

**BY – LAWS**  
**Of the**  
**Hudson Valley Free Flyers**  
**(Revised-3/22/19)**

Definitions:

Executive committee = current 6 officers

Board of directors = Current 6 officers and the previous year's slate of officers in good standing, and any committee chairs of standing committees.

Article 1 – Purposes- (Mission Statement)

To promote communication and a free flow of information and ideas among members of the Hudson Valley Free Flyers.

To conduct occasional educational meetings and clinics for the members of the Hudson Valley Free Flyers, in order to increase both the safety and the enjoyment of the sports of Hang Gliding and Paragliding for the membership.

To strive to locate and develop safe hang gliding/paragliding sites in the Hudson Valley region for the benefit of members of the Hudson Valley Free Flyers.

To represent the interests of the members of the Hudson Valley Free Flyers before both the general public and any governmental regulators of Hang Gliding/Paragliding.

To promote the self-regulation of the sport of Hang gliding and Paragliding in accordance with the guidelines set for the by the United States Hang Gliding and Paragliding Association.

To engage in any and all activities necessary to preserve the spirit and freedom of Hang Gliding/Paragliding.

Article II – Meeting of the Members.

1. All meetings of the members, except as herein otherwise provided, shall be held at a place to be determined by the membership, or the executive committee.
2. Regular meetings shall be held on the fourth Saturday of each month, at a time established by the president. Monthly meetings shall be announced by the most widely accepted electronic method of mass notice and it shall be the responsibility of members to be aware of regular monthly meeting times by reading the monthly minutes of the prior meeting, (provided on the most widely accepted method of mass notice.) The date of a meeting can be changed by the president, the executive committee, or a vote of the membership at the preceding meeting when there is a holiday (or other) conflict. Likewise a monthly meeting can be cancelled or rescheduled in the same manner, if a monthly meeting is deemed not necessary.
3. The board of directors, or membership vote, may determine the club mass media recognized to be the “most widely accepted form of electronic mass notice” The “Association Web Site” (if different) will be chosen in the same manner.
4. The **annual meeting** of the association shall be held at the regular meeting in November of each year. Notice of the annual meeting of the members shall be given by the most widely accepted electronic method of mass notice. Individual members can request, within one month of joining the organization, in writing, that annual meeting notification be mailed to said member at his place of business or residence at least five (5) days before such meeting. Said member is responsible to inform club of address changes.

5. Special meetings of the members may be held at such time and place as the President may determine, or may be called by a majority of the Board of Directors, or by written petition of at least twelve (12) members. It shall be the duty of the Secretary to call such a meeting within ten (10) days after such a demand. Special meetings will not take the place of the regular monthly meeting.
6. Notice of special meetings of members, stating the time and in general the purpose thereof, shall be given in a like manner as the notice required for the annual meeting.
7. At any meeting of the members, a quorum shall consist of one third of the members in good standing. Any member in good standing not attending may cast their vote by signed written ballot, sent to the Secretary by mail or otherwise, and all such ballots actually received by the Secretary prior to the balloting shall be tallied. Proof of sending an absentee ballot, (and receipt of same by secretary) is the responsibility of the absentee voter.
8. A quorum vote shall be only necessary for changing the by-laws, and election of officers, or expenditures greater than fifty percent of the current treasury balance. A majority vote of the members present at any scheduled meeting shall be necessary for the adoption of any other resolution(s), and/or to conduct regular club business.
9. The President, or in his absence, the Vice-President, or in the absence of the President and Vice-President, the Secretary or then the Treasurer or then the Flight and activities Director, or then the Safety Director shall preside.
10. At the **annual meeting** of the members in November, the members shall elect by ballot a President, Vice-President, Secretary, Treasurer, Flight and Activities Director, and Safety Director (and that order of rank.) These elected officers shall take office at the conclusion of the regular meeting in December and with the past officers, who have served for the prior year, so long as they remain in good standing, shall constitute the **Board of Directors**, along with the appointed Chair People of the standing committees, for the following season.

### Article III – Directors/Elections

1. The powers, business and property of the Association shall be exercised, conducted and controlled by the Board of Directors.
2. Nominations for the election of Officers shall be solicited at the regular meeting held in September of each year, and/or via the most widely accepted electronic method of mass notice, and may be made from the floor up to the time of the election.
3. Elections will be held each year at the annual meeting in November. Any member in good standing not attending the Annual Meeting may cast his vote for the election of officers by signed written ballot, sent to the Secretary by mail or otherwise, and all such ballots actually received by the Secretary prior to the balloting shall be tallied. Proof of sending an absentee ballot, (and receipt of same by secretary) is the responsibility of the absentee voter.
4. In case of a vacancy in any office occurring between elections, the remaining directors shall fill such vacancy by appointment from the Association membership. If three or more vacancies occur at any one time, they shall be filled by vote of the members at a meeting duly called for such a purpose.
5. Meetings of the Board of Directors may be called at any time and place as determined by the President.
6. Special meetings of the Board of Directors may be called at any time on the order of four Directors.
7. Receipt of notice of special meetings of the Board of Directors stating the time, location, in general terms, the purpose, must be acknowledged by each director, in writing (can be electronic) and recorded by the secretary of the association. A majority of the Board of Directors shall

