



The Society of Experimental Test Pilots Foundation

<http://www.setp.org/foundations/foundation.html>

Business Plan

44814 N Elm St
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Vision, Mission, and Goals

Vision

To support The Society of Experimental Test Pilots by preserving flight test history, providing flight test education, mentoring our youth, and promoting flight test safety.

Mission Statement

The Mission of the SETP Foundation is:

History

- To be the world's leading source of history relating to test pilots and their profession.
- To preserve the historical significance of the accomplishments of test pilots, the SETP, and the aerospace industry by displaying memorabilia, written and oral records, reports, photographs, video, and other artifacts.
- To archive and display such history in a manner that supports and enhances the efforts of flight test education and flight test safety for current and future generations of flight test personnel and the general public.

Education

- To provide flight test educational programs by sponsoring symposia and disseminating educational materials in order to increase the safety and efficiency of flight test and enhance the professional knowledge of test pilots, astronauts, cosmonauts and other aerospace professionals in the field of research and development.
- To provide mentors for educating our youth, while encouraging them to enter flight test or an aerospace-related profession.

Flight Test Safety

- To initiate and sustain a flight test related safety organization intended to promote flight safety, reduce the risk of mishap, promote risk reduction management and continually improve the profession's communication and coordination.
- To develop, implement and maintain a computerized data base, readily available to all members and member organizations, containing flight test-related data collected from the industry.

SETP Foundation Goals

History

- Document and record oral/video histories of test pilots, astronauts, aircraft designers, etc., for possible development into a documentary series for public viewing. The material will become part of a permanent public-access library.
- Acquire museum-quality collectibles, which will be handled in accordance with the Foundation Bylaws.

Education

- Sponsor symposia presenting test pilots' experiences and opinions; evaluating the adequacy of flight test equipment; exchanging information for development of improved testing techniques; providing education on techniques of escape and survival; addressing newly experienced phenomena in the realm of flight, and fostering an interchange of information related to flight test lessons learned.
- Develop an aerospace center with direct education benefits to grow a highly skilled aeronautical work force.
- Publish technical articles and the proceedings of educational seminars and workshops on aeronautical programs to be shared with aeronautical universities and the general public.
- Develop programs that will stimulate interest in the engineering sciences, leading to aviation and aerospace careers through scholarships and/or other projects among young people.

Safety

- Foster an interchange of information related to "flight test lessons learned", in order to reduce potential mishaps.
- Promote an atmosphere of sharing "lessons learned" and "best practices" for risk reduction management.
- Direct the effort of flight test safety through education.
- Gather information to compile the database to accomplish the goals of the charter.
- Assimilate the information in a user-friendly computer based system, provide world-wide access and update the database as information becomes available.
- Ensure that the data collected, used and distributed from this effort does not reflect upon the prior actions, incidents or accidents of the members or associated organizations. Conduct annual workshops to provide an open forum where flight test safety issues can be presented, discussed, and probed with other members and disciplines of the aerospace community; promote and provide education regarding flight safety to reduce the risk of mishap; promote risk reduction management and assimilate the information in a computer-based system to provide worldwide access for educational purposes, and to share "best practices" with the entire aerospace community.

Board of Directors

Chairman

Andre A. Gerner ajgerner@yahoo.com

Vice Chairman

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Secretary

Charles F. Stender cfstender@verizon.net

Treasurer

Directors:

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Mark P. Stucky president@setp.org

Paul J. Valovich pvalovich@dcscorp.com

Operations

Headquarters / Office Location

Headquarters The Society of Experimental Test Pilots Foundation
44814 North Elm Avenue
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Staff Paula S. Smith, SETP Executive Director Setp@setp.org

Committees

- Public Relations – Linda de France lindadefrance@gmail.com
- Flight Test Safety – Jerry Whites gerald.w.whites@boeing.com
- Publishing – Jim Sandberg jim.sandberg@xsetp.org
- Steering/Strategic Planning –
- Education/Symposium –
 - Education - Tim Morey timothy.morey@navy.mil
 - Mentoring – Tim McDonald timothy.mcdonald@edwards.af.mil
- Historical – Roy Martin royinlan@qnet.com
- Fund Raising/Finance/Legal –
- Facilities – Paul Valovich pvalovich@dcscorp.com

Objectives

The Foundation, incorporated in December, 2006, is still in the initial fundraising stage. Our primary objective is to raise capital to further the missions of the Foundation. The following efforts are currently underway.

History Committee

1. Oral History
 - a. Apply for grant and foundation funding for our oral history program from federal, state, and private sources.
 - b. Explore ways to have oral history interviews available and useful.
 - c. Adherence to the Oral History Association's General Principles and Best Practices for Oral History. www.oralhistory.org
2. Archives
 - a. Preservation and storage of original print, film, video, and artifact memorabilia currently in the possession of the SETP Foundation, as well as future donations.
 - b. Conversion and preservation of memorabilia in digital format, following the model of the Smithsonian Institution Archives Digital Preservation Initiative.
 - c. Pursuit of grant funding to support the above objectives.

Education/Symposium Committee

1. Sponsor Educational Symposia throughout the year in various parts of the world.
2. Provide the following mentoring opportunities:
 1. Provide technical papers to various universities at the graduate level for their use as case studies.
 2. Provide an SETP Sponsored award to either a university or a student team for excellence in an aerospace related project undertaken. These awards would be presented by a senior member of the SETP.
 3. List opportunities available to universities to better prepare their aerospace students to enter industry.
 4. Sponsor an award at the Intel International Science and Engineering Fair, <http://www.intel.com/education/isef/>, <http://www.societyforscience.org/isef/> held annually in the USA.
 5. Investigate SETP Foundation participation in the Science, Technology, Engineering and Mathematics (STEM) Education Coalition <http://www.stemedcoalition.org/>.

Flight Test Safety Committee

<http://www.flighttestsafety.org/index.html>

1. Conduct two Annual Flight Test Safety Workshops, one in North America and one in Europe. See <http://www.setp.org/symposium/meetings/workshop/> for complete details.

See <http://www.flighttestsafety.org/workshops.html> for past workshop information.

2. Present the annual Tony LeVier Flight Test Safety Award to an individual or team making a significant contribution to the Flight Test Safety Community. Details of the award may be found at <http://www.flighttestsafety.org/levier.html>.
3. Catalog some of the aerospace industry's "Best Practices and Checklists" for reducing risk and increasing flight test safety. These can be found at <http://www.flighttestsafety.org/bestprac.html>.
4. Provide a source of Aviation Safety, Human Factors, and Aircraft Accident Investigation Related Web Sites at <http://www.flighttestsafety.org/links.html>.

Steering/Strategic Planning Committee

1. Complete and maintain Foundation Business Plan, including updating Objectives section to reflect current activity.
2. Develop Investor/Donor Presentation

Facilities Committee

1. Build an aerospace educational complex and display area for the purpose of displaying memorabilia, written and oral records, reports, photographs and other artifacts and to provide video documentation of test pilots and their accomplishments to support the efforts of education and flight test safety for the future generations of aerospace personnel.

Fund Raising/Finance/Legal Committee

1. Raise funds for the SETP Foundation
2. Help participants facilitate estate planning and charitable planning
3. Development of an ESOP Trust plan for businesses that could result in donation of a portion of the trust to the Foundation.
4. Receive donations of life insurance policies in arrangements beneficial to both the donor and the Foundation.

Publishing Committee

1. Publication and sale of books related to test pilots and flight testing.
 - a. Continue efforts to sell the remaining copies of the book X-Traordinary Planes, X-Traordinary Pilots, including seeking new retail outlets.
 - b. Encourage SETP members who wish to publish their memoirs to use the Foundation as a publishing arm.

Public Relations Committee

1. Place articles in local papers in cities where symposia and workshops occur.

2. Devise a plan to maintain contact with scholarship recipients after they complete their education and communicate with the companies they work for.
3. Consider creating posters with resumes of scholarship recipients to publicize scholarship program.

Foundation By-Laws

ARTICLE 1. GENERAL MATTERS

1.1 Name. The name of the organization shall be the SOCIETY OF EXPERIMENTAL TEST PILOTS FOUNDATION (this “Corporation”).

1.2 General Purpose. The general purpose for which this Corporation is organized is to engage in any lawful act or activity for which a corporation may be organized under the Nonprofit Public Benefit Corporation Law of California; provided, however, nothing in this Section 1.2 shall be construed to authorize this Corporation to carry on any activity for the profit of its officers, Directors or other persons or to distribute any gains, profits or dividends to any of its officers, Directors or other persons as such. Furthermore, nothing in this Section 1.2 shall be construed as allowing the Corporation to engage in any activity forbidden under Section 501(c)(3) of the Internal Revenue Code (the “Code”). This Corporation is organized, and at all times hereafter shall be operated, exclusively for the benefit of, to perform the functions of, or to carry out the purposes of, the SOCIETY OF EXPERIMENTAL TEST PILOTS, a California nonprofit corporation (the “Parent Organization”).

