

Atlantis Soaring Society, Inc.

CONSTITUTION AND BYLAWS

ARTICLE I

Name

The name of this organization is **Atlantis Soaring Society, Inc.**, a not-for-profit corporation, incorporated under the laws of the State of Illinois

ARTICLE II

Purpose and Objectives

This is a Non-Profit, Non-Stock, Educational Organization established to:

1. Foster, promote, and engage in aviation education.
2. Encourage, aid, and engage in scientific research for the improvement and better understanding of aviation and the science of aeronautics.
3. Promote the improvement and safety of existing aviation facilities within the State and encourage the development of new facilities.
4. Promote, encourage, and facilitate Membership in the Soaring Society of America (SAA). Support and promote the mission, vision, goals and objectives of the SAA through safety and other aviation-related programs and services within the Society.

ARTICLE III

Society Membership

Section I. Eligibility for Membership.

Any person who has an interest in the objectives of the Society as outlined in Article II is eligible for membership, subject to its classifications listed in Section II of Article III.

Section II. Classifications of Membership

There are five (5) types of memberships. These Membership Classifications include: Regular, Student, Family, Honorary, and Life Members. The specific details of these Membership Classifications are described in the following:

1. **Regular Membership:** A Regular Member shall be any person who has paid up his/her annual dues and is a Member in good standing. Regular Members have full voting privileges (one vote per member).
2. **Student Membership:** A Student Member is any person who is a full-time student at an educational institution such as high school, college, or university. At the discretion of the Board of Directors, such member may pay a reduced fee as determined from time to time by the Board of Directors. Specifically, the Atlantis Soaring Society, Inc. will strive to secure funding from scholarship foundations to support disadvantaged youngsters to-

wards an aeronautical and/or astronautical career. Student Members have full voting privileges (one vote per member).

3. Life Membership: A Life membership may be bestowed on an individual member at the discretion of the Officers, Board of Directors, or Membership. A Life member must be a member in good standing of the Society. A Life Membership recognizes the long term commitment made by the individual to aviation, in general, and the Society, in particular. A Life Member may hold any Society office, shall have full voting privileges within the Society, and is exempt from annual dues.
4. Honorary Membership: Honorary Membership is bestowed by the Board of Directors on persons who have rendered exceptional service to the Society and who have been nominated by a member and have been approved by the majority of members. Honorary Members are not required to have been active members of the Society. Honorary Members pay no dues. Inactive Honorary Members have no voting privileges.
5. Family Membership: A relative of any Regular or Student Member of the Society can have Family Membership with reduced membership dues. Family Members have no voting privileges.

Section III. Duration of Membership

The Duration of a Regular, Student, and Family Membership shall be one (1) calendar year, renewable annually, pending payment of annual dues. Honorary Memberships may be extended or continued beyond one year at the discretion of Officers, Board of Directors, or the Membership. Life Membership is not transferable to another person. All members with voting privileges must maintain a current membership, except for the Honorary Members.

Section IV Responsibilities of Membership

Membership is a privilege which requires an appropriate commitment from each member. Each member shall accept the responsibilities of membership and by acceptance agrees to promote the Society and its goals. In the event a member fails to meet these requirements, they may be asked to relinquish their membership in accordance with the following conditions:

Any Member who is intentionally negligent or reckless, harms or jeopardizes the reputation or assets of the Society, may be called before the Board of Directors and officers for review. Upon conclusion of a review, the Board of Directors and Officers may, upon finding reasonable cause, recommend to the Membership that said member be removed from Membership. Said member may then be removed, by a majority vote of eligible members at any regular or special membership meeting where a quorum exists.

Any Member who fails to remit the membership dues or fails to maintain the membership in the SSA shall be considered removed from membership.

Section V. Resignation of Membership

Any member may resign his/her membership at any time by delivering to any officer a written notice of resignation. The resignation of membership shall become effective on the date of the

written notice. In the event the written notice of resignation does not contain an effective date, the date the member delivers the written notice to any officer shall become the date of resignation.

ARTICLE IV

Officers and their Duties

Section I Executive Officers

The executive officers of Society shall be a President, Vice-President, and Secretary-Treasurer.

The President, Vice-President, Secretary-Treasurer shall be elected by ballot of the members at the annual meeting and shall hold office for two years from the date of installation, and until their successors are elected and qualified.

Board of Directors of the organization shall have the authority to replace an officer that does not or cannot fulfill his/her official duties for three (3) calendar months.

Section II. The President

The President shall preside at all meetings of the Society. The President shall be the Chief Executive Officer of the Society and of the Board of Directors. The President may call any special meeting of the members of the Board of Directors and shall have, subject to the advice and control of the Directors, general charge of the business of the Society. The President shall execute, in the name of the Society all certificates of membership. The President shall execute with the Secretary-Treasurer all contracts, legal instruments, and financial transactions that have first to be approved by the Board of Directors, except that financial obligations up to and including \$500 can be transacted without such approval.

Section III. The Vice-President

The Vice President shall be vested with all the powers and authority of the President and shall perform the duties of the President in the case of the President's absence, disability, or inability, for any reason. The Vice president shall also perform such duties connected with the operations of the Society at the suggestion or direction of the President.

The Vice-President shall publish or direct the publishing of a quarterly newsletter, with the help of the Officers and Directors. The Vice-President shall be the chairman of the program committee.

