



Saratoga County Airport (5B2)
P.O. Box 545
Ballston Spa, NY 12020
www.adkflyingclub.org

ADK Flying Club, Inc

BYLAWS

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Revision 3

INDEX

	PAGE
ARTICLE 1 – OFFICES	3
ARTICLE II – PURPOSES	3
ARTICLE III – MEMBERSHIP	3
ARTICLE IV – MEMBERS FINANCIAL OBLIGATION	4
ARTICLE V – CERTIFICATES OF MEMBERSHIP	5
ARTICLE VI – MEMBERSHIP MEETINGS	5
ARTICLE VII – BOARD OF DIRECTORS	7
ARTICLE VIII – OFFICERS	8
ARTICLE IX – SAFETY BOARD	9
ARTICLE X – CLUB FINANCES	10
ARTICLE XI – MISCELLANEOUS	10
ARTICLE XII – SURPLUS SAVINGS	11
ARTICLE XIII – DISSOLUTION OF THE CORPORATION	11
ARTICLE XIV – AMENDMENTS	11
ARTICLE XV – CONSTRUCTION	11
FLIGHT PROFICIENCY PROGRAM	APPENDIX i
OPERATION RULES	APPENDIX ii
FLIGHT RESTRICTIONS	APPENDIX iii
OPERATIONS AND MAINTENANCE	APPENDIX iv
FEE SCHEDULE	APPENDIX v
BOARD MEMBERSHIP	APPENDIX vi
REVISION HISTORY	14

ADK FLYING CLUB, INC.

SARATOGA COUNTY AIRPORT

P.O. BOX 545

BALLSTON SPA, NEW YORK 12020

BYLAWS

ARTICLE 1 – OFFICES

The principal office of the Corporation (aka “The Club”, or “Club” shall be at the Saratoga County Airport, Town of Milton, County of Saratoga, State of New York. The Corporation may have offices at other places within or without this state as the Board may from time to time determine or the business of the Corporation may require.

ARTICLE II – PURPOSES

The purposes for which this Corporation has been organized are as follows: To conduct and carry on a non-profit airplane club, to conduct and maintain all facilities for the Club’s interest in aircraft; to own and take title to by purchase, lease, or other legal means, aircraft of all makes and descriptions; to own and operate all facilities for the storage and repair of aircraft; to utilize such aircraft for pleasure flying by members interested in flying as a hobby; to fly for a member’s “incidental” personal business as allowed by the FAA; to engage in joint flying for fun; to gather together informally for social activities and discussions about flying experiences and techniques, view films and entertain guest speakers to benefit all members from an educational, safety and recreational standpoint.

ARTICLE III – MEMBERSHIP

1. There may be active members, family members, associate members, and suspended members.
 - A. Active members must be at least 16 years old, shall hold at least a Student Pilot Certificate, and be in good financial standing with the Corporation.
 - B. Family membership is designed for families with multiple certificated or aspiring pilots. The Club will allow up to 3 Family memberships at one time. A minimum age of 15 is required and the family member must be an immediate family member. Each full share member may have one family member join ADK Flying Club under his/her equity share, subject to the aforementioned 3- Family Memberships limit) A family member must pay normal monthly dues but will pay only 50% of the normal equity fee per the fee schedule in Appendix v. The family member is responsible for assessments that may be made from time to time but is not responsible for equity increases. A family member may not vote on club business. Upon resignation of the full share member under whose membership the family member belongs, the family member will be immediately invited to join the Club as a regular member, upon paying the regular member equity fee as defined in Appendix v.
 - C. Associate member is an advisor to or friend of the Corporation approved by a two-thirds vote of the Board of Directors and does not hold capital certificates, pay dues, or have flying privileges except in the case of Associate Members who are Instructors providing flight instruction to regular Members.
 - D. Suspended member is a member who has been suspended by the Board of Directors from privileges due

to but not limited to: violations of the bylaws; rules and regulations; financial obligations of the corporation; cancellation or suspension of his/her license by the FAA., or conduct reflecting poorly on the Club.

