

ARTICLES OF INCORPORATION 501(c) (3)

FOR

CALIFORNIA GRAND JURORS' ASSOCIATION

I

The name of this corporation is California Grand Jurors' Association

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

B. The purpose of this corporation is:

1. To provide the general public with informational and educational materials and activities on the California Grand Jury system that will help increase public awareness of the valuable role the grand jury plays in our democratic system of government, and
2. To promote comprehensive training and orientation of all new grand jurors throughout the state, and
3. To promote adequate funding, office and meeting facilities, and other support as typically required by grand juries be provided to them in all counties throughout the state pursuant to fulfilling their lawful duties, and
4. To promote the preservation of all grand jury reports issued throughout the state during its history both in counties of origin and in a centralized state archival repository accessible to the public, historians, scholars, students and other researchers, and
5. To advocate publication of all grand jury reports and official responses to those reports in a public newspaper or other medium for community wide distribution to educate the public regarding the final grand jury investigative findings and recommendations and the official reactions to them, and
6. To advocate that social studies and history classes and texts in California secondary schools contain comprehensive information regarding the role of the grand jury in California, and
7. To publish a statewide informational newsletter to provide current information concerning issues, events and activities regarding the grand jury, and
8. To sponsor an annual statewide conference of grand jurors and others interested in matters pertaining to the preservation and enhancement of the California Grand Jury institution, and
9. To work toward the preservation and enhancement of the grand jury system by studying issues or legislation that specifically pertains to the grand jury and to make recommendations based on non-partisan analysis to the appropriate body or legislature, and

10. To undertake any other efforts consistent with the foregoing that will increase the public knowledge of the grand jury system and the contributions it has, and continues to make, to California's citizenry and toward good government.

III

- A. The corporation has changed to Section 501(c)(3) of the Internal Revenue Code.
- B. No substantial part of the activities of this corporation shall consist of attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

IV

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

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Approved by California Secretary of State
On February 23, 1998

BYLAWS OF CALIFORNIA GRAND JURORS' ASSOCIATION

A California Nonprofit Public Benefit Corporation

ARTICLE 1. OFFICES

Section 1. Principal Office

The Principal office of the Corporation shall be maintained at such location in the State of California as may be determined by the Board of Directors.

Section 2. Other Offices

The Corporation may also have offices at such other places, within the State of California, where it is qualified to do business. The Board of Directors may change the location of offices.

ARTICLE 2. OBJECTIVES AND PURPOSES

The Articles of Incorporation list the purposes of the organization and as such are deemed to be part of these Bylaws with the same force and effect as if written herein.

ARTICLE 3. STRUCTURE

The California Grand Jurors' Association is a membership Corporation whose members elect a Board of Directors to whom they delegate responsibility for direction of this 501(c)(3) Corporation in accordance with the California Corporations Code and these Bylaws.

ARTICLE 4. MEMBERS

Section 1. Membership

Membership shall consist of voting members and such other class(es) of members as the Board of Directors shall determine. Other than as authorized by a vote of the Board, no member shall claim association with the California Grand Jurors' Association for commercial purposes.

Section 2. Classes of Membership

- (a) Voting Members. A voting member is an individual who is serving or has served and completed the term on a regular Grand Jury per California Penal Code, Sections 888 and 901 or who has served as a District Attorney, County Counsel, or Judge as a legal advisor to a Grand Jury per Penal Code Section 934(a). Individuals who have been discharged or dismissed for cause from a regular grand jury or individuals who have been members of a regular grand jury which has been dismissed or dissolved for cause are ineligible for membership in the Association or its Chapters. Voting members pay dues and have all rights and privileges of the membership to include the right to vote on:

