

BYLAWS OF THE POLISH CLUB OF ATLANTA, INC.
Located in the State of Georgia, City of Atlanta

Article I
Name

The name of this organization is "The Polish Club of Atlanta, Incorporated".

Article II
Nature of Organization

The organization is a non-political membership corporation operating on a nonprofit basis.

Article III
Purpose

The purpose of this organization is to accord its members an opportunity to come together and work creatively in the field of Polish language, culture and traditions, providing services, of which most important will be education in the above areas. The organization goal is also to reduce the burden on public programs by providing guidelines, English classes, Job seeking skills classes for new comers, family counseling, Health Awareness seminars, Professional courses in Leadership, Investment, Retirement Planning, etc. Also, to create an awareness among all Americans of the richness of Polish culture. The organization 's purposes are limited to those set forth in the section 501 (c) (3) of the Internal Revenue Code.

Article IV
Membership

Section 1

Membership in the organization shall be comprised of the following:

1. Active members-those who paid annual dues in advance, including supporting members, who make monetary or other donations to the organization
2. Honorary members, who are exempt from the payment of membership dues, and who are selected by the Board of Directors for their outstanding contribution to the goals of the organization and approved at the Annual meeting of the membership.

Section 2

Any person sincerely committed to the philosophy, missions and ideals of the organization is eligible for membership.

Section 3

Any person who shall lose any of the qualifications necessary for membership in the organization shall forfeit his or her membership, and the Executive Committee of the Board of Directors, at any meeting thereof, may, by a majority vote declare his or her membership forfeited.

Article V
Dues

The rates for dues for active members shall be determined at the Annual meeting or at a special General Meeting called for that purpose.

Article VI
Rights and Responsibilities of the Members of the Organization

Section 1

All members shall have a right to:

1. Be present and able to vote at the Annual and General Meetings of the organization
2. Offer oneself as a candidate for any position in the Organization
3. Hand in a resignation from the membership in the Organization

Section 2

Members of the organization shall assume responsibility to obey the Corporation's Bylaws, the resolutions of the Annual meeting and the Executive Committee of the Board of Directors decisions.

Article VII
Officers

Section 1

The officers of the organization shall be President, two Vice-Presidents, Secretary and Treasurer.

Section 2

The President as a head of the Executive Committee and the Board of Directors shall preside at all meetings of the organization and of the Executive Committee of the Board of Directors. He or she shall exercise a general oversight over the affairs of the organization, enforce its bylaws and regulations, and perform such other duties as are generally incumbent upon the presiding officer of such a organization. President shall call the meetings of the Board of Directors at least four times a year and also at any time, if requested by 2/3 of the members of the Board of Directors, including his own vote. The President of the Organization has to be a permanent resident of the United States and the Metro- Atlanta.

Section 3

The Vice- President shall perform the duties of the President during the latter's absence and/or disability, all duties that pertain to his or her office, and other duties that the President may require. In the event of death or permanent disability of the President, the Vice- President shall call a meeting of both the Nominating Committee and the Executive Committee of the Board of Directors within 30 days for the purpose of electing a President. The Vice-President shall perform the duty of the President until a new President is elected. The Vice-President may also serve simultaneously as a Committee Chairperson on the Executive Committee.

Section 4

The Secretary shall record all votes and proceedings of the Executive Committee of the Board of Directors when in meeting and of the Annual and all General meetings of the organization, in a book kept for that purpose. He or she shall perform such other duties as pertain to his or hers office, or as the President of the Board of Directors may require. He or she shall be the custodian of the Seal of the Corporation. In the absence of the Secretary from any meeting of the members of the organization, the record of the voting and proceedings shall be kept by such other persons as may be appointed for that purpose at the meetings. The Secretary may also serve simultaneously as a Committee Chairperson on the Executive Committee. He or she shall be responsible for custody of all communications directed to the Organization .He or she shall be responsible for the preparation of such correspondence as directed by the President and for advising the President of the status of pending correspondence.

