**Professional Aviation Maintenance Association**

PAMA of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (Chapter name)

**CORPORATE BYLAWS**

ARTICLE I ‑ NAME

Section 1. The name shall be Professional Aviation Maintenance Association (PAMA) of\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_. The initials PAMA may be used on stationary, emblems, etc., for brevity.

Section 2. The Chapter Board of Directors shall determine the principal office of the Chapter. The Chapter may have such other offices as may from time to time be designated by the Board.

 ARTICLE II ‑ PURPOSE

The purposes of this Chapter shall be to promote professionalism and recognition of the Aviation Maintenance Technician through communication, education, representation and support—for continuous improvement in aviation safety.

ARTICLE III ‑ MEMBERSHIP

Section 1. Any person, firm or corporation engaged in the aviation maintenance industry is eligible to apply for active membership in this Chapter in one of the classifications set forth in Section 2 of this Article.

Section 2. Classes of Membership

A. Regular Member – A&P Mechanics, Repairmen, Avionics Technicians and holders of comparable foreign licenses.

1. Associate Member –Individuals actively engaged in aviation.
2. Student Member – A&P students at FAA-approved schools, Apprentice Technicians and Avionics students.
3. Military Member – U.S. Armed Forces Aviation Maintenance personnel.
4. Educational Member – FAA Part 147 Aviation Maintenance schools.
5. Company Member – Companies actively engaged in the aviation industry.

Section 3. Terms of Membership

Membership in this Chapter shall be continuous unless terminated by voluntary withdrawal as herein provided, or otherwise pursuant to these Bylaws. All rights, privileges, and interests in the Chapter or to the National Association shall cease on the termination of membership, after paying any and all dues, assessments, and financial obligations of the member to the Chapter to which he/she belongs and to the National Association. Such notice shall be presented to the Chapter Board of Directors at the next succeeding meeting of the Chapter Board of Directors. All proceedings will be documented and forwarded to the PAMA National.

Section 4. Suspension and Expulsion

Any member may be suspended or terminated for cause. Sufficient cause for such suspension or termination shall be violation of the Bylaws or any lawful rule or practice duly adopted by the Chapter, or any other conduct prejudicial to the interest of the Chapter. Suspension or expulsion shall be by two‑thirds (2/3) vote of the entire Chapter Board of Directors provided that a statement of the charges shall have been sent by certified or registered mail to the last recorded address of the member at least twenty (20) days before final action is taken thereon. This statement shall be accompanied by a notice of the time and place of the meeting of the Chapter Board of Directors at which the charges shall be considered and member shall have the opportunity to appear in person and or be represented by counsel to present any defense to such charges before action is taken thereon. All proceedings will be documented and forwarded to the PAMA National.

## ARTICLE IV – OFFICERS

Section 1. The elective officers of the Chapter shall be President, Vice Presidents, Treasurer and Secretary. These officers shall be elected annually by the membership at the regular meeting held at the time of the Chapter's annual meeting.

A. Prior to the Annual Meeting each year, the Chapter Board of Directors shall appoint a Nominating Committee consisting of members of the Chapter who are not members of the Board. Said committee shall advise the Secretary of its nominations for the elected officers and for candidates to fill vacancies in the Chapter Board of Directors, to be voted on at the next annual meeting, with sufficient time for the Secretary to notify members of such nominations by written notice and mailed at least thirty days prior to the date of the annual meeting.

B. Each of the elected officers shall be duly sworn in at the annual meeting and shall take office day 1 of the new fiscal year immediately following or until the successor is duly elected and takes office. Term of office shall be one year.

Section 2. Vacancies in any office may be filled for the balance of the term thereof by the directors at any regular or special meeting.

Section 3. **President**

The President shall be the principal elective officer of the organization and shall preside at meetings of the Chapter and the Chapter Board of Directors, and shall be a member with right to vote on all committees except the nominating committee. It is his or her responsibility to appoint all chairpersons of committees. The President shall perform all duties that normally are a part of the office or are delegated to him or her by the Chapter Board of Directors. The President shall present a proposed budget for the next fiscal year at the first regular meeting of the fiscal year.

Section 4. **Vice President**

The Vice President shall assist the President and may be delegated by the President to perform his or her duties in the event of temporary disability or absence from meetings. The Vice President shall have the primary responsibility to coordinate the functioning of all committees and other duties as the President or the Chapter Board of Directors may assign. The Vice President may be elected to succeed to the office of President at the end of the term of the President or should that office become vacant.

Section 5. **Secretary**

It shall be the Secretary's duty to give notice of and attend all meetings of the Chapter, to keep a record of all proceedings, to attest documents and perform such other duties as are usual for such officials or as may be duly assigned.

Section 6. **Treasurer**

The Treasurer shall keep an account of all money received and expended for the use of the Chapter, and shall make disbursements authorized by the Chapter Board and approved by the President and such other officers as the Chapter Board may prescribe. The Treasurer shall see that all sums are deposited in the bank or banks, or trust companies, approved by the Chapter Board of Directors and shall make a report at the annual meeting or when called upon by the President. Funds may be drawn only upon the signature of persons approved by the Chapter Board.

