

**SIXTH AMENDED AND RESTATED BYLAWS
OF
GEORGIA CHARTER EDUCATIONAL FOUNDATION, INC.
(A Non-Profit Georgia Corporation)**

**ARTICLE I
NAME, LOCATION**

Section 1.1. The name of the Corporation shall be GEORGIA CHARTER EDUCATIONAL FOUNDATION, INC. (the "Corporation").

Section 1.2 The principal location of Georgia Charter Educational Foundation, Inc. shall be at 6675 East, GA HWY. 16, Senoia, GA 30276.

**ARTICLE II
ORGANIZATION**

Section 2.1. Statement of Purpose.

The Corporation is organized exclusively for charitable, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The express purpose of the Corporation is to organize and operate a charter school.

Section 2.2 Dissolution.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose all remaining assets of the Corporation 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE III
MEMBERSHIP**

Section 3.1 Members.

The Corporation shall not have members. While persons who associate or attend programs of, participate in, contribute to, or benefit from the Corporation may be referred to as a "member," no rights, voting or otherwise, will insure to such person. Actions that govern the Corporation are taken by

a majority vote of the Directors, unless otherwise specified in these Bylaws.

ARTICLE IV BOARD OF DIRECTORS

Section 4.1. Management.

All powers of the Corporation shall be exercised under the authority of the Board of Directors, and the property, business, and affairs of the Corporation shall be managed under the Board's direction.

Section 4.2. Number of Directors.

The number of Directors may at any time be increased to no more than eleven (11) and decreased to no fewer than three (3) by a two-thirds majority vote of sitting members of the Board. In the event of an increase in the number of Directors, the additional directorships created shall be filled in a manner prescribed herein for the Election of Directors in accordance with Section 4.5.

Section 4.3. Nomination of Directors. Prior to each Annual Meeting, the Board of Directors shall seek recommendations and nominations from interested constituents including parents/legal guardians, staff, community leaders, business partners, and the current Board members to fill anticipated vacancies on the Board. The Board is responsible for managing the Board nominating and selection process for adding new Directors and, thereafter, presenting a slate of qualified individuals to be voted on by the Board of Directors at an annual meeting. The Board of Directors shall establish such additional procedures as it deems appropriate for the annual election of Directors to fill vacant seats on the Board.

Section 4.4. Qualification of Directors.

Directors must be a citizen of the United States and a resident of the State of Georgia. Current employees of the Corporation shall not be eligible to serve on the Board of Directors. When selecting a slate of Directors, consideration shall be given to individuals the Board of Directors considers to be representative of the communities served by the Corporation and who have diverse backgrounds and qualifications, including without limitation, experience/expertise in the areas of finance and/or accounting, human resources, business, education, law, and nonprofit or community leadership.

The Board of Directors shall endeavor to maintain meaningful representation of current parents or legal guardians of students enrolled at the School. To the extent practicable, the Board shall seek to maintain parent representation comprising approximately twenty-five percent (25%) to thirty-three percent (33%) of the total number of Directors. Nothing in this provision shall require the Board to fill a vacancy with a parent when doing so would prevent the Board from maintaining the skills, experience, independence, or diversity of expertise necessary for effective governance or remove a duly elected member from the Board to replace that member with a parent.

Section 4.4.1 Eligibility for Board Service

No individual currently serving as an officer of an affiliated organization, including a PTO or PTA, in the position of President, Vice President, Treasurer, or an equivalent officer position shall be eligible to serve

as a Director of the Corporation. No individual who is currently employed by the Corporation may be a Director of the Corporation.

Section 4.5. Election of Directors.

Directors shall be elected by the Board of Directors at any regular or special meeting at which there is an expiring term or vacancy. When applicable, candidates shall be nominated and vetted by the Governance Committee and presented to the Board for consideration.

Election of a Director to fill an expiring term shall require the affirmative vote of a majority of the Directors whose terms will continue beyond the end of the current fiscal year. Election of a Director to fill a vacancy occurring during the year shall require the affirmative vote of a majority of the remaining Directors.

