

MINUTES OF
DIRECTORS' ORGANIZATIONAL MEETING
OF
**AAUW LOWER CONNECTICUT VALLEY EDUCATION AND SCHOLARSHIP
PROGRAM, INC.**

The undersigned, being the Secretary of AAUW LOWER CONNECTICUT VALLEY EDUCATION AND SCHOLARSHIP PROGRAM, INC. (the "**Corporation**"), hereby acknowledges that the actions set forth below were taken at the Directors' Organizational Meeting of the Corporation on June 26, 2023, at the Acton Public Library, 60 Old Boston Post Road, Old Saybrook, Connecticut.

The following individuals were present: Sue Aberbach, Deborah DeHertogh, Barbara Dimberg, Linda Frigon, Penny Hein

The meeting was called to order at 3:00 p.m.

RESOLVED: That the consent of the Incorporator dated May 11, 2023, the actions consented to therein and the Certificate of Incorporation approved by, and attached to, said consent are hereby adopted and approved.

RESOLVED: That the Bylaws for the regulation and management of the business and affairs of the Corporation which have been prepared by counsel in accordance with the instructions of the Incorporators and a copy of which is attached to these minutes, are hereby adopted as and for the Bylaws for the regulation and management of the business and affairs of the Corporation.

RESOLVED: That the following named persons are hereby elected directors of the Corporation to serve for a term of one (1) year and until their successors are duly chosen and qualified:

- Sue Aberbach
- Deborah DeHertogh
- Barbara Dimberg
- Linda Frigon
- Penny Hein

RESOLVED: That the following named persons are hereby elected officers of the Corporation to serve for a term of one (1) year and until their successors are duly chosen and qualified:

Deborah DeHertogh	-	Chair
Barbara Dimberg	-	Secretary
Linda Frigon	-	Treasurer

RESOLVED: That an account or accounts for the Corporation be opened at a financial institution or institutions to be selected by the officers and that the Chair and the Treasurer of the Corporation be severally authorized to sign checks drawn on said account or accounts; that the officers are severally authorized to execute such instruments as may be necessary or desirable in opening said account or accounts; and that any specific resolution required by the financial institution or institutions is hereby adopted.

RESOLVED: That the officers are authorized and directed to take such further action as may be necessary or desirable for the conduct of the Corporation's activities, including but not limited to the filing of any applications for recognition of tax exempt status, the preparation and filing of any information relating to the Corporation or its activities, and the payment of any necessary or appropriate fees or charges in connection therewith.

RESOLVED: That the Conflict of Interest Policy, the Whistleblower Policy, and the Document Retention Policy, a copy of each of which is attached to these minutes, having all been reviewed by the Directors, are hereby adopted by and for the Corporation.

There being no further business, the meeting was adjourned at 3:17 p.m.

Respectfully submitted,

Barbara Dimberg

Barbara Dimberg, Secretary