

**BYLAWS
OF
JESUS' ECONOMY**

1. IDENTIFICATION OF THE CORPORATION AND ITS PURPOSES.

1.1. The Corporation.

The name of the Corporation for which these Bylaws have been adopted is Jesus' Economy.

1.2. Purpose of the Corporation.

The purpose for which the Corporation was formed is to:

a. To facilitate simultaneous creation of jobs and missional centers in developing world communities in the hopes of creating a new global, spiritual and physical economy for those living within those communities; and

b. To facilitate the meeting of basic needs of individuals and communities in the developing world by connecting and creating partnerships with other businesses, professionals, and organizations who can meet those needs; and

c. To engage in any other lawful activity, not for profit, which may hereafter be authorized from time to time by the Board of Directors; provided, however, that the purposes for which the Corporation is formed shall at all times be consistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

d. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director, officer, or member of the Corporation or any private persons (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 purpose set forth in the Articles of Incorporation). No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication of distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office.

e. Notwithstanding any other provision of the Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

f. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local

government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

2. OFFICES - REGISTERED AGENT.

2.1. Registered Agent and Registered Office.

The Corporation shall maintain a Registered Agent to receive legal process and official notices on behalf of the Corporation, as required by the Corporation Act. The Registered Agent shall have a business office identical with such Registered Office. The Registered Office of the Corporation shall be located in the State of Washington at such place as may be fixed from time to time by the board of Directors upon filing of such notices with the Secretary of State and elsewhere as may be required by the Corporation law.

2.2. Other Offices.

The Corporation may have other offices within or outside the State of Washington at such place or places as the Board of Directors may from time to time determine.

3. MEMBERS.

3.1. No Members.

Unless and until the Articles of Incorporation for this Corporation are amended to so provide, pursuant to RCW 24.03.065 this Corporation shall have no Members, and its affairs shall be governed solely by its Board of Directors.

4. BOARD OF DIRECTORS.

4.1. Number, Term of Office and Powers.

4.1.1. Number of Directors. Unless changed by an amendment to these Bylaws, or pursuant to the provisions of Section 4.5 hereof, the Board of Directors shall consist of a minimum of nine (9) members, but no more than eleven (11) persons. However, during the first twelve (12) months from the date of incorporation of the corporation herein (September 21, 2012-September 20, 2013), the initial Board of Directors shall be permitted to consist of an odd number of persons, with a minimum of five (5) persons. The majority of Directors must be non-paid, non-financially benefitting persons.

4.1.2. Qualifications. An adult person of ability and integrity, who has demonstrated commitment to the aims and purposes of the Corporation, and professes, believes and affirms those statements that comprise the Apostles' Creed, is eligible to be considered for a position on the Board of Directors of the Corporation.

4.1.3.Term. A Director shall serve for a term of three (3) years, and until his or her successor is elected. The Board may by resolution prescribe longer or shorter terms for one or more

Directors' positions, subject to the following provisions through which, for continuity of management, terms will be staggered: Directors appointed to Odd Numbered Positions on the Board shall hold initial terms of two (2) years. Directors appointed to Even Numbered Positions shall hold initial terms of three (3) years. Thereafter, the terms of all Directors shall be for three (3) years. All members of the Board of Directors shall take office upon their appointment. With the exception of those Directors who concurrently serve as Executive Committee members, as defined in Section 4.14 herein, Directors may serve for two (2) consecutive terms. After completion of two (2) consecutive terms, such Director must take leave from the Board for a period of one (1) year before being eligible for again serving as a Director. There is no term limit for Directors who are Executive Committee members.

4.1.4. Powers. The Board of Directors shall have the power and responsibility to manage all the affairs, property, and interests of the Corporation.

4.2. Meetings.

4.2.1. Annual Meeting. An annual organizational meeting of the Board of Directors shall be held in the first quarter of each year. At this meeting, the Directors shall fill any vacancies existing on the Board, shall establish a schedule of Regular Meetings for the year, shall consider the reports of Officers presented pursuant to Section 4.7 hereof, and may then conduct such other business as may be necessary or desirable at such time. A Director shall be deemed 'present' at any meeting whether they appear in person or should they be available and appear at said meeting by Skype and/or similar electronic teleconferencing method.

