

BYLAWS OF
MICHIGAN FIRE SERVICE INSTRUCTORS ASSOCIATION

We, the Fire Service Instructors of the State of Michigan, in order to secure the better education, provided information, establish continuity, promote fire safety, form lasting bonds, create a good atmosphere and promote professionalism in the fire service, do establish the Michigan Fire Service Instructors Association as a vehicle of service to the people of the State of Michigan.

ARTICLE I

DEFINITIONS

For purposes of these Bylaws, the terms set forth in this Article shall be defined to have the following meanings, unless the context in which any such terms appears clearly requires a different meaning:

1.1 The term “Board” or “Board of Directors” means the Board of Directors of Michigan Fire Service Instructors Association as established and defined in accordance with Article IV of these Bylaws.

1.2 The term “Association” shall mean Michigan Fire Service Instructors Association, a Michigan nonprofit corporation.

1.3 The term “Director” shall mean an individual member of the Board of Directors.

ARTICLE II

NAME AND OFFICES

2.1 **NAME.** The name of the Corporation is Michigan Fire Service Instructors Association (the “Association”).

2.2 **PLACES OF BUSINESS.** The Association shall have its principal place of business in the State of Michigan, and such other locations as the Board of Directors determine from time to time.

2.3 **REGISTERED OFFICE.** The registered office of the Association shall be maintained in the State of Michigan and may, but need not be, identical with the principal office of the Association. The address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE III

OBJECTIVES OF THE ASSOCIATION

3.1 OBJECTIVES. The objectives and purposes of the Association shall include but not be limited to the following:

- A. To promote and improve the lot of the public by improving fire protection through improved knowledge and instruction.
- B. To promote and provide the science of fire prevention/suppression instructing and improve methods thereof.
- C. To collect and distribute information relative to the Fire Instructors and others as deemed necessary.
- D. To cooperate with other bodies and organizations to further fire service instructors' knowledge and skills
- E. To promote close cooperation between members of this Association.
- F. To promote the public image and knowledge of the fire instructors and the fire service.
- G. To promote the standardization of training through all agencies at the federal, state and local levels.
- H. To promote public education.

3.2 NONPROFIT OPERATION. The Association is organized and shall be operated exclusively as a non-profit corporation with exempt status as an organization described in Section 501(c)(4) of the Internal Revenue Code, as amended or hereafter amended from time to time. The Association is not organized for the pecuniary profit of its directors, officers or members. It may not declare or distribute dividends, and no part of its net income shall inure to the benefit of its directors, officers or members. Its net income and assets shall be devoted solely to the purposes of the corporation.

ARTICLE IV

BOARD OF DIRECTORS

4.1 BOARD OF DIRECTORS. The business and affairs of the Association shall be managed by the Board of Directors, which shall be the governing body of the Association.

4.2 NUMBER AND ELECTION OF DIRECTORS. The Board of Directors shall consist of thirteen (13) persons, excluding persons serving as non-voting ex-officio directors. By a vote of two-thirds of the members present at a regular business meeting, the number of directors may be increased, but not to exceed a total of 13 Directors.

4.3 RESIGNATION. A Director may resign by written notice to the Association. The resignation shall be effective upon its receipt by the Association or at a subsequent time specified in the notice of resignation.

4.4 ABSENCES OF BOARD MEMBERS. If any Director shall be absent without good cause for three (3) or more Board meetings in any twelve (12) month period, the office of the absent Director shall automatically be declared vacant. The Nominating and Evaluation Committee shall determine if good cause exists for the absences of the affected Director. This Section shall not apply to committee meetings.

4.5 POWERS AND DUTIES OF THE BOARD OF DIRECTORS. The Board of Directors shall have charge, control and management of the business, property, personnel, affairs and funds of the Association and shall have the power and authority to do and perform all acts and functions permitted for an organization described in Section 501(c)(4) of the Code, not inconsistent with these Bylaws, with the Articles of Incorporation or with the laws of the State of Michigan. In addition to and not in limitation of all powers express or implied, now or hereafter conferred upon boards of directors of nonprofit corporations, and in addition to the powers mentioned in and implied from these Bylaws, the Board of Directors shall have the power to borrow or raise money for corporate purposes, to issue notes or other obligations, to secure such obligations by mortgage, security interest or other lien upon any and all of the property of the Association, whether at the time owned or thereafter acquired, whenever the same shall be in the best interests of the Association and in furtherance of its purposes.

ARTICLE V

TERM OF OFFICE, ELECTION AND APPOINTMENT OF DIRECTORS AND OFFICERS

5.1 Election of directors and officers shall be held at a regular business meeting held during the annual meeting conference gathering.

5.2 The term of office for all directors and officers shall be three (3) years.

