Michigan Grand Traverse Region EAA
Chapter 234
Bylaws

Revised and Accepted
5 December 2026

ARTICLE I.

General

Section 1. The following paragraphs contain provisions for the regulation and management of Grand Traverse Region (GTR) EAA Chapter 234 , a Michigan non-profit corporation. As such, the Chapter will monitor its processes to ensure ongoing compliance with all 501(c)(3) requirements for non-profit entities, the Uniform Prudent Management of Institutional Funds Act of 2006, and the Michigan Act 87 of 2009.

Section 2. If there is a conflict between a provision of these bylaws and a mandatory provision of the Articles of Incorporation of the corporation, or a mandatory provision of the laws of the State of Michigan the mandatory provision(s) of the laws of the State of Michigan or of the Articles of Incorporation of this corporation shall control.

Section 3. The Bylaws of the Chapter may be amended or new bylaws adopted at any regular chapter meeting or special meeting called for that purpose. Amendments or new bylaws must be passed by a majority vote of the chapter members eligible to vote and present at such meetings in person or by proxy.

ARTICLE II

Purpose

The purposes of the Grand Traverse Region EAA Chapter are as follows:

1) Establish and maintain a social and recreational flying club to promote, encourage, and foster an environment that celebrates and nurtures the participation of individuals and families in aviation for pleasure, recreation and other social, non-profitable purposes;
2) Promote, encourage and facilitate membership in GTR EAA Chapter 234 in an atmosphere where all are welcome to join and become part of an aviation-based recreational environment;
3) Promote, encourage and facilitate recreational aviation activities and opportunities that provide education and information about aviation;
4) Promote, encourage and facilitate an environment that fosters safety and high standards in the design, construction, restoration, and operation of all types of recreational aircraft;
5) Promote a positive, productive and cooperative relationship between the GTR Chapter and those governmental agencies and private enterprises that provide aviation services and facilities to the benefit of Chapter members;
6) Support and promote the mission, vision, goals and objectives of the EAA through programs and services within the GTR Chapter.

Notwithstanding any other provision of these articles, this organization shall not engage in any activities or exercise any powers that are not permitted to be carried on by a corporation exempt from the federal income tax under Section 501(c)(3) of the of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE III
OFFICES

The principal office of the Grand Traverse Region Experimental Aircraft Association EAA 234 shall be located in the State of Michigan. The Chapter may have such other offices, either within or outside the State of Michigan, as the Board of Directors may require from time to time.

ARTICLE IV
MEMBERS/MEMBERSHIP

Section 1. Eligibility for membership in the GTR EAA Chapter 234 is open to any person who has an interest in experimental or recreational aviation. The total number of Club members may be limited based on appropriate insurance considerations, in which case the total number of members shall be established by a majority vote of the membership present at a regular or special meeting. Each member shall accept the responsibilities of chapter membership and in so doing agrees to promote EAA goals of fellowship, education and homebuilding.

Section 2. - A request for membership shall be submitted in writing via a completed request form to the Board Secretary who will make such requests known to the board of directors at the next regular meeting after the request was received and dues paid. Membership consideration will not be made on the basis of race, color, sex or sexual orientation, national origin, disability, age or any factor that could be perceived to limit participation to select groups. Data collected as part of the join request process will remain confidential for use by the Chapter Board of Directors and, if applicable, will include a request for information regarding pilot certification, pilot license status, and criminal background (funded by EAA) prior to interaction with EAA youth programs.

Section 3. - No membership shall be transferred, sold, pledged or assigned without the express written request and consent of a majority of the Chapter Board of Directors.

Section 4. – Terminated members and outgoing members remain responsible and liable for any and all Chapter obligations through the end of the membership term. This responsibility includes annual dues and any other obligations that may exist and any new obligations incurred.

Section 5. – There are five (5) types of Board approved Chapter memberships described as follows:

(1) Regular/Individual. Membership status for any person 18 years of age upon last birthday who pays Chapter dues and is a member in good standing with EAA National.
(2) Family. Membership of parent(s) and dependent children (age 0-18 years of age) who pay the appropriate Chapter family dues and are family members in good standing with EAA National.
(3) Honorary/Complimentary. An honorary/complimentary Chapter member shall be any person to whom the Chapter officers or Chapter Board of Directors wish to extend an honorary Chapter membership. Such membership status shall be given to a person in recognition of or appreciation for the support that person has provided to the Chapter. Honorary/Complimentary

chapter members must be at least 18 years of age and shall accept the responsibilities of chapter membership. Honorary/Complimentary members may not hold any elected or appointed Chapter office or position, nor will said individual be eligible to vote on any Chapter activities, topics, appointments, or other issues presented for vote within the Chapter. Honorary/ complimentary members are not required to be members of EAA National, but the Chapter Office at EAA Headquarters will extend a complimentary one-year EAA membership to any honorary/complimentary chapter member upon written request from the Chapter president.