1. The election of Directors;

2. Amendments to the bylaws that materially and adversely affect the rights of members and member voting rights;
 3. A change in the number of Directors or length of Directors' terms;
 4. Amendments to the Articles of Incorporation;
 5. The disposition of all or substantially all of the Corporation's assets;
 6. Any merger and its principal terms; and
 7. Such other matters as set forth in the California Non-Profit Public Benefit Corporation Law.
- (b) Associate Members. Any person interested in the affairs of the Corporation or the California grand jury system may be approved by the Board as an associate member upon payment of dues. Associate members are not entitled to vote on Corporation issues. Associate members may serve on committees.
- (c) Honorary Members. Any person or business organization recognized for substantial and continual achievement in support of the California grand jury system may be approved by the Board for honorary membership. Honorary members are not assessed dues and are not entitled to vote on Corporation issues.
- (d) An Introductory Member is an individual who has been offered and accepted a complimentary membership as set forth by the Board of Directors and who is currently serving or been selected as an alternate on an impaneled regular grand jury in any of the 58 counties. A current voting member of CGJA is not eligible for IM status. An IM has no vote on CGJA matters but does have a voice at CGJA functions when recognized by the President or Chairperson.

Section 3. Dues

Each member, except the honorary member, shall pay dues in the prescribed amount and at such time as may be set by the Board.

Section 4. Membership Status

- (a) Member in Good Standing. Those members who have paid the required dues, fees and assessments in accordance with these Bylaws and who are not suspended shall be members in good standing.
- (b) A member may be expelled or be suspended by the Board in accordance with procedures defined in CCC 5341 for nonpayment of the member's dues to this Corporation or for conduct as a member which the Board of Directors determines in good faith is materially prejudicial to the purposes and best interests of the Corporation.

ARTICLE 5. NOMINATION AND ELECTION OF DIRECTORS AND OFFICERS

The President shall appoint, subject to ratification of the Board of Directors, a Nominations-Elections Committee of six (6) or more members; one (1) per region from the Board of Directors and one (1) per region from the voting membership.

- (a) For purposes of this committee the Corporation shall be divided as equally as possible into three (3) or more regions of the state (by county).

- (b) The President shall appoint, subject to ratification of the Board of Directors, a Chairperson of the Nominations-Elections Committee who shall be a member of the Board of Directors and not a candidate for Director that year.
- (c) The President will appoint three tellers who will, at the annual meeting, verify results of the election if warranted, and report the results of the election.
- (d) The term of office for all elected Directors shall be two (2) years.
- (e) In even-numbered years, the Nominations-Elections Committee will also nominate a candidate for each of the officer positions on the Board of Directors. The Board of Directors holding office will meet at the annual meeting for the purpose of electing and announcing the new officers of the Corporation.

ARTICLE 6. DIRECTORS

Section 1. Number of Directors

There shall be not more than twelve (12) elected Directors, nor fewer than five (5) Directors, and collectively they shall be known as the Board of Directors. Notwithstanding the foregoing, up to three (3) additional members may be appointed by the President with ratification of the Board of Directors for one year from the date of the appointment to serve the interests of the Corporation.

Section 2. Qualifications

A Director must be a voting member of the Corporation.

Section 3. Powers

Subject to the provisions of California law and any limitations in these Bylaws, the business and affairs of this Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors. The Board of Directors may adopt, use, and at will alter a corporate seal.

Section 4. Duties

It shall be the duty of the Directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, or pursuant to these Bylaws.
- (b) Prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the Corporation, except as otherwise provided in these Bylaws.
- (c) Supervise all officers, agents and employees of the Corporation to assure that their duties are performed properly.
- (d) Meet at such times and places as required by these Bylaws.
- (e) Register their address, including any electronic address (e.g. E-Mail or FAX), with the Secretary of the Corporation.
- (f) Approve the proposed annual ballot which includes a slate of qualified candidates for Director.
- (g) Elect officers of the Corporation.

Section 5. Terms of Office:

- (a) Each elected Director shall hold office as specified in these Bylaws until his or her successor is elected and qualifies.
- (b) The terms of office for elected Directors will be two (2) years ending at the close of the annual meeting or until successors are elected. Six (6) Directors shall be elected each year.
- (c) A Director may serve no more than five (5) consecutive two-year terms. An individual Director may serve up to ten (10) years (five consecutive two-year terms) in one category of offices (President, Vice President, Secretary, and Treasurer) or a combination of those offices.

