

CENTRAL OHIO
Professional Aviation Maintenance Association

CORPORATE BYLAWS

ARTICLE I – NAME

Section 1. The name of the Association shall be Central Ohio Professional Aviation Maintenance Association. The initials COPAMA may be used on stationery, emblems, etc. for brevity.

Section 2. The Board of Directors shall determine the principal office of the Association. The Association may have such other offices as may from time to time be designated by the Board.

ARTICLE II – PURPOSE

The purposes of this Association shall be to provide a forum for the exchange of ideas, concepts and techniques through communication, education, representation and support related to the Aviation industry for continued aviation safety.

ARTICLE III – MEMBERSHIP

Section 1. Any person, firm or corporation engaged in the Aviation Maintenance industry is eligible to apply for active membership in this Association in one of the classifications set forth in Section 2 of this article.

Section 2. Classes of Membership

- A. Regular Member – A&P Mechanics, Repairpersons, Avionics Technicians, holders of comparable foreign licenses, and individuals actively engaged in Aviation, A&P Students at FAA approved schools, Apprentice Technicians and Avionics Students and US Armed Forces Aviation Maintenance Personnel
- B. Company Member – Companies actively engaged in the Aviation industry

Section 3. Terms of Membership

Membership in this Association shall be continuous, unless terminated by voluntary withdrawal as herein provided, or otherwise pursuant to these Bylaws. All rights, privileges and interests in the Chapter, or to the National Association, shall cease on the termination of membership, after paying any and all dues, assessments and financial obligations of the member to the Association and to the Chapter to which he/she belongs. Such notice shall be presented to the Board of Directors at the next succeeding meeting of the Board of Directors.

Section 4. Suspension and Expulsion

Any member may be suspended or terminated for cause. Sufficient cause for such suspension or termination shall be violation of the Bylaws or any lawful rule or practice duly adopted by the Association, or any other conduct prejudicial to the interest of the Association. Suspension or expulsion shall be by two-thirds (2/3) vote of the entire Board of Directors, provided that a statement of the charges have been sent by certified or registered mail to the last recorded address of the company at least twenty (20) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and place of the meeting of the Board of Directors, at which the charges shall be considered and the Chapter or member shall have the opportunity to appear in person and/ or be represented by counsel to present any defense to such charges before action is taken thereon.

ARTICLE IV – OFFICERS

Section 1. The elective officers of the Association shall be President, Vice Presidents, Treasurer and Secretary. The membership shall nominate candidates for the Board of Directors during the October meeting. The membership shall elect members per Section 1A to the Board of Directors annually at the time of the Association's annual meeting in November. The newly elected Board of Directors will take office on November 15. The Board of Directors will meet on or within five days following November 15 and elect the Central Ohio PAMA officers for the following year. The results of these elections shall be announced at or prior to the December meeting. The term for COPAMA officers shall be one year.

Section 1.A The Board of Directors shall be comprised of an uneven number of members, serving for a two year term. The even number of members closest to more than 50% of the total will be elected in even numbered years and the odd number of members closest to less than 50% will be elected in odd numbered years. This process will become effective in the year 2006.

Section 2. Vacancies in any office may be filled for the balance of the term thereof by the directors at any regular or special meeting.

Section 3. **President**

The President shall be the principal elective officer of the organization, shall preside at meetings of the Association and the Board of Directors, and shall be a member with right to vote on all committees. It is the President's responsibility to appoint all chairs of committees. The President shall perform all duties that normally are a part of the office, or are delegated by the Board of Directors.

Section 4. **Vice President**

The Vice President shall assist the President, and may be delegated by the President to perform their duties in the event of a temporary disability or absence from meetings. The Vice President shall have the primary responsibility to coordinate the functioning of all committees and other duties as the President or the Board of Directors may assign. The

Vice-President may be elected to succeed to the office of the President at the end of the term of the President or should that office become vacant.

Section 5. **Secretary**

It shall be the Secretary's duty to give notice of and attend all meetings of the Association, to keep a record of all proceedings, to attest documents and perform such other duties as are usual for such officials or as may be duly assigned.