1.3 Specific Purpose. Within these broad purposes, the specific goals and objectives of Corporation shall be as follows:

- a. receiving funds, articles, memorabilia, written records, oral records, reports, photographs and other artifacts of historical significance relating to test pilots and their profession;
- b. sponsoring educational symposia and disseminating educational materials in the form of periodical publications, symposium proceedings, books and multimedia presentations;
- c. enhancing the professional knowledge of test pilots, astronauts, cosmonauts and other aerospace professionals in the field of research and development for the purpose of increasing the safety and efficiency of flight test; and
- d. documenting the history and accomplishments of test pilots and related data, and preserving the history of the Parent Organization, and other pilots and flight crew who have contributed to the knowledge and advancement of the flight test profession including all research and development activities.
- e. sponsoring activities for educating our youth while encouraging them to enter flight test or aerospace related fields.

The purposes shall also include the preservation, display, and safekeeping of such history and use of the historical archives and data to support the efforts of education and flight test safety for the future generations of flight test personnel. The Corporation may develop and maintain facilities, equipment and other items necessary for the accomplishment of the stated goals.

1.4 Public Purpose. This Corporation has been formed under the California Nonprofit Public Benefit Corporation Law for the public purposes described above, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the Corporation shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

1.5 Prohibited Activities. This Corporation shall not, except in any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above in Section 1.4.

1.6 Time of Annual Board of Directors Meeting. The annual meeting of the Board of Directors (the “Board”) shall be held on September 1 or such other date as the Board may agree upon from time to time. The place and hour of the meeting shall be designated by the Board.

1.7 Fiscal Year. The Corporation’s fiscal year shall end on that date as may be fixed from time to time by Directors.

ARTICLE 2. OFFICES

2.1 Principal Place of Corporation Administration. The principal place of administration of the Corporation shall be 44814 North Elm Avenue, Lancaster, California 93534.

2.2 Other Offices. The Corporation may have such other offices, either within or without the State of California, as the Board may from time to time designate.

ARTICLE 3. BOARD OF DIRECTORS

3.1 Number, Tenure and Qualifications. The initial number of Directors of the Corporation shall be as set forth in the initial minutes of the incorporator; but if the minutes of any meeting of Directors should indicate that a larger number have been appointed, then these Bylaws shall be considered to have been amended to conform to the number set forth in the minutes. No decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. Directors need not be residents of the State of California.

3.2 Appointment; Term of Office. All Directors shall be appointed by the Board of Directors of the Parent Organization or its written designee. All Directors shall hold office for a regular term of three years, and, in any case, until their respective successors are appointed. The terms of the initial Directors shall be staggered to expire in one, two, and three years from the date of formation of the Corporation. A minimum of three Directors shall be appointed each year. The initial term of any Director shall be adjusted to expire in a year then having the lower number of Directors to be replaced or reappointed. Those Directors shall have subsequent three-year terms as deemed necessary by the Board of Directors of the Parent Organization.

3.3 Vacancies; Term. Except as otherwise provided by law and subject to the provisions of Section 3.1 above, vacancies on the Board, and newly created Directorships resulting from an increase in the authorized number of Directors, shall be filled by the Parent Organization or its written designee. A Director appointed as a result of a newly created Directorship shall serve for a term of three years, and, in any case, until his or her respective successor is appointed, subject to Section 3.4 below.

3.4 Resignation; Removal. Any Director may resign at any time by delivering written notice of his or her resignation to the Secretary of the Corporation, or in the alternative to the Chairman of the Corporation. The resignation shall be effective upon receipt by the Secretary or the Chairman, as the case may be. Any Director may be removed from office with or without cause by a vote of two-thirds (2/3) of the Board and the written approval of the Parent Organization's Board of Directors.

3.5 Powers. The operations and activities of the Corporation shall be managed by the Corporation's Board. The Board shall exercise all of the powers of the Corporation and shall have the following powers:

(a) The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Corporation as it deems proper, provided that such rules and regulations are not inconsistent with federal and state laws and the Treasury Regulations issued under Sections 501(c)(3) and 509(a)(1) of the Code, the Articles of Incorporation, or these Bylaws.

(b) The Board may employ a manager, independent contractor, or such other employee or employees as the Board deems necessary, and may prescribe the duties of each, and may pay reasonable compensation to each such individuals for their services. The Board may also employ agents and attorneys as the Board deems necessary or desirable for the proper management of the Corporation or for any litigation, controversy, or uncertainty which may arise in connection with the Corporation. The Board may pay reasonable compensation to agents and attorneys for their services and be fully protected in relying on advice of legal counsel. The Board is authorized and encouraged to retain the services of a qualified

financial advisor.

(c) The Board may modify any restriction or condition on the distribution of funds to effect Corporation purposes if, in the sole judgment of seventy-five percent (75%) of the Board where a quorum is present, such restrictions or conditions become unnecessary, incapable of fulfillment, or inconsistent with the charitable needs or the purposes of the Corporation.

3.6 Committees. By resolution adopted by a majority of the Board, the Board may create various committees, including an executive committee of the Board. The creation of any such committee and the delegation of authority thereto shall not relieve the Board, or any member thereof, of any responsibility imposed by law. No committee, executive or otherwise, shall have the authority of the Board to: (a) amend the Articles of Incorporation or these Bylaws; (b) adopt a plan of merger or consolidation; (c) elect or remove any Director; (d) authorize or enter into a sale, lease or exchange or other disposition of all or substantially all of the property and assets of the Corporation; (e) adopt a plan for the distribution of the assets of the Corporation; or (f) authorize the voluntary dissolution of the Corporation or revoking proceedings therefor. Each committee appointed under this Section 3.6 shall keep regular minutes of each of its meetings.

3.7 Meetings. A meeting may be held by means of a telephone conference or similar communications equipment whereby all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at such a meeting.

3.7.1 Annual Board Meeting; Regular Meetings. The usual place, day and hour for the annual Board meeting for the transaction of such business as may come before the Board shall be as provided in Section 1.6, or at such other place (within or without the State of California), date, and time as may be designated in a notice of annual meeting; provided, however, that if such day is a legal holiday, the meeting shall be held at the same time and place on the next succeeding day which is not a legal holiday.

Other regular meetings of the Board may be held at such place and on such day and hour as shall from time to time be fixed by resolution of the Board.

3.7.2 Special Meetings. Special meetings of the Board may be held at any time whenever called by the Chairman or a majority of the Board. Special meetings shall be held at such date, place, and time as may be determined by the Chairman or the Board, or as shall be stated in the notice of special meeting if the Chairman or the Board has not fixed the date, place, and time for holding special meetings. Only business specified in a notice of special meeting shall be transacted at such meeting; provided, however, any business which might have been transacted if the meeting had been duly called may

be transacted at a special meeting where all Directors are present.

3.8 Notice of Meetings. Eight (8) weeks' notice of the annual Board meeting shall be required.

Notice of the time and place of all meetings of the Board other than the annual meeting shall be provided by the Secretary, or by such other person calling the meeting, by mail, facsimile transmission (“fax”), or by personal communication over the telephone, at least three (3) weeks prior to the day on which the meeting is to be held; provided, that no notice of any regular meeting need be given if the time and place thereof shall have been determined by resolution of the Board and a copy of such resolution has been provided to every Director at least three (3) weeks before the meeting held in pursuance thereof.

Notices sent by mail shall be deemed given three (3) days after the date of deposit in the mail, first class postage prepaid. Notices sent by fax shall be deemed given on the date of transmission confirmation by a transmission or transaction report or otherwise. Notice of a special meeting shall state the purpose for which the meeting is called and what business is proposed to be transacted, except as provided in Section 3.7.2 above.

Notice of any meeting of the Board need not be given to any Director if it is waived by him or her in writing or by fax, whether before or after such meeting is held. Attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting has not been convened in accordance with the terms of Section 3.7 or 3.8, or both, and he or she gives written notice of his or her objection to the Secretary prior to the commencement of the meeting.

3.9 Quorum. Fifty percent of the Directors or more, represented in person or in accordance with Section 3.7, shall constitute a quorum for the transaction of business. Each Director shall be entitled to one vote. If a quorum is present, the action of the majority of the Directors present shall constitute action of the Board, except as otherwise specifically provided herein. The Directors present at a duly convened meeting may continue to transact business until adjournment even though a sufficient number of Directors may have withdrawn such that the remaining Directors no longer constitute a quorum. If at any meeting of the Board there shall be less than a quorum present, a majority of those Directors present may adjourn the meeting and reconvene once a quorum is obtained, and no further notice of such reconvening need be given other than by announcement at the meeting which shall have been so adjourned. Any Director present by telephone shall be included in determining whether a quorum is present.

3.10 Voting Requirements for Certain Actions by Directors. The affirmative vote of at least seventy-five percent (75%) of the Board at any annual or special meeting of the Board shall be required to

approve the distribution of assets as authorized in the Articles of Incorporation upon dissolution of the Corporation. Notice of such meeting shall be provided in accordance with the terms of Section 3.8 and shall specifically set forth the subject of the action or actions to be approved. In lieu of a vote at a meeting to approve such an action or actions, such action or actions may be approved by the written unanimous affirmative vote of all Directors.

3.11 Action Without a Meeting. Any action taken or to be taken at a meeting of Directors or of a committee may be taken without a meeting if consented to in writing and signed by all Directors, or all members of the committee, as the case may be. For the purposes of this Section only, “all Directors, or all members of the committee” shall not include any “interested Director” as defined in Section 5233 of the California Nonprofit Public Benefit Corporation Law. Such written consent shall have the same effect as a unanimous vote, and shall be included in the minute book as minutes of a Board meeting.

