

# Constitution of the Oklahoma Airport Operators Association

**This amendment to the OAOA Constitution and By-Laws proposed for amendment and approval on January 18, 2017.**

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## ARTICLE I NAME

**I.1** The name of this organization shall be the OKLAHOMA AIRPORT OPERATORS ASSOCIATION.

**I.2** The official and authorized abbreviation of OKLAHOMA AIRPORT OPERATORS ASSOCIATION shall be OAOA.

## ARTICLE II PURPOSE

**II.1** The general purpose of the OAOA is to serve the interest of the owner and operator of all public airports within the State of Oklahoma. The specific purposes shall be:

- a.** Provide for the exchange of ideas, methods, information and experience as related to the operation and management of airports.
- b.** Promote and encourage the public's understanding of the value of aviation and an airport to the community.
- c.** Provide a unified voice for airports within the State to local, State and Federal agencies and to the State Legislature and the Congress of the United States on all proposed or pending legislation relating to aviation.
- d.** Promote safety in the development of airport facilities and operating procedures.
- e.** Support academic endeavors of the membership and the aviation education programs in the State of Oklahoma.

## ARTICLE III MEMBERSHIP

**III.1** *Regular Membership.* Membership in the OAOA shall consist of Airports rather than individuals. Airports shall include all public use airports. Representative membership in the OAOA shall be open to Airport Board/Authority/Commission members, responsible

government officials, elected officials of municipalities or counties who own or operate public use airports, airport managers/staff, and department heads who are in direct employment of the airport owner. A member airport shall have one vote in matters of the OAOA, but may send as many persons to the meetings as they desire, with one person designated as voting delegate and one other as an alternate. Only Regular memberships are eligible to vote **and are referred to herein as Voting Members.**

**III.2 Associate Membership.** Associate membership shall be open to those individuals and non-commercial institutions who are in an aviation oriented business or activity or who have an interest in supporting the aviation industry in the State of Oklahoma. Associate membership shall not have voting privileges.

**III.3 Corporate Membership.** Any corporation or commercial enterprise having an interest in this organization and/or in the airport and aviation industry is eligible for membership. Corporate membership does not include voting privileges.

**III.4 Government Agency Membership.** Any state or federal government agency having an interest in this organization and/or in the airport or aviation industry is eligible for membership. Government membership does not include voting privileges.

**III.5 Honorary Membership.** Honorary membership shall be afforded to those individuals deemed appropriate by the OAOA Board of Directors. Honorary members shall not have voting privileges.

**III.6 Academic Membership.** Academic membership shall be open to those individuals who act as a sponsor of full-time, undergraduate or graduate studies in the discipline of airport development, administration, management and operations or in any related field of aviation at a recognized college or university. Academic membership shall not have voting privileges.

**III.6 New Membership.** All new members shall be subject to the following conditions:

- a. Sponsorship by a member in good standing.
- b. Completion of the prescribed form.

## **ARTICLE IV OFFICE**

**IV.1** The normal business office of the Executive Director of the Association is designated as the office of the OAOA.

**IV.2** The Executive Director shall conduct the day to day business operations of the OAOA. The Executive Director shall be appointed annually by the Board of Directors.

## **ARTICLE V OFFICERS**

**V.1** The officers of the OAOA shall be a President, Vice President, Secretary and Treasurer, who shall be executive members and elected at the annual meeting of the OAOA and hold office for one year thereafter. Officers shall be chosen from Regular Membership Airport Representatives. Officers shall be indemnified and held harmless or actions occurring in the course and scope of their duties as an officer. Any Officer shall be responsible for actions occurring outside of the course and scope of their official duties.

**V.2** The President shall preside at all meetings and direct the activities of the OAOA. He/She shall call any special meeting deemed necessary and fix the time and place of same. The President shall have previously served as an officer of OAOA.

**V.3** In the absence or vacancy of the President, the Vice President shall assume full duties of the President. In the absence or vacancy of the President and the Vice President, the Secretary shall assume full duties of the President in addition to the duties of the Secretary.

**V.4** The Treasurer shall be responsible to the President and shall receive, account for and expend monies of the OAOA. He/She shall be responsible for accounting to the representatives at each annual meeting for all monies received and expended. The Secretary shall keep all records of the Association and shall publish and mail to all members a periodic report. He/She shall be responsible for keeping written minutes of executive meetings and shall furnish all active members with a copy of same.

