

# Bylaws of Louisiana Martial Arts Organization

Non-Stock, Nonprofit Corporation

## Article I: Name and Purpose

The name of this corporation shall be Louisiana Martial Arts Organization, hereinafter referred to as "the Corporation." The Corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## Article II: Offices

The principal office of the Corporation shall be located at 33502 Tenor Drive Denham Springs, LA 70726. The Corporation may also have offices at such other places as the Board of Directors may determine or as the affairs of the Corporation may require.

## Article III: Membership

The Corporation shall have no members. All powers, rights, and responsibilities that would otherwise vest in the members shall vest in the Board of Directors.

## Article IV: Board of Directors

- **Section 1. General Powers:** The affairs of the Corporation shall be managed by its Board of Directors.
- **Section 2. Number, Tenure, and Qualifications:** The number of directors shall be not less than three (3). Each director shall serve a term of three (3) years and until a successor is elected and qualifies.
- **Section 3. Meetings:** Regular meetings of the Board shall be held at least four(4) times a year, at a time and place designated by the Board. Special meetings may be called by the President or any two directors.
- **Section 4. Quorum:** A majority of the directors shall constitute a quorum for the transaction of business.

- **Section 5. Vacancies:** Any vacancy occurring in the Board may be filled by the remaining directors.
- **Section 6. Removal:** A director may be removed, with or without cause, by a majority vote of the Board of Directors.

## Article V: Officers

- **Section 1. Officers:** The officers of the Corporation shall be a President, a Secretary, and a Treasurer. The Board may elect or appoint other officers as it deems necessary.
- **Section 2. Election and Term of Office:** The officers shall be elected by the Board of Directors for a term of three (3) years.
- **Section 3. Removal:** Any officer may be removed by the Board of Directors whenever, in its judgment, the best interests of the Corporation would be served.
- **Section 4. Vacancies:** A vacancy in any office may be filled by the Board of Directors for the unexpired term.
- **Section 5. Duties:**
  - **President:** Shall be the principal executive officer and supervise and control the business and affairs of the Corporation.
  - **Secretary:** Shall keep the minutes of the meetings and maintain the corporate records.
  - **Treasurer:** Shall be responsible for the financial affairs of the Corporation.

## Article VI: Committees

The Board of Directors may establish one or more committees as needed to fulfill the purposes of the Corporation. Each committee shall have the powers and authority delegated by the Board.

## Article VII: Fiscal Year

The fiscal year of the Corporation shall be set by resolution of the Board of Directors.

## Article VIII: Indemnification

To the fullest extent permitted by law, the Corporation shall indemnify any director or officer, or former director or officer, against expenses actually and necessarily incurred in connection with the defense of any action, suit, or proceeding arising out of their service to the Corporation.

## Article IX: Amendments

These bylaws may be amended, altered, or repealed by a majority vote of the Board of Directors at any regular or special meeting, provided that at least ten (10) days' written notice is given of the intention to amend the bylaws.

## Article X: Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to the federal government, or to a state or local government, for a public purpose.

Adopted by the Board of Directors on this   19th   day of  February , 2026.