



# BYLAWS OF SACRAMENTO RESIDENT ADVISORY BOARD

## Article 1: OFFICES

1.1 Name. The name of this corporation is SACRAMENTO RESIDENT ADVISORY BOARD ("SRAB").

1.2 Nonprofit Corporation. This corporation has been formed pursuant to the California Nonprofit Corporation Law as a public benefit corporation.

1.3 Principal Office. The principal office for the transaction of the activities and affairs of this corporation is located at 1725 "K" Street, #101, Sacramento, California. The Board of Directors may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

1.4 Other Offices. The Board may at any time establish branch or subordinate offices at any place or places where this corporation is qualified to conduct its activities.

## Article 2: PURPOSES

2.1 Not for Private Gain. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.

2.2 Charitable Purposes. The charitable purposes of this corporation are promoting the rights and welfare of public housing tenants through participating and representing the interests of public housing tenants in the planning and implementation of programs that affect them, serving as the liaison between public housing residents and the Public Housing Agency, serving as an advisory board to the Sacramento Housing and Redevelopment Agency (hereinafter referred to as "SHRA"), and the Housing Authority of the City and County of Sacramento

(hereinafter referred to as the Housing Authority or "HA") in all areas of HA operations, including but not limited to occupancy, general management, maintenance, security, resident training, resident employment, social services and modernization priorities, and carrying on such other charitable activities associated with these purposes as allowed by law.

2.3 Non-discrimination. It is the policy of the SRAB to comply fully with existing and subsequently enacted federal and state laws protecting the individual rights of applicants, residents, or staff. The SRAB shall not operate in any manner that will discriminate against an individual on the basis of age, color, disability, ethnicity, familial status, handicap, marital status, national origin, race, religion, sex, or sexual orientation.

## **Article 3: CONSTRUCTION AND DEFINITIONS**

3.1 Definitions. Unless the context requires otherwise, the general provisions, rules of construction and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

## **Article 4: DEDICATION OF ASSETS**

4.1 Assets. The corporation's assets are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of this corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c) (3).

## **ARTICLE 5: MEMBERS**

5.1 Types of Members. There shall be four types of membership in the SRAB: (1) Executive Committee; (2) Governing Body; (3) Resident Committees; and (4), Associate Members.

5.2 Executive Committee. The Executive Committee (also referred to as the "Board of Directors" or the "Board") shall oversee and be responsible for the daily operations of the SRAB. In addition, the Executive Committee shall represent all the Residents of HA-operated developments and will act in an advisory capacity to convey concerns of the Residents to HA staff or to the Housing Commission.

- a. The Executive Committee shall consist of the following "Executive Officers": Chair, 1st Vice Chair, 2nd Vice Chair/Parliamentarian, Secretary, and Treasurer.
- b. The members of the Executive Committee shall be elected by the Governing Body from its membership, for a three-year term.
- c. All Executive Committee members must be from SHRA managed housing and in good standing with the HA at the time of election.
- d. The Executive Committee may designate sub-committees to carry out functions of the SRAB (e.g., Capital Fund and Annual Plan Committees). SRAB members shall chair all sub-Committees, but the members of sub-committees are not limited to only SRAB members.

5.3 Governing Body. The Governing Body is responsible for the general management and direction of the SRAB. The Governing Body shall elect Executive Officers, approve budgets and/or expenditures, and approve methods of fund raising.

- a. The Governing Body shall be comprised of each Executive Committee Member, a delegate from each Resident Committee, and a representative from each SHRA Asset Management Project (AMP) that has no resident committee.
  - i. All Governing Body Members must be from Housing SHRA managed housing and in good standing with the HA at the time of election or selection. All Governing Body Members must reside in the communities they represent.
  - ii. Resident Committee delegates shall be elected members of the communities they represent. They may be elected by their peers at a general meeting of their respective community or by their resident committee board.
- b. SRAB Governing Body members shall be responsible for:
  - i. Acting on the needs of the residents as defined in the purpose.
  - ii. Attending meetings, including Resident Committee meetings, and other special meetings as appropriate.
  - iii. Meeting with residents and disseminating information and materials of benefit to the residents.
  - iv. Attending orientation and training sessions.
  - v. Serving on sub-committees and projects of the SRAB.
  - vi. Attend regularly scheduled meetings with the HA and Executive Committee to discuss problems, plan activities, and review progress.

