

CONSTITUTION

ARTICLE I - NAME

This Association shall be known as the "Vietnam Helicopter Pilots Association", hereafter referred to as the "VHPA". It is an organization for all helicopter pilots who flew in Southeast Asia during the Vietnam Era, (1961 - 1975).

ARTICLE II - OBJECTIVES

The VHPA is dedicated to the fulfillment of the following purposes:

- a. To enhance and accredit the cohesiveness, esprit de corps, and traditions of valor of rotary wing aircrews that flew in Southeast Asia during the Vietnam Era.
- b. To seek out, using whatever means available, individuals who piloted rotary wing aircraft in Southeast Asia during the Vietnam Era and inform them of the existence of the VHPA and encourage all eligible individuals to become members.

ARTICLE III - OPERATION

Section I. The VHPA will operate on a calendar year basis.

Section II. The VHPA shall operate as a not for profit organization.

ARTICLE IV - REUNIONS

Section I. There shall be an annual Reunion of the VHPA.

Section II. The annual Reunion shall be conducted at a place and time as determined by the Executive Council.

Section III. The Executive Council shall announce the date and place selected for the annual reunion not later than one year prior to the annual reunion.

Section IV. In the event of a national or natural emergency, the Executive Council shall have the authority to cancel or postpone annual Reunions.

ARTICLE V - MEMBERSHIP

Section I. Membership is open to all helicopter pilots who flew in Southeast Asia during the Vietnam Era, (1961 - 1975).

Section II. Members shall be classified as Life, General, Corporate Life, Corporate, and Honorary. To be recognized as an active member in any of these classifications, the member must be in good standing and current in his dues.

Section III. Membership classifications are as follows:

- a. Life membership will be conferred upon an individual eligible for membership who pays \$300.
- b. General membership will be conferred upon an individual eligible for membership who pays \$20 annual dues.
- c. Corporate Life membership is open to any company which supports the objectives of the VHPA and who pays a minimum of \$5,000.
- d. Corporate membership is open to any company which supports the objectives of the VHPA and pays \$300 annually.
- e. Honorary membership is open to distinguished persons, such as aviation pioneers, guest speakers and aviation dignitaries. Honorary memberships must be voted upon by the Executive Council.

ARTICLE VI - ORGANIZATION OF THE ASSOCIATION

Section I. The officers of the VHPA shall be as follows:

- a. President.
- b. Vice President (who shall be President-elect and shall succeed the President).
- c. Three Members at Large.
- d. The immediate past President.

Section II. The Executive Council shall consist of:

- a. President.
- b. Vice President.
- c. Three Members at Large.
- d. The immediate past President.
- e. Executive Director.

Section III. Holding office or other positions of influence and trust shall be limited to eligible members as defined in this Constitution.

Section IV. Responsibility and Authority of the Executive Council:

- a. The Executive Council shall be the governing body of the VHPA. It shall be responsible for the management of the affairs of the VHPA, including funds, programs and regulations. It shall have authority to approve budgets, authorize expenditures, seek and accept contributions and approve annual meeting sites and program arrangements.
- b. A majority opinion of the Executive Council shall prevail in all matters pertaining to the VHPA.
- c. The Executive Director shall have a vote only as a tiebreaker.
- d. In addition to business conducted at the Annual Reunion, there shall be three quarterly conference calls made by the Executive Council between annual reunions for the purpose of conducting VHPA business. Said calls are to be conducted at a time that is convenient for the majority of the Executive Council members. The President or Executive Director shall have the authority to initiate additional conference calls as deemed necessary.
- e. The Executive Council may delegate authority and functions to the Executive Director or specific members of the VHPA.
- f. The Executive Council shall perform such other duties as are prescribed by the Constitution and Bylaws.

Section V. Committees

a. The VHPA will have the following standing committees whose duties and responsibilities are outlined in the job descriptions and policy statements approved by the Executive Council.

1. Constitution and Bylaws
2. Directory
3. Data Base
4. Historical (VHPA)
5. Historical (Vietnam Era)
6. Membership
7. Newsletter
8. Nominating
9. Public Relations
10. Reunion

b. Vacancies for the chairmanship of all committees will be filled by appointment by the President.

c. All appointments to chairmanship of committees are subject to ratification by the Executive Council.

ARTICLE VII - VOTING

Section I. All active members with the exception of Corporate Life, Corporate and Honorary members are entitled to vote.

Section II. Attending members in good standing are eligible to vote and shall constitute a quorum for the transaction of business at annual meetings of the VHPA.

ARTICLE VIII - CONSTITUTION AND BYLAWS AMENDMENTS

The Constitution and Bylaws may be amended by the following procedures:

- a. Proposed amendments will be submitted to the VHPA Headquarters or any VHPA Officer 90 days prior to the annual reunion.
- b. The Executive Council must approve the proposed amendment(s).
- c. The adoption of the amendment(s) at an annual meeting of the VHPA is by a two-thirds majority of the members present and voting at the business session.

