

TWA AMBASSADORS LAX

24 February 2011

The following pages contain the by-laws which will govern the TWA AMBASSADORS OF SOUTHERN CALIFORNIA. This organization supports, and is a chapter of the National TWA SENIORS CLUB. The purpose of our local club is to operate as a non-profit social organization. Through social activities, members can contact and maintain friendships with other former employees of Trans World Airlines. The chapter president shall be the contact person for any and all matters concerning the chapter.

Constitution & By-Laws

- I Name
- II Purpose
- III Membership & Dues
- IV Officers
- V Membership Meetings
- VI Elections
- VII Amendments
- VIII Dissolution

Rules & Policies & Regulations

- I Non-Profit Status
- II Club Funds
- III Officer's Expenses
- IV Disbursement Of Funds
- V Audit Of Club Funds
- VI Conduct Of Activities
- VII Special Events
- VIII Miscellaneous

Constitution & By-Laws

Article I ... Name

Section 1 ...

TWA Ambassadors is a non-profit organization whose purpose is to promote continuing social and group activities with former TWA employees.

This group will operate as a separate entity of the National TWA Seniors Club (EIN 42:129182223) a 501(c)(7) corporation.

Section 2 ...

The home office of the local club shall be that of the current President or as may be designated by the Board of Directors from time to time.

Article II ... Purpose

The SoCal Ambassadors is a non-profit organization whose purpose is to promote continuing social and group activities with former TWA employees. This group will operate as a separate entity of the National TWA Seniors Club (EIN 42:129182223) a 501(c)(7) corporation.

Article III ... Membership & Dues

Section 1 ...

Members with a Retiree status shall consist of any former TWA or Ozark employee who **officially** retired. Upon payment of annual dues, each such member shall be eligible to participate in all Club activities, may hold an office and may vote on any matter at a local or National AGM.

Section 2 ...

Associate Members shall include 1) any **former** TWA employee who did not officially retire or 2) the spouse or child of an employee. These members may participate in all Club activities.

Any **former** employee may hold a local office and vote on local and National matters, but may not hold an office on the National Board.

Article III ... Membership & Dues, continued

Section 3 ...

Annual dues will be determined by the Board and approved by a simple majority (50%) at the AGM. Dues for the calendar year are payable by Jan 1st. Current dues are set at \$12.00 but may be changed hereafter by approval of the voting members at the AGM.

Section 4 ...

Payment of dues is required for all members, in order to be eligible to participate in activities at the member price, or to vote. Paid dues will include a spouse or one child at the member price for attendance at all functions.

Member price for luncheons will only apply for **advanced** reservations. Members and guests without reservations will pay the guest price at the door.

Article IV ... Officers

Section 1 ...

The elected officers shall consist of at least four individuals:

(a) PRESIDENT,

(b) FIRST VICE PRESIDENT

(If possible, a 2nd and 3rd VP should be elected.)

(c) SECRETARY and

(d) TREASURER.

The recent **PAST PRESIDENT** will automatically serve on the Board as Consultant. Additional Chapter Officer positions may be created or deleted from time to time and would be elected upon a vote of the membership.

Section 2 ...

The term of an elected officer shall be for **one** year. The term shall begin in January, after election at the AGM in December.

No officer shall serve in the same office for more than two years without the approval of a majority of members at a duly authorized General Meeting.

Article IV ... Officers, continued

Section 3 ...

The **PRESIDENT** shall be (1) responsible to the membership for the overall management and operation of the organization, (2) be a member of all committees, (3) ex-officio, shall approve all of the organization's disbursements, (4) preside over all official meetings of the organization.

Section 4 ...

The **PAST PRESIDENT** shall be on hand at meetings, when at all possible, to guide and assist the President and Board in assuming and dispatching their duties. He/She shall serve as head of the Nominating Committee.

Section 5 ...

The **FIRST VICE PRESIDENT** shall (1) function in the place of the President if the President is absent or unable to perform the duties of the office, (2) assist the President in matters as requested.

Section 6 ...

Other **VICE PRESIDENTS** may be elected and their duties shall be determined by the President as needed. These responsibilities may include sales of logo items, drawings, membership, photography, public relations, communications, etc.

Section 7 ...

The **SECRETARY** shall (1) keep and maintain written records of meetings, (2) if required by the President, publish the newsletter to members with input from the President, (3) submit articles to the National Skyliner as required, (4) update the by-laws approved by the Board, (5) assure new Board members get updated copies of the by-laws, etc.

