

# **SCHEDULE “B”**

## **LAMBDA ALPHA INTERNATIONAL**

### **BY-LAWS**

## **OF THE LAND ECONOMICS FOUNDATION OF LAMBDA ALPHA INTERNATIONAL**

*Recommended by the Board of Governors of  
Lambda Alpha International at its meeting held  
April 30, 2008 and adopted and enacted by the  
Land Economics Foundation April 30, 2008;  
amended April 23, 2015; April 26, 2018;  
October 8, 2018; May 2, 2019; April 22, 2021*

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**OF**  
**LAMBDA ALPHA INTERNATIONAL**

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**ARTICLE I  
TRUSTEESHIP**

**Section 1. Trustee.** The Land Economics Foundation of Lambda Alpha International (the “Foundation”) shall be a body comprised of a board of directors and the sitting Chapter presidents or their designates from within their Chapter of a recognized or Chartered Chapter of Lambda Alpha International, all of whom are trustees (the “Board Trustees”). The Foundation holds assets as a trust pursuant to a Declaration of Trust (the “Declaration of Trust”) of Lambda Alpha, as it may exist from time to time. Lambda Alpha International, an Illinois not-for-profit corporation (“Lambda Alpha”), shall be a voting trustee and director of the Foundation; however Lambda Alpha shall pay no dues. The President of Lambda Alpha or his or her designate shall serve ex-officio on the Board of Directors as a voting trustee from Lambda Alpha.

**Section 2. Board of Directors.** The Foundation shall have a board of directors consisting of officers and directors (the “Board of Directors”). A member of the Board of Directors shall hold membership in good standing but need not be a sitting Chapter president of Lambda Alpha.

**Section 3. Transfer of Trusteeship.** Trusteeship in the Foundation is not transferable or assignable except as hereinafter provided.

**ARTICLE II  
BOARD OF DIRECTORS**

**Section 1. General Powers and Duties.** The Board of Directors shall manage the property, business and affairs of the Foundation, subject to ratification by the Board of Trustees.

**Section 2. Number.** The Board of Directors shall consist of not less than five (5) members, one of whom shall be from Lambda Alpha in accordance with Article I, Section 1. In addition to the Officers listed in Article IV, there may be directors who are not Officers.

**Section 3. Vacancies.** A member of the Board of Directors may resign at any time by giving written notice to the President of the Foundation. Such resignation shall take effect thirty days after the date therefore, or if later, at the specified time; and, unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective. Except as stated in Article IV, Section 7, the President of the Foundation may appoint a new member to fill a vacancy on the Board of Directors, whether due to resignation, death, or any other cause, for the remainder of the term.

**Section 4. Quorum.** A simple majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting. The act of a majority of the members of the

Board of Directors present at a business meeting having a quorum shall be the act of the Board of Directors.

**Section 5. *Limit on Chapter Representation.*** No two members on the Board of Directors, save and except ex-officio members, shall be from the same Chapter of Lambda Alpha.

**Section 6. *Term of Office for Directors.*** The directors shall normally serve two-year terms of office upon election by the Board of Trustees. From time to time, directors may be elected to shorter terms to balance the rotation of term expiration on the Board, where election to a two-year term would exceed the term limit, or for other good cause. The term of office shall extend until a replacement is appointed pursuant to Article II, Section 3 or elected in accordance with this by-law. Commencing on November 15, 2015 and thereafter, save and except for terms served as an ex-officio member, no member of the Board of Directors shall serve more than ten years.

### **ARTICLE III FOUNDATION**

**Section 1. *Vacancies.*** Any vacancy among a trustee serving as a result of being Chapter president shall be filled by action of the local Chapter in electing its new president. Each new trustee elected to fill a vacancy shall hold office for the unexpired term of his or her predecessor in office. If the local Chapter shall fail to take such action, a trustee for the local Chapter shall be appointed by the President of the Foundation.

**Section 2. *Meetings of Foundation.*** An annual meeting of the Foundation shall be held at such place and at such time as may be designated in the notice of the meeting. Special meetings may be held at any time on the call of the President of the Foundation, or if required in writing by any five trustees. Special meetings shall be held at the head office of the Foundation or at such other place as may be specified in the notice of the meeting.

**Section 3. *Meetings of Board of Trustees.*** The Board of Trustees may also hold meetings of the Foundation at such place and time as may be designated by resolution of the Board of Trustees, without other notice than such resolution.

