

CHICAGO SKYLINERS

**A LOCAL CHAPTER OF RUAEA
THE RETIRED UNITED AIRLINES EMPLOYEES ASSOCIATION**

BY-LAWS

2018

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ARTICLE I NAME

The name of this organization is “CHICAGO SKYLINERS.”

ARTICLE II PURPOSE

The purpose of this organization is to foster continued friendship and fellowship between and among retirees and active employees of United Airlines (United) in the Chicago area. We strive to keep current on issues of mutual interest by sharing United information.

ARTICLE III RUAEA

Chicago Skyliners is an independent local chapter of the Retired United Airlines Employees Association (RUAEA). We encourage membership in RUAEA, share local news with RUAEA, and support their activities. RUAEA provides guidance and information to the Chicago Skyliners through a monthly newsletter, a website, and an annual convention. There is no financial or political connection between RUAEA and the Chicago Skyliners.

ARTICLE IV MEMBERSHIP

Section 1 Members

All former employees of United Airlines, Continental Airlines, United Continental Holdings, Inc., other airlines, their spouses, widows or widowers of deceased members, active employees, and their spouses are eligible to become members of CHICAGO SKYLINERS. All may do so by making application and paying the required dues. Members may vote and hold office. (See Article X, Section 3)

Section 2 Corporate Partners

Employees of former subsidiaries of United Airlines including the Alliant Credit Union (prior to 2003 known as the United Airlines Employees’ Credit Union) are welcome to be members, pay dues, vote, and are eligible to hold elected office.

Section 3 Guests

Members are always welcome to bring guests to the activities.

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ARTICLE V DUES

Dues shall be payable by members for each calendar year. Dues amounts shall be established by the Skyliner Committee (See Article X, Section 2). Married couples shall pay a single yearly dues.

ARTICLE VI MEMBERSHIP MEETINGS

Meetings of the general membership shall be held annually, at the fall luncheon immediately following the meal. Notice of the Annual Fall Meeting shall be given to all members at least thirty (30) days before the meeting is held. Parliamentary procedures shall be used at all meetings.

ARTICLE VII OFFICERS AND DIRECTORS

Section 1 President (Elected)

The President shall manage the affairs of the CHICAGO SKYLINERS, calling meetings as necessary. The President shall preside at all meetings guiding their efforts, recommending such actions as may be deemed likely to increase the usefulness of the organization, and performing such other duties as are incidental to the position. The President shall establish committees deemed necessary to augment the work of the organization and shall be an ex-officio member of all committees, except the Nominating Committee. The President shall be responsible for signing all Chicago Skyliner contracts.

Section 2 Vice President (Elected)

The Vice President shall assist the President in all matters, performing such duties as the President may request, and serve as President in the latter's absence.

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Section 3 Secretary (Elected)

The Secretary, in addition to such duties as may be requested by the President, shall record proceedings of all meetings of the general membership, the Executive Committee and the Skyliner Committee (See Article X, Section 2). The Secretary shall maintain a history of Chicago Skyliners and its activities and shall conduct such official correspondence as may be required. In addition, the Secretary shall maintain the By-Laws and Policy & Procedure Manuals including changes.

Section 4 Treasurer (Elected)

The Treasurer, in addition to such other duties as the President may request, shall receive, safeguard, and disburse all funds of the Organization, and shall prepare annual and interim reports pertaining thereto. He/she shall exercise appropriate financial planning and control. The Treasurer shall provide financial advice to the Skyliner Committee (See Article X, Section 2). The Treasurer shall submit records prior to any transfer to a new treasurer and/or annually to the Audit Committee (See Article X, Section 4). He/she will cause financial records to be retained seven (7) years. The Treasurer may also be responsible for other tasks as enumerated in the Policy and Procedure Manual.

Section 5 Directors (Appointed)

The Directors shall serve on the Skyliner Committee (See Article X, Section 2) assisting with the work of the Committee including breakfasts, luncheons, special events, education, membership, philanthropy, and other duties as requested by the President. They shall help support and maintain relationships with United, RUAEA, the Alliant Credit Union, the Mainliner Club of Chicago (a United active employee social group) and other United retiree groups.

