

**REVISED BY-LAWS
of the
FRANKLIN COUNTY AIRPORT COMMISSION**

ARTICLE I: ORGANIZATION

Section 1. The Franklin County Economic Airport Commission was created by the Franklin County Board of Commissioners pursuant to North Carolina General Statute 63-3, 63-53, 63-57 and 153A-274.

Section 2. In accordance with the resolution creating this body, the name of the organization shall be the "FRANKLIN COUNTY AIRPORT COMMISSION."

Section 3. The location of the principal office of this Commission shall be 113 Market Street, Louisburg, North Carolina. The Commission may designate another location for the principal office or may establish additional offices as it deems appropriate.

Section 4. The fiscal year of the Commission shall commence on the first day of July and shall terminate on the thirtieth day of June in the following calendar year.

Section 5. The Commission shall be considered a Public Authority within the meaning of the North Carolina General Statutes, Chapter 159, unless specified to the contrary by the creating governmental body.

ARTICLE II: PURPOSES & OBJECTIVES

The purpose of the Commission is to assist the County of Franklin in establishing, operating, regulating, and promoting the airport; and to establish a framework to be utilized in, coordinating local, state, and federal efforts toward this end. Major emphasis shall be placed on providing the basic facilities essential for attracting and encouraging sound growth of the Franklin County Airport. Specific objectives of the Commission include, but are not limited to, the following:

Section 1. To inform the Board of County Commissioners regarding the establishment, construction, control, leasing, maintenance, improvement, operation, and regulation of airports and landing fields; to govern, pursuant to the direction of the Board of Commissioners, any airport or landing field owned, acquired, established, or constructed by Franklin County.

Section 2. To adopt, repeal, amend, and re-adopt rules and regulations not inconsistent with the resolution establishing the Commission, for its own government, management, and operation.

Section 3. To adopt, repeal, amend, and re-adopt rules and regulations with respect to traffic on and use of streets, alleys, driveways, roadways, parking areas, cross-walks, and safety areas (not included in public road systems of the State of North Carolina) located within the territorial limits of the lands comprising the Airport, including by way of illustration, but not in limitation of the authority herein granted, the establishment of routes of traffic, the regulation of speed, the location of parking areas, the regulation and prohibition of the parking and standing in designated areas of said streets, driveways, alleys, and roadways, the prohibition of obstruction thereof; the prohibition of vehicles and pedestrians on the aprons, ramps, taxiways, runways, and other designated parts of the Airport.

Section 4. To adopt, repeal, amend, and re-adopt rules and regulations with respect to the use of the Airport and its facilities by the public, including by way of illustration but not in limitation of the authority granted, the terminal building, the ramps, aprons, hangars, taxiways, runways, water plants, and shops; and to prohibit the use of, occupation of, or trespass upon any part thereof.

Section 5. To post, at appropriate places on the Airport, notice to the public of applicable rules and regulations pertaining to the Airport.

Section 6. To lease for a term not to exceed one (1) year, and for purposes not inconsistent with the grants and agreements under which the said Airport is held by said Franklin County, real or personal property under the supervision of or administered by the said Commission including, but not limited to, the Airport. The Commission shall also negotiate leases for longer periods of time on behalf of the County, but the Board of Commissioners retains final approval authority to enter into said longer term leases.

Section 7. To negotiate with and enter into contracts with persons, firms, or corporations for terms not to exceed ten (10) years, for the operation of airline-scheduled passenger and freight flights, non-scheduled flights, and any other airplane activities not inconsistent with said grant agreements under which the airport property is held by Franklin County; and to charge and collect reasonable and adequate fees, charges, and rents for the use of such property or for services rendered in the operation thereof.

Section 8. To negotiate with and enter into contracts and leases with individuals, corporations, or other organizations for the purpose of providing fixed-base operator services, provided however; any contract term in excess of one year shall require the concurrence of the Board of Commissioners indicated by its Chairman joining in the execution of any such contract. Said services may include, but not be limited to, the following: aircraft storage, FAA- approved domestic aircraft repairs, student training, demonstration and sale of aircraft, aircraft rental, and charter air taxi.

Section 9. Within the limits of the appropriated funds, to hire, terminate, and fix the compensation of any personnel necessary for the proper operation and management of the Airport.

Section 10. To operate, own, control, regulate, lease, or grant to others the right to operate, on the Airport premises other businesses, amusements, or concessions for a term not exceeding one (1) year, as it may appear to said Commission advantageous or conducive to the development of said Airport.

