

**Kansas Association of Airports**  
A Non-Profit Organization

BYLAWS

**ARTICLE I – Name, Statement of Purpose, and Business Office**

Section 1. Name

The name of this organization shall be the Kansas Association of Airports, and it may be referred to as the “KAA” or the “Association”.

Section 2. Mission

To represent Kansas airports by providing a collaborative environment for networking, education, information sharing and research.

Section 3. Purpose

The purpose of this Association shall be to:

1. Provide a medium for the exchange of ideas, methods, information, and experience as they relate to airport management.
2. Promote and encourage the public’s understanding of the value of aviation and an airport to the community.
3. Promote and encourage the passage of legislation on all levels for the good of Kansas’s airports and aviation.
4. Cooperate with all governmental agencies and industry organizations having as their primary goal the betterment of aviation.

Section 4. Business Office

The business office of the Association shall be the same as the business office of the current President of the Association.

**ARTICLE II - Membership**

Section 1. Membership Qualifications

1. Membership shall be open to governmental and private entities exercising active responsibilities for the management, general superintendence, or administration of one or more publicly or privately owned or leased airport(s) or planning to own and operate such an airport. The actual governmental or private entity shall be the member of the Association, and they shall be known as “Voting Members.”
2. Membership shall be open to governmental and private educational institutions with academic programs related to aviation or airport management. Membership shall also be open to the Kansas Commission on Aerospace Education (KCAE). The educational institutions and KCAE shall be known as an “Academic Member.”
3. Membership shall be open to business or organizations, including consultants, engineers, planners, contractors, architects, suppliers, and others interested in the purpose of this organization as stated in Article I, Section 2. The business or organization shall be the member of the Association and shall be known as “Corporate Members.”
4. Membership shall be open to individuals in the following circumstances: retired airport personnel, in-transition airport personnel, state and Federal employees and students. The individual shall be the member of the association and shall be known as “Associate Members.”

5. Membership shall be open to not for profit organizations interested in the purpose of this organization as stated in Article I, Section 2. The organization shall be the member of the Association and shall be known as "Non-Profit Members".

#### Section 2. Right to Take Independent Action

No member of the Association shall be bound by any action taken by or on behalf of the Association. Each member of the Association shall be free to take separate and independent action as it desires, even though such action is inconsistent with the action taken by the Association.

#### Section 3. Official Representatives and Their Alternates

Each member shall designate an official representative to the Association and may designate one alternate official representative.

#### Section 4. Voting Privileges

Voting privileges are limited only to those Voting Members and Academic Members in good standing. Each Member shall have only one vote and each Member's designated official representative or alternate official representative shall cast such vote. To be a member in good standing, dues must be paid in accordance with Article II, Section 5.

In regard to board member selection, Voting Members and Academic Members may vote on candidates for regular, academic and corporate board position. In regard to corporate board member selection, Voting Members, Academic Members and Corporate Members may vote on the corporate board member position.

Associate Members shall not vote for board positions or hold office but shall have the right and opportunity to address issues, including board candidacy, during the annual meeting.

#### Section 5. Dues and Payment of Dues

Dues shall follow the following investment schedule:

- Voting Members - \$100.00
- Corporate Members - \$350.00
- Academic Members - \$100.00
- Associate Members - \$25.00
- Non-Profit Members - \$150.00

Dues shall be payable on or before May 1 of the same year. Delinquent dues must be paid before participating in the annual meeting. New members making application for membership on or after July shall pay half the annual dues as stated above.

#### Section 6. New Memberships

All new memberships shall be subject to the following conditions: payment of dues for the current calendar year. Application shall be made to the Secretary of the organization, and membership shall not become final until ratified by the Board of Directors.

### **ARTICLE III – Officers, Board of Directors and Executive Secretary**

#### Section 1. Officers

1. The officers of this Association shall be President, Vice-President, Secretary, and Treasurer. No person shall hold more than one office at any one time. All officers shall be either the official representative or the alternate representative of the Voting Member. Officers shall be

- elected by the Board of Directors at the first Board of Directors meeting following the annual meeting.
2. President - The President shall be the principal Executive Officer of the Association and shall, in general, supervise all of its affairs and office appointments. The President shall preside at all meetings and shall perform such other duties and shall assume and discharge such other responsibilities as the membership may, by Resolution, from time to time direct.
  3. Vice-President – In the absence of the President from any meeting or conference or in the event of the President's inability or refusal to perform his or her duties, the Vice-President shall assume the President's prerogatives and powers.
  4. Secretary - In the absence of the President and Vice-President, or in the event of their inability or refusal to act in the performance of their official duties, the Secretary shall have all the prerogatives and powers of the President. The Secretary shall maintain records of all proceedings and obtain a current roster of all members, official representatives and their alternates from the Treasurer.
  5. Treasurer – The Treasurer shall receive, disburse, and be responsible for all funds and securities of the Association. The Treasurer shall keep itemized records of all transactions and make disbursements only with the approval of the President. The Treasurer shall present an annual itemized budget to the board for approval.
  6. Executive Secretary – The Executive Secretary may assume the duties of the Secretary and/or Treasurer and other duties assigned by the Board of Directors. The Executive Secretary is not a voting member of the Board of Directors and may be filled at the Board's pleasure.
  7. If any officer shall cease to be an official representative or alternate of active Voting member for more than 30 consecutive days, he or she shall be deemed to have resigned effective as of the expiration of said 30 days.

## Section 2. Board of Directors

The Board of Directors shall consist of the officers, and three (3) additional Voting Members, an Academic Member (member of KCAE Board of Directors or official representative of educational institution) and one (1) Corporate Member all elected at large. All members of the Board of Directors are eligible to vote on all matters brought before the Board of Directors.

