

**MINUTES OF ORGANIZATIONAL MEETING
OF
ALBEE ROAD ASSOCIATION**

An initial organizational meeting for the Albee Road Association, Inc. duly formed by the filing of Article of Incorporation in the Nebraska Secretary of State on the 13th day of September 2022 for the purpose of discussing issues of this new non-profit corporation and by-laws for the corporation. The meeting was held at 8:00 a.m. MDT at 126 Albee 4 in Keith County, Nebraska on October 1, 2022.

Present at this meeting were: Organizers, Russell Albee and Burrell Albee, Renee Albee, Lisa Albee, Attorney Phil Pierce, and members, Rob Schilz, Chuck Saunders, Mike Cadigan, Greg Seward, Rich Winchell, Jeff Dunn, John Sizer, and Roger Abrams.

Articles

The attorney stated that Article of Incorporation are filed in the office of the Nebraska Secretary of State, and had been assigned the following filing date and filing number:

| | |
|----------------------|------------|
| Filing Date: | 9/13/2022 |
| Official SOS Number: | 9000789942 |

By-Laws

A copy of proposed by-laws was provided to those present prior to the meeting and were discussed for approval. Several issues were addressed, and it was agreed that the modifications will be made and sent by e-mail to those present for further input if necessary.

Commencement Date

The date of commencing the corporation was discussed and mutually agreed that the date of the corporation's business existence would be October 1, 2022, but the due date for dues would be January 1, 2023, with payments prorated to that date. The corporation will use the calendar year for accounting purposes. The Association shall commence road maintenance immediately.

Transfer of Assets

Transfer of assets from Albee Subdivisions, Inc. to the corporation shall be made prior to the January 1, date so that the association may assume any road maintenance immediately. Roads within the Albee Subdivisions as well as some equipment will be transferred to the corporation.

Initial Executive Board/Committee

The Incorporators appointed to the initial executive board/committee the following persons: Rob Schilz, Chuck Saunders, Mike Cadigan, Greg Seward, Rich Winchell, Jeff Dunn and Diane Speck as well as the incorporators, Russell Albee, and Burrell Albee.

Appointment of Officers for Initial Executive Board

The initial officers of the Executive Board were unanimously approved as follows:

President: Greg Seward

Vice President: Chuck Saunders

Treasurer: Mike Cardigan

Secretary: Jeff Dunn

Principal Office and Registered Agent

The principal office of the Corporation is located at 95 Albee 3, Lewellen, Nebraska 69147. The registered agent is Philip E. Pierce at 113 East 2nd Street, Ogallala, NE 69153.

Banking

The Bank of Lewellen will be the depository for the corporation and the attorney shall obtain and provide a copy of the EIN along with a banking resolution.

Officers Authorized to Contract

Until further action, authorization for the corporation is vested in a majority of the initial Executive Board, except that only two officers need to sign checks for required payment of corporate debts.

Miscellaneous and Further Action

The initial Board agreed to meet in the near future to discuss:

1. Finalizing the by-laws
2. Social media / web site for the association
3. Meet with Albee Water Association to coordinate issues such as mailings, web site, meetings
4. Association dues for 2023
5. Payment and continued use of Pierce & Shaul Law Firm for further legal matters

ADJOURNMENT

There being no further business to come before the meeting, upon motion duly made and unanimously carried, the meeting was adjourned.

Greg Seward, Initial President

ATTEST: _____
Mike Cadigan, Initial Secretary