

By-Laws as approved by the Board of Directors on November 2, 2019.

**GEORGIA SPORT
SHOOTING
ASSOCIATION, INC.**

Bylaws

**As Approved by the General Membership
at the GSSA Annual Meeting**

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GEORGIA SPORT SHOOTING ASSOCIATION, INC.

Bylaws

Article I – Name, Purpose, and Objectives

SECTION 1. NAME. This corporation shall be known as the Georgia Sport Shooting Association, Inc., and shall hereinafter be referred to as the Association or GSSA.

SECTION 2. PURPOSE AND OBJECTIVES. The Association shall be a non-profit membership corporation with specific purposes and objectives set forth in its Articles of Incorporation and shall pursue such other objectives, not inconsistent with its Articles of Incorporation as may be approved from time to time by the Board of Directors. The purpose of GSSA is to promote the shooting sports in Georgia, to educate others about the competitive shooting sports, to serve as the state organization for the National Rifle Association, to sanction state competitions according the rules and regulations of the National Rifle Association, to generally promote the competitive spirit, to foster good citizenship and to promote patriotism to country and state. The Association will regularly communicate with its Members through the Association's official website, through periodic electronic newsletters, and by other appropriate means.

SECTION 3. GSSA FOUNDATION, INC. One of the Association's purposes and objective will be to financially support the GSSA Foundation, Inc., a tax-exempt charity organized under the laws of this State and tax-exempt under the United States Internal Revenue Code, 26 U.S.C. 501(c)(3). The primary purpose of the GSSA Foundation is to provide grants to persons and organizations that advance, support or participate in the competitive shooting sports. GSSA Foundation will also provide scholarships to deserving students with the highest character and morals, regardless of race, national origin or religion. The Board of Directors for the Georgia Sport Shooting Association, Inc. shall serve as Board of Directors for GSSA Foundation, Inc.

Article II – Membership

SECTION 1. MEMBERSHIP. Membership shall be open to all citizens of the United States who are natural persons of good reputation and good moral character, who subscribe to the purposes and objectives of the Association, are not prohibited from possessing a firearm under state or federal law and who meet the additional requirements for the type membership for which making application. Associate Club Memberships shall be available to those organizations that subscribe to the purposes and objectives of the Association and meet additional requirements as set forth in Section 2(f).

SECTION 2. TYPES. Membership shall consist of six types: (a) Annual, (b) Junior, (c) Family, (d) Life, (e) Nonresident, and (f) Associate Club.

(a) Annual. Annual membership, subject to paragraph (e) below, shall be open to any resident of the State of Georgia who is a natural person twenty-one years of age or older at the time of application, who shall make an application on the prescribed forms, and pay the required dues. After approval, the Secretary shall issue a membership card, which shall expire one year from the date of issuance unless renewed. Annual members shall have all rights and privileges of membership, including voting rights, receipt of Association publications, right to hold any office for which eligible, and such additional rights and privileges of membership, which may hereafter accrue, except those reserved to Life Members, Patron, and Benefactor Members.

(b) Junior. Junior membership shall be open to any resident of the State of Georgia who is a natural person below the age of twenty-one through December 31, of the calendar year in which his or her twentieth birthday occurs. A person seeking membership as a Junior shall make an application in the same manner as for annual members. Such membership shall entitle the Member to all privileges and rights of annual membership except voting and the holding of elected office. Applicants that meet the criteria of Junior members have National Guard, Reserve, or Active Duty Status, and receive support may not be a Junior member.

(c) Family. Family membership shall be open to all persons who are dependent members of either an annual, life or greater member's household (temporary absence for school or military service shall not disqualify one from family membership), and who shall make an application for membership in the manner prescribed for annual members. Such membership shall include only the Member who is eligible for membership as set forth in paragraphs (a) and whose name is on the application to vote or hold office. Such member shall be known as the "Eligible Family Member." Only one copy of Association publications shall be sent to each such household by email or regular U.S. mail. Only the Eligible Family Member will have access to the Association Website Member portal.

