

Lincoln Sport Parachute Club

By-Laws

SEP 1977
OCT 2011

NOV 1993
NOV 2014

NOV 1997

SEP 1999

SEP 2000

MAR 2008

Article I

Section 1: Terms within These Bylaws

1. The term “free fall status” shall refer to students who have progressed to a Category E as defined in the ISP.
2. The term “USPA” shall refer to United States Parachute Association.
3. The term “BSR” shall refer to the Basic Safety Requirements as defined in the SIM.
4. The term “SIM” Shall refer to the Skydiver’s Information Manual published by the USPA.
5. The term “ISP” shall refer to the Integrated Student Program found in the SIM.
6. The term “quorum” shall be defined as a one third of all voting members
7. The term ‘subsidiary’ shall mean any corporation or other Person (other than a human being) of which a majority of its voting power or its voting equity securities or equity interest is owned, directly or indirectly, by the club.
8. The term “board” shall mean the Board of Directors voted in by the members of the Lincoln Sport Parachute Club at the annual meeting of the members.

Section 2: Name and Principle Offices

1. The name of this Corporation shall be the Lincoln Sport Parachute Club Inc, and hereinafter called “the club.”
 - a. Any reference to “the club” within these bylaws shall be interpreted to include all club subsidiaries.
2. The principal office of the club, and any of the clubs, shall be the residence of the currently seated treasurer.
3. The registered office of the club, and any of the clubs subsidiaries, shall be 12615 Weeping Water Road, Weeping Water, Nebraska, 68463, and such other offices at such other places as the Board of Directors may, from time to time determine.

Section 3: Club Seal

1. The Club shall have a seal which is impressed on the margin of these by-laws and it is hereby adopted and shall be the seal of the club, unless changed by the board.
2. The currently seated Secretary shall be the keeper of the seal

Section 4: Document Storage

1. A binder with the official copy of all official club documents shall be kept at the principal office of the club. Said binder shall include
 - a. The most up to date and official version of the Bylaws
 - b. The most up to date and official version of the Policies and Procedures
 - c. The Articles of Incorporation
 - d. A yearly financial summary provided by the treasurer.
 - e. A copy of the meeting minutes.
2. Only members of the board may make changes to the contents of the binder.
 - a. The currently seated Secretary shall be responsible for keeping the binder up to date

Article II

Section 1: Purpose of the Club

1. To organize a sport parachute club for athletic and social purposes.
2. The furthering of competitive sport relationships with organizations within and without the club's sphere of activities
3. The promotion of greater interest in sport parachuting and sky-diving, and the diffusion of knowledge concerning the sport
4. To provide an opportunity for students and parachutists to gain experience and find recreation in sport parachuting.

Section 2: Affiliation

1. This club shall be affiliated with the United States Parachute Association (USPA), as a Group Member and all members shall become Members of the said Association.

Article III

Section 1: General Membership

1. Membership shall be granted only to those members who meet the following qualifications:
 - a. Has been presented for a vote at a monthly or annual meeting and accepted by a majority of the members present.
 - b. Has submitted an application for membership to the Board of Directors.
 - c. Is currently in good financial standing with the club.
 - d. Is a current member of the USPA.
 - e. If not licensed by the USPA has advanced to "free fall status."
2. Members whose primary residence is outside the state of Nebraska and more than 100 miles from the club shall become an "out of state member"
 - a. An out of state member may not serve on the board of directors and may not have voting privileges.

Section 2: Military Membership

1. A military member is entitled to all right, privileges, and responsibilities of a full club member. Military membership will be awarded to those persons serving on active duty in the armed forces of the United States or in the armed forces of their native country provided that:
 - a. They have been a dues paying member in good standing at the time the person was drafted, enlisted, or commissioned.
 - b. They have met all financial obligations to the club.
 - c. They have presented a signed statement to the club treasurer detailing the date of his entry into active duty, and his desire cease dues temporarily while they are on active duty.
 - d. Membership to the USPA and subscription to the USPA BSR's is maintained.
 - e. They have notified the treasurer upon discharge.
 - f. They must notify the club secretary of any permanent change of address.