ARTICLE VIII TERM OF OFFICE

The term of office for all Officers and Directors shall be two (2) years. Installation of successors shall be January 1st. Officers and Directors may only hold one position at a time. However, they may be nominated and elected to serve in another office even though their current term has not expired. Upon installation to another office, his/her current position shall be declared vacant. Officers/Directors may be elected/appointed to serve in up to two (2) successive terms in the same position.

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ARTICLE IX ELECTIONS

Section 1 Elections

Officer candidates selected by the Nominating Committee (See Article X, Section 2), shall be announced with a brief biography of each candidate and a ballot at least thirty (30) days prior to the Annual Fall Meeting. Chicago Skyliner members can then mark their ballot and forward it to the Audit Committee at least seven (7) days prior to the Annual Fall Meeting for tabulation and announcement of successful candidates at that Meeting.

Section 2 Filling Vacancies

In the event of a vacancy of an Officer or a Director Position during their term, the President shall call a meeting of the Executive Committee to select a replacement. When the nominee/s has/have been agreed upon, their name/s shall be presented to the Skyliner Committee (See Article X, Section 2) for discussion, approval and appointment. In the event of a need for replacement prior to the next Skyliner Committee Meeting, a telephone vote may be held.

ARTICLE X STANDING COMMITTEES

Section 1 Executive Committee

There shall be an Executive Committee comprised of the four (4) elected Officers and the appointed Assistant Treasurer. The primary function is to identify areas for further study and prepare recommendations for the Skyliner Committee (See Article X, Section 2) action. Meetings may be called at any time by the President or any two (2) of the elected officers. The Executive Committee shall appoint up to eight (8) Directors to serve on the Skyliner Committee.

Section 2 Skyliner Committee

The control of the affairs of this Organization shall be vested in the Skyliner Committee consisting of the four (4) elected Officers and appointed Directors listed in Article VII of the Bylaws. A majority of the Committee Members shall constitute a quorum at any meeting. Four (4) quarterly meetings shall be held each year. If necessary, additional meetings may be called at any time by the President or any two (2) of the elected officers.

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Section 3 Nominating Committee

With the approval of the Skyliner Committee, the President shall appoint a three (3) member Nominating Committee consisting of one (1) Officer, one (1) Director, and one (1) Member At Large biennially [every two (2) years] in the spring to select and recommend a list of Officer candidates for the upcoming two (2) calendar years. The Nominating Committee shall announce a slate of candidates with a brief biography and a ballot to the membership not less than thirty (30) days prior to the fall elections.

Section 4 Audit Committee

With the approval of the Skyliner Committee, the President shall appoint two (2) Skyliner Members to serve on the Audit Committee for a term of two (2) years. They shall:

- a.) conduct an annual audit of the Organization's financial records to assure adequacy of controls necessary to safeguard funds and records. The Audit Committee shall submit an annual report to the President.
- b.) tally the results of the elections of Officers. The Audit Committee shall forward the results of the election to the President prior to the Annual Fall Meeting.

Section 5 Emeritus Committee

Individuals who have retired from active service as an Officer or Director from the Skyliners Committee may be awarded emeritus status.

ARTICLE XI DISSOLUTION OF CHICAGO SKYLINERS

If this Organization should be dissolved, all assets will be disposed of as follows:

All assets remaining after payment of all legal obligations shall be distributed to any organization operating exclusively for *Charitable or Educational Purposes* and which qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code. (e.g. *The Friends of Flight 93*) The organization(s) to receive this grant shall be selected by a two-thirds majority of the Skyliner Committee at a special meeting called for this purpose.

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ARTICLE XII AMENDMENT OF THESE BY-LAWS

An amendment to these By-laws may be proposed by a member upon presentation to the President by July 1 in any year. The proposed amendment shall be passed by a majority vote of the Skyliner Committee. Notification of the proposed amendment shall be provided to the general membership at least thirty (30) days prior to the date of the Annual Fall Meeting. A majority vote at this Meeting is required for adoption.