

NEVADA AIRPORT MANAGERS ASSOCIATION

A Non-Profit Organization

By-laws

Adopted

1.0 NAME

The name of the association shall be the Nevada Airport Managers Association (NAMA).

2.0 MISSION

Nevada Airport Managers Association is an association of airport executives, airport policy makers and airport supporters whose mission is to promote and sustain the development of all airports in the State of Nevada. Those interest shall be served by:

- 2.1 Promoting public understanding of the value of aviation and airports.
- 2.2 Cooperating with all governmental agencies and industry organizations to sustain and improve airport infrastructure through advocacy of funding priorities and allocations.
- 2.3 Providing a unified voice for airport executives and policy makers within the State to communicate with commercial enterprises, State and Federal agencies, the State Legislature and the Nevada congressional Delegation on proposed or pending legislation which affects airports or aviation.
- 2.4 Provide a forum for members of the Nevada Airport Managers Association to acquire the latest information on airport regulations, engineering, design, and economic impacts.

3.0 OFFICES

The association shall maintain an office for the transaction of business and the receipt of communications between meetings of the members of the association or its Officers, the location of which shall be designated by the Board of Directors. In the absence of such designation, the general office of the association shall be the same as the business office of either the Secretary or President, whichever the Board agrees upon.

4.0 MEMBERSHIP

Membership in the association shall be open to all persons, either individual or corporate, who desire to be a part of the advancement and continued improvement of

aviation and airports in the State of Nevada. Each member shall fit a category of membership: Regular, Corporate, or Associate. All members shall be issued such certificates of membership and/or the Board of Director may prescribe membership cards.

4.1 Regular

Regular membership shall be open to those persons exercising active responsibility for the management, general superintendent or administration of a public-use airport, and to those persons occupying government positions which have management oversight responsibilities directly related to public-use airports.

4.2 Corporate

Corporate membership shall be open to those persons exercising active responsibility in a public or private corporation or business, that is a supplier of products or services to, or tenants of, an airport..

4.3 Associate

Associate membership shall be open to all other persons not represented in Section 4.1 or 4.2, interested in and subscribing to the mission of the Nevada Airport Managers Association as declared by Section 2.0, of these By-laws.

Application for membership shall be presented to the Secretary of the association and membership and voting privileges shall not become final until dues are paid and the Board of Directors ratifies membership.

5.0 VOTING PRIVILEGES

Voting privileges are limited to Regular members and each member shall have one vote except that each airport, city, county, corporation, business or organization shall have only one vote and designate a representative to vote on behalf of the members from the above agencies.

6.0 DUES AND PAYMENT OF DUES

Annual dues shall be \$25.00 per Regular member, \$25.00 per Associate member, and \$100.00 per Corporate member unless changed by a simple majority of the membership. Dues shall be based on a calendar year and shall be due January 1 and payable within thirty (30) days of the due date. Any current member failing to pay dues within ninety (90) days of the billing shall cease to be a member without further action on the part of the association.

Dues shall not be pro-rated for new members who join during the year. Dues must be paid before a member can vote at any meeting of the association.

7.0 BOARD OF DIRECTORS

7.1 Selection, Term of Office and Responsibilities

The administration of the Nevada Airports Managers Association shall be vested in a Board of Directors consisting of eleven members, Past President, President, President Elect, First Vice President, Second Vice President, Secretary, Treasurer, two Associate Director's, and two Corporate Director's. All positions will be held for three years with the exception of the First Vice President, Second Vice President, one Associate Director and one Corporate Director, whose initial term shall be for two years to facilitate the staggering of terms. The outgoing President shall fill the Past President position.

7.2 Vacancies

The Board of Directors shall have power to fill all vacancies of Officers or positions on the board.

7.3 Election

The Board of Directors and Officers shall be elected at the fall meeting or at a special meeting. A nominating committee of not less than three (3) members one from each category, shall be appointed by the President thirty (30) days prior to the election. Reasonable effort will be made by the nominating committee in selecting candidates for the Board of Directors and officers in order to provide a Board, as finally elected, which offers a range of representation as to geography, size and type of airport. Any member may make nominations other than those recommended by the committee either from the floor or by filing the name of the nominee with the Secretary. Election will be by written ballot with space provided for additional nominations from the floor, for each position. A majority of the vote's cast shall be required to win an election.

7.4 Powers of the Board of Directors

The Board of Directors may remove any officer or director by simple majority whenever in the judgment of the board; the business interest of the association will be served thereby. The Board shall direct the President to appoint special committees for various purposes.

