

By-Laws of Greater St. Louis Flight Instructors Association, Inc.

(Amended 19 July 2016)

ARTICLE I

1. **Incorporation:** The organization shall be known as "Greater St. Louis Flight Instructors Association, Inc." as registered with the Missouri Secretary of State, hereinafter referred to as the GSLFIA (Greater St. Louis Flight Instructors Association, Inc).

- 1.1 **Purchasing Items:** The GSLFIA may buy or sell with the Board's approval property, materials and equipment, etc. that is necessary to conduct business and to achieve its purpose.

- 1.2 **Compensation:** All Officers, Directors, Committee Members and or Members shall serve the GSLFIA in any manner WITHOUT compensation. They may be reimbursed for the cost of items approved and or used by the GSLFIA.

ARTICLE II

2. **Purpose of Association:** The purpose of the Association shall be to promote aviation in the community. This will be accomplished with the exchange of ideas and techniques designed to increase instructor knowledge and professionalism. GSLFIA will provide professional growth opportunities for members and the aviation community through educational programs and scholarships, sponsorship of FAA Safety Team seminars and an FAA approved Flight Instructor Revalidation Clinic (FIRC).

ARTICLE III

3. **Membership:** Membership shall consist of Members, Associate Members, Honorary Members and Lifetime Members. All memberships are subject to GSLFIA board approval.

- 3.1 **Members:** Members must be or have been an FAA Certified Flight Instructor in good standing or current, previous military (active duty, guard or reserve) fixed or rotary wing instructor, evaluator pilot (IP or EP). Also includes FAA Part 135 or 121 Air Carrier instructor pilots to include instructors working in a company's flight operations department and /or an instructor training in simulators (i.e. Flight Safety International, Simuflite, etc).

- 3.2 **Associate Members:** Must be or have been an FAA Certificated Pilot interested in promoting the GSLFIA or actively working toward a CFI Certificate or Sport Pilot Certificate or greater, actively engaged in manufacturing, selling, simulator operation or ground instructing of subjects related to airplanes or their component parts and professional persons, such as doctors, lawyers or others engaged in the aviation field. All memberships are subject to approval by the Board.
- 3.3 **Honorary Members:** Persons upon whom membership has been bestowed because of a recognized and significant contribution of time and effort made on behalf of aviation and/or the GSLFIA and/or his or her expressed desire to participate in the GSLFIA annual activities even though not necessarily possessing the current ratings normally required for Member or Associate Member status.
- 3.4 **Lifetime Members:** Persons who have been awarded Life Membership by the GSLFIA board, or persons who qualify under member status 3.1, 3.2, or 3.3 and desire to apply and become life members. Members who have been active members for a significant period of time, as determined by the Board, and have been deemed as asset to the Organization through continued activity, mentoring and involvement in organizational activities are eligible for Lifetime Member Status. The appointment of Lifetime Members will be determined by the Board through a majority vote.

ARTICLE IV

4. **Membership Dues:** Annual membership dues of the Members and Associate Members shall be set by the Board of Directors and approved by a simple majority vote at a meeting of the general membership. Dues shall be payable on a calendar year basis (January 1-December 31).

ARTICLE V

5. **Members in good standing:** Members and Associate Members who have paid their dues to December 31 are current Members in good standing and cease to be in good standing, after a 31 day grace period, on January 31 following the year for which their dues were paid and shall remain in such status until dues are paid for the current year. On February 1st, non-paying delinquent Members lose all privileges and may be subject to pay their dues, plus a reinstatement fee, as determined by the Board of Directors.

ARTICLE VI

6. **Rights of Members:** Current Members shall be eligible to vote on all matters and may serve in any office of the Association. An Honorary Member who was a formally qualified Member may exercise all the privileges of a regular Member.

6.1 **Voting: Associate Members** shall be eligible to serve on any committee, vote in committee meetings, but shall not be entitled to hold an elected office or vote at the general election membership meetings.

6.2 **Voting: Each Member** in good standing shall have one vote. Associate Members shall not have a vote in the election of Officers of the Association, but may speak or vote for or against any other matter that properly comes before the membership.

