

BY-LAWS

LIBERTARIAN PARTY OF GEORGIA, INC.
As amended in convention April 18, 2009.

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ARTICLE I - NAME

The name of this organization shall be the Libertarian Party of Georgia, Inc., hereinafter abbreviated as "LPGa".

ARTICLE II - PRINCIPLES AND OBJECTIVES

The Libertarian Party of Georgia, Inc. is a political organization that has as its primary objective the extension of individual human freedom. To that end the Party affirms the following principles:

1. That each individual possesses the inalienable right to life, liberty and to justly acquired property.
2. That no person or institution, public or private, has the right to use physical force against another except in the defense of life, liberty or justly acquired property.
3. That all individuals are entitled to choose their own life styles as long as they do not forcibly impose their values on others.
4. That the only moral basis of politics is the preservation and protection of human rights.
5. That the voluntary exchange of goods and services is fundamental to any socioeconomic system which provides for the harmonious integration of divergent value systems. In recognition of the fact that the initiation of force by government has been the chief instrument for the expropriation of individual rights and freedom, the Libertarian Party enters the political arena for the avowed purpose of eliminating the intervention of government in moral, social and economic affairs.

ARTICLE III - MEMBERSHIP

A. Requirements:

Membership in the Libertarian Party of Georgia, Inc. (LPGa) shall not be denied to any individual who shall:

1. certify in writing that they oppose the initiation of force to achieve political or social goals and
2. submit such signed application form as may be required by the Executive Committee and
3. pay such dues as may be required by the Executive Committee.

B. Membership Classes and Dues:

The Executive Committee may, by a two-thirds (2/3) majority vote of those present and voting, establish classes of membership and assess such dues as it deems necessary to carry on the business of the Party, provided that:

1. No class of membership shall be construed as conferring on an individual any rights and privileges not enjoyed by all LPGa members.
2. No additional dues may be required of any member previously granted a lifetime membership.
3. All classes of membership shall be individual memberships. Joint, family or business memberships shall not be recognized.

C. Expiration of Membership:

Membership in the LPGa is automatically terminated on the first day of the first month following the month containing the anniversary of that member joining the LPGa, unless that member pays his dues in full.

D. Suspension and Expulsion:

The Executive Committee may, by a two-thirds (2/3) majority vote and upon 30 days written notice, suspend the membership of any member who publicly uses the LPGa name in support of any policy, position or objective which, in the opinion of the Committee is contrary to the position of the LPGa. Written notice shall set forth in detail the exact nature of the statement made as well as those who are making the accusation. The accused shall have the right to confront his accusers before the Executive Committee at the meeting during which the vote on his suspension is taken and to present any evidence, witnesses or arguments relevant to his case. Upon suspension the member has sixty (60) days to appeal to an arbitration panel selected under the provisions of ARTICLE IX. If the suspended member fails to appeal or if the arbitration panel upholds the suspension, the suspension becomes an expulsion. During the period of suspension, the suspended member continues to enjoy the rights and privileges of the membership except that he may not publicly use the LPGa name in support of any policy, position or cause.

ARTICLE IV - OFFICERS

A. Titles:

The elected officers of the LPGa shall be one each of Chairman, Vice Chairman, Secretary and Treasurer.

B. Duties:

1. Chairman:

- The Chairman shall preside at all meetings of the Executive Committee and during the business sessions of the Annual Convention. He shall perform such duties as usually pertain to the office of Chairman of an organization like the LPGa and shall perform such other duties as are assigned to the Chairman by the Executive Committee.
- The Chair shall have the ultimate responsibility for implementation of all policies and programs authorized by the Executive Committee.
- The Chair shall directly oversee the activities of the other officers of the Executive Committee.

2. Vice Chairman:

- The Vice Chairman shall act as the Chairman and shall perform the duties of the Chairman in the Chairman's absence.
- The Vice Chair shall be responsible for the operation of the LPGa office and shall hire, fire, and direct the efforts of any paid staff, subject to the direction of the Executive Committee.
- The Vice Chair shall make recommendations concerning the hiring of paid staff and concerning their terms of employment, but new paid staff openings shall only be created by the full Executive Committee.
- If an Executive Director is hired by the LPGa, the Vice Chair shall direct the efforts of the Executive Director, but shall delegate all other staff and director management responsibilities to the Executive Director.