constitute a quorum of the Board at all BOD meetings and the affirmative vote of at least seven Directors shall be necessary to pass any resolution or authorize any act of the Association. In the instance where the current slate of officers is exactly the same as the prior season, (creating only a six person BOD), a five director affirmative vote minimum will be in effect.

8. Each member of the Board shall serve without any compensation or reward , (beyond complimentary membership during their term)
9. The Board of Directors shall have the power and authority to enforce all the rules and regulations pertaining to the use and operation of the Association property and to do and perform, or cause to be done and performed any and every act which the Association may lawfully do and perform, except that the following acts shall require the approval of a majority of the members present at a duly called meeting of the general members:
  - a. In the event of profit-making business relationships between an individual, corporation, or other legal entity and the Association, the Board of Directors is empowered to negotiate and approve contracts for such purposes. In the event that the contract involves a member of the Board of Directors (as stock holder, partner, or individual) approval of such arrangements must be made by a quorum of the membership at a regular meeting.
  - b. Incurring any obligation in excess of four hundred dollars.
  - c. Adoption of rules and regulations pertaining to the use and operation of Association property.

#### Article IV – Officers

1. The officers of the Association shall consist of a President, Vice-President, Secretary, Treasurer, Flight and Activities Director, and Safety Director. All officers must meet with the following eligibility requirements:
  - a. All officers of the association shall be Full Members in good standing of Hudson Valley Free Flyers, and the U.S.H.P.A.
  - b. The Flight-and activities Director shall be a Class II (novice) pilot or higher as evidenced by a hang rating issued by the U.S.H.P.A.
  - c. Any potential officer must be a member in good standing to be nominated.
2. The aforesaid officers shall be elected by the members as aforesaid and shall hold office for one year, or until their successors are elected.

#### Article V – President

The President shall be the Chief Executive Officer of the Association. The President shall preside at all meetings of the Association and of the Board of Directors. He/She may call special meetings of the Board of directors and shall have, subject to the advice and control of the Board of Directors, general charge of the affairs of the Association. He/She shall oversee with the Secretary and Treasurer, in the name of the Association, after authorization by the Board of Directors, all certificates of membership, contract and checks.

#### Article VI –Vice- President

The Vice-President shall be vested with all the powers and shall perform the duties of the President in case of the absence or disability of the President. The Vice-President is responsible for all official correspondence of the Association. The Vice-President in association with the Secretary shall be responsible for notifying public news media in the event of planned Hudson Valley Free Flyers activities and otherwise conduct public relations as determined at general meetings.

#### Article VII – Secretary

1. The Secretary shall keep the minutes of the proceedings of the meetings of the members, and provide these minutes to the membership via the most widely accepted form of mass notice. He/She shall attend to the giving and serving of notices of all the meetings of the members and of the Board of Directors. He/She shall keep the Record of the By-Laws, the Association Seal, if any, and such other books and papers as the Board of Directors may direct. He/She shall execute with the President, in the name of the Association, all certificates of membership, contracts and instruments that have first been approved by the Board of Directors.
2. The Secretary shall perform all the duties incident to the Office of the Secretary subject to the control of the Board of Directors.
3. The Secretary shall also perform such duties connected with the operation of the Association as may be directed by the President.
4. In instances where the Secretary is absent from association functions, the duties of the secretary for that function can be fulfilled by another designee as directed by the president.
5. Generally, “the most widely accepted form of mass notice” shall be moderated by the private individuals who were involved in the creation of that particular electronic group forum. Moderators can NOT ban members of the association in good standing from the e-group without following the same procedures for membership suspension outlined in Article XI.3

#### Article VIII – Treasurer

1. The Treasurer shall also receive and deposit all funds of the Association in the bank selected by the Board of Directors, which funds shall be paid out only by check and here before provided. He/she shall also account for all receipts, disbursements, and balance on hand.
2. The Treasurer shall perform all the duties incident to the Office of the Treasurer subject to the control of the Board of Directors.
3. The Treasurer shall also perform such duties connected with the operation of the Association as may be directed by the President.
4. The treasurer shall keep the proper membership roster for that season, as determined by the paid and/or complementary memberships listed in their entirety. Name, address, e-mail address, a phone number, U.S.H.P.A. number, and record of any dues paid, (or complementary membership granted) constitutes a member’s proper information.

