

BY-LAWS  
OF THE  
AIRPORT AUTHORITY FOR THE  
CITY OF NASHUA

ARTICLE I - THE AUTHORITY

SECTION 1. Name of the Authority. The name of the Authority shall be the “NASHUA AIRPORT AUTHORITY”.

SECTION 2. Seal of the Authority. The seal of the Authority shall be the form of a circle and shall bear the name of the Authority, the year of its organization, and the words “New Hampshire”.

SECTION 3. Office of the Authority. The office of the Authority shall be located on the Airport within the City of Nashua, New Hampshire, and shall be designated and may from time to time be changed by resolution adopted at any regular or special meeting of the Authority.

ARTICLE II - OFFICERS

SECTION 1. Officers. The officers of the Authority shall be Chairman, Vice-Chairman, Treasurer, and Secretary.

SECTION 2. Chairman. The Chairman shall preside at all meetings of the Authority. Except as otherwise authorized by resolution of the Authority, the Chairman shall sign all contracts, deeds, and other instruments made by the Authority. At each meeting, the Chairman shall submit such recommendations and information, as he/she may consider proper concerning the business affairs and policies of the Authority.

SECTION 3. Vice-Chairman. The Vice-Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman, and in case of a vacancy in the office of the Chairman.

SECTION 4. Treasurer. The Treasurer shall review all orders and checks for the payment of money and shall pay out and disburse such moneys under the direction of the Authority except as otherwise authorized by resolution of the Authority. The Authority may by resolution designate one or more Directors to countersign such checks and orders, and may from time to time qualify, change or cancel any such designation

SECTION 5. Secretary. The Secretary shall keep the records of the Authority, shall act as Secretary of the meetings of the Authority and record all votes. The Secretary shall keep a record of the proceedings of the Authority meetings, and shall perform all duties incident to his/her office. He/She shall keep in safe custody the seal of the Authority and shall have the power to affix such seal to all contracts and instruments authorized to be executed by the Authority.

At any regular or special meeting in the absence of the Secretary, a Secretary pro-tempore may be appointed from among the Directors of the Authority.

SECTION 6. Duties of Directors. The Directors of the authority shall perform such duties as are incumbent upon them by reason of their election to any office, and shall perform such other duties and functions as may from time to time be required by the Authority or the By-Laws, or which may arise by reason of their appointment to serve on committees functioning with the Authority or in co-operation with other persons or groups. Any director shall serve without compensation other than the payment of necessary expenses.

SECTION 7. Election or Appointment. The Chairman, the Vice-Chairman, the Treasurer, and the Secretary, shall be elected at the annual meeting of the Authority from among the Directors of the Authority, and shall hold office for one year or until their successors are elected and qualified.

Should the office of Chairman, Vice-Chairman, or Treasurer become vacant, the Authority shall elect a successor from its membership at the next meeting, and such election shall be for the unexpired term of said office.

SECTION 8. Vacancies. Should the office of any Director become vacant, the Mayor shall be notified to allow the selection process for a replacement.

SECTION 9. Additional Personnel. The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the Nashua Airport Authority Law of the State of New Hampshire, as amended, and all other laws of the State of New Hampshire applicable thereto. The selection and compensation of such personnel, shall be determined by the Authority subject to the laws of the State of New Hampshire.

### ARTICLE III - MEETINGS

SECTION 1. General Provisions. Annual meetings and regular meetings of the Authority shall be held at such time and place as may be originally designated or subsequently changed by resolution adopted by the Authority at any regular or special meeting. All meetings shall be held at the office of the Authority in the absence of the specific designation of some other meeting place in any such resolution. The Nashua Airport Authority operates under the State of New Hampshire's RIGHT-TO-KNOW LAW, RSA CHAPTER 91-A.

SECTION 2. Annual Meetings. Annual meetings of the Authority shall be held for the purposes of electing officers, and for the conduct of such other business as may come before the meeting.

SECTION 3. Regular Meetings. Regular meetings of the Authority shall be held at least once in each calendar month for the transaction of the business of the Authority. However by vote of the Directors, the Authority meeting may be cancelled with prior notice.

SECTION 4. Special Meetings. The Chairman of the Authority may, when he/she deems it expedient, and shall, upon the written request of two Directors of the Authority, call a special meeting of the Authority for purpose of transacting any business designated in the call. The call for a special meeting may be delivered to any Director of the Authority at his/her home or business number or may be mailed to his/her business or home address at least two days prior to the date of such special meeting, or Directors of the Authority may be notified via e-mail at their home or place of business at least two days prior to the date of such special meeting. E-mails must be acknowledged to be considered valid notification. At such special meeting, no business shall be considered other than as designated in the notice, but if all the Directors of the Authority are present at the special meeting, any and all business may be transacted at such special meeting.

SECTION 5. Quorum. A majority of the directors constitutes a quorum for the purpose of voting, but a smaller number may meet and adjourn from time to time until a quorum is obtained. At least twenty-four-hours notice of the time and place of holding a subsequent meeting shall be given to all Directors who were not present at the meeting from which adjournment was taken. When a quorum is in attendance, action may be taken by the Authority upon a vote of a majority of the Directors present.

SECTION 6. Order of Business. At the regular meetings of the Authority, the following shall be the order of business:

1. Roll Call
2. Public Input
3. Reading and approval of the minutes of the previous regular Meeting and any intervening special meetings
4. Treasurers Report
5. Communications
6. Reports
7. Old Business
8. New Business
9. Other
10. Public Input
11. Adjournment

The order of business may change when deemed appropriate at the discretion of the Chairman.

All motions shall be in writing and shall be copied in a Motion book of the Authority. Motions will be numbered chronologically after the minutes are accepted.

SECTION 7. Manner of Voting. All questions coming before the Authority shall be presented in the form of motions and resolutions. The vote on all motions and resolutions shall be entered in full upon the minutes of the meeting.

#### ARTICLE IV - AMENDMENTS

Amendments to By-Laws. The By-Laws of the Authority shall be amended only by resolution adopted by the affirmative vote of at least three Directors of the Authority at a regular or special meeting, held after ten days' notice in writing of the substance of the proposed amendment shall have been sent to each Director.

# **NASHUA AIRPORT AUTHORITY**

## **BY-LAWS**

**Accepted April 18, 2006**

**Griffin Dalianis, PhD – Chairman**  
**John Gill – Vice Chairman**  
**Allan Fuller – Secretary**  
**Frederick Britton – Treasurer**  
**Michael Rosenblum - Director**