

# ARTICLES OF ASSOCIATION

## AND BYLAWS

### NEBRASKA AVIATION COUNCIL

Amended 2/25/15

1. NAME. This association shall be known as the Nebraska Aviation Council (NAC). The mailing address is P.O. Box 80292, Lincoln, Nebraska 68501.
2. PURPOSE. The purpose of this association is to advance aviation interests throughout Nebraska by:
  - A. Improving relations and fostering a cohesive effort among aviation professionals and those interested in aviation;
  - B. Providing for the general organization and coordination of an annual aviation symposium and an annual statewide fly-in;
  - C. Providing for the exchange of ideas, information and experiences within aviation and with the public; and
  - D. Promoting aviation in other appropriate ways.

The NAC is a voluntary, nonprofit association. No part of the net earnings shall inure to the benefit of any private member or individual.

3. DURATION. The duration of this association is perpetual. The death, removal or resignation of any member shall not result in the dissolution of the association.
4. GENERAL POWERS. This association shall have the power to own, accept, acquire and dispose of personal property and to obtain, invest and retain funds, in advancing the purposes stated in Article 2 above. This association shall further have the power to do any lawful acts or things reasonably necessary or desirable, for carrying out the association's purposes and for protecting the lawful rights and interests of its members in connection therewith.
5. MEMBERSHIP. The council shall be composed of aviation related associations, organizations, government agencies and businesses within Nebraska. Associations or organizations with more than one chapter in Nebraska shall individually apply for membership and pay separate initiation fees. All members shall annually appoint one person as their representative to the council. Each full and government council member

representative shall have one vote on the council. In addition, each officer that is a corporate member representative shall have one vote on the council.

Any organization, association, government agency or business interested in joining the council shall submit an application on a form provided by the council. Membership in the council shall be approved by a majority vote of the council representatives present.

- A. Full membership shall be granted to aviation related organizations and associations upon council approval and upon receipt of the initiation fee.
  - B. A government membership shall be granted to any state or federal government agency upon council approval. An initiation fee is not required.
  - C. Corporate membership shall be granted to any business or corporation upon council approval and upon receipt of the annual membership dues.
6. INITIATION FEE AND DUES. Each full member shall pay an initiation fee of \$1.00 per member of their individual organization. Organizations with less than 25 members shall pay a minimum initiation fee of \$25.00. Organizations with more than 75 members shall pay a maximum initiation fee of \$75.00. Fees shall be paid upon admission to the council. No annual dues will be assessed to full members.

Corporate members shall pay annual dues of \$50, payable upon admission to the council. Thereafter the annual dues shall be paid by January 1 of each year to remain a member of the council.

7. OFFICERS. The management and government of the affairs of the council shall be vested in the officers. The officers shall be Chairman, Vice Chairman, Secretary, and Treasurer. The officers shall be duly appointed representatives of member organizations in good standing.

A maximum of two officers may be a corporate representative at any given time.

The officers shall be elected at the annual meeting by a majority vote of the council representatives present. A vacancy in any office shall be filled by a majority vote of the council representatives present. The officers' term shall begin the day after the annual meeting.

Power to enter into contracts on behalf of the council shall be vested in the Chairman. All such contracts shall be subject to ratification or disapproval by the council. The bank depository is the Union Bank, Lincoln, Nebraska. The Chairman or Treasurer is authorized to withdraw funds from the council's accounts.

The council's fiscal year shall begin on January 1.

Duties of the Officers:

- A. The Chairman shall preside at all meetings of the NAC and shall perform all duties incidental to the office.
  - B. The Vice Chairman shall assume the Chairman's prerogatives, powers and responsibilities if the Chairman is absent, unable or refuses to perform his or her duties.
  - C. The Secretary shall keep the records, the minutes of the meetings and a current roster of members; and notify council representatives of meetings called by petition and of proposed amendments to these articles of association and bylaws.
  - D. The Treasurer shall send notices of annual dues to corporate members; receive, disburse and be responsible for all funds and securities of the council; keep itemized records of all transactions; and make a financial report at the annual meeting. Disbursements shall be made according to the actions of the council or with the approval of the Chairman.
8. MEETINGS. The council shall hold an annual meeting. Other meetings may be held at the call of the Chairman or upon petition of 50% of the council representatives. One third of the total number of council representatives with voting rights shall constitute a quorum at any duly called meeting
9. AMENDMENTS. Amendments to these articles of association and by-laws may be initiated by the council, by a committee appointed for the purpose or by a petition to the council from any member. The proposed amendment shall be presented in writing to the Secretary. The Secretary shall send the proposed amendment and written ballots to all council member representatives with voting rights. This information shall be mailed at least fifteen days before the meeting when the amendment will be considered. Amendments will be enacted if approved by two thirds of those voting. Ballots mailed in will be accepted.
10. DISSOLUTION. If the council is dissolved, the residual assets of the Nebraska Aviation Council will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding section of any prior or future law, or to the federal, state, or local government for exclusive public purposes.

Passed and adopted August 11, 1992.

Amended March 15, 1995.

Amended February 25, 2015