

NORTHEAST COMANCHE TRIBE, INC.
A TRIBE OF THE
INTERNATIONAL COMANCHE SOCIETY, INCORPORATED

BYLAWS

ARTICLE I

PURPOSE

The purposes of the corporation are:

- A. To promote and encourage interest in the safe operation and good maintenance of the Piper Comanche aircraft and to collect from and disseminate to members of the organization the ideas, experiences and data regarding the same.
- B. To cultivate and promote comradeship and goodwill amongst members of the organization through aviation oriented social activities and to promote the image of general aviation in the mind of the public.
- C. To function as a designated tribe of the International Comanche Society, subject to its Bylaws (herein referred to as "ICS").

This corporation is organized and operated exclusively on a non-profit basis for the foregoing purposes and any other lawful purpose relating to general aviation and Piper Comanche aircraft and there shall be no financial gain or profit for any member of the organization as a direct result of the activities of the corporation.

ARTICLE II

CORPORATION KNOWN AS NORTHEAST COMANCHE TRIBE, INC., SUBJECT TO THE
INTERNATIONAL COMANCHE SOCIETY, INCORPORATED

The corporation shall be referred to and known as the “**Northeast Comanche Tribe, Inc.**”, (herein referred to as the NE Tribe) and shall operate subject to these Bylaws of and to the lawful direction of the board of directors of ICS. Where any provision in these Bylaws conflict with ICS Bylaws, ICS Bylaws shall prevail.

ARTICLE III

MEMBERS

All ICS members in good standing, who are designated by the ICS as NE Tribe members shall be members of this tribe.

ARTICLE IV

COUNCIL AND OFFICERS

- A. The tribe shall be governed by a board of directors (Tribe Council), which shall consist of the currently elected officers of the tribe, as herein set forth. The term of office for officers shall be one (1) year and officers may serve not more than five (5) consecutive terms, and should a vacancy occur prior to the expiration of any officers' term, the remaining members of the board shall, by majority vote, elect a replacement to serve until the next tribe election of officers. One person may hold more than one office except that the President and the Treasurer shall not be in the same person.
- B. The officers of this tribe shall be members in good standing of the ICS and of this tribe and shall be as follows:
- A president, known as and hereinafter referred to as "Tribe Chief"
 - A vice-president, known as and hereinafter referred to as "Assistant Tribe Chief"
 - A tribe representative to the ICS Board of Directors, known as and hereinafter referred to as "Tribe Representative"
 - A treasurer, known as and hereinafter referred to as "Tribe Treasurer"
 - A secretary, known as and hereinafter referred to as "Tribe Scribe".
- C. The Tribe Chief may call a meeting of the council at any time or a meeting of the council may be called upon the written request for same by any three (3) members of the council. At least ten (10) days prior notice by mail, telephone, and/or electronic communication shall be required for a council meeting, provided that notice may be waived with the concurrence of all Tribe Council members. Telephone call or electronic communication conference meetings may be conducted. Three (3) members of the council shall constitute a quorum at meetings of the council. The Tribe Chief shall have the authority to make final decisions in all tribe matters, in accordance with the tribe bylaws, except that any such decisions that are disputed may be appealed to the ICS Board of Directors for final determination.
- D. Duties of Officers
- Tribe Chief:
- The Tribe Chief shall be the chief executive officer of the tribe and shall have the general supervision, direction and control of the affairs of the tribe, subject to the council, and shall fulfill any other responsibilities assigned him or her by the council. He/she shall preside at all meetings of the council. In the absence of the Tribe Chief, the Assistant Tribe Chief shall preside, followed by the Tribe Treasurer and Tribe Scribe, in that order, and in the absence of all officers, a temporary presiding officer shall be elected from among members present. At the annual tribe meeting, the Tribe Chief shall report to the members of the tribe on the general business of the tribe during the year just ended. At any meeting of the tribe, the Tribe Chief shall determine rules of order and procedure to be followed. *Robert's Rules of Order* shall be favored but shall not necessarily govern.
- Assistant Tribe Chief:
- The Assistant Tribe Chief shall, in the absence or disability of the Tribe Chief: perform all the duties of the Tribe Chief: and when so acting shall have all the powers of the Tribe Chief, subject to the council and shall perform other duties as may be assigned by the Tribe Chief or the council.
- Tribe Treasurer:
- The Tribe Treasurer shall have general charge of and shall be responsible for the financial activities of the tribe and shall maintain and keep its financial records and accounts in accordance with generally accepted accounting practices. The treasurer shall deposit all monies of the tribe in such depositories as may be approved by the council and shall

disburse funds as directed by the council. The treasurer shall render to the council, upon request, and at the annual meeting of the tribe, financial statements of condition and statements of income in excess of expenses.

Tribe Scribe:

The Tribe Scribe shall keep the minutes of all meetings of the council and the tribe, the records of incorporation and the Bylaws, as the same may be amended from time to time and shall perform such other duties as may be from time to time assigned by the Tribe Chief

E. Resignation of officers

Any officer may resign by submitting a written resignation to the Tribe Chief, Tribe Scribe or the council and thereupon such resignation shall be effective without any need for acceptance. A replacement officer shall be designated in accordance with these Bylaws except if the tribe chief shall resign, then the Assistant Tribe Chief shall become Tribe Chief for the remaining unexpired term of the Tribe Chief and a replacement Assistant Tribe Chief shall be designated in accordance with these Bylaws.

F. Removal of officers

Any officer may be removed with or without cause by the affirmative vote of a majority of the tribe members in an election conducted for that purpose, or by the ICS Board of Directors by majority vote at a board meeting where a quorum exists. The Tribe Chief may be removed from office by the ICS board of directors by a majority vote of the ICS board members present at a meeting where a quorum exists.

