**The Georgia TaxidermistS Association**

**Bylaws**

As Amended and Restated July 29, 2023

**ARTICLE I. NAME AND PURPOSE**

 **Section 1. Name.** The name of the association shall be The Georgia Taxidermists Association, referred to herein as G.T.A., a non-profit Education Organization.

 **Section 2. Purposes.**

 A. To promote the highest standards in the art of taxidermy.

 B. To provide an understanding and appreciation of the art of taxidermy by the general public.

 C. To aid the practice of taxidermy by keeping the G.T.A. Membership advised of existing and proposed laws concerning the practice of taxidermy.

 D. To promote interest in taxidermy through conventions and seminars for the membership and exhibitions for the general public.

 E. To cooperate with state and national clubs, organizations and government agencies in the conservation of our natural resources.

**ARTICLE II. MEMBERSHIP**

 **Section 1.**

 A. Membership shall be open to any interested individual, whether a professional or amateur taxidermist, supplier, sportsman, conservationist, etc.

 B. Membership in the G.T.A. is individual (no company memberships) and is neither transferable nor assignable. Any company, firm or organization must have its membership in the name of an individual representative.

 C. After six months of membership, any dues paying member can vote and seek office in the G.T.A. With the exception of the positions of President or Secretary-Treasurer, who must have served at least one term on the Board of Directors.

 D. With Board of Directors’ action, an honorary membership can be granted to individuals considered worthy.

 **Section 2.** Each dues paying member will be notified on all matters affecting the operation of the G.T.A. The general membership can overrule the Board by 2/3rds vote or petition of 2/3rds of the membership.

 **Section 3**. All members are encouraged to obtain the applicable permits and licenses for taxidermy and related fields from the State and Federal authorities.

**Section 4.**

A. Expulsion of a member is to be determined by the Ethics Committee who will then recommend its decision to the Board of Directors. To expel a member requires a 2/3rds vote of the Board of Directors.

B. If a member is expelled from membership in G.T.A., such expelled member cannot attend any G.T.A. function as a family member of any spouse, child, who is a member of G.T.A.

B. Said expulsion may be reversed by a 2/3rds vote of the Board of Directors, but prior to said vote, the Board of Directors considering the reverse of such expulsion shall exert its best efforts to discuss the reason(s) for the expulsion with members of the Board of Directors who originally voted for such expulsion. Any member who is re-admitted to membership pursuant to this paragraph shall be subject to a probation period determined by the Board of Directors voting to reverse said expulsion.

 **Section 5.**  No member or expelled member shall be allowed to sue the Organization for any reason.

 **Section 6.** A compiled list of the membership will be mailed to all G.T.A. members in good standing once a year.

**ARTICLE III. DUES AND FEES**

 A. Dues will go toward the operation of G.T.A.

 B. i. Beginning January 1, 1987, membership dues shall be $60.00 per year.

ii. Dues for family members (spouse, minor children living at home or child who is a fulltime college student) will be $5.00 each year. There is no payment due for children 5 and under.

iii. Membership dues for Officers of G.T.A. and Members of the Board of G.T.A. (and dues for their family members as defined in subparagraph Bii) shall be waived for the years they are serving in such capacity. For example, if a member of G.T.A. becomes an officer of G.T.A. or a member of the Board in 2019, such member shall not be required to pay dues beginning with the dues payable for 2020, and when they are no longer an officer or a member of the Board, they will again be required to pay dues beginning with the year following the year in which they are no longer an officer or member of the Board.

 C. All dues are payable by or at the annual convention.

 D. All Georgia residents wanting to become a member of G.T.A., cannot use a reciprocal agreement with another State for his or her membership. Such Georgia resident must become a G.T.A. member and pay the G.T.A. dues.

 E. Any member who has not paid their dues by the annual convention will automatically lose their membership and cannot attend any G.T.A. convention until such dues are paid.

 F. Dues collected shall be used for the benefit of all members. A Secretary-Treasurer’s report shall be made available to all members annually.

 G. The fiscal year of the G.T.A. shall be from January 1 to December 31.

 H. The Board of Directors will designate two people authorized to endorse checks over $500.00 for the G.T.A.; one of which must be the Secretary-Treasurer.