3.12 Compensation. By resolution of the Board, Directors may be reimbursed for their expenses, if any, of attendance at each meeting of the Board, and may be paid a reasonable sum for attendance at each meeting of the Board or reasonable compensation as Director. Directors may be compensated for rendering services to the Corporation in a capacity other than a Director, provided such compensation is reasonable and further provided that not more than forty-nine percent (49%) of the persons serving as Directors may be “interested persons,” as defined in Section 5227 of the California Nonprofit Public Benefit Corporation Law or any successor provision. “Interested Persons” means:

(a) Any person currently being compensated by the Corporation for services rendered to it within the previous twelve (12) months, whether as a full or part-time officer or other employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; or

(b) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

3.13 Presumption of Assent. A Director who is present at a meeting of the Board at which action on any Corporation matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

ARTICLE 4. OFFICERS

4.1 Officers. The Officers of the Corporation shall be a Chairman and Vice Chairman, both of whom shall be Directors, a Secretary and a Treasurer, all of whom shall be appointed, except as otherwise provided in this Article 4, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of Chairman and Secretary. In addition, one or more Vice Chairmen, Vice Presidents, Assistant Secretaries and Assistant Treasurers may be appointed or elected from time to time, as the case may be. Except as provided herein, an Officer of the Corporation must be a Director. The Officers shall serve for a term of three years, if appointed, or until the next annual meeting or special meeting called for such purpose, if elected, and, in any case, until their successors are appointed or elected and qualified.

4.2 Vacancies; Term. Vacancies in any office shall be filled by a majority of the Board at any meeting of the Board. An Officer appointed or elected to fill an existing vacancy shall be appointed or elected to serve for the unexpired term of his or her predecessor, as the case may be.

4.3 Resignation; Removal. Any Officer may resign at any time by delivering written notice of his or her resignation to the Secretary of the Corporation, or if the Secretary is unavailable, to the Chairman of the Corporation. The resignation shall be effective upon receipt by the Secretary or the Chairman, as the case may be. Any Officer may be removed from office with or without cause by a vote of a majority of the Board.

4.4 Other Officers and Agents. The Board may appoint by a majority vote such other Officers as it deems necessary or expedient, who shall hold their offices for such terms, and shall exercise such powers and perform such duties, as shall be determined from time to time by the Board.

4.5 Powers and Duties.

4.5.1 Chairman. The Chairman shall be the chief executive officer of the Corporation and shall preside at all meetings of the Board and of any executive committee and shall be a member *ex officio* of all committees, with right to vote. The Chairman shall be elected by the SETP Foundation Board of Directors to serve a term of three years.

4.5.2 Vice Chairman. The Vice Chairman, if any, or if there shall be more than one, the Vice Chairmen in an order determined by the Board, shall, in the absence or disability of the Chairman, perform the duties and exercise the powers of the Chairman and shall perform such other duties and have such other powers as the Board may from time to time prescribe.

4.5.3 Secretary; Assistant Secretary. The Secretary shall attend all meetings of the Board and record all proceedings of the meetings of the Corporation and of the Board in a book to be kept for that purpose and shall perform like duties for the standing committees, when required. He or she shall perform such other duties as may be prescribed by the Board or Chairman, under whose supervision he or she shall serve. The Assistant Secretary, if any, or if there be more than one, the Assistant Secretaries in an order determined by the Board, shall, in the absence or disability of the Secretary, perform the duties and exercise the powers of the Secretary and shall perform such other duties and have such other powers as the board may from time to time prescribe.

4.5.4 Treasurer; Assistant Treasurer. The Treasurer shall make a report of the financial condition of the Corporation at each regular meeting of the Board and shall ensure the safekeeping of the books of account showing the financial transactions of the Corporation. In addition, the Treasurer shall be responsible for disbursing funds of the Corporation as may be ordered or permitted by the Board, taking proper vouchers for such disbursements, and shall render to the Chairman and the Board at its regular meetings or when the Board so requires, an account of all of his or her transactions as Treasurer. If required by the Board, the Treasurer shall give the Corporation a bond in such sum and with such surety or sureties as shall be satisfactory to the Board for the faithful performance of the duties of his or her office and for the restoration to the Corporation, in case of his or her death, resignation, retirement, or removal from office, of all books, papers, vouchers, money, and other property of whatever kind in his or her possession or under his or her control belonging to the Corporation. The cost of such bond shall be paid by the Corporation. The Assistant Treasurer, if any, or if there be more than one, the Assistant Treasurers in an order determined by the Board, shall, in the absence or disability of the Treasurer, perform the duties and exercise the powers of the Treasurer and shall perform such other duties and have such other powers as the board may from time to time prescribe.

4.6 Compensation. The compensation of the Chairman shall be determined by the Board. Unless delegated to the Chairman, the compensation of all other Officers shall be determined by the Board. The Board may authorize the Chairman to determine the compensation of one or more of the other Officers. In all cases, any salaries received by Officers of the Corporation shall be reasonable and given in return for services actually rendered for the Corporation which relate to the performance of the public benefit purposes of the Corporation.

4.7 Fidelity Bonds. The Board may require some or all Directors, Officers, employees, and agents of the Corporation to furnish adequate fidelity bonds in such amount and with such surety as the Board shall prescribe. The premiums on such bonds (including those required to be furnished by the

Treasurer and Assistant Treasurer) shall be paid by the Corporation.

ARTICLE 5. INDEMNIFICATION OF OFFICERS AND DIRECTORS

5.1 Indemnification. To the fullest extent permitted by law, the personal liability of a Director or an Officer of the Corporation shall be eliminated and the Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a Director or an Officer of the Corporation against expenses (including attorneys' fees), judgments, fines, penalties, and amounts paid in settlement, actually and reasonably incurred by him or her, in connection with such action, suit or proceeding; provided, however, that the Corporation shall not indemnify a Director or an Officer, nor shall a Director's or an Officer's liability be eliminated, for acts or omissions that involve intentional misconduct by the Director or Officer, or a knowing violation of law by the Director or Officer, or for any transaction from which the Director or Officer will personally receive a benefit in money, property, or services to which the Director or Officer is not legally entitled. To the extent permitted by law, the Board may, from time to time, approve by general or specific action of the Board, or by contract, the indemnification of any other person. The indemnification provided by this Section 5.1 shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or by contract.

5.2 Procedure. The determination of whether a Director or an Officer has met the standard of conduct necessary for indemnification by the Corporation under the circumstances shall be made in accordance with the provisions of California law.

5.3 Advance of Expenses. Reasonable expenses incurred by a Director or an Officer who is a party to a proceeding may be paid or reimbursed by the Corporation in advance of the final disposition of such proceeding:

(a) Upon receipt by the Corporation of a written undertaking by or on behalf of the Director or Officer to repay such amount if it shall ultimately be determined that such person has not met the standard of conduct necessary for indemnification by the Corporation as authorized by this Article 5; and

(b) Upon receipt by the Corporation of a written affirmation by the Director or Officer of his or her good faith belief that he or she has met the standard of conduct necessary for indemnification by the Corporation as authorized in this Article 5.

The undertaking required by Section 5.3(a) shall be an unlimited general obligation of the Director or Officer, but need not be secured and may be accepted without reference to financial ability to make the repayment.

5.4 Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director or an Officer of the Corporation against any liability asserted against or incurred by him or her in that capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article 5 or the Articles of Incorporation.

5.5 Written Report. Any indemnification of a Director or an Officer in accordance with this Article 5, including any payment or reimbursement of expenses, shall be reported to the Board with the notice of the next Board meeting or prior thereto in a written report containing a brief description of the proceedings involving the Director or Officer being indemnified and the nature of such indemnification.

ARTICLE 6. TRANSACTIONS BETWEEN CORPORATION AND DIRECTORS OR OFFICERS

6.1 Prohibited Transactions. The Corporation shall not be a party to any contract or transaction:

- (a) In which one or more of its Directors or officers has a material financial interest, or;
- (b) With any corporation, firm, association, or other entity in which one or more Directors or officers has a material financial interest, or;
- (c) With any corporation, firm, association, or other entity (other than a California nonprofit public benefit corporation) in which one or more of its Directors is a member; unless:

- (1) The material facts concerning the contract or transaction and such Director's or Officer's financial interest or common Directorship are fully disclosed in good faith and are noted in the minutes;

(2) Prior to authorizing or approving the contract or transaction, the Board considers and in good faith determines after reasonable investigation that the Corporation could not obtain a more advantageous arrangement with reasonable investigation under the circumstances or that the contract or transaction implements a charitable program of the Corporation;

(3) The Corporation enters into the contract or transaction for its own benefit;

(4) The contract or transaction is fair and reasonable to the Corporation or implements a charitable program of the Corporation at the time the contract or transaction is entered into; and

(5) Such contract or transaction is authorized or approved in good faith by a majority of disinterested Directors at the meeting with any interested Directors abstaining from voting, provided that majority has decision making authority under the quorum provisions of Section 3.9 of Article 3.

