

**AMENDED BYLAWS
OF
LDS EARTH STEWARDSHIP
a Non-Profit Corporation**

August 8, 2013

Article I: Name

The name of this Corporation shall be LDS Earth Stewardship (hereinafter referred to as the "Corporation").

Article II: Type

The Corporation is a not-for-profit public charity, incorporated under the laws of the State of Utah.

Article III: Purposes

Section 1: The Corporation is organized for those general purposes set forth in its Articles of Incorporation, and subject to the powers and limitations of those same Articles.

Section 2: All purposes of the Corporation will be accomplished in a charitable and educational manner consistent with the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 3: The Corporation is a community of volunteers united by belief in gospel principles of earth stewardship. The mission of the Corporation is to define, explore, promote, and act on principles of earth stewardship.

Section 4: Additional specific purposes for which the Corporation has been formed are enumerated as follows:

- A. Increase public awareness and understanding of principles of earth stewardship based on the doctrines, publications, teachings, and history of The Church of Jesus Christ of Latter-day Saints.
- B. Publicize, celebrate, and promote exemplary earth stewardship initiatives of The Church of Jesus Christ of Latter-day Saints, its subsidiaries, and individuals, including initiatives addressing energy efficiency, water conservation, pollution reduction, public health, biological diversity, sustainability, and land use.
- C. Develop and disseminate educational materials and information for an LDS audience and for the general public.

D. Partner constructively with The Church of Jesus Christ of Latter-day Saints and other organizations, individuals, and agencies in the public and private sector to accomplish the Corporation's purposes.

E. Sponsor activities, service projects, workshops, conferences, contests, research, and programs that promote understanding and practice of earth stewardship.

F. Engage stakeholders from diverse geographic, cultural, and political backgrounds to address resource and environmental challenges using shared principles of stewardship to identify and implement consensus solutions.

G. Provide supportive community, social, and fellowship opportunities for members of the Corporation and the larger community.

Section 5: The Corporation will accomplish its purposes by fostering a harmonious and supportive association with The Church of Jesus Christ of Latter-day Saints (LDS Church), its representatives, its members and those of other faiths.

Section 6: The Corporation's activities may include attempting to influence legislation up to the financial limits imposed by the Tax Reform Act of 1986 or as subsequently amended for 501(c)(3) tax-exempt organizations. The Corporation will not participate in any political campaign on behalf of any candidate for public office, or any other activities prohibited a tax-exempt or tax-deductible 170(c)(2) organization of the Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue Code.

Article IV: Membership

Section 1. Eligibility. Membership in this Corporation shall be open to all persons who support the purpose of the Corporation, are willing to provide at least one hour of service to the Corporation, and who pay membership dues, if any, as determined by the Board of Directors. Membership is authenticated through official registration with the Secretary.

Section 2. Voting and other rights: Each registered member shall be entitled an equal vote in any general election of the Corporation. If over 18 years of age, each member shall also have the right to serve as a Director, Officer, or in any other official capacity of the Corporation.

Section 3. Termination. Membership termination may occur by (a) the failure to pay renewal dues when due, (b) filing a written termination with the Secretary, or (c) action of the Board of Directors. Such termination shall not entitle a member to a refund of any portion of their dues.

Section 4: Records. For the purpose of determining voting eligibility and for other purposes, the Secretary shall maintain membership records, including full name, email address, and mailing address for all members.

Section 5: Benefits. Additional membership benefits may be established by the Board of Directors.

Section 6: Responsibilities of members. Members are expected to support the Corporation through time and resources, and to vote in elections.

Article V: Board of Directors

Section 1: Powers. The Board of Directors shall appoint Officers and Administrative Committees for the management of the Corporation.

Section 2: Qualifications. All members of the Corporation in good standing, as described in Article 4, Section 1 and over the age of 18 years are eligible to serve as Directors or Officers. As representatives of the Corporation, it is essential that the actions of Board members reflect honorably on the Corporation, fostering its mission to work harmoniously with The Church of Jesus Christ of Latter-day Saints to explore and promote principles of earth stewardship as taught by the LDS Church. The Board of Directors should reflect the geographical diversity of the membership.

Section 3: Composition and term.

A. Board composition. The Board of Directors shall consist of no fewer than seven (7), nor more than eleven (11) members, each of whom shall be elected to serve a two year term.

