



100 Majors Road • GREENVILLE, TX • 75402

BY-LAWS of the MAJORS FLYING CLUB

Revision M

Approved by the Majors Flying Club Board
13 December 2021

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Brian Selle

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David H. Howell

Secretary

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Treasurer

Joseph P. Roberts

Maintenance Officer

W. Armstrong

Chief Pilot/Safety Officer

Approved by E-Club Board of Directors:

[Signature]
PRESIDENT

Jacob Brown
VICE PRESIDENT

Stephen R.
Secretary / Treasurer



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Figure 1: RECORD OF REVISIONS

REV	DATE	PARAGRAPHS AFFECTED	REMARKS
IR	4/15/86	ALL	Released initial By-Laws
IR-1	1/4/96	2.1.1	Added Amendment 1 which requires \$500 deposit for non-employee new applicants and disallows membership by employees or representatives of E-Systems customers
IR-2	2/6/96	2.1.1	Revised Amendment 1 by removing \$500 deposit for non-employees
IR-3	2/15/96	Addendum 1	Added Amendment 1 to Addendum 1 which raises initiation fee from \$50 to \$100
A	5/2/96	ALL	Incorporated previous revisions; Reprinted entire document in new format; and Added Record of Revisions without any changes to contents of text
B	3/20/97	5.3.1	Revised officer elections process to allow for voting by mail-in ballot
		1.3.2	Changed fiscal year start from Oct 1 to Jan 1
		2.2.3	Deleted – Eliminated Associate Member
		2.2.2, 8.2.1, & Addendum 1	Eliminated Class I Family Member and renamed Class II & III to Class I & II, respectively
		2.3.1 & 3.2.1	Clarified eligibility of new members to begin flight training after completing membership application
C	6/10/97	1.1.1	Revised club name to be known as the “E-Systems Flying Club”, also known as the “E-Systems - Greenville Flying Club”
D	4/2/99	1.1.1	Changed name of club to “Majors Flying Club”
		2.2.2/2	Added "Associate Member" as a qualifying member
		2.2.3	Added "Associate Member" as a membership classification
		2.3.2	Stated that a member's status automatically changes to "Inactive" when dues are in arrears more than 2 (two) months
		2.3.3	Eliminated the 90 day maximum time for reinstatement
		6.1.4	Added requirement for Secretary to maintain membership classification list



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REV	DATE	PARAGRAPHS AFFECTED	REMARKS
D	4/2/99	6.1.6	Eliminated requirement for Chief Pilot to maintain means of aircraft scheduling
		6.1.7	Increased maintenance expense maximum to \$300; Added requirement of Maintenance Officer to post aircraft maintenance status on board in club house
		7.2.1	Changed membership meeting interval to 4 (four) months or less
		8.2.1/3	Outlined Associate members dues and initiation fees.
		Addendum 1	Added Associate member fees & dues information
E	4/2/01	1.2.2	Changed By-laws to operate the flying club as a General Membership club.
		2.1.1, 2.3.3, 8.2.4, Addendum 1	Changed By-laws to allow non E-Club members to join the flying club; Updated dues information
		2.2.4, 2.3.5, 8.2.1.4	Added paragraphs clarifying the status and responsibilities of non E-Club flying club members
F	5/3/04	1.3, 2.1.1, 2.3.2, 2.3.3, 9.2.1	Replaced the word, "Company", with "Integrated Systems, Ltd."
		2.3.2	Spelled out the acronym ARSA with the full name: Automatic Reservation & Scheduling of Aircraft
		2.3.1	Included provisions for "Conditional membership"
		5.1.2 (added)	Provided for the establishment of ad hoc positions for the club
		6.1.7	Deleted "annual and 100 hour inspections", Substituted the word, "inspections".
		Addendum 1	Updated to current prices
G	5/3/05	2.2.4	Changed non E-Club members minimum balance
		2.3.3	Clarified reinstatement of a Terminated member
		11.2	Added requirements for Flight Instructors
H	1/1/06	Addendum 1	Updated dues information
I	5/30/2008	3.3.2	Clarified rebate policy for terminated members
		Addendum 1	Updated dues information
J	3/16/2009	ALL	Revised entire By-Laws to better define membership qualifications, clarify membership terminology, and maintain consistency in format and term usage
		Addendum 1	Changed list order of Regular Non E-Club Member and Associate Member to be consistent with By-Laws



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REV	DATE	PARAGRAPHS AFFECTED	REMARKS
K		5.3.1	Change election process
		6.1.7	Increase discretionary spending amount
		8.2.4	Change schedule for late payments
		11.2.4	Clarified CFI student documentation
L	11/05/2018	Article 10	Changed the method of Disbursement of Funds should the club be dissolved.
		Addendum 2	Waiting List Protocol
		Addendum 3	Student Pilot Dues and Rates
		Throughout	Other changes made throughout the entire document
M	12/1/2021	Throughout	Deleted all references to L-3 E-Club
		2.1.1	Changed Membership Eligibility
		2.1.3	Replaced reference from "ARSA" to "Scheduling System"
		2.2.3	Deleted Family Membership level
		2.2.4	Removed student pilot membership
		2.3.3	Revised reinstatement procedures and initiation fee requirement.
		2.3.5	Deleted reference to "Non E-Club"
		3.1.1	Deleted reference to "E-Club membership requirements"
		3.1.1c	Deleted entire paragraph
		6.1.8	Added Event Coordinator position
		6.1.9	Added Website Administrator position
		6.1.10	Changed from two additional At Large members to "Up to four"
		6.2.1	Added: Members are to attend one general membership meeting per year and help with maintaining clubhouse and hangar
		8.1.2 a	Deleted reference to E-Club members
		8.1.2 b	Deleted advance dues payment option
8.2.2	Deleted reference to Class I and Class II Family Membership		
8.2.4	Modified Direct Deposit method and deleted Advance Dues option		
8.2.5	Deleted requirement to maintain minimum balance for Non E-Club members		



