

**BYLAWS
OF
FILO COMMUNITY NFP**

An Illinois Not-for-Profit Corporation

ARTICLE I

MISSION AND PURPOSES

This corporation is a not-for-profit corporation organized under the Illinois General Not For Profit Corporation Act of 1986. It is the responsibility of this corporation to carry out its corporate purposes in a manner which meets the social needs of the times and is consistent with its Articles of Incorporation.

The leadership of the corporation is committed to the following charitable purposes:

- *FILO Community NFP* (the "Corporation") is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Specific focus will be to help technical artists in the local church to become more effective so their local church can become more effective. This is accomplished through skill development, community and inspiration.
- We will hold an FILO Conference which is a two (2) day event designed to provide skill development, community and inspiration to technical artists in the local church around the world. This event embodies our mission of helping church technical artists become more effective so their churches can become more effective.
- Charitable purposes shall include making distributions to organizations qualifying as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").
- Notwithstanding any other provisions of these bylaws, the corporation shall not carry out any other activities not permitted (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation whose contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE II

OFFICES

The principal office of the corporation shall be located within or without the State of Illinois, at such place as the Board of Directors shall from time to time designate. The corporation may maintain additional offices at such other places as the Board of Directors may designate. The corporation shall have and continuously maintain within the State of Illinois a registered office and a registered agent whose business office is identical with such registered office.

ARTICLE III

MEMBERS

The corporation shall have no Members.

ARTICLE IV

BOARD OF DIRECTORS

SECTION 1. GENERAL POWERS. The affairs of the corporation shall be managed by or under the direction of its Board of Directors in a manner consistent with the Mission and Purposes set forth in Article I.

SECTION 2. NUMBER AND QUALIFICATIONS. The number of directors constituting the entire Board of Directors shall be not less than three (3), nor more than ten (10). Provided, however, that if the number of directors falls below the minimum number stated due to death, disability or resignation of a current director, the remaining director(s) shall fill the resulting vacancy as herein provided. The number of directors may be fixed or changed from time to time by the directors within the above parameters without further amendment to the Bylaws. By serving on the Board of Directors, a director thereby subscribes to the corporation's Mission and Purposes as set forth in Article I. Unless otherwise required by law, a director need not be a resident of the State of Illinois.

SECTION 3. TENURE. Each director shall be elected by a majority of the then-serving directors and shall continue to serve until the next meeting of directors at which directors are elected.

SECTION 4. REGULAR MEETINGS. The Board of Directors shall meet as needed, but not less than annually to establish policy, review its accomplishments and transact such other business as may properly come before the meeting. All regular meetings of the Board of Directors shall be held at such time and at such places, within or without the State of Illinois, as shall be fixed by the Board of Directors and without other notice than these Bylaws. The Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings of the board without other notice than such resolution.

SECTION 5. SPECIAL MEETINGS. Special meetings of the Board of Directors may be called by or at the request of the president or any two directors. The person or persons authorized to call special meetings of the board may fix any place as the place for holding any special meeting of the board called by them.

SECTION 6. ATTENDANCE AND PARTICIPATION. All Directors are expected to be physically present in person and to actively participate in all meetings of the Board of Directors. When physical presence in person is not possible, the director who is unable to so attend must give written notice to the President or Secretary at least forty-eight (48) hours in

advance of the time set for the meeting and make arrangements, where practicable, to participate in the meeting by electronic means pursuant to Section 7 of this Article.

SECTION 7. ELECTRONIC COMMUNICATIONS. Unless otherwise prohibited by law, a director may participate in and act at any meeting of the Board of Directors by means of a conference telephone or other similar communications equipment enabling all persons participating in the meeting to communicate with one another. Participation in such meeting shall constitute attendance and presence in person at the meeting of the director or directors so participating.