(d) Life. Life memberships are no longer available. All current Life members, Patron members, and Benefactor members shall retain their current status. Said members shall be entitled to all the benefits accruing to an annual member and shall enjoy such special recognition and benefits accruing to life members as may be determined from time to time by the Association. Current Life members may still upgrade their membership to Patron or Benefactor Life Members.

(e) Non-resident. Non-resident membership shall be open to all persons who meet the qualifications for annual membership other than residency in the State of Georgia, and who make an application in the prescribed manner. Such members shall not be eligible to vote or hold any office.

(f) Range or Club Membership. Range or Club memberships shall be open to any duly organized, recognized and fully operational gun or shooting club, shooting range, association or non-profit corporation which are residents of the State of Georgia and own or have a long-term lease of property dedicated solely to the shooting sports, hunting or firearms safety. A range or club must provide proof of ownership or a long-term lease of real property that is dedicated solely to be used as a shooting range. Range or Club applicants must subscribe to the purposes and objectives of the Association, make an application for membership and tender the required dues. All Range or Club membership applications must be approved by the Board of Directors. Such membership shall be for a period of one year. Clubs shall not be eligible to vote or hold any office. Clubs may designate one person as a delegate to address the Association at the annual meeting of the Association and to give a report on the status and news of their Club. All reports and commentary shall be limited in time as set by the President and reports shall be informational only.

(g) Sponsor Membership. Corporations, businesses or organizations that are connected to, or supportive of the shooting sports in Georgia that desire to encourage and support the mission of the Georgia Sport Shooting Association may apply for Sponsor Membership. Sponsor Member's logo and hyperlinks to the sponsors' website will be prominently displayed on the GSSA website on a dedicated sponsor page. Access to the sponsor page will be on the front page of the Association website. Sponsor Membership shall be for a period of one year. Sponsor Members shall not be eligible to vote or hold any office. Sponsor Members may designate one person as a delegate to address the Association at the annual meeting of the Association and to give a report on the status and news of their business or organization. All reports and commentary shall be limited in time as set by the President, and reports shall be informational only.

SECTION 3. DUES. The Board of Directors will propose the annual amount for membership dues for each class of membership for the coming year. Any proposed changes must be published in the newsletter and on the GSSA Website at least thirty days prior to the annual meeting. The changes must be approved by a majority of voting Members present and voting at the annual meeting. The Board of Directors, upon affirmative vote by a majority of the Board, shall have the authority to levy an assessment on the membership for special purposes. The total of all such assessments during any calendar year may not exceed 50% of the annual membership dues during that year. Life members shall be assessed in the same monetary amount as the assessments against annual members. Junior, Non-resident and Range/Club members or Sponsor Members shall not be subject to evaluations.

SECTION 4. VOTING. Only Annual, eligible Family Member or Life members in good standing and present at any meeting of the Association who have been a member for at least one year shall be eligible to vote. Each such member in good standing may only cast one vote. All votes must be cast in person, by video or telephonically by the members exercising his or her right to vote at a meeting of the Association. A member that chooses to vote by video or telephonically in a meeting will be considered present for quorum purposes. Votes may not be cast by proxy, absentee ballot or by email. No member shall be entitled to cast any vote if indebted to the Association for dues or assessments.