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M	12/1/2021	9.2.1	Club Responsibility: Deleted reference to “Greenville Operation”
M	12/1/2021	Addendum 1	Revised member classification and deleted “non E-Club Regular membership.
M	12/1/2021	Addendum 2	Changed initiation fee amount from \$200 to \$300
M	12/1/2021	Addendum 3	Deleted reference to waiving initiation fee for ground school students.
M	12/1/2021	Addendum 3	Deleted



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ARTICLE 1.0 - NAME, PURPOSE, AND AUTHORITY

1.1 NAME

The name of this club shall be the “Majors Flying Club”, formerly known as the “E-Systems - Flying Club” (hereafter referred to as the "Club" or “Flying Club”).

1.2 PURPOSE

1.2.1 Purpose

The purpose of this Club shall be: 1) to provide and maintain aircraft suitable for operation and use by its members for personal pleasure or instruction flights; 2) to encourage and enable its members to improve their flying skill; 3) to promote and advance the safe use of private aircraft; and 4) to provide through its operation and maintenance of its aircraft the most economical flying facilities possible for its members.

1.2.2 Non-Profit Organization

This Club shall be organized and operated exclusively for educational, recreational, and other non-profitable purposes. No part of the assets or earnings of the Club shall work to the financial benefit of any member or officer of the Club.

1.3 AUTHORITY

1.3.1 Parent Organization

This Flying Club shall be an Activity Club of the E-Club. The E-Club is a non-profit, tax exempt corporation under the State of Texas Non-Profit Corporation Act. By virtue of the Flying Club operating under the E-Club charter, the Majors Flying Club too is a non-profit, tax exempt organization. This association is not formed for pecuniary profit.

1.3.2 Fiscal Year

The fiscal year of the Flying Club shall extend from 1 January through 31 December.

1.3.3 Rules and Regulations

Operating Rules of the Club and other regulations as deemed necessary by the members shall be adopted and have the same force and effect as if published as part of these By-Laws.



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ARTICLE 2.0 - MEMBERSHIP

2.1 ELIGIBILITY, QUALIFICATIONS, AND PRIVILEGES

2.1.1 Eligibility

Qualifying, candidates, as vetted by the Majors Flying Club Board of Directors, shall be eligible to join the Flying Club as Regular Members. Associate Membership is afforded to those individuals who do not wish to become Pilot in Command members for the time being. Employees or representatives of businesses or Government entities who are customers of the Company are ineligible for membership in the Majors Flying Club.

2.1.2 Qualifications

Qualification for membership shall be determined based on the membership classification desired. Qualification for members having privileges to act as pilot-in-command shall include careful consideration by the Club's Board of Directors (referenced herein as the "Board") of the candidate's flying history, aviation insurance history, and other factors such as good standing with their company;; Flying Club; and local, state, and federal authorities (as appropriate). Qualification of non-piloting PIC members shall not necessarily consider the candidate's flying history or aviation insurance history, since the candidate will not act as pilot-in-command of the Club's aircraft.

2.1.3 Privileges

Membership in the Club shall include two primary classifications with corresponding specific privileges.

- a. Regular Members – Regular Members shall be tendered privileges to: 1) act as pilot-in-command of the Club's aircraft after a checkout in the appropriate aircraft by a Board approved CFI, 2) reserve Club aircraft via the Club's current scheduling system, 3) attend club meetings, 4) vote in Club elections, and 5) accompany the Club on field trips.
- b. Associate Members – Associate Members shall not be authorized to act as pilot-in-command for any Club aircraft, but shall be tendered privileges to attend club meetings, accompany Regular Members on flights and field trips. Associate Members shall be given priority over non Club members to accompany the Club on field trips and shall be eligible for Club discounts on available publications, equipment, or services. Associate Members shall have no voting privileges.



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2.2 MEMBERSHIP CLASSIFICATIONS

2.2.1 Regular membership classifications

A Regular Member shall join the Club and pay dues per the Regular membership classification.

2.2.2 Regular Members

- a. Regular Members shall be in good standing of the Flying Club and shall pay full dues and initiation fees in accordance with Section 8.2.1.a and Addendum 1. Regular Member classifications and dues are delineated in Sections 2.2.3.

2.2.3 Associate Members

A person, who is qualified to be, or become, a Regular is eligible to become an Associate Member if the candidate does not wish to enjoy the specific benefits of a Regular membership. Associate Members shall pay significantly reduced dues and no initiation fees in accordance with Section 8 and Addendum 1.