Section IV. The Secretary-Treasurer

1. The Secretary-Treasurer shall record and keep the minutes of all membership meetings and those of the Board of Directors. The Secretary-Treasurer shall serve notices of all membership meetings and of the Board of Directors, if requested to do so.
2. The Secretary-Treasurer shall execute with the President or Vice-President, in the name of the Society, all contracts and financial transactions that have first been approved by the Board of Directors.

3. The Secretary-Treasurer shall have the responsibility to record minutes of all meetings of the members and the Board of Directors. The Secretary-Treasurer shall also be responsible for keeping the original copies of the bylaws, non-profit incorporation documents, tax-exemption documents, and any other pertinent documents, books, and records as the Officers or Board of Directors direct. The Secretary-Treasurer shall jointly execute, along with the President, all contracts and transactions that have been first approved by the Board of Directors. The Secretary-Treasurer shall overlook all other tasks of the office of Secretary-Treasurer, subject to the control of the President and the Board of Directors.
4. The Secretary-Treasurer shall receive and deposit all funds of the Society in a bank selected by the Board of Directors. Any outstanding obligations shall be paid out only by checks and/or cash. The Secretary-Treasurer shall also account for all receipts, disbursements, and balance of funds on hand.
5. The Secretary-Treasurer shall perform all other duties incidental to his/her office subject to the approval of the President and the Board of Directors as directed by them.
6. The Society's Bank Accounts must have dual signatures on bank's signature card as well as on all issued checks, that of the President (or appointed person) and Secretary-Treasurer.

ARTICLE V

Board of Directors

1. The Board of Directors exercise control over the business, and property of the Society.
2. The Board of Directors shall consist of the following: the current officers, the outgoing President, and no more than three other elected Society Members.
3. The President shall be a member of, and preside over, the Board of Directors.
4. In case of a vacancy on the Board of Directors, the President may appoint a replacement, subject to the approval of a majority of the Board of Directors.
5. A simple majority of the Board of Directors, at least two of which shall be Executive Officers, shall constitute a quorum of the Board of Directors.
6. Meetings of the Board of Directors shall be called at the time and place to be determined by the President, or a quorum of the Board of Directors.
7. The Secretary-Treasurer shall keep a record of all proceedings of Board meetings. Such record shall be available to the membership.
8. The Board of Directors shall have the power and authority to enforce all rules and regulations pertaining to the use and operation of the Society's owned and/or rental property.

ARTICLE VI

Vacancies

If the office of the President becomes vacant for any reason, the Vice-President shall assume the unexpired term of President. If the office of Vice-President becomes vacant for any reason, the Secretary-Treasurer shall assume the unexpired term of Vice-President. If the office of the Secretary-Treasurer becomes vacant for any reason, the Board of Directors shall appoint a successor who shall hold office for the unexpired term.

ARTICLE VII

Membership Meetings

1. All Membership meetings, except as otherwise provided, shall be held at a place to be determined by the Officers or the Board of Directors.
2. Notice of any meeting of the members shall be received by the Membership at least one (1) week before such meeting.
3. Special meetings of the members may be held at such time and place as called for by the Officers or the Board of Directors.
4. Notice of special meetings of members stating the time or the purpose thereof shall be given in a manner as the notice required for the regular meetings.
5. At any meeting of the members, a quorum shall consist of members present at the meeting.
6. At every meeting of the members each voting member shall have only one vote. A majority of members present is necessary for the adoption of any resolution affecting By-laws which must be announced at the meeting.

ARTICLE VIII

Elections

The President shall appoint a Nominating Committee of not less than three Society members in good standing before the annual meeting, and shall designate one of them to act as chairperson, or nominations may be accepted from the floor at the annual meeting. The Society Members shall be notified well before the election of the member names of the Nominating Committee and of the nominees for the various offices through mail and/or electronic media. The membership shall vote by ballot at the annual meeting for the officers they desire. The President shall designate a Ballot Certification Committee whose duty will be to count and certify all ballots.

All properties owned by the Society are to be accounted for and turned over to the officers-elect as the previous officers complete their terms or resign from office.

ARTICLE IX

Dues and Equipment Rental

Section I. Rate of Dues Assessment

1. Rate of assessment of dues shall be determined by vote of the membership based on recommendations by the officers.
2. Dues must be paid by the close of the annual meeting.

Section II. Collection of Dues

Payment of dues shall be made to the Secretary-Treasurer.

Section III. Aviation Equipment Rental

Use of Society-owned and/or leased aircraft and related training equipment shall be assessed by the executive officers based on contractual agreements.

ARTICLE X

Financial Reports

The Secretary-Treasurer shall prepare an annual report and an annual financial statement and present each report on the financial status to the Membership. The Board of Directors shall determine the form of the report, either written or oral. The method of the report will be by presentation at the Membership meeting.

The Board of Directors under the direction of the Vice-President, shall arrange annually to have the financial records and practices of the Society reviewed. The Board of Directors shall make available a copy of the written report to the Membership. The Board of Directors shall review any recommendations for changes in bookkeeping and operational procedures and shall take appropriate steps to implement any reasonable recommendations.

ARTICLE XI

Amendments

The Bylaws of the Society may be amended, or new Bylaws may be adopted at any Regular Meeting of the Members call for that purpose. Amended or new Bylaws must be passed by not less than seventy five percent (75%) majority vote of the Society Members eligible to vote and present at such meeting in person.