

Fox Park Neighborhood Association Bylaws

Revised October, 2019

Article I – Corporate Name

Section 1.1: Corporate Name. The name of the corporation shall be the Fox Park Neighborhood Association, a not-for-profit corporation incorporated under the laws of the State of Missouri and referred to hereinafter as "the Association."

Article II – Purpose

Section 2.1: Purpose. The purpose for which the Association is formed is set forth in these Bylaws. The Association is organized to improve the quality of life in the surrounding community through neighborhood improvement and beautification and to promote Fox Park as a desirable neighborhood and place to live, including the promotion of historic preservation. The Association is organized exclusively for charitable and educational purposes that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

Section 2.2: Boundaries. Fox Park is an area defined by the following boundaries: Interstate 44 on the North, Jefferson Avenue on the East, Gravois Avenue on the South, and Nebraska Avenue on the West, all within the City of St. Louis, State of Missouri.

Article III – Conflict of Interest

Section 3.1: Funds and Activities. No part of the Association funds shall benefit, or be distributed to, any person or organization, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in these Bylaws. No part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Bylaws, the Association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (b) by an association, contributions to which are tax deductible under section 170(c)(2) of the Internal Revenue Code.

Section 3.2: Dissolution of the Association. Upon the dissolution of the Association, assets shall be distributed to one or more exempt organization(s) within the meaning of section 501(c)(3) of the Internal Revenue Code. Any asset(s) not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Association is then located, currently the City of St. Louis, 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 IV – Membership

Section 4.1: Membership. Membership or participation within the Association shall be available without regard to race, color, creed, national origin, disability, religion, gender, or sexual orientation. Members, Friends, Officers, Committee Members, and/or agents of the Association shall not be individually or personally liable for the debts, liabilities, or obligations of the Association.

Section 4.2: Voting Membership Eligibility. All residents and all non-resident property owners are eligible for a voting membership in the Association, if they are 18 years of age or older. All businesses (whether profit or not-for-profit) physically located within the boundaries of Fox Park are eligible for a voting membership in the Association as set forth below.

Section 4.2.1: Resident Individual Members and Voting. All residents may become regular members of the Association. Each dues-paid individual resident member that is in good standing shall have a vote, subject to Sections 4.6 and 5.2. In the event more than one resident resides in a particular property, that shall constitute a “family” for the purposes of this Article. No “family” shall be entitled to more than two votes regardless of the number of individuals who comprise the “family.”

Section 4.2.2: Business Members and Voting. All businesses physically located within the boundaries of Fox Park, or a non-resident property owner if there is not a corresponding business associated with said property, may become a Business Member of the Association. Each business which is a Business Member of the Association may cast only one vote, which shall be cast by the owner or designated representative of said Business Member. In no event shall any owner of a business be granted more than one vote by virtue of participation in ownership of one or more corporations or businesses. If a person is a business owner and a resident of Fox Park, or is owner of multiple businesses, they shall be granted only one vote in the aggregate. The provisions of this Section 4.2.2 are not intended to infringe upon the votes a “family” may cast pursuant to Section 4.2.1.

Section 4.3: Friends of Fox Park. Any person who does not qualify for membership as described elsewhere in Article IV may become a non-voting member of the Association and can participate as a Friend of Fox Park.

Section 4.4: Good Standing. A member in "good standing" is defined as a current resident household or business that has currently paid the respective Association dues for the household, corporation, or business required by Section 4.6 of this Article. A member will be considered in good standing, unless the member has been suspended or removed with cause per Section 4.5.

Section 4.5: Member Suspension, Removal, or Expulsion. A member can be expelled for misconduct when the resident member/business member acts in a way as to seriously misrepresent or undermine the Association. These actions can include, but are not limited to:

- 1) Unauthorized use of the Corporation seal,
- 2) Falsely holding oneself out as an Association representative,
- 3) Unauthorized use of confidential Association information, including but not limited to membership list or financial records.

Section 4.5.1: Suspension Process. The suspension process shall be initiated upon agreement of 2/3 of the Board Members of the Association, by bringing a motion to expel a member before general membership at a regularly scheduled meeting attended by at least a quorum of the voting members.

The members shall be notified prior to the General Meeting via the Association website that the expulsion process will be initiated at that meeting as set forth below. Such a motion to expel the member shall be accompanied by an affidavit stating the facts of misconduct and signed under oath by a member with knowledge of the facts.