(4) Special. Any person who, for temporary or short-term economic reasons, is unable to pay the appropriate Chapter membership dues and to whom the Chapter officers or Chapter Board of Directors may extend a complimentary chapter membership not to exceed one year in length. The Chapter Office at EAA Headquarters will extend a concurrent one-year complimentary EAA membership to any special Chapter member upon written request from the Chapter president. A single extension to either special membership terms will be considered upon written request and will require Board review and approval.

(5) Life. Life membership may be bestowed upon an individual Chapter member at the discretion of the Chapter Board of Directors. All Lifetime Chapter members must be in good standing with EAA National. Lifetime membership recognizes the long-term commitment to (10 year minimum), support for and participation in EAA and this Chapter. A Life member may hold any Chapter office, have full voting privileges within the Chapter, and will be exempt from annual dues. In the event of a violation of Section IV.8.1, life membership will be rescinded.

Section 6. - Duration of Chapter Membership. The duration of Regular/Individual and Family Chapter membership shall be one calendar year. Honorary/Complimentary or Special Chapter memberships *shall be for one calendar year* but may be extended or continued beyond this period at the discretion of the Officers. Life Chapter membership is continuous for the life of the Chapter member. Life Chapter membership is not transferable to another person. All Chapter members with voting privileges in the Chapter must maintain a current membership with the EAA National, except for the Honorary/ Complimentary Chapter members.

Section 7. Voting Privileges. Voting privileges with the Chapter shall be limited to Regular/Individual, Family (excluding children under 18 years of age), Special and Life members. Honorary/Complimentary Chapter members shall not have voting Chapter privilege.

Section 8. Termination of Chapter Membership. Chapter membership is a privilege which requires an appropriate commitment from each member**.** Each chapter member shall accept the responsibilities of chapter membership, and by acceptance agrees to promote EAA goals of fellowship, education and homebuilding. In the event a chapter member fails to meet these requirements, they may be asked to relinquish their chapter membership in accordance with the following conditions:

(1) Any chapter member, who by intentional negligent or reckless deed or action, harms or jeopardizes the reputation or assets of the Chapter or EAA, may be called before the Board of Directors and chapter officers for review. Upon conclusion of a review, the Chapter Board of Directors and chapter officers may upon finding reasonable cause, recommend to the chapter membership that said member be removed from chapter membership. Said member may then be removed, by a majority vote of eligible members at any regular or special chapter meeting where a quorum exists.

(2) Any chapter member who fails to remit their membership dues or fails to maintain their membership in the EAA shall be considered removed from chapter membership. In the event of challenging financial situations and upon request of the relevant Chapter member, it is at the

discretion of the Chapter Board of Directors to review that situation for consideration of a special chapter membership as previously described.

(3) Any chapter member may resign their chapter membership at any time upon written (electronic or paper document) notice of resignation. The resignation of chapter membership shall become effective on the date stated in the notice. In the event the written notice of resignation does not contain an effective date, the date that the written notice is submitted to any chapter officer shall become the date of resignation. Resignation information will be provided to the Chapter Board Secretary to update records and mail lists.

ARTICLE V
AMENDMENT OF BYLAWS

Section 1. The power to alter, amend, or repeal the bylaws or adopt new bylaws is vested in the Board of Directors. Chapter Bylaws will be consistent with EAA National Bylaws and made available for access by all members.

Section 2. These bylaws may be amended at any time by a majority vote of the Board of Directors present at a regular or special meeting of the Board. Notice of proposed bylaws changes, including the language to be changed, added or deleted, will be provided to the Board in advance of the Chapter meeting during which the recommendations are scheduled for discussion.

ARTICLE VI
DUES

Section 1. Rate of Assessment. The rate of assessment of member dues will be determined by the Chapter Board of Directors and approved by a majority of the members present at a regular meeting of the members. The annual review and approval of membership dues will be approved by and become effective on January 1 of each year. Annual collection of dues will be conducted each year in the month of January.

Section 2. Collection of Dues. Payment of dues shall be made to the Chapter Treasurer and shall be payable January 1 of each year for the period of January 1 through December 31. Membership privileges will end on April 1 if dues are not paid by April 1. Any new member joining during the calendar year will be required to pay dues on a pro-rata basis for the remainder of that calendar year.