B. Elections and terms of office. Board of Directors shall be elected for two-year terms beginning in January of the year following the fall election. Terms shall be staggered so no less than three, and no more than six Directors are elected annually. Candidates will be elected to the Board of Directors through an annual vote of the general membership in the manner specified in Article X of the Bylaws.

C. Vacancy. A vacancy in the Board shall be filled by a vote of the majority of Directors then in office, and any Director so elected shall serve until an elected successor takes office.

D. Leave. A member of the Board of Directors may take a leave for any reason for a period of up to six (6) months upon written notice to the Board. A leave from the Board shall not be considered a vacancy, however if a leave reduces the membership of the Board below the minimum required number, the Board may

be filled as provided herein. During a period of leave, a Director on leave shall not be considered when determining the number of Directors needed to form a quorum or when determining a majority for any action of the Board.

E. Board nomination. Candidates for election to the Board will be nominated by the Board Nominating Committee or by self-nomination. Any self-nominating candidate shall submit to the Elections Committee at least ten (10) days prior to the general election their name and a paper or electronic petition signed by a number of members equal to five (5) percent of the number of members who participated in the previous general election.

F. Quorum. A Quorum shall consist of more than half of the members of the Board.

Section 4: Responsibilities. Members of the Board of Directors are expected to participate in all Board meetings, serve on committees, and generally support the Corporation through contributions of time and resources. In the event that a Board member will not be able to attend a Board meeting, the Board member should give prior notice to at least one of the other Board members beforehand.

Section 5: Removal from office. Members of the Board of Directors may be removed from office with or without cause by a vote of two-thirds of the members of the Board. Such a vote shall require 30 day advance notice to the general membership. Potential behavior that could lead to removal include but are not limited to: failure to disclose conflict of interest and other actions that could jeopardize the Corporation's non-profit status, or any action that reflects poorly on the Corporation or undermines the purposes of the Corporation.

Article VI: Officers

Section 1: Qualifications and term of office. Officers shall be members of the Board of Directors. The Officers shall be nominated and elected by the Board of Directors, which shall elect said Officers at its regularly scheduled meeting after newly elected members of the Board take office. The term of office of each Officer shall commence immediately at the end of the Board meeting, and continue approximately one (1) year thereafter, unless the Officer is removed from office by a vote of the Board. Officers may be elected to successive terms. Each Officer shall hold office until a successor has been duly elected. Vacancies may be filled at any meeting of the Board of Directors.

Section 2: Responsibilities. The Officers are expected to participate in all Board meetings, serve on committees, and generally support the Corporation through contributions of time and resources. In the event that an Officer will not be able to attend a Board meeting, they should give prior notice to at least one of the other Board

members beforehand. Officers shall have the following duties and such others as may from time to time be prescribed by the Board of Directors.

A. Chair. The Chair shall be chosen from among the members of the Board. The Chair shall be the principal executive Officer of the Corporation and shall supervise all the business and affairs of the Corporation, subject to the authority of the Board of Directors. The Chair shall be responsible for setting the Board meeting agendas, securing meeting locations and/or necessary meeting technology, and presiding at all meetings of the members and of the Board of Directors. The Chair shall sign, with the Corporate Secretary, or other proper Officers of the Corporation authorized by the Board, any deeds, contracts, or other instruments which the Board of Directors may have authorized to be executed. The Chair is the authorized spokesperson for the Corporation under the direction of the Board, and is an ex-officio member of all Standing and Ad Hoc Committees, except when there is a direct conflict of interest.

B. Vice-Chair. The Board may elect a Vice-Chair. In the absence, or inability to act, of the Chair, or if the office of Chair be vacant the Vice-Chair shall perform the duties and exercise the powers of the Chair, subject to the right of the Board from time to time to extend or confine such powers and duties, or to assign them to others. The Vice-Chair shall have such other powers and perform such other duties as may be assigned by the Board of Directors or the Chair. The Vice-Chair is an ex-officio member of the Public Outreach Committee.

