

## **THE PEASE GREETERS' FUND, INC**

### **BYLAWS OF THE CORPORATION**

#### **ARTICLE ONE-NAME**

The name of the organization is the **PEASE GREETERS' FUND, INC**, hereinafter referred to as the **GREETERS**. The principal place of business for this organization is **Post Office Box 22311, Portsmouth, N.H. 03802-2311. The telephone number is 603 828-6444**

It has been duly incorporated in the State of New Hampshire dated 12/27/2007 with a business identification number of **#589102**.

The Federal Employer ID# is **90-0444945**

The Greeters filed for **501 (3) c** non-profit status receiving approval on May 21, 2009.

#### **ARTICLE TWO-MISSION**

The mission of the **GREETERS** consists of the following activities:

1. To welcome troops passing through Pease Air Terminal on their way to, or from Afghanistan, Iraq, Africa, or any other areas of conflict in any part of the world.
2. To create within the Pease Trade Port an environment that reflects the respect and high esteem in which we hold all veterans.
3. To promote broad participation by the general public in this welcoming of heroes, paying special attention to the education of school children by instilling respect and admiration for the troops through formal ceremonies for each flight.

#### **ARTICLE THREE-MEMBERSHIP**

All volunteers are welcome to become members whether having served in the Armed Forces of the United States, or not. We request that each Greeter complete a registration card, or by registering via the internet at [www.peasegreeters.org](http://www.peasegreeters.org) that will enable us to communicate easily to announce flight schedules, changes to flight schedules, General Meetings, Greeter Functions, etc.

Communications will be made usually through **the GREETERS'** web site, [www.peasegreeters.org](http://www.peasegreeters.org), *or by telephone 603 828-6444*. The GREETERS have arranged with a firm (**Constant Contact**) to perform the mass e mailing function.

The **GREETERS** have established a telephone hotline that reflects all changes to the flight schedules. The information contained is updated as soon as possible after notices of changes are announced. Greeters are encouraged to call the number to avoid the frustrations of missing flights. The number is **603-766-0502**.

#### **ARTICLE FOUR-BOARD of DIRECTORS**

A slate of candidates consisting of nine Greeters shall be elected at a general meeting of the **GREETERS**. The term in office for a Director shall be one year, but directors will be encouraged to serve as many years as desired.

The Board of nine Greeters will from time to time, as vacancies occur on the board, have the Chairman of the Board contact individuals to serve. Such individuals will be interviewed by the board to determine their suitability and abilities to contribute to the Greeter Organization. The Board will then vote on the candidate. At least five votes will be required to approve, or disapprove a candidate for Director. The term in office for a Director shall be one year, but Directors will be encouraged to serve as many years as desired in the interest of continuity.

The members of the Board shall select two members from the Board to serve as Chairman and Co Chairman, also for one year terms, but without limitation for the number of years they may serve.

The Airport Manager, Bill Hopper, shall be invited to attend all Board Meetings, but will attend as a non voting member.

An Executive Committee consisting of four shall assist the Chairman in the leadership roles in the day to day activities of the **GREETERS**. The committee shall consist of the Chairman and Co-Chairman, the Pease Development Authority Representative and one other to be selected by the Chairman. They may meet face to face at meetings, or by telephone contact to resolve issues that may require immediate attention before the next board meeting.

#### **Executive Committee**

- . Chairman-Charles Cove**
- . Co-Chairman-George Davidson**
- . Pease Development Representative- Al Weston**
- . David B. Frye**

### **Board Member Titles**

- . **Chairman & External Communications- Charles Cove**
- . **Co-Chairman- George Davidson**
- . **Judge Advocate- David B. Frye**
- . **Company Store- Ray Jellison**
- . **Tour Director, New Greeters- Dennis Lauze**
- . **Sergeant At Arms- Scott Mace**
- . **Secretary- Bette Owens**
- . **Care Package Coordinator- Jo-Anne Schottler**
- . **Pease Development Representative- Al R. Weston**
- . **Treasurer- Greg Molda (Non Voting Board Member)**
- . **Web Master- Bob Hersey (Non Voting Board Member)**

The Board of Directors, or their designees, including the Executive Committee, shall be able to perform each of the functions of business necessary to enable the corporation to carry out its mission, including, but not limited to: writing contracts, collecting donations, making payments for services rendered, purchasing equipment, supporting the welcoming activities, advertising, buying flags, plaques, secretarial supplies, postage, duplicating, special projects as may develop, and any other related activities.

Expenditures will be reported to the Board at the next meeting of the Board by the Chairman, or Co-Chairman, or their designees.

The Chairman of the Board may appoint a board member to fill a vacancy. At the next General Meeting, Officers and Directors standing for re-election and any appointed board member will be confirmed by a majority vote of the **GREETERS** attending.

