

South Carolina Aviation Association Mission Statement and Bylaws

MISSION STATEMENT

South Carolina Aviation Association actively promotes aviation growth through airport development and safety to meet the air transportation and economic development needs of South Carolina.

BYLAWS

ARTICLE 1: NAME

The name of the organization shall be the South Carolina Aviation Association (SCAA).

ARTICLE 2: OBJECTIVE AND PURPOSE

The objective and purpose of the SCAA shall be as follows:

- Develop and establish the SCAA as an organization that promotes and encourages cooperation, assistance, and information exchange among those concerned with aviation and airports in South Carolina;
- Provide a forum where aviation and airport officials can exchange information, ideas, and professional expertise;
- Create, collect, and distribute information on matters affecting aviation and airport development;
- Provide the General Assembly of South Carolina and the general public with information necessary for the passage of sound legislation beneficial to aviation and airports, and oppose legislation injurious thereto;
- Support, advise, and make recommendations to the South Carolina Aeronautics Commission (SCAC) for the benefit of aviation and airports in South Carolina; and
- Receive and evaluate nominations and select inductees to the South Carolina Aviation Hall of Fame.

ARTICLE 3: MEMBERSHIP

Upon application to the SCAA in a manner prescribed by the Board of Directors, and payment of applicable membership dues, applicants become members of the SCAA in one of the following categories:

Individual Membership. Applies to any individual with an interest in aviation or airports in South Carolina. This category of membership is not intended to represent entities such as airport commissions, consultant companies, etc. Each Individual Member shall be entitled to one vote in any matter requiring balloting at the annual meeting.

Airport Government Membership. Applies to any public authority, commission, governmental agency or board engaged in the establishment, ownership, administration, operation or management of public airports. Each Government member under the “Airport Membership” category shall be entitled to one (1) vote on any matter requiring balloting at the annual meeting. Eight (8) memberships are included under the “Airport Membership” category, but additional members can be added at the current “Individual Membership” rate.

Corporate Membership. Applies to any non-governmental corporation or business that wishes to support the SCAA. Each member under the “Corporate Membership” category shall be entitled to one (1) vote on any matter requiring balloting at the annual meeting. Ten (10) memberships are included under the “Corporate Membership” category, but additional members can be added at the current “Individual Membership” rate.

Honorary Membership. Applies to an individual who has rendered distinguished service to aviation and/or airports in South Carolina over a period of not less than ten years. An Honorary Member may be elected by a two-thirds vote of the Board of Directors at a regular meeting with a quorum. Nominations may be made by a member of the association, in writing, to the SCAA President. Honorary Members have no voting privileges, do not receive mailings, and are not required to pay annual membership dues. No more than two (2) Honorary Memberships shall be awarded during any fiscal year.

Life Membership. Applies to individuals who choose to pay a one-time fee, as set by the Board of Directors, in lieu of an annual membership fee. Each Life Member shall be entitled to one vote in any matter requiring balloting at the annual meeting.

Student Membership. Applies to individuals enrolled in post-secondary education or training programs. Student Members have no voting privileges and do not receive mailings.

ARTICLE 4: OFFICERS AND BOARD OF DIRECTORS

Officers. The officers of the SCAA shall consist of the President, Vice President, Secretary/Treasurer and any other officers elected by the Board of Directors each year at the annual meeting.

Board of Directors. The Board of Directors of the SCAA shall consist of twelve (12) members with a minimum of one representative from each of the following categories:

- South Carolina airports
- Aviation related businesses
- Airport consultants
- Pilots

ARTICLE 5: ELECTIONS AND TERMS OF OFFICE

Nominations. Nominations to the Board of Directors shall be by petition of not less than three (3) current members of the SCAA and shall be submitted to the Board at least forty-five (45) days prior to the annual meeting. All nominees must have been a member of the SCAA for at least one year prior to their nomination.

Elections. If necessary, members of the Board of Directors shall be elected by ballot. Ballots will only be necessary when there are more nominees than open Board positions. If ballots are needed, they shall be sent to all members of record at least thirty (30) days prior to the annual meeting. Ballots must be returned at least ten (10) days prior to the annual meeting. Board members shall be elected by majority vote of the ballots returned.

Terms. The President, Vice President, and Secretary/Treasurer shall assume office upon close of business at the annual meeting of the SCAA at which they were elected and shall hold office until close of business at the succeeding annual meeting, or until their successors have been duly elected. **All officers shall serve at the pleasure of the Board of Directors and the President shall be limited to serving no more than two (2) consecutive years.** Each member of the Board of Directors shall serve a three-year term and shall be limited to two (2) consecutive three-year terms.

Vacancies. Vacant Officer and Board member positions may be filled for the unexpired terms by majority vote of the Board of Directors assembled at a regular meeting with a quorum.

Attendance. If a Board member misses more than fifty percent (50%) of the regularly scheduled meetings, or three (3) consecutive meetings, the Board member will be notified, in writing, of excessive absences. If excessive absences continue, the Board member may be removed by majority vote of the Board of Directors assembled at a regular meeting with a quorum.