Section 11. To negotiate and deal with the Federal Aviation Administration of the United States Government, the State of North Carolina, or any agency of said governments relating to the grading, constructing, equipping, improving, maintaining, and operating of airports and landing fields acquired under the authority of this resolution.

Section 12. Notwithstanding anything contained herein to the contrary, the Airport Commission shall be subject to the direction, approval, and paramount authority of the Board which may alter, amend, repeal, or revoke all or any part of this resolution in its sole discretion.

ARTICLE III: MEMBERSHIP

Section 1. The Commission shall consist of seven (7) members.

Section 2. Appointments to the Commission shall be made by the Franklin County Board of Commissioners for staggered three-year terms in accordance with the resolution creating the Airport Commission or as amended from time to time.

Section 3. The Chairman of the Commission shall notify the appointing authority in writing of the expiration date of the terms of Commission members prior to the expiration date. Recommendation for appointment or reappointment shall be included with the notice. Recommendation shall be obtained by a majority vote of the Commission members. Appointment or reappointment shall be requested. Final determination rests with the Franklin County Board of Commissioners.

ARTICLE IV: OPERATION OF THE COMMISSION

Section 1. The government, business, and property of the Commission shall be managed by the Commission members. Each Commissioner shall serve for the term appointed or until death, resignation, retirement, removal, replacement, disqualification, or until a Successor is appointed and qualified.

Section 2. At the first meeting of each year, the Commission members shall elect officers consisting of a Chairman and Vice-Chairman. The Secretary shall be appointed by and serve at the pleasure of the Chairman.

Section 3. The term for offices of Chairman and Vice-Chairman shall be for one year. They shall assume office upon election. Officers may be elected to succeed themselves or be elected to any other office.

Section 4. Vacancies in any office, arising from any cause, may be filled by the Airport Commissioners at any regular or special meeting. Interrupted terms of office filled by the Commissioners shall be for the unexpired term of the office creating the vacancy.

Section 5. Proceedings of the Commission shall be recorded, and a true copy of all such rules and regulations adopted by the Commission shall be certified under the hand of the Secretary of the Commission and filed with the Board.

ARTICLE V: DUTIES OF OFFICERS

Section 1. The general duties of the Chairman of the Commission are:

- A. The Chairman shall preside at all regular, special, and emergency meetings of the Commission.
- B. The Chairman may appoint such committees as the work of the Commission may require.

- C. The Chairman shall guide and direct the efforts of the staff, the functional committees, and the standing committees in their efforts. The Chairman may solicit advice and assistance in these endeavors.
- D. The Chairman shall promulgate and publish such orders and directives as may be necessary to promote the purpose of the Commission.
- E. The Chairman shall authorize the disbursement of funds in conformance with the established policies of the Commission, in compliance with the general and special terms and conditions of appropriated funds, and in compliance with any local, state, or federal grant regulations or conditions.
- F. The Chairman shall perform such other duties as will promote the purpose of the Commission or which are required by the office.

Section 2. The Vice Chairman of the Commission shall perform the duties of the Chairman in his absence.

Section 3. The Secretary shall be the chief staff officer of the Commission. The Secretary shall be an ex-officio member of all functional and standing committees. The scope of work shall be that adopted by the Commissioners. The Secretary shall function directly under the overall supervision of the Commission Chairman. All orders and directives to the Commission staff shall be from the Chairman to the Secretary. The Secretary shall be directly responsible for, but not limited to, the following:

- A. The Secretary shall be responsible for maintaining the necessary records to satisfy the Commission requirements and those of such other agencies as may be involved.
- B. The Secretary shall discharge the functional and operational requirements as set forth by the Commission.
- C. The Secretary shall expend effort toward establishment of liaison with agencies of local, state, and federal governments, and with financial institutions, engineering firms, building contractors, public and private utility companies, location consultants, and other entities either directly or indirectly involved with airport business.
- D. The Secretary may be assigned other duties, or duties may be eliminated by the Chairman, upon approval of the Commission.

ARTICLE VI: MEETINGS

Section 1. The Commission shall meet regularly, at least once every three months. The regular meeting date for the Commission shall be the fourth Thursday of the first month of each calendar quarter. The Chairman may, at his discretion, vary from the normal meeting schedule as need dictates. In the event of a change in the schedule, all members of the Commission shall be notified as soon as is practical, but no later than twenty-four (24) hours prior to the regularly scheduled meeting time. Meetings of the commission shall be held in the principal office or in other locations as designated by the Chairman.

