

Friends of Vanuatu, Inc.

BYLAWS

A District of Columbia Nonprofit Corporation

Adopted January, 2020

Article I. Name

This organization shall be called Friends of Vanuatu, hereafter referred to as the “Association”.

Article II. Offices

The principal office of the Association shall be located within or without the District of Columbia at such place as the Board of Directors of the Association shall designate.

Article III. Purpose

Section 1. The purpose of the Association is exclusively for charitable, educational, and scientific purposes, including the following specific purposes:

- (a)** Promoting and conducting charitable, cultural, educational, scientific and social exchange and interaction between the people of Vanuatu and the people of the United States; to promote cooperation, understanding, and goodwill between the people of Vanuatu and the people of the United States;
- (b)** Uniting Vanuatu Returned Peace Corps Volunteers (V-RPCVs), staff and others with a common interest in Vanuatu;
- (c)** Serving as a platform to inform supporters of Friends of Vanuatu and members of the public about Vanuatu;
- (d)** Organizing and implementing development, education and outreach activities;
- (e)** Funding or otherwise supporting charitable projects and scholarships focusing on Vanuatu and the people of Vanuatu;
- (f)** Improving the awareness of Americans regarding the culture, development needs and achievements of people of Vanuatu;
- (g)** Supporting projects of the U.S. Peace Corps and other charitable private voluntary organizations in Vanuatu in response to the development and humanitarian needs of the country;

(h) Support activities that promote an appreciation for the service of Peace Corps Volunteers and Returned Peace Corps Volunteers;

(i) Supporting Vanuatu Peace Corps Volunteers in their professional, social and cultural transitions before, during, and after completion of their service;

(j) Providing opportunities for Returned Peace Corps Volunteers to fulfill the third goal of the Peace Corps “to promote a better understanding of other people on the part of the American people.”

(k) Engaging in any and all lawful activities incidental to the foregoing purposes except as restricted herein and the Articles of Incorporation of the Association.

The aims of the Association are to be carried out through any and all lawful activities, including others not specifically stated in the Articles of Incorporation but incidental to the stated aims and purposes, provided that any such activity shall conform to any applicable restrictions or limitations set forth in the Association's Articles of Incorporation or which are imposed on corporations described in Section 501(c)(3) of the Internal Revenue Code and the Regulations thereunder.

Section 2. The Association is a not-for-profit organization organized exclusively for charitable and educational purposes. No Board member, officer, agent or employee shall at any time receive or be entitled to receive any compensation or pecuniary profit from the operation of the Association or upon its liquidation or dissolution, except for reasonable compensation for services actually rendered to the Association in effecting one or more of its objectives or purposes, or as a direct or indirect beneficiary of its said non-profit purposes.

It is intended that the Association will qualify at all times as an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue Law (referred to herein as the “Code”) and that it will qualify at all times as an organization to which deductible contributions may be made pursuant to that it will qualify at all times as an organization to which deductible contributions may be made pursuant to Sections 170, 642, 2055 and 2522 of the Code.

Article IV. Supporting Members

Section 1. Eligibility. In accordance with the District of Columbia Nonprofit Corporation Act of 2010, any individual or entity who provides support or assistance to the corporation may be designated as a “supporting member” or other similar titles as determined by the Board of Directors from time to time, but such individual or entity

shall not be deemed to be members of the corporation within the meaning of § 29-401.02(24) of the District of Columbia Nonprofit Corporation Act of 2010. The Board of Directors may designate different levels of supporting members. Supporting Members shall be actively engaged in the affairs of the Association and shall be eligible to be nominated to serve on the Board of Directors and committees of the Association provided they meet all eligibility requirements stated within these Bylaws.

Section 2. Dues. The Board of Directors shall determine the amount and payment schedule of supporting membership dues. Payment of dues or donations of any kind does not convey voting or shareholder rights.

Article V. Governing Body

Section 1. General. The affairs of the Association shall be managed by a Board of Directors, each of whom shall be of legal age. Directors need not be residents of the District of Columbia.