5.4 Resident Committees. The SRAB shall accept or create Resident Committees from SHRA managed housing communities. Other similar committees shall be designated as Associate Committees. The conditions for the acceptance or formation of a committee and the rules of maintaining committees shall be as set forth in the Resident Advisory Board - Committee Procedure Manual, as amended (hereinafter referred to as the Manual), incorporated by reference in its entirety hereto. Procedures for the election of officers, recall procedures, responsibilities of officers, and minimum accounting standards of the Resident Committees shall be as

provided in the Manual. In addition, each Resident Committee shall designate a delegate to attend Governing Body meetings.

5.5 Associate Members. All residents of the HA who are not members of the Executive Committee or Governing Body may be Associate Members. Unless otherwise expressly provided by these Bylaws or resolution of the Governing Body, Associate Members shall be not-voting members and shall not be entitled to vote on any matters of the SRAB requiring a "Member" vote. Associate Members may sit on sub-committees. The Executive Committee shall determine the price structure, if any, for Associate Membership for any one or entity that is not a resident of the HA.

## ARTICLE 6: MEETINGS

6.1 Place of Meetings. Meetings shall be held at any place within Sacramento County either designated by resolution of the Governing Body or as provided in the notice of the meeting or, if not so designated, at the principal office of the corporation; provided, that any meeting location shall be required to be easily accessible to persons with disabilities.

6.2 Meetings by Telephone or Other. Any meeting may be held by conference telephone, video screen communication, or other communications equipment. Participation in a meeting under this Section shall constitute presence in person at the meeting if all of the following apply:

- a. Each participant in the meeting can communicate concurrently with all other participants.
- b. Each participant is provided the means of participating in all matters before the participants at the meeting, including the capacity to propose or to interpose an objection to, a specific action to be taken by the corporation.
- c. The SRAB has adopted and implemented a means of verifying both of the following:
  - i. A person participating in the meeting is a person entitled to participate in the meeting;
  - ii. All actions of or votes by the participants are taken or cast only by persons entitled to vote and not by persons who are not entitled to vote on the matter.

6.3 General Meetings. General meetings of the SRAB shall be held not less than quarterly.

6.4 Special Meetings. Special meetings of the SRAB, for any purpose or purposes, may be called at any time by the Chair or by any five (5) Governing Body Members, by filing a written request with the Secretary stating the time, date, location and purpose of the proposed meeting.

6.5 Notice of Meetings. SRAB, by and through its Secretary shall provide notice of the time and place of all general and special meetings to each Governing Body Member by:

- a. Personal delivery of written notice; or
- b. US mail, postage prepaid; or
- c. Telephone, including a voice messaging system or other system or technology designed to record and communicate messages, either directly to the director or to a person at the director's office who would reasonably be expected to communicate that notice promptly to the director; or
- d. Facsimile; or
- e. Electronic mail; or
- f. Other electronic means.

All such notices shall be given or sent to the address or telephone number as shown on the corporation's records.

Notices given by US mail, personal delivery, telephone, or electronic mail shall be delivered, telephoned, or sent, respectively, at least seven (7) days before the meeting.

The notice shall state the time of the meeting and the location if the location is other than the corporation's principal office. Except in the case of a Special Meeting, the notice need not specify the purpose of the meeting.

6.6 Quorum. A quorum for any meeting shall consist of twenty-five percent (25%) of Governing Body Members. Every action taken or decision made by a majority of the Governing Body Members present at a duly held meeting at which a quorum is present shall be an act of the SRAB. A meeting at which a quorum is initially present may continue to transaction business, despite the withdrawal of some Governing Body Members from that meeting, if any action taken or decision made is approved by at least a majority of the required quorum for that meeting.