ARTICLE IX - CHAPTERS

Chapters may be initiated upon approval of the Executive Council. Chapters may have such officers, organization, and meetings as they may determine; not in conflict with the Constitution and Bylaws of the VHPA. Each chapter will be required to provide the Executive Council with the names of its officers and activities on an annual basis.

BYLAWS

CHAPTER 1 - MEMBERS

1. Corporate Life and Corporate memberships shall be approved by the Executive Council.
2. Honorary memberships shall be conferred by the Executive Council for life.

CHAPTER 2 - EXPULSION FROM MEMBERSHIP

1. Members of any classification, including elected and appointed officials, may be expelled for cause or conduct which the Executive Council deems contrary to the best interest of the VHPA.
2. General and Corporate members shall be suspended for nonpayment of annual dues and shall be dropped from the active membership roster.
3. The duties of the officers shall be those which are customary for such office and such other functions as may be prescribed by the Constitution and Bylaws of the VHPA, the Executive Council, and written job descriptions.

CHAPTER 6 - EXECUTIVE DIRECTOR

1. The Executive Director shall be appointed or removed by the Executive Council.
2. Once appointed, the Executive Director shall serve in that capacity for an unspecified term.
3. Should both the President and Vice President resign or become incapacitated, then the Senior Member at Large shall assume the duties of the Presidency (become Acting President) for the remainder of the term of the President who has just resigned or become incapacitated, but he shall not automatically succeed to the position of President after his term of Acting President has expired. A President and Vice President shall be elected at the next annual reunion with the new President's one year term beginning at the close of the annual reunion. The Immediate Past President shall serve one additional year on the Executive Council.
4. Should the Senior Member at Large resign, become incapacitated, or become the Acting President, then the following shall automatically take place.
 - a. The Midterm Member at Large shall immediately become the Acting Senior member at Large. He shall remain the Acting Senior Member at Large until he succeeds to the position of Senior Member at Large under the terms to which he was initially elected.
 - b. The Junior Member at Large shall immediately become the Acting Midterm Member at Large. He shall remain the Acting Midterm Member at Large until he succeeds to the position of Midterm Member at Large under the terms to which he was initially elected.
5. Should the Midterm Member at Large resign, become incapacitated, or become the Acting Senior Member at Large, the Junior Member at Large shall immediately become the Acting Midterm Member at Large. He shall remain the Acting Midterm Member at Large until he succeeds to the position of Midterm Member at Large under the terms to which he was initially elected.
6. Should the Junior Member at Large resign, become incapacitated, or become the Acting Midterm Member at Large, the President or Acting President shall offer the position of Acting Junior Member at Large to previous members of the Executive Council, subject to appointee's ratification by the Executive Council. A Junior and Midterm Member at Large shall be elected at the next annual reunion.

CHAPTER 5 - DUTIES OF OFFICERS

1. The President shall preside at the business meetings of the VHPA annual reunion and all Executive Council meetings.
2. The President shall appoint or remove Committee Chairman subject to ratification by the Executive Council.

CHAPTER 3 - ELECTION OF OFFICERS

1. A Vice President and a Junior Member at Large shall be elected by a majority vote of those members present and voting at the annual reunion business meeting.
2. A Vice President shall be elected to a consecutive 3 year term on the Executive Council. The first year he will be the Vice President. The second year he will be the President. The third year he will be the Immediate Past President.
3. Members at Large shall be elected to a consecutive 3 year term on the Executive Council. The first year he will be the Junior Member at Large. The second year he will be the Midterm Member at Large. The third year he will be the Senior Member at Large.
4. Individuals newly elected to office shall be installed to that office at the close of the annual reunion.
5. Individuals already holding office shall advance to the next position of their term at the close of the annual reunion.

6. The election of officers shall be done by ballots. Should there be only one candidate for an office, than the ballot requirement shall be waived.

CHAPTER 4 - EARLY SUCCESSION TO OFFICE.

1. Should the President resign, become incapacitated, or otherwise be unable to fulfill the duties of the Presidency, then the Vice President (President Elect) shall succeed him as President for the remainder of the resigning or incapacitated president's term. At the completion of the resigning or incapacitated president's term, the president shall begin serving the term of the Presidency for which he was initially elected. The position of Vice President shall remain vacant until the annual reunion.

2. Should the Vice President resign, become incapacitated, or otherwise be unable to fulfill the duties of the Vice Presidency, the position of Vice President shall remain vacant for the duration of the term of the resigning or incapacitated Vice President. A President and a Vice President shall be elected at the next annual reunion.

Current VHPA CONSTITUTION and BYLAWS, approved July, 1989

CONSTITUTION PROPOSED CHANGES

The following proposed changes to the VHPA Constitution have been approved by the Executive Council and will be submitted to the membership for approval during the 1991 Reunion Business Meeting.

ARTICLE III - OPERATION //changes as below//

//INSERT new section III as follows//

Section III. An annual audit will be conducted by a recognized financial agency, selected by the Executive Council.