C. Treasurer. The Treasurer shall keep and maintain the books of account and shall have charge and custody of, and be responsible for, all funds and securities of the Corporation, and timely deposit all such funds in the name of, and to the credit of the Corporation in such banks, credit unions, or other depositories as shall be selected by the Board of Directors. The Treasurer shall also perform such other duties customarily incident to the office including the filing of required state or federal corporate tax returns and such other duties as from time to time may be assigned by the Board of Directors. Corporation checks may be signed by the Chair, Vice-Chair, or Treasurer. The Treasurer is an ex-officio member of the Finance Committee.

D. Secretary. The Secretary shall maintain a record of all proceedings of the Board of Directors and meetings and will publicize this record for review by the general membership. Duties also include maintaining a permanent correspondence file, and to keep a current list of the Corporation's members, Directors and Officers, and their mailing/emailing addresses and telephone numbers. The Secretary is an ex-officio member of the Membership Committee.

E. Executive Secretary. If an Executive Secretary is elected, it shall be the duty of the Executive Secretary to file the annual report with the State of Utah, to serve

as registered agent for the Corporation, to maintain a file of all Resolutions of the Corporation, to advise the Officers and Directors of the duties of the Corporation as set forth in these Bylaws and any Resolutions of the Board. In the absence, or inability to act, of the Secretary, or if the office of Secretary be vacant the Executive Secretary shall perform the duties and exercise the powers of the Secretary.

Article VII: Administrative Committees

Section 1: In addition to being governed by the Board of Directors, the Corporation shall be managed by Standing Committees and Ad Hoc Committees. The actions of each committee shall be reported in regular meetings of the Board of Directors, and will be subject to approval and ratification by the Board.

Section 2: Standing Committees. Standing Committees shall exist on a permanent basis and will be responsible for the management, direction and control of the affairs of the Corporation. Each Standing Committee shall consist of no fewer than two (2) members of the Board of Directors. Volunteers from the general membership of the Corporation are allowed to serve on Standing Committees and will be encouraged to do so. The Board will form the following Standing Committees, in addition to others as necessary:

A. Membership. This committee will be responsible for increasing the membership of the Corporation and ensuring the accuracy of membership records. This committee will also be responsible for publishing communications from the Board of Directors to the general membership, including, but not limited to, minutes from the Board meetings and reports of the annual budget. The Chair and Secretary shall be ex-officio members of the Membership Committee.

B. Public outreach. This committee will oversee all public communications in all forms of media such as the Internet, newspaper, radio, television and all printed publications. This committee will have specific responsibility for the Corporation's blog, web site, Google group, Facebook group, other social media, etc. This committee will also have responsibility for all activities and educational outreach and will work in conjunction with all Ad Hoc Activities committees. The Chair and Vice-Chair shall be ex-officio members of the Public Outreach Committee.

C. Finance. This committee will oversee all matters related to the Corporation's finances, with specific responsibility over the annual budget, fundraising, audits, reimbursements, and financial reports. This committee will be responsible for providing individual members with a record of any donations they have made to the Corporation. The Chair and Treasurer shall be ex-officio members of the Finance Committee.

Section 3: Ad Hoc Committees. Ad Hoc Committees shall be organized by the Board of Directors to accomplish specific tasks on an as-needed basis and will be dissolved by the Board of Directors when these tasks have been accomplished. Each Ad Hoc committee shall consist of no fewer than one (1) member of the Board of Directors. The following Ad Hoc Committees will be formed:

A. Elections. Under the direction of the Board, this committee is responsible for scheduling at the direction of the Board, conducting, and ensuring the integrity of general elections. They are responsible for ensuring that each member of the Corporation is allowed an equal vote and for publicly certifying the results of the election. Members of the Elections Committee can not be candidates for election during the upcoming general election. The Elections Committee shall be appointed at least thirty (30) days before any general election, and shall ensure that elections are conducted in accordance with Article 10. The Committee will be dissolved after the election results have been certified and announced publicly.

B. Board nominating. This committee is responsible for identifying and recruiting at least as many candidates for Board of Directors as there are contested seats for each Board election. The committee will be responsible for ensuring that potential nominees will be willing and able to serve on the Board and that they will support the mission and purposes of the organization. Members of the Board Nominating Committee can not be candidates for election during the upcoming general election. The Board Nominating Committee shall be appointed at least thirty (30) days before any election of the Board. The committee will be dissolved after the election results have been certified and announced publicly.

