BY-LAWS OF THE WICHITA SECTION
AMERICAN INSTITUTE OF AERONAUTICS AND ASTRONAUTICS, INC.

Last amended June, 2011

Article I – Name and Territory

The name of this organization shall be the Wichita Section of the American Institute of Aeronautics and Astronautics, Inc. The territory of this section shall be all counties in the state of Kansas and all counties West of Mercer on the North to Barry on the South in the state of Missouri: Atchison, Nodoway, Worth, Harrison, Mercer, Grundy, Daviess, Gentry, Holt, Andrew, De Kalb, Livingston, Caldwell, Clinton, Buchanan, Platte, Clay, Ray, Carroll, Lafayette, Johnson, Jackson, Cass, Bates, Henry, St. Clair, Vernon, Cedar, Barton, Dade, Jasper, Lawrence, Newton, Barry, and McDonald.

Article II – Objective

The objective of this organization is to further, within its territory the purposes and programs of the American Institute of Aeronautics and Astronautics, Inc. (hereinafter AIAA).

Article III – Membership

The membership of the Section shall consist of members of the Institute of all grades who live or work within the Section’s territory. The administrative test as to such membership shall be the mailing address of the member. Additional members may be assigned to the Section by the Institute or by their own request. Only Professional members are considered voting members. Members may not concurrently maintain membership in more than one section of the Institute.

Article IV – Officers

1. The officers of this Section shall consist of a Chair, a Vice Chair, a Secretary, and a Treasurer, all of whom shall be elected as prescribed in Article VI, for terms of one year and shall continue until their successors qualify and take office. The officers shall take office in May. The Chair may succeed himself/herself and serve one additional term.

2. The Chair shall be the chief executive officer of the Section. He/she shall be a voting member of the Council and of all committees, except the Nominating Committee. He/she shall preside at all meetings and functions with outside agencies, making all appointments except the Nominating Committee and transacting all business of the Section as directed by it or by its Council, and in accordance with these By-laws. The Chair for the reporting year shall make an annual report by June 30 through the annual report process as defined by the Region and Section Activities Committee of AIAA (hereinafter RSAC).

3. The Vice Chair shall be a voting member of the Council and shall act in the place of the Chair in any case of the Chair’s failure or inability to act. He/she shall transact, at the direction
of the Chair, any business which could be within the power of the Chair to transact.

4. The Secretary shall be a voting member of the council. He/she shall maintain minutes of the meetings of the Section and the Section Council and shall be custodian of all its records not specially assigned to others. He/she shall conduct the correspondence of the Section and the Council and shall be responsible for sending out all notices of meetings and keeping a full and correct list of the membership and addresses of the members.

5. The Treasurer shall be a voting member of the council and shall have charge of the finances of the Section and shall make all required financial reports and such expenditures as may be authorized by the Section or by the Council or by the By-laws of the American Institute of Aeronautics and Astronautics, Inc. as implemented under Article VIII of these By-laws.

6. All officers and Council members must be current members of AIAA and of this section.

Article V – Council

The Council shall consist of not less than four elected members, including the four officers as defined in Article IV. The Chair, Vice Chair, Secretary, and Treasurer are voting members. The Chair of the previous year shall be an ex-officio voting member. The Council shall have general supervision of the work of the Section. The elected Council members shall take office in May for terms of one year and shall continue in office until their successors qualify and take office. The elected officers may also appoint the following officers for two-year terms: Public Policy, Education, Pre-College Education, Membership, Technical, Career Enhancement, Young Professional, Programs Chair, Honors and Awards, WCES Representative, and Newsletter/Webmaster, as well as Members-at-Large for each major Aerospace company in the Section. Each appointed Council member is a voting member and shall follow the guidelines laid out in Article VI. The appointed Council members shall take office in May for terms of two years and shall continue in office until their successors qualify and take office. The terms of one-half of the appointed Council members shall expire each year.

Article VI – Elections and Vacancies

1. Officers shall be elected annually.

2. The Council shall appoint a Nominating Committee not later than February 1. Such committee shall consist of five members of the Section, including three members who are not members of the Council. The Nominating Committee shall prepare a slate which must be submitted to the Secretary by February 15. This slate shall consist of at least one nominee for Chair, Vice Chair, Secretary and Treasurer, and at least one for each Council vacancy. All nominees shall be members of this Section.

