



HUNTSVILLE AEROSPACE MARKETING ASSOCIATION
BY-LAWS

I. ASSOCIATION NAME

The organization shall be known as the Huntsville Aerospace Marketing Association (HAMA).

II. ASSOCIATION OBJECTIVES/GOALS

- To promote and maintain communications and relations between the represented aerospace industries and local federal government agencies.
- To promote and maintain communications and relations between local aerospace industries.
- To provide government agencies an efficient and effective single point of broad industry contact within the Tennessee Valley.
- To provide an industry forum for organizing and promoting activities on important issues of common interest.

III. ASSOCIATION STRUCTURE

The Association structure will consist of an Executive Committee, General Association Membership, and an Advisory Council.

A. EXECUTIVE COMMITTEE

1. The Association shall have an Executive Committee whose function will be to direct, coordinate, and approve all Association business transactions and other activities.

2. The Executive Committee shall be comprised of four elected (4) Officers, one (1) Past President from the proceeding year who shall serve as a Director/Advisor, one (1) appointed functional chairperson, and a General Administrator. The four (4) Officers and one (1) Director/Advisor shall be voting members.

3. Executive Committee positions include (in order of precedence):

President	Officer/Voting Member
Vice President	Officer/Voting Member
Treasurer/Secretary	Officer/Voting Member
Programs Chair	Officer/Voting Member
Director/Advisor	Past President/Voting Member
Membership Chair	Functional Chair/Non-Voting Member
General Administrator	Appointed/Non-Voting Member
Programs Assistant	Appointed/Non-Voting Member

4. Membership (for Voting Members) on the Executive Committee shall be limited to no more than one individual from the same member company or organization.

5. A quorum vote of the Executive Committee voting members shall be required on all matters. A quorum shall be three (3) or more voting members. Voting by proxy is permissible.

6. The Executive Committee Officers, Director/Advisor and chairs shall serve in their respective positions for a period of twelve (12) months effective with the January Association luncheon meeting, unless their service started on a later date due to the resignation of a member of the Executive Committee.

7. The Officers are expected to succeed to the next office the following year (as shown in the order of precedence above). Functional Chairpersons shall have the option to maintain their chair as allowed by the Executive Committee, or resign from Executive Committee membership at the end of their annual term. The General Association Membership will elect new Officers to fill any vacancies for the following year at the year-end membership meeting.

8. The Past President shall become the new Director/Advisor.

9. The officers of the Executive Committee will appoint a member to serve as Membership Functional Chair.

10. The duties of the Executive Committee members shall be as follows:

President - Chair meetings of the General Association Membership and the Executive Committee. Represent the Association at outside functions and to other organizations. Maintain signature authority for the Association's financial accounts. Prepare and send letters to new members and members who have lost their membership status.

Vice President - Perform the functions of the President in his/her absence. Plan for and manage all activities and projects other than monthly General Association meetings and Executive Committee meetings. At a minimum, planning for and executing this will include an annual association social to be held annually(~~held in lieu of the September monthly luncheon meeting~~). Manage the Association's website in coordination with the President and the Webmaster. Acts with signature authority for official transactions of the Association. Perform other duties as directed by the President.

Secretary/Treasurer - Manage financial accounts for the Association and act as custodian of the Association's funds. Coordinate any review of the Association's financial records and provide results to the Executive Committee for approval. Responsible for the receipt and deposit of dues, guest luncheon fees or other incoming funds as executed by the General Administrator. Pay Association bills. Submit financial reports at Executive Committee meetings for approval. Submit final financial report for business year close-out approval. Record, maintain, and electronically distribute the minutes of the Executive Committee meetings and of Association business conducted at membership meetings. Maintain Association official By-Laws documentation and other official records. Annually review the Association's By-Laws and recommend changes for approval by the Executive Committee. Submit the Association's Annual Electronic Filing Requirement for Small Exempt Organizations (IRS Form 990-N) by 1 April of each calendar year. Acts with signature authority for official transactions of the Association.

Director/Advisor - Act as voting member advisor to the Executive Committee providing Association continuity.

Programs Chair - Select and invite guest speakers for informing the General Association at monthly meetings. Obtain approval from Executive Committee for all programs and guest speakers. Oversee monthly association meeting arrangements (location, menu) to include any required contractual arrangements (subject to Board approval). Provide speaker information to the General Administrator for monthly meeting announcements and to the Webmaster. Maintain audiovisual equipment required for speaker presentations and gifts for speakers. Host the guest speaker at the monthly General Association meeting. Provide digital records of guest speaker presentations to the Webmaster when the

information is deemed releasable. Maintain historical records of past guest speakers, dates and topics.

Membership Chair - Maintain membership roster and application forms. ~~Maintain the Association's financial records in QuickBooks software format utilizing the Association's computer.~~ Monitor status of dues payments from the General Association Membership, in coordination with the General Administrator. Contact members with delinquent accounts and provide membership status at monthly Board meetings.

General Administrator – Routinely check the Association's mailbox. Maintain the Association's financial records in QuickBooks software format utilizing the Association's computer. Prepare and forward invoices to General Association Membership two months prior to their membership expiring. Collect and submit to the Executive Committee requests for membership in the Association. Maintain past due membership dues listing. Assist the Secretary/Treasurer in the preparation of financial reports and records. Notify members of meetings and events. Maintain records, scanned or hardcopy, for 7 years.

Programs Assistant – Receive responses from the Association General Membership for attendance of monthly Association meeting. Notify members of monthly Association meetings and other events. Set up Association luncheon meeting reception area and maintain membership name tags. Accept luncheon payments and report receipt on a HAMA Luncheon Record Form and deposit to the HAMA financial account.