6.2 Material Financial Interest. A Director or Officer of this Corporation shall not be deemed to have a “material financial interest” in a contract or transaction:

(a) that fixes the compensation of a Director as a Director or Officer;

(b) that is authorized by the Board in good faith and results in a benefit to a Director or their families because they are in the class of persons intended to be benefited by the charitable program of this Corporation; or

(c) where the interested Director has no actual knowledge of the transaction and it does not exceed the lesser of one (1) percent of the gross receipts of the Corporation for the preceding year or \$100,000.

6.3 Loans to Directors and Officers. The Corporation shall not make any loan of money or property to or guarantee the obligation of any Director or Officer, unless approved by the Attorney General of the State of California; provided, however, the Corporation may advance money to a Director or Officer of the Corporation for expenses reasonable anticipated to be incurred in the performance of duties of such Director or Officer, provided that in the absence of such advance, such Director or Officer would be entitled to be reimbursed for such expenses by the Corporation.

6.4 Interlocking Directorates. No contract or other transaction between the Corporation and any California nonprofit public benefit corporation of which one or more Directors are Directors is either void or voidable because such Director(s) are present at a meeting of the Board that authorizes, approves, or

ratifies the contract or transaction, if the material facts as to the transaction and as to such Director's other Directorship are fully disclosed to the Board, and the Board authorizes, approves, or ratifies the contract or transaction in good faith by a vote of disinterested Directors at the meeting (subject to the quorum provisions of Article 3), or if the contract or transaction is just and reasonable as to the Corporation at the time it is authorized, approved, or ratified.

6.5 Duty of Loyalty; Construction with Article 5. Nothing in this Article shall be construed to derogate in any way from the absolute duty of loyalty that every Director and Officer owes to the Corporation. Furthermore, nothing in this Article shall be construed to override or amend the provisions of Article 5. All conflicts between the two articles shall be resolved in favor of Article 5.

ARTICLE 7. ADVISORY BOARD

The Board shall have the power and authority, from time to time, to convene and dissolve an advisory board consisting of individuals sharing the goals and purposes of the Corporation. Each member of the Advisory Board, prior to appointment, shall execute a written instrument acknowledging and accepting the Corporation's statement of purposes as provided in Section 1.2 above.

The members of the Advisory Board shall have the privilege of participating in meetings and deliberations of the Board in an advisory capacity; provided, that the Advisory Board shall have no management authority or duties and shall have no right to vote on any matters before the Board. By resolution of the Board, members of the Advisory Board may be reimbursed for their expenses, if any, of attendance at each meeting of the Board.

ARTICLE 8. ADMINISTRATION OF PROPERTY AND INDEBTEDNESS

8.1 General Powers. The Board shall exercise good faith and ordinary care in all matters relating to the acquisition, holding, management, control, supervision, investment, and disposition of property of the Corporation.

8.2 Scope of Holding. Any property of any kind or nature whatsoever may be acquired by the Corporation and may be administered directly by the Corporation or transferred to the Parent Organization or to any agent, bank or trust company or investment advisor for management and/or directing the investment of funds.

8.3 Receipt of Gifts. Voluntary gifts, donations, contributions, devises and bequests of all manner of property may be accepted subject to any proper conditions of the donor as to administration, from any source, to enable the Corporation to effectuate its purposes.

8.4 Uses of Assets. All property and money given, advanced or loaned to the Corporation, or otherwise received by it, shall be sold, held, invested, granted or used, from time to time, for the authorized purposes of the Corporation, including payment of principal and interest on its debts and payment of its administration and operating expenses. The property of this Corporation is irrevocably dedicated to charitable or educational purposes, or any other purposes permitted under Section 501(c)(3) of the Code. No part of the net income or assets of this Corporation shall ever inure to the benefit of any Director or Officer thereof or to the benefit of any private person; provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the Corporation in effecting any of its public purposes, as long as such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Board; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on the dissolution of the Corporation.

8.4 Distribution of Assets Upon Dissolution. Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, scientific or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Code.

ARTICLE 9. GIFTS TO CORPORATION

9.1 Charges. Reasonable charges and expenses of counsel for advice, drafting and attendance at proceedings dealing with acceptance and/or administration of any gift may be charged to each such contribution.

9.2 Variances. If the direction of a donor would, if followed, result in a use contrary to the charitable purposes of the Corporation, or if counsel advises that there is a substantial risk of such result, the direction shall not be followed, but shall be varied by the Board so far as it deems necessary to avoid such results. Any such variance shall require an affirmative vote of sixty percent (60%) of the Board.

9.3 Administrative Variance. If the Board determines, because of experience, changed circumstances or conditions, that a donor direction concerning investment or administration has proved impractical, unreasonable, erroneous or impedes proper investment or administration of the fund, it may order such variance as it deems necessary. Any such variance shall require an affirmative vote of seventy-

five percent (75%) of the voting Board.

9.4 Variance of Purposes. If the Board determines that conditions or circumstances are or have become such that literal compliance with a direction of a donor is unnecessary, undesirable, impractical, impossible, or inconsistent with law or regulations or properly serving the charitable purposes of the Corporation it may, by a affirmative vote of sixty percent (60%) of the Board, order variance from such direction and apply the whole or any part of said fund, principal or income to such other charitable purposes as it deems will more effectively meet such needs.

9.5 Conclusive Presumption. It shall be conclusively presumed from the making of a gift to the Corporation that each donor is aware of, accepts and agrees to be subject to all the terms of the Articles of Incorporation, these Bylaws, and the rules and regulations governing the Corporation as they exist at the time of receipt of the gift, and as they may in the future, from time to time, be lawfully amended, including without limitation all provisions relating to presumption of donor's intent, variance from donor's direction, amendments and termination.

9.6 General Requirements. The Corporation shall not accept a transfer of assets to the Corporation which imposes a restriction or condition preventing the Corporation from freely and effectively employing the transferred assets, or the income derived therefrom, in furtherance of its exempt purposes. The Corporation shall adhere to the guidelines and regulations of the Internal Revenue Service with respect to advised funds and assets of the Corporation.

Donors may make gifts to the Corporation by naming or otherwise identifying the Corporation. Any donor may, with respect to a gift made by such donor to the Corporation, make recommendations at the time of the gift as to: (a) the field of charitable purposes or particular purposes to be supported; (b) manner of distribution, including amounts, times and conditions of payments and whether from principal and/or income; (c) geographical limits of the gift; (d) a name as a memorial or otherwise for a fund given, or addition to a fund previously held, or anonymity for the gift; and (e) reasonable limits on or additions to investment or administrative powers of a bank or trust company having custody of the gift for the Corporation.

9.7 Investment and Management Advisors. Any fund or funds or property of any kind or nature whatsoever which may be acquired by the Corporation from any source whatsoever may be transferred by the Board for the purposes of management and investment to any bank, trust company or investment advisor, or other appropriate institution approved by an executive committee and/or an investment committee of the Corporation, or as may be otherwise determined by the Board.

ARTICLE 10. DISTRIBUTION AND DISBURSEMENT OF GIFTS

At a meeting or meetings where a quorum is constituted, a majority of the Board shall, from time to time, determine distributions to be made from net income, with the right to encroach upon principal, pursuant to the provisions of the Articles of Incorporation of the Corporation and these Bylaws. The Board shall consider the charitable needs of the Parent Organization, the charitable purposes of the Corporation, and the donor's recommendation in authorizing or directing the respective banks or trust companies or investment advisors having custody of funds of the Corporation to make payments. The Board may direct payments to be made in such amounts and at such times and with such accompanying restrictions as it deems appropriate to carry out the charitable purposes of the Corporation.

The Corporation may promulgate guidelines enumerating specific charitable needs consistent with the charitable purposes of the Corporation.

ARTICLE 11. GIFTS FOR THE BENEFIT OF THE CORPORATION

11.1 Gifts for the Benefit of the Corporation. If a gift is made to a trustee in trust for the benefit of the Corporation with an intervening income interest to a non-charitable or other charitable use followed by a remainder or other payments to the Corporation, or of payments to the Corporation with the remainder or subsequent payments to another, or otherwise, only the payments or remainder to the Corporation, as the case may be, shall be regarded as Corporation funds subject to its Articles of Incorporation and Bylaws, and then only when the Corporation becomes entitled to their use.

11.2 Board Action. The Board may take all actions as it may from time to time deem desirable or necessary to protect the interests, contingent interests or future interests of the Corporation in funds designated for the use or benefit of the Corporation.

ARTICLE 12. AMENDMENT OF BYLAWS

These Bylaws may be amended, altered or repealed or new Bylaws adopted by the affirmative vote of seventy-five percent (75%) of the Board at any regular or special meeting of the Board, provided that the

proposed alteration or amendment is contained in a notice of the meeting given in accordance with the terms of Section 3.8. In no event, shall the Board amend, alter, repeal or adopt any Statement of Policy in such a manner as to disqualify the Corporation as a qualified organization under Section 509(a)(1) of the Code. If a conflict arises between these Bylaws and the Articles of Incorporation, the Articles of Incorporation shall control and the Bylaws shall be deemed amended to so conform.

ARTICLE 13. NO MEMBERS

The Corporation shall have no members.