The member against whom disciplinary action is sought is entitled to a written notice of the motion and the reason for the proposed expulsion at least 10 calendar days prior to the General Meeting at which the motion will be made. Said notice shall be effective if made via electronic mail and/or United States mail to the address provided by said member to the Association or wherever else said member may be found. The member in question shall have the opportunity to represent themselves in the discussion should they desire. Failure of the member in question to appear or reply will not defer action from being taken.

The voting members will be verified and matched against an official membership list with the voting being completed via a ballot vote. Upon the vote of 2/3 of the voting members attending the meeting (excluding the member against whom disciplinary action is sought) and in favor of expelling a member such member shall be expelled until a General Meeting vote in favor of re-admitting the expelled member.

Section 4.5.2: Member Reinstatement. A motion to re-admit an expelled member may come from any voting member in attendance at the General Meeting of the membership not less than six months has expired from the date of expulsion. An expelled member shall not be re-admitted without the proper motion to re-instate, 2/3 votes of the Board, 2/3 vote of the membership, and payment of requisite dues.

Section 4.6: Dues. Membership dues are paid on an annual basis in January, or at the time a new member requests membership. In the event that dues are paid in October, November or December, they shall carry over to the next calendar year.

The amount of yearly dues shall be \$40.00 for a Dog Park Resident/Non-Resident, \$25.00 for Business Members, \$20.00 for Homeowner Member (family), \$12.00 for Renter Member (family), \$10.00 for Senior Member (family, one member of which must be 65 years of age or older), and \$15.00 for a Friend of Fox Park. The Board shall have the right to increase any or all of these dues from time to time upon a 2/3 vote.

In the event that a Members' dues, or part thereof, are refunded for any reason, said Member shall remain in good standing unless the provisions of section 4.5.1 herein are followed.

Section 4.7: Membership List. Both the Treasurer and the Recording Secretary of the Association shall maintain the membership list based upon paid membership dues. The membership list shall not be released to anyone for non-Association purposes.

Article V – General Membership, Meetings and Quorum

Section 5.1: General Membership Meeting Frequency and Location. General membership meetings of the Association shall be held monthly in the neighborhood at a location, date, and a time agreed upon by the Board, except December when the Association will not meet. In the event that general membership meetings are typically held on the last Thursday of the month, then in the month of November, if said general membership meeting would conflict with the Thanksgiving holiday, the meeting will instead be held on the prior Thursday. No meetings will be held on the days when St. Louis Public schools are closed due to inclement weather.

Section 5.2: General Election Meeting. The election meeting shall be held in November. All members must be in good standing and must be members of the Association on or before September 30 of the same calendar year to vote in the general election.

Section 5.3: Special Meetings. Special General Meetings may be called by the Board of the Association. A notice of the time and place of any meeting shall be posted on the Association website and other electronic media at least seven calendar days prior to the meeting.

Section 5.4: Meeting Protocol. All meetings shall be conducted in accordance with these Bylaws and "Robert's Rules of Order".

Section 5.5: Quorum. A quorum for General Meetings consists of those present at the General Meeting. Any Association vote called for under these Bylaws requires only the specified percentage of the quorum at any General Meeting.

Section 5.6: Order of Business. The order of business for the meetings of the members of the Association shall be completed per Robert's Rules of Order. The proposed meeting minutes shall be provided for publication via the Association website prior to the General Meeting when the meeting minutes will be approved.

Article VI – Association Board

Section 6.1: Association Board Composition. The Board is comprised of the elected officers (see Article VII). The Board meeting is open and chairs of standing and ad hoc committees (see Article VIII) are encouraged to attend.

Section 6.2: Authority. The affairs of the Association shall be managed by the Board. The Board may exercise all powers, rights, and privileges of the Association, whether expressed or implied by the Articles of Incorporation or these Bylaws.

Section 6.3: Responsibilities. The responsibilities of the Board of Directors shall be:

- 1) To transact necessary business in the intervals between General Meetings of the Association and transact or conduct such business as may be referred to it by the Association.
- 2) To approve plans and the budget of the standing and ad hoc committees.
- 3) To present a report at the General Meetings of the Association.
- 4) To appoint an auditor or auditing committee as per the requirements of the Bylaws set

forth in Section 7.4.5.

- 5) Such other and further responsibilities as shall be set forth in the Bylaws or referred to it by the Association.