3. Secretary:

The secretary shall keep an accurate and complete record of the proceedings of all meetings of the Executive Committee and shall keep these records up-to-date in order in the master book containing the official minutes of the LPGa. At each meeting the Secretary shall present the minutes of the previous meeting for approval. The secretary is also responsible for maintaining and publishing the current bylaws and party platform. In all elections and roll call votes at Conventions, the Secretary shall call the roll of the registered delegates and shall keep an accurate tally of such votes. The Secretary may appoint assistants for this purpose and, in contested elections, with the consent of a majority of the members of the Executive Committee present and voting, shall appoint an Election Board which shall include one representative of each contestant in question plus one additional member, if needed, so that the Board shall consist of an odd number of persons. The secretary shall be responsible for distribution the minutes of each meeting of the Executive Committee of the LPGa to each Office, Executive Committee member, State District Representative, each Chairman of recognized County and Affiliate Parties and to each member present at the meeting within two weeks following the meeting.

4. Treasurer:

The Treasurer or the Treasurer's designated agent, shall receive and give receipts for all monies paid to the LPGa and shall deposit same in such bank or banks as shall have been designated by the Executive Committee. The Treasurer shall present a written report at each meeting of the Executive Committee or at any other time when so requested by the Executive Committee. The

Treasurer shall, at the direction of the Executive Committee, present the financial records of the LPGa for audit by such auditor(s) as the Executive Committee shall specify. Expenditure of funds shall be made only in accordance with regulations established by the Executive Committee. Not later than 30 days prior to the anniversary of each member's joining of the LPGa, the Treasurer or the Treasurer's designated agent, shall send such member a notice of dues required to renew membership.

C. Vacancy and Succession:

1. In the event of the temporary inability of the Chairman to perform the Chairman's duties, said duties shall devolve upon the Vice Chairman.
2. In the event of the vacancy in the office of Chairman, the Chair shall be assumed by the Vice Chairman.
3. In the event of a vacancy for any other member of the Executive Committee, the vacant position will be filled by a simple majority vote of the entire Executive Committee.
4. All Executive Committee members elected to the Committee to fill vacancies shall serve only until the following Annual Convention at which time a new election for that office shall be held to fill out the remaining term of office.

D. Officer membership in the LPGa:

Each officer of the LPGa shall have been a member of the LPGa during some time at least 60 days prior to election and be a current member.

E. No officer may represent another party:

If an officer of the LPGa publicly announces to run as a candidate, officer or representative of any political party or political body other than the Libertarian Party, the LPGa office shall become vacant and may be filled in accordance with the procedures in ARTICLE IV, Section C.

F. Dual or Fusion Nomination:

In the case of candidates for public office who have been nominated by a political party or political organization other than the Libertarian Party, notwithstanding the provisions of the bylaws of the Libertarian National Committee or of state law, the LPGa, delegates to its nomination convention and its Executive Committee may endorse such candidates if and only if they have been likewise nominated for the same office by the Libertarian Party.

ARTICLE V - EXECUTIVE COMMITTEE

A. Members and Duties:

1. The Executive Committee of the LPGa shall be composed of the following:

1. The elected officers of the LPGa;
2. Four members-at-large elected by the delegates at an Annual Convention;
3. One committee member from each State District containing at least one LPGa member; and additional committee members from each State District for every eight (8) percent of the LPGa's members as of January 1st living in that district.

2. General Duties

Members of the Executive Committee shall attend all general meetings of the Executive Committee and of the LPGa.

If any member of the Executive Committee is absent from 2 consecutive meetings without authorization, said member's position shall be declared vacant. A majority vote of the Executive Committee may suspend this rule in a specific instance.

3. Member-at-large duties:

The delegates to the Annual Convention will elect 4 people from among the membership to be at-large members of the Executive Committee.