2.3 MEMBERSHIP STATUS

2.3.1 Regular Status

Regular members shall be tendered all the privileges and benefits available within the power of the Club, but subject to the restrictions described in Section 2.2 or elsewhere in the Club's By-Laws, rules, or other regulations published by the Club. Membership in the Club shall become "active" (Regular) upon unanimous approval by the Board (so indicated by Board member signatures on the prospective member's application) and upon receipt by the Treasurer of the member's initiation fee and first month's dues. The names of Regular Members shall then be placed on the Club's Regular membership list and entered into the scheduling system for Club aircraft reservation privileges. Membership may be refused to any applicant at the discretion of the Board. Conditional Regular membership may be granted by a majority approval of the Board until the next scheduled Board meeting. Conditional Regular membership will normally be granted only to potential members who do not possess at least a student pilot certificate. Under no circumstances shall Conditional membership extend for more than 30 calendar days.

2.3.2 Status change

A Regular member may choose to become an Associate member if the member is unable, through any number of circumstances, to participate as a PIC in Club aircraft for an extended period of time. Associate status shall be granted by the Board to a Regular Member upon receipt of a written or an e-mailed request from that member. The member's name will be removed from the Club's Regular membership list and the member shall be reclassified as an Associate Member.



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a. Automatic change on the aircraft scheduling system – A Regular member may be restricted from scheduling aircraft once the member's dues are in arrears in accordance with Article 8 of the By-Laws.

b. Reinstatement to Regular status – An associate member who would like to change status to a Regular membership is required to pay the current initiation fee. The initiation fee may be waved at the discretion of the Board. If the Club's Regular membership is full, that person's name shall be added to the Club's waiting list per the Waiting List protocol in accordance with Section 3.2.2 and Addendum 2.

2.3.3 Terminated

A Regular member may sever membership with the Club by submitting a written formal request for termination to the Club's Secretary in accordance with Section 3.3 of these By-Laws. A Regular member, however, may continue their membership with the Club even if the member terminates their association with the Company.

a. Membership Reinstatement: A former Club member who previously had Regular membership status is required to pay the current initiation fee to be reinstated to the Flying Club. The initiation fee may be waved at the discretion of the Board. If the Club's Regular membership is full, that person's name shall be added to the Club's waiting list per the Waiting List protocol in accordance with Section 3.2.2 and Addendum 2.

2.3.4 Suspended

The Board may suspend a member pending an investigation of a Club infraction.

Additionally, if the Board recommends expulsion from the Club, the member is automatically suspended as described in Section 3.4. A suspended member shall be temporarily denied all privileges of membership in the Club and will be restricted from scheduling aircraft. Dues and assessments of a suspended member, as well as assumption of any financial responsibilities to the Club, shall continue for the member. A period of suspension shall be limited to no more than 30 days. If required, the Board will discuss granting an additional suspension period. At the conclusion of the suspension period, a suspended member who was not suspended due to an expulsion, shall be automatically returned to Regular or Associate status provided the member still qualifies for such status.

2.3.5 Probation

Members committing Club infractions may be placed on probation by the Board for a period not to exceed one (1) year. Dues and assessments of a member on probation, as well as assumption of any financial responsibilities to the Club, shall continue for the member. Any additional Club infractions incurred by the member during this probationary period shall be cause for termination and expulsion from the Club. Additionally, newly qualified Regular Members shall be on probation for one (1) calendar year. Club



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infractions by these members during this time may result in the Board recommending expulsion of the Regular probationary member from the Club.

2.3.6 Membership start and stop dates

Membership in the Club begins on the first day of the calendar month in which the Board approves the member's application. Termination or status change in the Club is effective on the first day of the calendar month following the member's official request for termination or status change.

ARTICLE 3.0 - MEMBERSHIP LIMITS, APPLICATIONS, TERMINATIONS, AND EXPULSIONS

3.1 MEMBERSHIP LIMITATIONS

3.1.1 Regular Member Limits

The number of Regular Members in the Club may be limited based on the requirements of a selected insurance carrier, and/or the optimal ratio of pilots to average aircraft use.

a. Insurance Carrier Requirements – Liability insurance requirements for Club aircraft may limit the maximum number of PIC qualified members. The specific maximum number may vary depending on the insurance company selected by the Board. The Board shall enforce the member limitations specified by the selected insurance carrier by carefully monitoring the Regular membership list and by delaying or refusing membership of applicants which would cause the club to exceed the maximum Regular member limit.

b. Optimal Pilot-to-Aircraft Ratio – The Board shall limit the number of Regular Members to optimize the operating times available to the members for Club aircraft. At the discretion of the Board, the ratio shall be computed based on the number of flying members and the average time each aircraft is in use so as to allow reasonable access to the Club airplanes for Regular Members.

3.2 APPLICATIONS

3.2.1 Prospective Regular Member

A prospective Regular Member shall be accepted into the Club when: 1) the Board unanimously approves the candidate's written application, 2) the initiation fee is received, 3) the first month's dues are received, and 4) the required minimum balance is received (if applicable). Upon acceptance, the Chief Pilot/Safety Officer shall enter the new member's name on the Regular membership list and notify the new member of their eligibility for initiation of flight training/checkout. A conditional Regular status may be granted by



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the Club Chief Pilot/Safety Officer upon approval of the application by a majority approval of the Board members, provided all other requirements, as previously specified, have been met. Members on conditional Regular status may not operate as pilot-in-command of Club aircraft.

