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As amended, 3/31/2011 & 5/18/2012.

BYLAWS

ARTICLE I

Section 1. The name of the Association shall be Bella Italia, The Italian American Association of the Golden Isles.

Section 2. The territorial limits of this Association shall be that territory designated as the the area of Southeast Georgia known as the Golden Isles.

ARTICLE II

Purpose

Section 1. The mission of Bella Italia is to explore, preserve, and promote Italian culture, language, history, and traditions and to initiate and participate in social interactions through meetings, seminars, excursions, and various events.

Specifically, we strive:

- to promote an appreciation of Italian culture, language, literature, food and music;
- to promote an understanding of the wonderful, unique, and important contributions Italians have made to this country;
- to support Italian-American community activities by sharing in one of the oldest and most captivating cultures in the world.

Section 2. Insofar as dues will be required, no part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. The Association shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. The Association shall not participate on behalf of, or in opposition to, any secular cause or denomination.

ARTICLE III Membership

Section 1. Types

There shall be only one type of full membership. Membership shall be valid as long as dues are current. Membership will be for one year from the last day of the month in which dues payment is received.

Guests of members shall be permitted to participate in all events, as space allows; however, additional charges may be imposed for events requiring a separate fee.

Section 2. Privileges of membership

All members may speak, make motions, and vote at general meetings. Members in good standing may be elected to or retain office. All members are encouraged to serve on committees or offer their services to specific types of committees (event planning, membership drives, etc.).

Section 3. Admission to membership

The requirements for membership are an interest in Italian culture, a desire for fellowship with like-minded individuals, and the payment of annual dues.

Section 4. Termination of Association Membership

A member may be terminated for behavior found offensive by other members of the group. Evidence of offensive behavior shall be presented to the officers and a vote will be taken. If so voted, membership will be terminated.

ARTICLE IV Officers and Responsibilities of Officers

Section 1. Elected Officers shall be:

PRESIDENT

The President shall serve as the leader of the association and preside at all meetings. The President shall direct activities and events and make suggestions and recommendations to the association. The President will appoint all committee chairs and co-chairs.

VICE PRESIDENT

The Vice President shall assist the president with the details of running the association and preside at meetings in the absence of the President. The Vice President shall have general oversight of all committees.

TREASURER

The Treasurer shall collect dues and any special fees for events not covered by dues, pay bills, and maintain all financial accounting and reports for all aspects of the association. The Treasurer shall provide a

written report to the Executive Board on the state of the association's finances at each board meeting and quarterly to the general membership.

RECORDING SECRETARY

The Recording Secretary shall record the minutes of all meetings of the association and function as the Historian of the association by keeping a running history of the organization.

Section 2. Eligibility

All members in good standing are eligible to hold office.

Section 3. Terms of Office

Elected officers shall hold office for 2 years, beginning January 1st, or until their successor is elected. They shall be eligible for no more than 4 consecutive years in the same position.

Section 4. Resignation, Termination, and Absences

An Executive Board member who wishes to resign his or her position must notify the President. An Executive Board member shall be dropped for excessive absences from the Executive Board if s/he has three unexcused absences from Executive Board meetings in a year. An Executive Board member may be removed by a simple majority vote of the other members of the Executive Board for non-performance of his or her duties as outlined in these Bylaws.

Section 5. Vacancy in Office

Should a position become vacant between elections, nominations to fill that vacancy may be accepted from any member. The position will be filled by a simple majority vote of the Executive Board.

Section 6. Executive Board

The Executive Board of the association shall consist of the four elected officers, as well as all committee chairs and co-chairs. The Co-Founders of Bella Italia, Mark Gagliano and Sal Cenicola, shall serve as Advisors to the Executive Board and will also be part of the Executive Board.

ARTICLE V

Committee Chairs and Their Responsibilities

Section 1. The President shall appoint the following Committee Chairs:

MEMBERSHIP COMMITTEE CHAIR

The membership committee shall be responsible for recruiting potential members for the association, maintaining the membership records, and sending renewal notices. This may include making presentations at the meetings of other civic groups, the Brunswick City Commission, the Glynn County Commission, or by having an information booth at various fairs and festivals in the community, as permitted.

PUBLICITY COMMITTEE CHAIR

The publicity committee shall be responsible for publicizing the association and its activities to members, as well as to the local media outlets. This may include making presentations at the meetings of other civic groups, the Brunswick City Commission, the Glynn County Commission, or by having an information booth at various fairs and festivals in the community, as permitted.

SOCIAL / CULTURAL ACTIVITIES COMMITTEE CO-CHAIRS

The social/cultural activities committee shall be responsible for coordinating and organizing the social and cultural activities of the association. The committee will propose social/cultural activities to the Executive Board for approval.