2. Prospective members shall be placed on a waiting list if the membership is full. Applicants shall be considered for membership after filing a written application and being approved by a two-thirds vote by the Board of Directors. Applicants shall be considered by the date of filing their written application, but former, family, and associate members shall be considered before new applicants. A non-refundable application fee (listed in Appendix v) will be required at the time of application. Upon acceptance to the Club, the application fee will be credited toward the applicant's equity buy-in.
3. New members will be required to present proof of adequate FAA licensure (minimum Student Pilot Certificate) as well as a valid FAA Medical Certificate or Basic Med certificate before acceptance to the Club.
4. The total number of members in the Club may vary from time to time at the discretion of the Board of Directors. The Board of Directors will strive to maintain a ratio of 15 members per Club aircraft owned or leased.
5. Each active member shall be entitled to one vote on each matter submitted to a vote of the membership.
6. Suspension or expulsion of a member may occur after a two-thirds vote of the Board of Directors and following a hearing where a member has been allowed to refute any allegations of, but not limited to the failure to meet financial obligations; gross negligence in the use of Corporation property; cancellation or suspension of his/her airman's certificate; or violation(s) of the flying regulations of the Corporation, or behavior reflecting poorly on the ADK Flying Club. A suspended member shall be exempt from paying dues. In the event of expulsion, if a prospective member is available, the expelled member's capital shall be refunded less all money owed to the Corporation and less any damages assessed as a result of damage to or destruction of Corporation property.
7. Resignation from membership shall be made in writing to the Secretary and shall become effective when accepted by the Board of Directors. A resignation cannot be accepted until all indebtedness to the Corporation has been satisfied, and a prospective member is available and accepted to replace the resigning member.
8. In the event of the death of a member, the Club shall fill the vacancy according to the rules of the resignation of a member and shall refund the capital investment to the estate or beneficiary of the departed member as specified on the member's application.
9. Membership in the Corporation is non-transferable.

ARTICLE IV – MEMBERS FINANCIAL OBLIGATION

1. Each member will be required to purchase capital in the Corporation which will be in an amount specified in Appendix v "Fee schedule". This capital will be refunded upon redemption of the capital certificate as long as the other conditions of these bylaws have been met to the satisfaction of the Board of Directors, subject to there being a replacement member available from the waiting list, or a replacement member being brought on by the exiting member. The capital fee shall be retained by the Club until such replacement member has paid their capital fee.
2. Each member shall pay monthly dues as determined by the Board of Directors, and contained in Appendix v

“Fee schedule” Members will be billed in advance with dues due on or before the 10th of each month. The dues may be changed from time to time as determined by the Board of Directors.

3. Any time the corporation fails to have ownership or lease of an aircraft, the dues shall be reduced in proportion to the Club's ownership or lease holding, i.e. If the Club operates 3 aircraft and one ceases to be owned or leased by the Club, dues will be reduced to existing members by 1/3 until the corporation owns or leases another aircraft. This provision does NOT apply to temporary out of service conditions of any of the Club's aircraft, or any short-term unavailability due to aircraft service or purchase process resulting in aircraft unavailability duration of less than 3 months.
4. Each member shall be assessed an hourly “wet” (fuel included) rate for use of the aircraft as listed in Appendix v “Fee schedule” based upon the tachometer time and members will be billed monthly after an audit of the usage at the end of each month. The assessed hourly rate will be due on the 10th of the following month. The hourly rate may change from time to time as determined necessary by the Board of Directors. The hourly rate will be assessed every six months based on data acquired over the previous six months.
5. Each member will be granted one “flight credit” (as defined in Appendix v: “Fee schedule”) each month towards one hour of flying time. If one hour is flown within the month, the flight credit will appear on the Member’s following month invoice. For months when a member flies less than one hour, then up to 6 flight credits may be accrued and applied to subsequent flight hours for a period not to exceed 6 months. All regular dues must be paid up for flight credits to apply.
6. A schedule of fees, financial obligation, and minimum flight time will be attached hereto in Appendix v “Fee schedule” and may be amended from time to time as determined by the Board of Directors.
7. Any member who is thirty days delinquent in his/her financial obligation to the Club shall be reported to the Board of Directors at the monthly meeting of the Board of Directors. The Board of Directors may take action on the matter, which may be in the form of suspension of the member's privileges or expulsion from the club.
8. Damage: Members will be financially responsible for damage to Club aircraft caused by them up to the amount of the current insurance deductible for covered items, or if not covered by insurance, the full amount of the damage up to the insurance deductible, whether or not the Club decides to file an insurance claim for repair of said damage. If the damage results from a violation not covered by the Club’s insurance carrier on the aircraft, then the responsible member will be responsible for the full amount of the damage. Multiple damage events by a single member may, at the discretion of the Board of Directors, result in the termination of membership in the Club, and the member’s equity share amount may be applied by the Board for those damages. Applicable insurance deductibles are listed in Appendix v “Fee schedule.”