11. In the event that an elected officer position becomes vacant, the Executive Committee will select a replacement to fill the remaining term of the Officer's position. Any member of the Association may recommend a replacement.
12. In the event that a chairperson position becomes vacant, the Executive Committee will select a replacement.
13. In the event that the Director/Advisor position becomes vacant, the previous past presidents in order of descending succession will be asked by the President to fill the position.
14. An Executive Committee Officer who fails to fulfill his or her obligations or responsibilities to the Association may be removed from office by majority vote of the Executive Committee.
15. Executive Committee members will maintain a file of their activities and shall pass this information onto their successor at the conclusion of their tour of office.

16. The Executive Committee may conduct electronic voting concerning business that is normally conducted during monthly Executive Committee meetings if the business requires resolution prior to the scheduled meeting, such as General Association Membership approvals. Any electronic voting results will be brought before the Executive Committee at the next scheduled meeting for documenting in the meeting minutes.
17. The Executive Committee's voting members shall receive no compensation for execution of their assigned and/or specific duties but may be reimbursed for actual or reasonable expenses incurred in connection with the administration of the association's affairs. Requests for reimbursement will be forwarded to the Association's ~~Treasurer~~ Secretary/Treasurer, who will have reimbursements approved by quorum at the next Executive Committee meeting.

B. GENERAL ASSOCIATION MEMBERSHIP

1. To qualify for membership in the Association, a member candidate must represent an aerospace or defense company that supports, contracts, or interfaces with a federal government agency in the Huntsville, Alabama region. Membership will be considered to be a company membership unless otherwise stated on the application. A personal membership in the Association may be transferred to a new company. General Association Membership will be limited to personnel with business development or marketing responsibilities within their respective companies.
2. Membership shall be controlled, approved and/or disapproved by the Executive Committee. Applications from prospective members will be submitted to the Executive Committee for consideration and approval. The Executive Committee will require assurance that those applicants meet the membership criteria. Action taken on potential applicants will be made known to the General Association Membership by the Executive Committee. The Executive Committee shall have the authority to remove any member who does not fulfill their Association obligations or who no longer meets qualification requirements.
3. All General Association Members who retire from employment with good standing in the Association and all past association presidents shall be entitled to continue their membership and attend luncheons and other social events by paying either a normal membership fee or by event.
4. If a member of the General Association Membership fails to remain in good standing for four (4) months or more, the member will receive notification of their removal from the membership.

C. ADVISORY COUNCIL

1. As required, an Advisory Council will be authorized by the Executive Committee.
2. The Executive Committee shall have the authority to appoint members to serve on the Advisory Council.
3. The Advisory Council will be comprised of Past Presidents or appointed individuals who will provide their services on an as-needed basis.
4. The purpose of the Advisory Council is to provide the Association with a “corporate memory” and to apply their talents to extracurricular activities/projects and/or problems identified by the Executive Committee.
5. The Advisory Council will have no vote in the Association’s official business matters.

IV. MEMBERSHIP DUES

- A. The Executive Committee will establish annual membership dues. Annual member dues will be paid in total and are due on the member’s anniversary of membership.
- B. The annual dues shall be used for the luncheon expenses, special events, guest speaker expenses, and any administrative cost incurred by the Association.
- C. The Executive Committee shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these By-Laws.
- D. Association funds may be disbursed for other purposes as authorized by the Executive Committee. Any such disbursement of funds shall be documented in the minutes of the Executive Committee.
- E. The Executive Committee shall have the authority to levy reasonable and moderate special dues assessments upon the General Association Membership, if necessary, to cover special outstanding Association expenses and/or debts.

V. MEETINGS

- A. EXECUTIVE COMMITTEE MEETINGS: The Executive Committee shall hold regular meetings as necessary to conduct the affairs of the Association. The President of the Association will call the meetings.

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B. GENERAL ASSOCIATION MEETINGS

1. General Association luncheon meetings will be held on a monthly basis or as voted on by the Executive Committee.
2. The meeting agenda shall be flexible and may include upcoming activities, guest speakers, round-table discussions and other general business items.
3. Guests will be allowed to attend the Association meetings at the request of a HAMA member. Guests will be charged a nominal fee established by the Executive Committee to cover the luncheon expenses. A member (company or individual) may send a substitute in place of the regular member when the Programs Assistant is notified by the member prior to the scheduled General Association meeting.
4. The Executive Committee shall have the authority to call special Association meetings as required or deemed appropriate.

- C. YEAR-END BUSINESS MEETINGS: The Association shall hold an annual year-end business meeting for the purpose of electing officers, as necessary, and reviewing/discussing Association business matters. This will be held in conjunction with the January General Association meeting.

VI. MISCELLANEOUS

- A. Any General Association Member may propose a revision to the By-Laws. The revision shall be reviewed by the Executive Committee and if approved, will be brought to the Association for vote. If approved through majority vote of the Association membership present, the revision shall be incorporated into the By-Laws within 30 days.
- B. The Association shall be a nonprofit and nonpolitical organization. The Association shall exclude itself from any political-oriented actions, candidate endorsements, or political fund-raising activities. The Association shall not endorse or advertise the services or products of an individual Association member or company.
- C. The Association shall function and conduct its business in a legal and ethical manner.
- D. In the event of dissolution of this Association, all remaining assets whether real, personal, or mixed, which this Association owns or is entitled to, shall be liquidated and then donated to selected scholarship funds or other charitable purposes as determined by the Executive Committee.

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E. The Executive Committee shall have the authority to enforce the Association By-Laws.

Billy Warner
President
HAMA

Mark Terseck
Secretary/Treasurer
HAMA

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