6.7 Waiver of Notice. Notice of a meeting need not be given to any Governing Body Member who, either before or after the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings. Notice of a meeting need not be given to any Governing Body Member who attends the meeting and who, before or at the beginning of the meeting, does not protest the lack of notice to him or her.

6.8 Adjournment. A majority of the Governing Body Members present, whether or not a quorum is present, may adjourn any meeting to another time and place.

6.9 Notice of Adjourned Meeting. Notice of the time and place of holding an adjourned meeting need not be given unless the original meeting is adjourned for

more than 24 hours. If the original meeting is adjourned for more than 24 hours, notice of any adjournment to another time and place shall be given, before the time of the adjourned meeting, to the Governing Body Members who were not present at the time of the adjournment.

6.10 Action without a Meeting. Any action that the Executive Committee or the Governing Body is required or permitted to take may be taken without a meeting if all Executive Committee or the Governing Body Members, as the case may be, consent in writing to the action. Such action by written consent shall have the same force and effect as any other validity approved action of the Executive Committee or the Governing Body. All such consents shall be filled with the minutes of the proceedings of the corporation.

6.11 Open Meetings. All general and special meetings shall be open to all residents and to the general public. Notwithstanding the foregoing, the Executive Committee may hold closed meetings in the event that the Executive Committee determines in its reasonable discretion that an open meeting may be detrimental or not in the best interest of the SRAB, for example, if the subject of the meeting is an ongoing negotiation and an open meeting would jeopardize the negotiation process.

## **ARTICLE 7: EXECUTIVE OFFICERS**

7.1 Qualifications. All Executive Officers must live in a SHRA managed housing property and be in good standing with the HA at the time of election. In addition:

- a. The Chair, 1st Vice-Chair and 2nd Vice-Chair/Parliamentarian shall each have prior or concurrent experience serving as chairman of any committee or organization, including but not limited to chairing organizations or committees unrelated to SRAB.
- b. The Treasurer shall be or have been a resident committee chair or treasurer from a resident committee.
- c. The Secretary must be a resident of a HA property.

7.2 Election of Executive Officers. Each Executive Officer shall be elected by the Governing Body from its membership, for a three-year term. Notice shall be provided to the Members of the Governing Body for nominations and elections. The notice shall include a description of election procedures, eligibility requirements and/or dates of nomination and election.

- a. In the event the notice provides for a period of nomination of candidates, the date for closing of nominations shall not be less than fifteen (15) days from the date of the notice.
- b. In the event the notice provides the name or names of candidates, the date of election shall be not less than thirty (30) days from the date of the notice.

7.3 Vacancies. Except in the case of a recall, in the event of a vacancy in any office because of death, resignation, or any other cause:

- a. If the Chair becomes vacant, the 1st Vice Chair shall temporarily fill the vacancy until a new Chair is duly elected by the Governing Body Members in accordance with the preceding Section 7.3.
- b. In all other cases:
  - i. if the balance of the term of the vacated office is less than one year, the remaining Executive Committee Members may, by majority vote, fill the vacancy by appointment for the remainder of the term; or
  - ii. if the balance of the term of the vacated office is more than one year, the remaining Executive Committee Members may, by majority vote, temporarily fill the vacancy by appointment, the appointee to serve in such office until such time as a permanent replacement is duly elected by the Governing Body Members in accordance with the preceding Section 7.3.

#### 7.4 Recall/Removal of Officers.

- a. Recall/Removal by Governing Body. Any Executive Officer may be recalled and removed by a vote for removal by a majority of a quorum of Governing Body Members. The recall and removal of an Executive Officer shall be initiated by written petition by not less than sixty percent (60%) of the Members of the Governing Body for removal. The petition shall state the name of the officer(s) subject to removal, and either: (i) The removal is for cause pursuant to California Corporation Code section 5221 and include a statement of the specific cause; or (ii) the removal is without cause, pursuant to California Corporation Code section 5222.