ARTICLE VII

7. **Officers:** The elected Officers shall consist of the President, Vice President, Secretary and Treasurer. The Officers are automatically on the Board of Directors. No member shall hold two elective offices at the same time, but may hold one elective office and one or more appointed offices. The duties of each Officer are defined as follows in the Article. Failure without just cause to perform these duties shall result in removal from office.

7.1 **President:** Must hold the FAA Rating of CFI or better. It shall be the duty of the President to preside at all general meetings, to appoint committee chairpersons and to ensure that the Treasurer makes prompt payments of disbursements as passed at the general meetings. It is the President's duty to see that the Office of the Treasurer is bonded, unless waived by the Board, and that all business of the Association is handled with dispatch. The President shall attend all general and Board of Director meetings.

7.2 **Vice President:** It shall be the duty of the Vice President to assist the President and to preside in the absence of the President.

7.3 **Secretary:** It shall be the duty of the Secretary to record the minutes of each meeting, report the minutes of the previous meeting, notify all Members of scheduled and special meetings, and to attest to the President's signature on any legal instrument or GSLFIA executive order.

- 7.4 **Treasurer:** It shall be the duty of the Treasurer to make all disbursements, deposit all dues, fees and other funds, and maintain all financial and bank records. An audit shall be performed each year by a Committee appointed by the President. The Treasurer shall be bonded in the amount set by the Board of Directors, unless waived by the Board.
- 7.5 **Term:** The term of office for all Officers shall be for one year beginning March 1st.
- 7.6 **Upon the resignation** or inability of any Officer or Board Member to serve, the President with the Board's approval may appoint a Member to fill the vacancy.
- 7.7 **In the event the President resigns** or is unable to serve, the Vice President will take over the Presidential duties, and the general membership may vote on a new President to fill the office.

ARTICLE VIII

8. **Board of Directors:** The Board of Directors shall consist of the elected President, Vice President, Secretary and Treasurer and eight (8) other Members elected at the general membership meeting to be held in December.
- 8.1 **Term:** The term of Office for the Board of Members shall be one year beginning March 1st and ending on February 28th or 29th.
- 8.2 **Duties:** The Board of Directors shall have general supervision of the affairs of the GSLFIA, make recommendations to the GSLFIA Membership, and perform such other duties as designated by the President and/or directed by the general membership.
- 8.3 **Failure to serve:** Any Member of the Board of Directors that fails to attend three (3) consecutive Board of Directors meetings without just cause, as determined by the remaining Board Members, shall be replaced, after proper notification in writing by the Secretary. The remaining Board Members shall select a replacement.

ARTICLE IX

9. **Committees:** The Committees shall consist of, but not limited to: Finance Committee, Educational Committee, Auditing Committee, Nominating Committee, Membership Committee, Scholarship and Awards Committee and the Revalidation Clinic Committee. Unless otherwise specified, the term of the committees will be for one fiscal year unless the assignment is completed sooner. The President shall be an official Member of all Committees, except the Nominating Committee. Committees will develop procedures as necessary, establish "milestones" and report as requested to the Board of Directors.
- 9.1 **Finance Committee:** This Committee shall consist of the Treasurer, President and one (1) other Member appointed by the President. It shall be the duty of this Committee to prepare a budget for the fiscal year beginning the 1st day of August and ending on the 31st day of July and to submit that budget (approved by the Board of Directors) to the general membership at the next scheduled meeting. The budget shall be prepared no later than June 30th for the next fiscal year beginning August 1st.
- 9.2 **Educational Committee:** This Committee shall consist of two to five Members or Associate Members appointed by the President. It shall be the duty of this Committee to outline a plan for an annual program schedule and activities in which the GSLFIA will be involved.
- 9.3 **Auditing Committee:** The Auditing Committee may consist of three (3) Members: President, Vice President and one (1) other which may be an Associate Member, appointed by the President at the August meeting. It shall be the duty of this Committee to audit the Financial Records for the previous Fiscal Year. A report of the audit shall be prepared and submitted at the next Board meeting.
- 9.4 **Nominating Committee:** The Nominating Committee for the coming year may consist of three (3) Members appointed by the President at the September meeting. It shall be the duty of this Committee to solicit Members to serve as President, Vice President, Secretary, Treasurer and on the Board of Directors. The Committee report shall be presented at the October Board meeting. The election will be held in November. The new Officers and Directors will be appointed for duty effective March 1st after election in November.
- 9.5 **Membership Committee:** The Membership Committee shall consist of three (3) Members. One Member may be an Associate Member, appointed by the

President. It shall be the duty of this Committee to solicit desirable and qualified Members.