Section 6. Compensation

- (a) Directors serve without compensation.
- (b) Directors may be reimbursed for their actual and necessary expenses incurred while engaged in activities of the Corporation. Directors may be compensated for rendering services or supplies to the Corporation in any capacity other than as Director so long as such other compensation is reasonable and receives prior approval from the Board of Directors.
- (c) For the purposes of this section only, the term Director shall include not only such specific Director, but any of his/her legal relatives, with in-laws and step relatives considered a legal relative.
- (d) Any Director with knowledge that a person described in (c) above has submitted for reimbursement as described in (b) above shall disclose that relationship to the Board of Directors prior to approval of the contract or service.

Section 7. Vacancies

- (a) Vacancies on the Board of Directors shall exist (1) on the death, resignation or removal of any Director, and (2) whenever the number of authorized Directors is increased.
- (b) A vacancy may be declared by the Board in an office of a Director who has not personally participated in two consecutive meetings or a total of four meetings in any one year without good cause as determined by the President. A vacancy on the Board may be filled by the President for the remainder of the respective term subject to the ratification of the Board of Directors.
- (c) Any Director may resign effective upon giving written notice to the President, the Secretary or the Board of Directors and his/her resignation becomes effective immediately unless the notice specifies a later time. At any time that there is only one remaining Director holding office, that Director must, prior to resigning, give appropriate notice to the California Attorney General of his/her intention to resign, which resignation would leave the Corporation with no Director in charge of its affairs.
- (d) The president has the sole authority to fill a vacancy of any director or officer, subject to ratification of the Board.

Section 8. Removal

Any officer may be removed, either with or without cause, by the Board of Directors, at any time, if two-thirds of the Board of Directors holding office agree.

ARTICLE 7. OFFICERS

Section 1. Number of Officers

The Officers of this Corporation shall be a President, a Vice President, a Secretary and a Chief Financial Officer, who shall be designated as Treasurer, and such other persons as the Board of Directors may choose.

Section 2. Subordinate Officers

The Board of Directors may appoint such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority and perform such duties as may be prescribed from time to time by the Board of Directors.

Section 3. Duties of President

The President shall be the Chief Executive Officer of the Corporation and shall, subject to the approval of the Board of Directors, supervise and manage the affairs of the Corporation and the activities of the officers; shall preside at all meetings of the Corporation and except as otherwise expressly provided by law, or the Bylaws, shall, in the name of the Corporation, execute such contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors. The President shall perform all other duties assigned by the Board or required by law. The President may appoint an individual to fill any vacancy on the Board of Directors or any standing committee, subject to ratification of the Board.

Section 4. Duties of Vice President

In the absence or inability to act, resignation or removal of the President, the Vice President shall assume all the duties, authority and responsibility of the President and such other duties as may be required by the Board of Directors.

Section 5. Duties of Secretary

The Secretary shall:

- (a) Certify and keep the original, or a copy, of the Bylaws and any amendments or revisions to date.
- (b) Keep a copy of the Corporation's Articles of Incorporation and Bylaws as amended or revised to date, which shall be open to inspection by Directors, Officers, or members of the Corporation at all reasonable times.
- (c) Keep at such place as the Board may determine, a book of minutes of all meetings of the Directors and, if applicable, meetings of Committees of Directors, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.
- (d) Ensure that all notices are duly given in accordance with the provisions of the Bylaws or as required by law.
- (e) Be custodian of the records and of the seal of the Corporation.
- (f) Exhibit upon request and reasonable notice to any Director of the Corporation, or to his/her agent, the Bylaws and the minutes of the proceedings of the Directors of the Corporation.

- (g) In general, perform all duties incident to the office of Secretary and such other duties as may be assigned by the Board or required by law.

