

MINUTES OF THE FIRST MEETING OF
THE BOARD OF DIRECTORS OF
MICHIGAN YOUTH EDUCATION FUND
(A Michigan Non-Profit Corporation)

1. CALL TO ORDER

The directors named by the incorporator of the corporation named above, constituting the Board of Directors of this corporation, held their first meeting at the time, on the day, and at the place set forth as follows:

Date: April 26, 2020

Time: 8:00pm

Place: Videoconference

2. DIRECTORS PRESENT

The following directors, constituting a quorum of the Board, were present at the meeting:

Present: Kyle Biel, Lauren Moine, Aidan Parrott, Madeleine Samuels, Eric Siegrist

Absent: None

3. AGENDA

The agenda was approved as presented.

4. TEMPORARY CHAIRPERSON AND SECRETARY SELECTED

Madeleine Samuels was selected as the temporary Chairperson.

Aidan Parrott was selected as the temporary Secretary.

5. ARTICLES OF INCORPORATION

The incorporator informed the Board that the original Articles of Incorporation of the Corporation had been filed in the office of the Michigan Department of Licensing and Regulatory Affairs on April 20, 2020 and that named Eric Siegrist as registered agent for service of process.

The incorporator presented to the meeting a certified copy of the Articles of Incorporation showing filing as stated. The Secretary was directed to insert the copies in the book of the minutes of the Corporation and was also directed to keep a copy at the principal office for the transaction of business of the Corporation. On motion duly made, seconded, and carried, it was resolved that Eric Siegrist be confirmed as the Corporation's agent for service of process. On motion duly made, seconded, and carried, the following resolutions were adopted:

WHEREAS, the undersigned have reviewed the Articles of Incorporation attached as Exhibit "A," and approve of the same without modification,

NOW, THEREFORE BE IT, RESOLVED that the Articles of Incorporation attached as Exhibit "A" are hereby approved and adopted.

6. ADOPTION OF BYLAWS

The Board was presented a form of bylaws that was considered and discussed. On motion duly made, seconded, and carried, the following resolutions were adopted:

WHEREAS, the Directors of this Corporation have not yet adopted any bylaws for the Corporation; and

WHEREAS, the Directors have reviewed the Bylaws attached as Exhibit "B," and approve the same with the consolidation of Articles VIII and XII.

NOW, THEREFORE BE IT, RESOLVED that the Bylaws attached as Exhibit "B" are approved and adopted as the bylaws of this corporation.

RESOLVED FURTHER, that the Secretary of this Corporation is authorized and directed to execute a certificate of the adoption of those Bylaws and to insert those Bylaws as so certified in the book of record of this Corporation, and to see that a copy of the Bylaws similarly certified is kept at the principal office for the transaction of business of this Corporation.

7. ACCOUNTING YEAR

The Chairman suggested that the Board next consider adoption of an accounting year, on motion duly made, seconded, and carried, the following resolution was adopted:

WHEREAS, the Corporation has not yet adopted an accounting year,

NOW, THEREFORE, RESOLVED, that this corporation adopt an accounting year as

follows:

Date the accounting year begins July 1st

Date accounting year ends: June 30th

8. ELECTION OF OFFICERS

The Board was presented with the names of persons to be elected President and Secretary to the offices indicated before their names, to serve for one (1) year or until their respective successors are duly elected and qualified, whichever occurs later. On motion duly made, seconded, and carried, the following resolutions were adopted:

WHEREAS, the following individuals have been proposed as the initial officers of the Corporation, and the undersigned approve of their appointment to the office designated next to the name of each,

THEREFORE, BE IT RESOLVED that the following officers are elected to the offices designated next to their names:

President: Madeleine Samuels

Treasurer: Kyle Biel

Secretary: Aidan Parrott

The officers elected accepted their respective offices and thereafter the President presided at the meeting as Chairman, and the secretary acted as Secretary of the meeting.

9. SELECT AND OPEN A BANK ACCOUNT

WHEREAS, the Board deems it appropriate and in the best interest of the organization for the treasurer to select and approve to opening of a bank account,

NOW THEREFORE BE IT, RESOLVED, that pursuant to Article V of the bylaws of the Michigan Youth Education Fund, the board hereby approves and directs the Treasurer to select and open a bank account.

10. EXPENSES OF INCORPORATION

WHEREAS, the undersigned determine it to be in the best interests of the Corporation to provide for the payment of the expenses of incorporation and organization of the Corporation:

NOW THEREFORE BE IT, RESOLVED, that the President of the Corporation be, and she hereby is, authorized and directed to pay the expenses of the incorporation and organization of the Corporation

11. AUTHORIZATION TO FILE APPLICATIONS FOR TAX EXEMPTIONS

WHEREAS, the undersigned desire to authorize the filing of applications for tax exemptions,

NOW THEREFORE BE IT, RESOLVED, that the President be, and he hereby is, authorized to take all necessary steps and to execute all necessary instruments to apply for federal and Michigan tax exemptions as a charitable nonprofit organization.

12. PRINCIPAL OFFICE LOCATION

After discussion, and on motion duly made and seconded, the following resolution was adopted:

NOW, THEREFORE BE IT, RESOLVED, that the County of Oakland Michigan, is designated and fixed as a county in which the principal office for the transaction of the business of this Corporation shall be located, unless and until changed by resolution of this Board.

13. EXECUTIVE DIRECTOR APPOINTMENT

The Board was presented with the names of persons to be appointed Executive Director and serve thereafter. Upon a motion duly made, seconded, and carried, the following resolution was adopted and attached to the minutes known as Exhibit "C."

14. FINANCES

The Treasurer presented the financial state of the organization, projects, and assumptions, for the first fiscal year.

15. MEETING DATES

On motion duly made, seconded, and carried, it was resolved that the Board of Directors are to meet quarterly with the addition of special meetings to address urgent business.

16. COMMENTS/ANNOUNCEMENTS

The Executive Director presented to the Board on the next steps in filing for tax exempt status, fundraising, operations, and the plan for the next three months.

17. ADJOURNMENT

There was no further business, and upon motion made, seconded, and unanimously carried, it was

RESOLVED, that all the items and documents have been examined by all directors, and are approved and adopted, and that all actions taken thus far have been ratified and approved by the directors of the corporation.

There being no further business, upon motion made and carried, the meeting was adjourned.

Date: April 26, 2020

Time: 9:22 pm

Secretary


DocuSigned by:
Aidan Parrott
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Signature

Aidan Parrott

Name

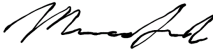
Witness:

DocuSigned by:

A6DE182C385045F...

kyle Biel

Signature


Name

DocuSigned by:

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Madeleine Samuels

Signature


Name

DocuSigned by:

3478A02CDEA3486...

Lauren Moine

Signature

Name

DocuSigned by:

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Eric Siegrist

Signature

Name