

**ARTICLES OF INCORPORATION
OF
GEORGIA JUNIOR CLASSICAL LEAGUE**

Preamble

We, the members of the Georgia Junior Classical League, in order to promote cooperation among the several local chapters, to establish a basis for order, and to increase unity, promote friendship, and encourage understanding among the several members of this organization, do hereby ordain and establish these Articles of Incorporation.

ARTICLE I - Name

The name of this organization shall be the Georgia Junior Classical League (the "Corporation").

ARTICLE II - Not For Profit

The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code (the "Code").

ARTICLE III - Purposes

The Corporation is an exempt organization within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "I.R.C."), formed exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(6) of the I.R.C., or the corresponding section of any future federal tax code. Subject to the limitations set forth below, the Corporation may conduct any or all lawful affairs, not required to be stated specifically in these Articles, for which corporations may be incorporated under the Code in furtherance of such charitable and educational purposes. The Corporation shall have the power and authority to accept gifts and contributions, whether made by will or otherwise, in any form of property but only if the objects specified by the donor are within the purposes of the Corporation.

The purposes of this Corporation shall be to promote a more thorough knowledge of classical life, history, and literature; to impart a better understanding of the practical and cultural value of the Classics; to interest other students in the Classical languages and literature, government, and laws and rights.

ARTICLE IV - IRS Recitals

Section 1. The Corporation shall not be operated for profit. Notwithstanding any other provision of these Articles of Incorporation, the Corporation may engage only in activities that may be carried on by an organization exempt from federal income tax under I.R.C. Section 501(c)(6) or by a corporation to which contributions are deductible under I.R.C. Section 170(c). To the extent consistent with I.R.C. Section 501(c)(6) or I.R.C. Section 170(c), the Corporation may exercise any and all powers conferred upon non-stock corporations by Sections 14-3-302 and 14-3-303 of the Code.

Section 2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by I.R.C. Section 501), and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to any candidate for public office.

Section 3. No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation, or any other person having a personal or private interest in the activities of the Corporation, except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and may make payments or distributions in furtherance of the purposes set forth in Article III hereof.

ARTICLE V - Membership

Section 1. The Corporation shall have no shareholders, and shall pay no dividends.

Section 2. All members of this Corporation should be currently enrolled or must have completed at least one year of study in classical language or in the classical humanities. Membership may be granted to others at the discretion of the local chapter.

Section 3. Membership shall be given to all members of a local chapter which is itself a member of the Georgia Junior Classical League and National Junior Classical League upon payment of their individual membership fees.

Section 4. Persons who wish to become members of the Georgia Junior Classical League and who meet the membership requirements set forth in these Articles of Incorporation but who have no local chapter shall become active members-at-large upon payment of a membership fee to the Georgia Junior Classical League and application to the National Junior Classical League for member-at-large status.

Section 5. Local chapters and members-at-large shall be admitted to the Georgia Junior Classical League upon proper payment of annual dues and upon receipt of proof that they are members of the National Junior Classical League.

Section 6. Local chapters shall have a minimum of five individual members. These chapters must also affiliate properly with the National Junior Classical League.

Section 7. Local chapters must be sponsored by a Latin teacher, a teacher of the Classical humanities, or by another adult residing in the vicinity who is of legal age according to the statutes of Georgia. Local sponsors must be members of the American Classical League.

Section 8. Sponsors for members-at-large shall be appointed by the State Chair.

Section 9. Local chapters and members-at-large shall be admitted to the National Junior Classical League and the Georgia Junior Classical League upon proper payment of annual dues. Thereafter, in order to remain in good standing, and be able to sponsor a candidate for Georgia Junior Classical League office, and to vote at the annual convention, each shall pay dues for the current school year, postmarked no later than February 1st, sending them to the Georgia Junior Classical League.

Section 10. The power to adjourn state meetings, to elect officers, and to vote on amending these Articles of Incorporation shall be vested in the local chapter membership. All other voting power, without limitation, shall be vested in the Executive Board.

ARTICLE VI - The Executive Board

Section 1. The government of the Georgia Junior Classical League shall be vested in the Executive Board. The State Chair shall serve as the Executive Board Chair. Along with the State Chair, the Executive Board shall be composed of the Assistant State Chairs (as defined below in Article VII), the President of the Senior Classical League of Georgia, the elected and appointed student officers of this Corporation, and National Junior Classical League officers from Georgia. Members of the Georgia Junior Classical League may attend the meetings of the board.

Section 2. The Executive Board shall serve as the policy making and legislative board of this Corporation by acting as an agent through which Georgia Junior Classical League business between state meetings may be conducted. Each Executive Board member has one vote.

Section 3. No member of the Executive Board shall have any right, title, or interest in or to any property of the Corporation.

ARTICLE VII - State Chairs Committee

Section 1. The Corporation shall have a Georgia Committee on the Junior and Senior Classical Leagues, heretofore referred to as “the State Chairs Committee.”

Section 2. The Members of the State Chairs Committee shall be: State Chair, Academics Chair, Creative Arts Chair, Certamen Chair, Graphic Arts Chair, Olympika Chair, Constitutional Advisor, Programs Chair, Publications Chair, Technology Chair, Public Relations Chair, Convention Chair, and Middle School Chair. All Chairs other than the State Chair shall be considered “Assistant State Chairs.”

Section 3. The State Chair and Assistant State Chairs each shall be elected in the manner set forth in the Bylaws. The State Chair and Assistant State Chairs each may be removed by the State Chairs Committee at such time and in such manner as may be prescribed in the Bylaws.

