

2/12/25

**MEMBERSHIP PACKAGE FOR
PERSIMMON HOLLOW AERO CORP
dba PERSIMMON HOLLOW AERO CLUB**

Club Vision:

To encourage and promote an interest in aviation, to advance knowledge in aeronautical subjects, and to bring to more people the social benefits and pleasures of recreational flying in a club environment.

Club Mission:

To provide members access to an affordable, accessible, and versatile aircraft that will allow them to further their flying skills in a safe and fun manner.

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BYLAWS OF PERSIMMON HOLLOW AERO CLUB

ARTICLE 1 – “NAME”

Section 1: The name of the organization shall be **PERSIMMON HOLLOW AERO CORP**, dba **PERSIMMON HOLLOW AERO CLUB** hereafter referred to as the “club”, organized as a Florida not-for-profit corporation.

ARTICLE 2 - “AUTHORITY, PURPOSE AND OBJECTIVES”

Section 1: Upon the request of certain aviation-minded citizens living in and around Deland, Florida, these Bylaws for the club are hereby established.

Section 2: The purpose of the club is to encourage and promote an interest in aviation, to advance the knowledge of its members in aeronautical subjects, and to bring to more people the social benefits and pleasures of recreational flying in a club environment.

Section 3: The club is a non-profit, social organization, established and operated exclusively for the benefit of its members. Financial support of the club shall be by membership fees, dues and assessments. The club is structured as a non-equity flying club.

ARTICLE 3 - “BYLAWS AND OTHER REGULATIONS”

Section 1: These Bylaws, Addendum A “The Persimmon Hollow Aero Corp Membership Application”. Addendum B “Club Membership, Dues and Hourly Rates” and Addendum C “The Persimmon Hollow Aero Corp Operational Rules”, and any other regulations deemed necessary by the Board of Directors, constitute the regulations that govern the club in the best interest of all members.

Section 2: Changes to these Bylaws and other club documents shall be approved by majority vote of the Board of Directors. Changes to addenda of these Bylaws may be approved separately from these Bylaws, and by majority vote of the Board of Directors.

ARTICLE 4 - “MEMBERSHIP”

Section 1: Membership is a privilege and shall be open to those interested in aviation, and who are acceptable by majority vote of the Board of Directors.

Section 2: No person shall be refused membership based on any form of discrimination concerning sex, age, race, color, national origin, or religion, or any other basis prohibited by law.

Section 3: A member is an individual person with an interest in aviation. Membership does not extend to family members nor to members of other organizations to which the individual member belongs. Memberships are not transferrable to any other person, for any reason.

Section 4: All members share equally in the property rights, assets, interests, liabilities, and obligations of the club.

Section 5: Candidate members shall hold at least an FAA Private Pilot Certificate With instrument rating, shall complete the application form in Addendum A and shall return the form and copies of required documents to the Secretary, along with payment of the Membership Fee specified in Addendum B. The Board of Directors shall consider the application and shall determine suitability for membership. A prospective member who is not approved for membership shall receive a refund of the Membership Fee within 30-days of the Board's decision.

Section 6: An individual who wishes to be affiliated with the club to share in the social and educational aspects of the club, but not as a flying member, may be approved as a Club Associate, by majority vote of the Board of Directors, and shall then pay dues as detailed in Addendum B. Associates are not members and have no ownership, voting or flying privileges.

Section 7: The Board shall specify a maximum number of members for the club. The number of members is specified in Addendum B of these Bylaws. Changes to Addendum B may be approved separately from these Bylaws, and by majority vote of the Board of Directors.

Section 8: A member in good standing is one who has met all financial and other obligations to the club in the previous 30-days.

Section 9: All members in good standing shall have equal privileges and access to club aircraft.

Section 10: A member not in good standing shall not have access to club aircraft until such time that the member returns to good standing by fully meeting all outstanding obligations.

Section 11: The Board of Directors may, by majority vote, terminate the membership of a member who has remained not in good standing for the previous 30-days. In such cases, the member is not entitled to any reimbursement of fees or other payments and shall relinquish all ownership and membership rights to the club.