4.2.2. Regular Meetings. Regular meetings of the Board of Directors shall be held at such time and place as shall be determined from time to time by the Board of Directors, but at least one meeting shall be held in each quarter of each fiscal year. Any lawful business may be transacted at a regular meeting at which a quorum is present. If all Directors have received a written schedule of Regular Meetings, no further notice of such meetings shall be required. Said written schedule of Regular Meetings can be given to each Director, by mail, by receipted e-mail or telefacsimile transmission, or by hand-delivery at least 72 hours prior to the time of the first scheduled meeting. A Director shall be deemed 'present' at any meeting whether they appear in person or should they be available and appear at said meeting by Skype and/or similar electronic teleconferencing method.

4.2.3. Special Meetings. Special meetings of the Board of Directors may be called by the President and shall be called by the President or Secretary on the written request of at least two Directors. Unless all sitting Directors are present at a special meeting, no business other than that stated as the purpose for such special meeting may be conducted at a special meeting. A Director shall be deemed 'present' at any meeting whether they appear in person or should they be available and appear by Skype and/or similar electronic teleconferencing method.

4.2.4. Notice and Waiver of Notice. Notice of regular or special meetings of the Board of Directors shall be given to each Director, by mail, by receipted e-mail or telefacsimile transmission, or by hand-delivery at least 72 hours prior to the time of the meeting, and shall state the date and place and hour of the meeting. Notice of Regular Meetings may also be given by providing each Board member with a written schedule of regular meetings adopted for the ensuing year at any time after the Annual Meeting and at least seven days prior to the next succeeding Regular Meeting. Notice of a Special Meeting should state the purpose of the meeting. Notice of a meeting of the Board of Directors may be waived in writing by a

Director either before or after the meeting. Attendance at a meeting constitutes waiver of notice of that meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened. If all of the Directors are present at any meeting of the Board of Directors, no notice shall be required and any business may be transacted at such meeting.

4.2.5. Quorum and Voting. A quorum is deemed present throughout any meeting of the Board of Directors if persons entitled to cast at least a majority of the votes on the Board of Directors are present at the beginning of the meeting. Each Director shall have one vote. Voting by proxy is not permitted. However, voting by electronic means, i.e., e-mail or telefacsimile is permitted should the vote be received prior to the beginning of said meeting. The votes of a majority of the Directors present at a meeting at which a quorum is present shall constitute the decision or act of the Board of Directors. If less than a quorum is present at a meeting, the majority of those present may recess the meeting to a designated time and place. A recessed meeting may be held as designated without further notice, and when a quorum is present any business may be transacted which might have been transacted at the meeting as originally called.

4.2.6. Conduct of Meetings. The President shall preside at meetings of the Board of Directors and the Secretary shall ensure that minutes are kept of the proceedings. Following proof of notice, or waiver thereof, and determination of the presence of a quorum, business may be transacted.

4.2.7. Meetings by Teleconference. Regularly scheduled or specially called meetings of the Board of Directors, or any committees or sub-committees of the Board of Directors may be conducted with all or some members of the Board or committee participating by teleconference call on a telephone equipped to provide speaker phone participation by all members of the Board or committee or sub-committee of the Board of directors, or by Skype or other similar teleconferencing method with a computer equipped to provide speaker and visual participation of said members of the Board or committee or sub-committee. Teleconference, Skype or similar teleconferencing method, participation in the business of the Corporation shall not dispense with the written transactions of business conducted by such participation, and minutes shall reflect members of the Board or committees participating by teleconference, Skype, or other similar teleconferencing method.

4.2.8. Action by Directors Without a Meeting. Any action required or permitted to be taken may be taken without a meeting if all of the members of the Board of Directors consent in writing to such action. Such written consent(s) shall be filed with the minutes of the proceedings of the Board of Directors.

4.3. Vacancies.

A vacancy on the Board of Directors caused by any reason shall be filled by a vote of the majority of the remaining Directors, even though they may constitute less than a quorum. Each person so appointed shall serve until the next annual meeting of the Board and until his or her successor is appointed.

4.4. Removal of Directors.

The Board of Directors may remove any of its members, with or without cause by the affirmative vote of a majority of the entire remaining Board of Directors.

