

Chuckanut Flying Club By-Laws

Bellingham, WA

Rev. February 2018

SECTION 1 – PURPOSE

- 1 The purpose of the Chuckanut Flying Club (CFC), a Washington Non-Profit Corporation, shall be to provide for its members a convenient means for flying well maintained aircraft at economical rates. The CFC will be governed in accordance with these *By-Laws* and the *Chuckanut Flying Club Policies and Procedures Handbook* (Handbook).

SECTION 2 – BOARD OF DIRECTORS AND OFFICERS

- 2.1 The CFC shall be governed and directed by a six-person Board of Directors (Board).
- 2.2 The Board shall consist of the President, Treasurer, Secretary, Membership Officer, Maintenance Officer and Safety Officer.
- 2.3 The Board shall have the authority to act on any and all matters concerning the CFC excepting those requiring membership votes, or as otherwise specifically provided for in the By-Laws or Handbook of the CFC.
- 2.4 Candidates for the Board shall be active members in good standing and shall be elected by majority of the active membership in good standing at the January general membership meeting.
- 2.5 In the event of a vacancy on the Board, the remaining members of the Board shall appoint a member to serve temporarily until the next regularly scheduled general membership meeting at which time a special election shall be held to fill the vacancy. The candidates shall be nominated from the floor during the meeting. If a permanent Officer is not elected within 90 days after the vacancy occurs, the temporary Officer shall automatically become permanent for the remainder of the unexpired term.
- 2.6 Officers of the CFC may receive entitlements for necessary services to the CFC. Changes in the Officers Entitlements shall be proposed by the Board and voted upon by majority vote by the general membership either by email or at the next membership meeting.
- 2.7 An elected Officer of the CFC or Approved Flight Instructor may be removed for cause by a unanimous vote of the other Board members. Active members may petition the Board for removal of an Officer or Approved Flight Instructor by presenting a petition signed by a majority of active members in good standing.

SECTION 3 – MEMBERSHIP

- 3.1 Membership in the CFC shall be open to all persons on an equal basis upon approval by the Board. The CFC shall not discriminate on the basis of race, color, national or ethnic origin.
- 3.2 Current membership classifications are Active Member, Inactive Member, and Approved Flight Instructors.
- 3.3 Active Members consist of those members that have full membership privileges. They shall have previously submitted an application for membership, been approved by the Board, and have made the required initiation fee payment and agreed to make monthly dues payments. They have full voting

privileges. The total number of active members will be limited to 40, unless otherwise approved by the Board.

- 3.4 Inactive Members consist of those members that for health, financial and availability reasons are social members only and do not have direct access to the Club's aircraft. Inactive members agree to make monthly inactive dues payments.
- 3.5 Approved Flight Instructors are those FAA certified flight instructors who have been approved by the Board to provide pilot checkout, currency requirements, and flight instruction for Active Members.

SECTION 4 – DUTIES OF OFFICERS AND MEMBERS

- 4.1 The duties of the Board shall be to act on all matters of policy; to determine the initiation fees, monthly dues, and flying charges; to act in a judicial capacity on violations of the CFC rules; to determine the proper compensation for all employees and other work done by the general membership; to protect the CFC's interest and safeguard its welfare; to submit its finding and recommendations at the meetings for approval; and to audit the records and testify thereto. The Board members shall be required to attend all meetings except in the case of an emergency or an extended vacation with notification of the other Board members in advance. No Board member shall miss more than three meetings annually.
- 4.2 The President shall preside at the meetings of the CFC, develop a strategic plan for the CFC, coordinate the efforts of the Officers, act as chief social director; appoint all committees and act as an ex-officio member thereon, recruit new officers, and perform all other duties as properly pertaining to this office.
- 4.3 The Secretary shall conduct correspondence that is pertinent to the position as listed below or by vote of the CFC or its Officers, take the minutes of the meeting, make an accurate record of the proceedings, post messages and reports such as meeting minutes to the website, take responsibility for the management of the CFC's website, and perform all other duties that properly pertain to this office.
- 4.4 The Treasurer shall receive all CFC money and maintain a CFC account in a federally insured depository, make all authorized disbursements, assess account balances monthly and email to the membership, make an annual and monthly report of the official transactions, and perform all other duties as properly pertain to this office and as described in the CFC Treasurers Duties. The Treasurer shall also maintain and be the administrator of the Schedule Master system, except for Pilot Currency information.
- 4.5 The Safety Officer shall be responsible for the clearance of aircraft in conformity with FAA regulations and will have overall supervision of all cross-country flights in accordance with current CFC policy, maintain and update the CFC's operating policies including the CFC Handbook, act as liaison between the CFC and the FAA Accident Prevent Specialist, be responsible for an active flight and ground safety program, make monthly reports to the Board, and perform all other duties as properly pertain to this office. The Safety Officer shall organize and/or identify periodic continuing education opportunities and disseminating that information to CFC members, and also be responsible for updating the Pilot Currency section for each pilot in Schedule Master and for monitoring member's flying hours.
- 4.6 The Membership Officer shall serve as the chairperson of the New Member Recruitment Committee, conduct new member orientation, and maintain the CFC Roster.
- 4.7 The Maintenance Officer shall assure proper maintenance of all CFC equipment and report monthly on the status of such equipment, have the power to ground equipment at his/her discretion for the benefit of the CFC from a viewpoint of safe operation, and ensure that necessary maintenance records are kept in accordance with the FAR's and other pertinent directives. The Maintenance Officer shall also be responsible for managing the maintenance schedule in Schedule Master.
- 4.8 The duties of the members shall be to attend all general membership meetings, to elect a Board; to conduct themselves in a proper and fitting manner as members of the CFC; to be alert and mindful of the

