

Pilot Scholarship House Foundation Florida District, Inc



Bylaws

July 27, 2019

Pilot Scholarship House Foundation Florida District, Inc.
Bylaws

ARTICLE I – Purpose

Section 1 Purpose

The purpose of the Pilot Scholarship Foundation, Florida District Inc. (herein after known as PSHF) is to provide funding and support for deserving college students with academic abilities, good character and financial needs, to realize their dream of a college education. This is accomplished through sponsorships of rent-free living in furnished houses near their college campus.

ARTICLE II – Membership

Section 1 Members

The membership of PSHF shall consist of all dues paying members of a Pilot Club in the Florida District, Pilot International.

Section 2 Good Standing

In order for the members to be in good standing they must be in good standing with PSHF by having timely paid dues to PSHF as provided in Article XI.

ARTICLE III – Meetings of the Corporation

Section 1 Annual Meeting

The annual meeting of the members shall be held during the district convention of the Florida District Pilot International, at a time and place designated by the board of directors.

Section 2 Special Meeting

Special meetings may be held at other times and places. Special meetings shall be called by a majority of the board of directors or by 25 members of PSHF.

Section 3 Notice

Notice of the annual and other meetings shall be given in an official publication of Florida District Pilot International, not less than five days prior to the date of the proposed meeting.

Section 4 Delegates

Club delegates of clubs in good standing, past Florida District Governors that are active in a Florida District Pilot Club, Florida District Executive Committee (DEC) members and members of PSHF board of directors shall be eligible to vote on all business which shall properly come before the annual or other meetings of PSHF.

Section 5 Quorum

A quorum of a meeting of the members shall consist of 51 voting delegates. A majority of such quorum shall decide any question, which shall come before the body.

ARTICLE IV – Officers

Section 1 Composition

The officers of PSHF shall be president, president elect, secretary, treasurer and five (5) directors, all of whom must be members of PSHF.

Section 2 Qualifications

The qualifications necessary for each officer shall be:

- A. President: Must have served as president elect or president immediately preceding the year in which he/she shall serve as president;
- B. President Elect: Must have served at least one year as an officer or director of PSHF board of directors in the year in which he/she is elected;
- C. Secretary: Must have working knowledge of recording and maintaining minutes;
- D. Treasurer: Must have a working knowledge of:
 - Double entry bookkeeping;
 - Preparation of cash receipts journal, cash disbursements journal, general ledger and year end close out;
 - Budget preparation; and
 - Federal and state reports and returns required for nonprofit organizations
- E. Directors: Must have a working knowledge of Florida District Pilot International and PSHF, Florida District, Inc.

Section 3 Duties

The duties of each office shall be:

- A. President: Preside at all meetings of PSHF Board of Directors; appoint all committees, with approval of the board of directors; prepare and submit an annual written report to the membership at the annual meeting; perform such other duties as are customary functions of the office of president.
- B. President Elect: In the absence or disability of the president, shall exercise all the presidential functions; in the event of a vacancy in the office of the president, or at the expiration of the president's terms of office, automatically succeed to that office; perform such duties as may be assigned to the officer by the president and by the directors.
- C. Secretary: Keep the minutes of all the meetings of PSHF and of the board of directors; sign, together with the president, such documents as require their signatures; shall affix and attest the seal of the corporation to all documents requiring the same; and perform such other duties as are assigned to the officer by the president.

- D. Treasurer: Have custody of all properties or securities of PSHF, except those properties held by such persons or institutions as may be designated by the board of directors; submit a written financial report to the membership at the annual PSHF meeting and at the expiration of the officer's term of office; keep the financial books and records for PSHF; collect and make bank deposits; write checks for appropriate disbursements; make monthly bank account reconciliation; and perform such other duties as are assigned by the president and board of directors.
- E. Directors: Serve as representatives of the Pilot Clubs, the PSHF members and the PSHF Board of Directors; and assist other officers in effectively carrying out the purpose and goals of PSHF.

ARTICLE V – Board of Directors

Section 1 Composition

The board of directors shall consist of the president, president elect, secretary, treasurer and five directors.

Section 2 Quorum

The quorum for transactions of all business of the board of directors shall consist of a majority.

Section 3 Meetings

Meetings of the board of directors shall be held as follows:

- A. The annual meeting of PSHF shall be held during the Florida District Convention.
- B. Four additional meetings will be held annually. Five total annually
- C. Special meeting may be called by the president or by three members of the board of directors, provided that each board member receives at least five days' notice of the time, place and purpose(s) for which each special meeting is called. The business of each special meeting shall be limited to that specified in the call and to such other business as may properly come before the meeting.

Section 4 Duties

The duties of the members of the board of directors shall be to attend all board meetings, to carry forward the work of PSHF between annual meetings and to formulate policies for adoption by PSHF.

Section 5 Vacancies

- A. A vacancy in the office of president will be filled by the president elect, who will automatically succeed to the office of the president.
- B. A vacancy in other officers / director's position(s) will be filled on a temporary basis by the board of directors until the next annual convention where the vacancy will open for elections.