4.5. Change in Size of Board.

The number of Directors may at any time be increased or decreased by amendment of these Bylaws. Further, if a greater or lesser number of Directors than the number previously constituting the whole Board is appointed at any time, then such appointment shall automatically amend these Bylaws to increase or decrease the size of the Board to the number actually appointed, but no decrease shall have the effect of shortening the term of any incumbent Director, nor shall the number of Directors ever be less than nine (9) persons, but no more than eleven (11) persons, with the exception that during the first twelve (12) months from the date of initial incorporation, the number of Directors shall consist of an odd number which shall not be less than five (5) persons.

4.6. Compensation - Loans.

A Director shall not receive compensation from the Corporation for serving on the Board of Directors, but a Director may be reimbursed for reasonable out-of-pocket expenses incurred by him or her in the proper performance of his or her duties, upon approval by the Board of Directors. Upon resolution of the Board, reasonable compensation may be paid to any Board member who renders valuable services to the Corporation. Officers of the Corporation may be compensated in accordance with Section 5.9, and committee members may be compensated if permitted in the resolution establishing such committee. No loan shall be made by the Corporation to any Director.

4.7. Annual Report of the Board of Directors.

At each Annual Meeting of the Board, the President and Treasurer shall present a report of the activities and finances of the Corporation, which shall be sufficiently detailed to fully declare to each Board member a true and accurate statement of the Corporation's operative and financial condition.

4.8. Fidelity Insurance.

The Board of Directors shall obtain adequate fidelity insurance for any Director, Officer, trustee, volunteer, agent, or employee of the Corporation handling or responsible for Corporation's funds. The fidelity bond or insurance shall designate the Corporation as a named insured.

4.9. Duty of Care.

A Director shall perform the duties of a Director, including duties as a member of any Committee of the Board upon which the Director may serve, in good faith, in a manner such Director believes to be in the best interests of the Corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by (a) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent in the matter presented; (b) legal counsel, public accountants, or other persons as to matters which the Director reasonably believes to be within such person's professional or expert competence; or (c) a Committee of the Board upon which the Director does not serve, duly designated in accordance with a provision in the Bylaws, as to matters within its designated authority, which Committee the Director believes to merit confidence; so long as, in any such case, the Director acts in good faith, after reasonable inquiry when the need therefor is

indicated by the circumstances, and without knowledge that would cause such reliance to be unwarranted.

4.10. Duty of Loyalty - Conflicts of Interest.

4.10.1 General. The Directors shall exercise their powers and duties in good faith and with a view to the interests of the Corporation and consistent with the purposes set forth in these Bylaws. No contract or other transaction between the Corporation and one or more of its Directors, or between the Corporation and any corporation, firm entity or Corporation in which one or more of the Directors is an officer, director, partner, employee or agent, or has any substantial interest in dealing with the other organization, or are pecuniarily or otherwise interested, shall be either void or voidable because such Director or Directors are present at the meeting of the Board of Directors or any committee thereof which authorizes or approves the contract or transaction, if the fact of the common directorate or interest is disclosed or known to the Board of Directors or a majority thereof and noted in the minutes, and the Board of Directors authorizes, approves or ratifies such contract or transaction in good faith by a vote sufficient for the purpose. Common or interested Directors may be counted in determining the presence of a quorum at any meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies any contract or transaction. Such Directors should abstain from voting, but may be permitted by the other Directors to vote thereat and authorize any contract or transaction with like force and effect as if they were not common or interested Directors or Officers of such other corporation or were not so interested, provided that the disclosures required earlier in this Section have been duly made, and that the contract or transaction be approved by at least a majority of the disinterested Directors present at the meeting. See also Section 10.3 herein.

4.10.2 Director Disclosure. It is the responsibility of each Director to make full disclosure to the Board of Directors concerning any actual or potential conflicts of interest in any matter which is the subject of business before the Board. No Director may vote on any matter in which he or she has any actual or potential conflict of interest. Directors shall disclose in writing to the Board of Directors any persons to whom they are closely related or organization with which they are affiliated who or which presently transacts business with the Corporation or might reasonably be expected to do so in the future. Each disclosure shall be updated and resubmitted on a yearly basis. An affiliation with an organization shall be considered to exist when a Director or a member of his or her immediate family, close relative, affectional or life partner is an officer, director, partner, employee or agent of the other organization, or has any substantial interest in dealing with the other organization, or are pecuniarily or otherwise interested. Closely related persons shall include, in addition to spouses, children, siblings and blood relatives, affectional relationships between persons of the same or opposite sex. See also Section 10.3 herein.

