6. Have fun!

Article IV. **Chapter Membership**

Membership year: January 1 to December 31.

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 this Article.

Classifications of Chapter Membership: There are five (5) types of Chapter Memberships. 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 Incorporated).
3. 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 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 Membership. All Life Chapter Members must be members in good standing of EAA (Experimental Aircraft Association, Incorporated). A Chapter Life 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 (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 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 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 from Chapter Membership. Said Member may then be removed, by a simple majority vote of eligible members at any Chapter Membership Meeting where a quorum exists.
2. Any Chapter Member who fails to remit their Chapter Membership dues or fails to maintain their Chapter 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 Board of Directors will determine appropriate dues and assessments. Dues and assessments shall be paid to the Chapter Treasurer, or designate. Dues are to be paid annually and are payable upon joining and every January 1st of each year thereafter. New members joining after July 1st shall pay one half year dues. 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 any dues or assessments. Life Chapter Members, while not required to pay dues, however 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 President or any three (3) Board members.
2. Notice of any Chapter Meeting of the Chapter Members shall be provided according to Article XVII.
3. A quorum is required for any Chapter Membership Meeting; a quorum shall consist of Chapter Members in person or by proxy. The quorum shall be defined at the first Board of Directors meeting of the calendar year.
4. In the absence of the Chapter President, Chapter Vice President, Chapter Secretary, and Chapter Treasurer, a temporary Meeting Chairman may be appointed by the Chapter Board of Directors and shall act as the presiding officer.
5. At every meeting of the Chapter Members, each eligible voting Chapter Member may have one vote on any question or resolution. *In the absence of a Chapter Member, that Chapter Member shall have the right to vote by proxy.* The Chapter Board of Directors shall be responsible for the method by which any proxy votes are issued, accepted, or counted.
6. 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 as addressed in Article XIX.

Article VII. Chapter Officers

1. The Chapter Officers shall be Chapter President, Chapter Vice President, Chapter Secretary, and Chapter Treasurer, or a combination of Chapter Secretary and Chapter Treasurer.
2. The Chapter Officers shall be elected at the regularly scheduled November Chapter Membership Meeting or at a time determined by the Board of Directors and shall hold office for the term listed in Article IX from date of installation. Installation of Chapter Officers shall be at the December Chapter Membership Meeting following their election, but no later than January 31st following their election.
3. The bonding of any Officers shall be determined by the Chapter Officers. The bond premium shall be at the expense of the Chapter.

Article VIII. Duties of the Chapter Officers

The following duties shall be performed by the Chapter Officers: The Chapter 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. As appropriate, the Chapter President shall jointly execute with the Chapter Secretary contracts and instruments which

have first been approved by the Chapter Board of Directors. The Chapter President shall conduct meetings and may call any Meeting of the Chapter Board of Directors and/or Chapter Membership. In case of the absence or disability of the Chapter Treasurer, the Chapter President or other designees determined by the Board of Directors shall execute checks for expenditures authorized by the Chapter Board of Directors. Checks above a designated amount shall be co-executed.

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 direction of the Chapter President. The Chapter Vice President may annually recruit a certified public accountant or an appropriate group of Chapter Members to verify that the financial records of the Chapter are in order. Current or ex-officio Board of Director members out of office less than two (2) years may not participate in the audit. The Board of Directors can determine how they want the report to be delivered, written or oral.
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 Chapter Board of Directors Meetings. Additionally, the Chapter Secretary is also responsible for publishing notice of Membership 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, contracts, and other instruments as appropriate, that have been first approved by the Chapter Board of Directors. The Chapter Secretary shall perform all other duties incident to the Office of Chapter Secretary, subject to the control of the Chapter President and the Chapter Board of Directors. The Secretary may delegate any responsibility to another Chapter member.
4. The Chapter Treasurer 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) (for U.S. Chapters), 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 Experimental Aircraft Association, Incorporated. The Chapter Treasurer shall

report at least quarterly. By resolution of the Chapter Board of Directors, the Chapter may require joint or designated alternate signatures on all checks drawn on Chapter accounts.

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, Chapter Vice President, Chapter Secretary, and Chapter Treasurer.
 - 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 for the Class I and Class II Chapter Board of Directors shall be two (2) years.
3. In case of a vacancy on the Chapter Board of Directors, the Chapter President may appoint a replacement, subject to the approval of a simple majority of the Chapter Board of Directors.
4. Meetings of the Chapter Board of Directors may be called at any time by the Chapter President or by three (3) of the Chapter Board of Directors.
5. Notice of Meetings of the Chapter Board of Directors, stating the location, time, and purpose of the meeting shall be notified to each Member of the Chapter Board of Directors at least 48 hours prior to the time of the meeting. If a quorum of the Members of the Chapter Board of Directors is present at a meeting, any business of the organization may be transacted without previous notice of the meeting.
6. A simple majority of the Chapter Board of Directors, at least two (2) of which shall be Executive Officers, shall constitute a quorum of the Chapter Board of Directors.
7. Each Member of the Chapter Board of Directors shall serve as a Board Member without compensation.
8. 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.
9. A majority of the Chapter Board of Directors may adopt emergency regulations as set forth in ORC 1702.11(C).
10. A majority of the Chapter Board of Directors may conduct business by use of electronic communications equipment.