All procedures for petitioning for a recall election shall be provided to voters for their inspection and shall be contained in the Manual. If the recall is successful, a special election will immediately follow to elect an officer to serve out the term of office of the recalled officer. Any Executive Officer who has been recalled cannot run for the same office for the balance of the full term.

- b. Recall/Removal by Executive Committee. In addition to the procedure for recall and removal of an Executive Officer by the Governing Body pursuant to the preceding Section 7.5(a), if an Executive Officer is absent from two (2) consecutive general meetings, (quarterly meetings) such Executive Officer may be removed from office by majority vote of the Executive Committee, excluding such Executive Officer from the vote, unless:
  - i. The Executive Officer requests a leave of absence for a limited period of time, and the leave is approved by the Executive Committee; provided, that if such leave is granted, the number of Board members and Governing Body members will be reduced by one in determining whether a quorum is or is not present; or
  - ii. The absence of the Executive Officer is due to the death, disability or illness of the Executive Officer or a member of his or her immediate family that reasonably prevents the Executive Officer from attending meetings.

- c. Continuanance. Notwithstanding any other provision of these Bylaws to the contrary, an Executive Officer shall not be removed or subject to recall for failure to be re-elected to a Resident Committee and shall continue as an Executive Officer until expiration of his/her term of office. However, in the event of a successful recall from a Resident Committee, the Executive Committee shall by majority vote within thirty (30) days of the recall vote, determine if such Executive Officer shall be removed.

7.5 Resignation. Any Executive Officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the corporation under any contract to which the officer is a party.

7.6 HA Monitoring of Elections and Recalls. The SRAB shall submit to the HA for review for compliance with HUD requirements all elections and recall policies and procedures and shall request and allow the HA to monitor and use an independent third party to oversee any and all elections of the SRAB.

7.7 Compensation. Executive Officers and members of committees of the Board may receive such reimbursement of expenses as the Governing Body may establish by resolution to be just and reasonable as to the corporation at the time that the resolution is adopted. Executive Officers shall not receive compensation for their services as directors or officers until such time as the Board establishes a conflict-of-interest policy. Thereafter, the Board may recommend by resolution compensation for any officer or director as the Board determines to be just and reasonable to the corporation, such resolution subject to ratification and approval by the Governing Body.

## **ARTICLE 8: RESPONSIBILITIES OF EXECUTIVE OFFICERS**

### **8.1 Generally.**

- a. All Executive Officers shall perform their duties in furtherance of achieving the goals and stated purposes of the SRAB.
- b. In addition to the duties and responsibilities of the Executive Officers as provided under these Bylaws or by direction of the Board or Governing Body, as part of the general duties of their offices, all Executive Officers shall perform the following functions:
  - i. Disseminating information and materials to HA residents;
  - ii. Attending meetings, including, Resident Committee meetings, SRAB meetings, Housing Commission meetings, orientation meetings, training meetings, and other special meetings as appropriate;
  - iii. Representing the SRAB before the Housing Commission;
  - iv. Advising the Commissioners and Executive Director in all areas of HA operations, including but not limited to occupancy, general



- management, maintenance, security, resident training, resident employment, social services, and modernization priorities;
- v. Making policy recommendations to the Governing Body, HA and Housing Commission, and when necessary to various city, county, and federal agencies;
  - vi. Working with appropriate HA staff in the development and production of staff reports to be heard by the Commission on SRAB issues;
  - vii. Maintaining open communication with the HA and advising HA on issues and concerns of residents; and
  - viii. Serving on HA committees/teams and representing the resident body.

8.2 Chair. The Chair (also referred to as the "Chairman" or "Chairman of the Board") shall be the general manager of the corporation and shall supervise, direct, and control the corporation's activities, affairs and officers. The Chair shall preside at meetings of the Executive Committee and the Governing Body, and shall exercise and perform such other powers and duties as the Board, Governing Body or Bylaws may assign from time to time, including but not limited to calling special meetings and appointing sub-committees.