Section 12: A member may be suspended by majority vote of the Board of Directors for non-payment of accounts, violation of any of the Bylaws or operating rules, for disregard of FAA regulations, or unacceptable behavior or conduct. In such cases, a Grievance Committee (see Article 9: "Committees") shall submit a report to the Board of Directors for further consideration. The Board has the right to terminate a membership after due consideration.

Section 13: Membership is obtained by one of the following methods:

1. If the club has not reached its membership cap, memberships shall be purchased from the club, in the amount specified in Addendum B.
2. Once the membership cap is reached, new members shall only be accommodated once an existing member leaves the club and in accordance with Section 16 of this Article.

Section 14: Membership fees are non-refundable.

Section 15: When operating at the membership cap, the club may maintain a waiting list, that shall comprise an ordered list of vetted and pre-approved prospective members. To be placed on the waiting list, a prospective member shall follow the Club Membership Application process and shall be interviewed and approved by the Board of Directors.

Section 16: Members leaving the club:

1. When a member wishes to leave the club for reasons acceptable to the Board of Directors, that member shall relinquish, for no reimbursement, the membership to the club so releasing the member from any further obligations to the club. The leaving members shall provide a minimum of 30-day's notice to the Board of Directors, during which time the member shall continue to be responsible for all fees, dues, rates, and assessments. Exceptions may be considered at the discretion of the Board of Directors.

Section 17: Incapacitation of a member.

1. A member who becomes incapacitated and cannot, against their will, enjoy the benefits of membership may, by majority vote of the Board of Directors, be entitled to up to three (3) months of association with the club, at the rate consistent with Club Associate (see Section 6), as detailed in Addendum B. Beyond the period designated by the Board of Directors, the member shall consider the options in section 16, above.

Section 18: The club shall not disclose members' personal information to other parties, unless required by law, in the due course of business (e.g. obtaining insurance), or in interests of safety.

Section 19: No club member, Board Member or Officer shall receive any salary, compensation or payments for their services relating to any role, position, or service.

Section 20: Each member operating a club aircraft, or responsible for its operation, shall comply with the Standard Operating Procedures, specified in Addendum C "Persimmon Hollow Aero Club Standard Operating Procedures".

Section 21: Members of the club are expected to:

- Remain informed of club business.
- Attend meetings where elections and voting occur.
- Be available for Officer positions as desire and needs arise.
- Conduct themselves in a proper and fitting manner.
- Uphold the dignity of the club at all times.
- Be alert, mindful and considerate of the club and members' interests.
- Exercise due caution and safety in flying.
- Observe all federal, state, local, airport, and club flying rules and regulations.
- Not divulge club information and membership rosters to external parties, without permission from the President.
- Adhere to the bylaws and operating rules of the club.

ARTICLE 5 - “BOARD OF DIRECTORS”

Section 1: The Board of Directors shall manage the business affairs of the club. The Board shall manage the club through the implementation of fees, operating rules, maintenance, safety, social, and other procedures as deemed necessary, by majority vote of the Board of Directors.

Section 2: The Board of Directors shall comprise a Chairman of the Board, the President and two Vice President Board Members,.

Section 3: Any Director may resign at any time by giving at least 10-days written notice to the Board of Directors, the notice to include the effective day and time of resignation. A vacancy on the Board of Directors that rises for any reason may be filled temporarily, or permanently by agreement of the remaining Board Members.

ARTICLE 6 - “OFFICERS”

Section 1: The Officers of the club shall comprise the President, who shall be the Chairman of the Board. Contingent on size of the club, the positions of , Secretary, Treasurer, Safety Officer, Maintenance Officer, Membership Officer, and Social Officer may be established, by majority vote of the Board of Directors. Officers shall be appointed by the Board of Directors or elected from the club membership, and by majority vote of the club membership.

