

NOTE: These are intended to be a model for your group to work with, making adaptations as you see necessary. You want to ensure that your bylaws contain governance language and steer clear of policy matters.

We recommend that you have your final draft reviewed by counsel to ensure you are in accordance with state law.

## Chapter Model Bylaws

### Bylaws of the <chapter name here> of the Association for Unmanned Vehicle Systems International (AUVSI).

#### Article I – Name and Purpose

Section 1 - This organization shall be called the <proposed corporate name> chapter of the Association for Unmanned Vehicle Systems International (AUVSI). In these Bylaws, it is referred to as the Chapter and the Association for Unmanned Vehicle Systems International is referred to as AUVSI. It shall be a non-profit organization incorporated under the laws of <insert appropriate location> (for more information in incorporating, please contact AUSVI HQ)

Section 2 - The Chapter is chartered by AUVSI and will be operated exclusively for the promotion of the following:

- Foster and expand the art of Unmanned Vehicle Systems
- Advance the technology
- Exchange ideas and information in the field of Unmanned Vehicle Systems
- Recognize the advances and contributions thereto
- Promote the education of the membership and the public in the field of unmanned vehicle systems

#### Article II – Membership

Section 1 – Membership: Membership in the Chapter shall be open to all AUVSI members in good standing.

Section 2 – Rights of Members: Each member in good standing shall be eligible to vote in chapter elections and on chapter issues.

Section 3 – Resignation: Any member may resign from a chapter at any time. Resignation shall not relieve a member of unpaid fees or charges previously accrued.

#### Article III – Meetings of Members

Section 1 – Regular Meetings: Regular meeting of the members shall be held <insert appropriate times>

Section 2 – Annual Meetings: An annual meeting of the membership shall take place in <insert month>, the specific date, time and location of which shall be designated by the president. At the annual meeting the members shall elect officers, receive reports on the activities of the chapter, and determine the direction of the chapter for the coming year.

Section 3 – Special Meetings: Special meetings may be called by the president, the whole of the officers, or by a petition signed by five percent of the voting members.

Section 4 – Notice of Meetings: Each member shall be notified of meetings <insert method, i.e. **electronic, print, etc.**> not less than two weeks prior to the meeting.

Section 5 – Quorum: **(Determine your quorum – i.e. majority, percentage or fraction of voting members)**

Section 6 – Voting: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

#### **Article IV – Officers and Elections**

Section 1 – Officers: The officers of this Chapter shall be: President, Vice President, Secretary, and Treasurer. Other officers may also be established as necessary.

Section 2 - Duties of Officers: **(In this section you will want to specify who has signature authority on your accounts and how the decisions to spend money are made – EXAMPLE -** The Treasurer shall collect and disburse all Chapter funds and be the custodian of such funds which can only be paid by check signed by the President, Vice President or Secretary. The Treasurer shall keep regular accounts of books belonging to the Chapter and shall be open for inspection to any member of the Board of Directors. The Treasurer shall make reports on the financial condition of the Treasury at each regular meeting, and at the end of the fiscal year and at such times as shall be requested by the President

*The President* is the principal officer and responsible for leadership and management of the Chapter and its activities in accordance with the policies and procedures of AUVSI and these bylaws. The President shall preside at all meetings of the Chapter.

*The Vice President* shall preside at meetings in the absence of the President, assist in managing the Chapter, and perform other duties that may be assigned by the President.

*The Secretary* shall keep the minutes of all Chapter meetings. Other duties of the Secretary include:

- a. maintaining the records of the Chapter;
- b. preparation of the Chapter's annual activity report
- c. submission of any proposed amendment(s) to these bylaws to the Board of Directors.
- d. performing other duties as assigned by the President.

*The Treasurer* shall pay all bills and maintain the Chapter's financial records. Duties of the Treasurer also include:

- a. preparation of the Chapter's Annual Financial Report for presentation to the Chapter
- b. performing other duties as assigned by the President.

Section 3 – Nominating Procedures **<this is where you will want to include requirements for nominations – for example, must you be nominated by more than one person? Can you nominate yourself? You will also want to specify the timeline, i.e. members must be notified of the candidates XX days before the Annual Meeting/Election>**

Section 4 - Election: The officers shall be elected by a plurality of votes from the annual meeting election. They shall take office on **<date>** and serve for **<number>** year(s). **<Provisions for limiting the number of terms a person can serve in a position also may be included in this article.>**

Section 5 – Vacancies: **<Provisions for filling vacancies left by resignations should be included here>**.

Section 6 – Resignations, termination and absences: Resignation must be in writing and received by the Secretary. An officer may be removed from his/her position due to excess absences, more than **<insert number>** in a year. An officer may be removed for other reasons by a three-fourths vote of the remaining officers.

#### **Article V – Executive Council**

**Section 1 - There is no requirement that there be an Executive Council. However, if one exists the President will serve as the presiding officer. If there is no specific Executive Council, officers comprise the Executive Council.**

#### **Article VI – Committees**

Section 1 – The officers may create committees as needed or appropriate. **<examples: Program, Education, Membership, and Communications>**. The president will appoint all committee chairs.

#### **Article VII – Amendments**

Section 1 - All proposed changes to these Chapter Bylaws shall be approved by the chapter members.

#### **Article VIII - Annual Accounting Period**

**<Exempt organizations must keep books, reports and file returns based on an annual accounting period called a tax year. A tax year is usually 12 consecutive months. You may choose one of two kinds of tax years:**

- **Calendar Tax Year**  
This is a period of 12 consecutive months beginning January 1 and ending December 31; or
- **Fiscal Tax Year**  
This is a period of 12 consecutive months ending on the last day of any month except December. >

#### **Article VIII – Dissolution of the Chapter**

Section 1 - Dissolution of this Chapter by consent of the members shall consist of unanimous agreement of its officers with a majority vote at a meeting publicized in advance to all Chapter members for this vote.