

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

(Amended 11/2024)

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 it’s 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:** GSLFIA’s purpose is to promote professionalism in the Flight Instructor community through educational programs, scholarships, FAA Safety Team seminars and an FAA approved Flight Instructor Revalidation Clinic.

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 Certificated Flight or Ground Instructor in good standing or current, previous military (active duty, guard or reserve) fixed or rotary wing instructor, evaluator pilot (IP or EP) and / or instructor training in PART 121, 135 or 142 Simulator programs.
  - 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 simulator and/or ground instruction, aircraft /component manufacturing/sales and other professionals in the aviation field. Such memberships are subject to the approval of the Board.
  - 3.3 **Honorary Members:** Persons or organizations granted Membership due to 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 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 an 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 as majority vote.

#### ARTICLE IV

4. **Membership Dues:** Annual membership dues of the Members, Lifetime 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 by December 31 and Lifetime Members who have paid their one time dues 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 1<sup>st</sup>, non-paying delinquent Members lose all privileges and must pay their dues to regain them 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.
- 6.1 Each Member in good standing shall have one vote.
- 6.2 Associate Members shall be eligible to serve on any committee, vote in said committee meetings, but shall not be entitled to hold any elected office or vote at the general election Membership meetings.

## ARTICLE VII

7. **Officers:** The elected officers must be members of the board of directors and 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 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 or appoint a Board of Director Member to serve in the President's place.
- 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 January 1<sup>st</sup>.
- 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 up to eight (8) other Members.

8.1 **Term:** The term of office for the Board of Directors Elected Officers shall be one year beginning January 1<sup>st</sup> and ending December 31<sup>st</sup>. Appointed Members of the Board of directors serve at the pleasure of the president and their own acceptance of the position.

8.2 **Duties:** The Board of Directors shall have general supervision of the affairs of the GSLFIA make recommendations to the 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 be limited to: Finance Committee, Educational Committee, Auditing Committee, Nominating Committee, Membership Committee, Scholarship Committee, Awards Committee and the Revalidation Clinic Committee. Unless otherwise specified, the term of the committees shall 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:** The 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 1<sup>st</sup> day of August and ending on the 31<sup>st</sup> day of July, and to submit that budget (approved by the Board of Directors) to the General Membership at the next scheduled at the next scheduled meeting. The budget shall be prepared no later than June 30<sup>th</sup> for the next fiscal year beginning August 1<sup>st</sup>.

9.2 **Education 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 GSLFIA will be involved.

- 9.3 Auditing Committee:** The Auditing Committee may consist of three (3) Members: President, Vice President and one other who 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 the 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 regular Board meeting in August. The election will be held in November. The new Officers and Directors will be appointed for duty effective January 1<sup>st</sup> after the 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 (60) 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 monthly at a time and place set by the Board of Directors.



## ARTICLE XI

11. **Election:** The Officers and the Board of Directors shall be elected by the membership utilizing electronic ballots. Links to the electronic ballots shall be emailed to all Members at the same time as the links are published in the November Newsletter. The ballots shall be counted by three (3) Officers or Members of the Board of Directors. The results of the election of Officers and the Board of Directors shall be published in the December Newsletter.

## ARTICLE XII

12. **Parliamentary Authority:** The rules contained in the 1893 edition of "Roberts 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 they are not in conflict with these by-laws and any special rules the GSLFIA may adopt.
- 12.1 **Quorum:** A quorum shall consist of ten (10) voting Members in Good Standing at a General Membership Meeting and four (4) Officers and Directors at a scheduled Board Meeting.
- 12.2 **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 discussions held.

## ARTICLE XIII

13. **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 month prior.
- 13.1 **Amendments:** Proposed By-Laws amendments shall be presented to the Board of Directors two (2) months prior to the Membership vote.

**Adopted by vote of the Members** 14<sup>th</sup> day of January, 2024 this date:

**President** Keith Mueller Keith Mueller

**Vice President** Dick Horowitz Dick Horowitz

**Treasurer** Zach Hagely Zach Hagely

**Secretary** Craig O'Mara Craig O'Mara