Section 2: Multiple Officers positions may be held by one individual

Section 3: The President: The President provides leadership to the Board of Directors and Officers and leads the club in the pursuit of the club’s goals and objectives. The President presides over membership meetings, appoints all committees, and performs all other duties normally required and pertaining to the office. The President shall also preside over Board of Director meetings. In addition, the President: Calls meetings to order and adjourns meetings; calls for motions and manages the voting of motions; represents the club’s interests at meetings and signs official documents on behalf of the club; delegates duties and responsibilities as necessary; appoints and disbands committees that conduct research and report back to the Board of Directors.

Section 4: The Vice-Presidents: The Vice Presidents shall preside in the absence of the President, as needs arise.

Section 5: The Secretary: The Secretary maintains all (non-financial) club records, including membership rosters, insurance papers, hangar lease agreements, and aircraft agreements. In consultation with the President, the Secretary shall publish and post calls for meetings, agendas, and shall keep and publish minutes of meetings, including meeting dates, times, attendance, discussions and decisions, motions and voting, any other business, and the time of adjournment Provides a Secretary’s Report at all membership meetings. The President shall be constantly apprised of all matters related to the club’s administrative status.

Section 6: The Treasurer: The Treasurer manages the club’s finances and keeps accurate

and up-to-date records and reports and shall present financial reports at all meetings of members. The Treasurer shall keep accurate financial records and transactions, receive all funds, issue monthly statements to all members, disburse club funds to meet all obligations after board approval, and notify the Board of Directors of any delinquent accounts by the fifteenth (15th) of each month. The Treasurer also prepares – or delegates – the completion of annual tax returns and statements, shall maintain a 3-year rolling budget, and shall arrange for financial audits, as necessary. The President shall be constantly apprised of all matters related to club finances.

Section 7: The Safety Officer: The Safety Officer shall be responsible for the club's safety culture, records, education, training, and conformance. The Safety Officer shall be designated as the club's Chief Pilot, and shall either directly or through delegation, check-out new members prior to them operating club aircraft, and may provide recurrent check-outs to all members, as specified in the Club Operating Rules. The Safety Officer shall maintain records of members' qualifications and currency, and shall inform affected members and the President of lapses. The Safety Officer may plan and conduct safety meetings and a annual safety stand down meeting. The Safety Officer shall encourage the open discussion of safety matters and shall create and maintain methods whereby members may confidentially report issues related to safety to the Safety Officer and Board of Directors. Provides a Safety Report at all membership meetings. The President shall be constantly apprised of all matters related to safety.

Section 8: The Maintenance Officer: The Maintenance Officer shall be responsible for the maintenance of club aircraft and equipment. The Maintenance Officer arranges for all maintenance tasks, scheduled and unscheduled, and keeps all maintenance records up-to-date. The Maintenance Officer creates and maintains methods of reporting maintenance issues, including methods for members to immediately ground aircraft at the sole discretion of that member. The Maintenance Officer shall create and enforce return-to service standards. In consultation with the Social Officer, the Maintenance Office shall arrange aircraft and hangar clean-up and maintenance days. Provides a Maintenance Report at all membership meetings. The President shall be constantly apprised of all matters related to maintenance.

Section 9: The Membership Officer: The Membership Officer shall maintain membership at the required level by managing a waiting list and may create and distribute a Club Newsletter. The Membership Officer should create flyers to promote membership of the club.

Section 10: The Social Officer: The Social Officer shall maintain the club's social calendar and may be responsible for forming and leading ad-hoc committees to organize and implement activities such as fly-outs, fly-ins, open days, etc. The Social Officer may be responsible for the club website and social media sites. The Social Officer should promote the club through community outreach.

Section 11: It shall be the duty of the Board of Directors and Officers to conduct activities of the club in an efficient and businesslike manner, and to safeguard the interest of the club at all times.

ARTICLE 7 - “ELECTIONS”

Section 1: Board and Officer positions may be indefinite.

Section 2: Officers may be removed from positions by a majority vote of the Board of Directors.

Section 3: Change of officer position nominations shall be made in writing to the Secretary at least 10 days prior to the a General Meeting. Any member may nominate another member, with that member’s permission, and any member may nominate themselves. Nominations require the name and signature of the nominee, plus the name of one other club member, as a reference.

