

Rules of the Light Aircraft Association Limited(Year 2009)

Index to Rules

1. NAME
 2. CONSTITUTION
 3. THE BOARD OF DIRECTORS
 4. PATRON AND VICE-PATRONS
 5. PRESIDENT AND VICE-PRESIDENTS
 6. AUTHORITY OF THE BOARD
 - a) Rules and regulations
 - b) Interpretation of Rules and regulations
 - c) General
 7. SUB-COMMITTEES of the BOARD
 - a) Appointment
 - b) Reports
 - c) Chairs of sub-committees
 - d) Ex-officio members
 - e) Co-option
 8. THE NATIONAL COUNCIL
 - a) Constitution
 - b) Meetings
 - c) Quorum
 - d) Chair of the National Council
 9. MEMBERSHIP AND AFFILIATION
 - a) Membership Classes And Categories
 - b) Owners and Builders of LAA Aircraft
 - c) Struts
 - d) Squadrons
 - e) Reports to the LAA
 - f) Corporate Membership
 10. ADMISSION TO MEMBERSHIP
 - a) Admission and re-admission
 - b) Board's discretion
 - c) Participation and privileges of membership
 - d) Resignation and lapsed membership
 - e) Special circumstances
 11. MEMBERS' CONDUCT
 - a) Conduct prejudicial to the LAA
 - b) Representing the LAA
 12. ANNUAL SUBSCRIPTIONS
 - a) Subscription Rates
 - b) When payable
 - c) Conditions of membership
 13. MINUTES
 14. FUNDS
 15. TRANSITIONAL ARRANGEMENTS
 - a) Transitional Period
 - b) Existing Members
 - c) Transfer to Associate Membership
- DEFINITIONS

I. NAME

The 'Light Aircraft Association' is the trading name of the Light Aircraft Association Limited (hereinafter called the 'LAA')

2. CONSTITUTION

The LAA is a Company Limited by Shares. The Memorandum and Articles of the LAA ('the Articles') are authoritative in all matters of constitution. In addition, the Rules of the LAA (this document) are promulgated as required, for its proper governance and conduct. Where there is any conflict between these Rules and the Articles, the latter shall take precedence.

3. THE BOARD OF DIRECTORS

The LAA is governed by a Board of Directors, whose election, appointment, activities and term of office are provided for in the Articles. The Board may invite or require other members of the LAA or staff, or invite non-members, to attend and participate in Board meetings. Such other persons attending shall have no voting rights.

4. PATRON AND VICE-PATRONS

A patron and one or more vice-patrons, who need not be members of the LAA, may be appointed by the Board, subject to confirmation by the shareholders at the next Annual General Meeting. The patron and vice-patrons may attend Board meetings if they wish but shall have no voting rights at such meetings, unless they are also directors.

5. PRESIDENT AND VICE-PRESIDENTS

A president and one or more vice-presidents may be appointed by the Board, subject to confirmation by the shareholders at the next Annual General Meeting. The president and vice-presidents must be shareholders of the LAA, and shall hold office for three years, but shall be eligible for re-appointment. The president and vice-presidents may attend Board meetings if they wish but shall have no voting rights at such meetings, unless they are also directors.

6. AUTHORITY OF THE BOARD

6a. Rules and Regulations

Rules are promulgated on matters of LAA governance. Regulations are promulgated on operational and administrative matters. Members shall comply with the Rules & Regulations of the LAA and the lawful instructions of the Board.

The Board shall have the power to make and vary such Rules and Regulations of the LAA as it may think fit, provided that these do not conflict with the Articles. Changes to the Articles must be agreed by the company in General Meeting before implementation.

The beneficial shareholders of the LAA may bring motions for changes to the Rules only to a General Meeting of the company where, if the motion is carried, the changes shall be binding on the LAA and its Board of Directors, provided that they do not conflict with the Articles.

6b. Interpretation of the Rules and Regulations

Except where otherwise provided in these Rules, the Board shall be the sole authority as to the interpretation of the Rules and Regulations of the LAA and for settling any disputes relating to the affairs of the LAA and the conduct of members in relation thereto.

Version dated 22/12/2009

6c. General

The Board shall be solely responsible for all LAA policy decisions and statements of LAA policy.

7. SUB-COMMITTEES OF THE BOARD & WORKING GROUPS

7a. Appointment

The Board may appoint sub-committees and working groups, and may delegate to them such powers as it may think fit. Such sub-committees and working groups may include persons who are not members of the Board or the LAA.

7b. Reports

Sub-committees and working groups shall report to the Board and their decisions shall be subject to confirmation by the Board.

7c. Chairs of Sub-Committees

The Board shall appoint chairs of sub-committees. The chair of a sub-committee shall be a member of the Board except where in special cases the Board may otherwise order.

7d. Ex-Officio Member

The Chairman of the LAA shall be ex-officio a member of every sub-committee and shall receive prior notice of all sub-committee meetings.