3.2.2 Waiting List Protocol

The Waiting List Protocol for Regular member applicants will be invoked if the Regular membership is full and the prospective new member would like their name added to the waiting list. There is a fee associated with being added to the waiting list as described by the protocol. The Waiting List Protocol for Regular Members applicants can be found in Addendum 2. The dues and fees associated with a Regular membership will not be collected until Regular membership is granted. New prospective members shall be taken from the top of the waiting list to fill vacancies per the Waiting List Protocol. Regular membership shall be granted upon receipt by the Treasurer of the fees and dues described in Section 3.2.1.

3.3 **TERMINATIONS**

3.3.1 Termination effectivity

Terminations shall become effective on the first day of the calendar month after the formal request is received by the Secretary, and then only upon approval by the Board. Termination by a member shall in no event become effective before all money due the Club has been collected.

3.3.2 Letter of Resignation

The Secretary shall provide the member requesting termination a Letter of Resignation form. The member shall complete the form letter and provide the completed letter to the Club Secretary.

3.4 **EXPULSIONS**

The Board may recommend the expulsion of a member for due cause, at which time the member is automatically suspended. The suspended member may defend themselves if so desired, either before the Board or the Club membership. If the member presents their case to the Board, a majority vote of the Board is required for suspension. If the member presents their case to the Club membership, a vote will then be taken by the membership by secret ballot, in which two-thirds of the Regular membership present must concur to effect the expulsion. The decision of either the Board or the Club membership is final and cannot be appealed. Final expulsion shall then take place immediately, or, if the member is in arrears, upon payment of all money due the Club. No member having been expelled from the Club shall be entitled to any refund.

ARTICLE 4.0 - FLYING OPERATIONS AND MAINTENANCE



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4.1 OPERATIONS

Flying operations shall be conducted in accordance with Federal Aviation Regulations and any Club Operating Rules or other regulations published by the Club.

4.2 MAINTENANCE

Club maintenance shall be performed or supervised by current licensed FAA mechanics in accordance with applicable Federal Aviation Regulations.

ARTICLE 5.0 - OFFICERS

5.1 CLUB OFFICERS

5.1.1 Officers

The officers of the Club shall be a President, Vice-President, Secretary, Treasurer, Chief Pilot/Safety Office, and Maintenance Officer (collectively herein referred to as the "Board"). These offices shall be filled by Regular Members in good standing of the Club.

5.1.2 Duties

The duty of the Board shall be to: 1) act on all matters of policy; 2) determine fees, charges, and assessments not otherwise provided for; 3) act in a judicial capacity on all intra-club disputes and regulation violations; 4) direct investigations when deemed necessary; 5) protect the Club's interests and safeguard its welfare; 6) submit its own actions for approval, and 7) prepare an annual budget as requested by the Parent Organization. The duties of the officers as described herein may be modified as required by the Board to effect timely and efficient operation of the Club.

5.2 BOARD AUTHORITY

The Board shall act as the decision making authority within the Club and shall have full authority to act on any or all matters concerning the Club, excepting those matters requiring a membership vote or as otherwise provided by these By-Laws or other regulations issued by the Club or its Parent Organization.

5.3 ELECTION, VACANCIES, AND REMOVAL

5.3.1 Elections

Members shall annually elect regular club members to serve on the Board. The board members shall, among themselves, elect the appropriate officers to serve in the capacity so designated by the board, and shall serve until the next general election. Elections will be held at the first regular membership meeting of the year which is normally held in the first quarter of the calendar year. Alternatively, regular members



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may be elected to serve on the Board by a majority vote of returned ballots sent to all Regular Members. It is the responsibility of the Secretary to provide all Regular members with a ballot prior to the general election. The results from any mail-in ballot election shall be determined by the Secretary and verified by a Regular Member appointed by the Board who is not a candidate for Club office. The final tally of election results shall occur no later than twenty five (25) days after distribution of the election ballots to all Regular Members.

5.3.2 Vacancies

In the event of a vacancy on the Board, the President, with the concurrence of the majority of the remaining members of the Board, shall appoint a temporary officer to serve until the next regular membership meeting. A special election shall be held at that regular membership meeting to fill the vacancy. The candidate to fill the vacancy shall be nominated from the floor. If a permanent officer is not elected at the meeting the temporary officer shall automatically become a permanent officer of the Board for the remainder of the unexpired term.

5.3.3 Officer Removal

A majority secret vote of Regular Members shall be required to remove an officer from their position. This action shall be presided over by a Regular member chosen by the Regular members of the Club. The Regular member who is chosen to preside over this action shall not be a member of the Board.



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ARTICLE 6.0 - DUTIES OF OFFICERS AND MEMBERS

6.1 DUTIES OF OFFICERS

6.1.1 Officer Duties

The duty of all officers shall be to conduct the activities of the Club in an efficient and business-like manner and to safeguard the interest of the Club at all times.

6.1.2 President

The President shall: 1) preside at the meetings of the Club and the Board; 2) appoint all committees, acting as an ex-officio member thereof; 3) represent the interests of the Club in all dealings with the Parent Organization and 4) make arrangements for programs at regular membership meetings. The President shall be the Chief Executive Officer of the Club and shall have general control and management responsibility of all its affairs, subject to: 1) the decisions made by the Board; 2) decisions of the Parent Organization Board of Directors; 3) Articles of Incorporation and By-Laws of the Parent Organization; and 4) Club By-Laws, Operating Rules, or other regulations issued by the Board of this Flying Club.