- 9.6 **Scholarship and Awards Committee:** The Scholarship and Awards Committee shall consist of three (3) Members appointed by the President. It shall be the duty of this Committee to develop a plan and proposed budget for the awards and scholarships to be awarded for the applicable fiscal year.
- 9.7 **FIRC Committee:** The FIRC Committee shall consist of a Director, Assistant Director and a maximum of eight (8) other Committee persons appointed by the President. It shall be the duty of this Committee to develop and submit a detailed plan to the Board of Directors for approval at least sixty days before the scheduled FIRC date.
- 9.8 **Other Committees:** Other Committees, standing or special, shall be appointed by the President as the Board of Directors may deem necessary.

ARTICLE X

10. **Meetings:** General membership meetings of the GSLFIA shall be held a minimum of one time per year at a time and place set by the Board of Directors. The general membership meeting shall be for the purpose of functioning with newly elected Officers and the Board of Directors, receiving outgoing reports of Committees, and for any other business that may arise. Special meetings may be called by the President, by the Board of Directors or upon written request of five (5) Members of the GSLFIA. The purpose of the meeting shall be stated in the call. At least three (3) days notice shall be given.
- 10.1 **Board Meetings:** The Board of Directors meetings shall be held bi-monthly at a time and place set by the Board of Directors. Special meetings of the Board may be called by the President or upon written request of three (3) Members of the Board of Directors. Six (6) Board Members constitutes a quorum.

ARTICLE XI

11. **Inactive Officers:** The office of President, Vice President, Secretary or Treasurer shall be declared vacant by the Board of Directors if that Officer is absent for three(3) consecutive Board Meetings without just cause as determined by the Board of Directors. He /She shall be removed from that office and from the Board of Directors. The vacant office shall be filled by nomination of new Officer(s) by a majority of the Board Members present and active. The so appointed and elected Officers and Board Members shall serve until completing the vacated term of office.

ARTICLE XII

12. **Election:** The Officers and the Board of Directors shall be elected by a mailed ballot. The ballots should be mailed with the November Newsletter. The ballots will be counted by three Officers or Members of the Board of Directors. The results of the election of the Officers and the Board of Directors shall be announced in the December Newsletter.

ARTICLE XIII

13. **Parliamentary Authority:** The rules contained in the 1893 edition of "Robert's Rules of Order" with introduction by Floyd M. Riddick, Parliamentarian of the United States Senate (ISBN: 0-515-80741-6) shall govern the GSLFIA in all cases to which they are applicable and where they are not in conflict with these By-Laws and any special rules that the GSLFIA may adopt.

13.1 **Quorum:** A Quorum shall consist of twelve (12) voting members in good standing at a general membership meeting and six (6) Officers and Directors at a scheduled Board meeting.

13.2 **Business:** A quorum shall be present at all times during the conduct of GSLFIA business. In the absence of a quorum the planned program may be presented, committees appointed, and discussion held.

ARTICLE XIV

14. **Amendment of By-Laws:** These By-Laws may be amended at any general meeting by majority vote of the Members present provided the amendment(s) are submitted to the general membership at least one (1) month prior.

14.1 **Amendments:** By-Laws amendments shall be presented to the Board membership two (2) weeks to one (1) month prior to the time they will be voted on.

Adopted by vote of the members 19th day of JULY 2016
this date:

President Keith F. Mueller KEITH F. MUELLER
Vice President Richard J. Horowitz RICHARD J. HOROWITZ
Treasurer Scott A. Thompson SCOTT A. THOMPSON