

1 AMENDED AND RESTATED BYLAWS
2 OF
3 TURLOCK REGIONAL AVIATION ASSOCIATION
4 Chapter of California Pilots Associations
5

6 ARTICLE I

7 SECTION 1. NAME

8 The name of this organization shall be TURLOCK REGIONAL AVIATION ASSOCIATION, Chapter of
9 California Pilots Association, a nonprofit, public benefit corporation operating under the Laws of the
10 State of California for public education and charitable purposes.

11 ARTICLE II

12 SECTION 1. PURPOSE

13 The purpose of the organization shall be as state in its Articles of Incorporation.

14 SECTION 2. LEGISLATIVE AND POLITICAL PURPOSES

15 No substantial part of the activities of the corporation shall be the carrying on of propaganda, or
16 otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene
17 in (including the publication or distribution of statements) any political campaign on behalf of any
18 candidate for public office.

19 ARTICLE III

20 SECTION 1. FISCAL

21 A. All funds of the Chapter shall be deposited in an account in the name of TURLOCK REGIONAL
22 AVIATION ASSOCIATION, and may be withdrawn only by draft bearing the signature of any two of the
23 current elected officers.

24 The fiscal year of the Chapter shall be from January 1 to December 31 so as to coincide with that of the
25 California Pilots Association.

26 B. An annual report to the members shall be made within 120 days of the close of the fiscal year.

27 SECTION 2. DISSOLUTION

28 Dissolution of the Chapter and the distribution of the assets therefrom shall be governed by the Articles
29 of Incorporation.

30 SECTION 3. DUES

31 A. Chapter dues may be changed by a majority vote of the members present at a regular meeting
32 provided that proper notice has been given that such action will be considered. Notice may be given by
33 publication in the newsletter or other writing at least thirty days prior to the action to be taken. Dues
34 will become payable at a time determined by a majority vote of the members present and will become
35 in arrears thirty days following the date payable.

36 B. Dues shall be paid to the TURLOCK REGIONAL AVIATION ASSOCIATION, in accordance with its Bylaws
37 and with the Bylaws of the California Pilots Association.

38 SECTION 4. NOTICE

39 The Chapter Newsletter shall serve as the official means of communicating and giving timely notice to
40 the membership. Except for notices relating to amendments to the Articles of Incorporation or the
41 Bylaws, communications may be effected by means of electronic mail with those members having that
42 capability.

43 ARTICLE IV

44 SECTION 1. MEMBERSHIP

45 A. Anyone having an interest in aviation consistent with the Articles of Incorporation and Bylaws of the
46 Association can become a member upon payment of dues as established by the membership. There
47 shall only be one class of membership with full voting rights as established by California Law.

48 B. The Board of Directors may vote the dismissal of a member if they have cause to believe he/she is of
49 objectionable character or by any act has brought discredit to the Association. Such action must be by a
50 two-thirds vote of the Directors of the Association.

51 C. Any officer or other member of the Association may resign his/her office and /or chapter
52 membership by submitted a written request to the President of the Association; or in case said officer is
53 the President, resignation should be handed to the Vice President.

54 ARTICLE V

55 SECTION 1. ELECTIVE OFFICERS

56 The elective officers shall include at least a President, Vice President. Secretary, Treasurer and such
57 other officers as the membership may from time to time determine.

58 SECTION 2. NOMINATING COMMITTEE

59 Seventy-five (75) days prior to the regular annual meeting of the general membership ("Annual
60 Meeting"), the Board of Directors shall appoint three members to serve as the Nominating Committee.
61 The Nomination Committee shall mail out notices ("Mailer") to the Members giving them notice of the
62 up-coming Annual Meeting and the opportunity to be placed on the ballot for selection to the Board.

63 The Mailer will also instruct the Members to indicate if they elect to VOTE BY Mail. Should they make
64 this election, then ARTICLE IX, SECTION 2 shall apply.

65 SECTION 3. NOMINEES

66 Nominees for elected office must be members in good standing. However, should a member who was
67 not been current with their membership dues for the previous year elect to bring them current, in
68 addition to payment of their current dues, at the time they mail back the Mailer to the Nominating
69 Committee, they Will then be considered a member in good standing. Furthermore, a member in good
70 standing the prior year may make their payment of their current dues at the time they mail back the

71 Mailer to the Nominating Committee. Any new Members must have been a Member in good standing at
72 least 90 days prior to the Annual Meeting in order to be considered.

73 There will be no nominations during the Annual Meeting.

74 All nominations will close thirty (30) days from the time the Mailer is sent out.

75 SECTION 4. ELECTIONS

76 A. The method of balloting and counting shall be in accordance with Robert's Rules of Order.

77 B. Election of the Board of Directors shall be by a majority vote of members voting.

78 C. Election of officers shall be by a majority vote of the Directors.

79 SECTION 5. VACANCY IN OFFICE

80 A. All vacancies shall be filled by selection and vote of the Board of Directors, except the office of
81 President, to which the Vice President shall succeed.

82 B. Any officer may be removed from office by a majority vote of the Board of Directors for misconduct
83 or neglect of duty, or for any reason on demand of two-thirds of the entire membership.

84 SECTION 6 TERM OF OFFICE

85 A. A term for members of the Board of Directors shall be for a period of two years.

86 B. A term for elected officers shall be for a period of two years.

87 ARTICLE VI

88 SECTION 1. COMPOSITION OF THE BOARD OF DIRECTORS

89 A. The Board of Directors shall be composed of not less than five (5) members, and not more than nine
90 (9) members, including the elected officers and the immediate Past President.

91 B. The authorized number of Directors may be changed by amendment to these Bylaws duly adopted by
92 the members.

93 SECTION 2. GENERAL DUTIES OF THE BOARD

94 A. The Board shall have all duties and powers as set forth in the Articles of Incorporation. It shall carry
95 out the purposes of the Association according to the Laws of California, the Articles of Incorporation and
96 these Bylaws.