G. Removal of members

Any member may be removed from the tribe and the ICS for cause by the affirmative vote of a majority of the tribe members in an election conducted for that purpose, or by the majority vote of the tribe council. Notice of the removal must be sent to the to the member electronically and by US Mail First Class postage, with an electronic copy to the ICS Secretary and ICS President. Within twenty (20) days of the transmission of the removal notice, the member may appeal the for reconsideration by the ICS board of directors. The decision of the ICS board of directors shall be final.

H. Nomination and election of officers

Prior to the annual election period, a nomination of officers shall be conducted for a period of not less than fifteen (15) days. This nomination period shall be notified to the members via electronic transmission, and/or posted on the official tribe website. Any ICS member of the NE Tribe in good standing may submit a nomination. Any ICS member of the NE Tribe in good standing may self-nominate.

Officers shall be elected annually by a majority vote of the tribe members at a tribe election. Tribe members shall receive prior notice of the voting period and/or it may be posted on the tribe's website. The voting period shall be no less than ten (10) days. Voting for officers shall be conducted by a current tribe officer only for non-contested positions. Such voting may be conducted using the tribe website and/or other appropriate voting platform including the ICS voting platform. Voting for all contested officer positions shall be conducted on the ICS voting platform or, if unavailable, by an independent, verifiable, auditable entity. Voting shall be by secret ballot, but this provision may be waived for office positions for which there has been only one name placed in nomination. Officers shall serve for one year, commencing as of the end of the ICS Annual Meeting of Members and after the tribe election. Elections shall be scheduled to approximately coincide with the ICS General election.

Use of electronic means to accomplish the intent of this Article is expressly permitted.

ARTICLE V
COMMITTEES

The Tribe Chief may appoint special or standing committees, such as advisory, audit, social, trip and the like, which shall advise and assist the council in their respective areas of responsibility. The Tribe Chief or his designee, shall be an ex-officio member of each such committee. Committees may be dissolved or continued, at the discretion of the council, in majority vote, at any time.

ARTICLE VI
PRINCIPAL OFFICE

The principal office of the tribe shall be located at the home address of the Tribe Chief

ARTICLE VII
MEETINGS OF MEMBERS

An annual meeting of members of the tribe for the purpose of conducting tribe business to properly come before the tribe membership may be held at a time immediately preceding the annual meeting of ICS. The meeting may be held in person or by electronic venue. Notice of time and place shall be given in writing, which may be in the form of publication in the ICS *Flyer* Magazine, electronic transmission to tribe members, or posting on the tribe website, not less than ten (10) days prior to such meeting. Physical meeting may be held within the geographical area of the tribe or at the place of the ICS annual meeting but must take place prior to such ICS meeting. **Any required voting of the members of the tribe shall be completed electronically prior to the meeting.** Members in attendance at all meetings who did not vote electronically may add their votes to the electronic vote tally at the meeting.

Special meetings of members of the tribe may be called from time to time by the Tribe Chief by notifying members of the time and place of such meeting, at least ten (10) days in advance, together with the purpose of such meeting.

A special meeting of the members of the tribe shall be called by the council upon receipt of written request for the same, signed by at least twenty five percent (25%) of the members of the tribe, stating the purpose of such meeting.

ARTICLE VIII
AMENDMENT OF TRIBE BYLAWS AND ARTICLES OF INCORPORATION

These By-Laws and the tribe's Articles of Incorporation may be amended from time to time by the affirmative vote of a majority of tribe members voting at the annual election or at a duly notified special voting of tribe members., provided that notice of such meeting and such proposed amendment or amendments shall have been given to members at least ten (10) days prior to the date of the election period at which such amendments presented for consideration are to be voted.

The Council may by a two-thirds majority vote correct spelling, grammar, conflict, and other errors in the Bylaws provided that the original intent is preserved.

ARTICLE IX

DISPOSITION OF ASSETS

- A. Upon incorporation of this tribe, all assets of the tribe shall be transferred to the corporation.
- B. Upon dissolution of this tribe, all assets of this tribe shall be transferred to the Comanche Flyer Foundation, Inc. The purposes for which the corporation is formed are to conduct and carry on a charitable, not-for-profit enterprise of an educational and humanitarian nature, to wit:
 - 1. To promote widespread understanding regarding the safe, economical and ecologically prudent operation of private aircraft generally and the Piper Comanche in particular;
 - 2. To provide services of a charitable and humanitarian nature for which such aircraft are uniquely suited, including the transportation of rations, drugs, medical supplies and equipment in times of emergency, the transportation of person in distressed and urgent circumstances, excluding medical patients, the transportation of members of this or other charitable organizations in the pursuit of their charitable objectives;
 - 3. To research, study and promote aviation education by means of publishing various educational materials, assisting or establishing museums and initiating scholarship funds;
 - 4. To make or obtain loans of money, with or without securing the same, for any purposes necessary, incident or appropriate to the foregoing purposes.

ARTICLE X

CONDUCT AND ETHICS

All tribe members shall conduct themselves in accordance with the code of conduct and ethics enumerated in the ICS Bylaws.

ARTICLE XI

MISCELLANEOUS PROVISIONS

Internal disputes within the tribe may be directed to the ICS Board of Directors for resolution and final adjudication.

The official website of the NE Tribe shall be www.ICSNETribe.com and shall be accessible to all ICS NE Tribe members in good standing.

All tribe elections shall provide for a voting period of not less than ten (10) days.

Members shall be notified of important tribe business in writing. Electronic communications, including emails to the membership and/or postings on the official tribe website shall be deemed proper notice.