

BYLAWS OF
KEEPERS OF THE BOND

ARTICLE I

NAME

1.01 Name: The name of this corporation shall be **Keepers of the Bond. The business of the corporation may be conducted as Keepers of the Bond and/or Keepers of the Bond Incorporated and/or Keepers of the Bond Inc.**

ARTICLE II

OFFICES

2.01 Registered Office: **Keepers of the Bond** shall at all times maintain in the **State of Ohio** a registered agent, whose business office shall be the registered office of **Keepers of the Bond**.

2.02 Other Offices: **Keepers of the Bond** may also have such other offices within or without the State of Ohio as the board of directors may, from time to time, designate, and as the business and affairs of **Keepers of the Bond** may require.

ARTICLE III

PURPOSES AND POWERS

3.01 Purpose: Designing a world in which every individual feels empowered, and inspired, to fulfill our trust as our animal brothers' **Keepers**. **Keepers of the Bond** focuses on direct research on the origins of the human/animal bond, networking to provide assistance to companion animals and their owners, and producing educational resources for the public.

A. To support and conduct non-partisan research, education, and outreach to increase public awareness of proper animal treatment and handling.

B. To inspire personal involvement in eliminating the suffering of our animal brothers and their humans, by means of ordinary individuals taking up the cause of being **ALL** of our brothers' **Keepers of the Bond**.

C. To mentor community leaders and volunteers in assisting animals, and their people.

D. To combat high pet euthanasia numbers through means such as those listed below.

1. behavior assistance
2. education in health care options
3. providing support for foster homes

E. To disseminate educational documents in alignment with our mission.

1. proper handling techniques
2. constructing safe and effective containments
3. dispelling misinformation to reduce suffering and neglect
4. cultivating a deeper understanding of the animals in our care

F. To connect people needing services and funds for their pets to available resources.

1. build an online needs/services exchange forum
2. support or establish pet-food banks
3. promote fundraising
4. provide fencing and supplies
5. solicit pet deposits for purposes of moving and/or adoption
6. arrange consultations with animal professionals for problem animals

3.02 Powers: The corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes, for which the corporation is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.

3.03 Nonprofit Status and Exempt Activities Limitation:

A. Nonprofit Legal Status: Keepers of the Bond is a non-profit public benefit corporation acting as, and having duly applied for, recognition as a tax exempt organization under Section 501(c) 3 of the Internal Revenue Code, and in the State of Ohio.

B. Exempt Activities Limitation: Notwithstanding any other provision of these bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)2 of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these bylaws.

C. Distribution Upon Dissolution: Upon termination or dissolution of Keepers of the Bond, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c) 3 of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the **Keepers of the Bond** hereunder shall be selected in the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against **Keepers of the Bond**, by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. **The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations working for the welfare of animals.**

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to Keeper's mission, then the court shall direct the distribution of its assets lawfully available for distribution to the treasurer of the **State of Ohio**, to be added to the general fund.

ARTICLE IV

MEMBERSHIP

4.01 Membership Eligibility: Membership shall be open to all people regardless of race, gender, sexual orientation, regardless of residence or income who supports the mission of **Keepers of the Bond**. Membership shall be granted upon receipt of a completed membership form, along with registration fees and establishing a schedule of dues where applicable. **Membership is accepted on a self-reporting basis and Keepers of the Bond, and its members and directors is in no way to be held legally liable for misrepresentation of any applicant's eligibility to join the established club, including, but not limited to, state and local requirements of residency for activities related to its cause.**

4.02 Dues: The amount required for membership dues shall be tiered in a manner set forth by a committee consisting of the initial board of directors. Unless changed by a majority vote of the board of directors, continued membership is contingent upon being up-to-date on membership dues, if any.

4.03 Rights of Members: Members shall not have voting rights but are intended to be a collective of concerned citizens who share our mission and who have common goals in-line with those of **Keepers of the Bond**, as stated in these bylaws.

There shall be a committee, appointed by the board, which shall present a monthly proposal and review of membership incentives and rewards.