ARTICLE VI – Nominations, Elections and Terms of Office

Section 1 Nominating Committee

- A. The nominating chair shall be appointed by the president. The members shall serve for one year. The president may have the option of asking the district nominating chair if he/she would be willing to also receive PSHF candidates.
- B. The nominating committee shall be selected by the chair and consist of 3 members.
- C. All clubs in Florida District shall be notified by the nominating committee of any positions that will be open for election and of the openings for eligible candidates to the board of directors. This information shall be provided to the presidents of all clubs in the Florida District. Candidates shall be accepted and considered by the nominating committee for the position(s) to be filled. Applications will close 60 days prior to the first day of district convention.
- D. Any member of PSHF in good standing shall be eligible to apply as an officer or director of the PSHF, if the member meets the qualifications for that position.
- E. In the event the nominating committee does not receive at least one qualified candidate for a position to be filled, the nominating committee chair, in consultation with the president and Florida District Governor, may accept a late qualified candidate or extend the deadline for applications for that position so that a complete slate of candidates is available to comply with paragraph C above.

Section 2 Election

The officers and directors shall be elected as follows:

- A. **President:** The president elect shall succeed automatically to the position in the event of a vacancy or the expiration of the president's term of office.
- B. **President Elect:** The president elect shall be elected by a majority vote of the board of directors.
- C. **Secretary:** The secretary shall be appointed by the president.
- D. **Treasurer:** The treasurer shall be elected by a majority of the delegates of the PSHF at district convention.
- E. **Directors:** The four elected directors shall be elected by a majority of the delegates of the corporation at district convention.

Members of the PSHF board of directors, past Florida District governors that are active in a Florida District Pilot Club, Florida DEC members and club delegates to the district convention in good standing shall be eligible to vote for treasurer and elected directors of the PSHF.

Unopposed candidates will be declared elected by acclamation of the governor and/or the PSHF President. All opposed candidate's names will appear on the ballot. Election will be by a majority of votes cast. If a run-off is necessary, the names of the two (2) candidates receiving the highest number of votes for each office will be placed on the run-off ballot.

Section 3 Terms of Officer

The terms of office for each position shall be as follows:

- A. President: The president's term shall be a two-year term.
- B. President Elect: The president elect's term shall be a two-year term.
- C. Secretary: The secretary's term shall be for one year.
- D. Treasurer: The treasurer's term shall be for one year.
- E. Directors: Beginning in 2018, the four elected directors shall serve two-year terms, which shall be staggered with two directors being elected each year. The fifth director shall be the governor elect of the Florida District, Pilot International who shall serve a one-year term.
- F. An officer or director may be re-elected or appointed to serve consecutively a second term.

ARTICLE VII – Committees

Section 1 Standing Committees

The following shall constitute the standing committees of the corporation:

- A. Nominating Chair: The Chair of this committee shall be appointed each year by the president and shall consist of three members of the PSHF chosen by the chair. The duties of this committee shall be as provided in Article VI, Section C above.
- B. Budget Committee: The members of this committee shall be appointed each year by the president and shall consist of the president, president elect, and treasurer. The treasurer shall chair the committee. The duties of this committee shall be to review the present year's projected and actual expenses and to prepare a budget for the upcoming year for presentation to and adoption by the board of directors at the Jan/Feb meeting.
- C. Audit Committee: The books and records of the PSHF shall be reviewed by August 31 each year under the guidance of a Certified Public Accountant or an appointed audit committee.

ARTICLE VIII – Fiscal Year

Section 1 Dates

The fiscal year of the PSHF shall be July 1 through June 30 of the following year.

ARTICLE IX – Parliamentary Authority

Section 1 Rules of Order

The PSHF shall be governed by the current edition of Roberts Rules of Order, New Revised, in all cases in which they are applicable and not inconsistent with the Articles of Incorporation, bylaws of PSHF or any special rules of order.

ARTICLE X – Amendments

Section 1 Amendments

The bylaws may be amended by a two-thirds vote of the entire board of directors. Amendments shall become effective at the close of the meeting at which they have been adopted, unless otherwise specified within the amendment itself.

ARTICLE XI – Dues

Section 1 Dues

In order to be in good standing, dues, as set by the board of directors, must be paid by each club for each dues paying club member to the PSHF treasurer on or before July 1 of each year. Dues for members joining in the current year shall be paid in the amount of \$5.00 no later than the last day of the month prior to the Florida District Convention. Members joining after this date, will not be assessed until the next Pilot year. The Florida District Treasurer will provide a list of new members to the PSHF treasurer throughout the year. The PSHF treasurer will contact the club president and treasurer of clubs that have not paid dues for new members.

ARTICLE XII – Expenses

Section 1 Meetings

The PSHF shall pay or reimburse meeting expenses incurred by the president for attendance at the annual meeting of the PSHF, including full Florida District convention registration and hotel accommodations.

Section 2 Other Expenses

The PSHF shall not pay or reimburse board members for travel to meetings or other events of the PSHF except as provided above.

Amended and adopted by the Board of Directors on July 27, 2019