4. State District Representative duties:

Each State District representative shall be elected at a district-wide caucus prior to the close of the Annual Convention. The representatives shall begin their tenures no earlier than the beginning of the Annual Convention or upon election during the Annual Convention. The representative shall work to form new affiliate county parties within the district. The representative will serve as a voice for LPGa members and affiliate county parties to the State Executive Committee. The representative or any district member will organize the district caucus prior to or during the Annual Convention. The representative will perform all other duties as assigned by the Executive Committee.

B. State District definition:

The districts of the LPGa shall correspond to the Georgia Public Service Commission Districts as defined for the corresponding election immediately following the Annual Convention. In cases of discrepancy due to redistricting, the Executive Committee is authorized to resolve representative issues with a two-thirds (2/3) majority vote of the Committee. The Executive Committee is authorized with a two-thirds (2/3) majority vote of the Committee to place a county divided into two or more Public Service Commission districts into a single Public Service Commission district for the purpose of electing Executive Committee representatives.

C. Duration of office:

Members-at-large of the Executive Committee shall serve until the adjournment of the first regular executive committee meeting following member-at-large elections at the Annual Convention, at which time newly elected members-at-large shall begin their tenure.

D. Organizational and Political Responsibilities:

The Executive Committee shall have the sole responsibility for chartering State District Organizations and County Parties, appointing state officials, approving applications for membership in the LPGa, calling special conventions, resolution of issues pertaining to vacancy and/or succession of officers, suspension of LPGa members or a State District Organization or County Party, selection of convention sites and dates of all arrangements pertaining thereto including the preparation and distribution of programs and agendas. The Executive Committee shall select the electors to be listed on the ballot for presidential elections from a pool of candidates consisting of former chairpersons, political office candidates, officers, state district representatives of the party and other LPGa members.

E. Operational Responsibilities:

The Executive Committee shall have the responsibility, subject to direction by the Annual Convention, for the development and implementation of Party policy and the operation of the State Party and the expenditure of LPGa funds.

F. Sunshine Meetings:

All meetings of the Executive Committee shall be open to observation by members of the LPGa, limited only by the need for orderly meetings.

At the chairman's discretion, attendance of meetings via teleconference may be allowed.

G. Voting:

Each member of the Executive Committee shall have one vote, except that the Chairman shall vote only whenever his vote will affect the result. No voting by proxy shall be permitted.

H. Decisions between meetings:

Should a decision need to be made between meetings of the Executive Committee, the Chairman shall be empowered to poll the members of the Executive Committee by telephone or electronic communication. The Chairman must make at least two attempts to contact each Committee member; no such vote shall be binding unless at least two-thirds (2/3) of the entire Committee votes and a simple majority vote is required for passage.

I. Party Membership:

Each member of the Executive Committee of the LPGa shall have been a member of the LPGa during some time at least 60 days prior to election to the Executive Committee and shall be a member of the LPGa at the time of election to the Executive Committee.

J. Removal of Officers or Executive Committee Members:

An officer or Executive Committee member may be suspended for cause when either of the following occurs:

1. The Chairman or ten percent of the members of the LPGa have brought petition of suspension before the Executive Committee and two-thirds (2/3) majority vote of the entire Committee has voted for suspension. The Chairman may never vote on this issue.
2. With no petition for suspension if three-fourths (3/4) of the entire membership has voted for suspension.

K. Qualifications to serve:

To serve on the Executive Committee, one must first have been a delegate for at least one convention held no more recently than six months prior to such service on the Executive Committee. Special exemptions to the eligibility requirements to the Executive Committee could be made with three-fourths (3/4) majority vote of the Executive Committee.

L. Appointments:

The Executive Committee may appoint such other officials as it deems necessary and may grant them whatever powers and responsibilities it deems necessary provided that the powers granted to any appointed official shall not exceed the power granted any elected official under these By-laws.

ARTICLE VI - COUNTY AND AFFILIATE PARTIES

A. Initiation:

The Executive Committee shall, upon petition of at least three members of the LPGa who reside within a given county or defined area, charter a County or Affiliate Party to operate within that

county or defined area, provided that said County or Affiliate Party has adopted a set of By-laws and submitted same to the Executive Committee, such By-laws to contain:

- membership requirements, which shall include, at a minimum, a provision for calling at least one business meeting per year;
- procedures for amending the By-laws;
- procedures for voting on County or Affiliate Party issues and electing officers;
- procedures and causes for expulsion of County or Affiliate Party members;
- a statement of County or Affiliate Party Principles and Objectives if they differ from those of the LPGa;
- for each recognized County Party, rules and regulations governing conduct of their conventions.