Section 3. Members Not Subject to Dues. Members holding Honorary, Complimentary or Special Membership status shall not be subject to dues per described conditions of membership and/or for the time period designated by the Board.

ARTICLE VII
BOARD OF DIRECTORS AND OFFICERS

Section 1. **General Powers**. The affairs of the Chapter shall be managed by a Board of Directors who shall also be known as the Chapter "Officers." These Officers will monitor and perform duties necessary for improvement, enrichment, compliance and well-being of the Chapter. The Officers shall have the power and authority to establish and enforce all rules and regulations pertaining to the use and operation of Chapter property.

Section 2. Number, Tenure and Qualifications. The membership of the Chapter Board of Directors shall consist of not less than four (4) and no more than ten (10) persons. Each director shall hold office for two

(2) years from the date of their election. The Board of Directors shall consist of the following: (a) Class I Directors: Chapter president, vice president, secretary and treasurer; (b) Class II Directors: three to six additional members elected to directorship positions to lead the Education Team, Build Team, Membership Coordinator, Fundraising/Community Outreach Coordinator and other such other areas of focus as deemed necessary and appropriate by the Board of Directors.

Section 3. Election. Chapter Board of Directors shall be elected at the regularly scheduled November membership meeting. The terms of the directors of the corporation will begin immediately following election though official installation of chapter officers shall occur at the December or January chapter membership meeting following election. All current directors shall be entitled to participate in the annual election of directors. Potential Directors may be nominated by any member of the Board and approved by a majority vote the Board members. Directors shall be persons eighteen (18) years of age or older.

Section 4. Vacancies. Any Officer may resign at any time by giving written (email, text or letter) notice to the president or secretary of the Chapter. Such resignation shall take effect at the time specified therein and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. If the office of Chapter president, vice president, treasurer or secretary becomes vacant for any reason, the Board of Directors shall hold a special election to fill the vacancy; successor will hold the office for the remainder of the current term. If the replacement officer is elected near the end of the predecessor's term and is willing, the Board may decide to extend the new term to combine the replacement term and a full second term. The option be must clarified to voters at the time the candidate's name is presented for election. Any vacancy occurring on the Board of Directors by reason of an increase in the number of directors may be filled by appointment of the Chapter president subject to a majority approval of the Chapter Board of Directors.

Section 5. **Compensation.** Directors shall not receive any salary or other compensation salaries for services in support of Chapter activities.

Section 6. **Removal of Director**. A director with three (3) consecutive absences, without notice, from regular meetings shall be deemed to have forfeited office and a vacancy shall occur therein.

Section 7. Board Transitions

The Chapter membership recognizes the importance of a smooth transition of Chapter leadership. Therefore, subsequent to the election of chapter officers and Chapter Board of Directors, the incumbent and newly elected Chapter officials shall hold a meeting during which transfer of information and discussion will occur to ensure understanding of at least the following critical Chapter elements:

1) Chapter Bylaws, and the Chapter Goals, Mission and Vision Statement, Non-Profit incorporation documents, tax status and insurance policies; and
2) Chapter status report prior to its submission to the EAA headquarters for consistent updates of leadership and/or structural Chapter changes; and
3) Ongoing compliance with organizational coverage requirements.

ARTICLE VIII
COMMITTEES

Section 1. Committees. The Board of Directors may establish such committees as it deems necessary to assist with fulfillment the Board's responsibilities. The members of each committee shall be appointed by the President and approved by the Board of Directors. The Board of Directors shall by resolution provide for the rules of operation for each committee established.

Section 2. Nominating Committee Process. The Chapter Nomination Committee shall consist of 3 to 5 Chapter Members appointed by the President in June each year, for a limited, short-term (approximate six months) basis. The Nomination Committee will conduct the recruitment of nominees from among the leadership and general membership for the various elected positions within the Chapter and report these nominations to the Membership for acceptance and vote.

ARTICLE IX
CHAPTER MEETINGS

Section 1. **Board Meetings**. A regular meeting of the Board of Directors shall be held at least monthly for the purpose of transacting any business that may come before the Board. The Chapter president shall serve as chairperson of each meeting. Meetings may be held in-person, or via electronic means, e.g., Zoom, or both as members' availability allows. Board decisions made via any form of the aforementioned meeting settings will be deemed appropriate and valid.

(a) **Special Meetings**. Special meetings of the Board of Directors may be called by the request of the President or by a majority of the Board of Directors.

(b) **Quorum of Directors and Meeting Order.** A majority of the number of the Board present shall constitute a quorum for the transaction of business. The act of the majority of Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. The Chapter president will preside over the Chapter Board of Directors as its chairperson except during his/her absence, at which time the vice-president shall serve as chairperson. Proxy voting is permitted. Rules of order shall be informal and designed to encourage/solicit open, respectful participation of all members of the Board.