97 SECTION 3. SPECIFIC DUTIES OF THE BOARD AND OFFICERS

98 A. The President shall preside at all Association meetings and Board meetings and shall enforce the
99 observance of the Bylaws; he/she shall see that all officers and members of committees perform their
100 respective duties as enjoined by the Bylaws; shall appoint all committee chairs; shall carry out the
101 collective wishes of the members and be their spokesperson on matters of Association policy. He/she
102 shall perform such other duties as specified in Robert's Rules of Order.

103 B. The Vice President shall assist the President in the performance of his/her duties; shall preside at the
104 Association membership meetings or Board meetings in the absence of the President.

105 C. The Secretary shall maintain current copies of the Association's Articles of Incorporation and Bylaws.
106 He/she shall be responsible for the accurate account of all transactions of the Association meetings;
107 shall serve as custodian and file all paper and documents pertaining to Association transactions; shall
108 handle Association correspondence; shall issue all notices as directed by the members in meetings or by
109 the President; shall see that correct lists of members included address and telephone numbers are
110 maintained; and shall perform such other duties as specified by the Board of Directors.

111 D. The Treasurer shall be responsible for the control of all monies due the Association and shall hold
112 receipts for them; make the reports of the receipts and expenditures at the annual membership
113 meeting; pay out such monies as authorized by the Board; shall file such reports as are required by the
114 U. S. Government, the State of California, and the California Pilot's Association; and perform such other
115 duties as are specific by the Board of Directors.

116 ARTICLE VII

117 SECTION 1. COMMITTEES

118 A. The President, upon taking office, may appoint such Committee Chairpersons for such committees as
119 are deemed appropriate.

120 B. It shall be the privilege of each Committee Chairperson to choose his/her own committee members.

121 C. Each Committee Chairperson shall make a report at the annual meeting.

122 D. The Committee Chairperson shall make a report at the annual meeting.

123 E. Duties of the Committees shall be determined by the Board.

124 ARTICLE VIII

125 SECTION 1. ANNUAL MEETINGS

126 Annual business meetings of the Membership and the Board of Directors shall be in April of each year.
127 The date for the Annual Meetings may be changed by vote of the membership.

128 SECTION 2. SPECIAL MEETINGS

129 Special meetings of the Board or the Membership may be called by the President, a majority of the
130 Board members or by three percent of the members. A seven day written or oral notice of a Board
131 meeting shall be given to the Board members. A thirty-day written notice of a membership meeting
132 shall be given to the members.

133 SECTION 3. QUORUM OF BOARD

134 A quorum for transaction of business shall be a majority of the authorized number of Board members.

135 SECTION 4. CALIFORNIA PILOTS ASSOCIATION

136 Delegates representing the Association at meetings of the California Pilots Association shall be
137 appointed by the Association President.

138 ARTICLE IX

139 SECTION 1. MEMBERS' RIGHTS AND VOTING PRIVILEGES

140 A. A member shall be entitled to cast one vote for the election of each Board member.

141 B. Members may have access to Association records within thirty days, upon written demand to the
142 President and at a time mutually agreeable.

143 SECTION 2. QUORUM

144 A. BUSINESS

145 Presence of one-third of the membership, or fifteen members, whichever is fewer, at a regular or special
146 meeting shall constitute a quorum for transacting business at said meeting.

147 B. EXPLUSION

148 A majority of all members who have been members for the thirty day period immediately prior to the
149 vote shall constitute a quorum to recommend expulsion from membership, or removal from office. If a
150 Board member misses more than 3 meetings during any full year of his/her term without a legitimate
151 excuse, then a simple majority of the Board may remove said Board member.

152 C. VOTE BY MAIL

153 Ballots identifying each candidate shall be mailed out not less than 30 days prior to the Annual Meeting.

154 Ballots shall have a complete and concise list of instructions included in each Mailer.

155 For those who have elected to VOTE BY MAIL, their Mailer must be returned to TRAA's Post Office box
156 no later than the Friday prior to the Annual Meeting to be counted as a valid Ballot.

157 The vote count and election validation will be conducted by the Nominating Committee and shall take
158 place on the Annual Meeting day.

159 SECTION 3. AMENDMENT OF BYLAWS

160 A. These Bylaws may be amended at a regular or special meeting of the membership by a vote of two-
161 thirds of those present. The proposed amendments(s) shall be submitted to all members at least thirty
162 days prior to the meeting.

163 B. Proposed amendments may be submitted by the Bylaws Committee or the Board.

164 C. An amendment shall be in effect immediately upon conclusion of the voting unless otherwise
165 ordered by the membership or otherwise provided within the amendment itself, and shall be
166 announced in the Association Newsletter to the membership as soon as practicable after its adoption.

167 D. An amendment, with the date of adoption, shall be recorded by the Secretary, and shall be appended
168 to the Bylaws and kept therewith.

169

ARTICLE X

170 SECTION 1. RULES

171 A. The conduct of all meetings of the membership and the Board of the Directors shall be governed by
172 the latest revised edition of Robert's Rules of Order where not specifically provided for in the Bylaws.

173 Certificate of Recording Secretary

174 I, the undersigned, do hereby certify that I am the duly elected and active Recording Secretary
175 of TURLOCK REGIONAL AVIATION ASSOCIATION, Chapter of California Pilots Association, a California
176 nonprofit, public benefit corporation, and that the foregoing Amended and Restated Bylaws constitute
177 the Bylaws of said corporation as duly adopted at a meeting of the membership held on the 26th of April,
178 2025.

179 Dated, April 26th, 2025

180

Neill Callis, Secretary