Section 6. Duties of Treasurer

Subject to the provisions of the Bylaws relating to the "Execution of Instruments, Deposits and Funds," the Treasurer shall:

- (a) Have charge and custody of, and be responsible for, all funds and securities of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies, or other depositories as shall be approved by the Board of Directors.
- (b) Receive and give receipt for monies due and payable to the Corporation from any source whatsoever.
- (c) Disburse or cause to be disbursed the funds of the Corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements.
- (d) Keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.
- (e) Exhibit upon request and reasonable notice the books of account and financial records to any Director of the Corporation, or to his or her agent or attorney, on request therefore.
- (f) Render to the President and the Directors, whenever requested, an account of any or all of his/her transactions as Treasurer and of the financial condition of the Corporation.
- (g) Prepare, or cause to be prepared, the financial statements to be included in any required reports and prepare the necessary materials for yearly informal audit.
- (h) Cause an annual report to be furnished not later than (i) sixty (60) days after the close of the Corporation's fiscal year to all Directors and (ii) 120 days after the close of the Corporation's fiscal year to the members, which shall contain the following information in appropriate detail:
 - (1) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year.
 - (2) The principal changes in assets and liabilities, including trust funds, during the fiscal year.
 - (3) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the fiscal year.
 - (4) The expenses or disbursements of the Corporation, for both general and restricted purposes, during the fiscal year. The annual report shall be accompanied by a report of independent accountants, or, if there is no such report, the certificate of an authorized officer of the Corporation that such statements were prepared without audit from the books and records of the Corporation.
- (i) In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the Corporation, or by the Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

ARTICLE 8. MEETINGS

Section 1. Place of Meetings

Meetings of the Board of Directors shall be held at the principal office of the Corporation, unless otherwise provided by the Board. Any meeting, regular or special, may be held in person or with the use of any technology the Board agrees upon.

Section 2. Frequency of Meetings

Regular meetings of the Board of Directors shall be held a minimum of four times a year. The frequency, time, and place of the meetings are to be set by the Board.

Section 3. Annual Meeting

There shall be an annual meeting of the membership held at such time and place as determined by the Board of Directors. A quorum shall be 15% of the voting members, represented in person. The annual meeting of the membership shall include:

- (a) Reports as required by the Board;
- (b) The tellers' report of voting results; and
- (c) Action on matters that require membership approval and are previously noticed.

Section 4. Notice of Meetings and Agendas

All meetings which require action on the part of the Board of Directors shall have an agenda, which will include a description of the item to be acted upon along with the written material provided by the proponent. The agenda information, along with a notice of the meeting stating the date, time, place and/or method and detail by which communicating, shall be sent to each Director at his/her address of record at least seven (7) days and not more than thirty (30) days prior to the meeting date. Notice shall be given to members of meetings and agendas of the Board of Directors by posting on the Corporation's website 7 days prior to the meeting date.

Notices of meetings mailed or transmitted electronically at least seven (7) days prior to the meeting date to addresses Directors have registered with the Secretary shall be valid notices thereof. The date of postmark or any reasonable equivalent evidence of delivery to a public delivery service, including electronic media, shall be the date of notice. Notice of the time and place of holding a meeting immediately following and to replace a meeting that has been adjourned, need not be given to absent Directors if the time and place of the second meeting is held no more than forty-eight (48) hours from the time of the adjourned meeting. Notice shall be given of any regular or special or adjourned meetings to Directors absent from the meeting if the second meeting is held more than forty-eight (48) hours from the time of the adjourned meeting.

Notices of meetings of the members, other than a special meeting, shall be no less than 10 nor more than 90 days prior to the meeting date, in accordance with applicable California law.

