

Bylaws of The Environmental Education Alliance, Inc.

Adopted November 19, 1992



Article Nine: Miscellaneous

- 9.1 **Contracts:** The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the corporation. Such authority must be in writing and may be general or confined to specific instances.
- 9.2 **Books and Records:** The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members Board of Directors, and committees having any of the authority of the Board of Directors. The corporation shall maintain a current record giving the names and addresses of the Board of Directors.
- 9.3 **Corporate Seal:** The corporate seal (of which there may be one or more exemplars) shall be in such form as the Board of Directors may from time to time determine.
- 9.4 **Fiscal year:** The Board of Directors is authorized to fix the fiscal year of the corporation and to change the same from time to time as it deems appropriate.
- 9.5 **Relation to Articles of Incorporation:** These bylaws are subject to, and governed by, the articles of incorporation.

Article Ten: Amendments

- 10.1 **Power to Amend Bylaws:** The Board of Directors shall have the power to alter, amend, or repeal these bylaws or adopt new bylaws.
- 10.2 **Conditions:** Action by the Board of Directors with respect to bylaws shall be taken by the affirmative vote of a majority of all directors then holding office.

Article Eleven: Tax-Exempt Status

- 11.1 **Tax-Exempt Status:** The affairs of the corporation at all times shall be conducted in such manner as to assure its status as a "publicly supported" organization as defined in section 509(a)(1) or section 509(a)(2) or section 509(a)(3) of the Internal Revenue Code and so in other ways to qualify for exemption from tax pursuant to section 501(c)(3) of the Internal Revenue Code.

Article Twelve: Adoption of Bylaws

- 12.1 The Environmental Education Alliance, Inc. was organized under the laws of the State of Georgia as the Georgia Environmental Education Council, Inc. on May 4, 1990. The name of the corporation was changed to The Environmental Education Alliance, Inc on November 19, 1992. These bylaws were amended February 2003, February 2004, August 2004, May 2006, July 2009, May 2010, May 2011 and adopted by the Board of

Directors.