Each recognized county shall file a copy of the by-laws, certified by the chairman, with the superintendent of the county within 30 days of being recognized.

B. Membership Requirements:

County or Affiliate Parties may determine for themselves any membership requirements except that no County or Affiliate Party shall deny membership or the privileges thereof to anyone on the basis of race, color, sex, national origin, religion, creed, age or sexual preference.

C. Continued Charter Viability:

The Charter of any County or Affiliate Party whose membership falls below three members of the LPGa is automatically void. The Executive Committee may, by a simple majority vote of those present and voting, require a County Party to submit proof of membership at the Committee's next regularly scheduled meeting. Failure to submit such proof provides justifiable cause to void the County or Affiliate Party's Charter.

D. Suspension and Revocation:

A County or Affiliate Party's Charter may be suspended or revoked if, subsequent to the granting of the original Charter, that Party's By-laws are amended so as to conflict with the requirements of ARTICLE III.A. or III.B. Members and officers of County or Affiliate Parties with revoked or void Charters shall retain all other rights and privileges of membership in the LPGa unless they are suspended or expelled in separate proceedings. Suspension or revocation requires a two-thirds (2/3) majority vote of the entire Executive Committee.

ARTICLE VII - CONVENTIONS AND CANDIDATES FOR PUBLIC OFFICE

A. Annual Convention:

An Annual Convention shall be held on or before the latest date allowed by state law.

B. Delegates:

Until such time as the LPGa's activities are such to qualify the LPGa as a "Political Party" as defined by the laws of the State of Georgia, any member seeking to be a delegate to the state convention must have been a LPGa member in good standing for at least 367 days prior to the convention date and must have a current membership. The convention delegates who fulfill the 367 day membership requirement may vote by a two-thirds margin to suspend this requirement

for the duration of the convention then in session. Convention delegates will be apportioned by State Districts and each district's apportionment shall be certified by the Credentials Committee of the LPGa. The number of delegates shall be no greater than 10% of the party membership on January first of the year of the convention. No district shall be allocated fewer than five (5) delegates.

C. District Caucuses:

Each state district shall have an annual caucus for the purpose of selecting delegates to the Annual Convention and for electing (a) State District Representative(s). All members in the district shall be notified of the time and place of the caucus at least seven days prior to the caucus. The State Executive Committee may set additional rules pertaining to the caucus.

D. Convention Committees:

The Executive Committee shall appoint a "Platform Committee" and a "Constitution, By-laws and Convention Rules Committee" no later than 90 days prior to the Annual Convention. The Platform Committee shall consist of not less than four, but not more than 12 members and the Rules Committee shall consist of not less than three, but not more than eight members. The Chairmen of these Committees shall be appointed by the Executive Committee. The Executive Committee may appoint such additional committees as it finds necessary. The Credentials Committee may be appointed separately by the Executive Committee; otherwise it will be comprised of the Constitution, By-laws and Rules Committee or a subcommittee thereof, with the stipulation that the Party Secretary shall, in any case, be a member of the Credentials Committee.

E. Convention Government:

The Chairman of the LPGa shall preside at all Conventions. After the Call to Order, the first order of business will be the report of the Credentials Committee and adoption of the voting delegates roster. The next order of business will be the Rules Committee report and motion to adopt Convention Standing Rules. Until such rules have been adopted, the rules adopted at the previous Convention shall govern the Convention. The next order of business will be the adoption of the Convention agenda.

