

AMENDED BYLAWS OF SSLASPA, INC.

ARTICLE I. OFFICES

The Corporation is organized in the State of Indiana. The registered office may be, but is not required to be, identical to the principal office. The registered office and registered agent of the Corporation shall be located in the State of Indiana. The principal office of the Corporation, where the records of the Corporation will be kept, shall be located in the City of Wichita, County of Sedgwick, State of Kansas. The addresses of the registered office and the principal office of the Corporation may be changed from time to time by the Board of Directors.

ARTICLE II. MEMBERS

Section 1. Classes of Members. Membership shall be open to all persons whether residing within or outside the United States. The Corporation shall have four classes of members. The designation of such classes and the qualifications and rights of the members of such classes shall be as follows:

Section 1.1 *Professional Membership.* Professional membership is open to college and university faculty and staff, and persons not employed in higher education who have responsibilities or interests related to the area of sport law, sport management, recreation law, recreation management, risk management, facility management, athletic administration, physical education, sport tourism, leisure services, or other similar areas.

Section 1.2 Student Membership. Student membership is open to graduate and undergraduate students who are studying in or have an interest in the area of sport law, sport management, recreation law, recreation management, risk management, facility management, athletic administration, physical education, sport tourism, leisure services, or other similar areas, and who are enrolled as full-time students as defined by their educational institution.

Section 1.3. Emeritus Membership. If a professional member retires from the institution with which s/he has been affiliated (according to the rules and regulations of the institution) and at the time of retirement has been a member of this corporation for the five (5) consecutive preceding years, s/he is eligible for emeritus membership and such membership shall be extended to her/him upon request and shall continue indefinitely, provided only that the member pays the dues for emeritus members as determined by the Board of Directors pursuant to Article XI.

Section 1.4. Honorary Membership. Professional or emeritus members who have rendered outstanding service to the Corporation may be invited to become honorary members. Candidates for honorary membership shall be recommended by the Honors and Awards Committee. Selection of honorary members shall be made by the Board of Directors. Honorary members shall not be required to pay membership dues.

Section 2. Admission to Membership. Persons eligible for professional, student, or emeritus membership shall be deemed admitted to such membership upon payment of their first annual dues as determined by the Board of Directors pursuant to Article XI. Honorary members shall be admitted to membership upon selection by the Board of Directors.

Section 3. Voting Rights. Each professional, emeritus, and honorary member shall be entitled to one vote on each matter submitted to a vote of the members. Student members shall not be entitled to vote in matters involving the transaction of business of the Corporation except that the student representative to the Board of Directors shall be eligible to vote on matters before the Board.

Section 4. Termination of Membership. The membership of any member from whom dues are required shall terminate automatically upon the failure to pay the annual dues by the deadline fixed in Article XI.

Section 5. Resignation. Any member may resign by filing a written notice of resignation with the Associate Executive Director. Any resignation shall not relieve the resigning member of the obligation to pay any dues, assessments, or other charges theretofore accrued and unpaid. Upon receipt of the notice of resignation, the member's name shall be removed from all membership records and all rights and privileges of membership shall cease as of that date.

Section 6. Reinstatement. Any person whose membership has been terminated by resignation or for non-payment of dues shall be reinstated to membership upon the payment of any dues, assessments, or other charges accrued and unpaid along with the dues set forth in Article XI, provided that such person is eligible for membership.

Section 7. Transfer of Membership. Membership in this Corporation is not transferable or assignable.

ARTICLE III. MEETINGS OF MEMBERS

Section 1. Annual Meeting. An annual meeting of the members shall be held each year for the transaction of such business as may come before the membership. Whenever possible, the annual meeting shall take place during the Corporation's annual conference. It shall be the duty of the Board of Directors to establish the exact day and time of the annual meeting.

Section 2. Special Meetings. Special meetings of the members may be called by the President, a majority vote of the Board of Directors, or not less than one-tenth (1/10) of the members having voting rights. The Board of Directors shall designate the time and place for any special meeting, but no earlier than thirty (30) and no later than ninety (90) days after such meeting has been called.

Section 3. Place of Meeting. The Board of Directors shall designate the place, either within or without the State of Indiana, as the place of meeting for any annual meeting or for any special meeting of the members called by the Board of Directors. If a majority of the members shall meet at any time and place, either within or without the State of Indiana, and consent to the holding of a meeting, such a meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 4. Notice of Meeting. Written notice stating the place, day, and hour of any meeting of members shall be delivered, either personally, by mail, or electronically, to each member entitled to vote at such meeting, not less than thirty (30) nor more than ninety (90) days before the date of such meeting, by or at the direction of the President, the Directors or members calling the meeting. In case of a special meeting or when required by law or these Bylaws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of meeting shall be deemed to be delivered when deposited in the United States mail, postage prepaid, addressed to the member at the address that appears on the records of the Corporation with postage thereon prepaid. Such meetings may be conducted via teleconference if approved by a majority of the Board of Directors.