**ARTICLE IV. OFFICERS AND DIRECTORS AND COMMITTEES**

 **Section 1. Directors and Election of Same**

 A. There shall be no less than ten (10) nor more than twelve (12) Directors of the G.T.A., which shall include the President and Vice President. The President and Vice President shall be elected as provided in Section 2 of this Article IV.

B. The Board of Directors shall be the managing Board of the Association, approving all expenditures over $500.00, having the responsibility for the property of the Association, and act for its interest. While ultimate authority rests with the membership, the Board of Directors shall define policies and shall have fully administrative direction of the Association.

 C. Each Director shall serve a 2-year term, beginning with the first meeting held after the annual convention (usually August of each year). Any vacancies in the Board of Directors at the end of the term of a Director shall be filled by election by the Members of the G.T.A. The Directors receiving the highest number of votes shall fill such vacancies.

 D. Nominations for the Board of Directors shall come from the Board of Directors and the active membership by January 1.

 E. All nominees for the Board of Directors must signify acceptance in writing and submit a resume by January 31 to the Secretary-Treasurer.

 F. The G.T.A. Board of Directors, by majority vote, reserves the right to refuse or decline any nomination of any member who has been nominated to run for the position of “Board of Directors” of the G.T.A. The G.T.A. reserves the right on grounds of past words, actions or deeds which have been proven to be detrimental to the well-being of the G.T.A., its Code of Ethics, its Bylaws, and its members. An appeal, in writing, can be submitted by said nominee, but the G.T.A. Board has the final authority to accept or decline any appeal.

 G. If there is only one nominee for the Board of Directors, that person may run unopposed. If there are no nominations for that vacancy on the Board of Directors, the current Director will remain in office until the next election.

 H. Election is by secret ballot, which will be held on the second day (Friday) of the annual convention, after GTA members have voted on the competition awards. Ballots will be voted in a private booth and put inside a locked box until the election is over. Ballots will be tallied and announced on the third day (Saturday) at the awards banquet. Absentee ballots must be requested by January 10 and returned two weeks before the annual convention. Resumes for the nominees will be included in the convention registration packets.

 I. Elected Board Members will take office at the second Board Meeting held after the annual convention of G.T.A.

 J. There shall be no more than 2 members who reside outside of the State of Georgia on the Board of Directors and neither shall be allowed to serve in an executive capacity (President and/or Vice President).

 K. If a Director resigns from the Board during his or her 2- year term, the Board of Directors shall decide whether someone should be elected to fill such unexpired term and if they vote to do so, the Board of Directors shall appoint the person from the membership to fill such unexpired term. Any person filling an unexpired term may then run for a 2-year term at the end of such partial term.

 L. Any member of the Board of Directors who fails to attend over two meetings without just cause can be replaced by a person appointed from the membership, by the President.

 M. Any member of the Board of Directors may resign at any time by giving written notice to the President.

 N. Any member of the Board of Directors can be removed from the Board at any time, with just cause, by 2/3 vote of the membership.

 O. All Directors of G.T.A. are encouraged to be a member in good standing of the National Taxidermists Association.

 **Section II. Officers and Election of Same**

A. Elected officers of the G.T.A. shall be the President and Vice-President, each of which shall be members of the Board of Directors of the G.T.A.

i. The President shall be the chief executive of the G.T.A. He shall preside at all G.T.A. meetings and shall perform such duties as may be specified from time to time by the membership. The President shall only have vote in the event of a tie in the vote of the remaining Directors.

ii.The Vice President shall assume the duties of President in the absence of the President.

iii. The Secretary-Treasurer shall have custody of the funds of the Association; shall keep accurate records of all receipts and disbursements of the G.T.A.; and shall take accurate minutes of all meetings and give notice of the meetings to the membership.

B. The Secretary-Treasurer is to be appointed by the President, with approval of the Board and will be a paid position and will not be a member of the Board of Directors and shall have no vote.

 C. To seek the office of President, a candidate must have served as Vice-President, or on the Board of Directors, or a Committee Member who has attended regular board meetings.

D. To seek the office of Vice President, a candidate must have served on the Board of Directors, or a Committee Member who has attended regular board meetings

 E. Nominations for office shall come from the Board of Directors and the active membership by January 1 of the year in which they will take office.

 F. All nominees for office must signify acceptance in writing and submit a resume by January 1 of the year in which they will take office to the Secretary-Treasurer.