F. Nomination of Candidates for Public Office:

1. All candidates for public office placed in nomination at the Annual Convention shall be required to have been a member of the LPGa at some time at least 60 days prior to the Annual Convention. The Executive Committee shall have the power to suspend this requirement for well qualified candidates by three-fourths (3/4) majority vote of the Executive Committee.
2. The LPGa's candidates for public office in the general election shall be chosen by a two-thirds (2/3) majority vote of the delegates at an Annual Convention at the time of the balloting. If after two votes no nominee has attained a majority vote, all nominees who shall have received less than ten percent of the total vote shall be struck from subsequent ballots. If after four ballots no nominee has attained a majority vote, the nominee with the least votes shall be struck from subsequent ballots. This procedure is to be repeated after each even numbered ballot in which no nominee has received a majority vote until some one nominee attains a two-thirds (2/3) majority. This process will be repeated until all candidates have been chosen.
3. Any Candidate for public office, the officers, the Executive Committee, delegates to the

national convention, officers of county and affiliate parties will be required to sign the following declaration before receiving the endorsement of the LPGa:

I join the founders of this nation in declaring to the world the following:

We hold these truths to be self-evident, that all Men are created equal, that they are endowed with certain unalienable rights, that among these are Life, Liberty and the Pursuit of Happiness - that to secure these rights, governments are instituted among men, deriving their just powers from the consent of the governed.

4. The LPGa's candidates for public office shall meet all state law requirements.

5. None of the Above (NOTA) shall automatically be a candidate for nomination for all public offices and shall be announced by the Chair as such. Should NOTA receive a two-thirds (2/3) majority on the first ballot, the Chair shall immediately call for new nominations for that office and a second ballot shall be held. Should NOTA receive a two-thirds (2/3) majority on the second ballot, then no candidate shall be nominated for that office.

6. Candidates accepting nomination for public office shall satisfy the requirements of O.C.G.A. 21-2-172(c)(5) and (d), as amended or until repealed.

7. After the Annual Convention, only during reapportionment/general election years, the Executive Committee shall have the power to nominate and select candidates for non-statewide, non-countywide public offices, the constituencies of which were not geographically defined as of the date of the Annual Convention.

(a) To be selected, any such candidate must receive an affirmative vote of not less than two-thirds (2/3) of the entire Executive Committee.

(b) Any such Executive Committee selection must be made not later than one month after final approval of the reapportionment plan submitted by the State of Georgia or any other inferior governmental unit.

8. After the Annual Convention, any vacancy occurring in a nomination by means of death, withdrawal, or disqualification of a candidate may be filled by a vote of two-thirds (2/3) of the entire Executive Committee.

9. If, after the Annual Convention, the Petitioning requirements for a public office is changed, a candidate may be nominated by a vote of two-thirds (2/3) of the entire Executive Committee, provided that no Libertarian candidate currently exists.

10. All rebates of candidate filing fees are to be deposited in the account of the LPGa for purposes determined by the Executive Committee.

G. Endorsements:

Endorsements of candidates in nonpartisan and special elections by the LPGa shall be by two-thirds (2/3) of the votes cast at an Annual Convention or by a two-thirds (2/3) vote of the Executive Committee of the LPGa. The two-thirds vote of the Executive Committee shall be calculated by the number of Executive Committee members present at the meeting.

H. Information gathering prior to the Annual Convention:

All candidates for public office shall submit to such written or oral questioning as may be required by a two-thirds (2/3) vote of the Executive Committee prior to such candidate's notice of candidacy to the Annual Convention for nomination for public office. Such questions shall be strictly limited to determining such candidate's understanding of and agreement with, the principles of Libertarianism and to determine such candidate's ability to comply with the State of Georgia's qualifications of candidates for public office. No candidate is required to answer such questioning and under no circumstances shall such questioning be used as a means to disqualify

a candidate from presenting his notice of candidacy to the Annual Convention. However, the results of such questioning may be made known to those attending the Annual Convention.

I. Platform:

1. The Platform shall include, but not be limited to, a Statement of Principles and the implementation of the principles contained in the Statement in the form of Planks.
2. The Statement of Principles of the Platform affirms that philosophy upon which the LPGa is founded. The enduring importance of the Statement of Principles requires that it shall not be amended by a vote of less than seven-eighths (7/8) of the delegates at an Annual Convention.
3. Beginning with the first Annual Convention and at each Annual Convention thereafter, the Platform, other than the Statement of Principles, may be amended by deletion, substitution or addition of any Plank. A Plank may be deleted by a simple majority vote of the delegates. The substitution of a new Plank for an old Plank or the addition of a new Plank, shall require approval by a vote of two-thirds (2/3) of the delegates at an Annual Convention.