ARTICLE 14. MISCELLANEOUS

14.1 Rules of Order. The rules contained in the most recent edition of Robert's Rules of Order, Revised, shall govern all meetings of the Board where those rules are not inconsistent with statute, the Articles of Incorporation, these Bylaws, or special rules of order of the Corporation.

14.2 Books and Records.

14.2.1 Records of Corporation Meetings. The Corporation shall cause to be kept complete records of all the proceedings of the Board.

14.2.2 Reliance on Board Action. Any person dealing with the Corporation may rely upon a copy of any of the records of the proceedings, resolutions, or votes of the Board when certified by the Chairman or Secretary.

14.2.3 Books of Account. The Corporation shall keep appropriate and complete books of account, and minutes of the proceedings of its Board.

14.3 Annual Report. The Board shall cause an annual report to be sent to each Director within one hundred and twenty (120) days after the close of the Corporation's fiscal year containing the following information:

(a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year;

(b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for this fiscal year;

(d) The expenses or disbursements of the Corporation for both general and restricted purposes during the fiscal year;

(e) A statement of any transaction (1) to which the Corporation, its parent, or its subsidiary was a party, (2) which involved more than \$50,000 or which was one of a number of such transactions with the same person involving, in the aggregate, more than \$50,000, and (3) in which either of the following interested persons had a direct or indirect material financial interest (a mere common Directorship is not a financial interest):

(1) Any Directors or Officer of the Corporation, its parent, or its subsidiary;

(2) Any holder of more than ten percent (10%) of the voting power of the Corporation, its parent, or its subsidiary.

(f) The statement shall include: (i) a brief description of the transaction; (ii) the names of interested persons involved; (iii) their relationship to the Corporation; (iv) the nature of their interest in the transaction, and; (v) when practicable, the amount of that interest, provided that, in the case of a partnership in which such person is a partner, only the interest of the partnership need be stated.

(g) A brief description of the amounts and circumstances of any loans, guaranties, indemnifications, or advances aggregating more than \$10,000 paid during the fiscal year to any Officer or Director of the Corporation under Article 6 of these Bylaws.

14.4 Directors' Rights of Inspection. Every Director shall have the absolute right at any reasonable time to inspect the Corporation's books, records, documents of every kind, physical properties, and the records of each of its subsidiaries. The inspection may be made in person or by the Director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

14.5 Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its names unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

14.6 Deposits. All funds of the Corporation not otherwise applied shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may elect.

14.7 Checks. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such Officers of the Corporation and in such manner as shall be determined from time to time by resolution of the Board. Unless the resolution provides otherwise, checks shall be signed by the Treasurer or his or her designee.

14.8 Common Trust Funds. The Directors may establish one or more common trust funds for the purpose of furnishing investments to the Corporation, provided, that in the case of funds or property held as fiduciary, such investment must not be prohibited by the language of the will, deed, or other instrument creating such fiduciary relationship.

CERTIFICATE OF ADOPTION

The above Articles 1 through 14 were duly adopted as the Bylaws of the Society of Experimental Test Pilots Foundation by the Board of Directors on the ____ day of _____, 2006.

Secretary

Article 4 Officers, Section 4.5 Powers and Duties, 4.5.1 Chairman

Added “If the immediate past SETP President is unable to serve as the SETP Foundation Chairman, the Foundation Board of Directors shall elect a new Chairman to serve his term.”

The Chairman shall be the immediate past President of the Parent Organization as elected by its membership. If the immediate past SETP President is unable to serve as the SETP Foundation Chairman, the Foundation Board of Directors shall elect a new Chairman to serve his term.

Revision #2 - by amendment 6/09/11

Article 3 BOARD OF DIRECTORS, Section 3.6 Committees

Deleted “comprised of current Directors”

By resolution adopted by a majority of the Board, the Board may create various committees ~~comprised of current Directors~~, including an executive committee of the Board.

Revision #3 - by amendment 10/24/13

Article 3 BOARD OF DIRECTORS, Section 3.9 Quorum

Changed two thirds of the Directors or more to “Fifty percent of the Directors or more, represented in person or in accordance with Section 3.7, shall constitute a quorum for the transaction of business.”

Revision #4 – by amendment 8/5/14

Article 1 General Matters, Section 1.3 Specific Purpose, Item B

Changed “conducting” to “sponsoring” educational symposia and disseminating educational materials ...

Article 1 General Matters, Section 1.3 Specific Purpose – Added Item E

E. Sponsoring activities for educating our youth while encouraging them to enter flight test or aerospace related fields.

Article 4. Officers, Section 4.1 Officers

Changed the term for Officers from one year to three years.

Article 4. Officers, Section 4.5 Powers and Duties, Section 4.5.1 Chairman.

The Chairman shall be elected by the SETP Foundation Board of Directors to serve a term of three years.

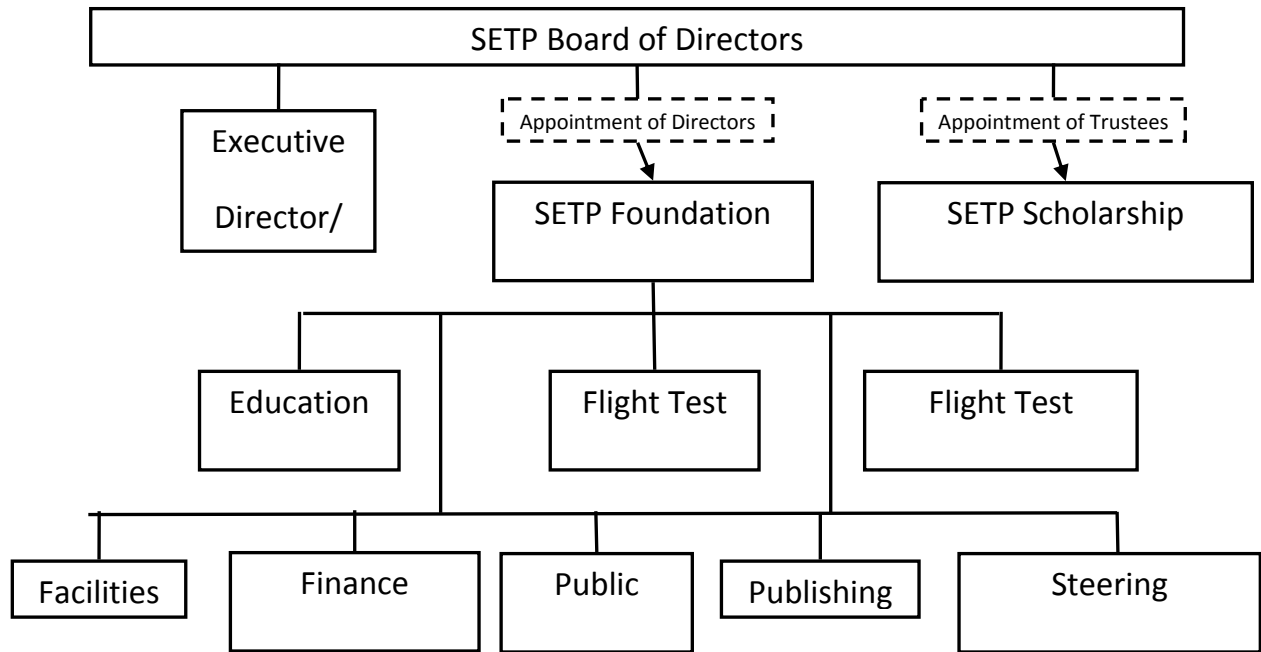
Standard Operating Procedures

THE SOCIETY OF EXPERIMENTAL TEST PILOTS FOUNDATION STANDARD OPERATING PROCEDURES

<i>NUMBER</i>	<i>SUBJECT</i>	<i>APPROVAL DATE</i>
1 - ORGANIZATION		
1-1	SETP Foundation Organizational Chart	6-9-11
1-2	Conflict of Interest Policy	2-19-09
1-3	Meetings of the Board of Directors	1-30-14
2 - FINANCES		
2-1	SETP Foundation Policy on “Pass Through” Memorial Donations	6-17-09
2-2	SETP Foundation Policy on “Pass Through” Donations	6-9-11
3 - COMMITTEES		
3-1	Finance Committee	10-24-13
3-2	Standard Operating Procedures Committee	10-24-13
3-3	Steering/Strategic Planning Committee	10-24-13
3-4	Flight Test Safety Committee	10-24-13
3-5	Historical Committee	10-24-13
3-6	Education/Mentoring Committee	10-24-13
	A. Educational Outreach	
	B. Academic Bridge to the Aerospace Industry	
	C. Intel ISEF	

SOP - 1-1
DATE - 6-9-11

SUBJECT: SETP Foundation Organizational Chart
AUTHORITY: Foundation Board of Directors



SOP - 1-2

DATE - 2-19-09

SUBJECT: SETP Foundation Conflict of Interest Policy

AUTHORITY: SETP Foundation Board of Directors

1.