The Board of Directors shall meet every month on the last Tuesday of the month at a time and place to be announced. A quorum of five directors must be present to conduct business and one member of the quorum present must be the Chairman and/or Co-Chairman. A decision or motion shall prevail, if supported by a majority of those attending and voting aye, or nay.

Actions of the Board of Directors shall be reported on the Pease Greeters Web Site as soon as practicable.

### **ARTICLE FIVE -NON VOTING BOARD MEMBERS**

- . **Bill Hopper- Airport Manager**
- . **Greg Molda- Treasurer**
- . **Bob Hersey- Web Master**

## **ARTICLE SIX-CONFLICTS OF INTEREST**

Any possible conflict of interest on the part of the Board, officer, or employee of the Corporation, shall be disclosed in writing to the Board and made a matter of the record through an annual procedure and also when the interest involves a specific issue before the Board. Where the transaction involving a board member, trustee, or officer, exceeds five hundred dollars (\$500), but is less than five thousand dollars (\$5,000) in a fiscal year, a two thirds vote of the disinterested directors is required (6). Where the transaction involved exceeds five thousand dollars (\$5,000.00) in a fiscal year, then, a two thirds vote of the disinterested directors (6) and publication in the required newspaper is required.

The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Board will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging understanding of and agreement to this policy. The Board will comply with all the requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made part of these Bylaws.

Each Director, prior to taking his, or her position on the Board, and all present Directors shall submit in writing to the Chairman of the Board a list of all businesses, or other organizations of which he is an officer, director, trustee, member, or owner (either as a sole proprietor, or partner) shareholder, employee or agent, with which the Corporation has, or might reasonably in the future enter into, a relationship, or a transaction, in which the Director would have conflicting interests. The Chairman of the Board shall become familiar with the statements of Directors in order to guide his conduct should a conflict arise.

## **ARTICLE SEVEN-GENERAL MEETINGS**

At least once a year, but not more than eighteen months, there shall be an annual General Meeting of all the Greeters at a time and location to be announced. The notice of the meeting shall be given with thirty, or more, calendar days of notice, but shall also include a reason, or reasons, for the meeting and what is hoped to be accomplished. The present slate of Directors shall continue to serve until the next General Meeting is held and a vote on the new slate of Officers and Directors has been completed.

General Meetings of the Greeters maybe called by the Board of Directors whenever there is a need.

A majority of those attending and voting may do so by a show of hands, or secret ballot to pass a motion.

## **ARTICLE EIGHT-CONDUCT**

All persons attending welcoming activities and meetings shall be expected to conduct themselves in a respectful manner to the troops and fellow **GREETERS**. We will not allow any disrespect, or demonstrations, that might be considered hostile to the troops to occur.

Greeters shall not park in any Reserved Parking space, or non parking area. The PDA will be forced to tow away violators at the violator's expense. Greeters must observe all the rules and regulations promulgated by the TSA and Federal Security.

Welcoming activities may not interfere in any way with the commercial operations of the airport.

The Greeters are guests of the Pease Development Authority (PDA). Accordingly, Greeters must always observe proper deportment while performing as Greeters and conduct themselves with the highest standards of behavior.

## **ARTICLE NINE-AMENDING THE BYLAWS**

The process for amending the Bylaws is to approach any Director of the Corporation with a proposed written amendment for that Director to introduce the topic at the next Board Meeting. The matter will be considered and voted on by all members of the board. Any changes to the Bylaws voted will be advertised and presented to the entire membership at the next General Meeting for acceptance, or rejection by majority vote.

## **ARTICLE TEN- DISTRIBUTION OF ASSETS**

Should the flights through Pease suddenly end, then any assets (contributions, or donations) remaining shall be distributed in equal amounts to the USO and the Chaplains Fund engaged in assisting troops and their families. The distribution to the USO and the Chaplains Fund is contingent on these organizations being exempt under 501 ( c ) 3 at the time of dissolution of the Pease Greeters. Should either, or both, of these organizations not be exempt under 501 ( c ) 3 at the time of dissolution, then the assets shall be distributed for one, or more, exempt purposes within the meaning of 501 ( c ) 3 of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the Federal Government, a state, or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes, or to such organization (s), as said Court shall determine, which are organized and operated exclusively for such purposes.

**APPROVAL OF THESE BYLAWS**

The Proposed bylaws shall be presented and discussed at a General Meeting of the **GREETERS**. That meeting shall be called for the express purpose of accepting these Bylaws and electing the slate of Officers and Directors for 2010.

The General Meeting of the Greeters was held on October 14 2010 at 1800 hours at which time the amendments to the May 21, 2009 Bylaws and the slate of Officers and Directors were adopted by a majority vote.

Charles E Cove  
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George Davidson  
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