Gainesville Hackerspace, Inc. Bylaws

Enacted June 2, 2026

Contents:

Why We Exist

Section 1 General Purposes 3

Article II Who We Are 3

Section 1 Designation of Membership Types 3

Section 2 Basic Membership 4

Section 3: General Member 4

Section 4: Voting Member 4

Section 5 Membership Dues 4

Section 6 Basic Membership Rights and Responsibilities 4

Section 6 General Membership Rights and Responsibilities 5

Section 7 Voting Membership 5

Section 8 Membership Resignation and Termination 5

Article III Meetings 5

Section 1 Regular Meetings 5

Section 2 Annual Meetings 6

Section 3 Special Meetings 6

Section 4 Notice of Meetings 6

Section 5 Quorum 6

Section 6 Voting 6

Section 7 Electronic Communications 7

Section 8 Conduct of Meetings 7

Article IV The Officers 7

Section 1 Role, Number, Qualification, Term and Compensation 7

Section 2 Duties of the President 7

Section 3 Duties of the Vice President 7
Section 4 Duties of the Secretary 7
Section 5 Duties of the Treasurer 8
Section 6 Duties of the Sergeant at Arms 8
Section 7 Duties of the Officers as a Whole to Provide an Annual Report 8
Section 8 Officers are Directors 8
Article V The Board of Directors 8
Section 1 Role, Size, Term, and Compensation 8
Section 2 Meetings 8
Section 3 Elections 9
Section 4 Quorum 9
Section 5 Voting 9
Section 6 Resignation, Termination, and Vacancies 9
6 Article VI Committees 9
Section 1 Committee formation 9
Section 2 Finance Committee 10
Section 3 Auditing Committee 10
Article VII Rules and Changes to Them 10
Section 1 Bylaws 10
Section 2 Policy 10

Article I Why We Exist

By law, this is the core governing document of Gainesville Hackerspace, Inc.

These Bylaws were approved June 2, 2026 by the board of directors after consulting with voting members.

Section 1 General Purposes

Said corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding subsection of any future federal tax code

. The mission of the corporation is to improve the world by creatively rethinking technology.

Section 2 Specific Purposes

Subject to and within the limits of Section 1, the corporation shall:

• Build or lease and maintain spaces suitable for technical, artistic, and social collaboration.

• Collaborate on all forms of technology, culture, and craft in new and interesting ways.

• Apply the results of its work to cultural, charitable and scientific causes.

• Share its research and discoveries, using what is learned to teach others.

• Recruit and develop members to participate in these activities.

Article II Who We Are

Section 1 Designation of Membership Types

Gainesville Hackerspace, Inc. has basic, general and voting members.

Qualifications for Membership:

Any adult person, 18 years old or older, who supports the purposes laid out in Article I of these bylaws is qualified to become a Basic Member

Section 2 Basic Membership

Any qualified person may be elected a Basic member upon payment of appropriate dues and *by a simple majority of the Board of Directors*.

Section 3: General Member

A Basic member shall become a General member by a majority vote of the Voting Members. A General member is granted access to community tools and equipment subject to training requirements as defined in the GHI policy document.

Section 4: Voting Member

Voting Member: A General Member of GHI who has agreed to the additional responsibilities of supporting the operation of GHI as defined in the GHI policy document. Officers of GHI must be Voting Members.

Any General member whose dues are current is eligible to become a Voting member. Any Voting member may nominate a General member to become a Voting member. Any eligible person may be elected as a Voting member at a regular meeting by a majority of all voting members.

Section 5 Membership Dues

The amount, payment period, due date and acceptable methods for collection of dues shall be reviewed each year at the annual meeting. These will be described in the GHI Policy. A majority vote of the voting members at the annual meeting may change the procedure and terms for payment of dues. A member may request that their membership be put in suspension for a maximum of 3 months.

Section 6 Basic Membership Rights and Responsibilities

Each basic member has the right to:

Use equipment and supplies purchased by the corporation for purposes subject to the policies of the Hackerspace. Each Basic member has the responsibility to:

• Pay dues in a timely manner.

• Provide current address, contact information, and a preference for electronic receipt of communications.

• Continue to support the purposes of the corporation.

Section 6 General Membership Rights and Responsibilities

A General member is granted access to community tools and equipment and to enter that facility whenever it is available for use. Days and times of availability of each facility are defined in the GHI policy document. The use of some tools are subject to training requirements.