Article X. Vacancies (Chapter President, Chapter Vice President, Chapter Secretary, Chapter Treasurer, Director)

1. If the office of Chapter President, Chapter Vice President, Chapter Secretary, Chapter Treasurer or Director become 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).

2. To remain eligible to serve on the Board of Directors each member thereof must attend fifty (50) percent of the meetings of the Directors during each calendar year
3. If a Board of Directors Member is absent three (3) or more consecutive Board meetings, the Board of Directors may consider removal of the Director from the Board and may appoint a replacement.
4. A Board of Directors Member may be removed by a two-thirds (2/3) vote of the Board of Directors. Such removal must then be approved by at least 25% of the eligible voting membership present at the next regular meeting.

Article XI. Elections

1. The Chapter President may appoint a Nominating Committee made up of at least two (2) Chapter Members. The appointment of the Nominating Committee shall take place no later than August .
2. The appointments to the Nominating Committee shall be announced to the Chapter Members at the regular meeting in September, 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 as prescribed in Article XVII.
3. Beginning in August, the Nominating Committee shall canvas the current Chapter 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 also canvas the Chapter Members of all committees and groups to seek those who may be interested in an elected position. Further, the Nominating Committee shall make itself available to the Chapter Membership seeking any Chapter Members who may be interested and who are eligible to run for an elected position.
4. At the October Chapter Membership Meeting the Nominating Committee shall present to the Chapter Membership the nominations they have obtained. In addition, open nominations will be accepted from the Chapter Members during the October Chapter Membership Meeting.
5. Once all nominations have been received, a slate of nominees may be published as prescribed in Article XVII.
6. Elections of Chapter Officers and Chapter Board of Directors will take place at the November Chapter Membership Meeting or at a time determined by the Board of Directors. Voting shall be done by written ballot and three (3) Chapter Members appointed by the Chapter 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 Chapter Board of Directors prior to its use.

Article XII. 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 Chapter Board of Directors, the incumbent and newly elected Chapter Officers and Chapter Board of Directors shall organize and hold a transition meeting wherein all Chapter records and information will be passed on to the newly elected Chapter Officers and Chapter Board of Directors.
2. During the transition meeting, the newly elected Chapter Officers and the Chapter Board of Directors shall review the Chapter Bylaws, and as appropriate, the Chapter 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 Chapter Officers and Chapter 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 Chapter Officers and 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 Chapter Officers and Chapter 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 Experimental Aircraft Association.

Article XIII. 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 XIV. Facilities, Tools, and Other Assets

1. The Chapter Board of Directors shall ensure all facilities, tools, and other assets of the Chapter are properly insured or protected against loss as appropriate.
2. A Chapter Board of Directors Member will serve on appropriate committees to properly manage the Chapter's facilities, tools, and other assets.

Article XV. Privacy

A Privacy Policy of the Chapter shall be established by the Chapter Board of Directors and reviewed annually.

Article XVI. Media Representation

No individual may represent themselves as a spokesperson for the Chapter without authorization by the Chapter Board of Directors.

Article XVII. Methodology of Notices

Notices may be provided in the Chapter Newsletter. They may also be provided by phone, mail, electronic media or other communication methods determined by the Chapter Board of Directors.

Article XVIII. 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 Experimental Aircraft Association, concerning a dispute within the Chapter. The Chapter Membership will cooperate completely and fully with the Chapter Office Staff of the Experimental Aircraft Association, 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 Experimental Aircraft Association, and it is determined by the Chapter Office Staff of the Experimental Aircraft Association, to be at an impasse, the Chapter agrees and acknowledges the authority and responsibility of the Experimental Aircraft Association, to remove the Chapter Charter. If the Chapter Charter is removed, the Chapter will have no further recognition or affiliation with the Experimental Aircraft Association.


Article XIX. Dissolution

The Chapter may be dissolved by an eighty percent (80%) majority vote of the voting Chapter Members. If the Chapter is dissolved, the Chapter Board of Directors 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 Headquarters, 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 non-profit aviation organization.

Article XX. Amendments

The Bylaws of the Chapter may be, amended, or new Bylaws adopted at any Regular Chapter Meeting of the Chapter Members. Amended or new Bylaws must be passed by a two-thirds (2/3) vote of the Chapter Members eligible to vote and present in person or by proxy at such meeting.

Acknowledgement and Acceptance on behalf of EAA9, Inc.:


Richard Wetherald, President

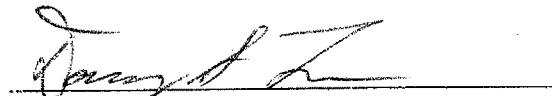
May 12, 2007
Date


Robert Leffler, Vice President


May 12, 2007
Date


Robert Lewis, Secretary

May 12, 2007
Date


Danny Lee, Treasurer

May 12, 2007
Date


EAA Chapter Office (Oshkosh) Representative

3-5-08
Date