Section 2. Special or emergency meetings may be called by the Chairman, the Secretary, or by any three Commission members at any time or place by giving as much prior notice as is reasonably possible. Notification of special and emergency meetings may be accomplished by telephone.

Section 3. A quorum for the Airport Commission shall consist of four Commission members present. If no quorum is present, there shall be no official meeting.

Section 4. At Commission meetings, each of the Commissioners present shall have one vote. All Commission actions shall require a majority vote of the members present.

Section 5. Questions of parliamentary procedure shall be generally decided according to Roberts Rules of Order, Revised.

ARTICLE VII: BUDGET

All expenditures by the Commission shall be made pursuant to a budget submitted to the Franklin County Manager and approved by the Franklin County Board of Commissioners.

Section 1. The Commission shall prepare an annual budget for presentation to the Franklin County Manager on or before the first day of April of each year.

Section 2. The annual budget shall show proposed expenditures for all operating expenses, capital equipment, and improvements. A breakdown of the source of funds shall indicate the amount to be requested of the governing body, and the amount to be obtained from other sources, including state and federal grant. The budget shall be a line-item budget.

Section 3. The fiscal year for the Commission shall be in accordance with Article I, Section 5, of these By-Laws.

ARTICLE VIII: RECORDS

Section 1. The Commission staff shall maintain a file of all studies, plans, reports, and recommendations made by the Commission in the discharge of its duties and responsibilities.

Section 2. The Commission shall make a report to the Franklin County Board of Commissioners at least annually.

ARTICLE IX

The Commission, by the affirmative vote of five of the seven members thereof, may make, alter, amend, add to, or repeal these By-Laws at any regular or special meeting. Prior written notification of a minimum of seven days shall be accorded members relative to amendments or changes. The notice shall list the proposed change(s).

ARTICLE X: DISSOLUTION AND LIQUIDATION

The authority for the Commission may be repealed in the same manner as it was originally authorized, resulting in the dissolution of the Commission. Said notification of resolution of repeal shall be subject to the notice period as defined in the General Statutes of North Carolina.

Upon the dissolution of the Commission, the Commission shall, after paying, or making provisions for the payment of, all of the liabilities, debts, and obligations of the Commission, dispose and distribute all of the assets of the Commission exclusively for the purposes of the Commission, subject to the approval of the creating body.

Revised and adopted this the ____ day of _____, 2006.

Chairman
Franklin County Airport Commission

Attest: _____
Secretary

**THIRD AMENDMENT TO
RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION**

WHEREAS, the Franklin County Board of Commissioners had previously created the Franklin County Airport Commission and adopted a certain resolution entitled, "RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION," dated April 6, 1992, wherein certain powers and responsibilities were set forth, and

WHEREAS, amendments to the original resolution were adopted on April 18, 1994 and June 6, 2005.

WHEREAS, to further serve the best interests of the County and its citizens, an amendment to the original resolution and the subsequent amendments is needed setting forth a change in the guidelines related to quorum requirements for meetings of the membership of said Board.

NOW, THEREFORE, BE IT FURTHER RESOLVED BY THE BOARD OF COMMISSIONERS OF FRANKLIN COUNTY:

That Section 2 shall be amended to read as follows:

By deleting: "Five (5) voting members of the Commission shall constitute a quorum" and substituting, "Four (4) voting members of Commission shall constitute a quorum."

Except as hereby amended, the Ordinance shall in all respects remain in full force and effect.

This amendment shall take effect upon adoption.

ADOPTED this the ____ day of _____, 2006.

SIDNEY DUNSTON, Chairman

ATTEST:

Clerk to the Board

RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION

WHEREAS, the Franklin County Board of Commissioners desires to vest certain of its powers and duties concerning the Franklin County Airport (the "Airport") in a body to be known hereafter as the Franklin County Airport Commission:

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF FRANKLIN COUNTY:

SECTION 1

Pursuant to North Carolina General Statute Sections 63-3, 63-53, 63-57, and 153A-274, there is hereby created the Franklin County Airport Commission (the "Commission"). The Commission shall serve at the pleasure of the Franklin County Board of Commissioners (the "Board") and shall consist of five members, two of whom are members of the Board. Two such members shall serve initially for three (3) years, two for two (2) years, and one for one (1) year, and until their successors are appointed; and at the expiration of their aforesaid terms, their successors thereafter shall be appointed by the Board for a term of three (3) years. Upon the occurrence of the Board member no longer being a County Commissioner, his or her term shall terminate and the Board shall appoint another member of its body to serve the remainder of such Commission term. Terms of the members shall commence on January 1 and expire on December 31. The initial appointment shall commence on January 1. The chairman of the Board shall appoint a secretary to the Commission.