Section 4. The initial State Chairs Committee shall consist of the following members and their affiliated schools:

<u>Name</u>	<u>School / Address</u>
Eric Adams	Eastside High School / 10245 Eagle Drive, Covington, GA 30014
Ashley Allgood	Brookwood High School / 1255 Dogwood Rd., Snellville, GA 30078
Rachel Ash	Parkview High School / 998 Cole Drive, Lilburn, GA 30047
Elizabeth Bouis	Unaffiliated / 240 Meeting St., Marietta, GA 30060
Lori DeCamp	Unaffiliated / 222 Lakestone Overlook, Woodstock, GA 30188
Natalie Faulkner	Unaffiliated / 1730 Pinehurst View Dr., Grayson, GA 30017
Randy Fields	The Walker School / 700 Cobb Pkwy N, Marietta, GA 30062
Juli Fleming	The Lovett School / 4075 Paces Ferry Rd. NW, Atlanta, GA 30327
Melissa Greer	Newton County Career Academy / 144 Ram Drive, Covington, GA 30014
Lindsey Lovette	Archer High School / 2255 New Hope Rd., Lawrenceville, GA 30045

Jeremy Martin	North Gwinnett High School / 20 Level Creek Rd., Suwanee, GA 30024
Miriam Patrick	Parkview High School / 998 Cole Drive, Lilburn, GA 30047
Kathleen Rossino	Chattahoochee High School / 5230 Taylor Rd., Johns Creek, GA 30022
Anne Washington Saunders	The Marist School / 3790 Ashford-Dunwoody Rd. NE, Atlanta, GA 30319
David Wilson	Unaffiliated / 1356 Maple Dr., Griffin, GA 30224
Patrick Yaggy	Dacula High School / 123 Broad St., Dacula, GA 30024

ARTICLE VIII - Student Officers

Section 1. The elected student officers of this Corporation shall be President, First Vice-President, Second Vice-President, Secretary, and Parliamentarian. All elected Georgia Junior Classical League student officers shall be required to attend the National Junior Classical League Convention immediately following their election.

Section 2. The appointed student officers of this Corporation shall be: Historian, Editor of the *Alae Mercurii*, Webmaster, and Host. The Historian, Editor of the *Alae Mercurii*, and Webmaster shall be appointed by the State Chair with the concurrence of the Executive Board at the GJCL Convention, and his term runs from State Convention to State Convention of the following year. The Host shall be chosen by the State Chair with the concurrence of the Executive Board at Fall Forum, and his term runs from Fall Forum to Fall Forum of the following year, with the restriction of senior year students not able to run. All appointed Georgia Junior Classical League student officers are hereby strongly urged to attend the National Junior Classical League Convention immediately following their elections.

Section 3. The term of office for each student officer shall be for one year. No elected student officer shall succeed himself in his respective office.

Section 4. Any student officer may be impeached and removed from his office for not performing his duties as outlined in these Articles of Incorporation or for actions not becoming an officer of this Corporation in such time and such manner as may be proscribed in the Bylaws.

ARTICLE IX - Personal Liability

No Executive Board member of the Corporation shall be personally liable to the Corporation for any action taken, or for any failure to take action as an Executive Board member; provided, however, that in accordance with the Georgia Nonprofit Corporation Code, this Article shall not eliminate any Executive Board member's personal liability:

1. For any appropriation, in violation of his or her duties, of any business opportunity of the Corporation;
2. For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or
3. For any transaction from which the member of the Executive Board received an improper personal benefit.

If applicable law is amended to authorize corporate action further eliminating or limiting the liability of Executive Board members, then the liability of each Executive Board member of the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law, as amended. Neither the amendment nor repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any acts or omissions occurring prior to such amendment, repeal or adoption of an inconsistent provision.

ARTICLE X - Dissolution and Winding Up

Upon the dissolution of the Corporation and the winding up of its affairs, the assets and property of the Corporation not needed for the payment of its lawful debts and expenses shall be distributed, or its assets shall be sold and the proceeds distributed to, to one or more organizations selected by the Executive Board of the Corporation organized and operated exclusively for the same purposes for which the Corporation is organized and operating provided that any such recipient shall at that time qualify as exempt from taxation as described in I.R.C. Section 501(c)(6) or to the federal government or a state or local government, or an agency or instrumentality thereof, including a local public school, to be used in furtherance of a public policy.

In the event that, upon dissolution of the Corporation, the members of the Executive Board of the Corporation shall fail to act in the matter herein provided within a reasonable time, a court of competent jurisdiction in the county in which the principal office of the Corporation is located shall make such distribution as herein provided.

ARTICLE XI - Quorum

A quorum consists of three-fourths of the voting delegates at the state meetings.

ARTICLE XII - Bylaws

Section 1. Bylaws not contrary to any provisions of the Articles of Incorporation may be established.

Section 2. Bylaws may be established, amended, or repealed by a majority vote of the Executive Board. Notices of proposed changes to the Articles of Incorporation and Bylaws shall be sent out to all local chapters one week prior to the state meeting at which they will be voted on.

ARTICLE XIII - Amendments

Suggested amendments to these Articles of Incorporation must be submitted in writing to the President at least one month prior to the state meeting at which they are to be voted on. The Executive Board shall carefully examine suggested amendments and make recommendations concerning them before presenting them to this Corporation for their consideration. Copies of the proposed amendments shall be read at the opening session of the state meeting. A two-thirds majority shall be necessary for adoption.

ARTICLE XIV - Ratification of The Articles of Incorporation

The Articles of Incorporation shall be ratified at the GJCL State Convention by a two-thirds majority vote.