

5/16/2011

**SKYHAVEN AIRPORT
ADVISORY COUNCIL
BY-LAWS**

ARTICLE 1

NAME

The name of this organization shall be the Skyhaven Airport Advisory Council, organized in the State of New Hampshire in accordance with the provisions of RSA 422:37.

ARTICLE 2

OBJECTIVES

The Council is organized for the following purposes:

To provide oversight and consult with and advise the Pease Development Authority and its airport manager with respect to the policy, programs, and goals for Skyhaven Airport; all operations of Skyhaven Airport, including the preparation of its operating and capital budget; the procurement of services of a fixed based operating firm; and the use of Skyhaven Airport property.

ARTICLE 3

COUNCIL MEMBERSHIP

Section 1.

QUALIFICATIONS:

The Skyhaven Airport Advisory Council shall consist of 11 voting members, 3 of whom shall be appointed by the governor, with the advice and consent of the Executive Council. The membership of the Advisory Council shall be comprised of individuals who shall have expertise in the area of aeronautics and shall not have any financial interest in Skyhaven Airport nor be the spouse or issue of any person having such a financial interest. The additional members of the Advisory Council shall be as follows:

- (a) One member appointed by the mayor of Rochester, New Hampshire.
- (b) One member appointed by the mayor of Dover, New Hampshire.
- (c) One member appointed by the mayor of Somersworth, New Hampshire.
- (d) One member appointed by the president of the Senate.
- (e) One member appointed by the speaker of the House of Representatives.
- (f) One member representing the economic development sector of Rochester, appointed by the city manager of Rochester.
- (g) One member representing the economic development sector of Somersworth, appointed by the city manager of Somersworth.
- (h) One member representing the economic development sector of Dover, appointed by the city manager of Dover.
- (i) One nonvoting member who shall be the Strafford county representative appointed to the Pease Development Authority Board of Directors in accordance with the provisions of 12-G:4, I(g).

Section 2.

QUORUM

At any meeting of the Council, a majority of appointed members entitled to vote there at, as represented by such members then of record, shall constitute a quorum for the transaction of business.

Section 3.

ATTENDANCE

Attendance is required. The Chair may initiate action to obtain the resignation of any member who fails to attend three consecutive regular meetings or exhibits a significant pattern of absences.

Section 4.

RESIGNATION

Any member may resign from the Council by means of a notice to the Council Chairperson and his/her appointing authority. The appointing authorities shall fill any vacancy occurring in the membership of the appointive Council members in accordance with the provisions of RSA 422:37, II.

Section 5.

TRANSFER OF MEMBERSHIP

Membership on the Council is not transferable or assignable to any other person.

Section 6.

COMPENSATION

Elected officers and all other members of the Skyhaven Airport Advisory Council shall not receive any compensation for their services as a member of the Council but may be reimbursed for expenses that are incurred for benefit of the Council and with prior approval of the Pease Development Authority.

ARTICLE 4

FISCAL YEAR

The Advisory Council shall prepare all budgetary requests on a timeline that coincides with the fiscal year of the State of New Hampshire. The State of New Hampshire fiscal year is July 1st - June 30th.

ARTICLE 5
MEETINGS OF MEMBERS

Section 1.

SCHEDULED MEETINGS

The Advisory Council shall meet with the Airport Manager no less frequently than quarterly, or at the call of the Chair or any three Council members. Unless otherwise set, all scheduled meetings shall commence at 8:30 a.m. Agendas shall be prepared by the Airport Manager and delivered to the Advisory Council at least five (5) days prior to the meeting. Any member of the Advisory Council may place an item on the agenda at least one (1) week prior to the meeting. Attendance of the Council members at the meetings is expected unless excused by the Chairman of the Advisory Council following his/her notification of an anticipated absence.

Section 2.

ANNUAL MEETING

The annual meeting of the members of the Advisory Council shall be the first meeting of each calendar year and held at such place and date as may be determined by the Council. The annual meeting may take place on the same date and time as a regularly scheduled meeting. Elections of Council officers shall take place at the annual meeting.