8.3 1st Vice-Chair. If the Chair is absent or otherwise unable to perform the duties of the Chair, the 1st Vice-Chair shall perform all duties of the Chair, including but not limited to conducting meetings. When so acting, the 1st Vice-Chair shall have all powers of and be subject to all restrictions on the Chair. The 1st Vice-Chair shall have such other powers and perform such other duties as the Board or the bylaws may require.

8.4 2nd Vice-Chair/Parliamentarian. The 2nd Vice-Chair/Parliamentarian shall perform the duties of the Chair, in the absence or inability of the Chair and the 1st Vice-Chair to so act. When so acting, the 2nd Vice-Chair/Parliamentarian shall have all powers of and be subject to all restrictions on the Chair. In addition, the 2nd Vice-Chair/Parliamentarian shall present Bylaws, Code of Federal Regulations and all other applicable rules or regulations as provided for in the Manual as necessary for clarification or to resolve differing opinions relative to any procedural or administrative matter relative to the SRAB. The 2nd Vice-Chair/Parliamentarian shall have such other powers and perform such other duties as the Board or the bylaws may require.

8.5 Secretary. The Secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the Executive Committee may direct, a book of minutes of all meetings, proceedings and actions of the SRAB, and of the committees of the Board. The minutes of meetings shall include the time and place that the meeting was held; whether the meeting was annual or special, and if special, how authorized; the notice given; the names of the persons present at the meetings; and the number of members present or represented at members' meetings.

The Secretary shall keep or cause to be kept, at the principal California office, a copy of the Articles of Incorporation and bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of the Board, and of committees of the Board that these bylaws require to be given, including but not limited to all agendas, mailings, and notices. The Secretary shall have such other powers and perform such other duties as the Board or the bylaws may require.

8.6 Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the corporation's properties and transactions and develop an annual operating budget describing proposed activities and estimated costs. The Treasurer shall send or cause to be given to the Directors such financial statements and reports as are required to be given by law, by these Bylaws, or by the Board. The books of account shall be open to inspection by any Executive Officer at all reasonable times.

The Treasurer shall (i) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the Board may designate; (ii) disburse the corporation's funds as the Board may order; (iii) render to the Chair, the Board, and the Governing Body, when requested, an account of all transactions as Treasurer and of the financial condition of the corporation; and (iv) have such other powers and perform such other duties as the Board or the Bylaws may require.

## **ARTICLE 9: FISCAL AFFAIRS**

9.1 Authority of Chair and Executive Committee on Financial Matters. To the extent of and within the financial limitations as provided in the annual budget approved by the Governing Body, the Chair primarily, as the general manager, and the Executive Committee, as the Board of Directors, shall have the power, authority and discretion to make expenditures and obligate the corporation to the extent provided for in the budget approved by the Governing Body. The Chair and the Executive Committee shall exercise their discretion in the best interest of the corporation and the furtherance of its charitable purposes. The Chair and Executive Committee shall not take any action that would cause or obligate the corporation to exceed the permissible expenditures, obligations or other limitations of the approved budget without prior approval of the Governing Body.

9.2 Banking. The Executive Committee, acting on the corporation's behalf, may open such bank accounts as may be necessary or appropriate to conduct the corporation's activities and hold funds of the SRAB. All such bank accounts shall be at institutions recognized by the HA and the funds insured.

- a. All accounts shall require the signature of the Treasurer and at least two (2) other Executive Officers for any withdrawal, in person transaction, transfer, modification to the account or account terms, or closure of the account.
- b. All checks, drafts, atm cards, payment apps, online payments, and other instruments obligating the corporation to pay money shall be signed on the corporation's behalf by at least one (1) designated Executive Officer. Entering a PIN shall be construed as signing.

- c. For purposes of deposit only, all checks, drafts and other evidences of indebtedness made payable to the corporation may be endorsed by any Executive Officer.
- d. Establishment of any ongoing electronic payments shall require the authorization by a majority of the Executive Committee.