8.0 OFFICERS

The Officers of the association shall be President, President Elect, First Vice

President, Second Vice President, Secretary, and Treasurer. The Past President shall serve as an ex-officio member of the board.

8.1 President

The President shall be the Chief Executive Officer of the association. He/she shall preside at all the meetings of the members of the association and of the Board of Directors. He/she shall sign and execute all authorized bonds, contracts or other obligations in the name of the association, and shall perform such other duties as determined by the Board of Directors. The President shall not succeed himself/herself.

8.2 President Elect

The Vice President shall have such powers and perform such duties as may be delegated to him/her by the Board of Directors. In the absence of the President, or at the direction of the Board of Directors, the President Elect shall perform the duties and exercise the powers of the President.

8.3 First Vice President

The First Vice President shall have such powers and perform such duties as may be delegated to him/her by the Board of Directors. In the absence of the President, and President Elect, or at the direction of the Board of Directors, the First Vice President shall perform the duties and exercise the powers of the President. The First Vice President will be responsible for organizing conferences, education and training for the association.

8.4 Second Vice President

The Second Vice President shall have such powers and perform such duties as may be delegated to him/her by the Board of Directors. The First Vice President will be responsible for continued membership endorsement and new membership drives.

8.5 Secretary

The Secretary shall keep the minutes of the meetings and proceedings of the Board of Directors and regular membership meetings. He/she will be responsible for giving all notices for the association when directed by the President. The Secretary will maintain a list of all Regular, Associate, and Corporate members. He/she shall attest the signature of the President or President Elect to all contracts authorized by the Board of Directors

8.6 Treasurer

The Treasurer shall have custody of all funds and securities of the association, which may come into his/her hands. When necessary he/she shall endorse, on behalf of the association for collection, checks, notes and other obligations, and shall deposit the same to the credit of the association in such bank that the Board of Directors may designate.

8.7 Associate Director

The Associate Directors are expected to attend the special meetings as the representative of the Associate Members at the request of the president. Duties of this position are at the discretion of the President.

8.8 Corporate Director

The Corporate Directors are expected to attend the special meetings as the representative of the Associate Members at the request of the president. Duties of this position are at the discretion of the President.

9.0 **MEETINGS**

9.1 General Membership Meetings

The Board of Directors shall determine the frequency of the meetings except that a minimum of two (2) general membership meetings shall be held annually, one in the spring and one in the fall. The President and one other officer may call a special meeting of the members of the association. The President of the association shall issue by the Secretary, or, in his/her absence, any notice of a special meeting.

9.2 Board of Directors Meetings

The President shall determine the time, place and frequency of Board meetings. Notification shall be given to each board member not less than ten (10) days prior to the meeting. A minimum of two meetings shall be held; however, the President may call additional meetings.

9.3 Quorum

Two-thirds (2/3) of the voting membership shall constitute a quorum. A simple majority vote of those present at the meeting shall be sufficient to approve actions under consideration, except when voting to amend the by-laws.

9.4 Notice of Meetings

Notice of any regular or special meeting of the Board of Directors or regular membership shall be given less than ten (10) days previously thereto in writing. Such written notice shall be delivered personally or by mail to each officer or member at the address he/she has registered with the Secretary.

10.0 CONTRACTS AND FINANCES

This section describes the procedures for Nevada Airport Managers Association to enter into contracts and manage the association's finances.

10.1 Contracts

The Board of Directors may authorize any Officer or Officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the association and such authority may be general or confined to specified instances.

10.2 Cash

All funds of the association not otherwise employed shall be deposited from time to time to the credit of the association in such banks, trust companies, or other depositories as the Board of Directors may select.

10.3 Deposits

All funds of the association not employed shall be deposited or invested from time to time to such banks, trust companies, and other depositories as the Board of Directors may select.

10.4 Audits

An annual audit of the financial affairs of the association, and such other audits as the Board of Directors may require, shall be made annually by an Auditing Committee appointed by the President.

11-0 AMENDMENT

11.1 Proposed Amendments

Any Regular or Associate member may propose an amendment to these By-laws at any time. The proposal shall be presented in writing to the membership at

least thirty (30) days before the next regular or special meeting at which a vote will be taken on the proposed amendment.

ADOPTED BY THE NEVADA AIRPORT MANAGERS ASSOCIATION (NAMA) BOARD OF DIRECTORS:

THIS ___7___ DAY OF March, 2002.

President

ATTEST:

Secretary

A:NAMA by-laws approved by membership March 7, 2002