Section 7 Voting Membership

Voting Member: A General Member of GHI who has agreed to the additional responsibilities of supporting the operation of GHI as defined in the GHI policy document. Officers of GHI must be Voting Members. Each voting member has all the rights and responsibilities of a General member.

Additionally, voting members have the right to:

• Exercise a single vote for each decision put before the voting membership.

• Reasonable inspection of corporate records.

• Voice opinion and vote preference or abstain from voting in the affairs put before the voting membership.

• If a voting member does not participate in voting or the application processes, they may be asked to resign from Voting Membership.

Section 8 Membership Resignation and Termination

Any member may resign by filing a written resignation with the Secretary. Resignation shall not relieve a member of unpaid dues or other monies owed. Membership may be suspended for non-payment of dues by the Treasurer. Any suspended member may restore their membership up to 90 days after suspension upon payment of dues owed and payable through one month beyond the end of the suspension period. Once the 90 days of non-payment have passed, the membership is automatically terminated. Any membership may also be terminated for any reason by written petition signed by more than two thirds of the voting members.

Article III Meetings

Section 1 Regular Meetings

Regular meetings of voting members shall be held monthly on the first of the month Tuesday at 19:00 local time at the registered office. A different meeting place may be designated by written petition signed by more two thirds of voting members.

Section 2 Annual Meetings

An annual meeting of all members shall take place sometime in January, February or March. The Board of Directors shall select the date, time and place no later than January 31 of each year. The date, time, and place of the annual meeting must be posted in the registered office and submitted to members electronically at least two weeks prior to the annual meeting. A petition signed by more than three quarters of voting members and submitted to the Board of Directors before President's Day may specify a new date, time, and place for the annual meeting.

At the annual meeting, the voting members shall elect the Board of Directors, review and vote on the standing rules and policies of the corporation, receive reports on the activities of the corporation, approve the budget, and determine the direction of the corporation in the coming year.

Section 3 Special Meetings

A petition presented to all voting members and signed by one third of voting members may call a special meeting. Such a petition must include the date, time, place, and agenda of the special meeting.

Section 4 Notice of Meetings

The time and place of upcoming meetings shall be conspicuously posted at the registered office and electronically sent to all voting members. No notice is required for a regular meeting. Special meetings require 72 hours' notice considered delivered only when all voting members have been informed electronically and given an opportunity to sign a special meeting petition. The agenda of the next upcoming meeting and minutes of the previous meeting shall be posted at the registered office and electronically submitted to all voting members at least 72 hours prior to any special meeting.

Section 5 Quorum

At a duly called meeting, at least one half of the entire voting membership shall constitute a quorum.

Section 6 Voting

When a quorum is present, all issues, except when otherwise specified in these bylaws, shall be decided by affirmative vote of more than one half of the voting members present.

Section 7 Electronic Communications

Voting members are permitted to vote on applications through an Electronic Ballot Voting Member system. A majority is defined as a minimum the majority of voting members. This voting process occurs at least once a month.

Section 8 Conduct of Meetings

All meetings shall follow the Robert's Rules of Order as approved at an annual meeting.

Article IV The Officers

Section 1 Role, Number, Qualification, Term and Compensation

There shall be five officers consisting of President, Vice President, Secretary, Treasurer, and Sergeant at Arms.

Each officer must be a director, and each officer shall serve from the time of their election until their successor is elected and qualifies. A term shall begin at the conclusion of the annual meeting as defined in Article III Section 3 and shall last until the next annual meeting. No officer shall be compensated for their service as an officer, though the corporation may provide insurance and indemnity for officers as allowed by law.

Section 2 Duties of the President

The President shall preside over all meetings or designate an alternate, attempt to achieve consensus in all decision-making, ensure the membership is informed of all relevant issues, and serve all other duties of a President as required by law or custom.

Section 3 Duties of the Vice President

The Vice President shall be primarily responsible for the information systems and communication processes of the corporation, coordinate the teams that manage and design those systems, draft policies and procedures for information system use, ensure effective communication and information exchange within the corporation, and serve all other duties of a Vice President as required by law or custom, including acting when the President is unable or unwilling to act.

Section 4 Duties of the Secretary

The Secretary shall be responsible for membership records including membership and board meeting actions and petitions, sending out meeting announcements, posting and distributing copies of membership meeting minutes and relevant meeting agendas to the

membership, assuring that corporate records are maintained, and serving all other duties of a Secretary as required by law or custom.