3. The Secretary shall send to the membership of the Section a list from the Nominating Committee. Additional nominations may be made by petition to the Secretary, stating the names of nominees and the offices for which they are being nominated, which petitions shall be signed by at least five percent of the membership, but not less than ten members. Nominations by
petition shall be received by the Secretary twenty days after the date on which the notification was mailed to the members. The date for closing of petition nominations shall be indicated on the original notification as mailed to the members.

4. The Chair shall appoint a Tellers Committee to count ballots and shall inform the Secretary of the names of the committee members at least thirty days before the election date.

5. The Secretary shall be responsible for delivering ballots to mail or email address of record to all members of the Section before March 15 or notifying members of the opening of electronic voting.

The ballots shall be marked with the closing date for balloting, which shall not be less than twenty days after the date of the mailing or announcement of the ballots.

The election shall be secret and the return envelopes or electronic votes shall be arranged to preserve secrecy. These ballots shall be marked by the members and returned to the Secretary, marked for the attention of the Tellers Committee. The Secretary shall deliver to the Tellers Committee Chair all of the ballots received. The Tellers Committee will count the valid ballots and certify to the Secretary the names of the Officers and Council members elected. A plurality of the ballots received by the end of the ballot period shall constitute elections. The roster used for validating ballots shall be the complete list of members of the Section at the time of mailing or opening of the voting.

6. A vacancy in the office of Chair shall be filled by the succession of the Vice Chair.

7. A vacancy on the Council or any office, except that of the Chair, shall be filled by an appointment by the Council to serve until the next scheduled election.

Article VII – Meetings, Procedure and Quorums

1. At least four regular meetings of the Section membership shall be held in each year.

2. Special meetings of the Section may be called by the Chair or the Council, or upon the written request of at least five percent of the membership, but not less than ten members, and the entire membership must be notified of the date and place of such meeting.

3. The Annual Meeting shall be held in May and shall be for the purpose of announcing the Officers and Council elected for the next year, receiving reports of the Officers and committees, and other business that may arise.

4. The Council shall hold at least four meetings per year. Meetings may be called by the Chair or upon written request of three members of the Council.

5. The rules contained in Robert’s Rules of Order Revised shall govern this Section in all cases to which they are applicable and in which they are not inconsistent with these By-laws or
with the Constitution or By-laws of the AIAA.

6. At least five percent of the membership, but no fewer than 10 members, shall constitute a quorum at any meeting of the Section.

7. Fifty percent of its membership, as defined in Article V, shall constitute a quorum at any meeting of the Council.

8. In any matter to be decided by letter or electronic ballot, including elections of officers, a quorum shall consist of the number of valid votes cast.

Article VIII – Financial Affairs

1. The fiscal year shall be from June 1 to May 31.

2. The dues shall be fixed by the By-laws of the AIAA, and shall be paid to said Institute. The Section shall neither charge nor collect dues or assessments, but the Section may accept incidental voluntary contributions for social and technical activities.

3. (a) The Section shall submit an annual budget for the ensuing fiscal year to the appropriate Regional Director of the American Institute of Aeronautics and Astronautics, Inc., on or before June 30 in each year.

   (b) By June 30 of each fiscal year, the Section shall forward to the appropriate Regional Director of the American Institute of Aeronautics and Astronautics, Inc., a financial report (audited) for the prior fiscal year.

4. The Section shall be responsible for its own acts, contracts, debts and other obligations and undertakings unless the American Institute of Aeronautics and Astronautics, Inc., by duly constituted action of its Board, agrees to undertake or assume responsibility therefore prior to the time the action is taken or the obligation is incurred. The Section shall open and maintain a bank account in a reliable banking or other financial institution for the disbursement of expenses incident to its organization purposes and functions, and may employ, discharge and compensate from its own funds such personnel, but only such personnel, as are required for proper maintenance of its organization and the performance of its functions in accordance with its By-laws and Constitution and By-laws of the American Institute of Aeronautics and Astronautics, Inc.

5. The Section shall have no indebtedness, and shall not enter into any contract or understanding, assume any obligations, or make any expenditures, the effect of which would be to create, at any time, a Section obligation the total amount of which exceedsthe Council’s prudent review of the Section balance sheet.

6. The Section and the Officers and Council hereof, shall not be liable or otherwise responsible for the actions of, or obligations incurred by, any individual member or group of
members of this Section, except insofar as such actions or obligations are the responsibility of the Section under these By-laws.

Article IX – Committees

1. The Chair, in consultation with the Council, may form the following committees: Program, Membership, Public Policy, Honors and Awards, Career Enhancement, Young Professionals, K-12 STEM Outreach, and Education. Members appointed on committees serve for one year or until their successors are appointed. Additional committees may be appointed as necessary.