Section 4.6. Term of Office.

The term of office for each Director shall be three (3) years. Directors may serve up to three consecutive full three-year terms for a total of nine (9) consecutive years. A Director may return to serve additional terms after a one-year break in service, if duly elected in accordance with the provisions herein. Any Director who is elected to fill a vacancy after the start of the fiscal year may serve up to three (3) consecutive full three-year terms with the first year of the Director's first full term beginning at the start of the next fiscal year. The first three-year term for Directors serving on the date of the adoption of the Fifth Amended and Restated Bylaws shall begin upon re-election following the expiration of the Director's current term in accordance with Section 4.6.1.

Section 4.6.1 Staggered Terms. Upon adoption of the Fifth Amended and Restated Bylaws, the Board of Directors shall be divided into three classes approximately equal in size with the current term of approximately one-third of the current Directors ending on a staggered basis in accordance with Appendix A. Upon the expiration of the Director's current term, the Director may be re-elected in accordance with the provisions herein to a new three-year term and subsequently elected to serve two (2) additional three-year terms before being required to take a break in service in accordance with these Bylaws. Terms of additional new Board members shall be staggered to ensure that no more than one-half of Board seats become vacant by the expiration of terms in any given year.

Section 4.7. Vacancies.

Vacancies occurring in an elected Directorship, however caused, shall be filled as soon as practicable by election in accordance with Section 4.5 of these Bylaws. If the number of Directors falls below the minimum described in Section 4.2, the Board shall fill the vacancy by the affirmative vote of the Directors remaining in office as soon as practicable and shall have the authority to govern the Corporation on an emergency basis until the appropriate number of Directors are in office.

Section 4.8. Resignation or Removal of Directors.

A Director of the Corporation may resign at any time by tendering his resignation in writing to the Board

Chair or Vice Chair. A resignation shall become effective upon the date specified therein, or if no date is specified, upon receipt by the Corporation at its principal place of business. Any elected Director may be removed at any time, with or without cause, by a majority vote of the other sitting Directors.

Section 4.9. Compensation of Directors.

Directors will not receive compensation for services rendered in their capacities as Directors and no loans shall be made to any Director.

Section 4.10. Meetings of the Board.

All meetings of the Board and its committees are subject to the Georgia Open and Public Meetings Law, O.C.G.A § 50-14-1, et seq., and notice of meetings shall be provided as required therein. Unless otherwise addressed in these Bylaws or by Board policy, the Board shall defer to Robert's Rules of Order to govern its meetings.

4.10.1 Annual Meetings.

The Annual Meeting of the Board shall be held without other notice than this Bylaw, and as required by law, in the last quarter of the fiscal year, unless the Chairman, or the Board by resolution, provide for a different time and place for the holding of such annual meetings. The Annual Meeting may be held at such other time and place, without other notice than such resolution. The Annual Meeting may be held concurrently with a regular meeting. The purpose of the Annual Meeting is electing Directors and electing officers. Additionally, the Board may hear reports or transact other regular business as is necessary and appropriate.

4.10.2 Special Meetings.

Special meetings of the Board may be called at any time by the Chair of the Corporation. Further, special meetings of the Board must be called by the Chair within fourteen (14) days of receipt of a written request of any two (2) or more Directors. Written notice of special meetings shall be given to each Director not less than one (1) day prior to such meeting. The notice shall set forth the time, place and purpose of the meeting. The business to be transacted at any special meeting shall be limited to those items set forth in the notice or waiver thereof, or as otherwise permitted under the Georgia Open and Public Meetings Act.

4.10.3 Regular Meetings.

In addition to the Annual Meeting, the Board shall meet regularly throughout the year, with each such meeting being approximately one (1) month from the date of the previous regular meeting.

Section 4.11. Quorum.

A majority of all the Directors must be present in person at a meeting to constitute a quorum for the transaction of business at such a meeting.

Section 4.12. Action of the Board.

