**BYLAWS**

**of the**

**WASHINGTON PILOTS ASSOCIATION**

**POLITICAL ACTION COMMITTEE**

**(Effective October 1, 2016)**

**BYLAWS**

**of the**

**WASHINGTON PILOTS ASSOCIATION POLITICAL ACTION COMMITTEE**

**ARTICLE I**

**Name and Definition**

The name of this Committee is the Washington Pilots Association Political Action Committee, hereinafter referred to as WPA-PAC. It is a voluntary, non-profit, unincorporated Committee of individual member pilots and others. WPA-PAC shall be politically non-partisan.

**ARTICLE II**

**Purposes**

**The purposes of WPA-PAC are:**

* To raise monies and provide a financial vehicle to impact the laws and regulations within the State of Washington that affects General Aviation due to the decisions of State Legislators and local regulatory bodies.
* To encourage pilots and users of the General Aviation System to understand governmental procedures and the public issues acted upon by State and local officials that affect the use of said System.
* To advance and protect the interests of General Aviation in the State of Washington and those served by said system by facilitating the participation in the political process.

**ARTICLE III**

**Membership**

**Section 1. Members.** Anyone who contributes to the WPA-PAC is, by virtue of that contribution, a member of the Committee. Members will receive acknowledgement of their contribution and news of the Committee’s activities.

**Section 2. Contributions.** Minimum annual contribution amount for WPA-PAC Board of Director members will be set by the WPA-PAC Board of Directors, hereinafter referred to as the Board. (See Article IV, Section 5.)

The WPA-PAC may solicit and collect contributions from members of the Association or other individuals as allowed by the State of Washington, IRS or other Federal Agency.

Fundraising activities will be permitted as long as the purpose of the fundraising is clearly stated prior to and during the activity and is visible on all promotional information.

All contributions to the WPA-PAC shall be held in an account separate from the funds of the Washington Pilots Association. All contributions shall be used as expenditures to carry out the purposes of the WPA-PAC, including administration of the Board and for no other purpose.

Policies and decisions concerning political expenditures or distribution of any contributions shall be the responsibility of the Board. No expenditure shall be made at a time when there is a vacancy in either the office of the Chair or Treasurer of Board.

**ARTICLE IV**

**WPA-PAC Board of Directors**

**Section 1. Composition.** The Board shall consist of five WPA members who are licensed pilots with current medicals. The Chair of the Board shall be the Government Affairs Director from the WPA and shall serve as liaison between the WPA Board of Directors and the Board. The remaining four Board Members should be WPA members who are active and interested in federal/state legislation and political advocacy, with priority given to individuals who participate in WPA grassroots activities. Every effort shall be made to ensure that the Board adequately represents the geographical assets throughout the State.

**Section 2. Duties.** The Board shall supervise and control the affairs and funds of the WPA-PAC, establish and carry out all of its policies and activities. No member will be compensated.

* Board members are responsible for making recommendations for contributions to state legislative candidates and issues.
* Board members shall work with local grassroots WPA Chapters to obtain information on legislation and candidates affecting airports regardless of sponsorship / ownership to determine appropriate contributions.
* Board members are responsible for soliciting contributions to WPA-PAC.
* Board Members are responsible for determining participation in Membership Organizations (*i.e.* WSAA, AWB, etc.).

**Section 3. Terms.** The WPA Government Affairs Director shall serve as Chair andshall serve a term of two years. All terms shall commence on the day of the elections during the annual WPA general membership meeting.

No more than one (1) Board member shall be a sitting member of WPA’s Executive-Board. Initially, two members shall be chosen for 1-year terms, with the remainder to be chosen for 2-year terms. Board members’ terms shall commence on March 1 following the General Membership Meeting of the year of their appointment and shall expire on the last day of February of the last year of their appointment. Board member terms shall be for 2 years, except for the initial terms specified above. Board members, including the Chair, shall not serve more than 2 consecutive terms without at minimum a two-year hiatus following their two consecutive terms.

**Section 4. Selection.** By September 1 the Chair shall nominate Board members to serve two-year terms starting September 1.

Members of the WPA may submit a letter of interest and resume with qualifications to the Government Affairs Director to be considered for a position on the Board. Letters of interest and resumes may be retained for up to three years for consideration in future vacancies.

**Section 5. Qualifications.** Board members must be currently contributing members to the WPA-PAC at a level determined by the Board, annually.

**Section 6. Vacancy.** Members missing two unexcused meetings may be replaced. Any vacancy on the board arising from the resignation of, or the inability or unwillingness of a member to serve, shall be filled by appointment by the Chair.Replacements must be chosen from among the same geographical group of applications from which the former board member was chosen. If none out of that group are able to fill the vacancy then other candidates can be petitioned for appointment to the Board.

**ARTICLE V**

**Officers**

**Section 1. Designations, Elections, Terms** The general officers of the Board shall be a Chair, a Vice Chair, and a Secretary-Treasurer. The Vice Chair shall be elected by the Board from among the eligible members of the Board by means of email ballot within 14 days of the election of Government Affairs Director. Terms of office of the Chair and the Vice Chair shall be concurrent with their Board terms. The Secretary-Treasurer shall be elected by the Board, from eligible members of the board, within 14 days of the election of the Government Affairs Director.