Section 6. **Treasurer**

The Treasurer shall keep an account of all money received and expended for the use of the Association, and shall make disbursements authorized by the Board and approved by the President and such other officers as the Board may prescribe. The Treasurer shall see that all sums are deposited in the bank or banks, or trust companies, approved by the Board of Directors and shall make a report at the annual meeting or when called upon by the President. Funds may be drawn only upon the signature of persons approved by the Board.

Section 7. Officers as such shall not receive compensation for their service as officers, but the Board of Directors may, by resolution, authorize reimbursement of expense incurred in the performance of their duties. Such authorization may prescribe procedures for approval and payment of such expense by designated officers of the Association.

ARTICLE V – COMMITTEES

The President shall annually appoint such standing, special, or sub-committees as may be required by the Bylaws, or is deemed necessary.

ARTICLE VI – DUES

Section 1. The Board of Directors shall determine the annual dues for each member of the Association.

Section 2. The Board of Directors shall recommend dues and assessments for all members. Any change of the amounts of the same must be approved by a quorum at a meeting of the Board of Directors at any regular or special meeting, or by mail ballot on thirty (30) days advance notice.

Section 3. Time and Payment of Initiation Fees, Dues and Assessments

The Board of Directors shall determine the time and payment of initiation fees, dues and assessments. The Board of Directors shall also determine when said initiation fees, dues and assessments are delinquent.

Section 4. Nonpayment of Dues and Assessments

Nonpayment of dues and assessments in accordance with these Bylaws shall result in termination of membership or revocation of Charter. The Board of Directors may, at its discretion, however, extend the time for payment of such dues or assessments, providing proper application is made. The Board of Directors shall determine when a chartered entity shall be terminated for nonpayment of dues or assessments.

ARTICLE VII – MEMBERSHIP MEETINGS

Section 1. Regular

There shall be a regular monthly meeting of the Association ordered by the Board of Directors. The time and day of the meeting shall be subject to change, according to a vote of the Board of Directors.

Section 2. There will be an annual meeting of the Association held on a date determined by the Board of Directors, at which time there will be election of officers. The Board of Directors shall assume office on November 15 of the current year. All elected officers shall assume office January 1 of the following year.

Section 3. The order of business at meetings shall be as follows:

- A. Call to Order
- B. Reports of Committees if deemed necessary by the President
- C. New or Unfinished Business
- D. Topic for the Evening
- E. Adjournment

Section 4. The order of business may be altered or suspended at any meeting by a majority vote of the members present.

ARTICLE VIII – BOARD OF DIRECTORS

Section 1. The Board of Directors shall supervise, control and direct the affairs of the Association, shall determine its policies or changes therein within the limits of the Bylaws, shall actively prosecute its purposes, and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, appoint such agents, as it may consider necessary.

Section 2. The Board of Directors shall be composed of the following fully paid members:

- All duly elected officers
- The immediate past President
- Board-nominated members, ratified by the local chapter membership

Section 3. The terms of elected Board of Directors members will be from November of the current year through October of the immediate following year.

ARTICLE IX – FISCAL YEAR

The Board of Directors shall determine the fiscal year.

ARTICLE X – INDEMNIFICATION OF OFFICERS, DIRECTORS AND EMPLOYEES

The Association may, by resolution of the Board of Directors, provide for indemnification by the Association of any and all directors, officers or employees or former directors, officers, or employees against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties, or a party, by reason of having been directors, officers or employees of the Association, except in relation to matters as to which they shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of their duties and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct. Indemnification, if granted, shall be limited to acts within the scope of the duties of acting on behalf of the Association.

ARTICLE XI – DISSOLUTION

The Association shall use its fund only to accomplish the objectives and purposes specified in these Bylaws, and no part of said funds shall inure, or be distributed, to the members of the Association. On dissolution of the association, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board of Directors.

ARTICLE XII – AMENDMENTS

Upon recommendation by the Board of Directors, these Bylaws may be amended, repealed, or altered, in whole or in part, by a majority vote in accordance with the provisions of Article V or the Bylaws at any meeting of the Association, or by a majority of those eligible (voting) members voting by mail ballot, provided that a copy of any amendment proposed for consideration shall be mailed to the last recorded address or email address of each member at least thirty (30) days prior to the date of the meeting.