Section 2. <u>Member Meetings</u>. Regular meetings for all Chapter members shall be held on the second Thursday of each month except July when a meeting may not be held if the time demands conflict with AirVenture. A calendar of meeting details (date, time, location) shall be posted and available on the Chapter website. Additional meetings or Chapter events (e.g., holiday gathering) may be scheduled at any time throughout the year.

ARTICLE X
OFFICERS

Section 1. **General.** The Board of Directors of the Chapter shall serve as its officers and will consist of Class I and Class II officers as described in Article VII. Any two or more offices may not be held by the same person. The Officers shall be persons eighteen (18) years or older. In all cases where the duties of any officer is not described in the Bylaws or by the Board of Directors, such officer or chapter member shall follow the directions of the president. Additional officer positions may be created as necessary and from time to time upon an affirmative vote of a majority of the Board of Directors at a regular board meeting. Individuals appointed to, and the terms and duties of, such officer positions shall be as established and amended by an affirmative vote of a majority of the Board of Directors. These bylaws shall be amended to reflect the addition or deletion of additional officer positions. Other officers may be

appointed on a limited, task-specific basis, upon approval by the Board of Directors. The Chapter Board of Directors may engage a consultant/advisor and/or establish committees to address plans, ideas, procedures and any other business operations to assist the functions of Chapter leadership. Any committees so established shall be responsible for reporting to the Chapter Board of Directors its activities and/or progress at intervals specified by the Board.

Section 2. **President**. The "president" shall be the principal executive officer of the Chapter. The president shall have, subject to the advice, direction, and control of the Chapter's Board of Directors, general charge of the Chapter business. The Chapter President shall jointly execute with the Chapter secretary all contracts and instruments which have first been approved by the Board of Directors. The president may call any special meeting of the members of the Board of Directors and/or general chapter membership. In case of the absence of the Chapter Treasurer, the president may execute checks for expenditures authorized by the Board of Directors. In such circumstances, the Chapter Vice President shall be called upon to co-execute such checks or financial transactions with documentation pertinent to such transaction(s) maintained.

Section 3. **Vice President.** The vice president shall assist the president with administrative functions of the organization. In the event that the Chapter president's absence, disability, or inability to perform the leadership role for any reason, the vice president will be vested with all the powers and authority of the Chapter president until such time as the President returns or an election of a new president is completed. The vice president shall perform such other duties as may be assigned by the president or by the Board of Directors.

Section 4. Secretary. The secretary shall have the responsibility to: (a) take and publish minutes of all meetings of the Board of Directors; (b) publish notice of all regularly scheduled and special membership and Chapter Board of Directors meetings; (c) with the assistance of the Chapter membership coordinator, maintain a record and roster of chapter of members; (d) maintain up-to-date and secure status of the Chapter Bylaws, non-profit corporation documents, tax-exemption documents, Federal Employer Identification Number (FEIN), as well as any other documents, books, papers, and records as directed by the Chapter president or other board members. The Chapter secretary will jointly execute, along with the Chapter president, all contracts and instruments that have been first approved by the Board of Directors. The Chapter secretary shall perform all other duties incident to the Chapter secretary and/or as directed by the Chapter president.

Section 5. Treasurer. The treasurer shall be the principal financial officer of the Chapter with responsibility for the care and custody of all Chapter financial assets and transactions, including banking, investments and regulatory compliance. The treasure shall:

1) ensure accurate documentation of financial transactions and maintain cash flow;
2) maintain the methods and systems of accounting to be followed;
3) keep correct and complete records of accounts;
4) prepare and file all local, state, and federal tax returns as applicable;
5) execute all payments, receive, give receipts, and deposit all funds in the name of the Chapter via a financial institution recognized by the Federal Deposit Insurance Corporation (FDIC) and approved by the Chapter Board of Directors;
6) prepare quarterly and fiscal (January 1 through December 31) financial statements, or upon request of the Board of Directors and/or as required by law, for presentation to the board and general membership;
7) work with the Chapter's vice president to conduct and/or oversee an annual audit of the Chapter's financial affairs. The final audit report, along with any recommendations for change,

shall be provided to the Board for review and approval. Audit results and any associated procedural changes will be provided to the general Chapter membership.

8) maintain all insurance records, including the proper application, binding, and premium payment for all necessary insurance required by the EAA.

The treasurer shall select and appoint a fiduciary group of members to assist with oversight of the Board's financial status as it relates to monitoring donations, endowments or similar appropriate expenditures according to the wishes of the donor. This oversight committee must be approved by the Board of Directors. Reporting on the status of donations and all expenditures shall be made to the Board on a monthly basis.