Section 2. Number and Qualifications. There shall be no fewer than four (4) directors and no more than ten (10) directors. All officers and committee chairs (as described below) of the Association shall be members of the Board. The number of directors of the Association that shall constitute the Board shall be as determined from time to time by resolution adopted by the affirmative vote of the Board, but no decrease in the number of directors shall shorten the term of any incumbent director. All directors shall have equal and full voting responsibilities as members of the Board.

Section 3. Governing Powers and Duties. The Board shall have all the powers and duties necessary or appropriate to administer the affairs of this Association. The Board may do all such acts and things as are not by law or by the Articles of the Association or by this Constitution directed to be exercised and done by members.

The duties of the Board shall include:

(a) Carry out all necessary business of the Association between general meetings.

(b) Determine coordinators of Special Committees of the Association. The Board will monitor the activities of all Committees and provide for periodic reports on their activities to the Supporting Membership.

(c) Authorize any matters to be submitted to a vote of the Supporting Membership of the Association. The Board will receive and consider petitions from the Supporting Members for matters to be submitted to a vote of the general Supporting Membership of the Association; any such petition signed by fifteen (15) percent of the current

Supporting Membership makes submission of the issue to the Supporting Membership mandatory upon the Board.

(d) Authorize, adopt and publish any rules and codes for the Association not specifically at variance with the Bylaws of the Association, or the laws of the District of Columbia.

Section 4. Election and Term of Office. The initial Board of Directors shall be as stated in the Articles of Incorporation for the Association. The initial Board term began on March 1st, 2020 and applies to all ten (10) Board seats filled or vacant. Thereafter, Board Members will be elected, pursuant to Article V Section 9 below, by a majority vote of the Board that takes place before the expiration of Board Member terms. Board of Directors members will serve for a term of two (2) years. Each director shall hold office until the expiration of the term for which they are elected, and thereafter until their successors have been elected and qualified, or until removed as provided in Section 2 of the below Article. The Board can set a limit on the number of terms to be served. Each director shall be entitled to one vote, and the result will be determined by a majority of the votes cast. The Board will establish procedures for receiving nominations for Board vacancies including from any individual interested in supporting the Association through service as a Board Member or Officer.

Section 5. Vacancies. If any position of the Board is vacant or becomes vacant for any reason the Board shall, pursuant to Article V Section 9 below, appoint a qualified candidate to serve on the Board through the remainder of the unexpired term. Should the position of President become vacant, the Vice President shall assume the duties of President and the Board shall appoint a new Vice President.

Section 6. Resignation. Any director may resign at any time by giving written notice to the President, Secretary, or Board Chair. Such resignation shall take effect at the time specified therein, or if no time is specified, at the time of acceptance thereof as determined by the Board.

Section 7. Removal of Board Members. At any duly called Board meeting, the Board may decide by a two-thirds ($\frac{2}{3}$) vote and with cause to remove any one or more of the Board members.

Section 8. Compensation. Compensation shall not be paid to Board members for their services in their capacity as Board members, or pursuant to any other contractual arrangements. However, Board members may be reimbursed for actual expenses incurred during the performance of their duties, as approved by a majority of the Board in advance.

Section 9. Diversity, Equity & Inclusion. The Board will adopt and publish a comprehensive DE&I statement to be respected across all activities of the organization. Additionally, the Board will implement DE&I policies specific to the Board of Directors and must diligently recruit Board members to be in compliance with the requirements of this section, outlined below. These bylaws recognize that there may be occasions when the requirements are not met because of Board member resignation or for other reasons. In those situations, the Board will continue to be deemed legally constituted and all acts by the Board will be valid and within the authority granted by these laws. In all cases, the Board must not elect board members from representative groups that are at or above the minimum ratios until such time as an under-represented group has met the minimum threshold requirement. Representative groups are defined as follows:

(a) **Gender Representation.** The total number of Board seats (currently ten) will not be more than 60% of either male- or female-identifying persons. The number of actively filled seats will not be less than 30% male- or female-identifying persons. Non-Binary persons will not impact the percentages of male- or female-identifying persons.

