

**BY-LAWS
OF
BREMERTON PILOTS ASSOCIATION**

TABLE OF CONTENTS

SUBJECT

ARTICLE I. Bremerton Pilots Association

ARTICLE II. Purpose

 Section 1 General
 Section 2. Specific

ARTICLE III. General Membership

 Section 1. Membership Categories
 Section 2. Applications
 Section 3. Annual Dues
 Section 4. Delinquency
 Section 5. Membership Card
 Section 6. Resignation
 Section 7. Suspension and Expulsion
 Section 8. Meetings

ARTICLE IV. Board of Directors

 Section 1. Corporate Powers
 Section 2. Membership
 Section 3. Meetings
 Section 4. Quorum
 Section 5. Absenteeism

ARTICLE V. Officers

 Section 1. Officers
 Section 2. Election and Terms
 Section 3. Duties
 Section 4. President
 Section 5. Vice President
 Section 6. Secretary
 Section 7. Treasurer
 Section 8. Vacancy

1 **TABLE OF CONTENTS**

2
3 **SUBJECT**

4
5 **ARTICLE VI. Directors/Standing Committees**

- 6
7 Section 1. Positions and Roles
8 Section 2. Nominating Committee
9 Section 3. Events Committee
10 Section 4. Budget Committee
11 Section 5. Scholarship Committee
12 Section 6. Special Projects Committee

13
14 **ARTICLE VII. Administration**

- 15
16 Section 1. Fiscal Year
17 Section 2. Audit
18 Section 3. Proceedings
19 Section 4. Expulsion
20 Section 5. Amendments
21 Section 6. Adoption
22 Section 7. Affiliation
23 Section 8. Dissolution
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
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ARTICLE I
Bremerton Pilots Association

11 The name of the organization shall be the Bremerton Pilots Association, henceforth called the BPA,
12 located at Bremerton National Airport, Bremerton, WA 98312.
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ARTICLE II
Purpose

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Section 1. General

The BPA is incorporated under the laws of the State of Washington for the purpose of promoting and protecting General Aviation, working to keep it healthy (active), safe, fun and affordable.

Section 2. Specific

The BPA holds to specific objectives in service to its general purpose:

A. Recreational Planning and Development

The BPA organizes and coordinates events that bring West Sound pilots together to enhance safe, recreational and social values associated with General Aviation and aircraft ownership.

B. Education

The BPA sponsors and manages programs and events to help maximize pilot proficiency in flight planning, aircraft operation and safety as well as share experiences for the benefit of other members.

C. Youth Aviation Scholarship Program

The BPA sponsors the selection of qualified candidates and manages a scholarship program for subsidizing the cost of achieving a private pilots certificate.

D. Advocacy

The BPA manages a process for “calls to action” of member pilots to initiate, support or oppose legislation for the protection and enhancement of General Aviation and airport operations to local, state and federal aviation authorities.

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ARTICLE III
General Membership

Section 1. Membership Categories

A. Regular: Open to all individuals who have an interest in General Aviation. The Regular member in good standing holds one vote in general membership meetings. Regular members pay the full annual dues.

1
2 **B. Associate:** Spouses of Regular members in good standing who shall enjoy all
3 member privileges in BPA activities and programs, except they do NOT have a
4 vote in elections or other business matters. Associate members do not pay dues.
5

6 **C. Honorary:** Non-voting members approved by the Board of Directors of
7 persons or organizations who provide professional, sponsorship or advisory services in
8 support of the BPA. Honorary membership may also be designated for persons
9 associated with State legislative functions, Port and/or Airport Authorities. Honorary
10 members do not pay dues.
11

12 **Section 2. Applications**

13 All applications for membership shall be made in writing (physical or
14 electronic) to the BPA Secretary and accompanied by appropriate dues, if
15 applicable. The Application for Membership is provided in the Addendum
16 of these By-Laws and on the BPA website.
17

18 **Section 3. Dues**

19 Dues are annually reviewed and established by the Board of Directors.
20 Dues are payable annually on or before the first day of January. Any sharing
21 of dues revenue is at the discretion of the Board of Directors.
22