Section 6.4: Regular Association Board Meetings. Board Meetings shall be open and shall be held monthly during the year, at a time and place to be set by the President, and approved by the Board at its first meeting of the year, except December when the Board will not meet. No meetings will be held on the days when St. Louis Public schools are closed due to inclement weather.

Section 6.5: Quorum and Minutes. A majority of the Board shall constitute a quorum. Minutes from each Board Meeting shall contain issues on which the Board voted and shall be maintained by the Recording Secretary.

Section 6.6: Special Association Board Meetings. Special Board Meetings may be called by the President or by a majority of the members of the Board. Minutes from each special Board meeting shall contain issues on which the Board voted. Such Special Board Meetings may, upon agreement of a majority of the Board, include vote(s) on issues via ballots cast electronically by the Board members.

Section 6.7: Qualification. Subject to the provisions of Section 7.2.1, officers must be Association members in good standing and must be members of the Association for a period of at least 60 days prior to taking office.

Section 6.8: Vacancies. In the event of the resignation or the passing of an officer, the remaining Board members will elect a member of the Association, who is in good standing, to serve the remainder of the officer's un-expired term. This vote will be ratified by the general membership at the next General Meeting. A majority vote is required for passage. If the office of President or the Treasurer becomes vacant, the Vice President and the Assistant Treasurer shall complete the remainder of the respective term. If the office of the Past-President becomes vacant, no action will be taken.

Section 6.9: Resignation. An officer may resign by delivering a written resignation to the President or to the Recording Secretary of the Association. The resignation can be delivered to a Board Meeting. Such resignation shall be effective upon receipt, unless specified to be effective at some other time, and acceptance thereof shall not be necessary to make it effective unless the resignation so states.

Section 6.10: Suspension or Removal. For cause, an Officer or a Committee Chair may be suspended or removed from said office or position by a vote of the majority of the Board of the Association members, but only after reasonable notice and after an opportunity to be heard by the Board. Examples of cause can be, but are not limited to:

- 1) Officer or Chair is absent without prior notice from at least three meetings of the Board of Directors
- 2) Officer or Chair is absent from three General Meetings
- 3) Officer or Chair acts in a way to seriously misrepresent or undermine the objectives of the Association

- 4) A violation of Section 9.2 of these Bylaws.

Any Association member may ask for the consideration of dismissal of an Officer or Chair to be placed on the agenda of the next meeting of the Board. The Officer or Chair in question shall have the opportunity to represent themselves should they desire. Any dismissal must be approved by 2/3 of the Board (excluding the Officer or Committee Chair who is the subject of the vote) at the meeting during which the dismissal is considered and then must be approved by a majority of the members of the Association at the next General Meeting.

Article VII – Elected Officers

Section 7.1: Elected Offices List and Term. The elected Offices are President, Vice President, Treasurer, Corresponding Secretary, Recording Secretary, Assistant Treasurer, and Sergeant at Arms. Officers shall be elected annually by ballot at the general November meeting. The outgoing President shall automatically assume the office of Past President on January first of the next year, along with the newly elected officers. Each term of office is for one year beginning in January of the immediately following calendar year and ending in December of the same.

Section 7.2: Elected Offices Nominations. Nominations for all offices, except Past President, shall be made from the floor by members in good standing at the October General Meeting. The office of Past President is automatically filled through the ascension of President. Nominations may also be made in writing to the President via the Association website and any other electronic forum announced at the October General Meeting for a period of 10 days following the adjournment of this meeting. No member may accept a nomination for more than one elected office for any given year.

A term limit of three consecutive years of service shall be in place for all elected officer seats. A candidate who has reached the term limit for an office is eligible to hold the office again after being removed from said office for a period of one year. The member may still hold other seats on the Board or as a Chair or Co-Chair of a committee during this time.

No second shall be required for nomination. The list of nominations for each office to be elected shall be published on the Association website and other electronic forums. In the event that no candidate is nominated, it is the duty of the President to select a nominating committee. It shall be the duty of the nominating committee to nominate candidates for the elected offices.

At the October General Meeting, the Chair of the Elections Committee shall be appointed. All write-in ballots (whether by mail or email) shall be directed to the Chair of the Elections Committee. This individual shall not be eligible to run for an office for the term in which s/he serves as said Chair.

Section 7.2.1: Special Nomination Considerations for President. No one shall be eligible to be nominated for President unless they have at some point previously served a full term as an officer of the Association.