NOMINATING COMMITTEE CHAIR

The President will appoint three members in good standing to the Nominating Committee each year in August. The committee will recruit potential candidates for those offices that will become vacant the following January. The committee will present a slate of nominees by October 1st with voting to take place by November 1st. Voting will take place via electronic mail.

Section 2. Eligibility

All members in good standing are eligible to chair or co-chair committees.

Section 3. Terms of Office

Appointed committee chairs and co-chairs shall keep their positions for 2 years. They shall be eligible for no more than 4 consecutive years in the same position.

Section 4. Resignation, Termination, and Absences

A committee chair or co-chair who wishes to resign his or her position must notify the President. A committee chair shall be dropped for excessive absences if s/he has three unexcused absences from Executive Board meetings in a year. A committee chair may be removed by a simple majority vote of the members of the Executive Board for non-performance of his or her duties as outlined in these Bylaws.

Section 5. Vacancy in Office

Should a position become vacant, nominations to fill that vacancy may be accepted from any member. The President will appoint a new chair or co-chair, as needed.

ARTICLE VI Nominations and Elections

Section 1. Nominating Candidates

The nomination of candidates for any office shall be done by the Nominating Committee as outlined in Article V. Members in good standing may be nominated by any other member in good standing. Self nominations shall also be permitted.

Section 2. Election

If there is only one nominee for each position, the entire slate shall be voted on in its entirety. Otherwise, each position shall be voted on separately. Elections will be determined by a simple majority vote of members in good standing of the association who submit their electronic vote prior to the closing date of November 1st.

**ARTICLE VII
Meetings**

Section 1. General Meetings

General meetings of the Association will be held once each year at a place and time to be determined by the Executive Board.

Section 2. Executive Board Meetings

The Executive Board of the Association shall meet every two months, or as needed at the discretion of the Executive Board, at a time and place to be determined. These meetings will be to conduct the business of the association between general meetings.

Section 3. Committee Meetings

Committees will meet, as needed, for planning purposes. Committee reports will be made by the chair or co-chair at the subsequent Executive Board meeting.

Section 4. Special meetings

Special meetings may be called by the president and shall be called upon the written request of at least 5 members in good standing of the Association. At least one week's notice (written, electronic, or telephonic) shall be given each member. The business to be transacted at any special meeting shall be limited to that in the meeting notice.

Section 5. Quorum

A quorum for general meetings shall consist of at least 15% of the members in good standing of the association. A quorum for executive board meetings shall consist of a simple majority of the board members.

**ARTICLE VIII
Dues, Fees and Assessments**

Section 1. Fiscal Year

The fiscal year of the association shall be the calendar year.

Section 2. Annual Dues

Annual dues for the association will be set by the Executive Board and will be due by the end of the anniversary month of each member.

Section 3. Assessments

There are no assessments at this time. However, this section shall be used if procedures are required for periodically assessing members. The authority to do so is given here and given to the Executive Board.

**ARTICLE IX
Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall be the parliamentary authority for all matters not specifically covered in these bylaws.

**ARTICLE X
Amendments**

These Bylaws may be amended at any General Meeting of the association, provided that the notice of calling the meeting states that consideration of such proposed amendment is a purpose of the meeting. A simple majority vote of the members in good standing present at said meeting shall be required to adopt an amendment.

**ARTICLE XI
Dissolution**

Upon the dissolution of the Association, the Executive Board shall, after paying or making provisions for the payment of all of the liabilities of the Association, dispose of all the assets of the Association exclusively for the explicit purpose of the Association in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary, or educational purposes which at the time qualify as exempt organizations.

Adopted as the Bylaws of the association at the organizational meeting of the members in good standing held on the third day of August, 2010.

Bella Italia
The Italian American Association of the Golden Isles



Co-Founder

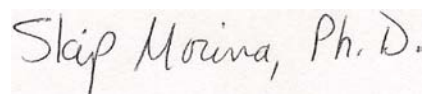


Co-Founder

Skip Morina, Ph.D.

First President

These Bylaws were amended on March 31, 2011, at the Spring General Meeting of Bella Italia, in accordance with Article X, above, and reflect those changes. The *Resolution and Consent of Members of Bella Italia, The Italian American Association of the Golden Isles, Approving Amendments of Bylaws*, is attached to this revised version of said Bylaws.

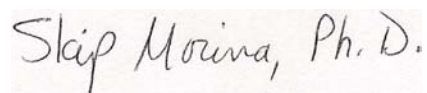


Skip Morina, Ph.D.
President



Suzanne K. Amiano
Recording Secretary

These Bylaws were amended on May 18, 2012, at the Spring General Meeting of Bella Italia, in accordance with Article X, above, and reflect those changes. The *Resolution and Consent of Members of Bella Italia, The Italian American Association of the Golden Isles, Approving Amendments of Bylaws*, is attached to this revised version of said Bylaws.



Skip Morina, Ph.D.
President



Suzanne K. Amiano
Recording Secretary