J. Election of the Executive Committee:

All officers of the Executive Committee shall serve for a rotating two year term. The Chairman and the Treasurer shall each be elected to a two year term beginning at Annual Conventions of odd-numbered years (2011, 2013, etc.). The Vice Chairman and the Secretary shall each be elected to a two year term at Annual Conventions of even-numbered years (2010, 2012, etc.). At the 2010 convention, all four officers will be elected with the Chairman and Treasurer serving a one-time single year term expiring in 2011 and the Vice Chairman and Secretary serving a full two-year term expiring in 2012. Elections of the officers shall always be done in order of Chairman, Vice Chairman, Secretary and Treasurer. Officer elections not due at the Annual Convention shall be omitted from the order, but will not change the order. Each member-at-large post on the Executive Committee will be for a one year term. Each post will be independently elected by the delegates of each Annual Convention. Procedures for electing any position on the Executive Committee are the same as those for nomination of candidates for public office, except in the election of the Executive Committee positions, a simple majority of those present and voting will be sufficient to elect. None of the Above (NOTA) shall automatically be a candidate for each officer and member-at-large post and shall be announced by the Chair as such. Should NOTA win on any ballot, the Chair shall immediately call for new nominations for the position that would have been filled. Should NOTA receive a majority on the second ballot, that position shall remain vacant. All officers shall serve until 8:00 a.m. on the Monday following officer elections at the second Annual Convention following their election, at which time newly elected officers shall begin their tenure.

K. Election of Delegates to the National Convention:

National Convention delegates shall be chosen from the pool of State Convention Delegates and additional LPGa members approved by a majority vote of the Executive Committee, by cumulative voting with each State Convention delegate entitled to cast as many votes as there are delegates to elect. If some number, "n", is the number of delegates the LPGa is entitled to send to the National Convention exclusive of the Chairman, the "n" candidates receiving the highest number of votes will be elected, provided that no candidate may be elected who has not received one more than $1/2n$ of all votes cast. Alternates shall be those candidates not elected and they shall be ranked according to votes received, with the alternate receiving the highest number of votes entitled to fill the first vacancy in the delegation and so on. In addition, all members of the

LPGa who did not run for a seat on the delegation shall be considered unranked alternates. If some seats are not filled on the first ballot, subsequent ballots will be held in accordance with the procedures applying to other Party offices. The Chairman is automatically a delegate and shall serve as delegation chairman at the National Convention. However, the delegates to the National Convention may choose another member of the delegation to serve as delegation chairman by a simple majority vote. In the event that there should be insufficient delegates and ranked alternates to fill the LPGa delegation quota, the delegation chair shall select substitute delegates as needed and available from among the unranked alternates.

L. Voting:

Voting on Convention Rules, Amendments to the Constitution and By-laws, Platform Planks and Resolutions shall be by voice vote. A roll call will be held on the question if it is so requested by not less than five delegates or ten percent of the delegates present and voting, whichever is least. Voting on Party nominations, endorsements, Party officers, Executive Committee members and delegates to the National Convention shall be by written vote unless the office or position is not contested.

M. Notice of Annual Convention:

No less than ten days nor more than 30 days prior to an Annual State Convention at which candidates shall be nominated for public office, the Secretary of the Executive Committee or in the event of the vacancy of that office the Vice Chairman, shall have the following Notice of Convention published in a newspaper of general circulation in the State of Georgia:

Notice of Convention

The Libertarian Party of Georgia shall, on [date of convention] hold its Annual Convention at [location] for the purposes of nominating candidates for public office and conducting general business of the party.

ARTICLE VIII - AMENDMENT PROCEDURES

These by-laws may be amended by a two-thirds (2/3) majority vote of the delegates present and voting at the Annual Convention excepting ARTICLE II - Principles and Objectives, which shall require a seven-eighths (7/8) majority vote of the delegates present and voting at the Annual Convention. By-laws may be provisionally amended, but only for the purpose of complying with state or federal law by a three-fourths (3/4) majority vote of the entire Executive Committee at any other time and shall take effect upon adoption. However, provisional amendments shall automatically be placed on the agenda of the next Annual Convention and are nullified if they fail to receive a two-thirds (2/3) majority vote of the delegates present and voting. Any by-law changes proposed by the Executive Committee, at a time other than at the Annual Convention, other than those for the purpose of meeting state or federal law, shall be approved at a special convention of the general membership. Each member in good standing shall be notified by first class mail, U.S. postmarked not less than twenty-one (21) calendar days prior to said convention.