6.1.3 Vice-President

The Vice-President shall act as President in the absence of that official and take complete charge of all elections except for the replacing of the Vice-President, in which case an officer chosen by the Board shall preside. In the event of the absence of both the President and the Vice-President at any regular or special meeting, another Board member shall preside, provided that a quorum of the Board is in attendance at the regular or special meeting. In addition to supporting the President as required to operate and maintain the club, the Vice-President shall: 1) be responsible for maintenance of the club scheduling; 3) perform special assignments (avionics studies, financial analysis, etc.) as the direction of the President or members of the Board; 4) perform all other duties as properly pertain to this office.

6.1.4 Secretary

The Secretary shall: 1) conduct all correspondence at the direction of the Club or the Board; 2) take the minutes of all meetings, making an accurate record thereof; 3) maintain and be custodian of all files and records of a permanent nature; 4) maintain and make available at each board meeting a membership list classified per Section 2.2; 5) distribute Club information to prospective members; 6) report the significant future events of interest at all meetings; and 7) perform all other duties as properly pertain to this office.

6.1.5 Treasurer

The Treasurer shall: 1) keep accurate records of all receipts, disbursements, and account balances for the Club treasury including operating budgets and membership accounts; 2) prepare all budget forecasts for approval by the Board prior to submission to the Parent Organization; 3) prepare and distribute monthly



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bills to members for the previous month and collect monthly payments from members each month as prescribe in Article 8; 4) prepare vouchers for disbursements from the Club treasury and obtain the necessary approvals; 5) have charge of all insurance policies and ensure that premiums and other Club expenses are paid when due; 6) submit insurance claims and pay deductibles when directed by the Board; and 7) perform all other duties as properly pertain to this office.

6.1.6 Chief Pilot/Safety Officer

The Chief Pilot/Safety Officer shall keep an up-to-date file on each member of the Club, which shall consist of a current copy of at least the following documents: 1) Pilot's certificate, 2) Medical certificate, 3) Copy of the last Flight Review, and 4) the last three (3) pages of the member's logbook (with initial application only). Other duties of the Chief Pilot/Safety Officer are:

- a) Monitor currency and training status of all members,
- b) Recommend prospective instructors to the Board for their approval,
- c) Be responsible for various aspects of ground instruction,
- d) Promote and enforce flight safety and safety education as it relates to accident prevention and all other areas of flying,
- e) Report any hazardous conditions as it relates to flying operations to the proper authorities,
- f) Act as the Club's chief investigator for any accident or incidents with Club aircraft,
- g) Report accidents and/or incidents in accordance with Federal Regulations and to the applicable insurance companies, and
- h) Arbitrate aircraft scheduling conflicts.
- i) Accept applications for membership, notify new Regular members of their acceptance, and keep a current waiting list of prospective members

6.1.7 Maintenance Officer

The Maintenance Officer shall be responsible for the maintenance, airworthiness, cleanliness, and general appearance of Club aircraft. The Maintenance Officer also shall: 1) schedule aircraft inspections and oil changes; 2) ensure that Club aircraft comply with Airworthiness Directives (AD); 3) endeavor to have all unscheduled repairs made as soon as practical; and 4) ensure that anyone doing maintenance on Club aircraft meets all applicable Federal Aviation Regulations. Any maintenance expense or acquisition in excess of \$400.00 shall be approved by the majority of the Board. The Maintenance Officer also shall: 1) keep all aircraft and engine log books current and in accordance with FAA requirements; 2) coordinate and select all aircraft maintenance sources; and 3) keep current airworthiness certificates, license, registrations and similar documents in accordance with applicable regulations regarding each item pertaining to all Club aircraft and equipment. The Maintenance Officer shall be responsible to maintain the aircraft maintenance status board posted in the club house.



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6.1.8 Event Coordinator

The Event Coordinator shall be responsible for the organization and coordination of social events. This is a non-voting position normally filled by an At Large member.

6.1.9 Website Administrator

The Website Administrator shall be responsible for the maintenance of the club website. This is a non-voting position normally filled by an At Large member.

6.1.10 At Large Board Members

Up to four additional board members may be voted to the Board as At Large members with the concurrence of a majority of the Board. The At Large Board members will serve at the direction of the president and shall be Regular or Associate members. At Large members shall have no vote on the Board and cannot be used to constitute a quorum for meetings where a quorum of Board members is required.

6.1.11 Ad Hoc Positions

Ad Hoc positions may be added to the Board as required with a majority of the Board concurring with the appointments. The goal of the ad hoc positions is to further the aims and goals of the Club. These positions may include a Training Coordinator, Special Projects Coordinator, and others as necessary. The Ad Hoc positions may be filled by Regular or Associate members, shall have no vote on the Board, and cannot be used to constitute a quorum for meetings where a quorum of Board members is required.

6.2 DUTIES OF CLUB MEMBERS

6.2.1 Club Member Duties

The duties of Club members shall be to: 1) serve on Club committees, act as Members At Large, or fill Ad Hoc positions; 2) conduct themselves in a proper and fitting manner; 3) uphold the dignity of the Club at meetings and on the flying field; 4) be alert and mindful of the Club's interest; 5) exercise caution and safety in flying; and 6) observe all federal, state, local, and Club rules and regulations. Club members are encouraged to attend at least one general membership club meeting per calendar year and help with maintain the clubhouse, aircraft and hangar.

6.2.2 Regular Member Duties

Regular Members shall advise the Chief Pilot/Safety Officer of any safety of flight issues, accidents, or incidents regarding Club aircraft. Regular Members shall also keep current and provide the corresponding documents required by the Chief Pilot/Safety Officer as described in Section 6.1.6.