ARTICLE V – CERTIFICATES OF MEMBERSHIP

1. The Board of Directors will issue a certificate of membership in the Corporation to all members of the Corporation. Such certificates shall be in the form and manner as determined by the Board of Directors and shall be endorsed by the President and Secretary of the Corporation.
2. No person shall become a member of the Corporation without having made a capital contribution of an amount determined by the Board of Directors upon admission to the Corporation or within thirty days after admission to the Corporation. Capital certificates of the Corporation shall be non-transferable except upon consent of the Corporation, in which case they may be transferred to other members. The capital certificates issued to members shall be redeemable in whole or in part at the option of the Corporation at an amount equal to the required capital contribution upon death, total disability, or occurrence of circumstances that

make it impossible for a member to continue to take part in the activities of the Corporation. The judgment of the Board of Directors of the Corporation shall be conclusive as to whether a member is disabled or has demonstrated the existence of circumstances, which make it impossible for a member to continue to take part in the activities of the Corporation. Dues will be suspended for all deceased or disabled members.

ARTICLE VI – MEMBERSHIP MEETINGS

1. **ANNUAL MEMBERSHIP MEETING:** The annual membership meeting of the Corporation shall be held at the same time as the regular January meeting, the second Monday of January each year. The Secretary shall cause to be mailed or e-mailed to every member in good standing at his or her physical or e-mail address on file with the corporation, a notice stating the time and place of the annual meeting. At the annual membership meeting the election of Officers/ Board of Directors of the Club shall take place, with the elected officers taking office at that meeting. The term of each club officer shall be one year.
2. **REGULAR MEETINGS:** Regular meetings of the members shall be held monthly on the second Monday of each month, and/or as scheduled by the President. The purpose of the monthly meetings shall be to discuss matters pertinent to the operation of the Club, to share flying experiences, to view entertaining or educational films, to discuss ground and air safety topics, and to host guest speakers.
3. **SPECIAL MEETINGS:** The Board of Directors may call special meetings of the members. The Secretary shall notify members of the date, time, place, and purpose of the meeting, appropriately.
4. **PLACE OF MEETING:** The Board of Directors may designate any place within or without the State of New York as the place of the regular meeting, any annual meeting, or any special meeting called by the Board of Directors. If no designation is made, the place of meeting shall be the principal office of the Corporation in the State of New York, but if a quorum of the members shall meet at any time and place within or without the State of New York and consent to the holding of a meeting, such meeting shall be valid without call or notice and at such meeting any corporate action may be taken.
5. **NOTICE OF MEETING:** Written or printed notice stating the place, day, and hour of any meeting of members shall be delivered either personally, by mail, or by e-mail, to each member entitled to vote at such meeting not less than three days before the date of such meeting by or at the direction of the President, the Secretary, or the officers or persons calling the meeting. In case of a special meeting or when required by the State or these bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his/her address as it appears on the records of the Corporation with postage thereon.
6. **INFORMAL ACTION BY MEMBERS:** Any action required by law to be taken at a meeting of the members, or any action that may be taken at a meeting of members, may be taken without a meeting if consent in writing setting forth the action to be taken shall be signed by all members entitled to vote concerning a subject matter thereof. This vote may be taken via e-mail.
7. **PROXIES:** Every member entitled to vote at a meeting of members or to express consent or dissent without a meeting may authorize another person or persons to act for him/her. The member or his/her attorney-in-fact must sign every proxy. No proxy shall be valid after the expiration of eleven months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.
8. **QUORUM:** A majority of the Board of Directors then serving shall constitute a quorum at the annual

meeting and at any regular or special meeting; and a majority of those present in either case shall have power to act in all matters, except for matters subject to the approval of 2/3 of the general membership including election of Officers, changes to the bylaws, etc.), which may be conducted by mail or by electronic means and will be recorded by the Club Secretary.

9. VOTING BY MAIL: In any other matter that the Board of Directors in their judgement voluntarily wish to subject to a vote by the general membership of the Club, such vote may be conducted by mail, or by e-mail, in such a manner, as the Board of Directors shall determine.