The treasurer shall have the responsibility to perform such other duties as may be, from time to time, requested and defined by the Board of Directors. The Chapter treasurer will be bonded in an amount to be determined by the Board of Directors. The premium to bond the Chapter treasurer shall be at the expense of the Board of Directors.

Section 6. Directors and Officers. Each Officer shall perform duties as a member of the board, and each officer with discretionary authority shall discharge the officer's duties under that authority (i) in good faith; (ii) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and (iii) in a manner the director or officer reasonably believes to be in the best interests of the Chapter. All directors and officers serve the organization without compensation.

Section 7. Removal of Director

Option 1: A director may be removed <u>for cause</u> including three (3) consecutive unexcused absences from regular meetings, misconduct, negligence, or other inappropriate behaviors. A recommendation and request to remove a director or board member, must submitted in writing to the Board president who shall then contact the individual in question who will be given fourteen (14) days notice and an opportunity to respond in writing. After fourteen days, at the next Board meeting with a quorum, the remaining directors and Board members shall vote. A decision will be made based on the majority vote of the quorum. The decision will then be communicated by the president to the individual in question.

Option 2: Any director may be removed, <u>with or without cause</u>, at any time by a majority vote of the [members/shareholders] entitled to vote in an election of directors.

Option 3: Any director who assents to or participates in the making of any such loan shall be liable to the Chapter for the amount of such loan until the repayment thereof. He/She will forfeit his/her board position and Chapter membership.

Section 8. Homebuilding and Facilities Manager. The Homebuilding and Facilities Manager shall be responsible for acquisition, elimination, inventory, and tracking all facilities, tools, and other assets of the Chapter. The HF Manager will maintain insurance levels that are appropriate to provide the Chapter with full protection against loss or injury. The Homebuilding and Facilities Manager will serve on any committees or participate in events where the Chapters tools and/or other assets are to be managed, used and tracked.

ARTICLE XI
Conflict of Interest

Section 1. Definition. A conflict of interest arises when any "responsible person" or any "party related to a responsible person" has an "interest adverse to the Chapter." A "responsible person" is any individual in a position to exercise substantial influence over the affairs of the organization, and specifically includes, without limitation, directors and officers of the organization. A "party related to a responsible person" includes his or her extended family (including spouse, descendants and siblings, and their respective spouses and descendants), an estate or trust in which the responsible person or any member of his or her extended family has a beneficial interest or a fiduciary responsibility, or an entity in which the responsible person or any member of his or her extended family is a director, trustee or officer or has a financial interest. "An interest adverse to the organization" includes any interest in any contract, transaction or other financial relationship with the organization, and any interest in an entity whose best interests may be impaired by the best interests of the organization including, without limitation, an entity providing any goods or services to or receiving any goods or services from the organization, an entity in which the organization has any business or financial interest, and an entity providing goods or services or performing activities similar to the goods or services or activities of the organization.

Section 2. Disclosure. If a responsible person is aware that the corporation is about to enter into any transaction or make any decision involving a conflict of interest, (a "conflicting interest transaction"), such person shall: (i) immediately inform those charged with approving the conflicting interest transaction on behalf of the corporation of the interest or position of such person or any part related to such person; (ii) aid the persons charged with making the decision by disclosing any material facts within the responsible person's knowledge that bear on the advisability of the corporation entering into the conflicting interest transaction; and (iii) not be entitled to vote on the decision to enter into such transaction.

Section 3. Conflicting Interest Transactions. The Chapter may enter into a conflicting interest transaction provided either: (i) The material facts as to the responsible person's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the board of directors or to a committee of the board of directors that authorizes, approves or ratifies the conflicting interest transaction, and the board or committee in good faith authorizes, approves or ratifies the conflicting interest transaction by the affirmative vote of a majority of the disinterested directors on the board or committee, even though the disinterested directors are less than a quorum; or (ii) The material facts as to the responsible person’s relationship or interest and as to the conflicting interest transaction are disclosed or are known to the members, and the conflicting interest transaction is specifically authorized, approved, or ratified in good faith by a vote of the members entitled to vote thereon; or (iii) The conflicting interest transaction is fair as to the corporation.

Section 4. Declaration of COI. Each Board member shall annually complete and submit to the Chapter Officers a formal Declaration of Conflict of Interest form for EAA 234. Such declaration shall serve as notification to the Board that each of its members either (a) has no known conflicts of interest, or (b) will make the Board aware of possible conflicting financial associations so that appropriate steps/actions may be taken during decision-making.

