

BYLAWS OF AUGUSTA LOCKSPORTS, INC.

ARTICLE I — NAME AND PURPOSE

Section 1 — Name: The name of the organization shall be **Augusta Locksports, Inc.** It shall be a non profit organization incorporated under the laws of the State of Georgia.

Section 2 — Purpose: **Augusta Locksports, Inc.** is organized exclusively for charitable, scientific and educational purposes of physical security.

The purpose of this corporation is:

- **To support and conduct nonpartisan research, education, and informational activities to increase public awareness of locks, tools, and physical security as a whole**

ARTICLE II — MEMBERSHIP

Section 1 — Membership: Membership shall consist of the board of directors and any non-governing, dues paying members.

Paying Members

This refers to any person or persons who have paid the annual dues to be a member of Augusta Locksports, Inc. The dues for this membership is \$25.00 a year and includes the right to vote in general elections but not business board of director meetings. Paying members also receive free entry into any competitions held by Augusta Locksports while their dues are paid in full.

Non-Paying Members

These are persons who have not paid the annual dues of \$25.00. They will receive no vote and no membership perks.

ARTICLE III — BOARD OF DIRECTORS

Section 1 — Board Role, Size, and Compensation: The board is responsible for overall policy and direction of the association, and delegates responsibility of day-to-day operations to the staff and members. The Board shall have up to 6, but no less than 4, members. The Board receives no compensation other than reasonable expenses.

Section 2 — Terms: The officers of the corporation shall serve a one-year term and are eligible for re-election after their consecutive term has ended. Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interest of the corporation will be served thereby.

Section 3 — Meetings and Notice: The Board shall meet at least once a month at an agreed upon time and place. An official Board meeting requires that each Board member have written notice at least two weeks in advance.

Section 4 — Board Elections: During the last quarter of each fiscal year of the corporation, the Board shall elect officers to replace those whose terms will expire at the end of the fiscal year. This election shall take place during a regular meeting of the Board, called in accordance with the provisions of these bylaws.

Section 5 — Voting and Election procedures: New officers shall be elected by a majority of members present at such a meeting, provided there is a quorum present. If an officer has a conflict of interest they must disclose such at the beginning of the meeting and refrain from a vote, unless this compromises the quorum in which the President will make a final ruling. Officers elected shall serve a term beginning on the first day of the next fiscal year. Elections of the Board shall be by a voting ballot annually during the first meeting of the year.

Section 6 — Quorum: A quorum must be attended by at least **fifty percent** of Board members for business transactions to take place and motions to Pass.

Section 7 — Proxies: Each member is entitled to vote at a meeting of Augusta Locksports, Inc. or to express consent or dissent to corporate action in writing without a meeting and may authorize another person or persons to act for him by proxy. All proxies shall be filed with the Secretary of the meeting before being voted upon.

Section 8 — Officers and Duties: There shall be four officers of the Board, consisting of a President, Vice-President, Secretary, and Treasurer. Their duties are as follows:

- **President:** The President shall attend all sessions of the Board. The President shall be the chief executive officer of the corporation; he shall have general and active management of the business of the corporation, subject, however, to the right of the directors to delegate any specific powers, except such as may be by statute exclusively conferred on the President, to any other officer or officers of the corporation. He shall have the general power and duties of supervision and management usually vested in the office of President of a corporation. The President will attend **ALL** sessions of the Board and meetings and be available for any Augusta Locksports, Inc. member.

- **Vice-President:** The Vice-President has day-to-day responsibilities for the organization, including carrying out the organization's goals and policies as stated in the purpose of the bylaws. The Vice President will attend all board meetings, report on the progress of the organization, answer questions of the board members and carry out the duties of acting President in the absence of the President. The board can designate other duties as necessary. The Vice-President will attend **ALL** sessions of the Board and meetings and be available for any Augusta Locksports, Inc. member.
- **Secretary:** The Secretary will attend **ALL** sessions of the Board and all meetings and act as clerk thereof, and record all the votes of the corporation and the minutes of all its transactions in a book to be kept for that purpose, and shall perform like duties for all committees of the Board of Directors when required. They shall give, or cause to be given, notice of all meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President, and under whose supervision they shall be. They shall send out meeting announcements, distribute copies of all minutes and the agenda to each board member, and assure that corporate records are maintained. They keep in safe custody the corporate seal of the corporation, and when authorized by the Board, affix the same to any instrument requiring authorization either by signature or telephone/electronic correspondence.
- **Treasurer:** The Treasurer shall oversee the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall keep the moneys of the corporation in separate account to the credit of the corporation. They shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and directors, at the regular meetings of the Board, or whenever they may require it, an account of all their transactions as Treasurer and of the financial condition of the corporation. They will attend **ALL** sessions of the Board.

Section 9 — Vacancies: When a vacancy on the board exists mid-term, the Secretary must receive nominations for new members from present Board members two weeks in advance of a board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 10 — Resignation, termination, and absences: Resignation from the Board must be in writing and received by the secretary. A Board member shall be terminated from the board due to excess absence: **more than three unexcused absences** from Board meetings in a year. Same day excuses will not be considered excused. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Excused Absences include, but are not limited to:

- **Personal Sickness**

- **Death of Immediate Family**
- **A written notice no shorter than a week prior to scheduled meeting**

Section 11 — Special meetings: Special meetings of the Board shall be called upon the request of the President, or one-third of the Board and members. Notices of special meetings shall be sent out by the secretary to each Board member at least two weeks in advance.

ARTICLE IV — AMENDMENTS

Section 1 — Amendments: These bylaws may be amended when necessary by two-thirds majority of the Board. Proposed amendments can be brought up by any **member** or **officer** and must be submitted to the Secretary to be sent out with regular Board announcements.

****Note:** These bylaws will be revised every two years, in order to stay current with the most up-to-date rules and regulations. Every member and officer will be given a copy of the **Augusta Locksports, Inc.** bylaws and they should be encouraged to read and understand them.**

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a minimum two-thirds majority vote on _____ of _____ of the year _____

Vice- President X _____

Treasurer X _____

As witnessed by President X _____ on Date: _____