(b) **Ni-Vanuatu Representation.** Two board seats reserved for opposite gender Ni-Vanuatu, with one (1) seat filled at all times. Additional Ni-Vanuatu may be added, but one male and one female must be represented before a third Ni-Vanuatu is added to the board.

(c) **RPCV Representation.** The positions of President and Vice President must each be filled by Vanuatu RPCVs.

Article VI. Meeting of the Board

Section 1. Place of Meetings. The meetings of the Board shall be held at any place within or without the United States that the Board may from time to time designate.

Section 2. Regular Meetings. The Board shall meet at least once quarterly. Notice should be given at least three (3) days' prior to said meeting and include the time, place and purpose.

Section 3. Annual Meeting. An annual meeting of the Board shall be held each year at such time and place as shall be determined by the Board for the election of officers and for the transaction of such other business as may properly come before the meeting. All Supporting Members of the Association may attend this meeting and will be

given at least fifteen (15) days' notice, which shall state the time, place, and purpose of the meeting.

Section 4. Special Meetings. Any two Board members may also call for a special Board meeting if they notify all directors in writing with at least seven (7) days notice. The notice shall state the time, place, and purpose of the meeting.

Section 5. Quorum. At all meetings of the Board, a simple majority of the Board members attending shall constitute a quorum required for transacting the business of the Association. Board members may attend in person, by telephone, by other electronic means allowing for real-time communication, or submit by email matters requested for a vote in the meeting notice. All such forms of attendance shall count towards the quorum.

Section 6. Voting of Directors. The vote of a majority of the directors at a meeting at which a quorum is present shall be the act of the Board unless a vote of a greater number is required by law or by these bylaws. Matters being voted on shall be in the form of a written resolution, which will be recorded by the Secretary. In the interest of transparency, resolutions of the Board shall, to the extent possible, be made digitally available to the public. Board members may attend meetings in-person or remotely, and also vote in-person or through other means delivered remotely by a Board member to the Board.

Section 7. Presumption of Assent. A director who is present at a meeting of the Board shall be presumed to have concurred in any action taken at the meeting unless they object at the beginning of the meeting (or promptly upon their arrival) to holding it or transacting business at the meeting, and their dissent or abstention from the action taken is entered in the minutes of the meeting, or they deliver written notice of their dissent or abstention to the presiding officer of the meeting before its adjournment of the meeting. The right of dissent or abstention is not available to a director who votes in favor of the action taken.

Article VII. Officers

Section 1. Officer positions. The officers of the Association shall consist of a President, Vice President, Secretary, Treasurer, two Project Coordinators (one each based in the USA and Vanuatu), and a Communications Director, and other officers as designated by the Board of Directors.

Section 2. Officer Selection. Officers shall be selected during the annual meeting of the Board. Should more than one person be interested or nominated to any office, an

election shall be held with a majority of Board members needed. An invitation to volunteer for officer positions shall be published in all forms of communication currently being used by the Association to reach supporting members and others interested in supporting the Association. This must occur no fewer than thirty (30) days prior to the annual meeting of the Board.

Section 3. Term of Office. The officers of the Association shall be elected for terms consistent with their terms as members of the Board. Each officer shall hold office until the expiration of the term for which he/she is elected and thereafter until their successor has been elected or appointed and qualified, except where removed from office as hereinafter provided. A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board for the unexpired portion of the term.

Section 4. Duties of Officers. The following specific authority and duties are set forth as to the officers:

(a) President. The President (singular pronoun: they) shall be the chief executive officer of the Association and head of the Executive Committee. Within the policies and objectives prescribed by the Board, they shall establish operating procedures for, and administer and direct, all aspects of the Association's operating activities. They shall have the power to execute, on behalf of the Association, bonds and mortgages and all other contracts and documents. In addition, they shall have the power to execute documents where by law the signature of the President is required except where otherwise limited in these bylaws or by an action of the Board. In general, they shall have all powers and shall perform all duties usually vested in the office of the president and chief executive officer of a corporation, subject to the right of the Board to delegate powers to other officers or committees of the Association.