C. Activities. One or more of these committees may be formed as necessary to manage one or an ongoing series of activities, events, or initiatives on behalf of the organization. The committees may be dissolved by the Board of Directors after completing their assigned tasks. All Ad Hoc Activities committees will work in conjunction with the Public Outreach standing committee.

D. Miscellaneous. Any other Ad Hoc Committee can be formed or dissolved by the Board of Directors for any purpose on an as-needed basis.

Article VIII: Meetings

Section 1: Regular meetings of the Board of Directors. The Board of Directors shall at least every other month at locations designated by the Board. Meetings shall be noticed to the general membership in advance. If meetings at a single location are geographically infeasible, conference calls, video conferencing, or other electronic means of communicating may take the place of physical meetings. A general meeting

calendar available to the general membership may be provided in lieu of a specific notice for each meeting. Any cancellation of a regularly scheduled meeting shall be noticed to the general membership in advance.

Section 2: Special meetings of the Board of Directors. Special meetings of the Board may be convened in extraordinary circumstances to address issues that require deliberation or a decision by the Board prior to a regularly scheduled Board meeting. A special meeting must be requested by at least two Board members, and shall be convened within such reasonable time as a quorum can be assembled. Special meetings of the Board shall be noticed to the general membership in advance.

Section 3: Electronic voting. The Board may designate voting on specific items carried over from a meeting of the Board to be conducted by electronic means, such as email or Internet. In all cases, the results of such voting shall be included as an addendum to the meeting minutes for certification and approval by the Board.

Section 4: Member notice and participation. Except when addressing confidential legal or personnel matters, meetings of the Board and Officers shall be open to the general membership. Official actions shall be announced to the general membership, and meeting minutes shall be made available upon request to the general membership. Meetings or portions of meetings addressing confidential or personnel issues shall be identified in the meeting notice.

Section 5: Standing and Ad Hoc Committee meetings. Standing and Ad Hoc Committee meetings shall be open and announced to the general membership, which shall be encouraged to attend. The frequency of the meetings shall be determined by the members of each Committee.

Section 6: Activities and events. Community events and activities that foster the purposes of the Corporation shall be organized as frequently as practicable, but at least twice each year.

Section 7: Fall Annual Membership Meeting. At least one gathering of general members shall be organized annually for fellowship, awards, education, training, or for other purposes. This meeting shall be held in conjunction with, or around the same time as, the fall (semi-annual) LDS General Conference.

Article IX: Advisory Committee

Section 1: Appointment. The Board may appoint a non-voting Advisory Committee, members of which need not be members of the Corporation.

Section 2: Purpose. The purpose of the Advisory Committee will be to provide guidance for the Corporation based on expertise or experience related to earth stewardship. The

Advisory Committee may include educators, artists, writers, scientists, and other community leaders.

Section 3: Responsibilities. Responsibilities of the Advisory Committee will be determined by the Board.

Article X: General Elections

Section 1: Election. Election of the Board of Directors, as well as other purposes, will require a vote of the general membership.

Section 2: Voting. Voting of the general membership shall be managed by the Elections Committee, which will be responsible for ensuring the integrity of elections, including taking reasonable measures to ensure that elections are adequately noticed in advance, that equal and adequate opportunities are provided for all members to vote, that voting is limited to members, that all candidates are on the ballot, that all candidate statements are publicized, and that voting is confidential. The means of balloting and voting shall be established by the Elections Committee, with approval by the Board.

Section 3: Occurrence. Elections shall commence not more than 60 days following the Fall Annual Membership meeting and shall conclude no later than December 31. Elections will be conducted under the direction of the Elections Committee. The elected members of the Board of Directors will take office on January 1 of the following year, or as soon thereafter as the election results are certified.

Section 4: Notice of general elections. Elections shall be scheduled by the Elections Committee at the direction of the Board. The general membership will be notified of an upcoming election at least 30 days prior to the close of voting. The voting period for each election shall be at least seven days.

Section 5: Participation. Valid elections shall require voting by the greater of twenty members or twenty percent of the number of members voting in the previous general election.

Section 6: Results. The Elections Committee will certify results of valid elections. Elections nullified due to insufficient voter participation, or for some other reason, will be immediately rescheduled by the Elections Committee.

Section 7: Special elections. A special election may be called if the Board of Directors determines that a special election is necessary to address an issue that cannot wait until the regularly scheduled annual election.