Section 7.3: Officer Election. The President shall conduct the election and may select assistants who must be members in good standing to assist in the election. None of the selected assistants

may be listed as a candidate for an elected office, including the President, in the event that they choose to run for office other than Past-President.

- (a) For those members who are present when the November meeting is called to order a second time for the purposes of elections, a ballot shall be given to all members in good standing for sixty days. The ballot will list all offices and the nominees for the respective office. A speech up to five (5) minutes, with up to two (2) minutes thereafter to answer questions from the floor, will be allowed for each candidate. Upon completion of the speeches and after a reasonable time to vote, the ballots will be collected by the assistants selected by the President.

- (b) In the event a member cannot attend the November meeting, they can cast a ballot via sealed envelope. Said member must contact the President or the President's designee for a ballot of the same type as that which will be provided to the members at the November meeting. These ballots shall also be made available on the Association's website. Such member who cannot attend the November meeting may vote, and shall (a) sign their name, (b) type or legibly write their name on said ballot in the space provided to check against the list of members in good standing for sixty days and eligible to vote as set forth in Section 7.3(1) above, and (c) cast said ballot by sealed envelope. The ballot shall be cast by (y) United States mail to the Association's P.O. Box or (z) hand delivery to the President. It is up to the absent member to request and obtain the ballot in sufficient time to assure that the ballot is received by hand or in the Association's P.O. Box on or before the day of the November meeting. The ballots shall be collected by the President on the day of the November meeting; which is the last day on which ballots will be accepted. Ballots will not be accepted by hand after the meeting has been called to order. The ballots will remain sealed in the sealed envelopes in which they were cast until after the vote by the Association present at the November meeting.

- (c) The ballots collected as set forth in the paragraphs above shall be counted by the assistants selected by the President. A member in good standing will witness the counting of the ballots. The assistants shall verify that none of the members submitting mail-in ballots are present at the November meeting. In the event that any member has cast a mail-in ballot and has also appeared at the November meeting after it has been called to order, the mail-in ballot shall be forfeit and not count. The candidate with a simple majority of votes wins the election. In the event of a tie for any office, the membership shall vote again on the same night until a nominee achieves a simple majority of the votes cast in the run-off election.

Section 7.4: Duties of Officers

Section 7.4.1: General Duties of All Officers: All officers shall perform the duties prescribed in Robert's Rules of Order in addition to those outlined in these Bylaws and those assigned from time to time. Officers are to deliver to their successors all official material no later than the January Board Meeting. Officers may participate on any committee in the general capacity of Association members.

Section 7.4.2: Past President. The Past President shall be a consultant and keep the Board of

Directors informed of past actions and procedures. This provision shall not preclude any individual from running for any other office in the Association. The Past President shall not count towards the quorum of any meeting of the Board.

Section 7.4.3: President. The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Association and the Board of Directors at which they may be present. They shall have general charge of the business of the Association. They shall keep the Board of Directors fully informed and shall freely consult them concerning the business of the Association. They may sign and execute all authorized bonds, contracts, or other obligations in the name of the Association. They shall do and perform such other duties as may be assigned to them by law, the Board of the Association, or these Bylaws. They shall coordinate the work of the officers and committees of the Association in order that the purposes may be promoted.

The President shall be responsible for providing an agenda for the General Meeting of the Association and the Board.

The President shall also maintain and annually renew the Association's charter with the Secretary of the State of Missouri on or before the required filing date, which at the time of the amendment of these Bylaws was August 31 of each year, and, when deemed necessary by the President, change the Association's registered agent and physical address. The Association's charter number is N00022513.

The President shall also file the informational tax return, which at the time of the amendment of these Bylaws required the filing of Form 990, 990EZ, or 990-PF. Such informational return must be filed annually on or before March 15 of each reporting year, regardless of whether the Association has received monies sufficient to owe state or federal tax. The Association's Federal EIN (employment identification number) is 31-xxxxxxx.

The President shall also annually renew and update the contact information for the Association's Post Office Box, which is due July 31 of each year.

Section 7.4.4: Vice President. The Vice President shall have such powers and perform such duties as may be assigned to them by law, the Board of Directors, or these Bylaws. In the absence or disability of the President or at any time upon their request, the duties and powers of the President shall be performed and exercised by the Vice President.