(b) Vice-President. Acts as a resource to the President and assumes the position of President should the President resign, be removed from office, or requires a temporary absence; seeks out new members and networks at events; trains for possibly becoming President in future terms.

(c) Secretary. Keeps minutes from all official meetings of members, the Board of Directors, or any special subcommittee; maintains all meeting minutes in an electronic database; ensures all notices are duly distributed in accordance with organization bylaws or as required by law; develops, maintains, and distributes the Association's written records including Bylaws, annual reports, and any other documentation of the Association's structure and processes; serves as the custodian of organization records;

maintains a member database, recording the email address(es), address(es) and phone number(s) of members whenever possible.

(d) Treasurer. Has charge of all funds belonging to the organization; receives and disburses funds as required; keeps required financial records, works with Project Coordinators on fundraising efforts and goals; maintains 501(c)3 status and files necessary paperwork with the Internal Revenue Service and other appropriate federal agencies.

(e) Project Coordinator – USA Based. Organizes social events that are based in the USA for members and those interested in joining; promotes and organizes events that foster awareness of Friends of Vanuatu, Peace Corps Vanuatu, NPCA, and Ni-Vanuatu culture; works with Treasurer on fundraising needs, goals, and campaigns; works with Vanuatu based Project Coordinator on creating, planning, and carrying out Friends of Vanuatu initiatives.

(f) Project Coordinator – Vanuatu Based. Fosters relationship with Peace Corps Vanuatu Post and currently serving Volunteers; informs the Association of current issues, projects, and political climate in Vanuatu; works with Treasurer on fundraising needs, goals, and campaigns; work with USA based Project Coordinator on creating, planning, and carrying out Friends of Vanuatu initiatives; organizes social events that are based in Vanuatu. This position works with the post to recruit currently COSing volunteers for membership.

(g) Communications Director. Publishes the Friends of Vanuatu newsletter on a regular basis and distributes the newsletter to the membership, preferably by email; solicits information for the newsletter from officers, other members, National Peace Corps Association, Peace Corps Washington, Peace Corps Vanuatu, other Peace Corps Association groups, or other members of the community; maintains Friends of Vanuatu's social media accounts and website; works with Secretary on maintaining an up-to-date member database; maintains a possible member database of currently serving volunteers, staff, and organization partners.

(h) Members-At-Large. Members-At-Large have all the duties and responsibilities as all other Board members as outlined in Article V and throughout these bylaws. Specific duties will be directed by the President and may change over time to meet the current needs of the organization.

Article VIII. Activities

Section 1. Projects. The Association may engage in short-term projects as initiated by its Supporting Members and approved by the Board. Projects may include, but are not limited to, service-related activities in the communities volunteers reside in, fundraising efforts, supporting Peace Corps Volunteer projects in Vanuatu, supporting a local Ni-Vanuatu organization's project, and coordinating educational events.

Section 2. Internet Forums. The Association shall endeavor to hold at least two Internet forums per year, which will be announced in the newsletter and open to the general membership. Internet forums will last 2-4 weeks, where a social, economic, political, cultural or other issue relating to Vanuatu will be discussed as decided upon by the members of the Association.

Section 3. Peace Corps Related Events. The Association shall participate in Peace Corps related events as determined by the Board. Members are encouraged to wear clothing from Vanuatu to these events, as appropriate, to encourage curiosity and knowledge about Ni-Vanuatu culture. Events may include speaking at schools, Peace Corps-sponsored events, and social gatherings, among other things.

Section 4. Educational Programs. The Association shall endeavor to hold periodic program gatherings as requested by members under the stewardship of the Program Coordinators. Programs may include, but not be limited to, events that promote a better understanding of Vanuatu and its people, professional development and networking of Association members, and support for projects of Peace Corps and non-profit organizations in Vanuatu.