SECTION 8. NOTICE. Notice of any special meeting of the Board of Directors shall be given at least two (2) days previous thereto by written notice to each director at his or her address as shown by the records of the corporation except that no special meeting of directors may remove a director unless written notice of the proposed removal is delivered to all directors at least twenty (20) days prior to such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice is given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegram company. Notice of any special meeting of the Board of Directors may be waived in writing signed by the person or persons entitled to the notice either before or after the time of the meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except when a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

SECTION 9. QUORUM. A majority of the directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting to another time without further notice

SECTION 10. MANNER OF ACTING. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by statute or these Bylaws. No director may act by proxy on any matter.

SECTION 11. VACANCIES. Any vacancy occurring in the Board of Directors or any directorship to be filled by reason of an increase in the number of directors shall be filled by the Board of Directors unless a statute or these Bylaws provide that a vacancy or a directorship so created shall be filled in some other manner, in which case such provision shall control. A director elected or appointed, as the case may be, to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

SECTION 12. RESIGNATION OF DIRECTORS. A director may resign at any time upon written notice to the Board of Directors. A resignation is effective when the notice is delivered unless the notice specifies a future date. The pending vacancy may be filled before the

effective date, but the successor shall not take office until the effective date. A director may be removed with or without cause by a majority of the Board of Directors.

SECTION 13. REMOVAL OF DIRECTORS. One or more of the directors may be removed with or without cause at a meeting of the directors at which a quorum is present by the affirmative vote of a majority of the directors present and voted, provided that written notice of such meeting is delivered to all directors entitled to vote on removal of directors. Such notice shall state that a purpose of the meeting is to vote upon the removal of one or more directors named in the notice. Only the named director may be removed at such a meeting.

SECTION 14. INFORMAL ACTION BY DIRECTORS. The authority of the Board of Directors may be exercised without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the directors entitled to vote with respect to the subject matter thereof. The action so taken shall be effective when all directors have approved the consent unless the consent specifies a different effective date.

SECTION 15. COMPENSATION. The corporation shall not pay any compensation to directors for services to the corporation, except as otherwise approved by the directors then in office according to the corporation's Compensation and Conflict of Interest Policy attached hereto as **Exhibit A**.

SECTION 16. CONFLICTS OF INTEREST. Directors of the corporation shall at all times abide by the Compensation and Conflict of Interest Policy attached hereto as **Exhibit A**.

SECTION 17. PRESUMPTION OF ASSENT. A director of the corporation who is present at a meeting of the Board of Directors at which action on any corporation matter is taken shall be conclusively presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered or certified mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

ARTICLE V

OFFICERS

SECTION 1. OFFICERS AND QUALIFICATIONS. The officers of the corporation shall be a president, a secretary and a treasurer, and such other officers as may be elected or appointed by the Board of Directors. Officers whose authority and duties are not prescribed in these Bylaws shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person. By serving as an officer of the corporation, said officer subscribes to the corporation's Mission and Purposes as set forth in Article I of the Bylaws. Unless otherwise required by law, an officer need not be a resident of the State of Illinois.

SECTION 2. ELECTION AND TERM OF OFFICE. The officers of the corporation may be elected or appointed by the Board of Directors at any meeting of the Board of Directors. Each officer shall hold office until his or her successors shall have been duly elected and shall have qualified or until his or her death or until he or she shall resign or shall have been removed in the manner hereinafter provided. Election or appointment of an officer shall not of itself create contract rights.

SECTION 3. VACANCIES. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. An officer appointed or elected to fill a vacancy shall hold office until his or her successor is elected and qualified.

SECTION 4. REMOVAL. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

SECTION 5. RESIGNATION. Any officer may resign at any time by giving written notice to the Board of Directors. Unless otherwise specified in the written notice, the resignation shall be effective upon delivery to the Board of Directors.