The Director of the Division of Aviation for the Kansas Department of Transportation (KDOT Aviation) shall serve as a non-voting member of the Board of Directors to promote collaboration between the Association and KDOT Aviation.

## Section 3. Term and Vacancies

All directors shall be elected by the voting membership at the annual meeting and shall serve for the ensuing two (2) years. The Board of Directors may fill vacancies. All directors shall be either the official representative or the alternate representative of the member. If any member of the Board of Directors shall cease to be an official representative or alternate of an active member for more than thirty (30) consecutive days, he or she shall also cease to be a member of the Board of Directors.

## Section 4. Election of Officers and Directors

At least thirty (30) days prior to the annual meeting, the President shall appoint a nominating committee of three (3) members who shall select one (1) eligible member for each expiring director term to be voted upon by the membership at the annual meeting. Membership on the nominating committee shall not preclude the election as an officer or as a director. Any voting member may nominate any other eligible member for any office from the floor. Election shall be decided by written or electronic ballot. Director term expirations shall be staggered to allow four or less term expirations at a time.

## Section 5. Removal

Any officer or director may be removed from office by two thirds (2/3) vote of the Board of Directors or the membership at any annual or special meeting.

#### Section 6. Compensation

No officer or director shall be compensated for their services to the Association. Officers and directors may receive reimbursement for bona fide expenses.

#### Section 7. Management

The Board of Directors shall manage the business and affairs of the Association.

#### Section 8. Correspondence Vote

For the purpose of transacting business, the active members of the Association and the Board of Directors may mail, e-mail, telephone, or any combination may take act by correspondence, and such votes thereof. Thirty (30) days from the date of mailing shall be allowed for correspondence voting.

#### Section 9. Committees, Panels or Representatives

In addition to the Officers and Board of Directors, there shall be such committees, panels or representatives who shall be appointed by the President and subject to his or her supervision. They shall perform the duties enumerated for them by the Board of Directors and such additional duties as the President may require.

#### Section 10. Executive Secretary

The Board of Directors may employ an Executive Secretary upon such terms and conditions as may be approved by a majority vote of the Board of Directors at a duly constituted meeting of the Association.

The Executive Secretary may perform the duties specified as duties of the Secretary and Treasurer in Article III, Section 1, Paragraphs 4 and 5 and such additional duties, as specified in an agreement and as the President or the Board of Directors may from time to time assign.

### **ARTICLE IV - Meetings**

#### Section 1. Membership Meetings

One annual meeting shall be held each year at a time and place to be determined by the Board of Directors for the purpose of electing directors and the transaction of such other business as may come before such annual meeting. A special meeting of the members of the Association may be called by a majority vote of the Board of Directors or by one-fifth (1/5) of the voting membership of the Association. Notification shall be given to the membership prior to any special meeting by the Secretary or by the President.

#### Section 2. Quorum

One-fourth (1/4) of the voting membership registered at a duly called annual or special meeting and present for any specific vote at a time and place designated for the conduct of business shall constitute a quorum for the conduct of business.

#### Section 3. Board Meeting

There shall be a minimum of two Board of Directors' meetings during the year. Meeting dates shall be established by the President and notices shall be given to each board member not less than fifteen (15) days before said meeting. One-half (1/2) of the Board of Directors shall constitute a quorum. The quorum

may be achieved by appropriate telecommunication or web-based method. For the purpose of voting on expenditures and board approval of policy position, the President may initiate an email chain that shall constitute a meeting. The email must receive approval by more than half of the members of the board of directors. Members should attempt to express approval or rejection by forwarding the last email in the chain to the whole group and / or replying all.

## **ARTICLE V – Contracts and Finances**

### **Section 1. Contracts**

The Board of Directors may authorize any officer to enter into any contract or execute and deliver any instrument in the name of the Association, and such authority may be general or confined to specific instances.

### **Section 2. Checks, Drafts, Etc.**

1. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association, which are held in accordance with the provisions of Article V, Section 3-1, and deposits shall be signed by the Treasurer upon Board Approval.
2. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association, which are held in accordance with the provisions of Article V, Section 3-2, and deposits shall be signed by the Treasurer.

### **Section 3. Deposits**

1. All funds of the Association shall be deposited or invested from time to time, to the credit of the Association, in such banks, trust companies, or other depositories as the Secretary/Treasurer may select and as approved by the Board of Directors. With the exception of operating capital, all funds shall be deposited in interest bearing accounts.
2. The Treasurer shall deposit and maintain, to the credit of the Association, a maximum of \$30,000.00 in a checking account. This account shall be held in such banks, trust companies, or other depositories as the Treasurer may select and as approved by the Board of Directors. In the event the association balances exceed \$30,000, the Board may place excess assets in any appropriate instrument.

## **ARTICLE VI - Amendments**

### **Section 1. Proposed Amendments**

Any member may propose an amendment to these bylaws at any time. The proposal shall receive the consideration of the Board of Directors at its next meeting. It shall then be presented to the membership in writing at least thirty (30) days before the next regular or special meeting, along with the Board's recommendation.

### **Section 2. Vote**

These bylaws may be amended at an annual meeting or special meeting and by correspondence vote if two-thirds (2/3) of the votes are cast in favor of the proposed amendment.

ADOPTED as the bylaws of the Kansas Association of Airports this 5<sup>th</sup> day of 1976;

And as amended	October 24, 1985
	October 25, 1986
	November 3, 1989
	April 3, 1993
	January 19, 2001
	March 11, 2009
	September 16, 2013
	August 30, 2016
	May 18, 2020
	November 10, 2020

Proposed