

**BYLAWS OF
UNION COUNTY SHERIFF'S FOUNDATION, INC.**

ARTICLE I

**Name, Membership, Purpose, Duration, Prohibited Distributions, Prohibited Activities,
Dissolution**

Section 1.1. Name. The name of the Corporation shall be Union County Sheriffs Foundation, Inc., a Georgia Non-Profit corporation.

Section 1.2. Membership. The Corporation shall not have members.

Section 1.3 Duration. The duration of the corporation is perpetual.

Section 1.4 Purpose. The mission and sole function of this non-profit corporation is to support the Union County Sheriff's Office located in Union County Georgia. Such support shall be for the purpose of providing qualified expenditures as set forth in O.C.G.A. § 48-7-29.25. O.C.G.A. § 48-7-29.25 allows a Georgia taxpayer to receive a Georgia tax credit for donations made to qualified law enforcement foundations. A qualified law enforcement foundation ("QLEF") is designated as the sole local law enforcement foundation for a single local law enforcement unit and has been certified as such by the Commissioner of the Georgia Department of Revenue following receipt of a properly completed application. The purpose of this non-profit corporation is to qualify for and serve as such for the Union County, Georgia Sheriffs Office.

Section 1.5 Prohibited Distributions. No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes.

Section 1.6 Prohibited Activities. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence investigation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of the Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Section 1.7 Dissolution. Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. We will seek an organization or organizations that have a charitable purpose which, at least generally, includes a purpose similar to our foundation. The organization to receive the assets of the Union County Sheriff's Foundation, INC shall be selected by the majority of the directors of the Union County

Sheriff's Foundation, INC.

ARTICLE II

Offices

The corporation shall at all times maintain a registered office in the State of Georgia and a registered agent at that address, but may have other offices located within or without the State of Georgia as the Board of Directors shall determine. The initial Registered Agent shall be Debora Quigley, Union County Sheriff's Foundation, c/o Union County Sheriff's Department, 378 Beasley St., Blairsville, Ga 30512

ARTICLE III

Board of Directors

Section 3.1. General Power's. The property and business of the Corporation shall be managed under the direction of the Board of Directors of the Corporation. In any reference to a particular position in the Board of Directors the pronoun He or His is interchangeable for She or Her.

Section 3.2. Number and Term of Office. The initial number of directors shall be three (3). The number of directors may be altered from time to time by resolution of majority of the entire Board of Directors. Directors shall be elected by the Board of Directors. Each director shall serve a two-year term, unless the director is filling a vacancy on the Board, in which case such director shall hold office until the end of the term of the vacant board position. If the number of directors on the Board of Directors is increased, then the Board of Directors may, by resolution, provide that the initial term of such new director's position be less than two years in order to provide for a staggering of directors' terms.

Section 3.3. Filling of Vacancies. In the case of any vacancy in the Board of Directors through death, resignation, disqualification, removal, or other cause, the remaining directors by affirmative vote of the majority thereof, may elect a successor to hold office for the unexpired portion of the term of that director whose place shall be vacant, and until the election of his successor, or until he shall be removed, prior thereto, by an affirmative vote of the majority of the Board of Directors.

Similarly, and in event of the number of directors being increased as provided in these By-Laws, the additional directors so provided for shall be elected by a majority of the entire Board of Directors already in office, and shall hold office until the next annual meeting of the Board of Directors.

Any director may be removed from office with or without cause by the affirmative vote of a majority of the directors entitled to vote at any special meeting of directors called for that purpose

Section 3.4. Place of Meeting. The Board of Director may hold their meetings and keep the books of the Corporation either within or outside the State of Georgia, at such place or places as they may from time to time determine by resolution or by written consent of all the directors. The Board of Directors may hold their meetings by telephone conference or other similar electronic communications equipment pursuant to which each participant at the meeting can hear the other.

Section 3.5. Regular Meetings. Regular meetings of the Board of Directors may be held with at least ten (10) days' written notice (which may be sent via electronic mail) at such time and place as shall from time to time be determined by resolution of the Board. The annual meeting of the Board of Directors shall be held on the second Monday of January in each year if not a legal holiday, and if a legal holiday then on the next succeeding day not a legal holiday, unless otherwise determined by resolution by the Board of Directors for the purposes of electing directors to succeed those whose terms have been expired as of the date of such annual meeting. The Board may transact any business that comes before it. Any additional business may be transacted at any regular meeting of the Board.

Section 3.6. Quorum. Two-Thirds of the whole number of directors shall constitute a quorum for the transaction of business at all meetings of the Board of Directors, but, if at any meeting less than a quorum shall be present, a majority of those present may adjourn the meeting from time to time, and the act of a majority of the directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by law or by the Articles of Incorporation or by these bylaws,

Section 3.7. Required Vote. An affirmative vote of a majority of those present shall be necessary for the passage of any resolution.

Section 3.8. Committees. The Board of Directors may, by resolution passed by the Board, designate one or more committees which, to the extent provided in the resolution, shall have and may exercise the powers of the Board of Directors. Each committee shall have a chair who shall be a member of the Board, and may have additional members from within or without the Board of Directors as may be designated by the Board. Such committee or committees shall have such names as may be determined from time to time by resolution adopted by the Board of Directors.