ARTICLE V - MEMBERSHIP //changes as below//

Section II - //words "Corporate Life, Corporate" DELETED//

//Section III a. reworded as follows://

a. Life membership will be conferred upon an individual eligible for membership who pays a specified amount of dues as directed by the Executive Council and approved by the general membership.

//Section III b. reworded as follows://

b. General membership will be conferred upon an individual eligible for membership who pays a specified amount of dues, annually, as directed by the Executive Council and approved by the general membership.

//Section III c. pertaining to Corporate Life membership DELETED//

//Section III d. pertaining to Corporate membership DELETED//

//Section III e. renumbered to Section III c.//

ARTICLE VI - ORGANIZATION OF THE ASSOCIATION //the position title "Executive Director" changed to "Secretary/Treasurer" in the following sub-sections://

Section II e.
Section IV c.
Section IV d.
Section IV e.

Section V. Committees //the Constitution and Bylaws, the Historical (VHPA), and the Nominating committees were DELETED and the Historical (Vietnam Era) committee renamed Historical; then the list of committees was renumbered.//

ARTICLE VII - VOTING //changes as below//

Section I - //words "Corporate Life, Corporate and" DELETED//

BYLAWS PROPOSED CHANGES

The following proposed changes to the VHPA Bylaws have been approved by the Executive Council and will be submitted to the membership for approval during the 1991 Reunion Business Meeting.

CHAPTER 1 - MEMBERS //item 1 pertaining to Corporate Life and Corporate memberships DELETED; then item 2 renumbered to item 1//

CHAPTER 2 - EXPULSION FROM MEMBERSHIP //words "and Corporate" in item 2 DELETED//

CHAPTER 6 - EXECUTIVE DIRECTOR //the position title "Executive Director" changed to "Secretary/Treasurer" in the following places://
 Chapter title
 Items 1 and 2

//INSERT a new Item 3 as follows://

3. The Secretary/Treasurer will be responsible to sign all checks for debts incurred by the VHPA along with the President of the VHPA (in the President's absence, the Vice President).

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ARTICLE I - NAME

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- b. To seek out, using whatever means available, individuals who piloted rotary wing aircraft in Southeast Asia during the Vietnam Era and inform them of the existence of the VHPA and encourage all eligible individuals to become members.

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Section I. Membership is open to all helicopter pilots who flew in Southeast Asia during the Vietnam Era, (1961 - 1975).

Section II. Members shall be classified as Life, General, and Honorary. To be recognized as an active member in any of these classifications, the member must be in good standing and current in his dues.

Section III. Membership classifications are as follows:

- a. Life membership will be conferred upon an individual eligible for membership who pays a specified amount of dues as directed by the Executive Council and approved by the general membership.
- b. General membership will be conferred upon an individual eligible for membership who pays a specified amount of dues, annually, as directed by the Executive Council and approved by the general membership.
- c. Honorary membership is open to distinguished persons, such as aviation pioneers, guest speakers and aviation dignitaries. Honorary memberships must be voted upon by the Executive Council.

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b. A majority opinion of the Executive Council shall prevail in all matters pertaining to the VHPA.

c. The Secretary/Treasurer shall have a vote only as a tiebreaker.

d. In addition to business conducted at the Annual Reunion, there shall be three quarterly conference calls made by the Executive Council between annual reunions for the purpose of conducting VHPA business. Said calls are to be conducted at a time that is convenient for the majority of the Executive Council members. The President or Secretary/Treasurer shall have the authority to initiate additional conference calls as deemed necessary.

e. The Executive Council may delegate authority and functions to the Secretary/Treasurer or specific members of the VHPA.

f. The Executive Council shall perform such other duties as are prescribed by the Constitution and Bylaws.

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CHAPTER 2 - EXPULSION FROM MEMBERSHIP

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2. General members shall be suspended for nonpayment of annual dues and shall be dropped from the active membership roster.

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at Large. The third year he will be the Senior Member at Large.

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3. Should both the President and Vice President resign or become incapacitated, then the Senior Member at Large shall assume the duties of the Presidency (become Acting President) for the remainder of the term of the President who has just resigned or become incapacitated, but he shall not automatically succeed to the position of President after his term of Acting President has expired. A President and Vice President shall be elected at the next annual reunion with the new President's one year term beginning at the close of the annual reunion. The Immediate Past President shall serve one additional year on the Executive Council.

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Midterm Member at Large under the terms to which he was initially elected.

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1. The President shall preside at the business meetings of the VHPA annual reunion and all Executive Council meetings.

2. The President shall appoint or remove Committee Chairman subject to ratification by the Executive Council.

3. The duties of the officers shall be those which are customary for such office and such other functions as may be prescribed by the Constitution and Bylaws of the VHPA, the Executive Council, and written job descriptions.

CHAPTER 6 - SECRETARY/TREASURER

1. The Secretary/Treasurer shall be appointed or removed by the Executive Council.

2. Once appointed, the Secretary/Treasurer shall serve in that capacity for an unspecified term.

3. The Secretary/Treasurer will be responsible to sign all checks for debts incurred by the VHPA along with the President of the VHPA (in the President's absence, the Vice President).