SECTION 2

The members of the Commission shall elect their Chairman, Vice-Chairman, and Secretary annually in January. The Commission may appoint such other officers as it may deem necessary for the orderly procedure of its business, and adopt by-laws, rules, and regulations covering its procedure, not inconsistent with laws of North Carolina and ordinance of Franklin County. It shall hold regular meetings at such time and place as it may from time to time designate. Three (3) voting members of the Commission shall constitute a quorum. An affirmative action by a majority of the voting members of the Commission shall be necessary to constitute action by the Commission.

SECTION 3

The Commission shall prepare an annual budget request for the operation of the Airport which shall be submitted to the Board on or before the 15th day of April of each year. The Airport budget shall be as adopted by the Board, and the Commission shall operate the Airport within said budget as adopted. The expense of the construction, enlargement, improvement, maintenance, equipment, operation, and regulation of the Airport shall be a responsibility of Franklin County.

SECTION 4

The Commission appointed as herein provided by the Board shall act in an administrative capacity and shall be vested with the following authorities and powers; and it is hereby authorized and empowered:

4.1 To inform the Board regarding the establishment, construction, control, leasing, maintenance, improvement, operation, and regulation of airports and landing fields; to govern, pursuant to the direction of the Board of Commissioners, any airport or landing field owned, acquired, established, or constructed by Franklin County.

4.2 To adopt, repeal, amend, and re-adopt rules and regulations not inconsistent with this Resolution, for its own government, management, and operation.

- 4.3 To adopt, repeal, amend, and re-adopt rules and regulations with respect to traffic on and use of streets, alleys, driveways, roadways, parking areas, cross-walks, and safety areas (not included in the public road systems of the State of North Carolina) located within the territorial limits of the lands comprising the Airport, including by way of illustration, but not in limitation of the authority herein granted, the establishment of routes of traffic, the regulation of speed, the location of parking areas, the regulation and prohibition of parking and standing in designated areas of said streets, driveways, alleys, and roadways, the prohibition of obstruction thereof, the prohibition of vehicles and pedestrians on the aprons, ramps, taxiways, runways, and other designated parts of the Airport.
- 4.4 To adopt, repeal, amend, and re-adopt rules and regulations with respect to the use of the Airport and its facilities by the public, including by way of illustration but not in limitation of the authority granted, the terminal building, the ramps, aprons, hangars, taxiways, runways, water plants, and shops, and to prohibit the use of, occupation of, or trespass upon any part thereof.
- 4.5 Proceedings of the Commission shall be recorded, and a true copy of all such rules and regulations adopted by the Commission shall be certified under the hand of the Secretary of the Commission and filed with the Board.
- 4.6 To post, at appropriate places on the Airport, notice to the public of applicable rules and regulations pertaining to the Airport.
- 4.7 To lease (without the joinder in the lease agreements of the County of Franklin) for a term not to exceed one (1) year, and for purposes not inconsistent with the grants and agreements under which the said Airport is held by said Franklin County, real or personal property under the supervision of or administered by the said Commission including, but not limited to, the Airport. The Commission shall also negotiate leases for longer periods of time on behalf of the County, but the Board retains its authority to enter into said longer term leases.
- 4.8 To negotiate with and enter into contracts with persons, firms, or corporations for terms not to exceed ten (10) years, for the operation of airline-scheduled passenger and freight flights, non-scheduled flights, and any other airplane activities, not inconsistent with said grant agreements under which the airport property is held by Franklin County, and to charge and collect reasonable and adequate fees, charges, and rents for the use of such property or for services rendered in the operation thereof.
- 4.9 To negotiate with and enter into contracts and leases with individuals, corporations, or other organizations for the purpose of providing fixed-base operator services. Said services may include, but not be limited to, the following: aircraft storage, FAA-approved domestic aircraft repairs, student training, demonstration and sale of aircraft, aircraft rental, and charter air taxi.
- 4.10 Within the limits of the appropriated funds, to hire, terminate, and fix the compensation of any personnel necessary for the proper operation and management of the Airport.
- 4.11 To operate, own, control, regulate, lease, or grant to others the right to operate, on the Airport premises other businesses, amusements, or concessions for a term not exceeding one (1) year, as it may appear to said Commission advantageous or conducive to the development of said Airport.
- 4.12 To negotiate and deal with the Federal Aviation Administration of the United States Government, the State of North Carolina, or any agency of said governments relating to the grading, constructing, equipping, improving, maintaining, and operating of airports and landing fields acquired under the authority of this resolution.