10. ORDER OF BUSINESS: The order of business at all meetings of members shall be:

- a. Roll call
- b. Reading of the minutes of the preceding meeting
- c. Committee reports
- d. Reports of officers
- e. Old and unfinished business
- f. New business
- g. Safety Discussion
- h. Adjournment

11. MANAGEMENT OF MEETINGS: The President or in his/her absence the Vice-President, or in the absence of the President and the Vice-President, a Chairperson elected by the present Board of Directors, shall call the meeting of the members to order and shall act as the presiding officer thereof.

ARTICLE VII – BOARD OF DIRECTORS

1. MANAGEMENT OF THE CORPORATION: A Board of Directors shall manage the business and property of the Corporation. The Board of Directors shall consist of five members, as listed in Appendix vi.
2. ELECTION OF THE BOARD OF DIRECTORS: The Board of Directors shall consist of the elected officers of the Club. The Board of Directors shall consist of the PRESIDENT, VICE-PRESIDENT/OPERATIONS OFFICER, SECRETARY, TREASURER, and MAINTENANCE OFFICER of the Club. Each director shall hold office until the expiration of his/her term as a Club officer, until his/her successor is elected, or until his/her resignation or removal.
3. BOARD OF DIRECTORS MEETINGS
- A. The President may call a Board of Directors meeting monthly or as necessary to conduct the business of the Corporation. The date, time, and place of said meeting may be within or without the State of New York. Board of Directors meetings usually precede or follow regular meetings.
 - B. Special meetings of the Board of Directors may be called at the request of the President or any two directors. The person or persons calling said meeting shall fix the date, time, and place of said meeting.

- C. Notice of a special meeting of the Board of Directors stating the date, time, place, and purpose of said meeting shall be mailed, emailed, or personally given to each Director not less than three days before the day of the meeting.
 - D. A majority of the Board of Directors shall constitute a quorum to conduct the business of the Board of Directors.
 - E. The President will preside over all Board meetings and in his/her absence the Vice President will preside, and if both are absent a chairperson will be decided from the remaining Board members present.
- 4. VACANCIES OF THE BOARD OF DIRECTORS: Vacancies of the Board of Directors shall be filled by an appointment of the remaining Board of Directors for the unexpired term.
 - 5. COMPENSATION: The Board of Directors shall serve without compensation or reward, except as otherwise provided in these bylaws or as provided for by State law.
 - 6. REMOVAL OF DIRECTORS: Any or all of the Directors may be removed for cause by vote of the members or by the action of the Board and following State law.
 - 7. DIRECTORS LIABILITY: Per N.Y. Not-for-Profit-Corp. Law § 720-a, except as provided in sections seven hundred nineteen and seven hundred twenty, and except any action or proceeding brought by the attorney general or, in the case of a charitable trust, an action or proceeding against a trustee brought by a beneficiary of such trust, no person serving without compensation as a director, officer or trustee of a corporation, association, organization or trust described in section 501 (c) (3) of the United States internal revenue code shall be liable to any person other than such corporation, association, organization or trust based solely on his or her conduct in the execution of such office unless the conduct of such director, officer or trustee concerning the person asserting liability constituted gross negligence or was intended to cause the resulting harm to the person asserting such liability. For purposes of this section, such a director, officer, or trustee shall not be considered compensated solely because of payment of his or her actual expenses incurred in attending meetings or otherwise in the execution of such office.

ARTICLE VIII – OFFICERS

- 1. OFFICERS: The officers of the Corporation shall be the PRESIDENT, VICE-PRESIDENT/OPERATIONS OFFICER, SECRETARY, TREASURER, AND MAINTENANCE OFFICER, as elected at the annual membership meeting and who shall also serve as members of the Board of Directors. Each officer shall hold office for one year or until his/her successor has been elected or appointed.
- 2. REMOVAL, RESIGNATION, OR VACANCY:
 - A. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interest of the Corporation would be served thereby, but such removal must be by a majority vote of the Board of Directors and without prejudice to the contract rights of the officers so removed.
 - B. In the event of a vacancy of an officer, the Board may appoint a successor to fill the position until the term expires.
- 3. PRESIDENT: The President shall be the chief executive officer of the Corporation. He/she shall preside at all meetings of the members and all meetings of the Board. He/she shall have the general management of the affairs of the Corporation and shall see that all orders and resolutions of the Board are carried into effect.

He/she has the right to make appointments or create committees, as he/she deems necessary for the efficient operation of the Club. He/she shall execute with the Secretary, in the name of the Club, all certificates of membership, contracts, and instruments other than checks, which have been first approved by the Board of Directors. He/she shall co-sign all checks executed in the name of the Club.