Section 5. Meetings. Officers shall endeavor to hold general member meetings at their discretion, preferably no less than once per year. These meetings shall be announced through the newsletter, the website and/or email. When possible, officers shall participate in regional and national meetings of the National Peace Corps Association.

Section 6. Public Information. The Association shall present information to the public in the form of a newsletter, a website and other forms of media as determined by the Board. This information should provide stories, photos, accounts of current volunteer projects and experiences in Vanuatu, in addition to information regarding the Association.

Section 7. Social gatherings. The Association shall hold social events to strengthen the relationship among Supporting Members and to meet possible new members. The Association will also strive to coordinate an annual last kava for currently COSing Volunteers.

Article IX. Fiscal Management

Section 1. Fiscal Year. The fiscal year of the Association shall begin on the first day of January of each year and end the last day of December.

Section 2. Books and Accounts. Books and Accounts of the Association shall be kept correct and complete under the direction of the-Treasurer. Minutes of the proceedings of the Board shall be kept under the direction of the Secretary.

Section 3. Funds. All funds of the Association not otherwise employed shall be deposited to the credit of the Association in such banks, trust companies, or other depositories as the Board may select, or as may be designated by any officer or officers, agent or agents, of the Association and in such manner as shall from time to time be determined by resolution of the Board.

Section 4. Execution of Association Documents. With prior authorization by the Board, the President or the President's designee shall execute all notes and contracts on behalf of the Association, and all checks shall be executed on behalf of the Association by the Secretary, Treasurer or the President, or their designees.

Section 5. Annual Budget and Approval of Association expenditures. The Board of Directors shall approve an Annual Budget that funds the regular expenditures of the Association. Expenditures other than regularly occurring business and event expenses must be pre-approved as stipulated in Article IX, Section 6. Increases in regularly occurring expenses or purchases for special events must be approved by at least two (2) Board members. Receipts must be submitted to the Association Treasurer for reimbursement.

Section 6. Grants and Other Disbursements. The Association may make grants and other disbursements of its funds as permitted by its non-profit and tax-exempt status, and in conformity with any restriction on the allocation of funds. It is required for a majority of Board members to vote in favor of a grant or disbursement of funds to another entity. The Board is authorized by these Bylaws to develop and approve grant-making procedures as are relevant for the grant and in conformity with the Association's non-profit and tax-exempt status.

Section 8. Acceptance of Gifts. The Board or any officer(s) or agent(s) of the Association to whom authority may be delegated by the Board, may accept on behalf of the Association any contribution, gift, bequest, or device for the general or special

purposes of the Association. No personal gifts or gratuities may be accepted without approval of the Board, in order to avoid any appearance of a conflict of interest.

Section 9. Disbursement of assets at dissolution. No member, director, or officer of the Association, or any private person shall be entitled to share in the distribution of any of the Association's assets upon dissolution of the Association or winding up of its affairs. Upon such dissolution or winding up of affairs, after making provision for the payment of all the liabilities of the Association, all of the remaining assets of the Association shall be distributed for substantially similar uses and purposes to any organization which would then qualify for exemption under the provision of section 501(c)(3) or (6) of the U.S. Internal Revenue Service code as now stated or as it may be hereafter amended.

Article X. Liability and Indemnification of Directors and Officers

Section 1. Limited Liability of Directors. The liability of the directors of the Association shall be limited in accordance with the provisions of the District of Columbia Nonprofit Corporation Act and the Articles of Incorporation of the Association.

Section 2. Indemnification of Directors and Officers. Any director or officer, or their executor or administrator, shall be entitled to indemnification in accordance with the District of Columbia Nonprofit Corporation Act and the Articles of Incorporation of the Association and this Article. The Association shall indemnify each director and each officer who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Association) by reason of the fact that the individual is or was a director or officer of the Association, or is or was serving at the request of the Association as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by them in connection with such action, suit or proceeding if they acted in good faith and a manner they reasonably believed in the case or their conduct in their official capacity with the Association, that their conduct was in the Association's best interest; in all other cases that their conduct was at least not opposed to the Association's best interest; and in the case of a criminal proceeding, had no reason to believe that their conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which they reasonably believed to be in or not

opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that their conduct was unlawful.