4.11. Indemnification.

The Corporation shall indemnify and hold harmless each of the Directors and Officers from and against all contractual liability to others arising out of contracts made by the Board of Directors or Officers on behalf of the Corporation unless such contract was made in bad faith. The Directors and Officers shall not be personally liable for contracts made by them on behalf of the Corporation. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding by reason of the fact that (s)he is or was a Director or Officer of the Corporation against amounts paid in settlement incurred by him or her in connection with such action, suit or proceeding if (s)he acted in good faith and in a manner (s)he reasonably believed to be in, or not opposed to, the best interests of the Corporation, to the fullest extent authorized by RCW 23B.08.320, and 23B.08.500

through 23B.08.600, and any amendments thereto, irrespective of the fact that the Corporation is not incorporated under RCW 23B. See RCW 23B.17.030.

4.12. Committees of the Board.

The Board of Directors may by resolution establish and appoint the members of one or more Committees each of which shall consist of two or more Directors, which Committees, to the extent provided in such resolution, in the Articles of Incorporation, or in the Bylaws of the Corporation, shall have and exercise the authority of the Board of Directors in the management of the Corporation: Provided, that no such Committee shall have the authority of the Board of Directors in reference to:

- (a) Amending, altering or repealing the Bylaws;
 - (b) Electing, appointing, or removing any member of any such committee or any Director or Officer of the Corporation;
 - (c) Amending the Articles of Incorporation;
 - (d) Approving the annual budget of the Corporation;
 - (e) Approving employee benefit packages for those employees who are Executive Committee members;
 - (f) Authorizing termination, hiring and/or employment terms of Executive Committee members;
 - (g) Authorizing the sale, lease, exchange or mortgage, of all or substantially all of the property and assets of the Corporation;
 - (h) Authorizing the voluntary dissolution of the Corporation or revoking proceedings therefor;
- or
- (I) Amending, altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by such committee.

The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director of any responsibility imposed upon it or him or her by law.

4.13. Advisory Committees.

The Board of Directors may by resolution establish and appoint the members of one or more Committees intended to obtain information for and provide advice to the Board, but not to exercise any of the powers of the Board, with respect to such matters as from time to time may be deemed useful by the Board. The members of any such Committee may be Board members or other persons whose participation is deemed useful by the Board, in its discretion.

4.14. Executive Committee.

The Board of Directors may by resolution establish and appoint the members of an Executive Committee. The members of such Executive Committee shall consist of no less than four (4) persons and shall be comprised of the four (4) Principal Officers as defined in Section 5.1 hereof, together with the Executive Director, if any. The Executive Director is a nonvoting member of the Executive Committee. All Executive Committee members must be employees of the Corporation. The Executive Committee shall have the authority to govern the day-to-day operations of the Corporation and to make any and all decisions necessary for the administration of the Corporation with the exception of those items listed in Section 4.12 hereof.

4.15. Non-Executive Committee.

The Board of Directors may by resolution establish and appoint members of a Non-Executive Committee. The members of such Non-Executive Committee shall consist of four (4) persons who are each qualified to serve as a Director as per Section 4.1.2 hereof, but who are not currently serving as a Director or an Officer of the Corporation, but who are employed by the Corporation in an executive level capacity. The Non-Executive Committee shall have the authority to govern those operations of the Corporation as authorized herein, or that are set by resolution of the Board of Directors, with the exception of those items listed in Section 4.12 hereof.

5. OFFICERS.

5.1. Principal Officers.

The principal Officers of the Corporation are a President, a Vice President, a Secretary and a Treasurer. All the principal Officers of the Corporation must be members of the Board of Directors. Two or more offices may be held by the same person, except the offices of President and Secretary may not be held by the same person. The Board of Directors may, in its discretion, also elect or appoint such other Officers, Co-Officers and assistant Officers as may be deemed necessary or desirable. Officers are charged, in general, with responsibility for implementing policy decisions and other directives adopted by the Board of Directors.