CFC's interest; to exercise due caution and safety in flying; and to observe all state, local, CFC, and FAA flying rules and regulations.

- 4.9 Any CFC action, required or permitted to be taken at a general membership meeting, as required by the CFC By-Laws or by the laws of the State of Washington, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the members or directors entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote, and may be described as such. Correspondence by email is an acceptable form of consent in writing for a membership action.

SECTION 5 – MEMBERSHIP RULES

- 5.1 The number of Active Members shall be limited at the discretion of the Board based on the social, recreational, and financial goals of the CFC; insurance limitations; amount of equipment; and the average time the equipment is in use so as to allow reasonable use by each Active Member without undue restriction. Memberships are not transferable or refundable.
- 5.2 Each member is expected to abide by the rules and polices of the CFC as set forth in the By-Laws and in the Handbook, which covers flying procedures, proficiency requirements, etc.
- 5.3 Upon approval of the Board, resignation shall become effective not less than five days from the date formal request is received by the CFC President or the Membership Officer. The Board may recommend immediate effectiveness but, in no event, before all money due to the CFC has been collected.
- 5.4 For cause, an individual Board member may suspend a member's flying privilege. Within 14 days following such action, the Board shall hold a hearing to determine whether disciplinary action is appropriate.
- 5.5 Each member of the CFC shall agree in writing to read, observe, and abide by all rules and regulations of the CFC; and to acquaint himself/herself thoroughly with the local field rules of any and all airports or any field where the CFC equipment is based and with the FAA regulations; and to observe them before being finally accepted to active membership in the CFC.
- 5.6 Membership in the CFC may be terminated for cause, or for any action which is detrimental to the best interests of the CFC, including failure to actively participate in CFC activities. Termination of membership shall require a majority of the Board Officers. In the event that any such termination is contemplated, the Board shall notify the member, by email, of the reasons for the proposed action, and of the time and place of the meeting of the Board at which termination is to be considered, not later than ten (10) days prior thereto. At the meeting, the member shall be entitled to respond to the stated reasons for termination and be heard in his/her own defense.

SECTION 6 – MEETINGS AND QUORUMS

- 6.1 The rules of procedure at meetings of the membership and of the Board of the CFC shall be the rules contained in Roberts' Rules of Order on Parliamentary Procedure, newly revised, so far as applicable and when not inconsistent with these Bylaws, the Articles of Incorporation or with any resolution of the Board.
- 6.2 The January and July general membership meetings to elect officers and conduct other official CFC business shall be at a time and place designated by the Board.
- 6.3 The quorum for general membership meetings shall be 20% of the active CFC membership in good standing. The quorum for Board meetings shall be four members of the six-person Board.
- 6.4 Other membership meetings may be scheduled at the discretion of the Board.

- 6.5 Upon written request by email of at least one-third of the active members in good standing, the President shall be required to call a meeting at his/her discretion.
- 6.6 All members shall be notified, if possible, of the time, place, and subject of the special membership meeting, and only that business for which the meeting is called shall be transacted.
- 6.7 Board meetings shall be held once a month to conduct essential business at a time and place so designated by the Board at the call of the President, or the discretion of the Board.