ARTICLE XII
FIDUCIARY MATTERS

Section 1. Indemnification. The Chapter shall indemnify each director, officer, employee and volunteer of the Chapter to the fullest extent permissible under the laws of the State of Michigan and may, in its discretion, purchase insurance insuring its obligations hereunder or otherwise protecting the persons intended to be protected by this Section. The corporation shall have the right, but shall not be obligated,

to indemnify any agent of the corporation not otherwise covered by this Section to the fullest extent permissible under the laws of the State of Michigan.

Section 2. Liability of Directors for Unlawful Distributions. Unlawful distributions are expenses that exceed the threshold of value of the gifts and grants set by the UPMIFA (Uniform Prudent Management of Institutional Funds Act), Federal and Michigan Act 87 of 2009. Expenses of over 7% of the value of the income will be avoided.

(a) Liability to Corporation. A director who votes for or assents to a distribution made in violation of law or the articles of incorporation of the corporation shall be personally liable to the corporation for the amount of the distribution that exceeds what could have been distributed without violating the law or the articles of incorporation if it is established that the director did not perform the director's duties in compliance with the general standards of conduct for directors set forth herein.

(b) Contribution. A director who is liable under Section 4 for an unlawful distribution is entitled to contribution: (i) from every other director who could be liable under Section 4 for the unlawful distribution; and (ii) from each person who accepted the distribution knowing the distribution was made in violation of law or the articles of incorporation, to the extent the distribution to that person exceeds what could have been distributed to that person without violating the laws of the state of or the articles of incorporation.

Section 3. Loans to Directors, Officers or Members Prohibited. No loans shall be made by the corporation to any of its directors, officers or members. Any director who assents to or participates in the making of any such loan shall be liable to the Chapter for the amount of such loan until the repayment thereof. Additionally, he/she will forfeit his/her board position and Chapter membership.

Section 4. Contracts. The Board of Directors may authorize any officer(s) or agent(s) of the Chapter to enter into a contract or execute and deliver any instrument in the name of and on behalf of the GTR EAA Chapter 234. Such authority will be confined to specific instances.

Section 5. Payments. All checks, drafts or orders for the payment of money, notes or other evidence of indebtedness issued in the name of the corporation, shall be signed by officer(s), agent(s) of the corporation in such manner as shall from time to time be determined by resolution of the Board of Directors. No such instrument shall be issued or presented for payment by the Chapter in an amount greater than five hundred dollars ($500) unless it bears the signature of the treasurer and at least one other officer or director.

Section 6. Expenditures. All unbudgeted expenditures in an amount greater than five ($500) hundred dollars shall be approved by the Board prior to payment.

Section 7. Deposits. All funds of the corporation shall be deposited solely to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 8. Donations and Gifts. Donations, gifts or other awards will be maintained in an account that is separate from the Chapter's account/budget for ordinary/typical Chapter expenditures but will remain under the purview of the Chapter's Treasurer responsibility for all financial oversight. The Treasurer may select and appoint a fiduciary group of three to five members to assist with oversight and monitoring of donations, including appropriate expenditures according to the wishes of the donor. These assistive members are responsible for management of donated funds in accordance with the UPMIFA 2006 and

Michigan Act 87 of 2009 and they will agree to this prudent management by signing an acknowledgement upon appointment to the Chapter's fiduciary group. The oversight committee must be approved by the Board of Directors.

Reporting on the status of donations and all expenditures shall be made to the Board, by the treasurer and the Endowment Team lead, on a monthly basis.

ARTICLE XIII
FINANCIAL REPORTS

The Chapter Treasurer shall prepare a quarterly and an annual financial statement and present each report on the financial status to the Chapter Membership. The form of the report, either written or oral, will be determined by the Chapter Board of Directors. The Chapter Board of Directors will also determine the method of the report, either by presentation at a Chapter Membership Meeting or by Chapter Newsletter.

The Chapter Board of Directors, under the direction of the Chapter Vice President and Treasurer, shall arrange annually to have the financial records and fiduciary practices of the Chapter verified. The Chapter Board of Directors shall make available a copy of the written report to the Chapter Membership. The Chapter Board of Directors will review any recommendations for changes in bookkeeping procedures and shall take appropriate steps to implement any reasonable recommendations.