Section 3: Honorary Lifetime Membership

1. Any individual awarded a lifetime membership to the club shall be granted all of the same rights and privileges as the general membership.
 - a. Lifetime memberships should be awarded to any club member who has contributed substantially to the club.
 - b. A majority vote of the members at any club meeting where quorum is present shall be required to award a lifetime membership.

Section 4: Termination of Membership

1. Membership to the club May be terminated for the following reason :

- a. Failure to remain current as a member if the USPA.
 - b. Failure to remain in good financial standing with the club.
 - c. Actions which create a consistent and/or recurring safety hazard to themselves and/or others.
 - d. Theft from the club, members, students, or guests of the club
 - e. Financially competing with the club.
2. Any person may voluntarily surrender their membership to the club provided that they:
 - a. Notify the club treasurer in writing prior to the first day of the month in which they wish to no longer be a member.
 - b. Fulfill all financial obligations to the club.
 3. Any termination of club membership shall not be construed to be relief from any debts owed to the club.

Section 5: Expectation of Members

1. Members shall fulfill obligations to the club both financial and otherwise as described in these by-laws and the Policies and Procedures.

Section 6: Monthly Meeting

1. The monthly meeting of the members shall be held on the first Friday of every month shall take place at the registered offices of the club unless otherwise specified by the President, Acting President, or Secretary of the club.
 - a. Notification of a change in location should be given as soon as possible.
 - b. Notification of a change in location shall be given at least 1 week in advance.
2. The monthly meeting will take place on the second Friday of the month if:
 - a. The first Friday of the month is a national holiday.
 - b. The first Friday of the month has a major club event scheduled.

Section 7: Annual Meeting

1. The annual meeting of the members shall be held the first Friday of December and shall take place at the registered offices of the club unless otherwise specified by the President, Acting President, or Secretary of the club.
 - a. Notification of a change in location should be given as soon as possible
 - b. Notification of a change in location shall be given at least 4 weeks in advance
2. Election of club officers shall take place at the annual meeting

Section 8: Special or Emergency Meetings

1. Special meetings of the members shall be confined to the objects stated in the call. The president or secretary may call a special meeting if:
 - a. A majority of the members have requested the meeting in writing
 - b. A majority of the Board of Directors request such a meeting
 - c. The request made by the members or the board specifically states the purpose of the proposed meeting
 - d. A meeting is immediately imperative to the survival of the club

Section 9: Board Meetings

1. The board shall meet as often as necessary, but at least quarterly, to carry out its obligations to the club.
2. Club members are permitted to attend board meetings but may not vote and may not contribute to discussion unless otherwise requested by the board.
3. The secretary shall notify the members of a pending board meeting at least one week prior to the meeting or as soon as a meeting date is set.
4. Quorum at board meetings will be met if at least 4 directors are present.

Article IV

Section 1: Board Powers and Authority

1. The properties, finances, and business of the club, shall be managed by the board.
2. The board may exercise all powers of the club and do all such lawful acts and things as are not by statute or by the Articles of Incorporation, or by these By-laws directed or required to be exercised or done by the members.
3. The Board of Directors may appoint such other agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time, by the Board of Directors.

Section 2: Compensation

1. Directors, as such, shall not receive any stated salary for their services unless otherwise allowed for in section 3 of the policies and procedures of the club.
2. Members shall not receive any compensation for services unless otherwise allowed for in section 3 of the policies and procedures of the club.
3. Compensation in section 3 of the policies and procedures of the club shall be limited to the following
 - a. Payment for services of a tandem instructor, static line instructor, coach, rigging services, parachute packing, and demonstration jumps, piloting the clubs aircraft.

Section 3: Membership to the Board of Directors

1. The number of directors which shall constitute the whole board shall be seven.
2. Each director shall be elected to a term of one year or until his successor shall be elected and shall qualify for the office.
3. The minimum qualifications for any board member are as follows:
 - a. Be a member of the club
 - b. Be at least 19 years of age
 - c. Be a United States citizen or a lawful permanent US resident
4. The board of directors, at its first meeting after each annual meeting of the members, shall confirm the selection of each newly elected member of the board.
5. If the office of any director or directors becomes vacant by reason of death, resignation, retirement, disqualification, removal from office, or otherwise, a majority of the remaining directors, even if less than quorum shall choose a successor or successors who shall hold office for the unexpired term of until the next election of directors.