SECTION 6. PRESIDENT. The president shall be the principal executive officer of the corporation. Subject to the direction and control of the Board of Directors, he or she shall be in charge of the business and affairs of the corporation; he or she shall see that the resolutions and directives of the Board of Directors are carried into effect except in those instances in which that responsibility is assigned to some other person by the Board of Directors; and, in general, he or she shall discharge all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors. He or she shall preside at all meetings of the members and of the Board of Directors. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the corporation or a different mode of execution is expressly prescribed by the Board of Directors or these Bylaws, he or she may execute for the corporation any contracts, deeds, mortgages, bonds or other instruments that the Board of Directors has authorized to be executed, and he or she may accomplish such execution either under or without the seal of the corporation and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument. He or she may vote all securities that the corporation is entitled to vote except as and to the extent such authority shall be vested in a different officer or agent of the corporation by the Board of Directors.

SECTION 7. TREASURER. The treasurer shall be the principal accounting and financial officer of the corporation. He or she shall (a) have charge of and be responsible for the maintenance of adequate books of account for the corporation; (b) have charge and custody of all funds and securities of the corporation, and be responsible therefor, and for the receipt and disbursement thereof; and (c) perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors. If required by the Board of Directors, the treasurer shall give a bond for the faithful

discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine.

SECTION 8. SECRETARY. The secretary shall (a) record the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be a custodian of the corporate records and of the seal of the corporation; (d) keep a register of the post office address of each member which shall be furnished to the secretary by such member; and (e) perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors.

SECTION 9. COMPENSATION OF OFFICERS, AGENTS AND EMPLOYEES. The corporation shall not pay any compensation to officers, agents or employees of the corporation for services rendered to the corporation, except as otherwise approved by the directors then in office according to the corporation's Compensation and Conflict of Interest Policy attached hereto as **Exhibit A**. The Board may require officers, agents or employees to give security for the faithful performance of their duties.

ARTICLE VI

COMMITTEES, COMMISSIONS AND ADVISORY BOARDS

SECTION 1. COMMITTEES. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which will consist of two or more directors and such other persons as the Board of Directors designates, provided that a majority of each committee's membership are directors. The committees, to the extent provided in said resolution and not restricted by law, shall have and exercise the authority of the Board of Directors in the management of the corporation; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed on it, him or her by law.

SECTION 2. AUDIT REVIEW COMMITTEE. The Board of Directors may appoint a functioning Audit Review Committee consisting of at least three (3) persons, a majority of whom shall be other than employees of the corporation and/or those related by blood or marriage, for the purpose of reviewing the annual audit and reporting its findings to the Board of Directors.

SECTION 3. COMMISSIONS OR ADVISORY BODIES. Commissions or advisory bodies not having and exercising the authority of the Board of Directors in the corporation may be designated or created by the Board of Directors and shall consist of such persons as the Board of Directors designates. A commission or advisory body may or may not have directors as members, as the Board of Directors determines. The commission or advisory body may not act on behalf of the corporation or bind it to any actions but may make recommendations to the Board of Directors or to the officers of the corporation.

SECTION 4. TERM OF OFFICE. Each member of a committee, advisory board, or commission shall continue as such until his or her successor is appointed, unless the committee, advisory board or commission shall be sooner terminated, or unless such member be removed from such committee, advisory board, or commission by the Board of Directors, or unless such member shall resign or cease to qualify as a member thereof.

SECTION 5. CHAIR. One member of such committee, advisory board or commission shall be appointed chair.

SECTION 6. VACANCIES. Vacancies in the membership of any committee, advisory board or commission may be filled by appointments made in the same manner as provided in the case of the original appointments.

SECTION 7. QUORUM. Unless otherwise provided in the resolution of the Board of Directors designating a committee, advisory board or commission, a majority of the whole committee, advisory board or commission shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee, advisory board or commission.

SECTION 8. RULES. Each committee, advisory board or commission may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

SECTION 9. INFORMAL ACTION. The authority of a committee may be exercised without a meeting if a consent in writing, setting forth the action taken, is signed by all the members entitled to vote.

ARTICLE VII

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

SECTION 1. CONTRACTS. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

SECTION 2. CHECKS, DRAFTS, ETC. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the treasurer or an assistant treasurer and countersigned by the president or a vice president of the corporation.

