

North Star Flyers, LLC Bylaws

Revised November 2019

ARTICLE I. PURPOSE

North Star Flyers, LLC, is a flying club established at Anoka/Blaine Airport (KANE), Blaine, MN, for the purpose of providing quality aircraft and flight instruction to its members at a reasonable cost.

ARTICLE II. ORGANIZATION

1. North Star Flyers is registered as a Limited Liability Company (LLC) in the State of Minnesota, organized as a flying club per Metropolitan Airports Commission (MAC) regulations, and serves exclusively its members without extension of business to the general public.

2. Membership in North Star Flyers, LLC, consists of possession of at least one share of the aircraft. One hundred fifty (150) shares have been designated to allow for suitable expansion of club membership; this does not equate to the maximum number of members allowed, which will be based on the number of aircraft and scheduling availability. The number of shares and members allowed will be reviewed periodically by the Board of Directors and adjusted as appropriate.

3. Membership matters will be the responsibility of the Board of Directors, who will remain the final authority regarding such matters as approval/disapproval of membership applications, involuntary termination of membership, and updates to these Bylaws or Operating Procedures.

ARTICLE III. MEMBERSHIP

1. Membership is open to any pilot appropriately rated in airplanes, or anyone interested in pursuing flight training to become a pilot. Membership is required prior to acting as a pilot, student pilot, or instructor in any club aircraft. Nonmembers are allowed onboard aircraft as passengers only. In the event of demonstration rides for prospective new members, the prospective member must sit in the right front seat unless the demonstration pilot is an active instructor in the club.

2. Membership in North Star Flyers, LLC becomes valid upon completion and approval of an application for membership, establish ownership in the aircraft, acceptance by the club's insurance carrier, and initiation of required dues payments.

3. Membership is maintained in good standing by timely payment of required dues, on a monthly basis or other convenient denomination (annual, semiannual, etc.), timely payment of all flight charges at the rates established by the Board of Directors, and any other fees or dues.

4. Membership may be terminated at the request of the member or on recommendation of the Board of Directors for just cause. Members will be notified of involuntary termination in writing with immediate return of any monies due. Lack of response to communications from club officers or lack of payment of dues for six months or longer are considered cause for termination.

5. Upon voluntary termination of membership, a member will be entitled to refund of the purchase price of the shares owned, if the member is in good standing at the time of termination and has been a member for at least two years (twenty-four calendar months) at the time of termination. Otherwise, the shares are forfeited without reimbursement unless exceptional circumstances exist as determined by the Board of Directors; these will be discussed by the board on a case-by-case basis.

6. The benefits of membership include:

- a. Use of club aircraft (provided checkout requirements are met) in accordance with FAA regulations;
- b. Aircraft flight manual;
- c. Access to the hangar (key, combination lock, or other method);
- c. Use of any club facilities;
- d. Access to flight instructor members for checkout, currency and training needs; and
- e. Social functions, educational sessions, and other group activities.

7. Requirements for maintaining membership and flying privileges include:

- a. Payment of all required dues, fees and flight charges;
- b. Satisfactory completion of an aircraft checkout for each aircraft type to be flown;
- c. Satisfactory completion of an annual flight review in a club aircraft with a club instructor within the preceding twelve months.

Alternatively, a checkride with a FAA or designated examiner in a club aircraft fulfils this requirement;

- d. Maintenance of IFR currency in accordance with FAA regulations, if IFR flight is to be conducted;
- e. Compliance with applicable FAA regulations while operating the aircraft as pilot in command; and
- f. Compliance with club Operating Procedures.

8. Membership shares may not be transferred between members or from a member to an outside party. Upon termination of membership, all shares revert to North Star Flyers, LLC.

9. All memberships in North Star Flyers, LLC are active. No inactive memberships of any form are permissible.

ARTICLE IV. BOARD OF DIRECTORS

1. A Board of Directors will be established in order to manage effectively all affairs of North Star Flyers, LLC, including daily operations, modification of rules, Operating Procedures and Bylaws, and membership matters. The Board will consist of the following officers:

a. Chairman of the Board:

(1) The owner of North Star Flyers, LLC, and the only non-elected Board member.

(2) Maintains the business records of the club, files appropriate tax returns, and performs all fiscal functions.

(3) Monitors the appropriateness of aircraft and dues charges and recommends changes when appropriate.

(4) Serves as primary interface with the public, including meeting prospective members, publicity and advertising, media interaction, and representation at airport and regional meetings.

b. President:

(1) Oversees property of the LLC in a supervisory capacity.

(2) Oversees daily operations, including aircraft utilization, safety programs and maintenance issues.

- (3) Coordinates maintenance needs with maintenance officers.
 - (4) Reports to the Board of Directors.
 - c. Maintenance Officers:
 - (1) One director position is established for each club aircraft.
 - (2) Monitors and reports to the President the status of assigned airplane, including inspection and airworthiness directive (AD) status, known discrepancies (“squawks”), and general condition.
 - d. Chief Flight Instructor:
 - (1) Supervisor of flight training and operations, including review of pilot qualifications, student progress, and interface with FAA designated pilot examiners.
 - (2) Heads the CFI Council, a group of all instructors within the club that periodically discusses all topics relating to flight education, training and standardization.
 - (3) Maintains member training records and ensures compliance with club checkout and annual check flight requirements.
 - (4) Plans and schedules educational activities for Club members.
2. The term of office for each Board member will be two years.
3. The Board of Directors will be elected by the following procedure:
 - a. Solicitation for nominees will be made to Club members one month prior to election. Nominations may be made up to the day prior to the date selected for election, normally the annual membership meeting.
 - b. Nominations will be made in secret directly to the Chairman of the Board. Club members may nominate another member or themselves for any open Board position.
 - c. Election will be made by secret ballot in a manner approved by the Board of Directors and the results publicized immediately upon completion of the tallying of votes.
 - d. Newly elected Board members take office on the day of election.

4. Any Board member may voluntarily vacate his/her office at any time, or may be removed involuntarily on sufficient grounds and a majority vote of the membership. The office will be filled by election of a new Board member by the club membership via the procedure given in paragraph 3 above.

ARTICLE V. LIABILITY

1. North Star Flyers, LLC, assumes no responsibility to the membership or their estates for any action by a member while exercising the privileges permitted by club membership, beyond the provisions of insurance policies covering club aircraft and their occupants.

2. In the event of damage to North Star Flyers, LLC aircraft or equipment as the result of an accident, the member will be liable for damages not compensated by insurance or otherwise. In the unlikely event of damage that is not covered by any insurance policy, the Board of Directors will investigate the incident and determine the liability incurred by the member based on whether the damage was reasonably preventable using normal practices.

ARTICLE VI. MEETINGS

1. Annual membership meetings will be held on a date established by the Board of Directors and will serve multiple functions: review of club policies and operating data, review of aircraft issues, and social functions.

2. Board of Directors meetings will be held at least semi-annually, in the spring and fall, electronically or in person, and will address any issues pertaining to procedures, policies, membership, and others as necessary.

3. CFI Council meetings will be held at a frequency determined by the chief flight instructor, and will focus on training and standardization topics applicable to all phases of flight training.

4. Additional meetings, social get-togethers, educational courses, etc. may be scheduled at any time.

ARTICLE VII. MISCELLANEOUS ISSUES

1. Amendments to these Bylaws may be proposed by any member and will be considered and voted on by the Board of Directors, with a three-fifths or better vote confirming the amendment.

2. These Bylaws, together with the Membership Application Form and Operating Procedures, constitute the rules by which North Star Flyers will conduct its business and should be referred to regularly by all members.