 G. If there is only one nominee for any office, that person may run unopposed. If there are no nominations for that office, the current office holder(s) will remain in office until the next election.

 H. Election is by secret ballot, which will be held on the second day (Friday) of the annual convention, after GTA members have voted on the competition awards. Ballots will be voted in a private booth and put inside a locked box until the election is over. Ballots will be tallied and announced on the third day (Saturday) at the awards banquet. Absentee ballots must be requested by January 15 and returned two weeks before the annual convention. Resumes for the nominees will be included in the convention registration packets.

 I. Elected officers will take office at the second Board Meeting held after the annual convention of G.T.A.

J. No member may hold two elective offices simultaneously.

 K. Any officer may be elected to two consecutive terms in the same office, having served the two terms, that officer must wait for one year before running for the same office.

“EXCEPTION #1” - If there are extenuating circumstances, any officer (other than President – see Exception #2) may be elected to serve an additional consecutive term. The vote to allow such additional term will be by secret ballot (in writing) and must be carried by 2/3 majority of the Board of Directors.

 “EXCEPTION #2” - The President may run for as many terms in succession as the Board of Directors nominates him/her for the office of President. The vote to allow such additional terms will be by secret ballot (in writing) and must be carried by 2/3 majority of the Board of Directors. Thereafter, being submitted in the normal election process of the G.T.A. Membership for election or non-election. The President shall serve a two-year term.

 L. In the event that vacancy occurs in any office, other than the office of President, the President may appoint a person from the membership to fill that vacancy and that person shall serve until the end of the term of the person vacating his/her office. Further, this partial term shall not count as part of the two consecutive terms in office described in paragraph K, and such person may serve this partial term and two consecutive terms in office.

 M. In the event that the office of President should become vacant, the Vice President shall fill the remainder of the term.

N. The immediate Past President serves for one year and one year only as an advisor to the new President.

**Section III. Committees**. The President shall appoint one or more members of the Board of Directors to oversee the following matters in regard to G.T.A.:

 A. Ethics

 B. Certified Taxidermists

C. DNR

D. Convention Judges

 E. Set-up/Breakdown for Convention

 F. Competition Room for Convention

 G. Competition Points

H. Fund Raisers

Each Director appointed to oversee such matter may or may not, in his/her sole discretion, request the assistance of various members of the G.T.A. (whether or not Board Members) to a Committee to make discuss, make decisions and carry out his/her job in regard to such Committee, including recommendations to the Board of Directors to be considered for vote, or such Director may make his/her recommendations directly to the Board of Directors without any prior discussion with other members of the G.T.A. or the Board of Directors.

**ARTICLE V. QUORUM AND VOTING**

Unless otherwise provided herein, a majority of the Directors shall constitute a quorum for the transaction of business. Furthermore, unless otherwise provided herein, all resolutions adopted and all business transacted by the Board of Directors shall require the affirmative vote of a majority of the Directors present at the meeting.

**ARTICLE VI. ANNUAL CONVENTION**

 The Annual Convention shall be held in a month to be determined by a 2/3rds vote of the Board of Directors. The site shall also be determined by a 2/3rds vote of the Board of Directors.

**ARTICLE VII. PARLIAMENTARY AUTHORITY**

 Roberts Rules of Order Newly Revised shall be the parliamentary authority for G.T.A. for all matters of procedure not otherwise covered by these Bylaws.

**ARTICLE VIII. AMENDMENTS**

 **Section I.** The Bylaws of the G.T.A. may be amended by a majority vote of the Board of Directors. Proposed amendments shall be submitted to the President, or a Board Member for submitting to the Board of Directors.

 **Section II.**  These bylaws were originally adopted September 6, 1980, by a Board of Directors consisting of Bill Hayes, Perry Durham, Dale Boland, Charles Watson, Randall Kerlin, Edward Hardin, Bob Williamson, and Bill Elphindston. Thereafter, said bylaws were amended on the following dates: September 12, 1981; February 26, 1983; March 16, 1985; March 16, 1986; August 1, 1987; March 19, 1988; March 21, 1991; March 7, 1998; March 7, 1999; August 4, 2001; Fall, 2003; September 8, 2007; August 1, 2009; August 13, 2016; March 3, 2018; August 24, 2019; August 7, 2021; August 27, 2022; and July 29, 2023.