5.2. Selection of Officers.

The Officers of the Corporation shall be selected and appointed initially by resolution of the Board of Directors. Said Officers shall serve until they resign or are removed as per the provisions in these Bylaws.

5.3. Removal of Officers; Vacancies.

An Officer may be removed by the Board of Directors with or without cause by the affirmative vote of a majority of the entire Board of Directors. A successor may be selected at any regular meeting of the Board of Directors or at any special meeting called for that purpose.

5.4. President.

The President shall be that same person who is employed as the Chief Executive Officer of the

Corporation; (s)he shall preside at meetings of the Board of Directors; (s)he shall exercise general oversight of the business of the Corporation, subject to the control of the Board of Directors, and shall exercise reasonable care to assure that all directives and resolutions of the Board of Directors are carried into effect. The pay and expense reports of the Chief Executive Officer (President) shall be approved by two (2) Non-Executive Committee members (if formed) or by two (2) members of the Board of Directors, other than the Chief Executive Officer (President).

5.5. Vice President.

The Vice President shall perform the duties and exercise the powers of the President in the absence or disability of the President, and shall perform such other duties as the Board of Directors may prescribe.

5.6. Secretary.

The Secretary shall attend all meetings of the Board of Directors, and shall ensure that a record of the voting is kept and further ensure that minutes of all proceedings are kept and maintained in books to be kept for that purpose. (S)he shall provide and deliver notice of meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors. The Secretary, with the assistance of the Treasurer, shall compile and keep current at the principal office of the Corporation all records required by Section 9.1 hereof. The Secretary shall keep current and retain custody of the minute books of the proceedings of the Board of Directors, and may maintain a separate Book of Resolutions containing copies of resolutions of the Board intended to have ongoing or permanent effect. An Assistant Secretary may perform the duties and exercise the powers of the Secretary in the absence or disability of the Secretary and shall perform such other duties as the Board of Directors may prescribe.

5.7. Treasurer.

(a) Duties. The Treasurer shall be that same person who is employed by the Corporation as the Chief Financial Officer. The Treasurer shall maintain control over all funds and securities of the Corporation and shall, with the assistance of its accountant or an Executive Director or Chief Executive Officer, or other staff employed by the Corporation, keep full and accurate records of all receipts and disbursements, shall supervise the preparation of any required tax returns, and shall deposit all funds of the Corporation in such banks or other depositories as may be approved by the Board of Directors. (S)he shall cause funds to be disbursed as ordered by the Board of Directors and/or Executive Committee, taking proper vouchers for such disbursements. (S)he shall be responsible for preparation of the Corporation's annual financial statement required by Section 4.7 hereof, and shall render such further reports as the Board may require from time to time. All books and records shall be kept in accordance with generally accepted accounting principles.

(b) Issuance of Checks. The Treasurer shall not be allowed to sign checks. All checks and authorized bank vouchers and/or wires must be signed/authorized by no less than two (2) persons consisting of the following: a) two members of the Executive Committee; or b) one member of the Executive Committee and one member of the Board of Directors who is not a member of the Executive Committee; or c) one member of the Executive Committee and one member of the Non-Executive Committee (if formed). Any check over the sum of \$10,000 must be signed by three (3) persons consisting of a combination of the following: a) two members of the Executive Committee and one member of the Board of Directors who is not a member of the Executive Committee; or b) one member of the Executive Committee and one member of the Non-Executive Committee (if formed) and one member of the Board of Directors who is not a member

of the Executive Committee; or c) one member of the Executive Committee and two members of the Board of Directors who are not members of the Executive Committee; or d) one member of the Executive Committee, two members of the Non-Executive Committee (if formed).

5.8. Executive Director.

The Board may employ an Executive Director who shall be responsible for the administration and conduct of the business and affairs of the Corporation pursuant to guidelines established by the Board. The Executive Director shall have full authority for direction of the employees of the Corporation, if any. The Executive Director may be compensated for his or her services in such amount and manner as the Board of Directors shall determine.

5.9. Compensation of Officers - Loans.

No Officer shall receive any compensation from the Corporation for acting as such Officer, unless such compensation is approved by a unanimous vote of the Board of Directors. An Officer shall be reimbursed for reasonable out-of-pocket expenses incurred by him or her in the performance of his or her or her duties, and, upon resolution of the Board may receive reasonable compensation for rendering valuable services to the Corporation. No loan shall be made by the Corporation to any Officer.

5.10. Liability of Officers and Indemnification.

See Section 4.11 of these Bylaws.

5.11. Vacancies.

Vacancies in any Office arising from any cause may be filled by the Board of Directors at any Regular or Special Meeting of the Board.

5.12. Term - Removal.

The Officers of the Corporation shall hold office until their successors are chosen and qualified. Any Officer, or agent elected or appointed by the Board of Directors may be removed at any time, with or without cause, by the affirmative vote of a majority of the whole Board of Directors, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

5.13. Bonds or Fidelity Insurance.

The Board of Directors may, by resolution, require any or all of the Officers to provide bonds, fidelity insurance or their equivalent to the Corporation, with surety or sureties acceptable to the Board, conditioned for the faithful performance of the duties of their respective offices, and to comply with such other conditions as may from time to time be required by the Board of Directors.

6. EMPLOYEE COMPENSATION.

Compensation and benefit packages for all employees of the Corporation are to be based on fair market value. Fair market value shall be determined by surveys of other non-governmental and for-profit

organizations for similar job descriptions and positions. The Corporation's compensation structure will be based on an average of the survey information. Each Corporate employee positions/job title will be designated as part of a corporate structure level. Each corporate structure level shall have an established compensation package that is the same for all employees defined to that level (i.e., all Executive Level employees will have the same compensation package). The corporate structure levels and subsequent employee positions/job titles shall be established by resolution of the initial Board of Directors.

7. PERSONNEL POLICIES.

7.1 Written Policies.

The Corporation shall establish written policies concerning qualifications, responsibilities, and conditions of employment, including but not limited to a whistleblower policy.

7.2 Contents of Personnel Policies.

The Corporation's personnel policies shall be available to each employee. The policies shall be applicable to all federal, state and local laws.

7.3 Equal Employment Opportunities.

The Corporation and its agents shall not discriminate in the securing or offering of employment against any persons due to race, color, creed, national origin, religion, gender, sexual orientation, marital status, pregnancy, maternity or familial status, age, disabled veteran or Viet Nam Era veteran status, disability or any other factor prohibited by law .

8. DEPOSITORIES.

The funds and securities of the Corporation shall be deposited in the name of the Corporation in insured accounts at such reputable financial institutions as the Board of Directors shall designate, and shall be drawn from such accounts only by check or other order for payment of money signed by such persons, and in such manner, as may be determined by resolution of the Board of Directors, and/or by the terms and provisions contained herein.

9. NOTICES.

Except as may otherwise be required by law, any notice to any Director may be by hand-delivery personally, or by mail, or by receipted e-mail or by telefacsimile transmission. If mailed, the notice shall be deemed to have been delivered when deposited in the United States mail, addressed to the addressee at his or her last known address in the records of the Corporation, postage prepaid. If by telefacsimile transmission the notice shall be deemed to have been delivered at the time and date as per the telefacsimile confirmation transmitted to the addressee at his or her last known telefacsimile number in the records of the Corporation. If by receipted e-mail, the notice shall be deemed to have been delivered at the time and date as per the e-mail sent confirmation to the addressee at his or her last known e-mail address in the records of the Corporation..

10. SEAL.

The corporate seal of the Corporation, if any, shall be in such form and bear such inscription as may be adopted by resolution of the Board of Directors, or by usage of the officers on behalf of the Corporation.

11. BOOKS AND RECORDS.

11.1 Maintenance of Records.

The Corporation shall keep at its registered office, or at its principal office in the State of Washington, or at its Secretary's office of record whether that be in the State of Washington, or elsewhere, the following: (1) Current and superseded Articles of Incorporation and Bylaws; (2) Correct and adequate records of accounts and finances; (3) A record of all Officers' and Directors' names and addresses; (4) Minutes of the proceedings of the Board of Directors, and any minutes which may be maintained by Committees of the Board, along with a separate Book of Resolutions, if possible, as provided in Section 5.6 hereof. Records may be written, or electronic if capable of being converted to writing.