**V.5** A vacancy caused by the incapacitation of any of the OAOA officers shall be filled as follows:

- a. PRESIDENT: Vacancy shall be filled by the Vice President.
- b. VICE PRESIDENT: Vacancy shall be filled at the next annual meeting.
- c. PRESIDENT and VICE PRESIDENT: Vacancies of both the President and Vice President shall be assumed by the Secretary until filled at the next annual meeting.
- d. SECRETARY: Vacancy shall be filled by an airport representative who shall be appointed by the remaining officers to serve until the next annual meeting.
- e. TREASURER: Vacancy shall be filled by an airport representative who shall be appointed by the remaining officers and serve until the next annual meeting.

## **ARTICLE VI BOARD OF DIRECTORS**

**VI.1** The officers of the OAOA, together with the immediate Past President, duly elected representatives from five geographic regions within the State and a single alternating representative from any air carrier airport in the State that exceeds 50,000 annual enplanements<sup>1</sup> and two ex-officio members, one of which is to be the Chairman of the Oklahoma Aeronautics Commission or his designee and the other to be a representative of the Associate/Corporate Membership classification, shall constitute the Board of Directors and shall conduct the business of the OAOA.

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<sup>1</sup> Any Primary Commercial Airport not meeting this test for two (2) consecutive years will revert to its previous membership standing until such time as it regains the stated level of operations.

**VI.2** A regular meeting of the Board of Directors shall be held immediately following the annual meeting of the members. The President may call special meetings of the Board of Directors and may determine the place and the time of such meeting.

**VI.3** A majority of the Board of Directors shall constitute a quorum of the transaction of business.

**VI.4** The President shall preside at all meetings of the Association and shall serve as an ex-officio member of all duly constituted committees.

**VI.5** Except for the Treasurer, all Board members shall be elected by the voting delegates at the Annual Meeting and shall serve in accordance with the provisions contained herein. The Treasurer shall be appointed annually by the Board of Directors. The first Board of Directors shall be elected with staggered terms, with two (2) of the regional representatives being elected for a one-year term, two (2) for a two-year term, and two (2) for a three-year term. The alternating representative from the principal commercial air carrier airports shall serve for a one-year term on a revolving basis; the representative from the Oklahoma Aeronautics Commission shall serve during the term of His/Her chairmanship; the representative from the Associate/Corporate membership category shall serve for a one-year term.

**VI.6** Election of the Board of Directors:

a. At least thirty days prior to the Annual Meeting, the Past Presidents Committee shall submit nominations for each office or director position to the President for the upcoming year. The nominations shall then be read to the membership at the annual meeting.

b. Any airport delegate may nominate any other eligible member from the floor.

c. Election shall be decided by voice vote unless a written ballot is requested by the voting membership in attendance.

d. If the Secretary is serving as the President, the Past Presidents Committee shall submit nominations in accordance with Article VI.6(a) and said vacancies may be filled by election at either the next Annual Meeting or general meeting, whichever shall occur first.

**VI.7 Removal:** Any Officer or Board Member may be removed from office by a simple majority vote of the delegates at a regular meeting whenever it decides the best interest of the Association is thereby served. Any removal vote must be cast in person.

## **ARTICLE VII DUES**

**VII.1** The dues and method of payment shall be determined by the membership at any general meeting. Prior to the Annual Meeting of the Association, the Board of Directors will recommend a dues structure for the upcoming year for the following categories of association membership:

- a. *Regular Membership*
- b. *Associate Membership*
- c. *Academic Membership*
- d. *Corporate Membership*
- e. *Government Agency Membership*

## **ARTICLE VIII MEETINGS**

**VIII.1** The frequency of general meetings shall be determined by the Board of Directors except that a minimum of two (2) general meetings shall be held annually. A simple majority of the voting membership shall constitute a quorum.

A simple majority vote of the members present at general membership meetings shall be sufficient to approve actions under consideration unless a greater majority vote is specified herein or in duly adopted By-laws. Each airport shall be entitled to one vote on matters of business to come before the Association.