Except as otherwise provided by law, the Articles of Incorporation, or these Bylaws, the affirmative vote of a majority of the Directors present at a meeting at which a quorum is present shall be necessary for an action of the Board. A majority of the Directors present, whether or not a quorum exists, may adjourn any meeting of the Board to another time and place. Notice of any such adjourned meeting shall be given to the Directors who were not present at the time of adjournment.

A two-thirds majority vote of all unconflicted Directors shall be necessary for all actions by the Board relating to the following:

- A. Appointment of the School Leader
- B. Approval of the school budget
- C. Financing of school facilities
- D. Approval of charitable gifts, transfers, distributions, and grants by the Corporation to other entities;
- E. Adoption of an amendment to the Articles of Incorporation or the Bylaws; F. Organization of a subsidiary or affiliate by the Corporation;
- G. Approval of any merger, consolidation, sale, or other transfer of all or a substantial part of the assets of the Corporation.
- H. Approval of any agreement to enter into an agreement with a management company; and
- I. Approval of purchasing or disposal of real estate.

ARTICLE V OFFICERS

Section 5.1. Number.

The Corporation shall have a Chair, Vice Chair, Secretary, and CFO, each of whom shall be elected by the Board. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board. Unless otherwise provided under these Bylaws, only one named officer position may be held by the same person. The failure to elect an officer shall not affect the existence of the Corporation.

Section 5.2. Election and Term of Office.

All Officers of the Corporation shall be elected by a majority vote of the Board at the Annual Meeting. A duly elected Officer shall hold office for a term of one (1) year, commencing at the start of the next fiscal year, and until their earlier death, resignation, or removal. A duly elected Director may succeed himself or herself in an officer position subject to the term limits set forth in Section 4.6.

Section 5.3. Vacancies.

Any vacancy in any office because of death, resignation, removal, disqualification or otherwise (including removal in the event an Officer is not reelected during his or her term in office) shall be filled by an

election by the Board as set forth in Section 5.2 for the remaining unexpired term of such office.

Section 5.4. Resignation or Removal of Officers.

An officer of the Corporation may resign at any time by tendering his resignation in writing to the Chair or the Vice-Chair. Resignations shall become effective upon the date specified therein or, if no date is specified, upon receipt by the Corporation. An officer of the Corporation may be removed at any time, with or without cause, at any meeting of the Board by a vote of the Board as set forth in these bylaws.

Section 5.5. Chair.

The Chair of the Board shall preside at all meetings of the Board and shall perform such other duties as may be assigned by the Board. The Chair shall act as a duly authorized representative of the Board in all matters in which the Board has not formally designated some other person to act. The Chair may sign deeds, mortgages, bonds, contracts or other instruments which the Board has authority to execute and has approved such execution, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these Bylaws to some other officer or agent of the Corporation, or as otherwise required by law.

Section 5.6. Vice-Chair.

The Vice-Chair shall act in the place and stead of the Chair in the event of the Chair's absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the Board. The Vice-Chair shall also perform the services of the Secretary in the event of the Secretary's absence and shall keep or cause to be kept all of the records of the Corporation, record or cause to be recorded the minutes of the meetings of the Board, send out or cause to be sent out all notices of meetings of the Board and all Committees, attest to the seal of the Corporation where necessary or required, and keep or cause to be kept a register of the names and addresses of each Director. The Vice-Chair shall perform such other duties as may be prescribed by the Board.

Section 5.7. Secretary.

The Secretary shall keep or cause to be kept all of the records of the Corporation, record or cause to be recorded the minutes of the meetings of the Board, send out or cause to be sent out all notices of meetings of the Board and all Committees, attest to the seal of the Corporation where necessary or required, and keep or cause to be kept a register of the names and addresses of each Director. The Secretary shall act in the place and stead of the Vice Chair in the event of the Vice Chair's absence, inability, open position, or refusal to act, and shall exercise and discharge such other duties as may be required by the Board. The Secretary shall perform such other duties as may be prescribed by the Board.

Section 5.8. CFO.