ARTICLE 6: DUTIES OF OFFICERS AND BOARD MEMBERS

President. The President shall preside at all Business Meetings of the SCAA, at all meetings of the Board of Directors, and may preside at other meetings of the SCAA. The President shall appoint all Committee Chairmen of the SCAA and shall perform other duties incidental to the office.

Vice President. In the absence or disability of the President, the Vice President shall assume the duties and responsibilities of the President. The Vice President shall also perform such other duties incidental to the office, including that of Parliamentarian, as well as other duties assigned by the President or directed by majority vote of the Board of Directors.

Secretary/Treasurer. The Secretary/Treasurer shall work closely with the SCAA Executive Director to keep accurate records and accounts of the SCAA's affairs at the principal office, and shall attest the signature of the President on, and affix the seal to, any lawfully executed instrument of the SCAA. The Secretary/Treasurer shall prepare and file, or cause to be prepared and filed, all annual tax returns of the SCAA. The Secretary/Treasurer shall also perform such other duties incidental to the office, as well as other duties assigned by the President or directed by majority vote of the Board of Directors.

Board of Directors. Subject to the provisions of these Bylaws and to such action of the SCAA as may be taken at any annual, regular, or special meeting, the Board of Directors shall exercise control and supervision over the affairs of the SCAA and shall be empowered to determine all questions of policy that may arise.

Amended Duties. If necessary, the duties of officers may be amended by majority vote of the Board of Directors assembled at a regular meeting with a quorum.

ARTICLE 7: MEETINGS AND VOTING

Meetings and Conferences. The SCAA shall hold its annual meeting of the membership in conjunction with the annual conference. This meeting shall take place at a time and place set by the Board of Directors with no less than 60 days advance notice provided to each member. Special meetings of the SCAA may be held at such times and places as may be designated by majority vote of the Board of Directors with no less than seven (7) days advance notice provided to each member. The SCAA may sponsor conferences other than the annual meeting at such times and places as may be designated by majority vote of the Board of Directors.

Voting. With regard to each question considered by the SCAA, including election of the Board of Directors, each Individual Member, Government Member and Corporate

Member, in good standing, shall be entitled to one (1) vote.

Board Meetings. The Board of Directors shall meet at their discretion, or at such time and place as may be designated by the President, or by majority vote of Board members polled by the Secretary/Treasurer, but only after a minimum of 24 hours advance notice of such meeting is given to each Board member by the Secretary/Treasurer.

Board of Directors Voting. A majority of current members of the Board of Directors shall constitute a quorum, and each question considered shall be decided by a majority vote of those in attendance, either in person or by video or conference call.

ARTICLE 8: FINANCES

Dues. The annual dues of the SCAA for each member classification and the registration fee for the annual conference shall be established by the Board of Directors and adjusted as necessary. SCAA membership renewal forms shall be sent out no later than 30 days prior to the beginning of each fiscal year. Any member that fails to pay annual dues within 60 days shall be removed from the membership rolls.

Depository. The depository of the SCAA's funds shall be a state or federally chartered bank within South Carolina with deposits insured by the Federal Deposit Insurance Corporation (FDIC). The depository, and/or any change in depository, must be approved by the Board of Directors.

Accounts. To the maximum extent reasonably possible, excess funds of the SCAA shall be deposited in interest bearing accounts.

Checks. All checks for payment of the SCAA's obligations require two (2) authorized signatures. Any check greater than \$500.00 shall require the signature of at least one officer as cosigner.

Audit of Accounts. Within ninety (90) days after the close of the fiscal year, the President shall appoint an Audit Committee comprised of three (3) members of the Board of Directors to audit the financial records of the SCAA. While no officers are allowed to serve on the Audit Committee, the Secretary/Treasurer should be made available to answer any questions that may be posed during the audit. The Audit Committee shall report its findings to the Board of Directors and state, in its opinion, whether or not the fiscal year expenditures of the SCAA were in accordance with the duly authorized budget, whether all expenditures were for proper and authorized purposes, whether all income was properly received and accounted for, and whether the financial records were fully and accurately kept.

ARTICLE 9: MISCELLANEOUS

Incorporation. The SCAA shall be incorporated as a not-for-profit corporation under the laws of South Carolina.

Parliamentary Authority. The most recent version of Robert's Rules of Order shall be the parliamentary authority of the SCAA for all questions not covered by these Bylaws.

Counsel. The Board of Directors may engage staff or professional counsel to represent the SCAA or its interests at any time such action may be deemed necessary and prudent.

Amendment of Bylaws. These Bylaws may be amended ~~at the Annual Meeting by a two-thirds majority vote of the members in attendance. Proposed changes to the bylaws shall be sent to the membership at least 30 days prior to the annual meeting.~~ **or new Bylaws adopted by a two-thirds vote of the Board of Directors at any regular or special meeting, provided that at least a majority of the current members of the Board vote in the affirmative. Due notice of the proposed changes to the Bylaws must be provided to all current members of the Board at least 30 days prior to the board meeting.**

Amended as of February, 2002

Amended as of February, 2004

Amended as of February, 2020