**Section 4. *Notice of Meetings of Foundation.*** Except as otherwise provided by statute, written or printed notice stating the place, day and hour of a meeting of the Foundation, and in case of a special meeting, stating the purpose or purposes for which the meeting is called, shall be delivered not less than five (5) days nor more than thirty (30) days before the date of the meeting, either personally or by mail, by or at the direction of the Secretary, to the trustees. If mailed, such notice shall be deemed to be delivered five days after it is deposited in pre-paid first class mail addressed to the trustee at his or her address as it appears on the records of the Foundation. Notice of any meeting may be waived in writing filed by a majority of the trustees and the presence of a majority of the trustees present in person, by phone or by online service at any meeting of trustees shall be deemed to be the equivalent of such waiver.

**Section 5. *Notice of Special Meetings of The Foundation.*** Notice of each special meeting shall be mailed by or at the direction of the Secretary to each trustee, addressed to him or her at his or her residence or usual place of business, not less than 10 days nor more than thirty (30) days before the day on which the special meeting is to be held.

**Section 6. Voting at Foundation Meetings.** At any duly constituted meeting of the Foundation, each trustee present at the meeting in person, by phone or by online service shall be entitled to a maximum vote of one (1) vote per person upon each matter submitted to a vote. Except as noted below, a vote may only be cast by a trustee present at a duly convened meeting at the time the vote is called by the Chair. A Chapter president who is a trustee may provide notice (in writing and at least two days in advance of the meeting to the President of the Foundation or the President of Lambda Alpha) that they are unable to attend a Foundation meeting, and may then designate a member in good standing from that trustee's Chapter as an alternate for that meeting. Such alternate, if present at the meeting as provided herein, shall be entitled to vote as a trustee at the meeting.

**Section 7. Quorum.** Not less than one-third of the trustees shall constitute a quorum for the transaction of business at any meeting of the Foundation. The act of a majority of the trustees present at a business meeting having a quorum shall be the act of the Foundation.

**Section 8. Informal Action.** Any action which is required to be taken or may be taken at a Board of Trustees meeting may be taken without a meeting if consented to in writing providing and setting forth the action so taken is unanimous with respect to the subject matter thereof. Such action may be registered by a fax, personally, in writing, or by electronic means.

## **ARTICLE IV OFFICERS**

**Section 1. Designation.** The Officers of the Foundation shall consist of those directors whom the Board of Trustees elects to fulfill one or more of the following duties: a President, a one or more Vice Presidents, a Secretary, and a Treasurer.

**Section 2. The President of the Board.** The President shall preside at all meetings of the Board of Trustees and the Board of Directors and shall perform such other duties as may be assigned to him or her from time to time by the Board of Trustees. The President shall be the Chief Executive Officer of the Foundation and shall have general and active management of the business of the Foundation. He or she shall see that all by-laws and resolutions of the Foundation are carried into effect and shall have general superintendence of all other officers of the Foundation.

**Section 3. The Vice President(s).** The Vice President (or Vice Presidents) shall have all the powers and perform all the duties of the President in the absence or incapacity of the President. A Vice President shall also perform such other duties as may be assigned from time to time by the Board of Trustees.

**Section 4. The Secretary.** The Secretary shall act as the Secretary of the Foundation and shall give, or cause to be given, notice of all meetings of the Board of Directors and the Foundation unless Notice thereof be waived. The Secretary shall supervise the custody of all records and reports and shall be responsible for the keeping and reporting of adequate minutes of all meetings of the Board of Directors and the Foundation. The Secretary shall also perform such other duties as may be assigned from time to time by the Board of Trustees.

**Section 5. The Treasurer.** The Treasurer shall act as a Treasurer of the Foundation and shall

keep full, correct account of receipts ("Investment Fund") and disbursements in the books belonging to the Foundation, and shall deposit all moneys and other valuable effects in the name and to the credit of the Foundation, in such banks of deposit as may be designated by the Board of Trustees. He or she shall dispose of funds of the Foundation only as may be ordered by the Board of Trustees taking proper vouchers for such disbursements, and shall render to the President and the Board of Trustees, whenever they may require it, an account of all his or her transactions as Treasurer and of the financial condition of the Foundation. The Treasurer shall also perform such other duties as may be assigned from time to time by the Board of Trustees.