SECTION 7 – VOTING

- 7.1 Only Active Members in good standing shall be allowed to vote on any matter requiring a vote and they shall be entitled to only one such vote.
- 7.2 There shall be no proxy voting; however, written absentee ballots may be submitted by email on specific issues during membership meetings.
- 7.3 It shall require a majority vote of those voting members present (or by email) to affect passage of any resolution except when otherwise provided for by the By-Laws.

SECTION 8 – FINANCE

- 8.1 Any CFC expenditure or work authorization in excess of \$2,500.00 must have prior Board approval. Any action of the Board relating to leases of property or of purchases with a value of \$7,500 or more shall be subject to approval by a majority vote of Active Members in good standing by e-mail, or by special vote during a membership meeting.
- 8.2 Each member shall share monthly fees in the form of dues. The Board shall set rates to be charged for flying time and the monthly dues. The Board will periodically assess these rates and determine future rates based on unanimous vote of the Board.
- 8.3 All property including aircraft and accessories, etc., procured for the CFC, shall be for the joint use of all Active Members.
- 8.4 In the event of any damage to any equipment belonging to the CFC, the following specific rules shall apply: (a) the members involved shall be responsible and liable for all costs/expenses associated with the damage, up to the current insurance deductible amount, (b) each member is solely responsible for all decisions made as Pilot In Command of CFC aircraft, and (c) the Board shall retain the power to investigate any accident and penalize by any appropriate means, including suspension, any member of the CFC for violations of safe flying practices. However, this retention of authority shall in no way impose any liability upon the Board or any CFC members for any action taken or failure to take any action.
- 8.5 No member of the CFC shall make purchases in the name of the CFC except as authorized by the Board.
- 8.6 Any member who is in arrears of any money due the CFC may be subject to suspension by a majority vote of the Board. Arrears are considered to be non-receipt of full payment by the CFC within 30 days of the due date. If any member's account is more than 60 days in arrears, he/she will be notified by the Board and if payment is not made within 10 days will automatically have their membership canceled.
- 8.7 The fiscal year of the corporation shall be January through December.
- 8.8 No loans shall be made by the CFC to any officer or member.

- 8.9 Special assessments, as determined necessary by the Board, may be made on members of the CFC as described in the Handbook.
- 8.10 Entitlements may be made to members by the Board to allow for new member recruitment. The Board may offset flight time or provide credits for members participating in Board approved recruitment activities as determined by the Board, in advance of any such activities. Details of such recruitment activities shall be described further in the Handbook.
- 8.11 The net savings or surplus remaining after all operating costs and other expenses have been paid shall remain in the CFC's treasury for the purchase of new equipment, for engine overhaul, for contingencies or for the purpose of reducing the hourly rates for flying as shall be determined by the Board. The net savings in any event shall not be distributed to the members for their individual use.

SECTION 9 – LIABILITY AND INDEMNIFICATION

- 9.1 Each officer now or hereafter serving the CFC, and each person who, at the request of or on behalf of the CFC, is now serving or hereafter serves as an officer of any other corporation, whether for profit, or not for profit, and his/her respective heirs, executors, and personal representatives, shall be indemnified by the CFC against expenses actually and necessarily incurred by him/her in connection with the defense of any action, suit or proceeding in which he/she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duties; but such indemnification shall not be deemed exclusive of any other rights to which such person may be entitled under any By-Law, agreement, vote of Board or members, or otherwise.
- 9.2 Adequate and proper insurance shall be carried by the CFC at all times. No expense or obligation whatsoever shall be incurred by members of this association except as incurred and set forth with these Bylaws and Articles of Incorporation. The terms of the policy shall expressly provide coverage for torts committed by individual members of the CFC while participating in the operation of aircraft in pursuance of CFC activities. The insurance policy shall be available to all members either through email or posting to a common document location.
- 9.3 The Pilot in Command shall be responsible for payment of the insurance deductible in the event of an insurance claim regardless of the location (in flight, taxing, hangar etc.). The Board may elect to pay for any damage directly and not submit the claim to the insurance carrier. If this course of action is taken, it will not alleviate the responsibility of the Pilot in Command to pay the amount that is typically associated with the insurance deductible.
- 9.4 It will be the member's responsibility to review the insurance coverage provided by the CFC to determine if the limits are adequate for their own individual needs, and secure additional insurance coverage as they deem appropriate.

SECTION 10 – Amendments or Changes

- 10.1 These By-Laws may be amended at any regular or special meeting of the CFC, provided that notification of the proposed amendment be communicated to the entire membership at least ten days in advance of the meeting.
- 10.2 A two-thirds vote of the Active Members present at any such meeting shall be required to adopt any proposed amendment.