SECTION 5. TERMINATION. Annual membership shall automatically terminate upon expiration unless renewed prior to termination. Membership shall terminate automatically with respect to any member who under state or federal law loses the right to possess a firearm. Payment of annual dues within a six-month grace-period following termination shall reinstate the member from the original expiration date with voting rights restored. The member may not hold office during the grace period. Any member who fails to renew within six months of their expiration date will be deleted from the GSSA roster and will have to reapply for membership. The member will lose his or her right to vote and hold office until he or she has again been a member for one year from the date of expiration of his or her membership. A member may be removed from the roles of the Association for cause upon affirmative vote of two-thirds of the Board. A member may be suspended from the Association upon affirmative vote of a majority of the Board. No vote for suspension or expulsion shall be taken unless fifteen days' written notice by mail and email shall have been provided to the member by the Secretary at the Member's physical and email addresses provided by the Member to the Association. Such notice shall inform the Member of the allegations against him or her and shall include a copy of all proof relevant to the allegations. The notice shall also state the time and place of the meeting, the member's right to appear and be heard and the right to present evidence and examine witnesses. Charges may be preferred against a Member by any Member in good standing, but must

be in writing, shall be specific, and the charges shall be presented to the Board of Directors for hearing. A suspended Member may be reinstated by vote of a majority of the Board. He or she will not be eligible to vote or hold office for the duration of his or her suspension.

Article III – Meetings

SECTION 1. ANNUAL MEETING. The annual meeting of the Association shall be held on a Saturday in the last quarter of each calendar year, or as determined by the Board. The place of the Annual Meeting shall be at a location designated by the President, subject to Board approval and notice of the Annual Meeting shall be provided to the membership at least thirty days prior to the annual meeting date. Such notice may be provided by email or electronic newsletter and by posting on the Association web page. If the annual meeting cannot be held at the appointed time due to a lack of a quorum, the Secretary will send out notices by email and post the notice on the Association website at least thirty days in advance of a new meeting date and time, to take place within three months after the originally scheduled annual meeting. Current Officers and Directors will continue to serve until elections are held. The purpose of the annual meeting shall be to elect officers and directors, receive reports, conduct regular business, and for any other business properly brought before the Association. The minutes of the annual meeting and a notice containing the results of the election and email contact information for the officers and directors shall be placed on the Association official website within fifteen days of the Annual Meeting.

SECTION 2. SPECIAL MEETINGS. Special meetings of the Association may be held at any time, either upon the call of the President, upon the call of two-thirds of the Board of Directors, or upon written demand by not less than twenty-five Members of the Association, or ten percent of the membership, whichever is greater. The demand shall state the purpose and object of such meeting. Written notice of time, place, and purpose of any special meeting shall be posted on the Association's website and emailed to all Members by the Secretary not less than fifteen days prior to the date of the meeting. The place of any meeting shall be at a place centrally located within the state, designated by the President, subject to change by vote of two-thirds of the board of Directors.

SECTION 3. QUORUM. A quorum shall consist of **twelve Members**, in good standing with the Association and who are present and eligible to vote. Eligible voting members that attend a meeting by video or telephonically are considered present and count toward a quorum. A quorum verified by roll call shall be necessary to conduct business at any annual or special meeting. If there is a lack of quorum at any annual or special meeting, the Board of Directors may call a special Director's meeting to change the quorum requirement so that business may be conducted. Such a change requires a 2/3 majority vote in favor of modifying the quorum with all Members of the Board of Directors voting. In no event may the quorum requirements be reduced to less than 2/3 of the total of active District Directors. A vacant District Director's seat will not count toward this requirement. The quorum requirement can only be modified for one meeting per year, with quorum reverting back to twelve Members at the adjournment of the meeting.

SECTION 4. PARLIAMENTARY PROCEDURE. All meetings required or authorized by these bylaws shall be held within the boundaries of the State of Georgia and shall be governed by the latest edition of Roberts's Rules of Order, Newly Revised (RONR).

(a) Parliamentarian. The Board of Directors will appoint a Board Member to serve as parliamentarian at all meetings of the general membership, committees, and Board of Directors meetings. The parliamentarian will advise the President on any dispute or clarification concerning a rule of parliamentary procedure, and the President shall make a decision based on that advice. Any further dispute or disagreement with the President's parliamentary decision shall be handled according to the provisions contained in RONR. The President or his or her designee will serve as parliamentarian in the event that the appointed parliamentarian is unavailable or unable to attend a meeting.