The CFO shall ensure or cause to be ensured that a true and accurate accounting of the financial transactions of the Corporation is made and that such accounting is presented to and made available to the Board. The CFO shall also meet regularly with the appropriate designee to ensure oversight and budget compliance and perform such other duties as may be prescribed by the Board. This role may be filled by a member of the Board or be an outside contracted party.

Section 5.9. Other Officers.

Other officers elected by the Board shall have such duties and responsibilities as the Board deems advisable.

Section 5.10. Succession of Officers.

Unless otherwise directed by a vote of the Board, in the event that an Officer of the Corporation has not resigned or been removed but is unable to act in such position for a period of one (1) month or more, whether due to disability or other reason, then another Officer of the Corporation shall serve in that office until such Officer is either removed or is able to perform his services in the following order:

- A. The Secretary shall perform the services of the Vice-Chair.
- B. The Vice-Chair shall perform the services of the Chair.

Section 5.11. Salaries.

Officers will not receive compensation for services rendered as officers of the Corporation.

**ARTICLE VI
COMMITTEES OF THE BOARD**

Section 6.1. Committees of the Board.

The Board may, by resolution, establish standing committees and special committees of the Board. Each committee will abide by all applicable laws, including the Georgia Open and Public Meetings Act, O.C.G.A. §50-14-1, et seq. The delegation of authority to any committee shall not operate to relieve the Board or any Director from any responsibility imposed by law

Section 6.2. Standing Committees.

Standing committees shall be created as required by resolution of the Board. The purpose, duties, number of members and reporting requirements of each standing committee shall be specified in the resolution creating the committee. Standing committees shall remain active unless and until dissolved by resolution of the Board. The initial standing committees shall include Governance and Finance.

Section 6.3. Special Committees.

Special committees shall be created as required by a majority vote of the Board. The purpose, duties, active dates, number of members, and reporting requirements of each special committee shall be specified in the resolution creating the committee.

Section 6.4. Appointment of Members.

The Chair shall annually appoint members to standing committees at the Annual Meeting and designate a committee chair for each. Upon creation by the Board, the Chair may appoint members and designate a

chair for all special committees. If deemed advisable by the Board, the Chair may appoint non-Board members to serve at the pleasure of the Board on any standing or special committee. The Chair may fill vacancies on any standing or special committee as is deemed necessary.

The appointment of committee members and committee chairs, and the filling of vacancies by the Chair must be ratified by the Board.

Section 6.5 Committee Members' Term of Office.

Unless otherwise specified by resolution of the Board, members of each committee shall continue in office until the next annual meeting of the Board and until their successors are appointed, unless the committee of which they are members shall be sooner terminated by resolution of the Board or until their earlier death, resignation or removal as committee members.

Section 6.6. Committee Meetings.

Meetings of any committee may be called by the chair of such committee or upon the written request of one-third (1/3) of the committee members. The call for any meeting shall be by giving notice of such meeting to each member which sets forth its time and place and is delivered via first class or electronic mail at least two (2) days prior to such meeting. Notice shall also be provided to the public in accordance with any applicable provisions of Georgia's Open and Public Meetings Law, O.C.G.A. §§ 50-14-1 et seq. Unless otherwise provided in these Bylaws, a majority of the members of any committee shall constitute a quorum for the transaction of business. After a quorum has been established at a committee meeting, the subsequent withdrawal of committee members from the meeting so as to reduce the number of committee members present to fewer than the number required for a quorum shall not affect the validity of any action taken at the meeting. Each committee shall keep minutes of its meetings and report to the Board as necessary with recommendations.

Section 6.7. Resignation or Removal of Committee Members.

A member of any committee may resign at any time by tendering his resignation in writing to the Chair or Vice Chair of the Board. The Board may vote to remove any member from a committee for no reason or any reason, including but not limited to the member failing to attend three (3) consecutive meetings of the committee.

ARTICLE VII INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 7.1. Indemnification.

