

**DAL-TEX FLYERS
CONSTITUTION
July 1, 2013**

Article 1 - Name

The name of the organization shall be Dal-Tex Flyers Inc., hereinafter referred as the "Association", with shareholders hereinafter referred to as "members".

Article 2 - Authority and Purpose

Section A: This Constitution, drafted in accordance with the incorporation laws of Texas, shall become effective and binding upon all members of the Association, when it and all of its provisions have received a favorable vote from seventy-five (75) percent or more of the Active Membership.

Section B: The purpose of the Association is to provide all members in good standing with safe, economical and reliable aircraft equipment and facilities for flight training, aviation education and air transportation; to encourage the development of member interest and capability in the flight skills and related techniques; and to advance the science and utilization of flight in the national interest.

Article 3: By-Laws and Other Regulations

By-Laws and other regulations deemed necessary shall be formulated, and upon approval by the members shall have the same force and effect as if published as a part of this Constitution.

Article 4: Membership

Membership will be on a voluntary basis and in accordance with the minimum standards and conditions outlined in the By-Laws and operating rules.

Article 5: Officers and Board of Directors

Section A: The officers of the Association shall be a President, Vice-President, Secretary and Treasurer. This group of officers shall be designated as the Board of Directors, hereinafter referred to as the "Board".

Section B: Officers of the Association shall be elected by a majority vote of the Active Membership for a term of one (1) year. Candidates shall be nominated either prior to or during the annual meeting. Prior nominations will be handled through the Secretary.

Section C: An officer of the Association may be removed for cause by a majority written vote of the Active Membership.

Section D: The Board shall have the authority to act on any and all matters concerning the Association. Obligations of the Association must be presented to and approved by the Board before payment is made. All

checks or withdrawal slips must bear the signature of the Treasurer. The treasurer is authorization to pay for repairs to keep the aircraft Air Worthy.

Section E: In the event of a vacancy on the Board, the remaining Board members shall appoint a temporary officer to serve until a special election can be held to fill the vacancy. If a permanent officer is not elected within sixty (60) days after the vacancy occurs, the temporary officer shall automatically become permanent for the remainder of the unexpired term.

Article 6: Quorums and Meetings

Section A: The quorum for all membership meetings shall be at least one-third of the Active Membership, including at least two (2) members of the Board. The quorum for all Board meetings shall be at least two (2) members of the Board.

Section B: A regular membership meeting shall be held at the request of the President, and/or the request of a quorum of the Board. A membership meeting may also be held at the written request of one-third of the Active Membership.

Section C: There shall be one annual meeting of the general membership for the purpose of completing all required membership activities.

Section D: All members shall be notified, if possible, of the time, place and subject matter of each meeting at least one (1) week in advance, and only that business for which the meeting was called will be transacted.

Section E: Board meetings shall be held at the discretion of the Board or may be called at the discretion of the President.

Section F: All general membership meetings shall be governed by Robert's Rules of Order and minutes, with attendance, will be taken at all such meetings.

Article 7: Voting

Section A: Active members only shall be allowed to vote on any matter requiring a vote, and they shall be entitled to one (1) such vote.

Section B: It shall require a majority vote of those Active Members present to effect passage of any resolution except when otherwise provided for by the By-Laws or other regulations of the Association.

Section C: All Board matters shall require at least a two-thirds in favor vote of the Board members present to effect passage.

Section D: Votes may be cast by mail, and proxy votes in writing will also be permitted.

Article 8: Finance

Initiation fees of all members shall be payable when application for membership is approved. Each member

shall share monthly dues in an amount to be determined by the Board, sufficient to cover the cost of insurance and operating expenses. The Board shall set rates to be charged for flying time sufficient to cover cost of operation and maintenance. All members are required to share equally any monthly or fiscal obligations of the Association.

Article 9: Liability

Adequate and proper insurance shall be carried at all times to protect the membership from liability. No expenses or obligations whatsoever shall be incurred by members of this Association, except as incurred and set forth in the Constitution, By-Laws and Regulations.

Article 10: Dissolution

Dissolution of the Association shall proceed in accordance with applicable state law and other directives. Upon dissolution of the Association, three (3) members shall be designated as trustees who shall liquidate the assets thereof, as soon as practicable, and pay all existing debts and liabilities in proportion to the final available capital, including any money rightfully due members, such as refunds or salaries, in accordance with the Regulations of the Association. The balance remaining, if any, shall be donated to the Flight Safety Foundation, Inc., to further the study of aviation accidents and probable causes.

Article 11: Amendments

Section A: Amendments or changes to this Constitution may be affected only by a seventy-five (75) percent favorable vote of the Active Membership.

Section B: Any proposed amendment or change shall be voted upon with sixty (60) days of the time the proposal is made, and in the event of favorable action, the amendment or change shall go into effect immediately, unless otherwise specifically provided.

Section C: Any amendment or change to this Constitution shall be attached hereto.

Article 12: - Adoption

This Constitution shall become effective immediately upon adoption by the general membership.