Article IV – Board of Directors

SECTION 1. GENERAL DUTIES. The Association shall be managed by a Board of Directors, who shall have charge of all the affairs and property of the Association, except as may be otherwise designated herein. The Board of Directors control and manage the assets of the Association and are charged with maintaining sound financial policies that are in the best interest of the Association. The Board of Directors, upon a 2/3 majority vote, may allow exceptions to these bylaws for good cause shown which may be reversed by the general membership at the annual meeting. Other than a deliberate violation of these bylaws, gross negligence or purposeful misfeasance or malfeasance, the Board of Directors shall be held harmless and indemnified by the Association for all acts taken by the Board in good faith in the furtherance of the purposes of the Association.

SECTION 2. NUMBER, QUALIFICATION. The Board shall consist of three Directors from each of the three federal judicial districts in the State of Georgia, and three Directors elected at-large, for a total of twelve Directors. Each Director shall be either an Annual, Life or the Eligible Family Member of the Association in good standing, eligible to vote and be a current NRA member.

SECTION 3. SELECTION, TENURE. Only those Members eligible to vote under Article II, Section 4 and present at the annual meeting of the Association are eligible to elect any director. Directors shall serve a term of three years.

(a) District Directors. There will be nine District Directors. Three directors will be elected from each of the three federal judicial districts in Georgia to wit: the Northern District of Georgia, the Middle District of Georgia and the Southern District of Georgia. Terms will be staggered. The purpose of staggering elections of Directors is to ensure the election of directors each year at the annual meeting. Initially, one director from each district will be elected to serve a term of one year, with subsequent terms of three years. One director from each district will be elected to serve a term of two years, with subsequent terms of three years. One director from each district will be elected to serve a term of three years with subsequent terms of three years. Following the initial election of Directors, all subsequent elections will be for a period of three-year terms. Members residing in a federal judicial district may vote only for persons seeking election in that Member's federal judicial district of residence. In other words, a person residing in the Northern District of Georgia may not vote for a person seeking election as a Director that resides in the Middle or Southern Districts. A person that lives in one federal judicial district, but works in another federal judicial district, may only vote for a Director that lives in the federal judicial district where that Member lives, not where he or she works. Where a person lives shall be that person's legal county of residency according to Georgia law.

(b) Directors At-Large. There will be three (3) Directors elected at-large by the membership. Terms will be staggered. The purpose of staggering elections of Directors is to ensure the election of directors each year at the annual meeting. Initially, one director will be elected at-large to serve a term of one year, with subsequent terms of three years. A second director will be elected at-large to serve a term of two years, with subsequent terms of three years. A third director will be elected at-large to serve a term of three years with subsequent terms of three years. Following the initial election of At-large Directors, all subsequent elections will be for a period of three-year terms.

(c) All Directors shall be eligible to succeed themselves for additional three year terms but should encourage others to participate in the election process and consider assuming a leadership role in the Association.

(d) Nominations of Directors.

(1) Nominations for election as a District Director to the Board of Directors by a Member who is present at the annual meeting may only be made by such a Member who is in good standing, eligible to vote and resides in the federal judicial district in which the nominee resides. Nominations for election to the Board of a Member who is not present must be made by a Member who is present at the annual meeting, in good standing, eligible to vote, who resides in the nominee's federal judicial district and can show written permission and approval by the nominee of their nomination. Notwithstanding the requirement of the nominee's approval of nomination for election to the Board of Directors who cannot be present at the annual meeting, may be made by the nominee's email or by the nominee's electronic messaging stating that he or she approves of the nomination. The nominee in any election for a District Director must be a GSSA and NRA member in good standing, eligible to vote and reside in the federal judicial district for district director where he or she is seeking election.