Article XI: Political Activity

Section 1: Political parties and candidates. Consistent with 501(c)(3) legal requirements and for other reasons, the Corporation must not ever endorse nor use its financial and other resources to show preferential support for specific political parties or candidates. Board members and general members of the Corporation must not ever imply Corporate endorsement for specific political parties or candidates. Neither official publications of the Corporation nor the Corporation's web publications or social networking media should imply political endorsement. Personal political preferences must be clearly distinguished from endorsements by the Corporation—especially at official events or meetings sponsored by the Corporation.

Section 2: Ballot measures or legislation. Subject to approval from the Board of Directors, and consistent with 501(c)(3) legal requirements, the Corporation may support or endorse ballot measures or legislation that are relevant to the Corporation's mission and purpose. Approval of such action shall require an affirmative vote of at least three-fourths of the Board of Directors.

Section 3: Voter education. Subject to review and approval from the Board of Directors, the Corporation may participate in public education events that are meant to educate voters about political issues. However, the Corporation must provide equal opportunities for participation by all political candidates. The Corporation can only participate in public education events as long as it does not appear to endorse specific political parties or candidates. Approval of such action shall require an affirmative vote of at least three-fourths of the Board of Directors.

Article XII: Financial Conflict of Interest

Section 1: Establishment of policy. For 501(c)(3) legal compliance and for other reasons, the Corporation has established a Financial Conflict of Interest Policy that includes the following requirements.

Section 2: Disclosure. Potential financial conflicts of interest of Officers or Board members must be fully disclosed to the Board of Directors prior to any financial transaction or arrangement by the Corporation.

Section 3: Board determination. The Board of Directors will determine whether an Officer or Board member has a financial conflict of interest.

Section 4: Recusal. The Board of Directors may authorize financial transactions or arrangements that it determines are in the best interests of the organization, provided that Board members with financial interests in the transaction or arrangement do not participate in such votes.

Section 5: Recording. The minutes of all discussion and voting related to conflicts of interests shall be carefully recorded, archived, and provided to auditors upon request.

Article XIII: Limitation of Liability of Directors

Section 1: Liability. A director is not liable to the Corporation or members for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by a statute of the State of Utah. However, nothing contained herein shall eliminate or limit the liability of a Director for:

- A. A breach of Director's duty of loyalty to the Corporation and its members;
- B. An act or omission not in good faith or that involves intentional misconduct or knowing violation of the law; or
- C. A transaction from which a Director received an improper benefit.

Article XIV: Indemnification

Section 1: Indemnification of directors, officers, etc. The Corporation hereby declares that any person who serves at its request as a trustee, officer, employee, chair or member of any committee, or on behalf of the Corporation, shall be deemed the Corporation's agent for the purposes of the Article and shall be indemnified by the Corporation against expenses (including attorney fees), judgments, fines, excise taxes, and amounts paid in settlement actually and reasonably incurred by such person who was or is a part or threatened to be made a party to any administrative or investigative action by reason of such service, provided such person acted in good faith and in a manner he or she reasonably believes to be in the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. Except as provided in Article 15, Section 3, termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plead of *nolo contendere* or its equivalent shall not of itself create either a presumption that such person did not act in good faith and in a manner which he or she reasonably believed to be in the best interest of the Corporation or, with respect to any criminal action or proceeding, a presumption that such person had reasonable cause to believe that his or her conduct was unlawful.

Section 2: Indemnification against liability to Corporation. No indemnification shall be made in respect of any claim, issue, or matter as to which person covered by Section A shall have been adjudged to be liable for gross negligence or misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the court in which such action, suit or proceeding was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances

of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such court shall deem proper.

Section 3: Indemnification in criminal actions. No indemnification shall be made in respect of any criminal action or proceeding as to which a person covered by Section A shall have been adjudged to be guilty unless and only to the extent that the court in which such action or proceeding was brought shall determine, upon application, that despite the adjudication of guilt but in view of all the circumstances of the case, such person is entitled to indemnification for such expenses or fines which such court shall deem proper.

Section 4: Other indemnification. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which any person may be entitled under the articles of incorporation, any agreement, any other provision of these bylaws, vote of the disinterested directors or otherwise, and any procedure provided for by any of the foregoing, both as to action in his or her official capacity and as to action in another capacity while holding such office.