4.04 Non-Voting Affiliates: The board of directors may approve classes of non-voting affiliates with rights, privileges, and obligations established by the board. Affiliates may be individuals, businesses, and other organizations that seek to support the mission of the corporation. The board, a designated committee of the board, or any duly elected officer in accordance with board policy, shall have authority to admit any individual or organization as an affiliate, to recognize

representatives of affiliates, and to make determinations as to affiliates' rights, privileges, and obligations. At no time shall affiliate information be shared with or sold to other organizations or groups without the affiliate's consent. At the discretion of the board of directors, affiliates may be given endorsement, recognition and media coverage at fundraising activities, clinics, other events or at the corporation website. Affiliates have no voting rights, and are not members of the corporation.

Any dues from affiliates shall be determined on a case-by-case basis via discussion and vote of the board of directors.

ARTICLE V

BOARD OF DIRECTORS

5.01 General Powers. The board of directors shall have the general power to manage and control the affairs and property of **Keepers of the Bond**, and shall have full power, by majority vote, to adopt rules and regulations governing the action of the board of directors, including changes and amendments to the Articles of Incorporation and Bylaws.

5.02 Number of Directors and trustees: Keepers of the Bond shall have a board of directors and trustees consisting of at least three (3) and no more than seven (7) persons. Within these limits, the board may increase or decrease the number of directors serving on the board by a vote of majority.

5.03 Term of Directors: All directors shall be elected to serve a one-year term, however the term may be extended at the will of the director, and upon majority agreement of the board. The term of office shall be considered to begin upon election, and end the following year on the same calendar date, unless the term is extended.

5.04 Term Limits of Directors: There shall be no term limits for holding any positions as long as the annual meeting, or any special meetings convened for such purpose, affirms by majority vote, that the director may keep maintain his position for another year.

5.05 Qualifications and Election of Directors: directors need not be residents of the State of Ohio.

A. Election: Election to the board of directors may be at any board meeting by the majority vote of the existing board of directors.

B. Age Limits: Each individual must be at least eighteen (18) years of age in order to serve on the board of directors. Person under the age of eighteen may serve on committees, and may sit on the board, at the discretion of such, as non-voting members. Such junior members may be enabled to participate in discussions and presentations at all meetings of **Keepers of the Bond**, at the discretion of the board.

C. Choosing a Candidate: Candidates who wish to be considered for board positions may address the desire in writing to the secretary, or to any other active board member. Candidates

may also be appointed by a vote of the board, or approached, either formally or informally, with a request from the board of directors that they present themselves as desirous of election to said board.

5.06 Vacancies: Any vacancy occurring on the board of directors prior to the expiration of a term, whether due to the expiration of a director's term of office, resignation, death, or removal of a director, shall be filled by such person as elected by the remaining board members.

A. Remainder of Term: The remaining directors on the board may elect an interim director for purposes of fulfilling the unexpired portion of the term.

B. New Appointment: By order of a special meeting (refer to section 6.03), called for such purposes, a new director for the remaining term, plus the coming full term, may be elected.

C. Term Positions: Elections to fill vacancies held by interim directors shall be held at the next annual meeting, or other meetings wherein such board elections are held.

5.07 Resignation: A director may resign from the board of directors at any time by giving notice of his resignation in writing addressed to the President or secretary of **Keepers of the Bond**, or by presenting his written resignation at an annual, regular, or special meeting of the board of directors.

5.08 Removal: Except as otherwise provided by law, at any meeting of the board of directors called expressly for that purpose, any director may be removed, including officers, with or without cause, by the vote of a majority of the directors then in office whenever, in its judgment, the best interests of **Keepers of the Bond** would be served thereby.

5.09 Officers: The board of directors may designate from among its members an Executive Director, Chairman of the Board, Secretary and such other officers as it may consider appropriate with such duties as it may prescribe. The duties of treasurer may be held by a non-board member, these services sometimes being appropriately obtained from the private sector. In such event, the duties of the secretary shall include the receipt of monies to pass along to the treasurer.

ARTICLE VI

MEETINGS

6.01 Annual Meetings: The board of directors shall hold an annual meeting at such time and place as the board of directors shall by resolution prescribe.

A. Meeting Dates: Shall be set, as near as scheduling allows, one year from the date of the first meeting, replicating this process for subsequent years after that.

B. Attendance: Meeting rules and notifications for regular (refer to Section 6:02) meetings are also applicable to annual meetings; physical appearance is not necessary.

C. Voting: Votes, including electoral votes, may be cast via electronic form, including emails

and instant messaging, all access to business-applicable meeting documents, electronic and otherwise. Such records may be considered as Minutes of meetings as far as purposes for such apply.

6.02 Regular Meetings: The board of directors may by resolution prescribe the time and place of such other regular meetings, the yearly number of which shall be at least four (4).

A. Notices: Board meetings shall be held upon ten (10) days notice by first-class mail, electronic mail, or facsimile transmission or forty-eight (48) hours notice delivered personally or by telephone. If sent by mail, facsimile transmission, or electronic mail, the notice shall be deemed to be delivered upon its deposit in the mail or transmission system.

B. Designation: Notice of meetings shall specify the means (virtual or otherwise), place, day, and hour of meeting.

C. Waiver: Any director may waive notice of any meeting, special or otherwise. The business to be transacted at, and the purpose of, any meeting of the board of directors need not be specified in the notice or waiver of notice of such meeting.

D. Compensation: Shall be given to individuals who incur expenses in the attendance of meetings of the board of directors. Compensation is contingent upon the presentation of receipts and the presence of funds available as determined by the treasurer, or to be reimbursed for any reported reasonable expense without receipt with a written itemization for the records of **Keepers of the Bond.**

6.03 Special Meetings: Special meetings of the board of directors may be called by any director, or combination of directors.

A. Setting: The person upon whose authority the meeting is called is authorized to set, within reason, any date, hour, and place, for holding any special meeting of the board.

B. Notification:

1. may be given by electronic mail, by telephone, or in person
2. the secretary's office shall be utilized in order to make such available to all board members
3. Must be called with at least two (2) days notice given, with accommodations for the schedule of others in utmost consideration.

6.05 Quorum and Proxies: A majority of the total number of directors in office shall constitute a quorum for the transaction of business at any meeting of the board of directors; but, if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting from time to time without further notice. Proxies shall be permitted in the form of a written communication empowering another director to cast votes in the stead of the missing director.

6.06 Manner of Acting:

A. Quorum: A majority of the directors in office immediately before a meeting shall constitute a quorum for the transaction of business at that meeting of the board. No business shall be considered by the board at any meeting at which a quorum is not present.

B. Majority Vote: Except as otherwise required by law or by the articles of incorporation, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board.

C. Hung Board Decisions: On the occasion that directors of the board are unable to make a decision based on a tied number of votes, the Executive Director or Chairman of the Board, in the order of presence, shall have the power to swing the vote based on his/her discretion.

D. Participation: Except as required otherwise by law, the Articles of Incorporation, or these bylaws, directors may participate in a regular or special meeting through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting, including in person, internet video meeting, internet chat (or other instant messaging service), skype or by telephonic conference call.

6.07 Compensation for Professional Services by Directors: Directors are not restricted from being remunerated for professional services provided to the corporation. Such remuneration shall be reasonable and fair to the corporation and must be reviewed and approved in accordance with the board Conflict of Interest policy and state law.

6.08 Informal Action By The Board of Directors: Any action required or permitted to be taken by the board of directors at a meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be agreed by the consensus of a quorum. For purposes of this section an e-mail transmission from an e-mail address on record constitutes a valid writing. The intent of this provision is to allow the board of directors to use email to approve actions, as long as a quorum of board members gives consent.

6.09 Resignation: A director may resign from the board of directors at any time by giving notice of his resignation in writing addressed to the President or secretary of **Keepers of the Bond** or by presenting his written resignation at an annual, regular, or special meeting of the board of directors.

ARTICLE VII

COMMITTEES

7.01 The board of directors may establish such regular committees to assist it in the performance of its duties as it considers appropriate.

A. Number, Election, and Term of Office: The number of members of each regular committee shall be determined by the board of directors. Members of each regular committee shall be elected by the affirmative vote of a majority of the board of directors and shall serve until resignation or removal by the affirmative vote of a majority of the board of directors.

B. Members of Keepers of the Bond may serve, are encouraged to serve, on committees, and members of committees need not be members of the board of directors.

C. Non-members of Keepers of the Bond may also serve on committees at the discretion of the board of directors. In no way shall any person be discriminated against in terms of level of involvement based on membership.

D. Rules: Each committee shall abide by the same rules as those laid out for the board of directors in Article VI of these bylaws, excepting that each committee shall set forth its own schedules and quantities for meetings.

E. Reports: Committees shall file reports with the board of directors on at least an annual basis. The frequency and content of each report shall be derived and decided by the board of directors upon inception and creation of each committee, as the needs and purpose of each is individually ascertained.

F. Powers: Each committee shall have such powers as the board of directors may grant it consistent with law, the Articles of Incorporation, and the Bylaws.

ARTICLE VIII

OFFICERS

8.01 Officers: The Officers of **Keepers of the Bond** shall be an Executive Director, Chairman of the Board, secretary, directors and such other offices as may be elected in accordance with the provisions of this Article. **A Treasurer may be appointed but is not a necessary position on the board of directors of Keepers of the Bond. The position of secretary shall assume the duties of treasurer as outlined in these bylaws.** One person may hold two or more board offices, but no board officer may act in more than one capacity where action of two or more officers is required.

8.02 Election and Term of Office: The offices of **Keepers of the Bond** shall be elected by a majority vote of the members of the board of directors at the organizational meeting and at every annual meeting of the board thereafter, except that new offices may be created and filled at any meeting of the board of directors. Each officer shall hold office for a term of one (1) year and thereafter until his successor shall have been duly elected and qualified.

8.03 Removal and Resignation: The board of directors may remove an officer at any time, with or without cause upon an affirmative vote of two-thirds of the entire board of directors, whenever in its judgment the best interests of **Keepers of the Bond** would be served thereby. Any officer may resign at any time by giving written notice to the corporation without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party. Any resignation shall take effect at the date of the receipt of the notice or at any later time specified in the notice, unless otherwise specified in the notice. The acceptance of the resignation shall not be necessary to make it effective.

8.04 Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

8.05 Executive Director: The Executive Director shall be the chief executive officer of **Keepers of the Bond** and, in general, shall supervise and control all of the business and affairs of **Keepers of the Bond**. The Executive Director may sign, with the Chairman of the Board, secretary or any other proper officer authorized by the board of directors, any deeds, mortgages, bonds, contracts, or other instruments or documents which the board of directors has authorized to be executed; and he shall perform all such other duties as may be agreed upon by the board of directors from time to time.

8.06 Chairman of the Board: The Chairman of the Board shall be the chief presiding officer of the corporation. The Chairman shall lead the board of directors in performing its duties and responsibilities, including, if present, presiding at all meetings of the board of directors, and shall perform all other duties incident to the office or properly required by the board of directors. The Chairman of the Board may sign, with the Executive Director, Secretary or any other proper officer authorized by the board of directors, any deeds, mortgages, bonds, contracts, or other instruments or documents which the board of directors has authorized to be executed. **The Chairman of the Board of Keepers of the Bond must report to and defer to the decisions of the Executive Director, the position of Chairman of the Board being the second in command. The Chairman of the Board must also be poised to act in place of the Executive Director should such be necessary due to the Executive Director's inability to fulfill his or her duties, whether by way of absence, resignation, illness, death, or lack of appointment for the position.**

8.07 Secretary: The secretary shall keep the minutes of the meetings of the board of directors; see that all notices are duly given in accordance with the provisions of the bylaws or as required by law; be custodian of the corporate records and seal; and perform such other duties as from time to time may be assigned by the board of directors. The secretary may appoint, with approval of the board, a director to assist in performance of all or part of the duties of the secretary. The secretary will also be responsible for collecting and delivering monies to the accountant of **Keepers of the Bond**, and for performing other duties outlined in that position of treasurer. **Any unavailability of a secretary shall not keep Keepers of the Bond' operations from going forward as other members of the Board, at the discretion of the Board, may help with the secretary's duties when such help is deemed appropriate and/or necessary.**

8.08 Treasurer. The appointment of Treasurer shall not be a necessary faction on the board of directors, although one may be duly elected if such a worthy and willing candidate is found. Such duties as are required by the position of treasurer shall be assumed by any other willing board member, duly appointed to serve as such, when there is no person to whom the position of Treasurer has been ascribed. The treasurer is responsible for all funds and securities of **Keepers of the Bond** and shall receive and give receipts for monies due and payable to **Keepers of the Bond**, and deposit or deliver all such monies in the name of **Keepers of the Bond** to the authorized accountant, or in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of the bylaws; and perform such other

duties as from time to time may be assigned to him by the board of directors.

8.09 Non-Director Officers: The board of directors may designate additional officer positions of the corporation and may appoint and assign duties to other non-director officers of the corporation.

ARTICLE IX

CONTRACTS, CHECKS, LOANS, INDEMNIFICATION AND RELATED MATTERS

9.01 Contracts: The board of directors may authorize any officer or officers, agent or agents of **Keepers of the Bond** in addition to or in place of the officers so authorized by the bylaws, to enter into a contract or execute and deliver any instrument or document in the name and on behalf of **Keepers of the Bond**, and such authority may be general or confined to specific instances.

9.02 Checks, Drafts, and Similar Documents: All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of **Keepers of the Bond**, shall be signed by such officer or officers and/or agent or agents of **Keepers of the Bond**, and in such manner as shall from time to time be determined by resolution of the board of directors.

9.03 Deposits: All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of **Keepers of the Bond**, in such banks, trust companies, or other depository as the board or a designated committee of the board may select.

9.04 Loans: No loans shall be contracted on behalf of **Keepers of the Bond** and no evidence of indebtedness shall be issued in its name unless authorized by both the Executive Director and the Chairman of the Board, and such resolution being voted in favor by a majority of the entire board of directors. **Loans may be contracted by any personage, whether or not officially affiliated with Keepers of the Bond, as long as such person is approved and duly authorized by the board of directors of Keepers of the Bond, and all being legally and properly contracted in accordance to rules set forth for the State of Ohio and in a manner upholding all Federal laws, rules and regulations**

9.05 Gifts and Contributions: The board of directors may accept on behalf of **Keepers of the Bond** any contribution, gift, bequest, or devise for the general purposes or for any special purpose of **Keepers of the Bond**. Such contributions, gifts, bequests, or devises shall be in conformity with the laws of the United States, the **STATE OF OHIO**, and any other relevant jurisdiction.

9.06 Indemnification:

A. Mandatory Indemnification: The Corporation shall indemnify a director or former director, who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he or she was a party because he or she is or was a director of the corporation against reasonable expenses incurred by him or her in connection with the proceedings.

B. Permissible Indemnification: Keepers of the Bond shall indemnify a director or former director made a party to a proceeding because he or she is or was a director of the corporation, against liability incurred in the proceeding, if the determination to indemnify him or her has been made in the manner prescribed by the law and payment has been authorized in the manner prescribed by law.

C. Advance for Expenses: Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the board of directors in the specific case in some instances.

1. Upon receipt of a written affirmation from the director or officer, employee or agent of his or her good faith belief that he or she is entitled to indemnification as authorized in this article.
2. Once an undertaking by or on behalf of the director or officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation in these bylaws.

D. Indemnification of Officers, Agents and Employees: An officer of **Keepers of the Bond** who is not a director is entitled to mandatory indemnification under this article to the same extent as any other director. The corporation may also indemnify and advance expenses to an employee or agent of **Keepers of the Bond** who is not a Trustee, consistent with Federal laws and laws set forth by the **STATE OF OHIO**, public policy, and provided that such indemnification, and the scope of such indemnification, is set forth by the general or specific action of the board of directors or by contract.

ARTICLE X

BOOKS AND RECORDS

10.01 Fiscal Year: The fiscal year of the corporation shall be from the date of the initial meeting of the original trustee to the exact date of the following year.

10.02 Bookkeeping: Keepers of the Bond shall keep correct and complete books and records of accounts, and shall keep minutes of the proceedings of all meetings of its board of directors, including virtual meetings, the record of which may serve as minutes, or as a part of the minutes.

10.03 Storage of Records: Keepers of the Bond shall keep correct and complete books and records of account and also shall keep minutes of the proceedings of its board of directors and committees having any of the authority of the board of directors. These records may be stored as data files, with a duplicate back-up of such files kept in accordance as agreed upon and directed by the board.

10.04 Disclosure Requirements: Records shall be made available, upon request, for public review, and to any person on the board of directors at any time.

ARTICLE XI

MISCELLANEOUS

11.02 Waiver of Notice: Whenever any notice is required to be given under the provisions of the law of the **STATE OF OHIO**, or under the provisions of the Articles of Incorporation or the Bylaws of **Keepers of the Bond**, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

11.02 Conflict of Interest: The board shall adopt and periodically review a conflict of interest policy to protect the corporation's interest when it is contemplating any transaction or arrangement which may benefit any director, officer, employee, affiliate, or member of a committee with board-delegated powers.

11.03 Nondiscrimination Policy: The officers, directors, trustees, committee members, employees, and persons served by this corporation shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, national origin, sexual orientation and gender, including transgender. It is the policy of **Keepers of the Bond** not to discriminate on the basis of race, creed, ancestry, marital status, gender including transgender, sexual orientation, age, physical disability, veteran's status, political service or affiliation, color, religion, or national origin.