Section 7. Chapter Officers as such shall not receive compensation for their service as officers, but the Chapter Board of Directors may authorize reimbursement of expense incurred in the performance of their duties. Such authorization may prescribe procedures for approval and payment of such expense by designated officers of the Chapter.

Section 8. At the direction of the Chapter Board of Directors, any officer, employee or agent of the Chapter shall furnish, at the expense of the Chapter, a fidelity bond, in such sum, as the Chapter Board of Directors shall prescribe.

## ARTICLE V ‑ COMMITTEES

Section 1. The President shall annually appoint such standing, special or subcommittees as may be required by the Bylaws or as he/she may find necessary.

Section 2. Nominating Committee

At the conclusion of each Annual Meeting, the President shall appoint a Nominating Committee to consist of the Immediate Past President, who shall serve as Chairman of the Nominations Committee, an active Past President and/or another member(s) in good standing. If any one of these is unable to serve, the President shall appoint a third member from the Chapter Board of Directors.

## ARTICLE VI ‑ DUES

Section 1. Each member must pay the dues of the National association. The Chapter Board of Directors shall determine any additional annual dues for members of the Chapter.

Section 2. The Chapter Board of Directors shall recommend dues and assessments for all members. Any change of the amounts of the same must be approved by a quorum at a meeting of the Chapter Board of Directors at any regular or special meeting or by mail ballot on thirty (30) days advance notice.

Section 3. Time and Payment of Initiation Fees, Dues, and Assessments.

The Chapter Board of Directors shall determine the time and payment of initiation fees, dues and assessments. The Chapter Board of Directors shall also determine when said initiation fees, dues and assessments are delinquent.

Section 4. Nonpayment of Dues and Assessments

Nonpayment of dues and assessments in accordance with these Bylaws shall result in termination of membership or revocation of Charter. The Chapter Board of Directors may, at its discretion, however, extend the time for payment of such dues or assessments, providing proper application are made. PAMA national Board of Directors shall determine when a chartered entity shall be terminated for nonpayment of dues or assessments.

### ARTICLE VII - MEMBERSHIP MEETINGS

Section 1. There shall be a regular monthly meeting of the Chapter ordered by the Chapter Board of Directors. The time and day of the meeting shall be subject to change.

Section 2. There will be an annual meeting of the Chapter held on a date determined by the Chapter Board of Directors, at which time there will be election of officers. All elected officers shall assume office (Date) of the following year.

## ARTICLE VIII – CHAPTER BOARD OF DIRECTORS

Section 1. The Chapter Board of Directors shall have supervision, control and direction of the affairs of the Chapter, shall determine its policies or changes therein within the limits of the Bylaws, shall actively prosecute its purposes and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of its business as shall be deemed advisable and may, in the execution of the powers granted, appoint such agents, as it may consider necessary.

Section 2. The Chapter Board of Directors shall be composed of the following members:

All duly-elected officers

The immediate Past President

All National Directors as appointed or elected by the various Chapters of the Association

The Chapter Board of Directors may, by a two-thirds vote, elect additional members to the Chapter Board.

Section 3. Quorum

A quorum at a Chapter Board of Directors Meeting is a majority of the voting directors present at the meeting. Any less number may adjourn from time to time until a quorum is present.

Section .4 Manual of Procedures

The Chapter shall adopt a Manual of Procedures which shall establish methods and policies necessary to attain the requirements and objectives of the Chapter as outlined in the Bylaws provided such is not in conflict with same.

## ARTICLE IX - FISCAL YEAR

The calendar year shall also be the chapter’s fiscal year, for accounting and tax filing purposes.

ARTICLE X - INDEMNIFICATION OF OFFICERS, DIRECTORS, AND EMPLOYEES

The Chapter may, by resolution of the Chapter Board of Directors, provide for indemnification by the Chapter of any and all directors, officers, or employees or former directors, officers, or employees against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties, or a party, by reason of having been directors, officers, or employees of the Chapter, except in relation to matters as to which they shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of their duties and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct. Indemnification, if granted, shall be limited to acts within the scope of the duties of one acting on behalf of the Chapter.

ARTICLE XI - DISSOLUTION

The Chapter shall use its fund only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall inure, or be distributed, to the members of the Chapter. On dissolution of the Chapter any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Chapter Board of Directors.

# ARTICLE XII - AMENDMENTS

Upon recommendation by the Chapter Board of Directors, these Bylaws may be amended, repealed, or altered, in whole or in part, by a majority vote in accordance with the provisions of Article VII of the Bylaws at any meeting of the Chapter, or by a majority of those eligible (voting) members voting by mail ballot, provided that a copy of any amendment proposed for consideration shall be mailed to the last recorded address of each member at least thirty (30) days prior to the date of the meeting.