**SAMPLE CONSTITUTION AND BYLAWS
for an Aircraft Owners and Pilots Association**

**ARTICLE I -- NAME AND LOCATION**

**Section 1.** The name of this association is "AIRCRAFT OWNERS AND PILOTS ASSOCIATION of (**name of country**)."

**Section 2.** The headquarters office of this association is located in (**city and country**).

**ARTICLE II -- PURPOSES**

**Section 1.** The purposes for which this association was formed are:

1. To promote, preserve and represent the interests of the members in general aviation. (General aviation is defined by the International Civil Aviation Organization as all civil aviation operations other than scheduled air services and nonscheduled air transport operations for remuneration of hire).
2. To promote the economy, safety and use of general aviation aircraft for personal transportation for both business and nonbusiness purposes, including recreation.
3. To encourage a system of airports, navigation aids, communications, meteorological reporting and other facilities adequate for general aviation use.
4. To work with the national authorities for the development of enlightened regulations and procedures in the best interests of general aviation.
5. To provide members with advice, assistance and information concerning all phases of their personal flying.

**ARTICLE III -- MEMBERSHIP**

**Section 1.** To qualify for membership in this association the applicant must have flown solo in an aircraft.

**Section 2.** A written application for membership must be submitted to the Board of Directors, which has the power to elect members.

**Section 3.** The Board of Directors shall have the sole power to suspend or expel a member and may do so only for conduct by that member which is detrimental to the interests of this association. Membership also may be terminated without action by the Board in the case of failure to pay dues on a timely basis or resignation.

**ARTICLE IV -- MEETINGS OF MEMBERS**

**Section 1.** All meetings of members shall be held at such place and time and for such purposes as the Board of Directors shall decide. Meetings of members shall be presided over by the Chairman of the Board who may, if there is less than a majority of the membership present in person or by proxy, declare the meeting postponed.

**Section 2.** Elections of the officers and the Board of Directors shall be by a majority of votes cast by members present in person or by proxy. The Chairman of the Board shall designate a nominating committee of not less than two members. No person shall be a candidate who has not been approved and recommended by the nominating committee.

**Section 3.** Notice of any meeting shall be mailed to members not less than ten (10) days before the date set for that meeting. Notices shall be sent to the members' addresses as the same appear on the books of the association. Such notices may be contained in copies of the association's publications mailed to members. **Section 4.** Notices of any meetings of members shall specify the time and place of the meeting, and the general nature of the business to be transacted.

**Section 5.** Every member shall be entitled to one vote.

**Section 6.** Every member entitled to vote may do so either in person or by written proxy filed with the Secretary of the association.

**Section 7.** The Chairman of the Board may conduct a poll of the members by mail on any matter. The notice and ballot for such poll may be contained in a mailing of other materials to the members of AOPA.

**Section 8.** No member who is not in good standing shall be permitted to be present at, to discuss, or to vote or pass upon any business transacted at any regular or special meeting of the members.

**ARTICLE V -- DUES AND ASSESSMENTS**

**Section 1.** The Board of Directors shall establish the amount of the annual dues.

**Section 2.** There may be no assessments levied.

**ARTICLE VI -- BOARD OF DIRECTORS**

**Section 1.** Each Director shall remain in office until he resigns or is retired at an election by the members. Any vacancy on the Board shall be filled by the appointment of a new Director by the Chairman of the Board, effective until a replacement is elected.

**Section 2.** All business and affairs of this association shall be controlled under authority of a Board of not less than three Directors.

**Section 3.** All Directors and officers must be members.

**Section 4.** Meetings of the Board of Directors for any purpose shall be called by the Chairman of the Board.

**Section 5.** A majority of the Directors in office shall be necessary to constitute a quorum for the transaction of business, and the action of a majority of the Directors present at any such meeting at which there is a quorum, when duly assembled, shall be valid.

**ARTICLE VII -- OFFICERS**

**Section 1.** The officers of the association shall be the Directors, a President, one or more Vice Presidents, a Secretary and a Treasurer. Each officer shall be elected by the members and shall hold office for one year or until his successor is duly qualified.

**Section 2.** The Chairman of the Board shall be the chief officer of the association. He and the President shall have such powers and duties as the Board of Directors shall from time to time prescribe.

**Section 3.** The Vice Presidents shall, in the order designated by the Board, in the absence or disability of the President, perform such duties as the Board shall prescribe.

**Section 4.** The Secretary shall keep, or cause to be kept, a book of minutes at the principal office or such other place as the Board may order, of all meetings of the Board and members. The Secretary shall give, or cause to be given, notice of all meetings of members and of the Board, required by the Bylaws or law to be given, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the Bylaws, or by law.

**Section 5.** The Treasurer shall receive and deposit all the funds of the association in the name of the association in such bank or trust company or safe deposit vaults as the Board may designate and pay them out only on the check of the association, signed in the manner authorized by the Board. In addition to the treasurer at least one other trustee must have online access to the bank account, so that in the case of any inability of the Treasurer transactions can be executed without delay. Yearly reports on the expenses and revenues will be generated and sent to the board detailing the activities of the association.

**ARTICLE VIII -- COMMITTEES**

The Board of Directors may appoint any committees as they may deem necessary or advisable from time to time, consisting of such number of members and with such powers as the Board may designate; provided, however, that the same shall be consistent with the Bylaws of the association. Such committees shall hold office at the pleasure of the Board of Directors.

**ARTICLE IX -- AMENDMENTS**

**Section 1.** These Bylaws may be altered by a majority vote at a duly called meeting of the members, provided that the Board of Directors shall have had circulated a notice to the entire membership at least ten (10) days in advance, setting forth substantially the proposed change.



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