**Section 2. The Chair.** The Chair shall be the chief executive officer of WPA-PAC and shall be an exofficio member of all committees (see Article VII). The Chair shall preside at meetings of the Board and shall appoint all members of committees. The Chair shall convene the annual meeting and any special meetings of the Board and shall preside at such meetings.

**Section 3. The Vice-Chair.** The Vice-Chair shall assist the Chair, officiate when the Chair is absent or at his or her request and be responsible for developing and implementing a plan

for fund raising, subject to approval of the Board.

**Section 4. The Secretary.** The Secretary shall perform as recorder and other duties prescribed by the WPA PAC Board. The WPA Treasurer is responsible for filing all reports with the Election Commission and the Internal Revenue Service as required by law; or those directed to be filed by the WPA PAC Board; for maintaining records and accounts of Committee activities.

**Section 5. The Treasurer.** The WPA Treasurer shall be the custodian of the funds of WPA-PAC, collect contributions, and make disbursements in accordance with the instructions from the Board. The WPA Treasurer is responsible for recording all contributions made to the Committee and for depositing all contributions in a separate account as required by law; for collecting and disbursing funds in accordance with this governing document, the policies of the Board, and federal/state law; and for performing such other duties as may be assigned by the Board or required by an Assistant Treasurer who would be Treasurer in case of vacancy or absence in that position. The WPA Treasurer does not have voting privileges on the Board.

**ARTICLE VI**

**Meetings**

The Board shall meet at least twice annually and at other times upon the request of the Chair or of a majority of Board members. Telephone conference calls can serve as official meetings at the discretion of the Board.

**ARTICLE VII**

**Committees**

**Section 1. Committees of the Board.** The Board may establish committees. Only members of the Board shall be appointed to them.

**Section 2. Terms.** The terms of members of committees shall not exceed two years and shall expire at the same time as the expirations of the terms of the members of the Board which authorized the appointments.

**ARTICLE VIII**

**Diligence of the PAC**

Any candidate or legislation supported or endorsed by WPA-PAC will be scrutinized. A candidate's competency and ethics must be compatible with professional standards, and that the individual is deserving of being in elective office. Legislation must advance and protect the interests of General Aviation in Washington State.

**ARTICLE IX**

**Records and Finances**

**Section 1. Records.** WPA-PACshall keep correct and complete records of account. The records shall be subject to audit at the discretion of the Board.

**Section 2. Funds.** The funds of WPA-PAC shall be deposited to the credit of WPA-PAC in such banks or other depositories as the Board may select, and may be invested as the Board approves. Disbursement of funds shall be on the signature of the Secretary-Treasurer. The Board may authorize any other WPA-PAC officer also to disburse funds. 10% of annual contributions are reserved for Special Projects, which include Issues Fund and non-specified campaigns (campaigns other than state legislative, executive, or judicial races. The operating budget will be established by the Secretary-Treasurer by September 30th; with the assistance from the WPA State Treasurer.

**Section 3. Administration**. The Board may allocate funds for administration and fund raising purposes, such allocation to be reviewed and determined at the annual meeting.

**Section 4. Annual Audit and Report.** There shall be an annual financial audit of the Committee's books and records by an independent accounting firm\* selected by the Board. The WPA-PAC shall adhere to the investment policies and financial operations practice of the WPA. An annual report of the activities of the WPA-PAC shall be made to the Board of Directors of the WPA and shall be available to the members of the Association.

\*Might it be considered that the WPA Treasurer conduct this audit?

**ARTICLE X**

**Effective Date**

These Bylaws shall take effect October 1, 2016.

**ARTICLE XI**

**Quorum and Mail Ballot**

**Section 1. Quorum.** A quorum shall consist of a simple majority of the WPA PAC Board members.

**Section 2. Email/Mail Ballot.** A mail ballot may be conducted for matters to come before the Board, but the Bylaws cannot be amended by mail or email ballot. A mail ballot is valid if at least three-fourths of the members of the WPA PAC Board return ballots. Approval of WPA PAC Board business requires a simple majority of returned ballots. In the event there is no quorum at a regularly scheduled meeting, this formula will apply for ratifying actions taken at the meeting.

**ARTICLE XII**

**Amendments**

These Bylaws are amendable by a simple majority vote of the WPA PAC Board present at any regular or special meeting, provided written notice of the proposed changes in the Bylaws shall have been given to each member of the WPA PAC Board at least five days prior setting the proposed changes forth verbatim.

**ARTICLE XIII**

**Dissolution**

The Committee may be dissolved by a majority vote of the Association's Board of Directors Board. In the event of such dissolution, all funds contained in the WPA-PAC depository, after payment of all lawful obligations, shall be disbursed to political committees, candidates, the Association Scholarship Fund or a charitable non-profit organization at the discretion of the Board of Directors of the Washington Pilots Association.