

BY-LAWS

ARTICLE I NAME

The name of this organization shall be the “Brookings Flying Club, Incorporated”, hereafter referred to as “the club”. The club shall be a duly registered Oregon non-profit organization of perpetual duration.

ARTICLE II PURPOSE

The purpose of the club shall be to provide aircraft rental and flight instruction to the members of the club at the lowest possible cost, to promote and stimulate community interest and involvement in aviation, to promote aviation safety, to ensure the continued viability of facilities at the Brookings Airport, and to provide educational opportunities for the youth of Curry County through a scholarship program and/or financial assistance program.

ARTICLE III MEMBERSHIP

MEMBERSHIP TYPES AND QUALIFICATIONS: Membership is open to all residents of Curry County, all individuals maintaining residences or operating businesses in Curry County and to individuals with aircraft based in Curry County. Others may be admitted to membership at the discretion of the Board of Directors. Individuals desiring membership in the club shall submit an application along with the appropriate fee and/or dues. All applications shall be reviewed by the Board of Directors and admission to membership is subject to their approval. There shall be two (2) classes of membership as follows:

FLYING MEMBERSHIP: This membership entitles the holder to participate in any and all social and educational activities of the club, to purchase fuel at the established discount rate and to rent club aircraft. There shall be an initiation fee as determined by the Board of Directors. If a member leaves the club within 30 days of membership approval, this initiation fee shall be refundable.

Thereafter, this initiation fee shall be non-refundable and may not be sold or transferred. There shall be annual and/or monthly dues as determined by the Board of Directors. The holder of a flying membership shall have one vote.

NON-FLYING MEMBERSHIP: This membership entitles the holder to all the rights and privileges of the flying membership except that they may not rent or operate club aircraft. There shall be no initiation fee for this class of membership, however, there shall be annual and/or monthly dues as determined by the Board of Directors. The holder of a non-flying membership shall have one vote.

SUSPENSION, REVOCATION, AND REINSTATEMENT: A member shall be suspended if dues or fees become delinquent as determined by policy of the Board of Directors.

When flight dues or other financial obligations become delinquent, all flight privileges shall be suspended. A member may also be suspended or his membership revoked for serious or repeated violations of Federal Aviation Regulations, club by-laws or club flight regulations at the discretion of the Board of Directors.

Members shall be given written notification of suspension or revocation of membership privileges. Reinstatement after suspension or revocation shall be at the discretion of the Board of Directors.

Any suspension, revocation, or reinstatement action by the Board of Directors may be appealed to the general membership at the next regularly scheduled meeting and the decision of the general membership shall be final.

ARTICLE IV COMMITTEES

Committees may be established by the Board of Directors as necessary. Committee members may volunteer or be appointed from the general membership by the Board of Directors. Duties and powers of each committee shall be determined by the Board of Directors and shall be entered into the meeting minutes.

ARTICLE V MEETINGS

General membership meetings shall be held at least once every other month at a time and place determined by the Board of Directors. Members shall be notified of meeting dates, times and places by the usual method.

Special meetings of the Board of Directors and/or the general membership may be called at any time at the discretion of the club president or by a majority of the Board of Directors. Notice of such special meetings shall be given by the usual method at least 24 hours prior to the meeting. In addition to the aforementioned notice, a reasonable effort shall be made to telephonically notify as many members as possible.

Special meetings may also be called by petition of at least one-third of the general membership. Such meetings shall be scheduled within thirty days and notification by the usual method sent to the general membership at least ten days prior to the scheduled meeting date.

At all meetings, however called, a quorum shall be required. A quorum shall consist of at least three of the elected club officers.

All meetings shall be conducted in accordance with Roberts Rules of Order and written minutes of all meetings shall be kept.

Each member in good standing, regardless of membership class shall have one (1) vote. At any meeting, a majority vote of the members present shall be required for the adoption of any resolution or for the election of any officer or board member.

ARTICLE VI ELECTION OF OFFICERS AND DIRECTORS

ELECTIONS: In the election of officers, all club members in good standing, regardless of membership class, shall be eligible to vote, with each member having one (1) vote. Election of club officers and directors shall take place annually at a general meeting determined by the Board of Directors.

OFFICES AND TERMS: The term of all club officers and board members shall be one (1) year. Each elected club officer shall also serve as a member of the Board of Directors. In addition, one member at large shall be elected to serve as a director. Each board member shall

have one (1) vote. A majority vote shall be required in all matters transacted by the Board of Directors. The Board of Directors shall then consist of the following:

- 1) President
- 2) Vice President
- 3) Secretary
- 4) Treasurer
- 5) Director at Large

VACANCIES: In the event of a vacancy during the term of any director, the remaining directors, by a majority vote, shall appoint a new director from the general membership to fill any such vacancy for the remainder of the unexpired term.

ARTICLE VII OFFICERS AND DUTIES

PRESIDENT: The president shall preside and maintain order at all regular and special meetings, and at meetings of the Board of Directors. He/She shall appoint committees as necessary for the conduct of club business, prepare agendas for all meetings and perform duties as normally pertain to the office and as assigned by the Board of Directors.

VICE PRESIDENT: The vice president shall, in the absence of the president, assume the duties of the office of the president. In the event of a vacancy in the office of president, the vice president shall serve as president for the remaining unexpired term. The vice president shall also perform other duties as assigned by the Board of Directors.

SECRETARY: The secretary shall in the absence of the president and vice president assume the duties of the president. He/She shall record the minutes of all general and special meetings of the membership and the Board of Directors. The secretary shall be responsible for the notification of club members of meeting times, dates and locations. He/She shall also perform other duties as assigned by the Board of Directors.

TREASURER: The treasurer shall keep a current record of the financial accounts of the club, be the custodian of all monies belonging to the club, prepare and distribute monthly statements to club members and report delinquencies to the Board of Directors. He/She shall pay all invoices as approved by the Board of Directors and shall perform other duties as assigned by the Board of Directors. He/She shall provide a yearly club financial statement each January to the Board of Directors and shall cause all governmental filing requirements to be completed.

DIRECTOR AT LARGE: The director-at-large shall attend all Board of Directors meetings and perform such duties as assigned by the Board of Directors.

ARTICLE VIII DUES AND FEES

The Board of Directors shall have the power to establish annual and/or monthly dues, and to establish appropriate aircraft rental rates as necessary to maintain the fiscal health of the club. Dues and fees shall be assessed on the members by the treasurer and are due and payable as outlined in Addendum "A", incorporated herewith as a part of these bylaws, which shall contain a listing of all currently applicable fees, dues, and rates.

ARTICLE IX FINANCES

The Brookings Flying Club, Incorporated is formed without any purpose of pecuniary profit for itself or its members and it shall have no capital stock. The sole object of the operation of the club shall be to accomplish the purposes as set forth in Article II of these bylaws.

Should the purposes of the club be significantly modified or the club be disbanded, dissolved or taken over by another governing body, all assets, however situated or held, shall be transferred in total to a duly registered, non-profit, tax-exempt charitable corporation registered with the state of Oregon and recognized by the Internal Revenue Service. Such receiving corporation shall be chosen by a majority vote of the general membership.