**Section 6. Removal.** By the vote of the majority of the Board of Trustees present at a meeting called in the purpose, an Officer may be removed by the Board of Trustees, whenever in its judgement the best interests of the Foundation will be served thereby.

**Section 7. Vacancies.** A vacancy in the office of President because of death, resignation, removal, disqualification or any other cause shall be filled by majority vote of the trustees present at a meeting of the Foundation called for the purpose. If such vacancy occurs between meetings, the President of Lambda Alpha shall appoint a President to fill the unexpired term. A vacancy in any other office because of death, resignation, removal, disqualification of any other cause, shall be filled by the Board of Trustees at an annual or regular meeting or at a special meeting of the Board of Trustees called for such purpose.

**Section 8. Nominating Committee.** In accordance with the term of office as provided for in the by-laws, the Officers and directors shall be nominated by a Nominating Committee consisting of the Lambda Alpha President, the immediate Past President of Lambda Alpha and the President of the Foundation. The Nominating Committee shall consider and practice diversity and inclusion, as defined at Article XI, Section 6, in the course of making its nomination. For purposes of this Article IV, Section 8, "diversity and inclusion" shall also be defined to include geographic location of residence and type of land economics experience.

**Section 9. Election of Officers.** The Officers and directors shall be elected by the Board of Trustees from the nominations provided by the Nominating Committee.

**Section 10. Term of Office for Officers.** The Officers shall normally serve two-year terms of office upon election by the Board of Trustees. From time to time, Officers may be elected to shorter terms to balance the rotation of term expiration on the Board, to fill a vacancy, or where election to a two-year term would exceed the term limit. A director may serve in more than one office and more than one term in any office, provided a director may hold only one Officer's position at a time, save and except for temporary or extraordinary circumstances as determined by the Board of Directors. Any director may serve in any Officer position for any number of terms, but may only serve in the same Officer position for a maximum of six years. The immediate past President of the Board of Directors may be appointed by the President as an ex-officio voting member of the Board of Directors for an additional one-year term.

## ARTICLE V INVESTMENT COMMITTEE

**Section 1. Creation of Investment Committee.** The Board of Directors shall have the power and authority to appoint an Investment Committee consisting of three Officers of the Board of

Directors to administer the assets (the Investment Fund) of the Foundation. Any vacancies in the Investment Committee shall be promptly filled by the Board of Directors or the President on an interim basis.

**Section 2. Powers of the Investment Committee.** All receipts to and disbursements to and from the Investment Fund which are the responsibility of the Foundation shall be directed by the Investment Committee, subject to Article VII, Article VIII, Article IX, Article XI hereof and to the general policies established by the Board of Trustees. The Investment Committee may act either by resolution adopted by a majority at a meeting, or by their unanimous written signatures on any determination.

## **ARTICLE VI PURPOSE OF FOUNDATION**

**Section 1. General Purpose.** This charitable Foundation is to create and administer a research and education Investment Fund to be held in perpetuity or until such fund is terminated pursuant to law. The purposes of this Investment Fund are:

- (i) to encourage and support the study and application of land economics and to support the highest ideals of scholarship and integrity for all fields-professional, business, governmental and land economics affairs and academics in which it is practiced;
- (ii) to expand the universe of knowledge and understanding of the principles of land economics and encourage and support the application of such principles to both public policy and private endeavour;
- (iii) to provide grants for research projects relating to land economics which are approved or originated by the Board of Trustees; and,
- (iv) to perform or facilitate such other projects and activities as will carry out the purposes enumerated above.

**Section 2. Function.** The Foundation shall hold and administer such assets as are entrusted to it by the membership of Lambda Alpha and in the pursuit of its purposes and the Investment Fund and the Foundation shall be a charitable trust for its said purposes and shall be known as: "The Land Economics Foundation of Lambda Alpha International".

## **ARTICLE VII ADMINISTRATION OF INVESTMENT FUND**

**Section 1. General.** The Board of Directors shall have sole power to: (i) direct all disbursements to be made for the purposes specified in Section 2 below; and, (ii) to accept or reject all special or restricted gifts.

**Section 2. Distribution of Income and Principal of the Investment Fund.** The income derived from the Investment Fund shall first be used to pay all costs and expenses of administering the Investment Fund. The remaining income shall be applied to the purposes set



forth in Section 3 hereof in such amount or amounts as the Board of Directors shall, in its uncontrolled discretion, from time to time select or determine consistent with the provisions of the Declaration of Trust, as amended, and these by-laws. The Board of Directors shall also have the right to expend for such purposes a sum not to exceed in any one calendar year five percent of the principal value of the Investment Fund.