## **ARTICLE 10: CONTRACTS WITH DIRECTORS AND OFFICERS**

No Executive Officer or Governing Body Member of this corporation nor any other corporation, firm, association, or other entity in which one or more of this corporation's Executive Officers or Governing Body Members are directors or have a material financial interest, shall be interested, directly or indirectly, in any contract or transaction with this corporation, unless:

- a. The material facts regarding that Member's financial interest in such contract or transaction or regarding such common directorship, officership, or financial interest are fully disclosed in good faith and noted in the minutes, or are known to all the Board of Directors prior to the Board's consideration of such contract or transaction;
- b. Such contract or transaction is authorized in good faith by a majority of the Board by a vote sufficient for that purpose without counting the votes of the interested directors;
- c. Before authorizing or approving the transaction, the Board considers and in good faith decides after reasonable investigation that the corporation could not obtain a more advantageous arrangement with reasonable effort under the circumstances or the transaction was in furtherance of the corporation's charitable purposes; and
- d. The corporation for its own benefit enters into the transaction, which is fair and reasonable to the corporation at the time the transaction is entered into.

The provisions of this Article shall not apply to a transaction that is part of a public or charitable program of this corporation if it is:

- a. Approved or authorized by the corporation in good faith and without unjustified favoritism; and
- b. Results in a benefit to one or more directors or their families because they are in the class of persons intended to be benefited by the public, or charitable program of this corporation.

## **ARTICLE 11: INDEMNIFICATION**

To the fullest extent permitted by law this corporation may indemnify its directors, officers, employees, and other persons described in Corporations Code section 5238, including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in section 5238, and including an action by or in the right of the corporation,

by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in section 5238 of the Corporations Code.

On written request to the Board by any person seeking indemnification under Corporations Code section 5238(b) or section 5238(c), the Board shall promptly decide under Corporations Code section 5238(e) whether the applicable standard of conduct set forth in Corporations Code section 5238(b) or section 5238(c) has been met and, if so, the Board shall authorize indemnification.

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses, incurred by a person seeking indemnification in defending any proceeding covered by these Bylaws, shall be advanced by the corporation before final disposition of the proceeding, on receipt by the corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately found that the person is entitled to be indemnified by the corporation for those expenses.

## **ARTICLE 12: INSURANCE**

The corporation shall have the right, and shall use its best efforts, to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, to cover any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or arising from the officer's, director's, employee's, or agent's status as such.

## **ARTICLE 13: MAINTENANCE OF CORPORATE RECORDS**

The corporation shall maintain adequate and correct books and records of account; and written minutes of the proceedings of the Executive Committee and Governing Body and all committees and sub-committees thereof.

## **ARTICLE 14: INSPECTION RIGHTS**

Every Executive Officer shall have the absolute right at any reasonable time to inspect the corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary. The inspection may be made in person or by the Executive Officer's agent or attorney. The right of inspection includes the right to copy and make extracts of documents.

## **ARTICLE 15: AMENDMENT OF BYLAWS**

These Bylaws may be amended by the majority vote of a quorum of the Governing Body, provided a copy of the proposed change or changes is posted in a conspicuous place at the principal office of the corporation and submitted to each

Governing Body Member not less than fourteen (14) days prior to the meeting in which said vote shall be taken.

## CERTIFICATE OF SECRETARY

~~I certify that I am duly elected and acting Secretary of SACRAMENTO RESIDENT ADVISORY BOARD, a California nonprofit public benefit corporation; that these Bylaws, consisting of 12 pages, are the Bylaws of this corporation as adopted by the Board of Directors on August 26, 2008; and that these Bylaws have not been amended or modified since that date.~~

~~Executed on August 27, 2008, at Sacramento, California.~~

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~~Lisa Burton  
LISA BURTON, Secretary~~

I certify that I am the duly elected and acting Secretary of SACRAMENTO RESIDENT ADVISORY BOARD, a California nonprofit public benefit corporation; that these Bylaws, consisting of 13 pages, are the Bylaws of this corporation as amended by the Board of Directors on January 25, 2019; and that these Bylaws have not been amended or modified since that date.

Executed on January 30, 2019, at Sacramento, California.

Dolores Flores-Dixon  
Dolores Flores-Dixon, Secretary