Section 5

The Treasurer shall ensure that full and accurate accounts of the receipts and disbursements of the corporate funds are made in books belonging to the Corporation, and that all monies and valuable effects in the name and to the credit of the Corporation are deposited in such depositories as may be designated by the Executive Committee of the Board of Directors. The Treasurer shall disburse the funds of the Corporation as he or the Executive Committee of the Boards of Directors may order her. The Treasurer shall make a report to the Executive Committee of the Board of Directors annually. The Treasurer shall ensure that the books are available for inspection by the President or the Executive Committee of the Board of Directors.

Article VIII Board of Directors

Section 1

The powers, management, and control of the Organization and of all her affairs shall be vested in the Executive Committee of the Board of Directors.

Section 2

The Board of Directors is the only policy-making body of the Organization and shall consist of an Executive Committee and all Chairpersons of the Standing Committees. The Standing Committee shall oversee each of the following areas: Education, Finance, Public Relations, Programs, Nominating, Audit and Fund Raising.

The Executive Committee shall consist of President, two Vice-Presidents, Treasurer and Secretary.

Section 3

The terms of the office for all members of the Executive Committee shall begin on April 1st and end on March 31st, unless a member assumes a vacated seat, in which case the beginning date is whenever the member is appointed to that seat.

The member of the Executive Committee of the Board of Directors shall serve 2 years term, twice renewable. The President, upon leaving the position of President, shall assume

the position of Immediate past President on the Board of Directors and shall hold this seat until his or her successor vacates the Presidency.

Section 4

If any member of the Executive Committee of the Board of Directors shall be absent from three meetings of the Board in a 12-month period, without valid cause, than the President, at his or her discretion, may declare that said membership of the Board be removed from his post.

Section 5

For all vacancies of the Executive Committee of the Board of Directors, the Nominating Committee shall appoint a successor in the event of vacancy in an expedient manner, subject to the approval, by a majority vote of the Board of Directors.

Section 6

The Board of Directors shall appoint the Nominating Committee at least three months before the date of an Annual meeting. The Nominating Committee shall be comprised of the Nominating Committee Chairperson, the President, Vice-President, and one person from the Board of Directors.

The Nominating Committee shall present the list of the candidates for the vacant posts to the Board of Directors one-month before the General Meeting and shall call such a meeting. The Nominating Committee is charged with the responsibility for keeping accurate records of the terms of all occupants of the seats on the Executive Committee.

Article IX

Elections

Section 1

The Executive Committee of this Organization shall be elected for a term of two years by a majority of the members. The members of Executive Committee may not serve more than two years term twice renewable. The term of office shall begin on in the year of election.

Section 2

The election shall be conducted at the Annual Meeting of the organization membership called and supervised by the Nominating Committee.

Article X

Annual Meeting

An Annual Meeting of the Organization's all membership shall be held each year during its first quarter and shall be called by the Executive Committee of the Board of Directors. Members of the organization shall be given at least one-month notice prior to the date of the Annual Meeting.

Article XI

Miscellaneous

Section 1

The Audit Committee shall be appointed by the General Meeting of the Corporation in the year, which ends the term of the present Executive Committee of the Board of Directors. Three members of the Corporation shall be appointed, and they will choose the President of the Committee between themselves.

Section 2

The purpose of the Committee shall be an audit of the financial activities of the Corporation, her books, and financial statements for the full term of the office.

Section 3

Audit Committee shall submit full report at the General Meeting of the Corporation and table the motion for vote of acceptance of accounts.

Section 4

The sources of the revenues of the Corporation shall be:

1. Fundraising activities
2. Donations and gifts
3. Membership dues
4. Sales of items marked with the corporation " logo ".
5. Receipts from activities related to the organization's exempt functions.

Article XII Amendments

Proposed amendments to the Bylaws shall be submitted in writing to the Secretary and shall be signed by at least three members in good standing. The Secretary will submit the proposed recommendation to the Board of Directors before submitting the proposed changes to membership vote. The proposed amendment, with or without a recommendation from the Board of Directors, shall be transmitted by mail to the membership not less than two weeks before it is to be voted upon at the next regularly scheduled membership meeting or such special meeting as may be called by the Board of Directors to vote on the proposed amendment. A majority of the members present and voting at such meeting shall be required to adopt the amendment.

Article XIII Dissolution

In case of dissolution, all assets of the Corporation will be distributed to organization recognized as charitable under section 501(c) (3) of the Internal Revenue Code.