2. BACKGROUND:

- a. For a non-profit organization composed almost entirely of volunteers to be successful in its mission and goals, many areas of expertise are needed. This expertise can come from members, staff, volunteers and board members. As the needs of the Foundation may arise, persons with a specific area of expertise may be invited to join the board as a member, a committee person or a paid consultant. The goal of this policy is for the Board of Directors to acknowledge, support, monitor and insure that any conflict of interest, potential conflict of interests or even perceived conflicts of interest are openly and thoroughly discussed as a board function. The intent is not to prevent any logical business transaction, but to insure the transaction is in the best interest of the Foundation, maintains the charitable organization status, and that it is conducted at standard business prevailing rates and business practices.
- b. The attached policy attempts to provide guidelines for all board members and SETP Foundation staff to conduct business. It is not meant to cover or define each and every possible scenario or potential conflict of interest. It should provide guidance so that anyone can identify and bring the potential issue to the board of directors for discussion and resolution. It also provides a generally accepted practice for the board to discharge its obligation to insure a potential conflict of interest is properly managed and standards of accountability are met.
- c. This policy is required by the United States Internal Revenue Service for a Non-Profit organization and is meant to conform to the requirements of the Sarbanes-Oxley Act. If there is any conflict of rules or procedure, the IRS Rules shall apply.

3. PROCEDURES:

- a. Each member of the Foundation will be required to abide by the attached policy.
- b. As soon as possible after being selected to be a member of the SETP Foundation Board of Directors, each new Director will be required to sign the attached Conflict of Interest Policy Contract.
- c. Annually, all Directors are required to review this policy and resign the attached contract.
- d. Signed contracts for all Directors will be maintained on file at the Headquarters of the Society of Experimental Test Pilot

SOP – 1-3

DATE: 1-30-14

SUBJECT: Meetings of the Board of Directors

AUTHORITY: SETP Foundation Board of Directors

- A. meeting may be held by means of a telephone conference or similar communications equipment whereby all persons participating in the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at such a meeting.

 - B. Notices of meetings shall be e-mailed by SETP Headquarters to each Director stating date, time and place of the meeting. Notices of meetings shall be e-mailed at least eight weeks in advance of the meeting date. Should a Director desire postal notifications, that Director will notify the SETP Headquarters. SETP Headquarters shall insure that the appropriate lead times are utilized to compensate for delays in the postal system.

 - C. The agenda for each meeting shall be prepared by SETP Headquarters in coordination with the Chairman.

 - D. Directors who are absent for three consecutive meetings without extenuating circumstances may be, at the discretion of the Board, considered at the fourth meeting (if absent) for replacement on the Board (majority vote of Board required per Bylaws).
-

CONFLICT OF INTEREST POLICY
Society of Experimental Test Pilots Foundation

Article I Purpose

The purpose of this conflict of interest policy is to protect the tax-exempt status of the SETP Foundation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director or staff member of the foundation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II Definitions

1. Interested Person

Any director, principal officer, staff member or member of a committee, who has a direct or indirect financial interest, as defined below, is an interested person.

2. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a.** An ownership or investment interest in any entity with which the SETP Foundation has a transaction or arrangement,
- b.** A compensation arrangement with the SETP Foundation or with any entity or individual with which the Foundation has a transaction or arrangement, or
- c.** A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Foundation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the Foundation Board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

a. If the board of directors or a committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the board of directors determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action. The Board's primary consideration will be to act quickly to protect the Foundation's legal, tax exempt, and charitable status.

Article IV Records of Proceedings

The minutes of the board of directors and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the board of directors decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V Compensation

a. A voting member of the board who receives compensation, directly or indirectly, from the Foundation for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee who receives compensation, directly or indirectly, from the Foundation for services is precluded from voting on matters pertaining to that member's compensation.

c. Any voting member of the board or any committee member whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Foundation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a.** has received a copy of the conflicts of interest policy,
- b.** has read and understands the policy,
- c.** has agreed to comply with the policy, and
- d.** understands the Foundation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve **the governing board of its responsibility for ensuring periodic reviews are conducted.**

CONFLICT OF INTEREST POLICY CONTRACT

Society of Experimental Test Pilots Foundation

Statement of Policy

Each member of the Board of Directors of The Society of Experimental Test Pilots Foundation has a duty to place the interest of the organization foremost in any dealings with or on behalf of the organization. No member shall use his or her position, or the knowledge gained there from, in such a manner that a conflict arises between the interest of the organization and his or her personal interests.

As much as is possible, conflicts of interest are to be avoided. However, the fact that a Director has a conflict of interest with the organization does not necessarily mean that a Professional transaction cannot occur. There may be occasions when the Board wants to engage in the transaction, even with the conflict, conflicting interest transactions of this organization are protected if:

- Material facts are disclosed, and a majority of the disinterested Directors approves the Transaction in good faith; and
- The transaction is “fair as to the SETP Foundation.”

The method to be used for determining that a particular transaction is fair to the organization, is a favorable vote, as outlined in the organization’s bylaws, by those Directors who are not Involved in the conflict.

Each Board member is expected to provide all material facts and personal interests that may be determined to present a conflict of interest before any discussion or negotiation of such transaction. He/she may participate in the discussion relating to the transaction, but can not vote on the transaction or be present during the voting process.

Resolution of any unprotected transaction may necessitate the termination of a professional relationship with a particular vendor or client, or, in the extreme, resignation of one’s position within the organization.

Implementation of Policy

To implement this policy, Board members of the SETP Foundation will acknowledge understanding and acceptance of this policy by signing the attached, and by submitting the attached report of material facts and personal interests. These reports will be reviewed by the Board of Directors, which will attempt to resolve any actual or potential conflict.

If not previously disclosed, Board members will make disclosure prior to any relevant action by the Board.

ACCEPTANCE OF SETP FOUNDATION CONFLICT OF INTEREST POLICY

As a member of the Board of Directors of the SETP Foundation, I hereby acknowledge that I have read and understand this Conflict of Interest policy, the Foundations By-Laws for conflict of interest, general information of conflict of interest, and that I accept its conditions as outlined.

Please list any current, past or planned personal, professional, business or other interests or associations that may be actually or perceived as in conflict with the best interest of the SETP Foundation:

Signature: _____

Date: _____

SOP – 2-1

DATE: 6-17-09

SUBJECT: SETP Foundation Policy on “Pass Through” Memorial Donations

AUTHORITY: SETP Foundation Board of Directors

1. As a courtesy to deceased members’ heirs, the Foundation will hold funds donated in the deceased’s memory until such time as the heirs designate another charitable organization to receive the funds.
 2. Donations will be acknowledged as donations to the Foundation in memory of the deceased.
 4. Funds will be deposited into the Foundation bank account and a record of all donations will be maintained by the Foundation.
 5. Any interest earned as a result of deposit of said funds will be retained by the Foundation and will not be credited to the deceased’s account.
 6. To preserve the integrity of the Foundation’s IRC 501(c)(3) status, charities designated by heirs must also qualify under IRC 501(c)(3).
 7. Upon transfer of funds to the designated charity, all donors will be notified of the transaction.
 8. If heirs fail to designate a charitable organization within one year following date of death, the funds will be considered permanent donations to the Foundation and may be used for other foundation purposes.
-

SOP – 2-2

DATE: 6-9-11

SUBJECT: SETP Foundation Policy on “Pass Through” Donations

AUTHORITY: SETP Foundation Board of Directors

1. As a courtesy, the Foundation will hold funds donated until such time as another charitable organization to receive the funds.
 2. Donations will be acknowledged as donations to the Foundation.
 3. Funds will be deposited into the Foundation bank account and a record of all donations will be maintained by the Foundation.
 4. Any interest earned as a result of deposit of said funds will be retained by the Foundation and will not be credited to the charitable organization.
 5. To preserve the integrity of the Foundation’s IRC 501(c)(3) status, designated charities must also qualify under IRC 501(c)(3).
 6. Upon transfer of funds to the designated charity, all donors will be notified of the transaction.
 7. If a charitable organization is not designated within one year following receipt of the funds, those funds will be considered permanent donations to the Foundation and may be used for other foundation purposes.
-

SOP - 3-1

DATE - 10-24-13

SUBJECT: Finance Committee

AUTHORITY: SETP Foundation Board of Directors

- A. The Finance Committee will be chaired by the Treasurer.
 - B. In conjunction with the SETP Executive Director, establish an operating budget for the year to be submitted to the Board of Directors for approval.
 - C. Any fund raising activities should have a projected plan coordinated with SETP Executive Director and presented to the Board of Directors for approval.
 - D. Provide investment guidance if required.
-

SOP - 3-2

DATE - 10-24-13

SUBJECT: Standard Operating Committee

AUTHORITY: SETP Foundation Board of Directors

SOP COMMITTEE

- A. It will be the responsibility of the SOP Committee Chairman to monitor the SETP Foundation Standard Operating Procedures annually and make minor updates and corrections as necessary. Any significant changes require Board approval. The date of the SOP will be the date of the original approval by the Board as reflected in the Minutes of the Board of Directors. Any revision will reflect the date of change.

 - B. The Board of Directors may at any time direct revisions to these Foundation Standard Operating Procedures. When deemed appropriate by the Board of Directors, a new SOP may be added. This new SOP will require approval by the Board. Deletion of any SOP shall also require Board approval.