Section 5 Duties of the Treasurer

The Treasurer shall be custodian of corporate funds, collect dues, make a financial report for each meeting, assist in the preparation of the budget, file tax and other legal filings, develop fundraising plans, make financial information available to members and the public, and serve all other duties of a Treasurer as required by law or custom.

Section 6 Duties of the Sergeant at Arms

The Sergeant at Arms shall ensure that order is kept and that everyone upholds the rules outlined in Article III Section 7 are upheld at all meetings.

Section 7 Duties of the Officers as a Whole to Provide an Annual Report

The Officers must prepare an annual report to be distributed at the annual meeting. The report should chronicle the activities of the corporation, including specific narratives on the corporation's work, the corporation's annual financial statements, relevant legal filings, and relevant copies of the organization's state district and federal tax returns.

Section 8 Officers are Directors

The officers shall also serve as bona-fide directors on the Board of Directors. Election, resignation, removal and vacancies of the officers are handled in accordance with procedures laid out in Article V.

Article V The Board of Directors

Section 1 Role, Size, Term, and Compensation

The Board of Directors shall consist of the five officers as defined in Article IV, all of whom are considered directors for the purposes of this article. All directors must be voting members of the corporation. Each director shall serve from the time of their election until their successor is elected and qualifies. No director may be compensated for their service as a board member, though the corporation may provide insurance and indemnity for board members as allowed by law.

Section 2 Meetings

The board of directors shall meet when necessary, provided all voting members receive notice sent electronically at least three business days prior to the meeting. All voting members may attend a meeting of the board of directors. The notice shall give the time, place, reason for calling the meeting, and the agenda for said meeting. Notices shall be

conspicuously posted at the registered office and electronically distributed to all members at least three business days prior to a meeting.

Minutes shall follow the standing rules for meetings as approved at an annual meeting. Minutes of each board meeting shall be conspicuously posted at the registered office and electronically distributed to members within three business days. Minutes shall be considered approved when signed by all board members in attendance.

Section 3 Elections

Each voting member present shall be given an opportunity to be a candidate for each officer position. If there is more than one candidate for an officer position, the candidate which obtains the highest number votes from voting members present shall be elected. If there are no candidates for an officer position, the outgoing officeholder may, if eligible, elect to serve another term or select any willing member to serve in that position.

Section 4 Quorum

Two thirds of the board of directors at a duly called board member meeting shall constitute a quorum.

Section 5 Voting

All issues, except when otherwise specified in these bylaws, shall be decided by affirmative vote of more than one half of the directors present at a duly held meeting.

Section 6 Resignation, Termination, and Vacancies

Any officer or director may resign by filing a written resignation with the Secretary or two other board members. A Director may be removed from office only by unanimous vote of all directors excluding the person to be removed. Once a vote has taken place to remove a member of the board of directors no further votes may occur to remove the director voted on until the following annual meeting. Vacancies on the board shall be filled at the next regular meeting using the applicable process outlined in Section 3.

Directors removed by vote of directors may qualify to run for office again immediately after being removed from office.

6 Article VI Committees

Section 1 Committee formation

The board may create committees as needed, such as fundraising, facilities, public relations, data collection, etc. The board chair appoints all committee chairs.

Section 2 Finance Committee

The treasurer is the chair of the Finance Committee, which may include three other board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget with Member volunteers and other Board Members. The board must approve the budget and all expenditures must be within budget. Any major change in the budget must be approved by the board.

The fiscal year shall be the calendar year. Annual reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the membership, board members, and the public.

Section 3 Auditing Committee

On or before September 30, the members shall nominate and approve an audit committee consisting of three voting members who are not members of the board of directors and have not served as a director for 180 days prior to appointment. The audit committee shall have full inspection rights to the affairs and documentation of the corporation. No audit committee shall be convened if the corporation has fewer than nine voting members.

Article VII Rules and Changes to Them

Gainesville Hackerspace, Inc. is governed by two classes of rules: bylaws and policies. You are reading the bylaws.

Section 1 Bylaws

These bylaws may be amended only when an amendment proposal petition is signed by more than two thirds of voting members. Written notice of such petition must be submitted electronically to all members. At least 2 weeks, yet no more than 6 months, must pass between the notification of members and the acceptance of the bylaws change.

Section 2 Policy

Matters deemed insufficiently solemn for placement in the bylaws will be noted in the policy document. The policy document can be amended by a simple majority of a quorum of voting members. Written notice of such amendment must be submitted electronically to all voting members. At least 2 weeks, yet no more than 6 months, must pass between the notification of members and the acceptance of policy change.