Section 5. Quorum. The presence of fifteen (15) percent of the members having voting rights at any meeting of members shall constitute a quorum. Should a quorum not be present at any meeting, a majority of the members present may vote to adjourn the meeting. Fifteen (15) percent of the members having voting rights who vote for the transaction of business by mail or electronic mail as authorized herein (including, but not limited to, the election of officers) shall constitute a quorum.

Section 6. Manner of Acting. A majority of the votes cast by the members, provided a quorum is present, shall be necessary for the adoption of any matter to be voted on by the membership unless a greater proportion is required by law or these Bylaws (see Article XV).

Section 7. Voting by Mail and Electronic Mail. Any action that may be taken at a meeting of members may be taken without a meeting either by mail vote or electronic mail vote conducted in such manner as the Board of Directors shall determine; provided, however, that mail voting shall not be permitted upon proposals to amend the Articles of Incorporation, merge or consolidate the Corporation, sell or otherwise dispose of all or substantially all the assets of the Corporation, or dissolve the Corporation.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the Corporation shall be managed by its Board of Directors.

Section 2. Composition of the Board. The members of the Board of Directors shall be the Officers of the Corporation, namely the President, President-Elect, Past President, Finance Officer, Member-at-Large for Marketing and Member-at-Large for Honors & Awards. The President shall appoint a student member to the Board at the annual meeting upon the recommendation of the Student Initiatives Committee. The foregoing shall comprise the entire voting membership of the Board of Directors. The Executive Director and Associate Executive Director shall serve as non-voting members of the Board. The President shall serve as chairperson of the Board. Any member of the Board, with the exception of the student member, must be a member in good standing of the Corporation for not less than one year.

Section 3. Advisory Members. The Board of Directors, by majority vote, may appoint advisory members to serve at the pleasure of the Board. Advisory members shall not be entitled to vote at Board meetings. The Board of Directors may appoint an Historian, a Parliamentarian, a Journal Editor, an Associate Journal Editor, a Website Manager or other advisory member as deemed necessary or appropriate by the Board.

Section 4. Executive Director. The Executive Director shall be appointed by majority vote of the Board for a three (3) year term and shall serve as a non-voting member of the Board of Directors. The compensation of the Executive Director shall be determined by the Board. The Executive Director shall serve pursuant to a valid contract executed by the Executive Director and President setting forth the duties, responsibilities, and compensation to be paid. The Executive Director shall serve as manager of the Corporation's business and financial affairs, subject to the authority, control, and direction of the Board of Directors. S/he shall be responsible for correspondence of the Corporation as directed by the President and the Board of Directors. The Executive Director will work with the President-elect and Conference Host to finalize the financial details for all conferences and applicable meetings. The Executive Director shall serve as chair of the Membership Relations Committee and be responsible for the Corporation's historical archives.

The Executive Director may be reappointed for additional three (3) year terms at the discretion of the Board of Directors. The Executive Director may be removed at any time by a majority vote of the Board at any regular or special meeting. Upon removal of the Executive Director, the Board shall determine a replacement. Upon any vacancy in the position of the Executive Director, the Board may appoint an interim Executive Director, who may be the Associate Executive Director, until another Executive Director is appointed as set forth above.

Section 5. Associate Executive Director. The Associate Executive Director may be appointed for a three (3) year term and shall serve as a non-voting member of the Board. The compensation of the Associate Executive Director shall be determined by the Board. The Associate Executive Director shall serve pursuant to a valid contract executed by the Associate Executive Director and President setting forth the duties, responsibilities, and compensation to be paid. S/he shall work closely with the Executive Director and be responsible for maintaining all records of the Corporation, mailing membership

information, filing necessary forms to maintain incorporation status and to maintain tax-exempt status, and receiving and depositing all monies of the Corporation as directed by the Executive Director and the Board of Directors. The Associate Executive Director shall keep the minutes of business and non-business meetings of the members and the Board of Directors and prepare reports of such meetings for the members. The Associate Executive Director shall, upon request, provide the Board with a list of members. The membership list shall reflect all current members of the Corporation including the name and address of each member, the date such membership commenced and the current membership status. The Associate Executive Director shall perform such other related duties as assigned by the President or Board of Directors.

