

BY-LAWS OF NEW COMMUNITY INITIATIVES

ARTICLE I

Section 1. Membership Certificates. As provided by law, each member of the corporation shall be entitled to a membership certificate signed by the President or Vice President and attested by the Secretary. The certificate shall state that he/she is a member of the corporation.

Section 2. Membership Dues. There shall be no membership dues.

Section 3. Classes of Membership. There is only one class of membership: All members present in a duly authorized meeting have a vote, providing that they have attended at least three of the duly called NCI meetings in the previous or current calendar year (Note: meetings are currently held on the first Tuesday of every month).

ARTICLE II

BOARD OF DIRECTORS

Section 1. Name. The Executive Board shall be known as and referred to within the corporation as the Executive Board, consisting of President, Vice President, Secretary, and Treasurer.

Section 2. Membership. The members of the corporation shall consist of the Executive Board and those who attend at least one NCI meeting per calendar year.

Section 3. Qualifications and Duties. A resident of Noble County who is committed to pursuing various initiatives for our county and local towns that better the overall community.

Section 4. Quorum. For the purpose of constituting a quorum, all Executive Board members must be present at the meeting. An Executive Board member shall be deemed to be present at a meeting for the purpose of constituting a quorum and transacting business thereat, if, at the time of such meeting, he shall participate by telephone or written proxy in the transaction of the business thereof and if such member shall subsequently approve and sign the minutes of such meeting. A unanimous act of the Executive Board present at a meeting who constitute a quorum shall be the act of the Executive Board.

Section 5. Place of Meeting. Meetings of the members and Executive Board of the corporation shall be held at such place, either within or without the principal office of the corporation, as may be specified in the respective calls, notices or waivers of notice thereof.

ARTICLE III

OFFICERS

Section 1. Officers and Qualifications. The officers of the corporation shall consist of a President, a Vice President, a Secretary, and a Treasurer and such assistant officers as the Executive Board shall designate. All officers shall be chosen from among those who regularly attend the NCI meetings.

Section 2. Terms of Office. Each officer of the corporation shall be elected annually by the Executive Board and NCI members at its annual meeting and shall hold office for a term of one (1) year and until his/her successor shall be duly elected and qualified.

Section 3. Removal of Officers. Any officer may be removed from such office either with or without cause by a unanimous vote of the Executive Board excluding the officer who is being removed.

ARTICLE IV

OFFICERS

Section 1. Chairman. Subject to the general control of the Executive Board, the President shall manage and supervise all the affairs and personnel of the corporation and shall discharge all of the usual functions of the chief executive officer of a not-for-profit corporation. If he or the Vice President is able to preside, another Executive Board member may be elected to preside by those present.

Section 2. Secretary. The Secretary shall attend all meetings of the Executive Board, and shall keep, or cause to be kept, in a book provided for the purpose, a true and complete record of the proceedings of such meetings, and he/she shall perform a like duty, when required, for all standing committees appointed by the Executive Board. He shall attend to the giving and serving of all notices of the corporation required by these By-Laws, shall have custody of the books (except books of account), and records, and in general shall perform all duties pertaining to the office of Secretary and such other duties as these By-Laws or the Executive Board may prescribe.

Section 3. Treasurer. The Treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the corporation. He/she shall have charge and custody of, and be responsible for, all funds, notes, securities and other valuables which may from time to time come into the possession of the corporation. He/she shall deposit, or cause to be deposited, all funds of the corporation with such depositories as the Executive Board shall designate. He/she shall furnish at meetings of the Executive Board and NCI members, or whenever requested, a statement of the financial condition of the corporation, and in general perform all duties pertaining to the office of treasurer, and such other duties as these By-Laws or the Executive Board may prescribe.

Section 4. Assistant Officers. Such assistant officers as the Executive Board shall from time to time designate and elect, shall have powers and duties as the officers, whom they are elected to assist, shall specify and delegate to them and such other powers and duties as these By-Laws or the Executive Board may prescribe.

ARTICLE V

MISCELLANEOUS

Section 1. Corporate Seal. A corporate seal shall not be required or used.

Section 2. Execution of Contracts and Other Documents. Unless otherwise ordered by the Executive Board, all written contracts and other documents entered into by the corporation shall be executed on behalf of the corporation by the President or Vice President.

Section 3. Fiscal Year. The fiscal year of the corporation shall begin on the first day of January of each year and end upon the last day of December.