4. VICE-PRESIDENT/OPERATIONS OFFICER: In the absence of the President, the Vice-President shall have all the powers, functions, and duties of the President. The Vice-President shall serve as the Operations Officer and have the responsibility to ensure compliance with all the FAA rules and regulations and other safety standards, as he/she deems necessary. The Vice President shall compose and revise flight rules and regulations and present them to the Board of Directors for adoption as part of these bylaws. He/she shall attend to all duties assigned to him/her and those incidentals to his/her office.
5. TREASURER: The Treasurer shall have care and custody of all funds and securities of the Corporation and shall deposit said funds in the name of the Corporation in a bank or trust company as decided by the Board of Directors. The Treasurer may, when directed by the Board of Directors, co-sign and execute all contracts in the name of the Corporation and when countersigned by the President, he/she shall sign all checks, drafts, notes, and orders for payment of money that shall be duly authorized by the Board of Directors. The Treasurer shall maintain books and accounts and shall present them for inspection to any Director or member of the Corporation during normal business times. The Treasurer shall prepare and present reports at all appropriate meetings and shall conduct an audit of the accounts at the end of the Corporation year and present a written report at the annual meeting of the members setting forth the financial condition of the Corporation and the amount of each member's equity in the Corporation. The Treasurer shall compute and compile a record of the flight time of the aircraft and shall bill members appropriately. He/she shall also bill members for all dues owed or any other financial obligation owed by the members. He/she shall attend to all duties assigned to him/her and those that are incidental to his/her office.
6. SECRETARY: The Secretary shall keep the minutes of all meetings of the members and all Board of Directors meetings. He/she shall serve all notices of the Corporation according to these bylaws and as required by law. He/she shall keep a register of all members with the last known postal address, the book of bylaws including the rules and regulations of the flying Club, and any other books and papers as directed by the Board of Directors. He/she shall execute all certificates of membership, contracts, and instruments approved by the Board of Directors. The Secretary shall maintain or cause to be maintained an appointment book for operations of the aircraft. The Secretary shall prepare and present reports of previous minutes when called upon to do so during the business of any meetings of the Club. He/she shall attend to all duties assigned to him/her and those that are incidental to his/her office.
7. MAINTENANCE OFFICER: The Maintenance Officer shall be responsible to maintain the working order of all aircraft and equipment. He/she will also be responsible for all inspections, overhauls, compliance with service bulletins, registrations, and all other paperwork associated with the operation of the aircraft and the proper documentation of maintenance of the aircraft.
8. VACANCIES: If any office, other than that of the President, becomes vacant for any reason, the President shall appoint an interim successor until such time as the Board of Directors shall elect a successor from the membership who shall hold office for the unexpired term. If the office of President becomes vacant, the Vice President shall become President and the Board of Directors shall elect a new Vice-President from the membership.

ARTICLE IX – SAFETY BOARD

1. The Board of Directors shall appoint a Safety Board to investigate each aircraft accident involving either a

member of the Club or any equipment belonging to the Club, providing such accident results in damage to equipment exceeding a sum of one thousand dollars.

2. The Safety Board shall consist of three members of the Club who were not involved in the accident. One member shall be a Director.
3. The Safety Board shall take all steps necessary to ascertain the facts, conditions, and circumstances for the accident and shall arrive at a conclusion regarding the probable cause and the responsibility for said accident and shall make known to the Board of Directors and all parties involved in the accident the findings in the form of a written report.
4. The Board of Directors, upon receipt of the findings of the Safety Board, shall allow all parties involved in the accident the opportunity of a hearing. After a hearing or if such hearing is waived by all parties involved, the Board of Directors shall decide if any negligence was involved and take whatever action is necessary.

ARTICLE X – CLUB FINANCES

1. No member may authorize expenditures or otherwise incur financial obligations in the name of the Club except as expressly provided for in these bylaws or other regulations duly promulgated by the Club membership.
2. The Treasurer is authorized to expend Club funds in payment for all nominal and fixed costs of the Club and all operating costs not over five hundred dollars. The Treasurer must obtain approval from the Board of Directors for any unusual expenditure and all expenditures over five hundred dollars.
3. The Maintenance Officer may authorize work on the Club aircraft of up to five hundred dollars without seeking approval from the Board of Directors. The Maintenance Officer must consult with the Treasurer before authorizing any work to determine whether there are sufficient funds to pay for the work.
4. Individual members will be reimbursed for any personal expenditure, not more than two-hundred-fifty dollars, for repairs to the Club aircraft or repairs or maintenance necessary to complete a trip back to Saratoga County airport safely.
5. No member, officer, Director, or any other individual shall obligate the Club to any purchase, repair, service, or any other matter in an amount over five hundred dollars without the approval of the majority of the Board of Directors.