The Associate Executive Director may be reappointed for additional three (3) year terms at the discretion of the Board of Directors. The Associate Executive Director may be removed at any time by a majority vote of the Board at any regular or special meeting. Upon removal of the Associate Executive Director, the Board may determine a replacement. Upon any vacancy in the position of the Associate Executive Director, the Board may appoint an interim Associate Executive Director until another Associate Executive Director is appointed as set forth above.

Section 6. Regular Board Meetings. A regular annual meeting of the Board of Directors shall be held immediately preceding and at the same place as the annual meeting of members. No notice of such meeting shall be required beyond this Bylaw. The Board of Directors may provide, by resolution, the time and place of additional meetings of the Board, including a fall meeting.

Section 7. Special Meetings. Special meetings of the Board of Directors may be called by, or at the request of, the President or any two (2) voting members of the Board. The person or persons authorized to call a special meeting of the Board is/are responsible for delivering notice of the time and place of such meeting.

Section 8. Notice of Special Meeting. Notice of any special meeting of the Board of Directors shall be given at least thirty (30) days prior to the date of such meeting by written notice delivered personally, sent by mail or electronically to each Director at his/her address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, postage prepaid, in a sealed envelope so addressed. If sent electronically, the notice shall be deemed to be delivered when the message has been sent and no notification of non-receipt is returned to sender.

Section 9. Quorum. A majority of the voting members of the Board must be present in order to constitute a quorum for the conduct of business. If a quorum is not present at said meeting, a majority of the Directors present may adjourn the meeting to a later date.

Section 10. Manner of Acting. The act of a majority of voting members of the Board present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Section 11. Informal Action by Board. Any action required by law to be taken or any action that may be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing or electronically, setting forth the action so taken, is acknowledged by all of the voting Board members.

Section 12. Election and Term of Office. Members of the Board of Directors shall be elected in accordance with the procedure outlined in Article V below. Each member of the Board of Directors shall hold office until his/her successor shall have been duly elected and the successor's term shall have begun as herein provided.

Section 13. Removal. Any Board member may be removed by a majority vote of the membership at any meeting of members when, in their judgment, the best interests of the Corporation would be served thereby.

Section 14. Vacancies. A vacancy on the Board of Directors because of death, resignation, removal, disqualification, or otherwise may be filled for the unexpired portion of the term by a majority vote of the remaining voting members of the Board, except that a vacancy in the office of President shall be filled by the President Elect.

ARTICLE V. OFFICERS

Section 1. Officers. The officers of the Corporation shall be a President, President Elect, Past-President, Finance Officer, Member-at-Large for Marketing and Member-at-Large for Honors & Awards. No two offices may be held by the same person at the same time. The Finance Officer, Member-at-Large for Marketing and Member-at-Large for Honors and Awards may succeed themselves in office for one additional term (a maximum of two [2] successive terms).

Section 2. President. The President shall be the principal executive officer of the Corporation and shall in general supervise all of the business and affairs of the Corporation. The President shall preside at all meetings of the members and the Board of Directors. The President may sign, with the Executive Director or any other appropriate officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments that the Board of Directors has authorized to be executed, except in a case where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by law to some other officer or agent of the Corporation; and in general the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President shall serve as chair of the Bylaws Committee and shall also be an ex officio, non-voting member of all standing and special committees.

Section 3. President Elect. In the absence of the President or in the event of her/his inability or refusal to act, the President Elect shall perform the duties of the President and when so acting the President Elect shall have all the powers of and be subject to all the restrictions of the President. The President-Elect shall serve as chair of the Nominations & Elections

Committee and the Site Selection Committee. The President Elect shall perform such other duties as from time to time may be assigned to her/him by the President or by the Board of Directors. The President elect shall succeed the President in office.

Section 4. Past President. The Past President shall be the immediate past President of the Corporation. S/he shall serve as a member and chair of the Conference Planning Committee. The Past President shall also be responsible for soliciting and scheduling the conference presentations.

Section 5. Finance Officer. The Finance Officer is charged with the responsibility for overseeing the financial management of the Corporation. The Finance Officer shall work with the Executive Director and the Associate Executive Director in determining financial recommendations to the Board of Directors. The Finance Officer shall fulfill other duties as may be assigned by the President or Board of Directors. The Finance Officer shall prepare a financial report detailing the financial condition of the Corporation to be presented at the annual meeting for approval by the membership. The Finance Officer shall serve as chair of the Finance Committee.