2. The Chair may appoint a representative to its Regional Advisory Council as needed.

Article X – Limitations and Restrictions

These By-laws and any amendments hereto made pursuant to Section XI hereof are subject to the approval of RASC. Further, in accordance with AIAA By-laws, the Section members and Section By-laws are governed by the AIAA certificate of incorporation, the Constitution and By-laws of the Institute, as well as by any rules or regulations established by the AIAA Board of Directors.

Article XI – Amendment

Amendments to these By-laws may be made by a majority affirmative vote of those members voting, the vote to be by letter ballot or electronic ballot. An amendment may be proposed by the Council or by petition to the Secretary with the approval of at least five percent of the membership, but not less than ten members. A proposed amendment shall be mailed to all members of the Section within twenty-five days. The Secretary and two tellers, appointed by the Council, shall validate the ballots, count the valid ballots and certify the results to the Council. When the approval of RSAC is received, the membership will be notified. No amendment which is inconsistent with the Constitution or By-laws shall be submitted to vote.

Article XII – Suspension of Officers and Council Members

1. The AIAA Board of Directors has the right to suspend the authority of any member to act as an Officer or Council member of an AIAA Section.

2. At a Special Meeting called for that purpose only, the Council may suspend for cause the authority of any member to act as an Officer or as a Council member.

Such Special Meeting may be called by the Section Chair on his/her own initiative and also shall be called by the Chair or Vice-Chair upon receipt of a written request signed by at least 40% of the Section Council members, which meeting shall be called by the Chair within thirty days of receiving the written request from the Council members.
3. Notice of any Special Meeting called pursuant to this article shall be sent to the Subject Officer or Council member (hereinafter “Subject”) in writing no later than 15 days prior to the date of the Special Meeting. Such written notice shall include a list of the charges made against the Subject, shall set forth the time and place of the meeting and shall be sent to the Subject by enclosing the notice in an envelope and mailing said notice by first class mail, postage paid, to the last known address of the Subject.

4. If the Special Meeting is called in response to a written request by 40% of the Council members, the authority of the Subject shall automatically be suspended pending the Special Meeting of the Council. If the Section Chair calls the Special Meeting on his/her own initiative, written agreement of at least 40% of the entire Council will be required in order to impose such a preliminary suspension. Any preliminary suspension imposed pursuant to this paragraph shall terminate at the conclusion of the aforementioned Special Meeting of the Council or thirty (30) days after the date on which the preliminary suspension was imposed.

5. The Subject shall be provided an opportunity to present his or her position during the Special Meeting and prior to a vote on the suspension of the Subject. The Officer presiding over the meeting may, at his/her discretion, limit the time provided for the presentation on behalf of the Subject, but shall in all cases provide at least 30 minutes. An equal amount of time shall be provided to those making a presentation in favor of suspending the Subject.

6. At least two-thirds of the entire Section Council must be present at the Special Meeting and must vote in favor of suspension in order to suspend the authority of the Subject.

7. If the Council fails to vote to suspend the authority of the Subject within thirty (30) days of the initiation of the procedure described herein, such procedure shall terminate.

Such terminated suspension procedure shall not be initiated anew less than six months from the date of the initiation of the prior procedure except upon an affirmative vote of 60% of the entire Council.

If, at a Special Meeting of the Council held within the thirty (30) day period referred to in Paragraph Two of this Article, there are sufficient votes cast to suspend the authority of the Subject, suspension for a period not longer than the Subject’s remaining term as Officer or Council Member shall immediately take effect subject to Paragraph Seven of this Article.

8. When, at the Special Meeting, sufficient votes have been cast in favor of suspension, the Subject may request, in writing, an opportunity to appeal the decision of the Council to the AIAA Board of Directors.

The Board of Directors shall, upon receiving such written request, provide the appellant an opportunity to present in writing, his/her reasons for believing that the decision of the Council was unjustified or improper. The Board of Directors may further request from the Council a written explanation of the basis for the Subject’s suspension. In addition, the Board of Directors may request that the Appellant and/or the Council provide additional information, including an oral explanation of its written remarks. Any suspension imposed by vote of the Council at the
Special Meeting shall continue pending a decision by the Board of Directors. The aforementioned petition to the Board of Directors shall be the only appeal available, and all decisions of the Board to affirm, modify, or reverse the decision of the Council shall be final and binding upon the parties.

Approval from the Section
Date: