

ST. JOSEPH RECREATION FOUNDATION
An Illinois Not for Profit Corporation

ACTION OF BOARD OF DIRECTORS
BY UNANIMOUS WRITTEN CONSENT

The undersigned, being all of the members of the Board of Directors of the ST. JOSEPH RECREATION FOUNDATION, an Illinois not for profit corporation (the "Corporation"), do hereby consent to the taking of the following action, in lieu of a meeting, pursuant to Chap. 805 ILL. COMP. STAT. § 105/108.45, and hereby waive any notice whatever required to be given in connection therewith:

IT IS HEREBY RESOLVED --

1. **ARTICLES OF INCORPORATION** -- That the Articles of Incorporation of the Corporation, which were filed in the office of the Illinois Secretary of State on June 28, 2024, as file no. 7448-393-3, are hereby confirmed, approved and ratified as the Articles of Incorporation of the Corporation.
2. **BY-LAWS** -- That the By-Laws attached hereto as Exhibit A and made a part hereof, shall be and hereby are adopted as the By-Laws of the Corporation.
3. **DIRECTOR SEATS** -- That in accordance with the provisions of Article 5, Section 5.2 of the By-laws, the number of elected directors of the Corporation shall be 8.
4. **BOARD OF DIRECTORS** -- That the following persons be and they hereby are elected as Directors of the Corporation, to hold such office until the next annual election of directors and until their successors are duly elected and shall qualify:

James R. Page
Todd Hitt
Tim Short
Barb Babb
Todd Albers
Dennis Baltzell
Brooks Bennett-Miller
Jaime Morris

5. **OFFICERS** -- That the following persons be and they hereby are elected to the corporate offices set before their respective names, each to serve until his or her successor is duly elected or until he or she sooner dies or resigns:

President	James R. Page
Secretary	Jamie Morris
Treasurer	Brooks Bennett-Miller

6. **APPLICATION FOR RECOGNITION** -- That the Corporation shall seek recognition of its status as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and that the President and Treasurer are hereby directed and authorized to prepare, execute and deliver, on behalf of the Corporation, any and all notices, elections, consents, applications, certificates, fees, instruments and other documents or things required in connection with such application.

7. **ATTORNEY GENERAL REGISTRATION** -- That the officers of the Corporation be, and hereby are, authorized to file or cause to be filed a Registration Statement for Charitable Organizations with the Attorney General for the State of Illinois.

8. **DEPOSITORY ARRANGEMENTS** -- That Philo Exchange Bank, with its place of business at 802 E. Warren, St. Joseph, Illinois 61873, is hereby designated as the depository of money and funds of the Corporation; and all of the money and funds of the Corporation shall hereafter be deposited in said banks; such money and funds may be withdrawn only upon checks, orders, and drafts signed by those officers authorized in resolutions attached hereto, said resolutions being hereby approved and adopted as if set forth herein verbatim.

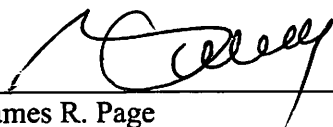
9. **ORGANIZATIONAL EXPENSES** -- That the proper officers of the Corporation be and they are hereby directed to pay all expenses of the organization of the Corporation out of the funds of the Corporation.

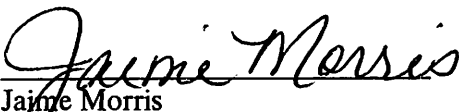
10. **FISCAL YEAR** -- That the fiscal year of the Corporation shall end on the 31st day of December.

11. **ADOPTION OF CONFLICT OF INTEREST POLICY** -- That the Conflict of Interest Policy attached hereto as Exhibit B and made a part hereof shall be and hereby is adopted as the Conflict of Interest Policy of the Corporation.

12. **DUPLICATE ORIGINALS** -That this Consent may be executed in any number of counterparts, all of which together shall constitute one original Consent.

IN WITNESS WHEREOF, the undersigned have hereunto set their hand effective as of the ___ day of _____, 2024.


James R. Page


Jaime Morris


Brooks Bennett-Miller