The Corporation shall indemnify to the fullest extent permitted by law each of its officers, Directors, whether or not then in office (and his executor, administrator and/or heirs) or any person who may have served at its request as a director or officer, of another corporation, partnership, joint venture, trust or other enterprise as well as the executor, administrator and heirs of any of them against all reasonable expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and necessarily incurred by him in connection with any threatened, pending or completed action, suit, proceeding or arbitration, whether civil or criminal, administrative or investigative (including any appeal

thereof), to which he is or is threatened to be made a party because he is or was a Director, officer, employee or agent of this Corporation, or such other corporation, partnership, joint venture, trust or other enterprise. He shall have no right to reimbursement, however, in relation to matters as to which he has been adjudged liable to the Corporation for gross negligence or willful misconduct in the performance of his duties to the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director, officer, employee or agent may be entitled.

Section 7.2. Insurance.

The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Corporation or who is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article VII.

ARTICLE VIII CONTRACTS, CHECKS, DEPOSIT BOOKS AND RECORDS

Section 8.1. Contracts.

The Board may authorize any officer or officers, agent or agents, 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. Any authorization beyond that which is provided for in these Bylaws shall be approved by resolution of the Board.

Section 8.2. Loans.

No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board, which authority may be general or confined to specific instances.

Section 8.3. Checks, Drafts, Etc.

All checks, drafts or other orders for the payment of money, notes or other evidence 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.

Section 8.4. Deposits.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may select.

Section 8.5. Gifts.

The Board may accept, on behalf of the Corporation, any contributions, gifts, bequests, or devises.

Section 8.6. Books and Records.

The Corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its Board and committees of the Board and in compliance with the Georgia Open and Public Meetings Law, O.C.G.A § 50-14-1 et seq. Any books, records and minutes may be in written form or in any other form capable of being converted into written form within a reasonable time.

Section 8.7. Financial Statements.

No later than two (2) months after the close of each fiscal year, the Corporation shall prepare a balance sheet showing in reasonable detail the financial condition of the Corporation as of the close of its fiscal year, a profit and loss statement showing the results of the operations of the Corporation during its fiscal year, and any other financial statements as may be required by a resolution of the Board. The balance sheets and profit and loss statements shall be filed in the principal office of the Corporation, shall be kept for at least five (5) years, and shall be subject to inspection during business hours by any Board member.

**ARTICLE IX
FISCAL YEAR**

Section 9.1. Fiscal Year.

The fiscal year of the Corporation shall begin on July 1 each year and end on June 30 of the subsequent year.

**ARTICLE X
NOTICE**

Section 10.1. General.

Whenever, under the provisions of any statute, the Articles of Incorporation or these Bylaws, notice is required to be given to any Director or officer, it shall not be construed to require personal notice; rather, such notice may be given, unless otherwise required by these Bylaws, either (1) personally, (2) by depositing the same in a post office box in a prepaid envelope, or (3) by electronic mail; in the case of electronic or first class mail, the notice shall be addressed to such Director or officer at his proper address as the same appears in the records of the Corporation; and three days after the same shall be so mailed or emailed shall be deemed to be the time of the giving of such notice.

Section 10.2. Waiver.

Whenever by law, the Articles of Incorporation or these Bylaws notice is required or permitted to be given to any Director or officer, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting, except when the person attends a meeting for the express purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE XI AMENDMENTS

Section 11.1. By Directors.

These Bylaws may be amended or repealed wholly or in part, consistent with any bylaws adopted by the Board, at any meeting at which a quorum is present and in accordance with Article IV hereinabove.

ARTICLE XII MISCELLANEOUS

Section 12.1. Inspection of Bylaws.

The Corporation shall keep in its principal office, the original or a copy of these Bylaws, as amended or otherwise altered to date, certified by the Vice- Chair, which shall be open to inspection by the Board of Directors at all reasonable times during office hours.

Section 12.2. Policies and Procedures.

Any action by the Board establishing policy or methods of procedure – administrative, business, academic or otherwise – not contained in these Bylaws shall be known as “Policies and Procedures of the Board.”