Section 3. Indemnification in Actions by the Association. The Association shall indemnify each director and each officer who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Association to procure a judgment in its favor by reason of the fact that the individual is or was a director or officer of the Association, or is or was serving at the request of the Association as a director or officer of another corporation, partnership, joint venture, trust or other enterprise(s) against expenses (including attorneys' fees) actually and reasonably incurred by them in connection with the defense or settlement of such action or suit if they acted in good faith and a manner they reasonably believed to be in or not opposed to the best interests of the Association and accept that no indemnification shall be made in respect of any claim, issue or matter as to which such director or officer shall be adjudged to be liable to the Association unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such director or officer is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

Section 4. Success on Merits or Otherwise. To the extent that a person who is or was a director, officer, employee or agent of the Association, or any other corporation, partnership, joint venture, trust or other enterprise with which the individual is or was serving in such capacity at the request of the Association, has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Sections 1 and 2 of this Article, or in defense of any claim, issue or matter therein, they shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by them in connection therewith.

Section 5. Applicable Standard. Any indemnification under Sections 1 and 2 of this Article (unless ordered by a court) shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because they have met the applicable standard of conduct set forth in Sections 1 and 2. Such determination shall be made (a) by the Board by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (b) if such a quorum is not obtainable, or even if obtainable but a quorum of disinterested directors so directs, by independent legal counsel in a written opinion.

Section 6. Non-exclusivity of Article. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a director or officer seeking indemnification may be entitled under any statute, provision in the Articles of Incorporation of the Association, bylaws, agreement, vote of members or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Section 7. Insurance. The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving at the request of the Association as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against them and incurred by them in any such capacity, or arising out of their status as such, whether or not the Association would have the power to indemnify them against such liability under the provisions of this Article.

Section 8. Intent; Severability. The Article intends to permit indemnification of directors and officers of the Association to the fullest extent permitted by the District of Columbia Nonprofit Corporation Act. If the District of Columbia Nonprofit Corporation Act is amended or another District of Columbia law is enacted to permit further elimination or limitation of the personal liability of directors and officers, then the liability of directors and officers of the Association shall be eliminated or limited to the fullest extent permitted by the District of Columbia Nonprofit Corporation Act, as so amended, or by such other District of Columbia law, as so enacted. The invalidity or unenforceability of any provision in this Article shall not affect the validity or enforceability of the remaining provisions of this Article. These provisions are contractual rights that vest upon commencement of service as an officer or director, and these bylaws cannot be retroactively amended in ways to diminish these rights.

Article XI. Amendments to the Bylaws

Section 1. Review of Bylaws. These Bylaws must be reviewed every three years. Amendments may be made at any Board meeting by a two-thirds ($\frac{2}{3}$) vote of the Board of Directors.

Section 2. Amendment Procedure. Any Board member of the organization may seek an amendment to the Bylaws by following these procedures:

(a) The specific proposed amendment shall be submitted in writing to the President and signed by at least six members;

(b) The proposed amendment shall be publicized pursuant to Section 3 below;

(c) The proposed amendment shall be voted upon pursuant to Section 1 above.

Section 3: Notice of Amendments. All pending amendments to the Bylaws will be published in the Association's newsletter along with a notice of the date of the meeting at which they will be voted upon. Amendments to the Bylaws must be published at least 30 days prior to the date on which they will be voted upon. The Officers and any members present shall vote on the amendment. A two-thirds majority is required to pass the amendment.

Certification of Original Bylaws:

I, Brett A. Serwalt, President of Friends of Vanuatu, a District of Columbia non-profit association, hereby certify that the foregoing Bylaws, comprising 11 articles in 14 pages (U.S. Letter Size), were adopted by resolution of the Board of Directors of the Association on the 1st day of March, 2020.