 - C. The book of SETP Foundation Standard Operating Procedures will be available to each Board member for use during his term of office. Board members are encouraged to review the SOP's and bring any discrepancies or suggested changes to the attention of the SOP Committee Chairman.
-

SOP - 3-3

DATE - 10-24-13

SUBJECT: Steering/Strategic Planning Committee

AUTHORITY: SETP Foundation Board of Directors

- A. The Chairperson of the Steering/Strategic Planning Committee (S/SPC) will be appointed by the Chairman of the Foundation and confirmed by majority vote of the Foundation Board of Directors. The S/SPC Chairperson shall be a member of the Board of Directors of the Foundation.

 - B. The S/SPC Chairperson will develop and present annually for approval by the Foundation Board at the last business meeting of the Foundation fiscal year a strategic plan and cost projections for the next fiscal year, as well as a projection of program and project objectives for the subsequent four years.

 - C. The S/SPC Chairperson will develop and maintain the Foundation Business Plan, incorporating changes as they are approved by the Foundation Board. A Business Plan, with amendments, will be presented for Foundation Board review and approval biennially at the first business meeting of even numbered fiscal years.

 - D. The S/SPC Chairperson will formulate, for approval by the Board, strategic action plans to resolve critical issues specifically identified by the Board.
-

SOP - 3-4

DATE - 10-24-13

SUBJECT: Flight Test Safety Committee

AUTHORITY: Foundation Board of Directors

- A. The Flight Test Safety Committee (FTSC) is an external committee under the SETP Foundation composed of members of the SETP and The Society of Flight Test Engineers (SFTE). The FTSC Board chose to be housed under the SETP Foundation for the purpose of corporate sponsors receiving charitable tax credit and also to be eligible to apply for government grants, as appropriate.
 - B. The Mission of the FTSC is to sustain a flight test related safety organization to promote flight test safety, flight test risk management and continually improve the profession's communication and sharing of information related to flight test safety. To facilitate these goals, the committee will promote the continued use and maintenance the NASA/FAA Flight Test Safety Database and conduct annual Flight Test Safety Workshops.
 - C. This SOP defines relationship of the SETP and FTSC and delineates SETP support and resources to ensure the continued success of the FTSC.
 - D. The FTSC Chairman must be a member of SETP or SFTE.
 - E. The FTSC Chairman will coordinate SETP support for the FTSC as listed in this SOP, will provide periodic status reports to the Board of Directors on FTSC activities and will request through the Board of Directors any additional SETP support requested by the FTSC not provided in this SOP.
 - F. SETP will provide a meeting room for the FTSC if required.
 - G. SETP will provide administrative support (correspondence, E-Mail, telephone messages, etc.) for the FTSC. The FTSC will reimburse SETP for administrative support.
 - H. SETP staff will assist the FTSC workshop Chairman in the conduct of FTSC workshops. SETP will provide the staffing for planning and execution of the workshops as for SETP Symposia. The FTSC Chairman will work with the SETP Executive Director in executing contracts and formulating budgets for FTSC activities. A separate account will be maintained in the SETP Foundation for FTSC funds, to be used only for FTSC purposes. The intent is for the FTSC to be financially self-sustaining.
 - I. The FTSC shall solicit nominations for and select the recipient of the Tony LeVier Flight Test Safety Award. The FTSC Chairman will provide the name of the selected recipient to the SETP Symposium and Banquet Team by 30 days prior to the Banquet each year.
-

SOP - 3-5

DATE - 10-24-13

SUBJECT: **Historical Committee**

AUTHORITY: Foundation Board of Directors

1. The Chairperson will be appointed by the Foundation Board of Directors.
 2. The Committee will strive to preserve the historical accomplishments of test pilots, the SETP, and the aerospace industry by collecting, preserving and disseminating memorabilia, written and oral records, reports, photographs, video, and other artifacts.
 3. The Committee will archive and display such history in a manner that supports and enhances the efforts of flight test education and flight test safety for current and future generations of flight test personnel and the general public.
 - A. Record video interviews with all notable test pilots
 - B. Transcribe all previously recorded interviews to printable media
 - C. Make histories available to academic, journalism, literary, and entertainment researchers
 - D. Obtain and archive relevant documents and artifacts of historical interest to flight test
 4. Develop a marketing strategy for use of SETP film and other intellectual property for commercial purposes.
-

SOP - 3-6

DATE - 10-24-13

SUBJECT: Education/Mentoring Committee

AUTHORITY: Foundation Board of Directors

1. The Educational/Mentoring Committee Chairperson will be appointed by the Foundation Board of Directors.
2. The Committee consists of several programs, each with an appointed Chairperson that will coordinate the activities of their specific program. The Education/Mentoring Committee Chairperson shall serve as liaison with each program chairperson.

Educational Outreach

1. Educational Outreach programs will be encouraged in all geographical Sections of SETP and will be coordinated by an individual SETP member in that Section. The Educational Outreach Chairperson shall serve as liaison with each Section. Each Section can set up a speaker's bureau of SETP members willing to speak in schools.
2. Coordinate attendance by high school and/or college students at each SETP regional symposium and request funding from the Foundation, if appropriate.

Academic Bridge to the Aerospace Industry

1. This program is designed to provide an SETP alliance to the universities for mentorship between the universities and the aerospace industry.
 2. In order to create interest and motivate students to pursue Aerospace Industry Career, the following are some interactive mentorship projects that SETP is interested in providing to academia:
 - A. Flight Safety Competition (currently in Southeast region of USA)
-

1. Competition to stimulate and motivate student's interest in pursuing Aerospace Industry Careers.
2. Flight Safety Papers with abstracts.
3. The University reviews and submits the finalists to SETP Foundation Judges.
4. The SETP Foundation Judges select the winning paper.
5. The papers are judged on subject content, recommendations and lessons learned
6. The winner has the opportunity to present their paper with Industry Professionals. SETP Foundation Judges will assist winner with presentation at Symposium.
7. The Flight Safety Award winner is invited to present their paper at the SETP Southeast Symposium.
8. The SETP Foundation will pay Flight Safety Award winner's expenses to present paper at SETP Southeast Symposia if funds are available.
9. The SETP Foundation's Flight Safety Award Certificate is presented at the Luncheon.
10. The winning paper will be published in the SETP Proceedings from the national symposium.

B. Flight Test Engineering Competition (currently in Southeast region of USA)

1. Competition to stimulate and motivate students interests in pursuing Aerospace Industry Flight Test Engineering Careers.
2. Flight Test Engineering Papers with abstracts.
3. The University reviews and submits the finalists to the SETP Foundation Judges.
4. SETP Foundation Judges select the winning paper.
5. Papers are judged on subject content, recommendations and lessons learned.
6. The winner has the opportunity to present their paper with Industry Professionals.
7. The Flight Test Engineering Award winner is invited to present their paper at the Flight Test Safety Workshop.
8. SETP Foundation Judges will assist winner with presentation for the Workshop.
9. The SETP Foundation Flight Test Engineering Award winner's expenses to be paid by the SETP Foundation or sponsors, if possible.
10. The SETP Foundation's Flight Test Engineering Award Certificate will be presented. The winning paper will be published in the SETP Symposium Proceedings from the national symposium.

C. National Intercollegiate Flying Association (NIFA) Competition

1. The first and second Competitions were from the Aeronautical Science Department and the Engineering Departments.
 2. The third competition is associated with the annual NIFA Southeast Regionals.
 3. The SETP Foundation sponsors the NIFA Southeast Regional Competition with a donation.
 4. NIFA supplies all the major event trophies and medals for the Competition.
 5. The four major universities flying teams compete for the SETP Foundation's Challenge Trophy which is Division A.
 6. The Challenge Trophy is awarded each year to the winning Division A Team. The Trophy resides with the winning University for one year and a certificate is presented along with the Trophy.
 7. The Spirit of Excellence Trophy is awarded to Division B (smaller Universities) with the Trophy residing with the winning University for one year.
-

8. SETP Sections can modify this competition with sponsorship only (no trophies or Certificates awarded)
9. SETP Members volunteer as judges.

D. Flight Test Evaluation & Flight Test Engineering Degree Development with the Aerospace Industry as Partners

1. Academia to partner with the Aerospace Industry that is actively engaged in Flight Test Evaluation (FTE) and Flight Test Engineering (FTE) activities to reduce the timeline from graduation to industry productivity by 6 months or more.
2. Develop a quality assurance program for academic curriculums that would be cost effective to the aerospace industry, academia and students.
3. Assist with course recommendations from the aerospace industry participants to bring operational currency, experience and practical application techniques to the classroom.
4. Engage with the aerospace industry to become partners with academia to assist in developing customized curriculums reflecting needs and requirements of the industry.
5. Provide internships and employment opportunities for the graduating student.
6. This joint effort would streamline curriculums in both Flight Test Evaluation and Flight Test Engineering Degrees which would reflect aerospace industry current requirements for product cycle development.
7. Joint activity by academia and the aerospace industry to develop quality assurance degree programs by assisting with course recommendations to produce the strongest, most current FTE curriculums.
8. Course curriculum advisory team to meet once a year to review and update the FTE curriculums.

