

**BY LAWS AND CONSTITUTION OF THE
EAA CHAPTER 100 INCORPORATED ROCHESTER, MINNESOTA**

ARTICLE I – NAME

The name of this organization is the EAA Chapter 100 Inc.

ARTICLE II – OFFICE

The office for the transaction of business for the organization shall be the residence of the President of EA.A Chapter 100 Inc. or at a place designated by him.

ARTICLE III – PURPOSE

The purposes for which this association is formed are:

- (A) To encourage and promote the development and/or flight of any type of aircraft through experimentation and home engineering, consistent with the regulations set forth by the Federal Aviation Agency and the State of Minnesota.
- (B) To promote the cause of private aviation within the State of Minnesota.
- (C) To foster closer fellowship through the exchange of ideas of mutual interest.
- (D) To make available to the general public a means of education on all matters pertaining to private aviation through the facilities of the Association. Such facilities are to be provided without charge.

ARTICLE IV – MEMBERSHIP

SECTION I – ELIGIBILITY FOR

- (A) Eligibility for membership is open to any person of good moral character, interested in the development, construction, modification and/or flight of any type of aircraft.
- (B) A prospective member of EAA. Chapter 100 Incorporated, shall maintain and show proof of membership in the Experimental Aircraft Association, Incorporated.
- (C) An Honorary Member shall be any person nominated by a member in good standing and approved by the Board of Directors as such a member.

SECTION II – CLASSIFICATION OF MEMBERSHIP

- (A) A voting member shall be any member of the EAA. Chapter 100 Incorporated in good standing.
- (B) Honorary members shall not be entitled to vote, nor shall they hold office in this association.

SECTION III – DURATION OF MEMBERSHIP

- (A) Duration of membership shall be for a 12 (twelve) month period following payment of dues.
- (B) Duration of Honorary membership shall be for life following such nomination by members in good standing and approved by the Board of Directors as stated in Section I, paragraph (C) of this article.

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SECTION IV – EXPULSION OF MEMBERS

- (A) Any member or honorary member deemed undesirable by virtue of acts or deeds that tend to jeopardize this organization can be expelled from membership at any published meeting by a 75% majority of those members present and voting at said meeting.
- (B) Expulsion from membership shall be automatic when annual dues and/or assessments are not paid in full within 60 days after the January Meeting. - reference III (A).

ARTICLE V – DUES AND ASSESSMENTS

SECTION 1 – RATE OF ASSESSMENT

- (A) The rate of annual dues and assessment will be determined by the financial obligations of the association and recommended by the Board of Directors. This rate will initially be five dollars (\$5.00) per year.
- (B) The rate of annual dues assessment shall be approved by the membership as outlined in Article VII of these Bylaws. The initial rate of five dollars (\$5.00) per year shall be approved in conjunction with the adoption of these Bylaws.
- (C) General assessments shall be recommended by the Board of Directors as the financial conditions of the association dictate and shall be approved by the membership as outlined in Article IV of these Bylaws. Upon approval, such assessments shall be binding on all members of record.
- (D) Special assessments shall be recommended by the Board of Directors to finance such special projects as the association may undertake. Approval of Special assessments shall be by a majority vote of those members interested in participation therein, and shall be binding only on such members. Any member may participate in a special project at the discretion of the Board of Directors by paying all assessments that shall be approved as of the date of his acceptance by the Board of Directors.

SECTION II – COLLECTION OF DUES AND ASSESSMENTS

- (A) The annual dues assessed under Section I of this article shall be due and payable in one lump sum on January 1, of each calendar year.
- (B) General and Special assessments are due and payable in full at the time of the approval unless other payment provisions are stipulated in conjunction with such approval.
- (C) Payment for dues and assessments shall be made to the Secretary-Treasurer.

ARTICLE VI – OFFICERS

SECTION I – EXECUTIVE OFFICE

- (A) The Executive office of this organization shall have a President, Vice-President and a Secretary-Treasurer.
- (B) The President, Vice-President and Secretary-Treasurer shall be elected by the members from their own number by secret ballot at the first meeting of the association and thereafter at the annual meeting which will be the last regularly scheduled meeting of each calendar year.

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- (C) All officers shall hold office for 12 (twelve) consecutive months, beginning and ending at midnight of December 31 of the calendar year, or until their successors are duly elected and qualified.
- (D) No member shall be elected to the same office for more than two consecutive terms of office.

SECTION II – PRESIDENT

- (A) The President shall be the Chief Executive Officer of the association and the Board of Directors. He shall call all meetings on the membership and preside over said meetings, and may call any special meeting of the Board of Directors. He shall have, subject to the advice and control of the Board of Directors, general charge of the business of the association. He shall execute with the Secretary-Treasurer all contracts, instruments and checks which have first been approved by the Board of Directors.

SECTION III – VICE PRESIDENT

- (A) The Vice President shall be vested with the powers and shall perform the duties of the President in case of the absence or disability of the President.
- (B) The Vice President shall also perform such duties connected with the operation of the association as he may undertake at the suggestion of the President.

SECTION IV – SECRETARY-TREASURER

- (A) The Secretary-Treasurer shall keep the minutes of all proceedings of the members and 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 the Board of Directors and otherwise. He shall keep a proper membership book showing the name of each member of the association and the book of Bylaws, and such other books and papers as the Board of Directors may direct. He shall execute with the President, in the name of the association, all contracts and instruments which have been first approved by the Board of Directors.
- (B) The Secretary-Treasurer and the President shall execute in the name of the association all checks for the expenditures authorized by the Board of Directors. He shall receive and deposit all funds of the association in the bank selected by the Board of Directors, which funds shall be paid out only as hereinbefore provided.
- (C) The Secretary-Treasurer shall publish to the membership and to other interested parties a Statement of Financial Condition and a Statement of the Source and Application of Funds immediately prior to the last regularly scheduled meeting of each calendar year.
- (D) The Secretary-Treasurer shall perform such duties incident to the office of the Secretary-Treasurer subject to the control of the Board of Directors.
- (E) The Secretary-Treasurer shall perform such duties connected with the operation of the association as he may undertake at the suggestion of the President.

ARTICLE VII – BOARD OF DIRECTORS

- (A) The powers, business and property of the association shall be exercised, conducted and controlled by the Board of Directors of five (5) or more members.
- (B) The Board of Directors shall consist of the President, Vice President, Secretary-Treasurer and two additional members to be elected and to serve as set forth in Article VII, Section I of these Bylaws.
- (C) A regularly meeting of the Board of Directors may be called at any time and place to be determined by the President.
- (D) Special meetings of the Board of Directors may be called at any time on the order of the President or on the order of two directors.
- (E) Each member of the Board of Directors shall be personally notified of the time, place and purpose of special meetings at least one day prior to the date of such meetings. If all Directors shall be present at any meeting any business may be transacted without previous notice.
- (F) Four (4) Directors shall constitute a quorum of the Board at all meetings and the affirmative vote of at least three (3) Directors shall be necessary to pass any resolution or authorize any act of the association.
- (G) Each member of the Board of Directors shall serve without any compensation or reward.
- (H) 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 meetings of the members, showing in detail the condition of the affairs of the association.
- (I) 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 association property and to do and perform or cause to be done and performed any and every act which the association may lawfully do and perform.