7e. Co-option

The Board may appoint additional members to, or fill vacancies on, any sub-committee.

8. THE NATIONAL COUNCIL

8a. Constitution

The National Council (hereinafter called 'the Council') shall consist of the Directors and one representative from each affiliated organisation and, by invitation of the Board, individuals and representatives from other organisations. The Council may advise the Board and plan and undertake activities in furtherance of the objectives of the LAA, subject to approval from the Board. All Council representatives must be Full Members of the LAA.

8b. Meetings

The Council shall meet four times annually at times and places as determined by the Council, in consultation with the LAA Secretary.

8c. Quorum

The quorum of the Council shall be a minimum of eight members, including the chair of the Council (or a vice-chair or the chair's delegated representative), one Director, and five separate strut representatives.

8d. Chair of the National Council

A chair and vice-chair of the Council shall be elected by the members of the Council at their first meeting after the AGM. The term of office shall normally be a period of one year. No chair or vice-chair should serve in the same capacity for more than 5 years. It is the responsibility of the chair or vice-chair of the Council to arrange the agenda and any other items affecting the meetings of the Council.

9. MEMBERSHIP AND AFFILIATION

Version dated 22/12/2009

9a. Membership Classes And Categories

The LAA shall have two classes of membership: Full and Associate. All Full Members must be beneficial shareholders in the LAA, Associate Members are not beneficial shareholders and shall have no voting rights. Within this structure there may be several categories of membership to allow for different membership requirements. The categories of membership are set out in the Definitions section at the end of this document.

9b. Owners and builders of LAA Aircraft

All co-owners of jointly-owned aircraft administered by the LAA shall be Full Members of the LAA. All owners, current builders and at least one co-owner of aircraft administered by the LAA shall be a Full Plus Member. In exceptional circumstances, the Board may at its sole discretion waive these requirements.

9c. Struts

Struts are semi-autonomous organisations which are affiliated to the LAA for the purpose of supporting and furthering its objectives, advising the Board through the Council, and providing a social focus for mutual support and exchange of information for members in a specific local area. They are to conduct themselves in accordance with the Strut Regulations issued by the LAA.

A strut shall consist of not less than ten members. Full strut members shall be members of the LAA and shall elect one member to be the strut co-ordinator, who will be responsible for all correspondence with the LAA and for general enquiries, and one member, who may also be the strut co-ordinator, to be the strut representative on the Council. The strut co-ordinator and the strut representative on the Council shall be Full Members of the LAA. A strut may admit its own associate members who are not members of the LAA.

9d. Squadrons

A squadron is a self-regulating organisation which is affiliated to the LAA for the purpose of providing a forum for mutual support and exchange of technical information, for members with an interest in a particular model or family of aircraft. A squadron shall elect one member to be the squadron co-ordinator who will be responsible for all correspondence with the LAA and for general enquiries. The squadron co-ordinator shall be a Full Member of the LAA.

9e. Reports to the LAA

It shall be a condition of their affiliation that struts and squadrons shall submit an annual report on their activities to the LAA.

9f. Corporate Membership

Corporate membership of the LAA shall be open to any commercial organisation with an interest in recreational or sport aviation. Corporate membership will be upon such terms and conditions as the Board shall decide.

10. ADMISSION TO MEMBERSHIP

10a. Admission and Re-admission

On first application, applicants for Full Membership will be required to confirm that they wish to be a member and shareholder of the Light Aircraft Association Limited, having beneficial ownership of a single share to be held by a nominee shareholder as provided for in the Articles. Subject to Rules 10b and 11a, members shall normally be automatically re-admitted annually on receipt of the appropriate subscription.

10b. Board's discretion

The admission or re-admission of members shall be at the absolute discretion of the Board, shall not be subject to challenge and may be refused.

Version dated 22/12/2009

10c. Participation and Privileges of Membership

No member shall participate in or receive any of the privileges or advantages of membership until the appropriate subscription has been paid.

10d. Resignation and Lapsed Membership

Members who allow their membership to lapse for more than one month shall be deemed to have resigned and the Board shall require them and others who resign membership to have authorised completion and registration of the transfer of their beneficial shareholding to another person as a beneficial shareholder. Any subsequent application for renewal of membership may be considered as a new membership or may be back-dated at the discretion of the Board.

10e. Special Circumstances

The Board may elect honorary, life and temporary members under such special circumstances as it may determine who will have privileges as specified in the Definitions section, or as the Board may determine.

11. MEMBERS' CONDUCT

11a. Conduct Prejudicial to the LAA

In the event of any member being charged with conduct which the Board may consider prejudicial to the LAA or the Company, the member may be called before the Board and failing an explanation satisfactory to the Board may be cautioned, suspended, required to resign or be expelled as the Board, in their absolute discretion, may determine. Any such decision shall not be subject to challenge.