Section 4: Elections for positions shall be conducted by the Secretary and shall be by vote during a General Meeting. Members may each cast one individual, non-transferrable vote. Elected officers duties begin at the conclusion of the General meeting at which the election was held.

Section 5: The quorum for any General meeting shall be the number of members present.

Section 6: Members must be present to vote. Proxy votes are not permitted. Absentee votes are not permitted.

Section 7: Hung votes are not permitted. If a vote is hung, the Board of Directors will vote on the matter.

Section 8: In the event of Officer positions becoming available mid-term, the President shall appoint a member to hold the position temporarily, until a General Meeting is held.. Nominations shall be made in writing to the Secretary at least 10-days prior to the General Meeting.

ARTICLE 8 - “QUORUMS, MEETINGS and RESOLUTIONS”

Section 1: A General meeting of members (“membership meetings”) shall be held at least annually and shall be called by the President.

Section 2: The quorum for membership meetings shall be the number of members present.

Section 3: The President may call General meetings, as deemed necessary.

Section 4: Upon request to the Secretary of more than 50-percent (>50%) of the members, the President shall be required to call a General meeting.

Section 5: Board of Director meetings shall be held at least quarterly and shall be called

by the Chairman.

Section 6: The quorum for Board of Director meetings shall comprise at least the President and one Vice President. Either of The Vice Presidents may act for the President, if so delegated.

Section 7: The Chairman may call Board of Director meetings, as deemed necessary.

Section 8: The Annual Meeting of the club, for purposes of Board of Director reports , shall be held between the beginning of the 4th quarter and the end of the 1st Quarter of each year and shall be called by the President.

Section 9: The passage of any resolution at membership and Board of Directors meetings, except as otherwise provided in these Bylaws, shall require a majority vote of those members present.

Section 10: Any action that may be taken at a meeting, may also be taken without a meeting and without a physical vote, if a consent in writing (including email or other electronic correspondence), setting forth the actions so taken, is provided by a majority of the members eligible to vote.

Section 11: Club meetings, including Board of Director meetings, but excluding meetings or sections of meetings dealing with personnel issues and/or matter of grievance, shall be open to all club members.

Section 12: All meetings shall follow a formal agenda, distributed by the Secretary to members at the meeting.

Section 13: The Secretary or other person designated by the President, shall keep detailed minutes of meetings, including motions and voting, and shall publish the minutes to all club members upon request.

Section 14: Meetings shall conform to the following Rules of Order:

1. Call to order
2. Roll call
3. Reading, corrections, and approval of minutes from the previous meeting
4. Officers' reports
5. Payment of bills
6. Committee reports, as applicable
7. Unfinished previous business
8. New business
9. Adjournment.

ARTICLE 9 - **"COMMITTEES"**

Section 1: Standing Committees:

The President may form the following standing committees:

- 1.1: Maintenance Committee: Headed by the Maintenance Officer, this committee

shall consider all aspects of maintenance and airworthiness of club aircraft.

1.2: Safety Committee: Headed by the Safety Officer, this committee shall consider all aspects of safety, safety training and member currency/proficiency. The Committee shall run quarterly Safety Meetings. Members are expected to attend at least 3 safety meetings per year, including the mandatory safety stand-down meeting.

1.3: Social Committee: Headed by the Social Officer, this committee shall consider all aspects of club events and community outreach, including marketing, the club website and social media sites.

1.4: Membership Committee: Headed by the Membership Officer, this committee shall consider all aspects of club membership, including marketing for, and maintaining a waiting list.

Section 2: Special Committees:

The President may form special committees, as needed. Examples are:

2.1: Aircraft Selection and Procurement Committee: An ad-hoc committee formed by the President to consider aircraft selection and, once agreed by a majority of the members, aircraft procurement.

2.2: Grievance Committee: An ad-hoc committee formed by the President to consider matters of conflict in the club. Any club member can refer an issue to the President for consideration. The Grievance Committee shall make recommendations to the Board of Directors. The final resolution of conflicts and grievances shall be by a majority vote of the Board of Directors.

2.3: A Strategic Planning Committee: The Board of Directors shall engage members in the future of the club through this committee whose output shall be an approved Strategic Plan.

