

# BYLAWS OF THE GEORGIA FIRE INSPECTORS ASSOCIATION, INC.

## ARTICLE ONE

The affairs of The Georgia Fire Inspectors Association, Inc. shall be controlled and administered by a Board of Directors, which shall be composed of five (5) members. The Board of Directors shall consist of a President, a past President, a Vice President, a Secretary and a Treasurer.

The Board of Directors shall be selected at an annual meeting of the members and serve for a term of two years. Directors shall not serve in the same capacity for more than two consecutive terms. The Directors may fill the place of any Directors, which may become vacant prior to the expiration of such Directors Term. Such appointment by the Directors shall continue until the expiration of the term of the Director whose place has become vacant. The same person may not hold two offices.

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Provisions shall be made for the recall of any director by a vote at the regularly scheduled meeting upon proper notification of members and all directors. A vote of at least 50% of the membership shall be required to initiate a recall of such director.

Grounds for recall are as follows but not limited to:

- \*Failure to execute the duties of office as outlined in Article Two
- \*Conviction of a felony
- \*Moral misconduct unbecoming of a director of the corporation

A recalled director shall be afforded the opportunity to give an explanation prior to a recall vote by the members in regular meeting.

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The Directors shall meet annually during the month of November at a place, time, and date that shall be fixed by the President. The Directors shall hold such other

meetings as may be necessary from time to time upon call of the President, which shall specify the place, time, and date of the meeting.

## **ARTICLE TWO**

The office of President shall be responsible for the overall direction of the organization. The past President shall assist the president with the overall direction of the organization and shall serve as the deciding vote on matters where there is a tie. The Vice President shall assist the President in the responsibilities of the organization as determined by the President. The Secretary shall be custodian of the minute books of the Corporation and shall accurately keep minutes of the meetings. The Treasurer shall have the authority and responsibility for the safekeeping of the funds and securities of the Corporation.

## **ARTICLE THREE**

Any sale or transfer of any stock, bond, security, or any other property standing in the name of the Corporation shall be valid only if signed by Corporation acting through any two officers. Any Transfer signed in this manner, having affixed thereon the seal of the Corporation, shall in all respects bind the Corporation as fully and completely as if each transaction had been authorized by a specific vote of the directors, and any person, firm, or corporation to whom a copy of this Article Three shall have been certified by the Secretary shall be entitled to rely thereon until notified of its repeal. All bank accounts held by the Corporation shall bear at least two signatures of the officers and shall require at least two officers signature for the disbursement of transfer of funds.

## **ARTICLE FOUR**

The Treasurer shall at all times maintain records evidencing the property owned by the Corporation and its disbursements, and present the same at the annual meeting of the directors. The records of the Corporation shall be open for inspection by any director.

## **ARTICLE FIVE**

A quorum for the transaction of any business shall be a majority of the directors then in office.

The board of directors shall be directly active with all committees and/or sub committees, which involve affairs of the corporation

## **ARTICLE SIX**

The Directors shall serve without compensation.

## **ARTICLE SEVEN**

The Board of Directors shall have the power to alter, amend, or repeal the bylaws or adopt new bylaws, provided that the bylaws at no time shall contain any provision inconsistent with the Georgia Nonprofit Corporation Code or the articles of incorporation. Any alteration of the bylaws shall be presented at a regular meeting for review and comments. The alteration of the bylaws shall then be voted on by the membership at the following meeting for approval or denial.

## **ARTICLE EIGHT**

Application for membership shall be in writing in such forms as the Board of Directors shall prescribe. An applicant shall become a member when such applicant has been approved by the Board of Directors and when such applicant has paid any initiation fee prescribed by the Board of Directors. Only active members are entitled to vote in the affairs of the Corporation and to serve as directors or officers. Memberships other than active memberships shall be granted at the discretion of the Board of Directors. Membership is open to anyone within the fire service (public or private) or anyone who has an interest in the Association's general purposes.