ARTICLE XIV
DISPUTE RESOLUTION

In the event a dispute arises within the Chapter, a written petition, endorsed by a quorum of Chapter Members, as defined in Article VI, may request intervention by the Chapter's Manager of the Experimental Aircraft Association, concerning a dispute within the Chapter. The Chapter Membership will cooperate completely and fully with the Chapter's Manager of the Experimental Aircraft Association in the resolution process. In the event a dispute occurs within the Chapter, and it cannot be resolved with the assistance of the Chapter's Manager of the Experimental Aircraft Association, and it is determined by the Chapter Manager of the Experimental Aircraft Association, to be at an impasse, the Chapter agrees and acknowledges the authority and responsibility of the Experimental Aircraft Association, to remove the Chapter Charter. If the Chapter Charter is removed, the Chapter will have no further recognition or affiliation with the Experimental Aircraft Association.

ARTICLE XV
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Section 1. Distribution of Assets Upon Dissolution of the Chapter. Upon dissolution of the Chapter and within ninety (90) days following the decision to dissolve, any remaining assets shall be distributed in the following order: (i) to pay the debts of the corporation, including interest as necessary; and (ii) to the Experimental Aircraft Association, Inc. national organization in Oshkosh Wisconsin pursuant to the laws of the State of Michigan and the appropriate federal tax regulations of the Internal Revenue Code.

The Chapter President is responsible for the disposition and transition of all Chapter materials and assets to the Experimental Aircraft Association located at 3000 Poberezny Avenue, Oshkosh, Wisconsin, 54902-8939.

Section 2. Chapter Charter Authorization. The Chapter accepts and acknowledges that the Chapter has been granted a conditional Charter under the authority of the Experimental Aircraft Association, Incorporated. Further the Chapter accepts and acknowledges that the privileges granted to the Chapter, under a conditional Charter, may be withdrawn in the event the Chapter fails in any way or manner to meet the requirements of the Chapter Charter of the Experimental Aircraft Association, Incorporated. In the event that the Experimental Aircraft Association, Incorporated withdraws the conditional Charter of the Chapter, the Chapter agrees to cease using any reference whatsoever to itself as a Charter Chapter of the Experimental Aircraft Association, Incorporated.

CERTIFICATE OF BYLAWS

I hereby certify that the foregoing Bylaws, were adopted by the Board of Directors on this

_____day of _____, 20_____.

Acknowledgment and Acceptance on behalf of EAA Chapter 234

President's Signature _____Date_____
President:

Vice President's Signature _____ Date _____
Vice President:

Secretary's Signature _____Date _____
Secretary:

Treasurer's Signature _____Date _____
Treasurer:

Policies, Procedures and Forms

INTERNAL REVENUE CODE 501(c)(3) COMPLIANCE - Process

1. The Chapter Membership recognizes the importance of a smooth transition of Chapter Leadership. Therefore, subsequent to the election of Chapter Officers and Chapter Board of Directors, the incumbent and newly elected Chapter Officers and Chapter Board of Directors shall organize and hold a transition meeting wherein all Chapter records and information will be passed on to the newly elected Chapter Officers and Chapter Board of Directors.

2. During the transition meeting, the newly elected Chapter Officers and the Chapter Board of Directors shall review the Chapter Bylaws, and the Chapter Goals, Mission and Vision Statements, Non-Profit Incorporation documents, tax status, and insurance policies to ensure they are clearly known and understood.

3. During the transition meeting the newly elected Chapter Officers and Chapter Board of Directors shall review the incorporation documents to ensure the Chapter is current in all government obligations and the Chapter is properly incorporated.

4. During the transition meeting the newly elected Chapter Officers and Directors shall review and submit the Chapter Status Report to the EAA Chapter Office at EAA Headquarters and ensure that all proper notifications have been forwarded to the EAA Chapter Office at EAA Headquarters as prescribed.

5. During the transition meeting the newly elected Chapter Officers and Chapter Board of Directors shall review the insurance requirements specified by EAA and ensure that all proper insurance coverage has be arranged through the appropriate programs of the Experimental Aircraft Association.

Conflict of Interest Disclosure Form

To be completed and submitted to the Board Secretary on an Annual Basis.

A potential or actual conflict of interest exists when commitments and obligations are likely to be compromised by the nominator(s)'other material interests, or relationships (especially economic), particularly if those interests or commitments are not disclosed.
This Conflict of Interest Form should indicate whether the nominator(s) has an economic interest in, or acts as an officer or a director of, any outside entity whose financial interests would reasonably appear to be affected by the addition of the nominated condition to the newborn screening panel. The nominator(s) should also disclose any personal, business, or volunteer affiliations that may give rise to a real or apparent conflict of interest. Relevant Federally and organizationally established regulations and guidelines in financial conflicts must be abided by. Individuals with a conflict of interest should refrain from nominating a condition for screening.