**Section 3. Guidelines for Which Investment Fund may Be Expended.** The net income and principal of the Investment Fund may be expended by the Board of Directors for the Foundation's charitable uses and purposes including those uses and purposes consistent therewith set forth below.

- Grants must complement the objectives and character of Lambda Alpha International and should in some way relate to real property.
- Particular emphasis will be placed on applications which include an educational component, and enhance the awareness and image of the Lambda Alpha organization, land economics, and/or the enhancement of the real estate and related professions.
- Grants shall provide positive leverage in terms of dollars, pro bono services and/or alliances with other organizations.
- Grants will be generally approved for a minimum of \$1,000 and a maximum amount of \$20,000.
- Each proposal will include a Foundation director to monitor the grant as the Foundation liaison, providing regular progress reports to the Board of Directors.
- Preference will be given to applications for grants which provide the greatest opportunity for Foundation trustees and local Chapter members to volunteer their time, talent and services.
- Each grant application will include a thorough plan of proposed activity, a detailed budget, and, where possible, a presentation to the Board of Directors at one of its regularly scheduled meetings (Fall or Spring Business Meeting).
- Except under unusual circumstances, the Investment Fund does not fund local charities which might more appropriately be funded by local Lambda Alpha chapters.
- The Board of Directors shall consider and practice diversity and inclusion, as defined at Article XI, Section 6, in the course of awarding grants.

**Section 4. Purposes For Which Fund May Not Be Expended.** All net income and principal of the Investment Fund shall be used exclusively for scientific, literary and educational purposes; no part of the net earnings or principal shall inure to the benefit of or be distributed to any individual having a personal, professional or private interest in the activities of the Foundation or Lambda Alpha. No part shall be used for propaganda or any attempt to influence legislation or government action. The Board of Directors shall be entitled to reimbursement out of the Investment Fund for amounts reasonably paid by them in the performance of their duties.

**Section 5. Term of the investment fund and consequence of dissolution.** The Investment Fund shall continue forever unless the trustees terminate and distribute all of the principal and

income, which action may be taken by the trustees in their discretion at any time. On such termination, assets shall be distributed 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 public purpose, including the purposes provided for in the Declaration of Trust.

## **ARTICLE VIII GIFTS, BEQUESTS AND DEVICES**

**Section 1. General and Unrestricted Gifts, Bequests and Devises.** Any general gift, bequest or devise from any person shall be held and administered by the Foundation in the same manner and for the same purposes as provided for in the original principal of the Investment Fund.

**Section 2. Special and Restricted Gifts, Bequests and Devises.** Any special or restricted gift, bequest or devise made directly to the Investment Fund may be accepted by the Board of Directors and administered in accordance with the special requirements or restrictions; however, if such gift, bequest or devise is to be held and administered in a manner inconsistent with the uses and purposes set forth in these by-laws, is detrimental to the interests of Lambda Alpha, is contrary to the maintenance and good standing of the Foundations charitable status, or is deemed burdensome to or impractical of administration by the Board of Directors, the Board of Directors may refuse or reject any such gift, bequest or devise. The Board of Directors may, in its discretion, designate from time to time that certain special gifts are to be considered as separate Special Funds not subject to the distribution limitations of Article VII pertaining to the Investment Fund, provided, however, that the income and principal of each Special Fund shall be expended only for one or more of the purposes set forth in Article VI of these by-laws.

## **ARTICLE IX POWERS OF BOARD OF DIRECTORS**

The Board of Directors subject to the provisions of this by-law shall have the following rights, duties, and powers:

**Section 1. Insurance Policies and Proceeds.** The Board of Directors shall have such right, title, or interest in any policy of insurance as may be obtained by or assigned to the Foundation and held by it and, unless so accepted or stated, the Board of Directors shall be under no obligation to pay any premium thereon or to keep the same in full force and effect. It shall be the Foundations' duty as to any such policy to receive the proceeds thereof when due and payable to the Foundation upon the death of the insured and to hold and distribute the proceeds as part of the Investment Fund. The Board of Directors shall have full power and authority to institute and prosecute any suit or proceeding, to adjust and settle any claim, suit or proceeding, and to do any and all acts it may deem necessary or proper, for the purpose of collecting any insurance proceeds when due and payable by reason of the death of the insured or otherwise. The Board of Directors shall not be required to institute or maintain any litigation to enforce payment of such policy until it shall have been indemnified to its satisfaction against all expenses and liabilities which in its judgment the Foundation may incur by such action on its part.