Section 4: Directors and Officers Responsibilities

1. The officers of the club shall be chosen by the members and shall hold a chair on the Board of Directors. The chairs that constitute the Board of Directors shall be: President, Vice President, Secretary, Treasurer, and Training Officer, and Two Board at Large members. The responsibilities of each chair shall be as follows:
 - a. President:
 - i. The president is the Chief Executive of the Club.
 - ii. The president shall preside at all meetings of the members and directors.
 - iii. The president shall have general and active management of the business of the club and see that all orders and resolutions of the board are carried into effect.
 - iv. The president is the official spokesperson for the club and may appoint other spokespersons for the club.
 - v. The president shall have the authority sign and execute all contracts when so authorized by the Board of Directors. The president shall also have general supervision over the management of all affairs of the club.
 1. The president may not delegate this authority to any other person except for the Secretary or an individual designated by a majority of the board.
 - vi. In the absence or disability of the Treasurer, the President shall execute, in the name of the club, checks for expenditures authorized by the Board of Directors.
 - b. Vice President:
 - i. The Vice President, in the absence or disability of the president, shall perform the duties and exercise the powers of the president.

- ii. The Vice President shall keep the By-laws and Policies and Procedures updated as revised.
 - iii. The Vice President shall be responsible for the approval of all demonstration jumps.
 - iv. The Vice President shall act as liaison between the general club membership and the board.
 - v. The Vice President shall perform other duties as the board shall direct.
 - vi. The Vice President should maintain a current knowledge of all business of the club and ensure that the board always meets its obligations to the members.
 - vii. The Vice President and Treasurer shall hold joint responsibility as to the formation of any business entities of the club at the direction of the board.
- c. Secretary:
- i. The secretary shall attend all sessions of the board and all meetings of the members.
 - ii. The secretary shall record all votes and minutes of all meetings.
 - iii. Additionally, the Secretary shall:
 - 1. Send out a monthly newsletter to all active members which shall include the monthly meeting minutes.
 - 2. File or cause to be given notice of all meetings of the members and special meetings of the Board of Directors.
 - 3. Perform such other duties as may be prescribed by the Board of Directors or President.
 - 4. Be responsible for the handling of membership applications including the review of the applicant's qualifications, and the subsequent recommendations to the general membership for a vote into membership.
 - 5. Inform prospective members of the application status as needed.
- d. Treasurer:
- i. The Treasurer shall have the custody of the club funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the club and shall deposit all monies and other valuable effects in the name and to the credit of the club in such depositories as maybe designated by the Board of Directors.
 - ii. The Treasurer shall disburse the funds of the club, and shall render to the President and Directors, at the regular meetings of the board, or whenever they may require it, an account of all his transactions and the financial condition of the club.
 - 1. The board shall determine the manner in which such disbursements shall be made
 - iii. If required by the Board of Directors, he shall give the club a bond in such sum and with such surety or sureties as shall be satisfactory to the office and for the restoration to the club in the case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the club.
 - iv. The Vice President and Treasurer shall hold joint responsibility as to the formation of any business entities of the club.
- e. Training Officer:
- i. The training officer is responsible for scheduling and coordinating first jump course.
 - ii. The training officer will coordinate with instructors, coaches, videographers and tandem masters to ensure coverage for these classes.
 - iii. The training officer shall be responsible for the advertising and communications to and with students for the first jump courses and tandem skydives.
 - iv. The training officer shall be responsible to ensure compliance with Section 1 of the clubs policies and procedures.
 - v. Any member holding this office must be a USPA rated coach or rated instructor.
- f. Board At Large (Two Members):
- i. Each person serves as a voting member on the Board of Directors.
 - ii. Regularly attends board meetings and important related meetings.
 - iii. Supports the mission, policies, and programs of the club and as adopted by the club and the board.
 - iv. Ensures that club members act in accordance with all bylaws as established by the club

2. Other officers of the club shall be elected at the annual meeting of the members or appointed by the board and shall serve a term of 1 year.
 - a. Boogie Organizer:
 - i. The members shall elect the Boogie Master
 - ii. The boogie organizer shall organize the annual boogie at the direction of the board.
 - iii. All decisions regarding the boogie shall be made by the boogie organizer at the direction of the board.
 - iv. The boogie organizer shall adhere to all provisions related to the annual boogie outlined in Section IV of the policies and procedures.