(2) The requirements for nomination for election as a Director-At-Large to the Board of Directors is the same as District Directors as set forth in paragraph (d)(1) above. -

(e) Disqualification. If a person unqualified for the position at the time of the election is elected to the Board, he or she will be removed from his or her position immediately upon discovery of the error and the person with the next highest vote count from the original election will take the position. (For example, paying past due membership dues after the election is not acceptable.) The removed Director may request a hearing from the Board of Directors if the removed Director believes that the removal is contrary to these bylaws.

SECTION 4. MEETINGS. The annual meeting of the Board of Directors shall be held immediately after the Annual Meeting of the Association. The Board may conduct such additional Board meetings throughout the year, as it may deem necessary, but in no event will the Board hold less than two meetings of the Board of Directors between annual meetings. Each director shall be entitled to not less than fifteen days' notice of any Board meeting. Meetings may be called by the President or on-demand by one-fourth of the members of the Board. Meetings are to be located within the state at a place designated by the President, subject to Board approval. Emergency Board meetings may be held entirely by telephonic conference call with the same quorum requirements as the regular board meeting. The minutes of this meeting will be emailed to all Board members within thirty days of any meeting and the Board of Directors will approve or submit corrections to the minutes by email within five days. Minutes will be approved and/or amended at subsequent meetings.

(a) Participation. Except as required by law, the Articles of Incorporation, or these Bylaws, Directors may participate in a regular or special meeting through the use of

any means of communication, including in-person, internet video meeting or by telephonic conference call. For the purposes of these Bylaws, appearance by video or telephonic conference call shall be considered appearing “in person.”

- (b) While it is preferred that Directors meet and hold in-person, video or teleconference meetings, the Board Chair, in his or her discretion, may allow the Board to discuss and vote on matters by e-mail. Matters shall be provided to each Member of the Committee by e-mail along with a message directing the Committee to participate in a discussion and vote by e-mail. The Chair determines when the discussion period will begin and end, which shall provide all Directors a sufficient opportunity to participate. Prior to any vote by email, any Director has “veto power” over email discussion and voting. When a Director exercises his or her veto power, the email discussion shall end immediately requiring an in-person, video or teleconference meeting.

SECTION 5. QUORUM. A simple majority of the Board of Directors shall constitute a quorum at any meeting of the Board.

SECTION 6. REMOVAL. A Director may be removed for cause by affirmative vote of three-fourths of the entire Board, if fifteen days written notice of the specific allegations, the time and the place of meeting, the opportunity to appear and be heard, and the right to present evidence and examine witnesses, was provided to the Director.

Any Director who misses two or more Board meetings or two consecutive Annual meetings unexcused shall be automatically removed as Director by the Board without any required action by the Officers or the membership.

SECTION 7. VACANCIES. Should a vacancy occur on the Board for any reason, the Board may at any meeting, elect a Member otherwise qualified under Section 3 above, to serve the remaining portion of the unexpired term of office or until the next Annual Meeting whichever occurs first.

SECTION 8. EXECUTIVE DIRECTOR. The Board of Directors shall have the authority to hire an Executive Director to carry on all business of the Association, as may be delegated to such office by the Board of Directors and to provide the Executive Director with such facilities and staff as may be required to carry out his or her duties.

SECTION 9. FISCAL YEAR. The fiscal year of the corporation shall be from January 1 to December 31 of each year, unless changed by amendment to these Bylaws.

Article V – Officers

SECTION 1. NUMBER. The Officers of the Association shall consist of a President, a Vice President, a Secretary, and a Treasurer. The Board may vote that only the offices of Secretary and Treasurer may be combined allowing one person to serve in both offices. The Officers shall be

selected from the duly elected and qualified Directors at the Director's Annual Meeting and shall hold such office for one year or until their successors are elected and qualified.

SECTION 2. ELECTION. The officers shall be elected by a majority vote of the Directors at their annual meeting and shall be installed immediately upon election.

SECTION 3. DUTIES.