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ARTICLE 7.0 - QUORUMS, MEETINGS, AND VOTING

7.1 QUORUMS

The required quorum for all membership meetings shall be a majority of Regular Members present, including at least a majority of the Board. The quorum for all Board meetings shall be a majority of the Board members.

7.2 MEETINGS

7.2.1 Membership Meetings

A regular membership meeting shall be held on a schedule set by the Board not to exceed four (4) months between meetings. Meetings shall be conducted in an orderly manner. The Board may adopt such rules of order as it deems appropriate.

Special Membership Meeting

Upon written request of at least fifty percent (50%) of the Club's Regular membership, the President shall be required to call a special membership meeting. The Board may also call a special membership meeting at its discretion if fifty percent (50%) of the Board members are in agreement.

7.2.3 Meeting Notification

All members shall be notified, if reasonably possible, of the time, place, and subject matter of the special membership meeting. Only that business for which the meeting is called shall be transacted.

7.2.4 Board Meetings

Board meetings shall be held at the discretion of the Board or may be called at the discretion of the President.

7.3 VOTING

7.3.1 Regular Members

Only Regular 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.

7.3.2 Majority Vote – Regular Members

A majority vote of those Regular Members present shall be required to effect passage of any matter voted on, except as otherwise provided.



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7.3.3 Majority Vote – Board of Directors

All Board matters shall require a vote of at least fifty-one percent (51%) of the total Board membership to be passed and approved. Each Board member, as defined in Articles 6.1.2 through 6.1.7, inclusive, shall be entitled to only one such vote. At Large Board members and appointed Ad Hoc Board members shall have no vote on Board matters.

ARTICLE 8.0 - FINANCE

8.1 GENERAL

8.1.1 Revenue Sources

The Club shall be financed from initiation fees, dues, and other charges levied upon members as well as a subsidy from the Parent Organization.

8.1.2 Fund Sources

The Club shall operate from two separate fund sources as follows:

- a) Subsidy Funds – Subsidy funds include money from the Parent Organization whose budget and funds are the property of the Parent Organization and are allocated for the benefit of its members.

- b) Flying Club Funds – Flying Club funds shall be received from Club members in the form of initiation fees, required minimum balances (if required), and dues payments. All such funds are the property of the Club membership and are not subject to refund at membership termination, suspension, probation, expulsion, or any other disassociation with the Club.

8.1.3 Club Property – Parent Organization

All property of the Club purchased with funds from the subsidy account shall be the property of the Parent Organization, subject to liens thereto, if any.

8.1.4 Club Property – Club Members

All property of the Club purchased with funds from the Flying Club members account shall be the property of the Flying Club members, subject to liens thereto, if any.

8.1.5 Officer Compensation

No compensation from the Club Treasury to officers or members of the Club shall be made for any services rendered solely in connection with their holding office or being members.



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8.2 DUES AND FEES

8.2.1 Dues and Fees

Dues and initiation fees shall be set by a majority vote of the Regular membership present at a regular membership meeting of the Club and shall be posted in the Addendum to the By-Laws. These fees shall be charged each member of the Club according to the member's classification as follows:

- a. Regular Members: Regular Members shall pay full monthly dues and initiation fees.
- b. Student pilots: See Addendum 3.
- c. Associate Members: Associate Members shall pay dues and initiation fees at the rate prescribed in Addendum 1.

8.2.2 Initiation Fees

Initiation fees shall be non-refundable and non-transferable.

8.2.3 Fee Review

The Board shall review all dues, flying charges, and other assessments from time to time and submit revisions as necessary to maintain financial stability and solvency based on current costs of operations.

8.2.4 Method of Payment

Club members can pay monthly dues to the Club as follows:

- a) Direct Deposit – Dues may be paid at the discretion of the club member by direct deposit or electronic transfer to the Flying Club account at the financial institution being used by the Club. This is the preferred method of payment to the club.
- b) Delinquency – Members are highly encouraged to pay membership dues and fees to the Club by either direct deposit or advance payments to prevent late payment penalties. A penalty of 10% of the unpaid balance shall be assessed the member if payment-in-full has not been received by the last day of the 2nd month following the billing month (e.g., billing month is January, bill must be paid in full by the last day of March) provided that the bill was mailed or e-mailed to each member during the month following the billing month. A members' failure to remit the previous month's payment on or before the last day of the following month will result in the additional penalty of being grounded (unable to schedule or use Club aircraft) until the balance due is paid or other satisfactory arrangements have been made with the Treasurer. Members with returned checks shall be charged



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what the financial institute charges the club. The returned check charges, as well as the 10% late fee penalty, will be added to the following month's bill.

8.2.5 Excess Money – Regular Member

Excess money accumulated in a Regular Member's operating account, over and above the applicable membership dues, initiation fee and required minimum balance, shall be expended by applying designated amounts to either the member's accumulated aircraft flying time or the member's forthcoming membership dues.

8.3 EXPENDITURE AUTHORIZATIONS

All expenditure authorizations, requests for checks, and expense statements shall be signed by the Treasurer or, in their absence, by the President or an appointee of the Treasurer, who shall have been approved by the Board. Such expenditures shall be handled in accordance with approved procedures of the Board and accurate records shall be maintained.