23 **Section 4. Delinquency**

24 When a member remains in arrears for dues or assessments for a period of
25 three months after the first day of January, that individual may be
26 suspended from all privileges of membership and dropped from the BPA
27 rolls. Reinstatement will be made only after payment of the amount in
28 arrears at the time of suspension and current year's annual dues.
29

30 **Section 5. Membership Card**

31 Upon approval of membership and payment of dues, each Regular and
32 Associate Member shall be issued a BPA membership card.
33

34 **Section 6. Resignation**

35 A member may resign from the BPA at any time upon written notice to the
36 Secretary and will forfeit any dues paid and any right to vote.
37

38 **Section 7. Suspension/Expulsion**

39 The Board of Directors shall have the power to suspend or expel any
40 member for conduct that adversely affects the purpose of the BPA. A
41 member under suspension or expulsion shall have the right to request a
42 hearing before the Board of Directors by Special Meeting. A hearing
43 decision is made by majority vote of those Board members present
44 (minimum three) in the Special Meeting. All paid dues are forfeited.
45

46 **Section 8. Meetings**

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2 **A. Annual Meetings**

3 Annual Meetings of the BPA require thirty (30) days notice and held for election of
4 officers, budget approval and any other general business properly brought forth to
5 the Secretary of the BPA:
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7 1. Election of Officers shall be decided by a majority vote of the
8 General Membership at the Annual Meeting provided there is a
9 quorum of members present, either in person or electronically.
10 Candidates shall be presented to the General Membership by the
11 Nominating Committee for approval.
12

13 2. Budget approval shall be decided by a majority vote of the
14 General Membership at the Annual Meeting provided there is a
15 quorum of members present, either in person or electronically. The
16 Annual Budget will be presented to the General Membership by the
17 Budget Committee for approval no later than 30 days prior to the annual
18 meeting. A member can request a review of any line item within the budget.
19 Final approval of the line item in review will be made by the Board of
20 Directors.
21

22 **B. Electronic Attendance**

23 A voting member not in attendance physically at the Annual Meeting may exercise
24 their voting privilege by an accepted electronic means available in real time while
25 the Annual Meeting is in session.
26

27 **C. Proxy Vote**

28 A voting member may exercise a vote in person or by proxy. A request for
29 authorization to name a proxy must be submitted to the Secretary prior to
30 the Annual Meeting. No member shall vote more than two proxies.
31

32 **D. Quorum**

33 A Quorum at the Annual Meeting constitutes 15 percent or more of the BPA
34 membership in good standing, both physically present and present in real
35 time electronically. A majority vote of the General Membership is required
36 for passage of any motion.
37

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39 **ARTICLE IV**
40 **Board of Directors**

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42 **Section 1. Corporate Powers**
43

44 **A. The Responsibility of the Board of Directors** of the BPA shall be to
45 oversee the conduct of normal business, to ensure consistency with the

1 stated objectives of the BPA and exercised, conducted and controlled by
2 these By-Laws.

3
4 **B. The Board of Directors** shall not have the power to amend these
5 by-laws.

6
7 **Section 2. Members**

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9 **A. Members** of the Board of Directors shall consist of BPA Officers, Directors and
10 the immediate past President of the BPA.

11
12 **B. Officers** shall be nominated by the Nominating Committee for approval.
13 Vacancies within the Board shall be filled by a majority vote of the remaining
14 Board Members. The newly appointed Board Member shall hold office for the
15 unexpired portion of the term. The Officer positions are:

- 16 • President
- 17 • Vice-President
- 18 • Secretary
- 19 • Treasurer

20
21 **C. Directors**

22 Directors shall be appointed by the Officers of the Board of Directors for the
23 following Standing Committees:

- 24 • Nominating Committee
- 25 • Events Committee
- 26 • Budget Committee
- 27 • Scholarship Committee
- 28 • Special Projects Committee

29
30 **Section 3. Meetings**

31
32 **A. Board of Directors** meetings shall be held at a minimum of once per year.
33 Board Meetings may be called by the President or Vice-President and are open to
34 the general membership. Non-Board attendees do not vote.