4.13 Notwithstanding anything contained herein to the contrary, the Airport Commission shall be subject to the direction, approval, and paramount authority of the Board which may alter, amend, repeal, or revoke all or any part of this resolution in its sole discretion.

SECTION 5

Revenues generated by the Airport shall be used for operation, improvement, and maintenance of the Airport.

SECTION 6

If any part or parts of this resolution shall be held to be unlawful, such unlawfulness shall not affect the validity of the remaining parts of this resolution. The Board expressly declares that it would have passed the remaining parts of this resolution, if it had known that such part or parts thereof would be declared unlawful.

SECTION 7

The Commission is authorized and empowered to adopt and use a seal.

SECTION 8

This resolution shall take effect from and after adoption.

ADOPTED this the 6th day of April, 1992.

SIGNED

Robert Lee Swanson
Robert Lee Swanson, Chairman

ATTEST:

Jean Gordon
Jean Gordon, Clerk to the Board

AMENDMENT TO
RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION

WHEREAS, the Franklin County Board of Commissioners had previously created the Franklin County Airport Commission and adopted a certain resolution entitled " RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION, " wherein certain powers and responsibilities were set forth, and

WHEREAS, to further serve the best interests of the County and it's citizens, an amendment to the original resolution is needed setting forth additional guidelines related to leases entered into on behalf of the County relative to fixed-based operator services,

NOW, THEREFORE, BE IT FURTHER RESOLVED BY THE BOARD OF COMMISSIONERS OF FRANKLIN COUNTY:

That Section 4, Paragraph 4.9 be amended to read as follows:

To negotiate with and enter into contracts and leases with individuals, corporations, or other organizations for the purpose of providing fixed-base operator services, provided however; any contract term in excess of one year shall require the concurrence of the Board of Commissioners indicated by it's Chairman joining in the execution of any such contract. Said services may include, but not limited to, the following: aircraft storage, FAA-approved domestic aircraft repairs, student training, demonstration and sale of aircraft, aircraft rental, and charter air taxi.

This amendment shall take effect upon adoption.

ADOPTED this the 18th day of April, 1994.

SEAL

George T. Wynne
George T. Wynne, Chairman

ATTEST:

Jean Gordon
Jean Gordon, Clerk to the Board

Do we want to extend this time period?

**SECOND AMENDMENT TO
RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION**

WHEREAS, the Franklin County Board of Commissioners had previously created the Franklin County Airport Commission and adopted a certain resolution entitled, "RESOLUTION CREATING THE FRANKLIN COUNTY AIRPORT COMMISSION," dated April 6, 1992, wherein certain powers and responsibilities were set forth, and

WHEREAS, an amendment was adopted on April 18, 1994, specifically, Section 4, Paragraph 4.9.

WHEREAS, to further serve the best interests of the County and its citizens, an amendment to the original resolution and the subsequent amendment is needed setting forth additional guidelines related to the composition of the membership of said Board.

NOW, THEREFORE, BE IT FURTHER RESOLVED BY THE BOARD OF COMMISSIONERS OF FRANKLIN COUNTY:

That Section 1 shall be amended to read as follows:

Pursuant to North Carolina General Statute Sections 63-3, 63-53, 63-57, and 153A-274, there is hereby created the Franklin County Airport Commission (the "Commission"). The Commission shall serve at the pleasure of the Franklin County Board of Commissioners (the "Board") and shall consist of seven members, two of whom are members of the Board of Commissioners. The remaining airport commission members shall be appointed upon recommendation and Board Approval of each County Commissioner not serving on the airport commission. The term for each airport commission member shall run concurrent with the terms of office for the commissioner making the appointment. Terms of the members shall commence on January 1 and expire on December 31. The initial appointment shall commence on January 1. The chairman of the Board shall appoint a secretary to the Commission.

That Section 2 shall be amended as follows:

By deleting: "Three (3) voting members of the Commission shall constitute a quorum" and substituting "Five (5) voting members of Commission shall constitute a quorum."

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change to 4 members for a quorum

Except as hereby amended, the Ordinance shall in all respects remain in full force and effect.

This amendment shall take effect upon adoption.

ADOPTED this the 6th day of June, 2005.

Robert Lee Swanson
ROBERT LEE SWANSON, Chairman

ATTEST: Kathy Moore
KATHY MOORE, Clerk to the Board