Section 3.

COUNCIL MEETINGS

All Council meetings will be held in accordance with the State of New Hampshire Right to Know Law, RSA 91-A.

Section 4.

NOTICE OF MEETING

Written notice of the annual meeting of the Advisory Council shall be mailed or e-mailed at the option of the member to each member of the Council not less than thirty (30) days before the date of the meeting.

Section 5.

VOTING

Each Council member shall be entitled to one (1) vote per item or action presented before the Council.

Section 6.

RULES OF ORDER

The meetings and proceedings of the Council shall be regulated and controlled by these By-Laws or the laws of the State of New Hampshire. In the absence of adequate guidance herein, then according to Robert's Rules of Order (last revised for parliamentary procedure).

ARTICLE 6
AUTHORITY AND RESPONSIBILITY

The Advisory Council shall have oversight of Skyhaven and its affairs and shall exercise all the powers provided by RSA 422:37.

ARTICLE 7
OFFICERS

Section 1.
ELECTED OFFICERS

The elected officers of the Council shall be Chair, Vice Chair, and a Secretary/Treasurer.

Section 2.
QUALIFICATION FOR OFFICE

Any voting member of the Council shall be eligible for nomination and election to any elective office of the Council.

Section 3.
TERM OF OFFICE

Each elective officer shall take office immediately following the adjournment of the annual meeting of the members of the Council at which he/she is elected and shall serve for a term of one (1) year or until a successor is duly elected and qualified.

Section 4.
VACANCIES

Vacancies of any Council office may be filled for the balance of the term of that office thereof by a membership vote at any Council meeting.

If an officer is removed from office for cause, the elective office of that officer shall be considered vacant and the tenure of that officer terminated.

ARTICLE 8
DUTIES OF OFFICERS

Section 1.
CHAIR

The Chairman shall interface with members of the Council, work with members of the media, state agencies and any other organizations appropriate to the mission of the Council. The Chairman, in cooperation with the Pease Development Authority, shall prepare briefing materials and serve as the Council's spokesperson on industry issues before all state agencies.

Section 2.
VICE CHAIR

The Vice Chairman shall preside at all meetings of the members of the Council when the Chairman is not present.

Section 3.
SECRETARY/TREASURER

The Secretary/Treasurer shall ensure that a record of all proceedings is created.

ARTICLE 9
COMMITTEES

Section 1.
STANDING COMMITTEES

The Advisory Council may create such standing committees and prescribe their duties as it may from time to time to determine. The Council may add to, diminish or modify the powers, authority and responsibilities of any standing committee.

Section 2.
COMMITTEE MEETINGS

All committee meetings will be held in accordance with the State of New Hampshire Right to Know Law, RSA 91-A.

Section 3.
APPOINTMENT

The Chairman shall appoint the Committee Chairs and may appoint the members of all committees except those committees that the Council, by resolution, may reserve unto itself for such appointment. Special committees may include persons who are not voting members.

Section 4.

TERM OF OFFICE AND RULES

Committee members shall be appointed to serve until the next following annual meeting. Each committee must comply with the rules of the Council which are consistent with these By-Laws or with any resolution or motions adopted by the Council and the State of New Hampshire.

ARTICLE 10

BY-LAWS AMENDMENT

These by-laws may be amended, repealed or altered in whole or in part by a two-thirds (2/3) vote of the duly appointed voting members present at any annual, regular or special meeting of the Council.

A proposed amendment shall be filed with the Airport Manager and the Pease Development Authority not less than thirty (30) days (not including the date of filing or the meeting date) prior to the meeting at which it will be considered.

Notice of proposed amendment will be immediately forwarded to all members of the Council for comment not less than fifteen (15) days (not including the date of notice or the meeting date) prior to the meeting at which it will be considered.

ARTICLE 11

CONTINUITY OF ACTION

All policies duly adopted remain in effect until accomplished or otherwise rescinded by the Council or the General Court.