(a) President. The President shall be the chief executive officer of the Association and shall exercise general executive supervision over all its affairs, subject to direction and review of the Board. He or she shall preside as Chair at all meetings of the Association and the Board of Directors. He or she shall be a member of the Board of Directors and a member of all regular and special committees of the Association. He or she shall perform all other duties incident to the office of President and such other specific duties as may be required and assigned to him or her by the Board, and as Chair, shall vote in accordance with Robert's Rules of Order Newly Revised.

(b) Vice President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President and when so acting, shall have all powers of and be subject to all the restrictions upon the President. He or she shall be a member of the Board of Directors and shall perform such other duties as may be required or assigned to him or her by the President or the Board.

(c) Secretary. The Secretary shall attend and keep minutes of all meetings of the Association and the Board of Directors. If the Secretary is unable to attend a meeting, the Secretary or the President may designate another Board member to act as the Secretary for the meeting where the Secretary is absent. He or she shall see that all notices are duly given in accordance with these bylaws or as otherwise required, shall be the custodian of all books, minutes and records of the Association (except financial records), the corporate seal and shall attest to all official documents and resolutions of the Association. He or she shall receive all applications for membership, shall be responsible for the collection of all dues, fees, and assessments and shall remit the same promptly to the Treasurer, providing proper receipt therefor. He or she shall issue such credentials and indicia of membership as may be required by these bylaws or as directed by the Board and shall be responsible for maintaining an accurate roster of all Members, including their post office addresses, electronic mail addresses, and such other information as the Board may require. He or she shall be responsible for all official correspondence, and shall perform all other duties of the office of Secretary or as may be required or assigned to him or her by the President or the Board. In the performance of his or her duties, he or she may employ persons and/or organizations to maintain records, prepare and mail or email notices and newsletters as long as the terms of such employment and rates of payment shall first be approved by the Board of Directors. Periodically, but not less than twice per year, the Secretary shall provide complete and updated membership list to the officers and Board of Directors.

(d) Treasurer. The Treasurer shall have charge of all funds of the Association. He or she shall establish banking and investment accounts in banks or financial institutions that are financially sound and approved by the Board of Directors, in the Association's corporate name. Monies shall be withdrawn only by check or financial institution transfer signed or approved by the Treasurer and for payment of authorized expenditures or transfers. The Association President or Vice-President shall be named signatories on all accounts in the event of incapacitation of the Treasurer. He or she shall keep accurate books of account and fiscal records. Any expenditure, made on behalf of the Association,

must be supported by vouchers or receipts. He or she shall make every effort to attend all meetings of the Board, shall make a Treasurer's Report when such a report is required by the Board and shall make an annual Treasurer's Report to the Association at its annual meeting. If the Treasurer is unavailable to attend any meeting, the Treasurer shall submit a Treasurer's Report to the President for dissemination to the Board and Members. He or she shall perform such other duties incident to the office of Treasurer and as required by these Bylaws, or assigned to the Treasurer by the President or the Board. The Treasurer shall cause the financial records of the Association to be audited by a qualified Certified Public Accountant every three years unless otherwise directed by the Board. The Board shall approve the employment of a Certified Public Accountant to conduct any such audit. A copy of any audit shall be presented to the members and Board of Directors at the Annual meeting in the year preceding the Annual Meeting that the audit was conducted

SECTION 4. VACANCIES. In the event of a vacancy in any office, other than President, because of death, resignation, removal or otherwise, the President may name a qualified Member to serve as an acting officer until the vacancy is filled by action of the Board of Directors. In the event of a vacancy in the office of President, the office of Vice President shall automatically succeed to the office of President, and the office of Vice president shall be thereafter filled by the Board of Directors.

SECTION 5. REMOVAL. Any officer may be removed for cause, and the office declared vacant, by affirmative vote of three-fourths of the Board of Directors, provided that fifteen days' notice of the reasons for such removal, and of time, place, and purpose of meeting, and of the right to appear, present evidence and examine witnesses, shall be given such officer. In the event of death, incapacity, or permanent removal from the State of any officer, the office may be declared vacant by action of a majority of the members of the Board. Officers are also subject to removal as set forth in Article IV, Section 6 herein.