Section 6. Member-at-Large for Marketing. The Member-at-Large for Marketing shall serve as chair of the Marketing Committee.

Section 7. Member-at-Large for Honors & Awards. The Member-at-Large for Honors & Awards shall serve as chair the Honors & Awards Committee and serve as an advisory (non-voting) member of the Student Initiatives Committee.

Section 8. Election of Officers. The Officers shall be elected by the members of the Corporation utilizing one of three methods. The elections may be conducted by paper ballot at the annual meeting of the Corporation, or by mail or electronic vote prior to the annual meeting. In order for the elections to be conducted either via mail or electronic vote prior to the annual meeting, the membership must be notified no later than January 15th of the year in which the elections shall occur. Absent such notice, elections of the Officers must take place at the annual meeting. The President Elect shall be elected each year. The Member-at-Large for Marketing shall be elected in odd numbered years. The Finance Officer and the Member-at-Large for Honors and Awards shall be elected in even numbered years.

The President Elect, as Chair of the Nominations & Elections Committee, shall conduct the elections in the following manner. The President Elect shall canvas the membership for nomination suggestions and prepare a slate of candidates for consideration by the Nominations & Elections Committee. After all candidates have been certified by the Nominations & Elections Committee, the President Elect shall prepare a slate of candidates for membership consideration. The voting instructions, procedures, slate of candidates, and ballots (if required) for mail or electronic voting shall be sent via regular mail or electronic mail to all current voting members at least thirty (30) days prior to the annual meeting. Each ballot, if such election is conducted via regular mail, is to be sealed and returned to

the President Elect individually in an unsigned and unmarked envelope by a designated date reflected on the ballot and as directed in the instructions for voting. Each ballot, if such election is conducted via electronic mail, shall be returned via electronic mail by a designated date as directed in the instructions for voting. The President Elect, with the assistance of at least one other member of the Corporation who is not a candidate for election, shall count the votes and certify the election results to the President during the annual meeting of the membership.

If any election for office is uncontested (i.e., there is a single candidate) then balloting for that office may be dispensed with and the President may call for a “voice vote” by acclamation at the annual meeting of the membership.

ARTICLE VI. COMMITTEES

Section 1. Standing Committees. The standing committees of the Corporation shall be the committees on Bylaws, Nominations & Elections, Finance, Honors & Awards, Marketing, Membership Relations, Conference Planning, Teaching Initiatives, Student Initiatives and Site Selection.

Section 2. Committee Chairs. The President shall serve as chair of the Bylaws Committee. The President Elect shall serve as chair of the Nominations & Elections Committee and the Site Selection Committee. The Finance Officer shall serve as chair of the Finance Committee. The Member-at-Large for Honors & Awards will chair the Honors & Awards Committee and serve as an advisory (non-voting) member of the Student Initiatives Committee. The Member-at-Large for Marketing shall serve as chair of the Marketing Committee. The Executive Director shall serve as chair of the Membership Relations Committee. The Past President shall serve as chair of the Conference Planning Committee. The chair of the Teaching Initiatives Committee shall be appointed by the President with the consent of the Board. The chair and student members of the Student Initiatives Committee shall be elected by the student membership at the annual meeting. Each chairperson of a standing committee should prepare a written report of the committee's activities and progress and provide same to the Board at the fall and annual meetings and at such other times as requested by the Board.

Section 3. Committee Members. The remaining members of each standing committee shall be appointed by the President after consultation with the Board of Directors. The chairperson and each committee member must be members in good standing of the Corporation.

Section 4. Special Committees. The President, with the consent of the Board of Directors, may create special committees as s/he deems necessary and appropriate to deal with short-term temporary tasks in accordance with the needs and obligations of the Corporation. The President, with the consent of the Board, shall appoint each committee's chairperson and other members of the committee, shall determine the duties of the committee, and shall have the power, with the consent of the Board, to dissolve the committee. Each voting

member of the committee must be a member of the Corporation. Special committees shall cease to exist when they have fulfilled their duties and obligations.

Section 5. Removal. Any member of a standing or special committee who has been appointed by the President, with the consent of the Board, may be removed by the President, with the consent of the Board, whenever in her/his judgment the best interests of the Corporation shall be served by such removal.

Section 6. Operating Code. Each standing committee shall adopt an operating code for its own governance not inconsistent with these Bylaws or with rules adopted by the Board of Directors. Each operating code shall include the committee name, purpose, plan of organization, plan of work, procedures for submitting reports, and provisions for financial support. A special committee may adopt an operating code at its option. Such operating codes must be submitted to and approved by the Board of Directors.