Section 5: Period of indemnification. Any indemnification pursuant to this Article shall (1) be applicable to acts or omissions which occurred prior to the adoption of this Article, and (2) continue as to any indemnified party who has ceased to be a trustee, officer, employee, or agent of the Corporation and shall inure to the benefit of the heirs and personal representatives of such indemnified party. The repeal or amendment of all or any portion of these bylaws which would have the effect of limiting, qualifying or restricting any of the powers or rights of indemnification provided or permitted in this Article shall not, solely by reason of such repeal or amendment, eliminate, restrict, or otherwise affect the right or power of the Corporation to indemnify any person, or affect any right of indemnification of such person, with respect to any acts or omissions which occurred prior to such repeal or amendment.

Section 6: Insurance. By action of the Board of Directors, notwithstanding any interest of the directors in such action, the Corporation may, subject to Section H, purchase and maintain insurance, in such amounts as the Board may deem appropriate, on behalf of any person indemnified hereunder against any liability asserted against him or her and incurred by him or her in his or her capacity of or arising out of his or her status as an agent of the Corporation, whether or not the Corporation would have the power to indemnify him or her against such liability under applicable provisions of law. The Corporation may also purchase and maintain insurance, in such amounts as the Board may deem appropriate, to insure the Corporation against any liability, including, without limitation, any liability for the indemnifications provided in this Article.

Section 7: Right to Impose conditions to indemnification. The Corporation shall have the right to impose, as conditions to any indemnification provided or permitted in the Article, such reasonable requirements and conditions as the Board of Directors may

deem appropriate in each specific case, including, but not limited to, any one or more of the following: (1) that any counsel representing the person to be indemnified in connection with the defense or settlement of any action shall be counsel that is mutually agreeable to the person to be indemnified and to the Corporation; (2) that the Corporation shall have the right, at its option, to assume and control the defense or settlement of any claim or proceeding made, or threatened against the person to be indemnified; and 8 that the Corporation shall be subrogated, to the extent of any payments made by way of indemnification, to all of the indemnified person's right of recovery, and that the person to be indemnified shall execute all writings and do everything necessary to assure such rights of subrogation to the Corporation.

Section 8: Limitation on indemnification. Notwithstanding any other provisions of these bylaws, the Corporation shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with qualification of the Corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code or would result in liability under Section 4941 of the Internal Revenue Code.

Article XV: Miscellaneous

Section 1: Amendments to Bylaws and Articles of Incorporation. The Bylaws and the Articles of Incorporation of the Corporation may be approved, amended, or repealed by an affirmative vote of at least three-fourths of the Board of Directors. All changes to the Bylaws or Articles of Incorporation shall be published to the general membership.

Section 2: Interpretation of Bylaws. In the event of disagreement, interpretation of these Bylaws will be decided by the Board.

Section 3: Conveyances of encumbrances. Property of the Corporation may be assigned, conveyed, or encumbered by such officers of the Corporation as may be authorized to do so by the Board of Directors, and such authorized persons shall have power to execute and deliver any and all instruments of assignment, conveyance, and encumbrance, however, the sale, exchange, lease, or other disposition of all or substantially all of the property and assets of the Corporation shall be authorized only in the manner prescribed by applicable statute.

Section 4: Loans to directors and officers prohibited. No loans shall be made by the Corporation to any of its directors or officers. Any trustee or officer who assents to or participates in the making of any such loan shall be liable to the Corporation of the amount of such loan until it is repaid.

Section 5: Approval of expenditures. Financial expenditures will require the approval of the Treasurer and the Chair. Any expenditure exceeding \$500 will require approval by the Board.

Section 6: Employees. The Corporation may hire one or more employees for Operations Management, Financial Management, or Development Management.

Section 7: Severability. The invalidity of any provision of these bylaws shall not affect the other provisions hereof, and in such event these bylaws shall be construed in all respects as if such invalid provision were omitted.

The foregoing Bylaws were adopted by resolution of the Board of Directors at the meeting of the Board held on the 8th day of August, 2013.

Attested:


Peter Ashcroft, Chair


Rachel Mabey Whipple, Secretary


Soren Simonsen, Executive Secretary