8.4 AUDIT

8.3.1 Treasurer

The Club's financial books and records shall be audited by the Treasurer, and a financial report shall be made available to the Club membership at the close of each fiscal year. An audit may also be requested or conducted by the Board at any time as required for Club business.

8.3.2 Members

The Club membership may also order an audit by a majority vote at a regular or special meeting. The option to have the audit conducted by a designated member, committee, or by a certified public accountant shall always be open.



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ARTICLE 9.0 - INSURANCE AND LIABILITY

9.1 INSURANCE

9.1.1 Personal Liability and Property Damage

Adequate and proper personal liability and property damage insurance shall be maintained by the Club at all times to protect the membership from liability. No expense or obligation whatsoever shall be incurred by members of the Club, except as set forth within these By-Laws, Operating Rules, or by operation of law.

9.1.2 Deductible

An amount of money equal to the amount of the deductible on the insurance policy shall be maintained for each aircraft operated by the Club in a savings account. In the event this deductible is disbursed to cover damages to Club equipment, the account shall be replenished from the Club general fund or by an assessment payable by the member(s) deemed to be at fault per Article 9.2. Members shall pay this assessment before they are allowed to make further use of any Club equipment.

9.2 LIABILITY

9.2.1 Club Responsibility

The Club shall not be responsible for any accident, injury, or death of a member or any passenger while operating or riding in any aircraft owned or operated by the Club; nor shall the Parent Organization be so responsible.

9.2.2 Member Responsibility

In the event of damage to Club equipment, except where provided for elsewhere in the Club's By-Laws, Operating Rules, or other Club regulations, the following specific rules shall apply:

- a. If any accident or damage is caused through violation of Federal Aviation Regulations, National Transportation Safety Board (NTSB), Club regulations, state or local regulations, or gross negligence on the part of the member, as determined by a majority vote of the Board, the member at fault shall be responsible for the damages to Club equipment.
- b. The member at fault is liable to the Club for damages over and above the amount covered by insurance. Those damages include, but are not limited to, the uninsured portion of the damage, the deductible, and all out of pocket expenses incurred by the Club for that damage.



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- c. In the event the member at fault is not able to pay the total damages in full in one payment, the remaining balance of the repair bill shall be paid for by member at fault in a manner arranged with the member by the Board.
- d. In the case of doubt as to the cause of the accident, the Board shall make a judgment based on the findings of the appropriate Federal authority (i.e., FAA or NTSB).

ARTICLE 10.0 - DISSOLUTION AND DISBURSEMENT OF FUNDS

10.1 GENERAL

10.1.1 Dissolution

Upon dissolution of the Club, the Board shall designate three members as trustees who shall liquidate the assets thereof, as soon as practicable, and pay all existing debts and liabilities in proportion to the final available capital and per Section 10.2 below.

10.1.2 Membership Payments

All current Regular and Associate Members shall have their payments due the Club paid in full through the date of dissolution unless the appointed board of trustees determines that other arrangements are fair and equitable to all.

10.2 DISBURSEMENT OF FUNDS

10.2.1 Liquidation

Upon liquidation of capital assets, the income from such liquidation, together with any remaining Club funds, shall be dispersed in accordance with the following guidelines as listed in order of priority until all funds are exhausted:

- a. Payment of all debts and liabilities to which the Club is obligated.

Payment to Regular Members or Regular members who changed to Associate membership status will be equal or in proportion to, but not to exceed, the amount each member paid in initiation fees to the Club.



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- b. Payment to each Regular member or Regular member who changed to Associate membership status will be in proportion to, but not to exceed, their share of total Club flight time on aircraft owned by the Club at the time of dissolution, as far as can be determined.

EXAMPLE: \$4,000.00 is to be distributed from the Club treasury, and the Club owned one aircraft which had been flown a total of 4,000 hours by Club members. In this case, each member would then receive \$1.00 for each hour they flew the aircraft. These figures may be rounded to the nearest dollar.

- c. Eligibility for disbursement of any funds to current or previous club members shall not exceed four calendar years preceding the year of club dissolution.

10.2.2 Account Closings

Sufficient funds shall be left in the Club accounts to cover bank activity charges and any other miscellaneous charges, until all checks have cleared. All Club accounts shall then be closed, and any remaining funds shall revert to the Parent Organization.

ARTICLE 11.0 - MISCELLANEOUS

11.1 COMPLIANCE WITH BY-LAWS AND OTHER CLUB REGULATIONS

11.1.1 Member Responsibility

Each member of the Club shall have read and shall have promised in writing to observe and abide by all the provisions of the By-Laws and other regulations of the Club and to acquaint themselves as thoroughly as possible with the local field rules of any airports and landing fields used by the Club and to observe them to the best of the member's ability.

11.1.2 Violation of Rules and Regulations

Penalty for violation of any of the provisions of these By-Laws and any other Club regulations shall be determined by the Board, except where a specific penalty is otherwise provided.

11.1.3 Revision Acknowledgement - Members

Each current Regular and Associate member is required to acknowledge this revision to the Club's By-Laws within 30 days following approval by the E-Club Board of Directors. The Majors Flying Club Board shall determine the method for each member to accomplish this acknowledgement.