ARTICLE VII. CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of, and on behalf of, the Corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc. All checks, drafts, or order for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by either of the Executive Director, the Associate Executive Director or the President of the Corporation.

Section 3. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation in such banks, credit unions, trust companies, or other depositories as the Board of Directors may select.

Section 4. Gifts. Consistent with the purpose and objectives of the Corporation, a primary function of SSLASPA, Inc. shall be to acquire and administer funds and property that, after the payment of necessary expenses, shall be devoted exclusively to educational, charitable, scientific, or literary purposes. The Board of Directors may accept, on behalf of the Corporation, any contribution, gift, bequest, or devise and, unless otherwise specified, devote same to any of the purposes enumerated above.

ARTICLE VIII. BOOKS AND RECORDS

The Corporation shall keep at its principal office accurate and complete books and records of accounts, minutes of the proceedings of all meetings of the membership and Board of Directors and a record of the names and addresses of members entitled to vote. All books and records of the Corporation may be inspected at the Corporation's principal office by any member or her/his agent or attorney for any proper purpose at any reasonable time after giving reasonable notice to the Executive Director.

ARTICLE IX. FISCAL YEAR

The fiscal year of the Corporation shall be the calendar year, from the first day of January to the last day of December.

ARTICLE X. DUES AND FEES

Section 1. Annual Dues. Annual dues for professional members, emeritus members, honorary members, and student members shall be recommended by the Board of Directors and approved by the membership.

Section 2. Payment of Dues. Members may join the Corporation at any time. The first year's dues shall be paid in advance. Thereafter the annual dues shall be payable within thirty (30) days of the original joining month. The Associate Executive Director shall send each member an invoice for dues during the month in which the member originally joined the Corporation. If payment is not received within three (3) months of such invoice, the membership of such person shall be terminated along with all subscriptions or other membership benefits without further notice to the member.

Section 3. Special Fees. The Board of Directors may levy a special fee for participation in a conference or workshop to defray part or all of the expenses thereof. The amount of any such fee shall be determined by the Board of Directors.

ARTICLE XI. SEAL

The corporate seal shall be in the form of a circle and shall have inscribed thereon the name of the Corporation and the words "Corporate Seal – SSLASPA, Inc."

ARTICLE XII. RULES OF ORDER

The rules contained in the most current edition of Robert's Rules of Order shall govern all meetings of members, Directors and committees of this Corporation where those rules are not inconsistent with the Articles of Incorporation, these Bylaws, or any special rules of order of the Corporation.

ARTICLE XIII. COMPENSATION

Officers of this Corporation and members of its committees shall serve without compensation. Reasonable travel, lodging, and out of pocket expenses incurred by any officer, committee member or agent of the Corporation on account of this Corporation may be partially or wholly reimbursed at the sole discretion of the Board of Directors. The Board of Directors may, at its sole discretion, pay reasonable fees to the Journal Editor, the Associate Journal Editor, the Webmaster, and honoraria to speakers at meetings of the membership. In addition to the above, Board members shall be entitled to a waiver of both the annual conference registration fee and the annual membership fee during their term on the Board.

ARTICLE XIV. AMENDMENTS

Section 1. Articles of Incorporation. The Articles of Incorporation may be amended in the following manner: the Board of Directors shall adopt a resolution setting forth the proposed amendment and direct that it be submitted to a vote at an annual or special meeting of the membership. Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to members eligible to vote thereon in the same manner as notice of meetings, not less than thirty (30) nor more than ninety (90) days prior to the date of such meeting. The proposed amendment shall be adopted upon receiving at least two-thirds (2/3) of the votes cast by those members who are present, provided that a quorum – at least fifteen (15) percent of all members eligible to vote – is present.

Section 2. Bylaws. These Bylaws may be altered or amended and new Bylaws may be adopted in the following manners: The Board of Directors shall adopt a resolution setting forth the proposed amendment and direct that it be submitted to a vote at an annual or special meeting of members, or, in the alternative, directing that it be submitted to a regular or electronic mail vote of the members. Written notice setting forth the proposed amendment or a summary of the changes to be effected shall be given to members eligible to vote thereon in the same manner as notices of meetings, not less than thirty (30) nor more than ninety (90) days prior to the date of such meeting or the date specified for counting the ballots. The proposed amendment shall be adopted upon receiving at least two-thirds (2/3) of the votes cast, provided that a quorum - at least fifteen (15) percent of all members eligible to vote – are present at the meeting or, if such amendment is submitted for a mail or electronic vote, voted on such amendment.

Approved: , 2014