35
36 **B. Special Meetings** of the Board of Directors may be called by the BPA President
37 or Vice-President. Special Meetings are open to the General Membership.
38 Non-Board attendees do not vote.

39
40 **Section 4. Quorum**

41 Each member of the Board of Directors, Officer and Director, shall have one vote.
42 A Quorum of the Board of Directors shall be the President or Vice President and at
43 least three (3) Officers or Directors. Any Board Member may cast a vote physically
44 or electronically in real time when a vote is called.

45
46 **Section 5. Absenteeism**

1 Any member of the Board who is absent for more than two (2) consecutive
2 meetings without permission from the President shall be deemed to have resigned
3 and the position declared vacant.
4

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6 **ARTICLE V**
7 **Officers**
8

9 **Section 1. Officers**

10 The Officers of the BPA shall be a President, a Vice-President, a Secretary and a
11 Treasurer. The positions of Secretary and Treasurer may be held jointly by the
12 same person, who, in such case, has the power of one vote.
13

14 **Section 2. Election and Term**

15 The Officers shall be nominated by a the BPA nominating committee and
16 shall be approved by a majority vote of the General Membership at the
17 Annual Meeting provided there is a quorum of members present, either in
18 person or electronically. In the event a quorum does not exist, a poll will be
19 taken electronically for approval by the membership. Officers shall be
20 elected for a term of two (2) years with unlimited consecutive terms.
21

22 **Section 3. Duties**

23 The duties of the Officers shall be conducted according to their respective titles and
24 customary to their respective offices. Other duties may be specified or implied by
25 these by-laws or may be delegated by the Board of Directors.
26

27 **Section 4. President**

- 28 • Shall have the authority to act as Chief Executive Officer as that position is
- 29 defined by a for-profit organization.
- 30 • Be the registered agent for the Bremerton Pilots Association in its Articles of
- 31 Incorporation
- 32 • Be Chairman of the Board of Directors and ex-officio of all committees, special
- 33 and standing, except the nominating committee.
- 34 • Make recommendations to the nominating committee for Secretary and
- 35 Treasurer or Secretary-Treasurer
- 36 • Submit a quarterly report of BPA Operations to the General Membership
37

38 **Section 5. Vice-President**

- 39 • Exercise all the powers and perform the duties of the President in his absence or
- 40 disability.
- 41 • Oversee and coordinate the activities of the Standing Committees
42

43 **Section 6. Secretary**

- 44 • Keep records of all proceedings of the BPA
- 45 • Be responsible for all correspondence of the BPA
- 46 • Be custodian of BPA historical records and documents

- Provide and serve all notices of the BPA
- Maintain an up-to-date membership roster
- File in a timely manner all documentation required by the State of Washington

Section 7. Treasurer

- Be responsible for the receipt and disbursement of all BPA funds subject to the direction of the Board of Directors and within the limits of the approved budget
- Maintain financial records according to the guidelines established by the Board of Directors
- Have custody of funds belonging to the BPA and submit monthly operations statement

Section 8. Vacancy

In the event of a vacancy in the office of President, the Vice-President shall succeed to that office. In the event of a vacancy in other elected offices, the nominating committee shall nominate an appropriate candidate for approval by the Board of Directors to serve out the unexpired term.

**ARTICLE VI
Directors/Standing Committees**

Section 1. Position and Role

Directors will be appointed by the Board of Directors to each of the Standing Committees of the BPA.

Directors shall:

- Be responsible for the meeting the objectives and purpose of their committee
- Develop a member roster, provide training, initiate activities and delegate responsibilities within the committee appropriately
- Provide a committee activities report quarterly to the President
- Provide leadership to the following major BPA Committees:

Section 2. Nominating Committee

A. The Nominating Committee shall consist of three (3) members:

- Immediate Past President of the BPA
- Vice President
- Other BPA Member in good standing selected by the President

B. Power

The Nominating Committee shall select a slate of Officers and Directors for the upcoming year, incumbent or candidate, for nomination and approval before the General Membership at the Annual Membership Meeting. The Nominating Committee shall give notice of selections sixty (60) days prior to the Annual Membership Meeting.