Article VI – Other Provisions

SECTION 1. CONFLICT OF INTEREST

The Board shall adopt a policy regarding transactions between the Association and interested persons, including but not limited to the sale, lease or exchange of property to or from interested persons and the Association, the lending or borrowing of monies to or from interested persons by the Association or the payment of compensation by the Association for services provided by interested persons. For the purposes of this Article, "interested person" means any director, officer, or member of a committee with board delegated powers, or any person in a position to exercise substantial influence over the affairs of the Association, who has a direct or indirect financial interest.

SECTION 2. ADVISORY COMMITTEES

(a) Appointment of Committees. The Board may create one or more advisory committees. Each such committee may consist of any number of persons who are not directors and who the Board deems appropriate to serve on such committee, provided that at least one director shall be a member of and shall chair such committee. The Board at any time may appoint additional members thereto. The members of any such committee shall serve at the pleasure of the Board. Such

advisory committees shall advise with and aid the officers and directors of the Corporation in all matters designated by the Board. Each such committee may, subject to the approval of the Board, prescribe rules and regulations for the call and conduct of meetings of the committee and other matters relating to its procedure.

(b) Committee Changes. The Board, with or without cause, may dissolve any committee or remove any member thereof at any time. The Board shall also have the power to fill vacancies in any committee.

(c) Compensation. The members of any advisory committee shall not receive any stated salary for their services, but by resolution of the Board, reimbursement of verified out of pocket expenses may be allowed.

SECTION 3. FISCAL YEAR

The fiscal year of the Association shall commence on January 1 of each year and end on December 31.

SECTION 4. FUNDS

(a) Contributions. Contributions may be made to this Association by organizations and individuals. The Board may accept on behalf of the Association any contribution for the general purposes of the Association or for any specific purpose consistent with the purposes of the Association. The Board may reject any contribution not consistent with the Association's purposes.

(b) Records. The Treasurer shall establish such permanent record of each contribution as may be necessary to make a memorial thereof and to substantiate tax records of the Association. A permanent record shall be kept of all transactions of funds received and spent by the Association.

SECTION 5. PROHIBITION AGAINST PRIVATE INUREMENT

(a) Net Earnings. No Director, Officer, employee of the Association, member of a committee of the Association, or any other private individual shall receive at any time, any of the net earnings or pecuniary earnings of the Association, except that the Association can pay reasonable compensation for services rendered or verified out of pocket expenses.

(b) Dissolution. No Director, Officer, employee of the Association, member of a committee of the Association, or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Association. All Directors of the Association shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Association, whether voluntary or involuntary, all of the assets of the Association remaining after all debts have been satisfied shall be distributed exclusively for the tax-exempt purposes of the Association.

Article VII – Amendments

SECTION 1. BYLAWS. These bylaws may be amended in whole or in part at an Annual Meeting as defined in Article III, Section 1. A copy of any proposed amendment to these bylaws shall be provided to the Members, Officers, and Directors by notice of such meeting at least thirty days in advance with a copy of the proposed amendments included in the notice. Notice in this Section shall be considered properly delivered to the Members, Officers, and Directors on the date of sending an email to the membership and the date posted on the GSSA website. Adoption of any amendment, repeal, or substitution shall require an affirmative vote of two-thirds of the eligible Members present and voting at the meeting at which such vote was taken. Notice of the action taken with regard to revision or amendment of the bylaws shall be published on the Association's webpage and in the next issue of the official Association publication following such action. The official publication of the Association may be transmitted by email and will be published on the Association's official webpage. The current bylaws of the Association shall be published on the Association's web page.

Approved and amended at the Annual Meeting held on November 2, 2019.