

**Resolution of the Board of Directors
Adoption of Standing Committees
Never Forget 911 Memorial Inc.**

A Michigan Nonprofit Corporation

Standing Committee members are volunteers (no compensation)

Date Adopted: July 16, 2025

Adopted at: 6655 S Summerway Ct, Lambertville, MI 48144

WHEREAS,

WHEREAS, Never Forget 9/11 Memorial Inc. (the “Corporation”) is a Michigan nonprofit corporation organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code; and

WHEREAS, the Board of Directors is responsible for the governance, oversight, and strategic direction of the Corporation in furtherance of its mission; and

WHEREAS, the Bylaws of the Corporation authorize the Board of Directors to establish standing committees to assist the Board in carrying out its fiduciary, governance, financial, fundraising, and programmatic responsibilities; and

WHEREAS, the establishment of standing committees promotes effective oversight, accountability, transparency, and operational efficiency while supporting the Corporation’s long-term mission and compliance obligations; and

WHEREAS, the Board of Directors desires to formally adopt a structure of standing committees, clarify their general scope of responsibility, and confirm that committee members serve on a volunteer, non-compensated basis;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. Adoption of Standing Committees

The Board of Directors hereby adopts the following Standing Committees of Never Forget 9/11 Memorial Inc.:

- **Finance Committee**
Oversees the budget, financial planning, internal controls, and audits of the Corporation.
- **Governance Committee**
Handles board recruitment, orientation, training, evaluations, policy development, and governance best practices.
- **Fundraising / Development Committee**
Leads fundraising planning, donor cultivation strategies, and encourages board participation in development activities.
- **Program / Education Committee**
Reviews the performance, effectiveness, and impact of the Corporation's educational programs and initiatives.
- **Executive / Technology Committee**
Composed of officers of the Corporation and authorized to act on behalf of the Board between regular meetings when necessary, subject to reporting such actions to the full Board.
(Also referred to as the **Alternate Director Committee**.)

2. Committee Leadership

Each Standing Committee shall be led by one leader/manager, whose role is described as "**Chair**."

Each Chair shall be considered an official member of the Board and treated similarly to an Officer for governance and reporting purposes.

Chairs may be filled by a **past or current Director and/or Officer**, as determined by the Board of Directors.

3. Committee Membership

All other members of Standing Committees shall be designated as **support staff** and shall serve as **volunteers**.

4. Volunteer Status and Compensation

All Standing Committee members, including Chairs and support staff, shall serve on a **voluntary basis** and shall receive **no compensation** for their service, except for reimbursement of reasonable expenses if approved in advance by the Board.

5. Authority and Oversight

Standing Committees shall operate in an advisory and support capacity to the Board of Directors unless expressly delegated specific authority by Board resolution, and all committee actions shall remain subject to Board oversight.

6. Effective Date

This Resolution shall take effect immediately upon adoption.

CERTIFICATION

The undersigned hereby certifies that the foregoing Resolution was duly adopted by the Board of Directors of Never Forget 911 Memorial Inc. on the date stated above.

I, the undersigned, do hereby certify that I am the duly elected and acting Secretary of **Never Forget 911 Memorial Inc.**, a Michigan nonprofit corporation, and that the foregoing resolution was duly adopted by the Board of Directors at a meeting held on **July 16, 2025**, at which a quorum was present, and that such resolution is now in full force and effect.

Date: _____

By: _____

Name: _____

Title: Secretary, Board of Directors

NOTARY

Date: 12/3/2025

By: Myrta Gschaar

Name: Myrta Gschaar

Title: President, Notary Public Myrta Gschaar- Michigan