

AERO-SPACE CLUB
of
LAGUNA WOODS VILLAGE

BYLAWS
November 13, 2023

ARTICLE I:
CLUB NAME

Section 1:

The name of this association shall be “Aero-Space Club of Laguna Woods Village”, hereafter referred to as “The Club”.

ARTICLE II:
PURPOSE

SECTION 1:

The purpose of The Club will be a non-profit, non-political organization devoted to the following purposes:

SECTION 2:

The purpose of The Club is to promote sociability and fellowship between any and all Laguna Woods Village residents who have at any time directly participated in, or directly contributed to any phase, segment, or supporting element of aviation and space activities, or have an interest in same.

SECTION 3:

Through The Club programs, enable members to keep informed on the history, development, growth and future of aviation and space activities.

SECTION 4:

Encourage public interest, technological development and safety in aerospace programs and activities.

ARTICLE III:
MEMBERSHIP

SECTION 1:

Any Laguna Woods Village resident who is interested in and qualified under the purpose of The Club shall be eligible for membership upon approval by the Board of Directors.

SECTION 2:

Subject to approval of the Board of Directors, membership may also be extended to residents who desire to keep informed of the history and technical/safety developments in worldwide aerospace activities.

SECTION 3:

The Club shall publish a Directory of The Club members annually, listing the members by name, address, telephone number, affiliation if desired and email address, if available. All paid up members shall be entitled to receive one copy of the Directory. The information contained in the Directory shall not be used for any purpose other than intra-club communication.

ARTICLE IV:
DUES

SECTION 1:

Annual dues cover the calendar year from January 1 to December 31.

SECTION 2:

Dues, as established by The Club's Board of Directors, shall be payable upon application for membership and there-after prior to January 1 of each year. Payment of dues with a new membership on or after September 1 will cover the current year and the following year.

SECTION 3:

Members whose dues have not been paid by January 31 and who have been advised by The Club Treasurer that they are in arrears, will be dropped from The Club's membership unless mitigating circumstances, known to the Board of Directors, exist. Only the names of paid up members and others approved by the Board of Directors will appear in the annual Membership Directory.

ARTICLE V:
BOARD OF DIRECTORS

SECTION 1: Membership and Duties

The Club shall be governed by a Board of Directors composed of not less than, but not limited to, nine elected members and the most recent immediate Past President. The Board of Directors is responsible for the administration of all affairs and activities of The Club.

SECTION 2: Executive Committee

The Executive Committee shall consist of those members of the Board of Directors who hold positions as Officers in The Club. It shall be the Executive Committee's duty to originate and recommend policy to the Board of Directors and to act for the Board in operations and activities of The Club.

SECTION 3: Meetings

Regular meetings of The Club and of the Board of Directors shall be held monthly except the regular meetings will not be held in the months of July, August and December and the board meetings scheduled for those months shall be at the discretion of the Board of Directors.

SECTION 4: Quorum

A quorum for the conduct of meetings of the Board of Directors requires a majority of the membership of the said Board composed in accordance with Section 1 of this Article V.

SECTION 5: Term of Office

The term of office will be three years. In order to preserve continuity and efficiency, one-third of the number of elected members of the Board of Directors will be elected each year.

SECTION 6: Nominating Committee

A Nominating Committee of not less than three nor more than five members of The Club shall be appointed by the President and approved by the Board of Directors by no later than the June meeting of The Club. The committee will be responsible for the selection and nomination of qualified members willing to serve on the Board of Directors for a full three-year term. Nominees must also express willingness to serve as officers of The Club if chosen to do so by the Board of Directors.

SECTION 7: Election of the Board of Directors

The nominating committee will present its list of nominees to the membership gathered at the October regular meeting. The President will then announce that additional nominations from the floor will be accepted. After all nominations have been recorded and nominations have been closed, the election will be held in accordance with one of the following options:

- A. If the number of nominees does not exceed the number of vacancies to be filled, the President will call for a voice vote and the election results will be by acclamation.
- B. If the number of nominees, exceeds the number of vacancies to be filled, the President will instruct the Secretary to distribute plain paper ballots to the members in attendance who will write the names of their chosen nominees on the ballot. The ballots will be collected and counted under the supervision of the Secretary who will announce the results before the end of the meeting.
- C. The immediate Past President is automatically elected as a member of the Board of Directors without a vote being required as a full voting member. The position also automatically places the Immediate Past President on the Executive Committee as a full voting member.

SECTION 8: Election of Officers

At the first meeting of the Board of Directors following the November Annual Meeting, the Board of Directors will elect a President, two Vice Presidents, a Secretary, and a Treasurer to serve for the ensuing year. The five elected officers and the Immediate Past President shall constitute the Executive Committee. All Officers, with the exception of the President and Immediate Past President, are authorized to select members of The Club to serve as their Assistants, subject to the approval of the Board of Directors.

SECTION 9: Vacancies on the Board of Directors

In the event of a vacancy created by the departure of a Director for any reason prior to the end of his/her term, the President is authorized to fill the vacancy by appointment for the balance of the departed Director's term. Such appointments are subject to the approval of the Board of Directors.