ARTICLE XI – MISCELLANEOUS

1. The Operations Officer shall develop or cause to be developed a Flight Proficiency Program for all members including but not necessarily limited to periodic check rides with qualified instructors, the minimum number of flight hours per month, minimum number of landings per month, and periodic refresher courses. The Flight Proficiency Program shall be presented to the Board of Directors for adoption and may be acted upon or amended at any meeting. The Flight Proficiency Program shall be attached hereto in Appendix ii.
2. The Operations Officer shall develop or cause to be developed a set of operation rules, flight restrictions, and operation and maintenance rules. The operation rules, as shown in Appendix iii attached hereto, flight rules, as shown in appendix iv attached hereto, and operation and maintenance rules as shown in appendix v attached hereto will be presented to the Board of Directors for adoption and may be acted upon or amended at any Board of Directors meeting.

3. The Flight Proficiency Program and flight rules and regulations shall be presented to the Board of Directors no later than the regular meeting of the Board of Directors of each new year.

ARTICLE XII – SURPLUS SAVINGS

The net savings or surplus remaining after all operation costs and other expenses have been paid shall remain in the Club's treasury for the purchase of new equipment, for engine overhaul or other aircraft upgrades, contingencies or for the purpose of reducing the hourly rates for flying as shall be determined by the Board of Directors. The net savings, in any event, shall not be distributed to the members for their individual use.

ARTICLE XIII – DISSOLUTION OF THE CORPORATION

If the members of the Corporation vote to dissolve the Corporation, it will be done according to the New York State Not for Profit Law § 720-a.

ARTICLE XIV – AMENDMENTS

The bylaws may be adopted, amended, or repealed by a two-thirds vote taken in person or electronically, of the entire membership at any meeting of the membership, provided notice has been made to all members of the Club of the changes, the date, time, and place of the meeting for the bylaws change, at least 30 days but not more than 60 days prior to the meeting.

ARTICLE XV – CONSTRUCTION

If there is any conflict between The New York State Law, The Certificate of Incorporation, and these bylaws, the New York State Law shall supersede, followed by the Certificate of Incorporation and then the bylaws.

APPENDIX i

FLIGHT PROFICIENCY PROGRAM

1. All members must be approved for solo flight in the Club aircraft and their logbook so endorsed by a Club approved Certified Flight Instructor.
2. Members must maintain proficiency by logging at least two hours of flight time in any consecutive 180-day period. Failure to meet this requirement will require a check ride with a designated or approved instructor.
3. Members must take a check ride with a designated or approved instructor at least once in any consecutive twenty-four-month period.

APPENDIX ii

OPERATION RULES

SCHEDULING:

1. Reservations for all flying time will be scheduled on a first-come basis in the online scheduling software.
2. If a member cannot keep his/her reservation, it shall be canceled as soon as possible to make the aircraft available to other members.
3. No member shall keep the Club aircraft beyond the scheduled time except for reasons beyond his/her control, such as weather or mechanical delays. Any member delayed for a time period of fewer than eight hours shall notify a member of the Board of Directors. Any member delayed for more than eight hours shall immediately notify the Club Operations Officer, (Vice President) or any Director if the member is unable to contact the Operations Officer, (Vice President) who will make the proper adjustments to the flying reservations schedule.
4. If a member scheduled to fly does not show up for any reason, another member may use the aircraft for the remaining time provided, provided a 15-minute grace period beyond the scheduled time is observed.
5. Names of members who are habitual no-shows shall be brought to the attention of the Operations Officer.
6. Flight time shall be based on the aircraft's engine tachometer. Each member shall record the tach time on the flight log sheet maintained in the aircraft, or in the Club's official software in effect.
7. Each member shall be responsible to ensure the aircraft is secured at the completion of a flight, which includes tie down, gust locks, pitot covers, and engine cowl plugs. Members will take care to plug in the engine's oil heater when temperatures are forecast to be 32 degrees F or below.
8. In the event a Club member fails to return the aircraft prior to another member's designated time of use, for reasons other than weather or mechanical problems, the tardy member may be assessed the difference between the Club rates and the rate the aggrieved member was charged to rent an aircraft from another agency. This monetary penalty will be waived if the Club member notifies any Club Officer and/or the then-current fixed-based operator at the Saratoga County Airport by telephone or other means of the reason for his/her tardiness.
9. Each member shall be entitled to SPECIAL RESERVATION of the airplane for all or part of a weekend provided, these rules will be reviewed at the annual meeting:
 - A. Each member is allowed one weekend per year.
 - B. If a member would like to take another weekend, they may apply to the Board of Directors for an additional weekend.
 - C. The member has not applied for and used the airplane in the prior eight weeks under the SPECIAL RESERVATION status. SPECIAL RESERVATION shall be handled on a first-come, first-served basis. The Board of Directors shall not approve SPECIAL RESERVATION status more than three consecutive weekends, thereby allowing the aircraft to be at the home base a minimum of one weekend
10. A member may reserve the aircraft for up to one week at a time following the same restrictions and procedure as the SPECIAL RESERVATION and with the approval of the Board of Directors.