Article V

Section 1: Property Management

1. The board shall manage the club's property and be responsible for its use, purchase, sale, upkeep, and/or renovation
2. In no case shall enhancements which are to exceed \$25,000 (in total) for the club's land and property (except for the purchase of airplanes) be made without the board exercising their fiduciary responsibility. These responsibilities include.
 - a. Getting exact written bids and detailed explanation of the work to be performed.
 - b. Three such bids shall be obtained and reviewed prior to approval of the work. Bid shall be accepted based on quality of the work to be done and price.
 - c. Breaking a project into small parts to bypass this section is not permitted.

Section 2: Skydiving Equipment

1. The modification and/or repair of the club's equipment and the purchase of new equipment will be decided upon by the Board of Directors.
2. In the event of damage to, or the destruction of the club's equipment at a time when the club treasury is unable to pay for repair or buying the replacement of equipment, a provision is hereby made for an assessment of funds to cover all costs, subject to approval of two thirds of the voting members of the club.
3. The club will be responsible for any and all equipment obtained on loan from other organizations or individuals, and in the event of damage or destruction of such equipment the club will repair or replace this equipment to the owner's satisfaction.
4. Any damages to the club equipment will be assumed by the individual using the equipment and will be expected to pay for the repairs or replacement of said equipment.
 - a. Students shall not be responsible for damage to club equipment occurring during normal student skydiving operations.
5. Any equipment or merchandise purchased by the club for any individual shall be paid for in advance by the individual receiving the merchandise.

Article VI:

Section 1: Safety Standards

1. All members will conduct their actions in accordance with all federal, state, military, and club regulations pertaining to sport parachuting and associated activities.
2. Section IV of the policies and procedures document shall serve as the official safety regulations and policies of the club.
3. The Section IV of the policies and procedures document shall reflect the basic safety regulations issued by the USPA.
4. The ISP, as written in the most current version of the SIM, shall serve as the outline for all students skydiving instruction at the club.
5. The basic safety requirements of the USPA are to be followed at all times even if such regulations are not specifically outlined in the club's policies and procedures.
6. No section of these by-laws or standard operating procedures is valid if it violates federal or state regulations or if it is in direct contrast with the BSR.

Article VII

Section 1: Meeting Procedures

1. The general voting procedures for shall be as follows:
 - a. A member of the club shall make a specific and clear motion to the chair of the meeting.
 - b. If the motion is seconded the president shall either call for further discussion or request a vote of the members.
 - c. All motions that receive an affirmative vote of a majority of the members present shall pass unless otherwise specified in these bylaws.

Section 2: Amendments

1. Amendments to these bylaws or the policies and procedures may be made at any regular meeting of the members or, any special meeting of the members at which quorum is met.
2. Any proposed Amendments shall be submitted in writing to the board no later than 14 days prior to the meetings of the members or special meeting at which the amendment may be adopted.
3. The board will notify the members of such proposed amendments no later than 7 days prior to the meeting of the members or special meeting at which the amendments may be adopted.
4. The board, upon the unanimous vote of all seven board members, may make changes to the bylaw independently of the general club membership under the following provisions:
 - a. Circumstances necessitating the change must represent dire circumstances of the club and be of such a nature that failing address the circumstance would causes significant damage the club or the clubs future.
 - i. Said changes must be time sensitive or of a nature which prohibits a delay until the next monthly meeting of the members.
 - b. A member of the board must notify the members as soon as the change is effective.
 - c. Changes shall be considered temporary. Any changes not accepted by the general membership at the next monthly meeting of the members shall be considered void.
 - d. If changes are made less than 7 days prior to the next monthly meeting the board shall schedule a special meeting of the members to address the changes.
 - i. Failure to schedule a special meeting as required shall void any change.

Section 3: Indemnification of Directors

1. The club shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director of the club against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.
2. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.
3. This Article constitutes a contract between the club and the indemnified officers, directors. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, or director, under this Article shall apply to such officer, or director with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.