Section 7.4.5: Treasurer. The Treasurer shall have custody of, and be responsible for, all the funds and securities of the Association and shall deposit and withdraw such funds and securities in and from such banks, trust companies, or other depositories as shall be selected by and in accordance with the resolutions adopted from time to time by the Board of Directors or as outlined in Section 9.1. They shall have custody of and be responsible for the maintenance of the books of account of the Association. They shall do and perform such other duties as from time to time may be assigned to them by law, the Board of Directors, or these Bylaws.

The Treasurer's accounts shall be examined annually in October by an auditor or an auditing committee of Association members in good standing, who, when satisfied the Treasurer's report is correct, shall sign a statement of the fact at the end of the report. This signed report will be presented at the scheduled November General Meeting.

Section 7.4.5.1: Checks and Payment of Funds. All checks or payments of funds are subject to the requirements of Section 9.2.

Section 7.4.6: Corresponding Secretary. The Corresponding Secretary shall see that all notices are duly given in accordance with provisions of these Bylaws or as required by law, shall Chair the Communications Committee, which will coordinate, produce, edit, and publish content for the website. In the absence of the Recording Secretary, they shall record the minutes of the meeting.

Section 7.4.7: Recording Secretary. The Recording Secretary shall be custodian of the Association's records, keep a register of the post office addresses of all officers and members, have a general charge of the books and records of the Association (other than financial books and records that shall be kept by the Treasurer) a record of all minutes of meetings of the members and officers, and a record of all committee reports. They will sign such instruments with the President or other officers as required. The Recording Secretary or their designee shall maintain a list of all Association members in good standing.

Section 7.4.8: Assistant Treasurer. The Assistant Treasurer shall have such powers and perform such duties as may be assigned to them by law, the Board of Directors, or these Bylaws. In the absence or disability of the Treasurer or at any time upon their request, the duties and powers of the Treasurer shall be performed and exercised by the Assistant Treasurer.

Section 7.4.9: Sergeant at Arms. The Sergeant at Arms shall monitor the agenda of the business meetings of the members. They shall maintain order and decorum in the meeting hall prior to and during each business meeting of the members and shall secure such meeting hall upon adjournment of each such business meeting. They shall preside over the first meeting of a newly formed committee, as set forth in Section 8.1 herein, unless a committee chair has previously been selected. They shall perform and do such other duties as from time to time may be assigned to them by law, the Board of Directors, or these Bylaws.

Section 7.4.10: Possession of Rights and Materials. In the event an officer is in possession of rights to electronic media, password(s), or other administrative rights, files and/or materials, said things are owned by the Association and shall be returned to the Association when the officer is no longer holding said office.

Article VIII – Committees

Section 8.1: Committee Formation. Any member may move for the formation of a committee to promote the purposes and carry on the work of the Association. An ad hoc committee may be formed by majority vote of the Board in order to perform specific tasks of limited scope. A Standing Committee may be formed by majority vote of the membership in order to carry out long-term plans of the Association.

The Chairperson(s) of each standing and/or ad hoc committee shall be a member of the Association in good standing and shall present a scope/plan of substantial work to the Board for approval. Committee membership is open to anyone who wants to participate.

At the first meeting any committee holds each year, there shall be a vote to determine the chair of said committee, and any further or other positions said committee wishes to elect. All votes shall only be cast by members in good standing with the Association. The results will be reported to the Board.

Section 8.2: Vacancies. In the event of the resignation or the passing of a Committee Chair, the co-Chair will assume the duties of the Chair for the remainder of said Chair's term. In the event there is no co-chair, the remaining members of the respective committee shall nominate and vote on the replacement by simple majority. The replacement shall also be an Association member of good standing. Run-off elections shall occur when necessary as in general officer elections.

Section 8.3: Resignation. A Committee Chair may resign by delivering a written resignation to the President or to the Secretary of the Association, with copies to the committee members. The resignation can be delivered to a Board Meeting. Such resignation shall be effective upon receipt, unless specified to be effective at some other time, and acceptance thereof shall not be necessary to make it effective unless the resignation so states.

Section 8.4: Suspension or Removal. A Committee Chair may be suspended or removed with cause by a vote of the majority of the Board as set forth in Section 6.10.

Section 8.5: Standing Committees. The standing committees of the Association are:

- 1) Development and Historic Standards
- 2) Safety (Weed and Seed/Neighborhood Stabilization Officer/Block Captain)
- 3) Park and Beautification
- 4) Dog Park
- 5) Communications
- 6) Social
- 7) Police Substation

Section 8.6: Ad Hoc Committees. The ad hoc committees of the Association may include but are not limited to the following:

- 1) Audit
- 2) Fall Festival
- 3) Elections
- 4) Mardi Gras

Additional ad hoc committees may be created pursuant to the provisions of Section 8.1.