ARTICLE 10 - "FINANCE, DUES, ASSESSMENTS"

Section 1: Monthly dues and hourly rates shall be determined by the Treasurer and presented at each Annual Meeting, or any other time as determined by the Board of Directors. The founding members are exempt from paying dues.

Section 2: Each member shall be billed at the end of each month, for dues and hourly charges. Balances are due upon receipt and shall be considered delinquent after the tenth (7th) of the month. Members shall be deemed to not be in good standing if a balance remains unpaid by the end of the month, and flying privileges shall be withdrawn until that time that the balance has been paid.

Section 3: Monthly dues shall be assessed on each responsible member, regardless of whether that member has flown, or not, during that month.

Section 4: If the Board of Directors determines that a member is personally responsible for damage through negligence, that member shall be assessed for 100% of any insurance deductible for damages so incurred. That member shall also be responsible to pay for increases in insurance premiums and all other costs incurred from their negligence.

Section 5: Club Associates, as defined in Article 4, section 6, shall be charged as specified in Addendum B “Club Memberships, Dues and Hourly Rates”.

Section 6: The Board of Directors, may, by majority vote, levy a special assessment on all members of the club to pay for necessary repairs, acquisitions, or capital improvements to club assets. The amount of assessment shall be equal for all members, the amount being the required total divided by the actual number of club members at that time.

ARTICLE 11 - “**SCHEDULING, RESERVATIONS, USE OF CLUB EQUIPMENT**”

Section 1: Information about using club aircraft and equipment is provided in Addendum C of these Bylaws - “Persimmon Hollow Aero Club Standard Operating Procedures”.

Section 2: Only members in good standing as defined in Article 4 of these Bylaws shall reserve club aircraft.

Section 3: Members shall use the on-line scheduling tool provided by the club. All reservations should be made in advance as much as possible. The scheduling system shall be used to reserve, check-out and check-in club aircraft, as detailed in Addendum C.

Section 4: Members are expected to treat club equipment with the utmost care. .

Section 5: The club does not provide flight instruction. The club shall maintain a list of approved flight instructors. A member shall choose an instructor from the list (only) for: check-outs, flight reviews and other individual training needs. The member shall directly compensate the instructor.

Section 6: A member shall not be entered into the scheduling system until satisfactorily checked- out by an approved instructor and approved by the Safety Officer.

Section 7: As a non-equity flying club, the club shall lease aircraft for its members’ use. The terms and conditions of the lease, including payments, insurance, and maintenance requirements and responsibilities shall be detailed in a separate Lease Agreement, between the club and aircraft owner, for each aircraft so leased.

ARTICLE 12 - “**LIABILITY AND INSURANCE**”

Section 1: Adequate insurance shall be carried at all times. The club shall carry liability and hull insurance for each club aircraft. The Treasurer shall research policy options and rates each year. Final selection shall be by majority vote of the Board of Directors.

Club insurance is carried to:

A: Protect the aircraft owners in case of aircraft loss or damage

B. Provide liability insurance to cover the club in the case of third-party claims.

Liability cover may extend to members, according to the insurance policy. The club encourages all members to review their personal situations and to consider purchasing additional insurance, as appropriate.

Club members are required to read, understand, and sign the *Equipment Use, Release,*

Assumption of Risk and Waiver of Liability AGREEMENT, in Section 2: The club may carry Directors and Officers (D&O) insurance on behalf of Directors and Officers, for any liability asserted against and incurred by a Director or Officers arising out of that Directors or Officers position.

ARTICLE 13 - “**AMENDMENTS**”

Section 1: A majority vote of the board of directors may amend these Bylaws. Requests for amendment shall be made as an agenda item before a membership meeting, in the form of a marked- up version of the membership package.

ARTICLE 14 “**DISSOLUTION**”

Section 1: Upon dissolution of the club, the board of directors shall be designated as trustees and shall liquidate the assets of the club and pay all outstanding obligations in proportion to the final available capital. Any surplus shall be distributed according to the laws of the State of Maryland, and in accordance with the tax status of the club.