

BYLAWS OF THE GRANT PARK SECURITY PATROL, INC.

ARTICLE I – NAME

1.01 The name of this organization – a non-profit corporation organized under the laws of the State of Georgia and Section 501(c)(5) of the U.S. Internal Revenue Code – shall be the GRANT PARK SECURITY PATROL, INC. [hereinafter referred to as GPSP].

Article II - OFFICES

2.01 The principal office of GPSP shall be located in the residence of the President. GPSP may have such other offices from time to time may be required. The annual registration filed with the Georgia Secretary of State shall identify the President as the Registered Agent for service of process under Georgia or other laws.

Article III - MEETINGS

3.01 GPSP shall hold an annual meeting during the month of April. The date and time of the meeting shall be published to the membership as widely as possible, to include publication in the Porch Press (or similar local newspaper), publication on the Grant Park Neighborhood Association website and/or Facebook page, via email to members, or via United States Mail delivery to mail. The choice of delivery shall be within the discretion of the officers of GPSP.

3.02 The annual election meeting of GPSP shall be at the April membership meeting, and shall be for the purpose of electing Association officers and committee chairpersons, receiving reports of officers and committees, and conducting any other business that may arise.

3.03 Special meetings may be called by the President of GPSP, or her/his designee. Except in exigent circumstances, at least three (3) days notice of any special meeting shall be given to the membership. Notice of such meeting shall be delivered in the same manner and by the same means as permitted for advertising the annual meeting.

3.04. There shall be no quorum requirement for any meeting in order for the GPSP to conduct business. A simple majority vote of all members then present as recorded on the attendance sheet to be maintained by the Secretary shall be sufficient to approve or pass any resolution or business.

Article IV - MEMBERSHIP

4.01 Membership in GPSP shall be limited to each household who (1) contains at least one person who is at least 18 years of age, (2) is within the Grant Park neighborhood, as defined by the City of Atlanta in its delimitation of the geographic scope of Neighborhood Planning Unit W, and (3) have paid and are current in their membership dues of GPSP.

4.02 A request for membership is effectuated by registering and paying at least the quarterly dues set by the membership.

4.03 Any member may resign by notifying the Vice-President of said intent.

4.04 GPSP does not discriminate in its membership on the basis of age, race, gender, marital status, sexual orientation, religion, ethnicity, national origin or citizenship status of the individual member.

4.05 Membership is automatically revoked when a member's primary residence ceases to be in the Grant Park neighborhood, as defined in Section 4.01, or upon the failure to pay any dues assessment approved by the Membership.

Article V - OFFICERS

5.01 The officers of GPSP shall be a President, Vice-President, Secretary, and Treasurer. These officers shall perform their duties to the best of their ability, and as prescribed in these bylaws.

5.02 Functions of Officers

- (a) The President shall preside at the regular membership meetings, special meetings, and Steering Committee meetings, and shall perform all administrative duties required by the office. The President shall be designated the Chief Executive Officer of GPSP and recorded as such with the Georgia Secretary of State in accordance with Georgia law. The President shall be designated a secondary signatory for any financial transaction, check or other document required and authorized by GPSP.
- (b) The Vice-President shall assist the President in his or her duties, preside over meetings at which the President is not in attendance, maintain the official membership roll, serve as chair of any committee responsible to review and propose changes to these bylaws, and encourage membership and participation in GPSP.
- (c) The Secretary shall be responsible for the minutes and both incoming and outgoing correspondence of regular membership meetings, special meetings, and correspondence of the office of the President. This includes the taking or collection, preparation, publication, and retention of all minutes and correspondence. Minutes for a particular meeting will be made available for the next scheduled meeting of the same variety, and shall be posted on GPSP's website and published in "The Porch Press." Any member may request to see the minutes and correspondence records of GPSP upon 5 days notice to the Secretary.
- (d) The Treasurer shall keep all financial records, receive all monies, sign all disbursements, and recommend action concerning GPSP's financial affairs to the membership. The Treasurer shall be responsible for monitoring budgetary limits on disbursements, and reporting receipts and disbursements by each committee at each annual meeting as part of the Treasurer's report. The Treasurer shall also be responsible for the annual filing of Form 990 with the U.S. Internal Revenue Service and the Georgia Department of Revenue, and for renewing GPSP's annual registration with the Secretary of State of Georgia. The Treasurer shall be authorized to transact any business with any financial institution in which GPSP deposits funds in its control, to sign checks or other financial instruments on behalf of GPSP, and to conduct such other financial business of GPSP as directed by the Membership. No vote of the membership is required to conduct any transaction for the payment of security patrol officers or the ordinary business of GPSP. The Treasurer is authorized to coordinate or cooperate with the Treasurer of the Grant Park Neighborhood Association to perform any or all of these duties and obligations.