C. Vacancies

1 In the event of a vacancy of Director, the nominating committee shall nominate an
2 appropriate candidate for approval by the Board of Directors to serve out the
3 unexpired term.
4

5 **Section 3. Events Committee**

- 6 • Create and develop a program of events for the BPA Membership
- 7 • Post and maintain an Events Calendar on the BPA Website
- 8 • Schedule education seminars and workshops monthly
- 9 • Plan and manage the BPA Christmas Social
- 10 • Store, account for and maintain BPA event-associated property

11
12 **Section 4. Budget Committee**

- 13 • Develop and propose an annual budget for Board of Directors review and
- 14 membership approval
- 15 • Submit the proposed budget 60 days prior to the end of the fiscal year

16
17 **Section 5. Scholarship Committee**

- 18 • Select Candidates for the Youth Aviation scholarship Program
- 19 • Approve a qualified candidate for Scholarship
- 20 • Introduce the Scholarship recipient to the BPA
- 21 • Provide the Liaison between Student Pilot, FBO and BPA
- 22 • Track student training progress and participate in the resolution of any conflicts
- 23 • Approve training invoices for payment
- 24 • Schedule student for presentation to General Membership upon completion

25
26 **Section 6. Special Projects Committee**

- 27 • Web-site development
- 28 • Other projects to be assigned by the Board of Directors

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31 **ARTICLE VII**
32 **Administration**
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34 **Section 1. BPA Fiscal Year**

35 The fiscal year of the BPA shall begin the 1st day of January each
36 calendar year and shall end on the 31st day of December of that year.
37

38 **Section 2. Audits**

39 There shall be an audit of financial records and accounts of the BPA by an
40 auditing committee appointed by the Board of Directors every two (2) year
41 term.
42

43 **Section 3. Proceedings**

1 General guidelines for the parliamentary procedure of meetings of the General
2 Membership and Board of Directors shall be set forth in Robert's Rules of Order.
3 The order of business shall be determined by the President or his/her designee.
4

5 **Section 4. Expulsion**

6 Any Officer, Director, or Member may be relieved of their position for reason
7 unbecoming of one of that status. After due hearing, a recommendation of the
8 Board of Directors is determined by quorum.
9

10 **Section 5. Amendments**

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12 **A. By-Law Review** shall be conducted every two (2) year period. The President
13 shall appoint a By-Law Review special committee to review and recommend any
14 amendments and/or changes to the by-laws to the Board of Directors.
15

16 **B. Amendments** shall be proposed by the Board of Directors and shall be decided
17 by a majority vote of the General Membership at the Annual Meeting provided
18 there is a quorum of members present, either in person or electronically. The Board
19 of Directors shall give at least sixty (60) days notice prior to the Annual
20 Membership Meeting.
21

22 **Section 6. Adoption**

23 With the Adoption of these BPA By-Laws, all former By-Laws pertaining
24 to the Bremerton Pilots Association are null and void.
25

26 **Section 7. Affiliation**

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28 **A. The BPA** shall have the option to affiliate with any organization in the General
29 Aviation Community as deemed appropriate by the Board of Directors. In like
30 manner, the BPA shall have the option to disaffiliate or dissolve any affiliation, as
31 deemed appropriate by the Board of Directors.
32

33 **B. Proposal** of Affiliation or Disaffiliation will be submitted by the Board of
34 Directors and shall be approved by a majority vote of the General Membership at
35 the Annual Meeting provided there is a quorum of members present, either in
36 person or electronically.
37

38 **Section 8. Dissolution**

39 In the event that the BPA elects to cease operations, for any reason, the disposition
40 of property and funds will be determined by the Board of Directors and within State
41 guidelines pertaining to non-profit organizations.
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