#### Article IX – Flight and Activities Director

1. The association Flight and Activities Director is responsible to manage and follow through with any planned association flight and/or social events during his/her term.
2. The Flight and Activities Director may recruit or delegate responsibilities to any other association members willing to volunteer to assist.
3. The Flight and Activities Director shall also perform such duties connected with the operation of the Association as may be directed by the President.
4. The Flight and Activities Director may choose to abstain from managing any flight or social activity. (example: schedule conflict or other reasons for unavailability) The Flight and Activities Director must abstain at the time of notification of said function. The President shall designate a qualified substitute in cases where the Flight and Activities director chooses to abstain.

## Article X - Safety Director

1. In circumstances where site(s) commonly flown by the association are owned and controlled by a private landowner(s), the title and duties of "Safety Director" shall be entirely the responsibility of the landowner in the case of each private site.
2. The Association Safety Director shall perform such duties connected with the operation of the Association as may be directed by the President.
3. The Association Safety Director shall be charged with making the flight and safety rules and regulations, as they pertain to sites directly controlled and/or insured by the Association, known to pilots. In cases of Association (U.S.H.P.A. Chapter) insured sites, the safety director shall perform all required duties as outlined in the U.S.H.P.A. "Risk Management Plan"
4. Disciplinary sanctions (for rule infractions) shall be decided by the membership, at any scheduled meeting, or by the Board of directors between meetings.
5. The Safety director is responsible for insuring that all accidents are properly reported to the U.S.H.P.A. via the U.S.H.P.A. accident reporting system.

## Article XI – Membership

1. Membership Categories
  - A. Full Membership (Voting)
    1. Full Membership in the Association may be obtained by completing (and submitting) an application form (and WAIVER if one is in use) along with membership fee to any club designee. Membership commences upon receipt of membership fee by the treasurer.
    2. A full member in good standing is one who conforms to all rules and regulations of the Association, and has paid all monies due to the Association. It is a Full Member's responsibility to read and understand the rules of flight and safety as set forth by the Safety Director(s).
  - B. Family Membership (Voting)
    1. Family Membership is afforded to households where two or more persons desiring full membership benefits live.
  - C. Senior / Junior Membership (Voting)
    1. Senior / Junior Member is over the age of 70 or under the age of 18
2. Fee Structure
  1. Full Membership fee is established or changed at the Annual Meeting.
  2. Family Membership fee is 75% of Full Membership fee rounded up to the nearest dollar (Example: if full fee = \$25/ member, family member fees would be \$19 / person in household)
  3. Senior/Junior Membership fee is determined at the Annual Meeting. (example: complimentary)
  4. The fee structure shall be exhibited on the current membership application.
  5. The current slate of elected officials are offered a complimentary annual membership by the Association. Acceptance of offer will be voluntary.

6. Other complimentary memberships may be granted by the board of directors to past members or other individuals, as recognition of exceptional service to the association.
3. Any member's membership may be cancelled, suspended for a period, or expelled for cause, such as violations of any of the By-Laws or Site/Flight Regulations, or other rules of the Association, or for any conduct contrary to the best interests of hang gliding / paragliding, or the association. Likewise, access to the Association "most widely accepted method of mass notice" may be revoked for any of the reasons herein, or abuse of said mass media format. Such removal, suspension, banishment, or expulsion shall require a two-thirds (2/3) vote of all the present members in good standing at a regular meeting, provided that a statement of the charges has been mailed or electronically conveyed (receipt requested) to the member at least fifteen (15) days before the meeting, thus allowing that member an opportunity to present a defense at the meeting. Voting by mail or proxy shall not be permitted at such a special meeting.

#### Article XII – Amendments

These By-Laws should be amended or altered only at the Annual Meeting of the membership, provided that the prepared amendment is submitted in writing at least one month prior to the scheduled November meeting, to the membership and Board, by the most widely accepted method of mass notice. The BOD, by unanimous vote, can allow for bylaw amendments to be voted on between annual meetings, and may authorize electronic voting if deemed necessary.

#### Article XIII – Parliamentary Procedure

Meetings may be governed by the president or presiding officer in any manner, at his/her discretion, except as otherwise provided herein. In cases where order needs to be maintained strictly, in the opinion of the president or presiding officer, "Robert's Rules of Order" shall govern the conduct of said meetings by default, exclusively.

#### Article XIV – Committees

The President with the approval of the Board of Directors shall appoint the Chair People of the standing committees, and the Board of Directors shall serve as the Nomination Committee. Inactive standing committees need not have chairpersons assigned.

Examples of inactive committees are as follows:

Safety and Training, Competition, Public Relations, and Site Committees.