Section 5. Special Meetings

Special meetings of the Board of Directors may be called by the President, the Vice President, the Secretary, or by one-third of the Directors holding office, and such meeting shall be held at a place or in such manner within the State of California, as designated by the person or persons calling the meeting, and in the absence of such designation, at the principal office of the Corporation. The purpose of the special meeting is to address important matters that require urgent action before the next regular meeting. Notice to the

membership of special meetings of the Board of Directors shall be posted on the Corporation's website 48 hours in advance of the meeting.

Notices of special meetings of the membership shall be not less than 35 nor more than 90 days prior to the meeting date, in accordance with applicable California law.

Section 6. Special Meeting Waiver

The transactions of any special meeting of the Board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum as hereinafter defined is present and provided that two-thirds of the total Directors holding office agreed by electronic means or in writing at least 48 hours prior to the meeting that such meeting was necessary. All such waivers, consents, or approvals, shall be filed with the Corporation's records or made a part of the minutes of the meeting.

Section 7. Quorum for Meetings

A quorum shall consist of more than 50% of the Board of Directors holding office. Except as otherwise provided in the Bylaws, or by law, no business shall be considered by the Board at any meeting at which a quorum, as defined, is not present.

When a meeting is adjourned for lack of a quorum, it shall be necessary to give notice of the time and place of the meeting scheduled to replace the adjourned meeting, and of the business to be transacted at such meeting, except as provided in Section (4) of Article 8.

The Directors present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum, provided that any action thereafter taken must be ratified by at least a majority of the required quorum or such greater percentages as may be required by law or the Bylaws of this Corporation.

Approval by a quorum of Directors holding office of minutes reflecting action previously taken by the Board shall constitute ratification of such action.

Section 8. Majority Action as Board Action

Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the Bylaws of this Corporation or provisions of applicable law require a greater percentage or different voting rules for approval of a matter by the Board.

Section 9. Conduct of Meetings

- (a) Meetings of the Board of Directors shall be presided over by the President of the Corporation or in his/her absence, by the Vice President of the Corporation or, in the absence of each of these persons, by a Chairman pro-tem chosen by the majority of the Board of Directors present at the meeting. The Secretary of the Corporation shall act as Secretary of all meetings of the Board, provided that in his/her absence the presiding officer shall appoint another person to act as Secretary of the meeting.
- (b) Meetings shall be governed by Robert's Rules of Order, as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with the Bylaws or with applicable California law.

Section 10. Action by Unanimous Written Consent without Meetings

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board of Directors holding office shall individually or collectively consent in writing or by such electronic means approved by the Board to such action. Such consents shall be filed with the minutes of the proceedings of the Board. Such action shall have the same force and effect as the unanimous vote of the Directors. Any certificate or other document filed under any provision of law which related to action so taken shall state that the action was taken by unanimous consent of the Board of Directors without a meeting and that the Bylaws of this Corporation authorize the Directors holding office to so act, and such statement shall be prima facie evidence of such authority.

ARTICLE 9. COMMITTEES

Section 1. Executive Committee

The Executive Committee is composed of the President, Vice President, Secretary, Treasurer and one other Director nominated by the President and approved by the full Board of Directors. This at-large member will serve a two-year term coincident with the terms of the Officers. The duty of the Executive Committee is to conduct business between meetings when required. The committee shall keep regular minutes of its proceedings and cause an approved copy to be filed with the Corporation's records and disseminated to the Board of Directors with the next agenda packet. A quorum shall consist of a majority of members of the Executive Committee.

Section 2. Steering Committee

The Steering Committee is composed of the President, Vice President, Secretary, Treasurer and Chairpersons of all standing committees. The duty of the Steering Committee is to act as an advisory committee to the Board. The Committee shall keep regular minutes of its proceedings and cause an approved copy to be filed with the Corporation's records and disseminated to the Board of Directors with the next agenda packet. A quorum shall consist of a majority of members of the Steering Committee.

Section 3. Standing Committees of the Board of Directors

The Board of Directors shall establish such Standing committees to work under the President's direction as it shall determine necessary to accomplish the goals of the Corporation. The Board of Directors shall notify the membership, by letter or notice in the Corporation's newsletter, if it establishes, dissolves or modifies the duties of a standing committee. The President may establish Ad Hoc committees as determined necessary.