APPENDIX iii

FLIGHT RESTRICTIONS

1. All flying is to be done in strict accordance with all current Federal Aviation Regulations, State, and local laws, and Club rules. Each member acting as Pilot-in-Command is responsible to maintain flight currency appropriate to the aircraft flown and in meteorological conditions appropriate to their rating.
2. No person except a Club member or Club-approved flight instructor acting on behalf of the Club or a qualified person making necessary flight tests shall act as Pilot-in-Command of the Club aircraft.
3. No member shall use the Club aircraft for hire. Sharing expenses will be permissible where allowed by the FAR for a private pilot. Club members may use Club aircraft in conducting their personal business if such use is deemed “incidental” as defined and allowed by the FAA.
4. No instructor members shall give any non-Club members instruction in the Club aircraft. Members may receive instruction only from Club-approved instructors in the Club aircraft.

Appendix iv

OPERATIONS AND MAINTENANCE

1. Each member shall make a complete line inspection and run-up according to an appropriate checklist prior to taking off. Should a condition result in grounding the aircraft, a note stating the problem shall be logged in the Club’s scheduling and maintenance software and when appropriate, in the cockpit of the aircraft. The Club Maintenance Officer or aircraft crew chief shall be notified immediately. In temperatures of 32 degrees F or below, members will ensure that the aircraft’s engine heater will be plugged in.
2. No member shall attach an object to the Club aircraft or make adjustments or repairs unless approved by the Club Maintenance Officer.
3. Should a member experience maintenance difficulties at a foreign airport, except as stated in #4 below, the member shall have repairs or adjustments made by a certified FAA A&P in any amount not to exceed two hundred fifty dollars. The member shall make payment for these services and he will be reimbursed by the Club. Any mechanical repairs in excess of two hundred fifty shall be authorized by the Maintenance Officer.
4. At foreign airports, the member will pay the cost of engine oil and be given credit on his/her dues account. The oil purchased at the home base will be charged to the Club.
5. If fuel is purchased at a foreign airport, the member will be reimbursed or otherwise credited at a rate not higher than the rate currently being paid at the Club’s home airport. Members are strongly encouraged to consider off-station fuel rates in their flight planning in the overall interest of the Club.

Appendix v

FEE SCHEDULE

- **Equity buy-in:** \$3,500, refundable to members upon leaving the Club, as long as a replacement member is available from the Wait List or member recruitment. Family member equity buy-in is \$1750.
- **Application fee:** \$50 non-refundable, but credited upon joining the Club and payment of equity buy-in fee.

- **Monthly dues:** \$130 with a \$40 flight credit for one hour of flight in a given month (net monthly dues = \$90) Members must fly a minimum of one hour per month to receive the flight credit.
- **Individual members damage liability:** \$2,500 per incident, except for the Skylane N1105X which carries a deductible of \$7500, subject to the provisions of Article IV, section 8 of these bylaws.
- **Aircraft hourly “wet” rates** (including fuel): n.b: these are more generous engine tachometer hrs., not Hobbs meter hrs.