11.04 Meetings Attendance Policy:

A. Physical Attendance Requirements: No board member shall be dismissed from the board of **Keepers of the Bond** solely on his inability to physically attend any meetings. All reasonable efforts should be made to accommodate attendance in non-physical form, including the use of any phone and/or Internet service. This is especially import due to the fact that we plan to have a diverse board made up on people with differing disabilities, and who may reside far from one another.

B. Public's Attendance: All board deliberations shall not be open to the public except where the board passes a motion to make open any meeting for public debate and/or attendance.

C. Guests: Guest attendance privileges to board meetings of **Keepers of the Bond** may be granted to any person at the request of any director or trustee provided that a vote of no-objection can be attained from all persons present at the convening of the board meeting for which the attendance if being requested.

11.05 Availability of Documents:

A. General Public: All papers and materials considered by the board shall be open to the public following the meeting at which they are considered, except where the board passes a motion to make any specific paper or material confidential.

B. Means of Availability: Documents shall be made available electronically by preference and reasonable charges may be collected to reimburse the expense of Keepers of the Bond for the retrieval and mailing of documents via paper form. Any requested document not required to be produced by law may also incur a retrieval fee in order to pay the necessary staff for fulfillment of any document request.

C. Employees' Personal: No staff records shall be made available to any person outside the corporation except the authorized governmental agencies.

D. Donors: No donor records shall be made available to any other person outside the corporation except the authorized governmental agencies.

E. Tax Documents: IRS Annual Information Returns (Form 990) Keepers of the Bond' secretary shall submit the Form 990 to its board of directors prior to the filing of the Form 990. While neither the approval of the Form 990 or a review of the 990 is required under Federal law, the Keepers of the Bond' Form 990 shall be submitted to each member of the board of director's at least seven (7) days before the Form 990 is filed with the IRS. This requirement, as all others, may be waived, especially in circumstances extraordinary.

ARTICLE XII

REPORTING VIOLATIONS AND RETALIATION POLICIES:

12.01 Reporting Offenses: If any director, officer, staff or employee reasonably believes that some policy, practice, or activity of **Keepers of the Bond** is in violation of law, a written complaint must be filed.

A. Complaint Filing: The complaint must be delivered to an active member of the board. The delivery method must show some form of confirmation of receipt. This may be done via:

1. Through U.S. Mail or other physical-mail delivery service.
2. By written confirmation by the director or trustee of receipt of an oral statement.
3. Any such report must be submitted, in a timely manner, to the board as a whole to review.
4. A special meeting shall be convened to address the issue.

D. Anyone filing a complaint with Keepers of the Bond concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false shall be viewed as a serious, and may be considered a legal offense.

E. Any person bringing a complaint against Keepers of the Bond is protected from retaliation, including legal retaliation in civil court, only if she/he brings the alleged unlawful activity, policy, or practice to the attention of Keepers of the Bond and provides a reasonable opportunity for Keepers of the Bond to investigate and correct the alleged unlawful activity. The protection described below is only available to individuals that comply with this requirement.

F. Keepers of the Bond shall not retaliate against any director, trustee, officer, staff or employee who in good faith, has made a protest or raised a complaint against some practice of **Keepers of the Bond**, or of another individual or entity with whom **Keepers of the Bond** has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

G. Keepers of the Bond shall not retaliate against any director, trustee, officer, staff or employee who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of **Keepers of the Bond** that the individual reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, or protection of the environment.

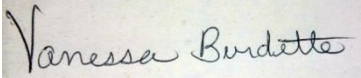
ARTICLE XII

AMENDMENTS TO BYLAWS

13.01 Alteration: The bylaws may be altered, amended or repealed and new bylaws may be adopted by majority vote of the board of directors present at any annual, regular or special meeting, if at least five (5) days notice is given of intention to alter, amend or repeal the bylaws or to adopt new bylaws at such meeting.

CERTIFICATE OF ADOPTION OF BYLAWS

I do hereby certify that the above stated Bylaws of **Keepers of the Bond** were approved by the **Keepers of the Bond**' board of directors and trustees on 14th of October, 2015 and constitute a complete copy of the Bylaws of the corporation.

Secretary 

Date: October 14, 2016