11.2 Inspection.

The records of the Corporation shall be open at any reasonable time to inspection by any member of the Board, its committees, or any person who has made a charitable donation to the corporation, which person makes a request, in writing, to see such records. Cost of inspecting or copying shall be borne by such person except for costs for copies of any and all Corporate documents which will be made available online and able to be viewed by the general public. These documents may include, but are not limited to, the Corporate governing documents including the Articles and Bylaws, financial and tax documentation, employee salary reports, and other regularly produced status of corporation reports. In addition, every effort shall be made to ensure that all fiscal and project goal records of all planned campaigns/projects be available online and able to be viewed by the general public.

11.3. Annual Audit-Potential Conflicts of Interest.

The Board of Directors members, less those who are also Executive Committee members, shall be responsible for overseeing an annual audit of all of the Corporation's financial records by an independent auditor. Said independent auditor shall be chosen by a majority vote of the Board of Directors members, less those who are also Executive Committee members, on a biennial basis. The independent auditor shall have access and review to any and all records of the Corporation. The independent auditor shall have the authority to define and determine any potential conflicts of interest, between the officers, directors, partners, employees and agents of the Corporation. If it is determined that there is a conflict of interest, immediate changes must be made to eliminate the conflict, including, but not limited to, resignation, whether voluntary or by necessary vote, of the involved party or parties. See also Section 4.10 herein.

11.4. Donated Funds and Issuance of Receipts.

Any party who makes a donation to the Corporation shall be issued a receipt for said donation within a timely manner to the address and/or contact information provided by the donor. The receipt shall be issued subject to the then current Internal Revenue Service regulations and codes for such charitable giving receipts. If any Donor requests subsequent information regarding the use of their donation, every reasonable effort

shall be made in a timely manner to respond to their request.

11.5. Allocations and Fundraising.

It is the Corporation's desire that all administrative costs and costs associated with fundraising efforts be funded independently of extreme poverty area projects. During the fundraising process, donors shall have the option to designate whether their funds are to be used for administrative/fundraising costs, extreme poverty area projects, or a combination thereof. Administrative/fundraising funds will be recorded and distributed separately from extreme poverty area projects funds. During the annual audit (see Section 11.3 hereof), the independent auditor will determine the percentage of the Corporation's annual budget that is to be designated as administrative/fundraising costs. This shall be done by a review and audit of each Corporate job position. It is acceptable for the administrative overhead costs, including the compensation of employees, to be divided between administrative/fundraising and extreme poverty area projects, with the exception that those Executive Level employees (to be established by resolution of the Directors, see Section 6 herein) will be allocated solely as administrative and/or fundraising costs. All funding, whether administrative, fundraising or extreme poverty areas projects will be recorded and available online for viewing by the general public.

12. PARLIAMENTARY AUTHORITY.

The rules contained in Robert's Rules of Order, as may be revised and amended from time to time, shall govern all cases wherein they do not conflict with the law, the charter, or these Bylaws. The Chair has the authority to appoint a Parliamentarian as needed.

13. AMENDMENT OF BYLAWS.

The Board of Directors shall have power to make, alter, amend, and repeal the Bylaws of this Corporation.

14. MISCELLANEOUS.

14.1. Compliance with Law.

These Bylaws are set forth in compliance with the provisions of RCW 24.03 (the "Corporation Law").

14.2. Severability.

If any provision of these Bylaws or the application thereof in any circumstances is held invalid, the validity of the remainder of these Bylaws shall not be affected thereby, and to this end the provisions of these Bylaws are declared to be severable.

14.3. Captions.

The captions (section headings) of these Bylaws are for convenience only and are not a part of these Bylaws and are not intended in any way to limit or enlarge the terms and provisions of these Bylaws.

14.4. Gender, Number.

Whenever in these Bylaws the context so permits, the use of the singular shall include the plural and the converse; and the use of any gender shall be deemed to include all genders.

IN WITNESS WHEREOF, the Corporation has caused this instrument to be adopted as its Bylaws by resolution of its Board of Directors dated September 27, 2012.

ATTEST:

/s/ Kimberly Haan

Secretary

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