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11.2 FLIGHT INSTRUCTORS

11.2.1 Board-Approved Flight Instructors

The Board shall approve flight instructors after thorough evaluation of their experience and ability to 1) teach basic students, 2) provide currency training for members; and 3) provide additional training as may be desired by the membership. As specified in Article 6 of these By-Laws, the Chief Pilot/Safety Officer shall be the primary Board member to recommend candidates to the Board for approval. All flight instructor candidates for Board approval shall complete and submit to the Board the appropriate application, and shall have completed a flight evaluation, either by the Chief Pilot/Safety Officer or his designee.

11.2.2 Flight Instructor Selection

Only flight instructors with appropriate experience and demonstrated maturity will be approved by the Board. Consideration of experience shall include an individual with at least 1,000 hours total flying time and at least 300 hours of Certified Flight Instructor (CFI) time [either CFI, Certified Flight Instruments Instructor (CFII), or a combination of both]. These instructors shall be placed on a 6-month probationary period. Instructor candidates with less than these times may be approved by the Board, but shall be placed on 1-year probation. These conditionally approved flight instructors must surpass the 1,000 total time limit and 300 hours during the one-year probationary period. If not, the Board has the option of removing the conditionally approved instructor or extending the probationary time for 1 (one) additional year. The Board reserves the right to remove an instructor without cause during any probationary period.

11.2.3 Training Currency

To maintain an “Active” instructor status in the Club, the CFI/CFII shall have performed ground or flight training of Club members in the last 12 months. After 12 months without instructing, the CFI/CFII will be considered “Inactive” and will have to resubmit their application with the Board for reinstatement to “Active” status. All Board-approved CFI’s are expected to maintain currency in day and night landings. Board-approved CFII’s are expected to maintain instrument currency.

11.2.4 Training Standardization

CFI’S who instruct basic students (i.e., student pilots) must use some type of syllabus for training. Each CFI may use the syllabus of their choice, but the syllabus used shall be provided to the Chief Pilot/Safety Officer for approval. CFI’s, refer to Article VI of the Ops Rules for more detail regarding training and records keeping. The Board shall query each instructor monthly for their student’s progress, and this progress shall be presented during the monthly Board meetings.



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ARTICLE 12.0 - ADOPTION OF BY-LAWS AND AMENDMENTS

12.1 ADOPTION OF BY-LAWS

12.1.1 Adoption Requirement

These By-Laws shall be adopted and become effective upon a three-fourths majority of Regular members in good standing in the Club Regular members in good standing in the Club.

12.1.2 Parent Organization

A copy of these By-Laws shall be submitted to the Board of Directors of the Parent Organization for their approval. Any amendments shall also be submitted as long as this Club remains a subsidiary of the Parent Organization.

12.2 AMENDMENTS TO BY-LAWS

12.2.1 Approval of Amendments – Board or Regular Members

Amendments to the By-Laws may be approved either by the unanimous vote of the Board or by a three-fourths favorable vote of the Regular Members present at a regular or special meeting of the Club.

12.2.2 Approval of Proposed Amendments

Any amendments to these By-Laws proposed at a regular or special meeting shall be voted on at the next regular meeting following that at which the original motion is presented. If a regular or special meeting is required to vote on an amendment, notice of any proposed amendment to these By-Laws shall be given to Regular Members at least fourteen (14) days prior to the scheduled meeting.

Submittal to the Parent Organization

Amendments to the By-Laws shall be submitted to the E-Club Board of Directors for their approval.

12.2.4 Notification of Amendments

Any amendment to these By-Laws, approved per paragraph 12.2.1 and by the Parent Organization's Board of Directors, shall be mailed or e-mailed to the Regular Members of the Club. All members shall be required to acknowledge receipt and understanding of the amended By-Laws by a method determined by the Board.

END OF BY-LAWS



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Figure 2: ADDENDUM 1 – Initiation Fees, Deposits, and Dues

In accordance with Article 8.2 of the Club's By-Laws, this Addendum Number 1 specifies the initiation fees and dues payable by the Club membership as follows:

Membership Classification	Initiation Fees	Dues (effective January 1, 2019)
1. Regular Members	\$300	\$85 per month by check or by electronic deposit
2. Associate Member	None	\$30 per year (prorated monthly)



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Figure 3: ADDENDUM 2 - Waiting List Protocol

Waiting List Protocol for Regular Member applicants

The Majors Flying Club (MFC) waiting list protocol for people interested in joining the MFC as regular members is presented below. In the case where the MFC has more applicants for regular membership than they can accommodate, a formalized waiting list process has been established.

- If the MFC is not able to accept a person's application for Regular membership, and that person wants to be added to the waiting list, then that person must submit a Regular membership application along with a check for \$300 made payable to the Majors Flying Club, to the Majors Flying Club Board of Directors.
- The applicant will be placed in the next available slot on the waiting list. As Regular memberships become available, they will be offered to the applicants on the waiting list in chronological order based on when they were added to the list (the first name on the list will have been on the list the longest).
- At any time up to six (6) months from the date the applicant was added to the waiting list, if the MFC has not been able to offer regular membership to the applicant and the applicant wishes to withdraw their application, they will forfeit their \$300. Additionally, if within this six (6) month period, the applicant has been offered a Regular membership and declines the Regular membership offer, they will forfeit their \$300.
- If six (6) months after the applicant is placed on the waiting list the MFC is still not able to offer the applicant a Regular membership and the applicant wishes to be removed from the waiting list, they will be refunded their \$300.
- If a Regular membership is offered to the applicant and the applicant accepts the offer, their \$300 will be applied to their initiation fee.