12.2.1. Policies and Procedures of the Board may be adopted by the Board or may be amended or repealed, in whole or in part, at any meeting of the Board in accordance with these Bylaws and the laws of the State of Georgia.

Section 12.3. Conflicts of Interest

12.3.1 Conflict of Interest Policy.

Each Board member shall sign a conflict-of-interest policy at the beginning of each fiscal year affirming his or her unconflicted loyalty to the interests of the Corporation. Additionally, every Director and Officer shall promptly disclose of any actual, potential, or perceived conflict of interest upon becoming aware of such conflict. The Conflict of Interest Policy documents will be shared annually with the SCSC, as required.

12.3.2 Definition of Family Member.

For purposes of this Section, “Family Member” means a spouse, parent, child, sibling, grandparent, grandchild, domestic partner, parent-in-law, child-in-law, sibling-in-law, or any individual residing in the same household.

12.3.3 Inquiry into Self-Dealing Transactions.

If the Board or its committees is made aware that a proposed action could constitute a Self-Dealing Transaction, it shall first conduct appropriate inquiry before entering into such action. “Self Dealing Transaction” means any transaction having the School as one party and one or more of the following among the other proposed parties to the transaction:

- A. Directors, Officers, or employees of the Corporation or school management company, or a Family Member of any of them;
- B. An entity in which a Director, Officer or employee of the Corporation or school management company, or a Family Member of any of them, holds a significant ownership or investment interest;
- C. An entity which employs or otherwise compensates a Director, Officer or employee of the Corporation or school management company, or employs or compensates a Family Member of any of them; and/or
- D. Any entity which has, as a member of its board of directors or trustees, a Director, Officer or employee of the Corporation or school management company, or a Family Member of any of them.

12.3.4 Approval of Self-Dealing Transactions. A Self-Dealing Transaction, as defined above, shall be voidable at the sole election of the Corporation unless the following provisions are satisfied:

- A. The Board shall hold one or more meeting(s) to discuss and vote on the transaction or arrangement resulting in the conflict of interest. An Interested Person may make a presentation to the Board, but after such presentation, shall leave the meeting(s) during the discussion of, and vote on the conflict of interest transaction.
- B. The Chair shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- C. After exercising due diligence to determine whether the Corporation can arrange a more favorable alternative transaction with reasonable efforts, the Board concludes that the proposed Self-Dealing Transaction is in the Corporation’s best interests and is fair and reasonable.
- D. The Board of Directors authorizes, approves, or ratifies the transaction by the affirmative vote of a majority of the disinterested Directors, and with disclosure or knowledge of the material facts concerning the Self-Dealing Transaction.

Interested Directors may not vote but may be counted in determining the presence of a quorum

at a meeting of the Board of Directors (or a committee thereof) that authorizes, approves, or ratifies such contract or transaction.

Section 12.4. Non-Discrimination.

The charter school operated by the Corporation shall permit students of any race, religion, color, ethnicity, socio-economic status, and national origin all rights, privileges, programs, and activities generally accorded or made available to students at the charter school.

ADOPTED this 25th day of August, 2026, I certify that the foregoing Sixth Amended and Restated Bylaws of Georgia Charter Educational Foundation, Inc. were approved and adopted by and on behalf of the Corporation by its Board of Directors on August 28, 2026, and are currently in effect.

Dated: August 25th, 2026

By:

Board Chair

APPENDIX A

(This list is not updated regularly, this is only to clarify staggered terms as stated in the Fifth Amended and Restated Bylaws of the Corporation.)

The purpose of Appendix A is to designate the expiration date for the current term of members of the Board of Directors to enable staggered terms in accordance with Section 4.6 of the Fifth Amended and Restated Bylaws of the Corporation.

The term of each Director presently serving at the time of adoption of the Fifth Amended and Restated Bylaws shall expire as follows:

June 30, 2026

1. Jennifer Hughey

June 30, 2027

2. Josh Le

June 30, 2028

3. Jacob Cole
4. TBD
5. TBD