Intel ISEF

- A. General - The Intel International Science and Engineering Fair (Intel ISEF) Committee exists as a STEM (Science, Technology, Engineering & Math) outreach to recognize outstanding achievement in the engineering sciences to inspire youth to careers in aerospace and to the flight test profession. The Intel ISEF is the world's largest pre-college science competition of 1500+ finalists, culled from seven million participants nationally from 455 State, Regional and County fairs, plus 130 fairs internationally, and so represents the most talented gathering of top scientifically-minded students assembled under one roof. Participation as one of nearly 70 Special Awards Organizations (SAOs), and one of only two to represent the aerospace industry, permits SETP the opportunity to leverage its unique standing in the aerospace industry to positively influence the next generation.
 - B. Authority - The BoD will appoint a Lead Coordinator for the Intel ISEF to interface with the host organization of the Intel ISEF, the Society for Science and the Public (SSP), and to organize all matters associated with hosting a successful event. The Lead Coordinator will develop a detailed checklist and report progress and issues to the BoD at all regularly scheduled meetings.
-

- C. Volunteers Required - A distinguished Awards Presenter and up to ten SETP members able to serve as judges and interact with student finalists over a 1 or 2 day period.

 - D. SETP HQ Staff - SETP HQ Staff will disburse payments to SSP and award winners, and assist with incidental administrative requests from the Lead Coordinator.

 - E. Expenses - Major expenses to be approved by the BoD and the annual affiliation fee to SSP (currently \$1,000), and the size of the awards pool (currently \$1,800). Volunteer participants are expected to pay their own expenses. Other expenses and recommended changes to the funding profile will be proposed by the Lead Coordinator and be subject to BoD approval.
-

Case Statement

of

The Society of Experimental Test Pilots Foundation

The objectives of The Society of Experimental Test Pilots (SETP) Foundation are:

1. To preserve the historical significance relating to the accomplishments of test pilots, the SETP and the aerospace industry by displaying memorabilia, written and oral records, reports, photographs and other artifacts.
2. To provide mentors for the education of our youth to encourage them to enter the flight test, or an aerospace related, profession.
3. To sponsor educational programs in the subject of flight test. This will be accomplished by sponsoring symposia and disseminating educational materials to enhance the professional knowledge of test pilots, astronauts, cosmonauts and other aerospace professionals in the field of research and development for the purpose of increasing the safety and efficiency of the aerospace, both civilian and military, profession as well as the dependability and reliability of aerospace vehicles.

We do this by raising funds and investing them with a credible investment firm. Our immediate goal is to build a display area and an aerospace educational complex for the purpose of displaying historically significant aircraft and materials and to provide video documentation of test pilots and their accomplishments to support the efforts of education and flight test safety for the future generations of aerospace personnel.

Your tax-deductible outright or planned gift to the SETP Foundation will help us obtain the resources necessary to fully achieve the above stated objectives. A planned gift from your estate enables you to make a meaningful donation, potentially receive significant tax benefits and continue supporting this important work long after your lifetime.

(The SETP Foundation is administered by a Board of Trustees who are composed of SETP members and friends of the SETP. The Trustees are appointed by the SETP Board of Directors and oversee the investment of funds controlled by the SETP Foundation.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **JUL 18 2007**

SOCIETY OF EXPERIMENTAL TEST PILOTS
FOUNDATION
C/O PAULA S SMITH
44814 N ELM AVE
LANCASTER, CA 93534

Employer Identification Number: 32-0188969
DIN: 17053157010027
Contact Person: L. NAYNE BOTHE IDft 31462
Contact Telephone Number: (877) 829-5500
Accounting Period Ending: December 31
Public Charity Status: 170(b)(1)(A)(vi)
Form 990 Required: Yes
Effective Date of Exemption: December 6, 2006
Contribution Deductibility: Yes
Advance Ruling Ending Date: December 31, 2010

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. During your advance ruling period you will be treated as a public charity. Your advance ruling period begins with the effective date of your exemption and ends with advance ruling ending date shown in the heading of the letter.

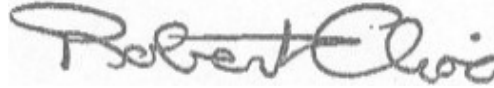
Shortly before the end of your advance ruling period, we will send you Form 8734, Support Schedule for Advance Ruling Period. You will have 90 days after the end of your advance ruling period to return the completed form. We will then notify you, in writing, about your public charity status.

Please see enclosed Information for Exempt Organizations Under Section 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Letter 1045 (DO/CG)

SOCIETY OF EXPERIMENTAL TEST PILOTS

Sincerely,

A handwritten signature in black ink that reads "Robert Choi". The signature is written in a cursive style with a large, prominent "R" and "C".

Robert Choi
Director, Exempt organizations
Rulings and Agreements

Enclosures: Information for Organizations Exempt Under Section 501(c)(3)
Statute Extension

Part Q Public Charity Status (Continued)

- e S09(a){4}-an organization organized and operated exclusively for testing for public safety.
 - f 509(a)(1) and 170(b)(1){A}{lv}-an organization operated for the benefit of a college or universty that is owned or operated by a governmental un".
 - g 509(a){1} and 170(b){1}{A}{vi)-an organization that receives a subSiontial port of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
 - h S09(a){2)-an organization that normally receives not more than one-third of ns financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- A publicly supported organization, but unsure If It Is described In 5g or 5h. The organization would like the IRS to decide the cooect status.

6 If you checked box g, h, or in question 5 above, you must request either an advance or a definitive ruling by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.

- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6S01{c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only *H* you do not establish public support status at tho ond of the 5 yoor advance ruling period. Tho nssossmont period will bo oxtondGd for the 5 ndvance ruling years to *q* years, 4 months, and 15 days beyond the and of the first yendr. You have the right to refuse *or* limit the extension to a mutually agreed-upon period of time or Issue(s). Publication 1035. *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you *make*. You may obtain Publication 1035 free of charge from the IRS web site at *www.irs.gov* or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to *which* you would othe-Wise be entitled. If you decide not to extend the statute of limitations, yo11 are not eligible for an advance ruling.

Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

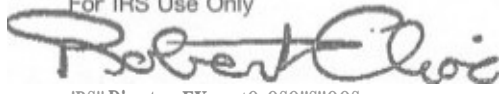
For Organization


(Signature of Officer, Director, Trustee, or other authorized official)

Philip W. Schultz
(Type or print name of signer)
Treasurer
(Type or print title or authority of signer)

5/30/07

For IRS Use Only


IRS" Director: EXemptOrQSOiiSiioOS

JUL 18 2007
(08t8.....)

- b **Request for Definitive Ruling:** Chock this box if you have completed one lox year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(l) if you checked box g In line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii).
- (l) (a) Enter 2% of line *q*, column (e) on Part IX-A. Statement of Revenues and Expenses. _____
- (b) Attach a list showing the name and amount contributed by each person, company, *or* organization whose giNs totaiGd more than the 2% amount. If the answer is "None," check this box.
- (lij) (a) For each year amounts are Included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each disqualified person. If the answer is "None," check this box.
- (b) For each year amounts are Included on line 9 of Part IX-A. Statement of Revenues and Expenses, auach a list showing the name of and amount received from each payer, other than a dosqualified person, whose payments were more !han the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or {2) \$5,000. If the answer is "None," check this box.

7 Did you receive any unusual grnts during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. Yes No

29368171



State of California Secretary of State

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

Sec/Slate Form CE-107 (REV 03131105)



f State

IN WITNESS
WHEREOF, I execute
this certificate and affix
the Great Seal of the
State of California this day
of

OSP 05 9f200

DEC 09 2008



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DEC 06 2006

ARTICLES OF INCORPORATION
OF
SOCIETY OF EXPERIMENTAL TEST PILOTS FOUNDATION

A California nonprofit public benefit corporation

1.

The name of the corporation is:

Society of Experimental Test Pilots Foundation

2.

A This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The primary purpose(s) of the corporation is to promote safety, communication and education in the design and flight test of aerospace vehicles. Additionally, the corporation may engage in any activities that are reasonably related to or in furtherance of its stated charitable purposes, or in any other charitable activities.

B The corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code").

C. In furtherance of its purposes, the corporation shall have all the general powers enumerated in Sections 5140 and 5141 of the Nonprofit Public Benefit Corporation Law, as now in effect or as hereafter amended, together with the power to solicit grants and contributions for such purposes

UL

The name and address in the State of California of the corporation's initial agent for service of process are

Paula Smith
44814 North Elm
Lancaster, California 93534

IV.

A. No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, (except as otherwise permitted by Section 501(h) of the Code and in any corresponding laws in the State of California), and the corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.


B. During such period, or periods, of time, if any, as the corporation is treated as a "private foundation" pursuant to Section 509 of the Code, the directors must distribute the corporation's income at such time and in such manner so as not to subject the corporation to tax under Section 4942 of the Code, and the corporation is prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code), from retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject the corporation to tax under Section 4943 of the Code, from making any investments or otherwise acquiring assets in such manner so as to subject the corporation to tax under Section 4944 of the Code, from retaining any assets which would subject the corporation to tax under Section 4944 of the Code if the directors have acquired such assets, and from making any taxable expenditures (as defined in Section 4945(d) of the Code).

C. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not directly or indirectly carry on any other activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code

V.

The property of the corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be tributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code.

Dated De '1 2006


Pl. . . Schulv,
Incorpornlor

I hereby declare that I am the person who executed the foregoing Articles of Incorporauon, wruch execution imy word and deed.

McE-
'ichuhz,
InrollX>rator

