

Bylaws of IOPA Inc

Article I: Name and Purpose

Section 1: Name

The name of this organization shall be IOPA Inc d/b/a Icon Owners and Pilots Association ("IOPA").

Section 2: Purpose

The mission of IOPA is to build a community of owners and pilots who share a passion for the Icon aircraft and aviation. We aim to foster an environment where members can share their experiences and knowledge, promote responsible and safe Icon aircraft operations, and advocate the interests of our members.

To accomplish its objectives, IOPA organizes social events and educational seminars that promote camaraderie and foster knowledge-sharing; offers a website that enables members to communicate and exchange information; and strives to establish meaningful relationships with Icon Aircraft and representatives of the aviation community to safeguard the interests of Icon owners and pilots.

Article II: Membership

Section 1: Eligibility

Membership in IOPA is open to any individual who shares a passion for the Icon aircraft and supports the organization's purpose.

Section 2: Application

An individual may apply for membership by completing an application and paying the required dues. Membership will become effective upon receipt of the application and dues by IOPA.

Section 3: Dues

Membership dues will be set by the Board of Directors and shall be payable annually. Failure to pay dues will result in termination of membership.

Section 4: Rights and Privileges

Members shall have the right to attend meetings, participate in activities and events, access to the IOPA website, and vote on matters brought before the membership.

Section 5: Termination of Membership

Membership may be terminated for non-payment of dues or for actions contrary to the purpose of IOPA. Termination of membership requires a minimum two-thirds vote of the Board of Directors, and such member will forfeit their membership dues.

Article III: Meetings

Section 1: Annual Meeting

An annual membership meeting shall be held in the fourth quarter of each year. The time and place of the meeting shall be determined by the Board of Directors.

Section 2: Special Meetings

Special meetings of the membership may be called by the President or by a majority of the Board of Directors. The purpose of the meeting shall be stated in the call for the meeting.

Section 3: Notice

Notice of all meetings shall be given to the membership at least thirty (30) days prior to the meeting date via a notice on IOPA website and by direct email to each member. Each member is responsible for ensuring IOPA has an appropriate and accurate email address. The notice shall include the time, place, and purpose of the meeting.

Section 4: Quorum

A quorum for the transaction of business at any meeting shall consist of one-third of the voting membership present in person or by proxy.

Article IV: Board of Directors

Section 1: Number, Tenure, and Qualifications

The Board of Directors shall consist of no less than five (5) and no more than nine (9) members.

The Board shall consist of the President, Vice President, Secretary, Treasurer, and up to five Directors at large.

Only owners of Icon Aircraft or Pilots that have completed ICON Approved Training are eligible to hold office.

The initial Board of Directors shall be appointed by the organizers of IOPA and shall serve until their successors have been duly elected and qualified. Subsequent Board members shall be elected in accordance with the procedures set forth in these bylaws.

Section 2: Election

The Board of Directors shall be elected by the membership at the annual meeting. Directors shall serve for a term of one (1) year.

Section 3: Duties

The Board of Directors shall be responsible for the management and direction of IOPA. The Board shall establish policies, approve the annual budget which includes membership dues, and oversee the operations of the organization.

Section 4: Meetings

The Board of Directors shall meet no less than four (4) times per year either at an agreed-upon location or via video capable web-conference. All meetings of the Board shall be called by the President or by a majority of the Board.

Section 5: Quorum

A quorum for the transaction of business at any Board meeting shall consist of a majority of the Board members.

Section 6. Vacancies

Vacancies on the Board shall be filled by the remaining directors then in office. A Board member so appointed to fill a vacancy shall serve until the next annual meeting of the membership.

Section 7. Removal and/or Resignation

A Board member may be removed with or without cause by a vote of two-thirds (2/3) of the members of the Board then in office. A board Member may submit his or her resignation with sufficient notice as to allow the Board to meet and elect a temporary replacement to complete the fiscal year.

Section 8. Compensation

Board members shall not receive compensation for their services as a board member, but may be reimbursed for reasonable expenses incurred in the performance of their duties. Such reimbursements should be sent to the Treasurer, the Treasurer and President must approve of all reimbursements, and reimbursement shall be paid timely unless there is not sufficient funds.

Such delayed reimbursements will occur immediately after funds become available. If the President or Treasurer is seeking reimbursements, then the Vice President will need to be the second approving Board Member.

Article V: Officers

Section 1: Officers

The officers of IOPA shall be the President, Vice President, Secretary, and Treasurer.

Section 2: Election

The officers shall be elected by the Board of Directors at the first meeting following the annual meeting. Officers shall serve for a term of one (1) year.

Section 3: Duties

The President shall preside at all meetings of the membership and the Board of Directors. The Vice President shall assist the President and shall perform the duties of the President in the President's absence. The Secretary shall keep minutes of all meetings and maintain records of the organization. The Treasurer shall be responsible for the financial affairs of the organization and shall keep accurate records of all transactions.

Article VI: Committees

The Board of Directors may establish committees as needed to assist in the operation of IOPA. Committee members shall be appointed by the President and approved by a majority of the Board of Directors.

Article VII: Liaison with Icon Aircraft Corporation

The Board of Directors will endeavor to establish an ongoing rapport with a designated representative of Icon Aircraft Corporation for the purpose of fostering a useful and usable feedback loop between the aircraft designer and its users. The Board may also assist Icon Aircraft Corporation in marketing or promotional activities and advice to help grow the user community.

Article VIII: Finances

Section 1: Fiscal Year

The fiscal year of IOPA shall be from January 1 to December 31.

Section 2: Budget

The Board of Directors shall prepare and approve an annual budget for the organization including establishing membership categories, Dues and other exceptional fund-raising activities to support the objectives of the Association.

Section 3: Accounting

The Treasurer shall be responsible for maintaining accurate records of all financial transactions of IOPA.

Section 4: Disbursement of Funds

Disbursement of funds shall be authorized by the Board of Directors or by the President with the approval of a majority of the Board.

Article VIII: Amendments

These bylaws may be amended by a two-thirds vote of the membership present at a meeting, provided that notice of the proposed amendment(s) has been given to the membership at least thirty (30) days prior to the meeting.

Article IX: Dissolution

In the event of the dissolution of IOPA, all assets remaining after payment of all debts and liabilities shall be distributed to a non-profit organization selected by the Board of Directors. The organization selected shall have purposes similar to those of IOPA and be recognized as tax-exempt under Section 501(c)(7) of the Internal Revenue Code.

These bylaws were adopted by the Board of Directors on April 2nd 2023 and approved by the membership on April 2nd 2023.