Date:_____

Name:_____

BoD Title:_____

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest:

_____ I have no conflict of interest to report.

_____ I have the following conflict of interest to report (please specify other nonprofit and for-profit boards you (and your spouse) sit on, any for-profit businesses for which you or an immediate family member are an officer or director, or a majority shareholder, and the name of your employer and any businesses you or a family member own:

1. _____
2. _____
3. _____

I hereby certify that the information set forth above is true and complete to the best of my knowledge.

Signature: _____

Date: _____

Endowment Oversight Team Member Agreement

I _____ as a member of the Grand Traverse Region Experimental Aircraft Association EAA chapter 234, Endowment Team will assist with management of gifts, endowments to comply with the donor's wishes and with Uniform Prudent Management of Intuitional Funds Act of 2006 (UPMIFA) and Michigan Act 897 of 2009.

I have read and understand my duties to the donor, to the above reference guidelines and to the Chapter.

Endowment Team Member:

Printed Name: _____

Team Term Period From_____ To_____

Signature: _____ Date: _____

Grand Traverse Region EAA Chapter 234 Board:

President name printed:_____

President Signature _____

Treasurer name printed:_____

Treasurer Signature _____

Grand Traverse Region Experimental Aircraft Association Chapter 234
Whistleblower Protection Policy

I have read, understand, acknowledge and will comply with the Grand Traverse Region Experimental Aircraft Association Chapter 234 Whistleblower Policy as referenced in the Chapter byLaws.

I hereby certify that the information set forth above is true and complete to the best of my knowledge.

Date:_____

Name:_____

BoD Title:_____

Attested by:

Date: _____

Name: _____

BoD Title: _____

Grand Traverse Region Experimental Aircraft Association Chapter 234
Discrimination and Harassment Policy

Grand Traverse Region Experimental Aircraft Association Chapter 234 does not and shall not discriminate on the basis of race, color, religion, gender, gender expression, age, national origin, disability, marital status, sexual orientation, military status, or other protected category in any of its activities or operations. These activities include, but are not limited to, the appointment to and termination from its Board of Directors, right to membership, selection of volunteers, selection of vendors, membership events and activities, or provision of services.

Chapter members will not discriminate and will not permit other chapter members to discriminate in chapter activities. No discriminatory behavior based on race, religion, national origin, gender, gender. identity, sexual orientation, age, disability, or other protected categories will be tolerated in this chapter. Grand Traverse Region Experimental Aircraft Association Chapter 234 will not permit any form of harassment to include any spoken, written or digital communication that intimidates, degrades, humiliates or threatens a person in the workplace. All chapter members deserve respect and dignity. Harassment based on any individual's race, religion, gender, gender identification, sexual orientation, national origin, age, disability, or other protected characteristics will result in disciplinary action up to and including termination of membership. All chapter members must abide by this policy.

A chapter member who believes they have been a victim of discrimination or harassment should report the matter to any member of the Board. If the member believes reporting to a Board member is unproductive, they should contact EAA National who will investigate all reports of harassment and take appropriate disciplinary action. Chapter members' names will be kept confidential. Reporting to the Chapter board does not replace or limit the right of any employee to file a report with the Equal Employment Opportunity Commission (EEOC)

Grand Traverse Region Experimental Aircraft Association Chapter 234
Whistleblower Protection Policy

Grand Traverse Region Experimental Aircraft Association Chapter 234 requires directors and officers to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As representatives of EAA Chapter 234, each individual must use honesty and integrity in fulfilling responsibilities and comply with all applicable laws and regulations. This Whistleblower Policy is intended to encourage and enable members and others to raise serious concerns internally so that this Chapter can address and correct *perceived* inappropriate conduct and actions. It is the responsibility of all board members, officers, members, and volunteers to report concerns about violations or suspected violations of law or regulations that govern the Chapter's operations.

It is contrary to the values of Chapter 234 for anyone to retaliate against any board member, officer, member, or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, suspected fraud, or suspected violation of any regulation governing the operations of Chapter 234. Any member who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of membership.
.

Reporting Procedure

Chapter 234 has an open door policy and suggests that members share their questions, concerns, suggestions or complaints with any member of the organization and particularly with any member of the Board of Directors or other members of Chapter leadership. Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be dismissed. The individual receiving the complaints or concerns about suspected ethical, financial improprieties, harassment and/or other violations will prepare a written summary to the Board for investigation of all reported complaints. Alternatively, members with concerns or complaints may also submit them in writing directly to the Chapter Board of Directors. The Board will follow up to ensure that all complaints about unethical or illegal conduct are investigated and resolved.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The Chapter's President of the Board of Directors, in his/her role as Compliance Officer, will notify the person who submitted a complaint to acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

Policy approved by the Board of Directors on _____ (date)