ARTICLE VI:
OFFICERS, DIRECTORS AND ADVISORS

SECTION 1: The President

The Duties of the President are:

- A. Presides at all meetings of the Board of Directors and the regular meetings of The Club and exercises general supervision of all of The Club activities.
- B. Appoints all committee chairpersons, subject to the approval of the Board of Directors.
- C. Is an ex-officio member of all committees.
- D. Is authorized to sign checks drawn against The Club's checking account for payments of The Club's bills.
- E. Is responsible for presenting an Annual Report of The Club's activities at the annual meeting of The Club in November.

SECTION 2: The First Vice President

The Duties of The First Vice President are:

- A. Performs the duties of the President in his or her absence, disability, or resignation.
- B. Is authorized to sign checks drawn against The Club's checking account for payment of The Club's bills.
- C. Serves as Program Chairman and Trip coordinator.

SECTION 3: The Second Vice President

The duties of the Second Vice President are:

- A. Performs the duties of the President and Vice President in his or her absence.
- B. Is responsible for arrangement of facilities as required for the conduct of The Club's meetings and/or the meetings of the Board of Directors.

SECTION 4: The Secretary

The Duties of the Secretary are:

- A. Records and maintains files of the minutes of the meetings of the Board of Directors.
- B. Maintains a copy of "Roberts Rules of Order", "Modern Edition", "Newly Revised".
- C. Maintains in safe keeping, current copies of The Club's By-laws.
- D. Serves as The Club's Corresponding Secretary as directed by the President and maintains a file of all incoming and outgoing correspondence.

SECTION 5: The Treasurer

The Duties of the Treasurer are:

- A. Shall receive and be custodian of all monies from all sources and shall deposit all monies in a bank approved by the Board of Directors.
- B. Authorized signatures for deposits or withdrawals from The Club's bank account(s) will be those of the President, First Vice President and the Treasurer. Any one of these signatures on a check will be sufficient.
- C. Disburses funds as approved by the Board of Directors.

- D. Keeps an accurate, up-to-date record of all financial transactions and submits financial reports at each meeting of the Board and/or at other times as requested by the Board.
- E. Will mail renewal notices for dues to all members prior to the Annual Meeting in November.
- F. Notices will include a reminder that dues are payable before the end of the calendar year.
- G. Records receipt of membership dues and issues membership cards, signed by the President.
- H. Maintains for reference purposes a file of the original applications for membership in The Club which includes information of the background of each applicant or member.
- I. Maintains a current roster of The Club's members.
- J. Submits all financial and account records for audit prior to the November Annual Meeting or as requested by the Board of Directors.

SECTION 6: The Directors

The Duties of the Directors are:

- A. Transact all of the business of The Club and decide all questions of policy.
- B. Hold monthly meetings except those months when The Club does not hold a regular meeting, unless they elect to do so at the time and place of the Director's choosing.
- C. Shall attend special meetings at the request of the President.
- D. Unless excused by the Board's Officers, the absence of a Director for three consecutive meetings will be regarded as a resignation and the Director's seat will be declared vacant. Such vacancies, or others created by a Director's formal resignation, departure from the area or for reasons of health, will be filled by appointment by the President. The Board of Directors shall approve such appointment.

SECTION 7: The Advisors

With the concurrence of the board of Directors, the President may appoint as advisors to the Board, members whose technical, historical, or specialized dedication and experience would be of special value to the Board and The Club.

ARTICLE VII:
COMMITTEES

SECTION 1: The Committees

The President, subject to the approval of the Board of Directors shall appoint the committees deemed necessary to carrying on the activities of The Club.

SECTION 2: The Standing Committees

The Club's Standing Committees shall include, but not be limited to:

- A. Program Committee
- B. Publicity/Webmaster Committee
- C. Reservations Committee
- D. Email/Telephone Committee
- E. Reception/Cashier

Members of the Board of Directors may serve as Standing or Special Committee Chairs.

ARTICLE VIII:
ANNUAL MEETINGS

SECTION 1: Annual Meetings

The Club's "Annual Meeting" shall be held in November at a time and place to be chosen by the Board of Directors.

ARTICLE IX:
PARLIAMENTARY AUTHORITY

SECTION 1: Parliamentary Authority

Robert's Rules of Order (Modern Edition, Newly Revised) shall be observed in governing The Club in all cases to which they are applicable.

ARTICLE X:
AMENDMENTS

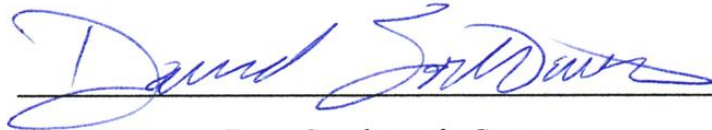
SECTION 1: Bylaws Amendments

These Bylaws may be amended by a three-quarter vote of the Board of Directors following a two-week notice of intention including copies of the proposed revisions having been delivered to the members of the Board of Directors.

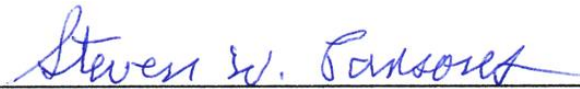
CERTIFICATION

I, the undersigned, certify that I am the presently elected and acting as Secretary of the AERO-SPACE CLUB OF LAGUNA WOODS VILLAGE, LAGUNA WOODS, CALIFORNIA and that the above Bylaws, consisting of six pages, are the bylaws of this organization as revised as of November 13, 2023.

Dated: November 13, 2023



Dave Southworth, Secretary

Approved: 

Steve Parsons, President