11b. Representing the LAA

No member, strut or squadron shall purport to speak or act on behalf of the LAA or the Company, or use the name or insignia of the LAA or the Company, without the specific authority of the Board. No member shall have power to enter into any contract, obligation or expense on behalf of the LAA or the Company without the specific authority of the Board and any member who does so shall be personally liable thereafter.

12. ANNUAL SUBSCRIPTIONS

12a. Subscription Rates

Membership subscription rates for the various categories of membership shall be determined by the Board.

12b. When Payable

All subscriptions shall be payable in full on application for admission to membership and annually thereafter at the end of the month preceding the anniversary of the initial admission to membership. If admission or re-admission is refused, the subscription will be refunded.

12c. Conditions of Membership

A member, on paying the appropriate subscription, thereby agrees to be governed by the provisions of the Articles, and by the Rules and Regulations of the LAA for the time being in force and on these conditions is enrolled to enjoy the advantages and privileges of membership of the LAA.

13. MINUTES

Minutes shall be taken of all meetings of the Board, the National Council and of sub-committees. Such minutes shall be properly recorded and subsequently confirmed at a meeting of the Board, National Council or the relevant sub-committee.

Version dated 22/12/2009

14. FUNDS

The LAA may set up funds, separate from those operated by the Company, for specific purposes. Funds shall have written statements of their terms of reference which are authorised by the Board. Funds shall be administered by trustees who are acting as sub-committees in accordance with Section 7 of these Rules. Reports on the accounts and activities of funds shall be presented annually to the Board.

15. TRANSITIONAL ARRANGEMENTS

15a Transitional Period. There will be a transitional period during which the LAA will assign beneficial ownership of a single share to all current Full Members of the predecessor voluntary association known as the Light Aircraft Association of which the company is the proprietor. During the transitional period all Full Members of the predecessor voluntary association will have the same rights as beneficial shareholders in the LAA. The transitional period will be completed before the next Annual General Meeting.

15b Existing Members. Existing members of the company will surrender beneficial ownership of their existing £1 shares and be assigned beneficial ownership of a single standard share in the LAA

15c Transfer to Associate Membership. If a Full Member does not wish to hold beneficial ownership of a share in the LAA to be assigned under the terms and conditions described in the Articles and in these Rules, he or she should inform the Secretary in writing. and his or her membership will be transferred to Associate Membership. In the event that the member concerned is an owner, co-owner or current builder of an aircraft administered by the LAA, that member should apply in writing to the Board, via the Secretary, for exceptional permission to continue to build or operate that aircraft as an Associate Plus Member.

DEFINITIONS

Classes and Categories of Membership, rights and privileges

1. Full Members

There are two categories of Full Members who are beneficial shareholders:

Full Members shall have all the rights and privileges that the Board shall grant, which will include a free copy of the house magazine, the rights accorded to beneficial shareholders in the LAA, but no access to the services of the engineering department.

Full Members Plus shall have all the rights and privileges that the Board shall grant, which will include a free copy of the house magazine, the services of the engineering department and the rights accorded to beneficial shareholders in the LAA.

2. Joint Members

A Joint Member is a member who is the partner of a Full Member (or Full Member Plus) and/or any child under the age of 18 and living at the family house. Where a Full Member (or Full Member Plus) pays a single additional Joint Membership fee, their partner shall be issued with a membership card and enjoy the privileges of a Full Member except those rights accorded to a beneficial shareholder. Any children under the age of 18 and living at the family home may on request be issued with membership cards and enjoy the privileges of a Student Member. Only one copy of the house magazine will be issued to each family.

3. Overseas Members

Overseas members are Full Members (or Full Members Plus) whose place of residence is outside the British Isles and the Channel Isles.

4. Life Members

Life members are Full Members (or Full Members Plus) who are specially elected by the Board under Rule 10e to have membership for life and who pay no subscription.

5. Senior Members

Full Members who have reached 65 years of age and who have been a Full Member for at least one year may apply to be Senior Members. They enjoy the same rights and privileges as other Full Members.

6. Associate Members

Associate Members have privileges as laid down below and others at the discretion of the Board. Associate Members are not shareholders and do not enjoy the rights accorded to beneficial shareholders in the Company. Associate members may be inter alia:

a. Students Members.

Student members are Associate Members who are under the age of 18 or in full time education up to the age of 23 (proof of full time education MUST be produced to the LAA before this category will be granted). They shall receive a free copy of the house magazine.

b. Honorary Members

Honorary members are Associate Members elected by the Board who pay no subscription. They shall receive a free copy of the house magazine.

c. Temporary Members

Temporary members are Associate Members who are granted membership for a specific purpose for a limited period.

Version dated 22/12/2009

d. Associate Plus Members

Associate Plus Members are Associate Members who in exceptional circumstances have been granted special permission by the Board, to build or operate an aircraft administered by the LAA without holding beneficial ownership of a share in the LAA. Associate Plus Members will pay subscriptions as for Full Plus Members, and will have all the privileges of Full Plus Members, except those accorded to beneficial shareholders in the LAA.