**Section 2. Investment Powers.** The Board of Directors may invest and reinvest the

Investment Fund in any of the securities or obligation of the United States of America, or of any of the instrumentalities of any of its constituent States, or of any county, city, town, village, school district, or other political subdivision, or in any note or notes, bond or bonds, secured by first mortgage or trust deed on real estate, whether constituting all or a part of the issue to secured, or in stocks, bonds, mutual funds, or other obligations of corporations or entitles of good reputation organized and doing business under the laws of the United States. The Board of Directors shall have the power to vote any stock held hereunder; to issue proxies to vote the same; to elect its employees as officers of any corporation or business in which the Investment Fund is interested; to exercise or sell any subscription rights; and to hold an investment in the name of a nominee. A written Investment Policy shall specifically control investment actions, to be annually reviewed and revised as necessary by the Investment Committee for consideration by the Board of Trustees. Subject to Section 3, the scope of investment powers hereunder shall extend to international securities, instruments, stocks, bonds and bills of exchange all in accordance with this by-law.

**Section 3. Illinois Law to Control.** The duties, rights, and powers of the Board of Directors and the Foundation, and all questions pertaining to the validity, construction and administration of the Investment Fund, shall be determined in accordance with the laws of the State of Illinois, as amended.

## **ARTICLE X INDEMNIFICATION OF TRUSTEES, OFFICERS, EMPLOYEES AND AGENTS**

**Section 1. Actions By or in the Right of the Trust.** The Foundation shall indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, for any action taken on behalf of the Foundation while he or she is or was a member of the Board of Directors or is a trustee, employee or agent of the Foundation.

**Section 2. Insurance.** The Foundation may purchase and maintain insurance on behalf of any person who is or was a member of the Board of Directors or is a trustee, employee or agent of the Foundation, or who is or was serving at the request of the Foundation as a member of the Board of Directors or a trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Foundation would have the power to indemnify him or her against such liability under the provisions of this Article X.

## **ARTICLE XI MISCELLANEOUS**

**Section 1. Principal Office.** The principal office of the Foundation shall be located in the State of Illinois or at such suitable location designated from time to time by the Board of Directors.

**Section 2. Depositories.** All funds of the Foundation not otherwise employed shall be

deposited from time to time to the credit of the Foundation in such banks, trust companies or other depositories as the Board of Directors may designate.

**Section 3. Checks, Drafts, Notes, Etc.** All checks, drafts or other orders for the payment of money and all notes or other evidences of indebtedness issued in the name of the Foundation shall be signed by such officer or officers, or agent or agents, of the Foundation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

**Section 4. Fiscal Year.** The fiscal year of the Foundation shall end on the last day of December of each year.

**Section 5. Duty to Report.** The Board of Directors shall report to the President of Lambda Alpha, its Executive Committee and its Board of Governors concerning its activities, its investment position and performance, and other matters which it deems important at each regular meeting of the Lambda Alpha, its Executive Committee and Board of Governors. A financial report showing the final results of the fiscal year shall be provided to the Board of Trustees and to the LambdaAlpha Board of Governors.

**Section 6. Definitions.** As used herein, "diversity and inclusion" means: without discrimination on the basis of gender identification, sexual orientation, racial identification, ethnicity, spoken language, religious affiliation, citizenship or national origin, and with acknowledgment that Lambda Alpha values and expects highly ethical behaviors by all of its members to demonstrate understanding, respect, tolerance, empathy and good will towards others.

## ARTICLE XII AMENDMENTS

**Section 1. Method of Amendment.** These by-laws may be altered, amended or repealed, and new and other by-laws may be made and adopted by the Board of Directors at any annual or regular meeting of the Board of Directors or at any special meeting called for that purpose, provided, however, that any such amendment shall not impair the primary charitable, research and educational purposes of the Foundation as set forth in the Declaration of Trust, as amended and provided further that such actions are ratified at the following annual general meeting of the Foundation and the Board of Governors of Lambda Alpha.

Dated: April 22, 2021

By: “Rachel Edds”  
President

“Russell Mathews”  
Secretary