Section 8.7: Possession of Rights and Materials. In the event a committee person is in possession of rights to electronic media, password(s), or other administrative rights, files and/or materials, said things are owned by the Association and shall be returned to the Association when the committee person is no longer holding said position with the committee.

Article IX – Finances and Appropriations

Section 9.1: Finances. The Association shall establish such bank accounts as may be necessary

for conducting the Association's business. All accounts shall be examined annually in October by an auditor subject to the provisions of Section 7.4.5.

Section 9.2: Endorsement Requirements for All Checks or Payments. All checks or other payments shall require two endorsements/signatures/authorizations of authorized Board members: President, Vice President, Treasurer or Assistant Treasurer. No check or other payment drawn on or related to any account maintained pursuant to Sections 7.4.5, 9.1, or any other section relating to the deposit or drawing of funds shall be endorsed/signed/authorized by an individual who is the payee or is related to, or resides in the same unit or house as, the payee of said check or other payment. Further, no check or other payment shall be endorsed/signed/authorized by two individuals who are related or who reside in the same unit or house.

Section 9.3: Appropriations. The Board may appropriate no more than Five Hundred Dollars (\$500.00) without the consent of a majority of the voting members present at the General Meeting wherein the expenditure is discussed.

Members of the Association may make appropriations by a majority vote of a quorum of the members of the Association at the time the vote is taken. The Treasurer will arrange for payments so authorized subject to the provisions of this Article IX.

Section 9.4: Insurance Renewal/Purchase. (Exception to Section 9.3). Treasurer has the authority to purchase or renew liability insurance without the consent of a majority of the voting members as a regular, recurring expense required for the operation of the Association.

Section 9.5: Acceptance of Grants and Other Monies. The Board, prior to acceptance of grants and/or monies, must approve all grants and monies and conditions for accepting such grants and/or monies. Should a committee receive grants or monies earmarked for specific tasks and this money cannot be commingled with Association monies, a bank account separate from Association bank accounts shall be established.

All checks drawn on this separate account shall require one signature of authorized Board members: (a) President, Vice President, Treasurer, or Assistant Treasurer and (b) the signature of the Chairperson of the committee for which said separate account is established, if such committee chair signature is so required

Article X – Amendments

These Bylaws may be amended, repealed, or altered in whole or in part upon a motion by any member of the Association in good standing at any Board Meeting and affirmed by a majority vote of the Association members at the General Meeting thereafter, and shall then be distributed on the Association’s website as soon as possible thereafter.

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Signatures and Attestations

The undersigned, consisting of the Board of Directors of the Association, hereby adopt on this 10th day of October, 2019, the following Amended Bylaws, as evidenced by the foregoing, and do hereby approve the same.

Revision affirmed, approved and/or ratified by:

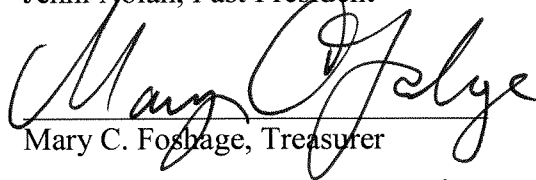


Matthew S. McBride, President

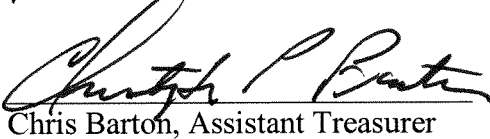
Jenni Nolan, Past President



Julia Stevens, Vice President



Mary C. Foshage, Treasurer



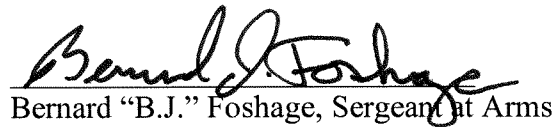
Chris Barton, Assistant Treasurer



Roberta Williams, Recording Secretary



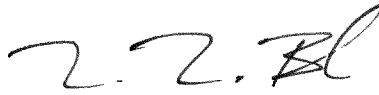
Elaine Coder, Corresponding Secretary



Bernard "B.J." Foshage, Sergeant at Arms

The forgoing revision and amendment of the Bylaws was affirmed by a majority vote of the Association on the 26th day of September, 2019.

Attest:



Name: Matthew S. McBride

Title: Pres.