○ Piper Cherokee PA-28-140 N7304J	\$99
○ Cessna 172M Skyhawk N20295	\$101
○ Piper Warrior PA 28-151 N1108H	\$103
○ Piper Cherokee PA-28-180 N2181T	\$115
○ Cessna Skylane C-182 N1105X *	\$225

* Cessna C-182, N1105X is exclusively leased to ADK. It qualifies as an FAA “TAA” (Technically Advanced Aircraft) and is subject to certain owner mandated qualifications to fly, including:

- ADK members must have 250 minimum logged flight hours to fly solo.
- Members must pass an initial and recurrent annual check ride administered by Barth Aviation instructors.
- The aircraft owner reserves the right of preemption over the schedules of other members, and as such has first priority in the scheduling and use of the aircraft, even if the aircraft is already scheduled by another member.
- The owner and any pilots employed by, or affiliated with the owner, must be members of the ADK Flying Club, Inc.

APPENDIX vi

BOARD MEMBERSHIP

Mark St.Pierre	President
Kurt Bedore	Vice President/Operations Officer
Scott Heller	Secretary
Rob Guarino	Treasurer
Melinda Payson	Maintenance Officer

ADK Flying Club, Inc. These bylaws are hereby adopted by unanimous vote of the membership and entered into the official records of the club on the 12th day of June, 2023 in Ballston Spa, NY.

President

Date

Vice President/Operations Officer

Date

Secretary

Date

Treasurer

Date

Maintenance Officer

Date

REVISION HISTORY

Revision #3

05/08/2023

Article II “Purposes”: adds provision for a member’s use of Club aircraft for that member’s incidental business use, as allowed by the FAA; add “lease” to the manner of operating Club aircraft.

Article III “Membership”: Section 1, paragraph B. Family membership limited to 3 memberships at a time; changed family member equity fee from \$0 to 50% of regular member fee; added Section 3 requiring new members to produce proof of adequate FAA licensure; Section. 4: clarified that the Board of Directors may occasionally change the total number of Club members; Paragraph D: added language “or conduct reflecting poorly on the Club as” s an additional reason for expulsion from the Club. Paragraph 4: added “or leased” “...to 15 members per plane owned”. Paragraph 8 Damage: clarifies members’ obligation for at-fault damage to Club aircraft.

Article IV “Members’ Financial Obligation”: Paragraph 1: Language changed to condition the return of the capital fee to a resigning member, to the successful addition of a new member, and to the new member’s payment of the capital fee. Equity dollar amounts deleted, updated to \$3,500, and moved to the Appendix v. Paragraph 3 expands and clarifies a proportional reduction in monthly dues if the Club fails to own or lease aircraft, subject to some limitations. Paragraph 5 Defines the monthly flight credit and allows for “carryover” of up to 6 months of flight credits for a member’s period of flight inactivity.Paragraph 8 “Damage” clause added to define member responsibility in case of damage. Member’s liability will be the same as the Club’s insurance policy deductible, whether or not the Club decides to file an insurance claim.

Article VI “Membership Meetings”, Paragraph 8, “Quorum” language added as follows: “A majority of the Board of Directors then serving shall constitute a quorum at the annual meeting and at any regular or special meeting; and a majority of those present in either case shall have power to act in all matters, except for matters subject to the approval of 2/3 of the general membership including election of Officers, changes to the bylaws, etc.), which may be conducted by mail or by electronic means and will be recorded by the Club Secretary. This language added to address the fact that a quorum of the entire membership is never present at regular monthly meetings. Matters subject to a vote by the entire membership (election of Officers, changes to the bylaws, etc.) may be obtained by written or electronic means by the Club Secretary.

Article VII Board of Directors—added item 7 “Director’s Liability”

Article IX “Safety Board”: Item 5 has been deleted in favor of language added to Article IV, Item 8: “Damages” (see above)

Appendix iii: minor language changes, logging of flight time in Club software (vs. paper log), required use of engine heater in cold temperatures.

Appendix iv: Aircraft not to be used for hire except for a member's incidental use for his/her own business and cost sharing as defined and allowed by the FAA "common purpose" standard.

Appendix v: Added current fee schedules.

Appendix vi: Named current Board of Directors membership

Revision #3 June 21, 2024

Amended Appendix v to adjust monthly dues from \$120 to \$130 and aircraft hourly rates per table in Appendix v.
Added "common purpose" FAA standard to language in Appendix iv.

_____, President

_____, Secretary

_____, Member

Revision # 2 April 17, 2018

Increased monthly dues by \$10 to cover engine overhaul loan.

_____, President

_____, Secretary

_____, Member

Revision # 1 November 27, 2017

Added Family Membership and Revision History.

_____, President

_____, Secretary

_____, Member

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