## **ARTICLE IX COMMITTEES**

**IX.1** The President shall appoint all standing committees from airport members and shall have the right to appoint any special committees and to name the members thereof for a period not to exceed the President's unexpired term. No member may be appointed to more than 3 standing committees at any given time. The Standing Committees shall consist of the following: Conference Committee, Membership Committee, Legislative Committee, Awards Committee, Scholarship Committee and Past Presidents Committee. The roles and responsibilities of each standing committee shall be as follows:

A: Conference Committee: Responsible for the planning and organization of the annual aviation conference including but not limited to; developing overall conference budget and line item budget for sub-committees, securing venue, accommodations,

meals, sponsorships, entertainment, speakers, program and agenda, awards, organization of golf tournament including meals and prizes, hospitality suite, goodie bags, gift baskets and donations.

B. Membership Committee: Responsible for solicitation of new members and membership retention including general membership, associate membership, corporate membership, and academic membership. This committee will also recommend honorary memberships.

C. Legislative Committee: Committee will be comprised of at least one member from the Oklahoma Aeronautics Commission (OAC) and will work with OAC and State Legislators to promote the aerospace and aviation industry in the State of Oklahoma.

D. Awards Committee: Committee will be chaired by a past president of the organization who has attended at least two General Membership Meetings and the OAOA Annual Conference in the past year and appointed by the current/acting President. Committee members will be responsible for the selection of active members for recognition of outstanding service at the annual conference. Awards include but are not limited to; Airport Director of the Year, Airport of the Year, Atta Boy/ Atta Girl, Corporate Champ, President's, Pioneer, Appreciation and Appreciation to the President.

E. Scholarship Committee: Committee members will be appointed by the current/acting president and will be responsible for the promotion and selection of scholarship recipient from qualified applicants as well as pursuit of sponsorships and/or organization of events hosted as fundraisers for the scholarship fund.

F. Past Presidents Committee: Committee chair will be appointed by the current/acting President and members will be responsible for pooling the nominations of qualified individuals by members of the organization to the Board of Directors. Nominations will be submitted to the current/acting President in accordance with Article VI.6(a).

## **ARTICLE X AMENDMENTS**

**X.1** This Constitution may be amended by a simple majority vote of all voting members. All voting members shall be provided any proposed amendment to the Constitution at least ten (10) days prior to voting. Voting members may vote on Amendments to the Constitution by absentee ballot. Written absentee ballots of voting members will be read and accepted when amendments are under consideration at general membership meetings. Amendments to the Constitution may also be made by a simple majority of voting members through use of electronic mail ballots.

## **ARTICLE XI RATIFICATION**

This Constitution shall become effective upon agreement of members to proceed with the formation of the Association and approval by a simple majority of the voting membership.

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\*\*\*This Constitution was duly and unanimously passed by the executive members of OAOA on December 12, 1983 and amended on the following date(s):  
January 23, 2009

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**BY-LAWS OF THE  
OKLAHOMA AIRPORT OPERATORS ASSOCIATION**

1. The OAOA shall hold a minimum of one annual or general meeting a year, at which time all policies and new business shall be handled; the time and place being designated by a majority of the airport delegates of the OAOA at a previous meeting. The officers and the airport delegates shall plan all details of the meeting.
2. The President shall have the right to allocate any period of time at each meeting as an Executive Session. Only airport delegates may attend the Executive Sessions.
3. Upon failure of any member of the OAOA to make payment of his annual dues, and such non-payment continues for sixty (60) days after such dues become due and payable, the delinquent member shall not enjoy the privilege of being actively engaged in the OAOA.
4. At times other than during regular meeting, a vote may be taken by e-mail on matters that officers of the OAOA believe to be of sufficient importance and requiring immediate action by the delegates and officers.
5. Request for membership shall be made in writing on the proper application form to the Secretary who shall forward same to the Board of Directors and shall publish names of the proposed members in the OAOA periodic reports.
6. New members may be admitted to the OAOA after their applications have been reviewed and approved by the Board of Directors and confirmed by the President.
7. These By-laws may be changed or amended by any of the following methods:
  - a. An amendment can be introduced at a regular meeting and then acted upon at the next regular meeting.
  - b. An amendment to the By-laws can be introduced and voted on at the same meeting provided a simple majority of the voting delegates are present and the amendment is adopted by a majority of those voting. This includes special meetings.
  - c. An amendment can be acted upon at any meeting provided that the membership is notified, in writing, of the text of the amendment thirty (30) days prior to the next meeting date.
8. All meetings of the OAOA will be conducted by Robert's Rules of Order.