

RUPA BYLAWS

Adopted: January 30, 1963 Latest Revision: August 6, 2017

ARTICLE 1. NAME

Section 1. The name of this organization shall be RETIRED UNITED PILOTS ASSOCIATION.

ARTICLE 2. PURPOSE

Section 1. The purpose of this organization is to enhance the welfare of and to maintain the friendships and association of its members. This is accomplished by organizing and holding periodic luncheons, dinners, cruises, and conventions.

Section 2. This Association is a tax-exempt organization. The organization does not contemplate pecuniary gain or profit to the members and is organized for nonprofit purposes only.

ARTICLE 3. MEMBERSHIP and DUES

Section 1. Retired or active pilots of United Air Lines, or predecessor companies, are eligible for membership in this Association. Active pilots will be associate members and enjoy all rights and privileges except voting rights. In addition, any retired UAL Flight Operations employee may be considered, at a regular meeting, for membership.

Section 2. Annual membership dues are set by the Board of Directors and are published in the RUPANEWS. Annual dues are payable during the member's birth month. Members are not eligible to vote unless dues are paid.

Section 3. The monthly RUPANEWS will be distributed to all members in good standing.

ARTICLE 4. OFFICERS

Section 1. The Officers of this Association shall consist of President, Vice-President and Secretary-Treasurer.

Section 2. The above Officers shall constitute the Executive Committee, which shall have the power to conduct the business affairs of the Association. The Executive Committee is not authorized to incur unapproved indebtedness in the name of the Association.

Section 3. The President shall supervise the affairs of the Association, calling meetings of the Executive Committee as needed and shall direct its efforts. The President shall preside at all meetings of the Executive Committee. The President shall appoint such committees as necessary to accomplish the purposes of the Association as stated in Article 2, Section 1. The president shall preside at all Conventions.

Section 4. The Vice-President shall perform such duties as assigned by the President.

Section 5. The Secretary-Treasurer, in addition to such duties as assigned by the President, shall keep an account of the monies received and expended and submit an annual report to the Audit Committee appointed by the President as stipulated in Article 6, Section 3. The Secretary-Treasurer shall keep a roster of members and record, or have recorded, the minutes of Executive Committee meetings, Board of Director Meetings, Conventions, and a record of internet business meetings of RUPA.

ARTICLE 5. TERM of OFFICE and ELECTION to OFFICE

Section 1. All officers will serve a term of two years, commencing on September 1st in odd numbered years.

Section 2. 30 to 60 days prior to September 1st, names of potential officers will be submitted, to be voted on by the Board of Directors. This may be accomplished by a solicitation in the June and July issues of the RUPANEWS for nominations. All nominees must indicate a willingness to serve, or must have volunteered to serve.

Section 3. In the absence of a Convention, the Officers will be elected by the current Board of Directors.

Section 4. Any officer may be invited to continue in his elected position by the Board of Directors

ARTICLE 6. BOARD OF DIRECTORS

Section 1. The Association shall have a Board of Directors. The Board of Directors shall consist of the three elected officers, the RUPANEWS Editor, the Webmaster, the past President and other members, as appointed by the Board.

Section 2. Members of the Board of Directors will serve an indefinite term, at the pleasure of the current President.

Section 3. The President shall appoint a three person Audit Committee from members of the Board of

Directors, which committee shall make a report on the State of the Association to the Membership. The report will be published in each December issue of the RUPANEWS.

ARTICLE 7. CONVENTIONS

Section 1. The Association may hold a biennial Convention at a site suggested by the site committee and agreed to by the majority of those indicating an intention to attend.

Section 2. There must be a willing host committee at the proposed site who will arrange the venue, tours and activities.

Section 3. The Convention or any part of it may be cancelled to preclude RUPA from any financial penalties that would be incurred should membership participation be inadequate.

Section 4. Should a Convention take place, the installation of Officers will be the final order of business.

ARTICLE 8. AMENDING BYLAWS

These By-Laws may be amended, as needed, at the request of the President. An email poll of the Board of Directors will require 2/3 approval of the said changes.

ARTICLE 9. DISSOLUTION

Section 1. The Association may be dissolved at any time by an affirmative three-fourths majority of voting members.

Section 2. In the event of such dissolution, the Executive Committee shall dispose of all physical assets and resolve any questions or problems relating thereto.

Section 3. All liquid assets (after approved debts are paid) shall be distributed to authentic charities or educational organizations as decided by the majority vote of the Board of Directors.

ARTICLE 10. LIMITATIONS

Section 1. Notwithstanding any of the above statements of purpose and powers, this Organization shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this organization.