Section 4. Committee Responsibilities

Committees shall keep regular minutes of their proceedings and cause an approved copy to be filed with the Corporation's records and disseminated to the Board with the agenda packet of the next regular meeting.

No committee shall have power or authority to take any action on behalf of the Corporation, unless specific power and authority is delegated to said committee by resolution or other action of the Board of Directors.

ARTICLE 10. INDEMNIFICATION AND INSURANCE

Section 1. Non-Liability of Directors

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

Section 2. Indemnification by the Corporation of Directors, Officers, Employees, and Other Agents

To the extent that an administrative or legal proceeding is brought to procure an order or judgment against a person who is, or was, a Director, Officer, employee or other agent of this Corporation by reason of the fact that he/she is such an agent, as to any claim, issue or matter therein, such person shall be indemnified for expenses actually and reasonably incurred by such person in connection with such proceeding.

If such claim is resolved by settlement, order, or judgment, then indemnification for expenses, judgments, fines and settlements and other amounts reasonably incurred shall be made by the Corporation but only to the extent allowed by and in accordance with the requirements of the California Nonprofit Corporation law.

Section 3. Insurance for the Corporation's Agents

The Board of Directors may adopt a resolution authorizing the purchase and maintenance of liability insurance on behalf of any agent of the Corporation (including a Director, Officer, employee or other agent of the Corporation) against any liability incurred by the agent in such capacity or arising out of the agent's status as such.

ARTICLE 11. CHAPTERS

The Corporation may have chapters formed in any of the California counties, upon application to and approval of the Board of Directors.

ARTICLE 12. EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

Section 1. Execution of Instruments

The Board of Directors, except as otherwise provided in these Bylaws, may, by resolution, authorize any Officer or agent of the Corporation 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. Unless so authorized, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 2. Checks and Notes

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, including electronic transfer and other evidence of indebtedness of the Corporation shall be signed by the Treasurer or his/her approved designee. Those in excess of \$500 shall be signed by the Treasurer and a second officer of the Corporation.

ARTICLE 13. GIFTS

Subject to approval by the Board of Directors, any Officer of the Corporation may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the charitable or public purposes of the Corporation.

ARTICLE 14. FISCAL YEAR

The fiscal year of the Corporation shall end on December 31 effective December 31, 2003, and each calendar year thereafter.

ARTICLE 15. BYLAWS

Section 1. Amendment or Revisions

Subject to any provision of law applicable to the amendment of Bylaws of public benefit nonprofit corporations, these Bylaws may be altered, amended or repealed and new Bylaws adopted by approval of two-thirds of the Board of Directors holding office.

The membership shall vote on Bylaw amendments that materially and adversely affect members or member voting rights.

Bylaws shall be reviewed by an Ad Hoc Bylaws Committee, appointed by the President no less frequently than every six (6) years.

Section 2. Certain Amendments

Notwithstanding the above Section of this Article, this Corporation shall not amend its Articles of Incorporation to alter any statement which appears in the original Articles of Incorporation of the names and addresses of the first Directors of this Corporation, except for such amendments required for, or consistent with, tax exemption under Section 501(c)(3) of the Internal Revenue Code, nor the name and address of its initial agent, except to correct an error.

CERTIFICATE:

This is to certify that the foregoing is a true and correct copy of the Bylaws of the Corporation named in the title hereto and that such Bylaws were duly adopted by the Board of Directors of said Corporation on August 25, 2003, as amended to date.

Dated: March 22, 2011
Joann E. Landi
Secretary, California Grand Jurors' Association

California Grand Jurors' Association Bylaws - As Approved at Retreat November 3, 2001
As Amended on 8/25/03, effective 1/1/04; 5/12/07; 10/24/07; 1/22/08; 3/25/08;
4/22/08; 9/23/08; 12/16/08; 9/28/10; and 3/22/11