Section 8 ...

The **TREASURER** shall (1) maintain a financial accounting and auditing system of the affairs of the Chapter (2) collect monies and dues and handle all banking, paying obligations which have been duly approved, (3) maintain membership rosters and event attendance records, (4) report on the Chapter financial status upon request, (5) mail the Newsletter in the absence of a designated printing copy-shop.

Article IV ... Officers, continued

Section 9 ...

VOLUNTEERS shall provide valuable assistance in the areas of decorations, photography, website maintenance and updates, membership correspondence, hospitality, luncheon set-ups, etc. They may form a committee of members to assist in conducting special activities or planning events.

Section 10 ...

REPLACING A BOARD MEMBER, due to any circumstance, will be accomplished by an appointment of the President with the simple majority of the remaining officers.

The Officers of the Chapter shall consist of those elected by the membership at the AGM in December or at a time so decided. They shall be the policy-making body of the Chapter.

Article V ... Membership Meetings

The local Chapter functions mainly as a non-profit social organization which currently entails luncheon meetings held bi-monthly. The number of luncheons can be voted upon annually at the AGM.

The AGM for this Chapter is typically held in December and consists of the election of the new Board, but can be designated at any time deemed necessary.

Board meetings are to be held at the discretion of the President and are dependent upon impending business.

Article VI ... Elections

Section 1 ...

The Past President is the head of the Nominating Committee and may choose up to four members to serve on this committee with the approval of the President.

Suggested members should represent each department of service within the Company if possible, i.e.: Flight Ops, Airport Ops, Inflight, Sales and Reservations. Nominations may be made from the floor by a member in good standing. Nominee must be present or give consent in writing.

Article VI ... Elections, continued

Section 2 ...

Officers shall be elected by hand vote at the AGM. Only members present may vote. If more than one candidate, highest number of votes wins.

Article VII ... Amendments

Section 1 ...

These By-Laws may be amended by a two-thirds majority vote of members present at an AGM.

Amendments must be submitted to Board Officers at least 30 days in advance.

Section 2 ...

Rules, Policies and Regulations may be amended at any time by a simple majority vote of the Board Officers at a Chapter meeting.

Article VIII ... Dissolution

Should SO CAL TWA AMBASSADORS disband, after all debts are satisfied, all remaining funds in the Treasury shall be distributed back to the TWA National Seniors Club.

Should that club no longer exist, the remaining funds should be distributed to the SAVE A CONNIE FOUNDATION of Kansas City, Missouri.

If neither organization exists at the time of dissolution, remaining funds shall be donated to the Smithsonian Museum for aviation related museum activities.

Rules & Policies & Regulations

Article I ... Non Profit Status

IRS status applied for- 501(c)(7) as a non-profit organization. The IRS Letter of Determination of Tax Exempt Status shall be maintained on file by the President and Treasurer of the Chapter. All Officers should be aware of the requirements for tax exemption.

Article II ... Club Funds

Membership dues may be amended as provided in the by-laws. Chapter funds may earn interest on deposit.

Article III ... Officer's Expenses

Section A ...

Officers, unless an exception is noted herein, are expected to bear their own expenses to participate in the activities of the club.

Section B ...

All reasonable/actual expenses incurred by Officers for Chapter business shall be reimbursed upon receipt of appropriate documentation and in some cases approved by the Board.

Article IV ... Disbursement Of Funds

Section A ...

The PRESIDENT, VICE-PRESIDENT and the TREASURER shall be authorized to sign checks on Chapter bank accounts.

Section B ...

The TREASURER shall be authorized to sign checks up to a limit of \$1,000 with appropriately approved substantiation.

Checks in excess of this amount shall be countersigned by those in "Section A" above.

Article V ... Audit Of Club Funds

The President and the Treasurer shall conduct an audit of the books and records of the club annually. The findings shall be available to the members upon request.

Article VI ... Conduct Of Activities

All individual activities sponsored by the Chapter are expected to be completely self-supporting.

Article VII ... Special Events

All special events should be conducted with due care to limit liability to members. Officer and Chapter disclaimers should accompany all activities falling in this category.

Article VIII ... Miscellaneous

Any conflict between provisions of the Rules and Policies and the Constitution and By-Laws stated herein shall favor the provisions of the Constitution and By-Laws.