ARTICLE IX - ARBITRATION

Any Executive Committee member suspended from his office, any member whose membership has been suspended, any State District Organization or County Party whose charter has been suspended, any person denied membership or any State District Organization or County Party denied a charter may appeal the decision to an arbitration panel. The arbitration panel shall

consist of three members in good standing of the LPGa, one of whom is selected by a majority vote of the Executive Committee, one by the appellant and one by mutual agreement. The arbitration panel shall be appointed no later than thirty (30) days following the receipt by the Executive Committee of the appellant's notice of intent to appeal. Should the appellant and the Executive Committee fail to agree on a third member, the two members selected shall choose the third member of the panel. The arbitration panel shall adopt for itself any rules of procedure that it believes will ensure a fair and speedy disposition of the case provided that all procedural rules are accepted by the unanimous consent of the panel. The final disposition of the case shall be decided by a simple majority vote of the panel, with the decision of the panel to be binding on all parties. Any officer or Executive Committee member whose suspension is proposed has the same rights of notification, defense and appeal as previously outlined, except that a suspended officer or Executive Committee member shall not vote on matters coming before the Executive Committee during the suspension period. If the suspended officer or Executive Committee member fails to appeal, his suspension within sixty (60) days or if the arbitration panel votes to uphold the suspension, the seat in question becomes vacant and may be filled in accordance with procedures outlined elsewhere in the by-laws. The above rules on appeal also apply to the State District Representatives as appointed by the Executive Committee or elected by caucus of the district.

ARTICLE X - QUORUM

A. At all conventions of the LPGa, a quorum shall consist of forty (40) percent of those delegates present at the convention.

B. In Executive Committee meetings a quorum shall consist of forty (40) percent of the full existing Committee.

ARTICLE XI - PARLIAMENTARY AUTHORITY

A. Governing Document of Authority:

Robert's Rules of Order (latest edition) shall be the only parliamentary authority at the state level of the LPGa for all matters of procedure not specifically covered in these by-laws.

B. Definition of Terms:

When used in these by-laws, the following terms have the following meanings:

- **Majority Vote:** When used without qualification means more than half of the votes cast by persons legally entitled to vote, ignoring blanks (abstentions), at a meeting where a quorum is present. Note that when qualified with "of the members" or "of the entire" it will require more than half of all of the members of the body entitled to vote regardless of presence or of the number of votes cast.
- **Two-Thirds Vote:** When used without qualification means at least two-thirds (2/3) of the votes cast, ignoring blanks (abstentions), at a meeting where a quorum is present. Note that when qualified with "of the members" or "of the entire" requires at least two-thirds (2/3) of all of the members of the body entitled to vote regardless of presence or of the number of votes cast.
- **Three-Quarters Vote:** When used without qualification means at least three-quarters (3/4) of the votes cast, ignoring blanks (abstentions), at a meeting where a quorum is present. .

Note that when qualified with “of the members” or “of the entire” requires at least three-quarters (3/4) of all of the members of the body entitled to vote regardless of presence or of the number of votes cast.

ARTICLE XII - SEVERABILITY

In the event any one or more of the provisions of these bylaws shall for any reason be held to be invalid, illegal, or unenforceable; the remaining provisions shall be unimpaired.

ARTICLE XIII - HEADINGS

The headings in these bylaws are for purposes of reference only and shall not in any way limit or affect the meaning or interpretation of any of the terms hereof.

We, the undersigned Chairman and Secretary of the Libertarian Party of Georgia do hereby certify that the above is a true and correct copy of the By-laws of the Libertarian Party of Georgia as amended in the 2009 Annual Convention and the rules and regulations herein are a true and correct copy of the rules and regulations of the Party pertaining to the nomination of candidates by the convention method.

Daniel N. Adams, Chairman

David R. Shock, Secretary