Section 3.9 Personal Liability. No officer or director of this foundation shall be personally liable for the debts or obligations of the Union County Sheriff's Foundation, INC.

ARTICLE IV CORPORATE SEAL

The seal shall be in the custody and control of the Secretary and affixed by him or his assistant on all the appropriate papers. In the event it is inconvenient to use such a seal at any time, or in the event the Board of Directors shall not have determined to adopt a corporate seal, the signature of the Corporation followed by the word "Seal" enclosed in parentheses or "scroll" shall be deemed the seal of the corporation.

ARTICLE V OFFICERS

Section 5.1. Election, Tenure and Compensation. The officers of the Corporation shall be a President, a Secretary and a Treasurer. The President shall also serve as Chairman of the Board. The officers shall be elected at the annual meeting of the Board of Directors by a majority vote of the directors present at such meeting to serve a term of three (3) years. Except for the Chairman of the Board, the officers need not be directors. Any two or more of the above offices may be held by the same person, except those of President and Secretary. These positions

shall not be compensated, however, Directors and Officers may be reimbursed for expenses incurred in their capacities as Directors and Officers.

In the event that any office other than an office required by law, shall not be filled by the Board of Directors, or, once filled, subsequently becomes vacant, then such office and all references thereto in these bylaws shall be deemed inoperative unless and until such office is filled in accordance with the provisions of these bylaws.

Except where otherwise expressly provided in a contract duly authorized by the Board of Directors, all officers and agents of the corporation shall be subject to removal at any time by the affirmative vote of two-thirds ($\frac{1}{2}$) of the whole Board of Directors, and all officers, agents and employees, shall hold office at the discretion of the Board of Directors.

Section 5.2. Powers and Duties of the President. The President shall preside at all meetings of the Board of Directors. He may sign and execute all authorized bonds, contracts or other obligations in the name of the Corporation; and he shall be ex-officio a member of all standing committees. He shall do and perform such other duties as may, from time to time, be assigned to him by the Board of Directors. The President shall be the chief executive officer of the Corporation and shall have general charge and control of all its business affairs and properties.

The President may sign and execute all authorized bonds, contracts or other obligations in the name of the Corporation. He shall have the general powers and duties of supervision and management usually vested in the office of president of a Corporation.

Section 5.3. Secretary. The Secretary shall give, or cause to be given, notice of all meetings of directors and all other notices required by law or by these bylaws, and in case of his absence or refusal or neglect to do so, any such notice may be given by any person thereunto directed by the Chairman, or by the directors upon whose written request the meeting is called as provided in these bylaws. The Secretary shall record all the proceedings of the meetings of directors in books provided for that purpose, and he shall perform such other duties as may be assigned to him by the directors or the Chairman. He/she shall have custody of the seal of the Corporation and shall affix the same to all instruments requiring it, when authorized by the Board of Directors or the Chairman, and attest the same. In general, the Secretary shall perform all the duties generally incident to the office of secretary of a corporation, subject to the direction and control of the Board of Directors and the Chairman.

Section 5.4. Treasurer. The Treasurer shall have custody of all the funds and securities of the Corporation, and he shall keep full and accurate account of receipts and disbursements in books belonging to the Corporation. He/she shall deposit all moneys and other valuables in the name and to the credit of the Corporation in such depository or depositories as may be designated by the Board of Directors.

The Treasurer shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements. He shall render to the Chairman and the Board of Directors, whenever either of them so requests, an account of all his transactions as Treasurer and of the financial condition of the Corporation.

The Treasurer shall give the Corporation a bond, if required by the Board of Directors, in a sum, and with one or more sureties, satisfactory to the Board of Directors, for the faithful performance of the duties of his office and for the restoration to the Corporation in case of his death, resignation, retirement or removal from office of all books, papers, vouchers, moneys, and other properties of whatever kind in his possession or under his control belonging to the Corporation.

The Treasurer shall perform all the duties generally incident to the office of the treasurer of a corporation, subject to the direction and control of the Board of Directors and the Chairman.

The Treasurer shall be able to engage the services of an accountant for the purposes of meeting the reporting and accounting requirements of O.C.G.A. § 48-7-29.25.

ARTICLE VI COMMITTEES

The Board may create committees as needed.

ARTICLE VII MISCELLANEOUS PROVISIONS

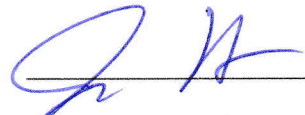
The fiscal year the Corporation shall end on the last day of December of each year. The operating year will begin January 1st and run through December 31st.

ARTICLE VIII AMENDMENTS

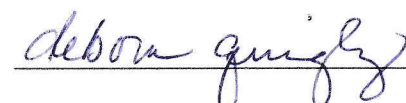
The Board of Directors shall have the power by an affirmative vote of two-thirds (2/3) of the directors, and authority to amend, alter or repeal these bylaws or any provisions thereof, and may from time to time adopt additional bylaws.

THESE BYLAWS ADOPTED BY THE INITIAL BOARD OF DIRECTORS,

this 12th day of August, 2025.



Jason Henson, Director

Rick Davenport, Director

Debora Quigley, Director