5.03 Nominations for officers and committee chairpersons will be made prior to the election to be held at the April meeting. The terms of officers and chairpersons will run from May 1 to April 30 of the following year.

5.04 Officers and chairpersons must be members of GPSP, with eligibility to vote. Officers and chairpersons shall be elected by paper ballot, at the annual election meeting, to serve one year or until their successors have been elected.

5.05 The President may select a member to fill any unfilled or vacated officer position, if deemed necessary and confirmed by GPSP's membership.

Article VI - STEERING COMMITTEE

6.01 The officers of GPSP shall constitute the Steering Committee.

7.02 The Steering Committee shall manage the business affairs of GPSP in accordance with these bylaws and the votes of the Membership, call special meetings of the membership, and adopt such policies, rules, and regulations as may be necessary for the conduct of its meetings and the efficient operation of GPSP.

6.03 Regular meetings of the Steering Committee shall be held at a time and location established by the Steering Committee.

6.04 At any meeting, a two-thirds majority of the Steering Committee shall constitute a quorum for the conduct of business.

Article VII - CONTRACTS, LOANS, CHECKS AND DEPOSITS

7.01 The membership of GPSP by majority vote may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of GPSP. Such authority may be general or confined to specific instances.

7.02 No loans shall be contracted by GPSP and no evidence of indebtedness shall be issued in its name, unless authorized by a resolution of the Steering Committee and approved by GPSP's membership. Such authority may be general or confined to specific instances.

7.03 All checks, drafts, notes, other orders for the payment of money, or other forms of indebtedness issued in the name of GPSP shall be signed by the Treasurer. If the Treasurer is unavailable or unable to execute or sign required documents, the President shall execute such document as Chief Executive Officer

7.04 All funds of GPSP shall be deposited from time to time, to the credit of GPSP, in such banks, trust companies, or other depositories as the Steering Committee, and as approved by the membership, may select.

Article VIII - REMOVAL

8.01 Any member, chairperson, or officer may be suspended or removed from office or from the official membership roll for cause, by a two-thirds (2/3) majority vote of GPSP membership in attendance at a regular membership meeting, provided that such cause must have been presented as a resolution to impeach at the regular membership meeting immediately prior to the meeting at which the vote occurs.

8.02 The order of succession will be President, Vice-President, Secretary, and then Treasurer.

Article IX - AMENDMENTS

9.01 A special committee of the Membership of GPSP shall be created every 5 years (beginning 2011) for purposes of reviewing and proposing amendments to these bylaws. Pursuant to Section 5.02(b) above the chairperson of this committee shall be GPSP Vice President. Any member of GPSP is eligible to serve on this special committee.

9.02 The report of the special committee shall be made to the Membership at a regular meeting

9.03 These bylaws may be amended at any regular membership meeting of GPSP, by a two-thirds (2/3) majority vote of GPSP members in attendance, provided that such amendment or amendments have been presented in writing to GPSP at the regular membership meeting immediately prior to the meeting at which the vote occurs.

Article X - FISCAL YEAR

10.01 The fiscal year of GPSP shall begin on the first (1st) day of January each year.

Article XI - SEAL

11.01 The Steering Committee shall provide a seal which shall be circular in form and shall have inscribed thereon the name of GPSP, the state of organization, and the words "Corporate Seal."

Article XII - PARLIAMENTARY PROCEDURE

12.01 The rules contained in the current edition of Robert's Rules of Order shall govern GPSP in all cases to which they are applicable.

Article XIV - EFFECTIVE DATE

14.01 These bylaws shall be effective upon adoption,