SECTION 3. DEPOSITS. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

SECTION 4. GIFTS. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

ARTICLE VIII

BOOKS AND RECORDS

The corporation shall keep at its principal office correct and complete books and records of account, the activities and transactions of the corporation, minutes of the proceedings of the Board of Directors and any committee of the corporation, and a current list of the directors and officers of the corporation and their residential addresses. Any of the books, minutes and records of the corporation may be in written form or in any other form capable of being converted into written form within a reasonable time. All books and records of the corporation may be inspected by any director, or his or her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE IX

FISCAL YEAR

The fiscal year of the corporation shall be fixed by resolution of the Board of Directors.

ARTICLE X

WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the General Not for Profit Corporation Act of Illinois or under the provisions of the Bylaws of the corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute waiver of notice thereof unless the person at the meeting objects to the holding of the meeting because proper notice was not given.

ARTICLE XI

INDEMNIFICATION AND INSURANCE

The corporation may 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, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation by reason of the fact that he or she is or was a director, officer, employee or agent of the

corporation, or who is or was serving at the request of the corporation, as a director, officer, employee or agent 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 him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful; provided however, that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the corporation, and unless, 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 person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is not entitled to be indemnified by the corporation as authorized under this Section.

Any indemnification under this Section (unless ordered by a court) shall be made by the corporation only as authorized in the specific case, upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth herein. Such determination shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (2) if such a quorum so directs, by independent legal counsel in a written opinion.

The indemnification and advancement of expenses provided by this Section shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of disinterested directors or otherwise, both as to the action in his or her 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, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

If the corporation has paid indemnity or has advanced expenses under this Section to a director, officer, employee or agent, the corporation shall report the indemnification or advance in writing to the directors entitled to vote with or before the notice of the next meeting of the directors entitled to vote.

The Board of Directors may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation, or who is or was serving at the request of the corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising

out of his or her status as such, whether or not the corporation would have the power to indemnify such person against such liability under the provisions of this Section.

In no case, however, shall the corporation indemnify, reimburse, or insure any person for any taxes imposed on such individual under chapter 42 of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"). Further, if at any time the corporation is deemed to be a private foundation within the meaning of Section 509 of the Code then, during such time, no payment shall be made under this Article if such payment would constitute as an act of self-dealing or a taxable expenditure, as defined in Sections 4941(d) or 4945(d), respectively, of the Code.

If any part of this Section shall be found in any action, suit, or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

ARTICLE XII

LOANS TO DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

Except as permitted by Article XI, the corporation shall not make any loans to directors, officers, employees and agents of the corporation.

ARTICLE XIII

AMENDMENTS

The power to alter, amend or repeal the Bylaws or adopt new bylaws shall be vested in the Board of Directors. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given. The Bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with law, the articles of incorporation or the corporation's tax exempt purpose.

Duly adopted by the Board of Directors effective as of December 7, 2022.

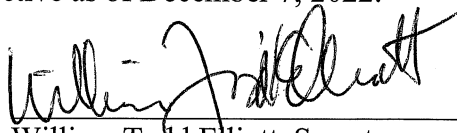

William Todd Elliott, Secretary

EXHIBIT A

Compensation and Conflict of Interest Policy

Compensation

No director, officer, agent or employee of the corporation shall be entitled to any compensation for his or her efforts on behalf of the corporation unless approved in advance and in writing by a majority of disinterested directors. All compensation arrangements shall be based upon compensation paid by similarly situated organizations for similar services and will conform to the corporation's Conflict of Interest Policy. The date and terms of all compensation arrangements will be documented in the official records of the corporation, as well as the decision made by each individual who voted on the compensation arrangement and the information (and its source) relied upon to base such compensation arrangement.

Conflict of Interest

Conflicts of interest occur whenever a director acts in a position of authority on an issue in which he or she has a financial or other interest. In other words, when there is a dual interest or the appearance of a dual interest for any board member, the potential for a conflict of interest exists. In cases of potential conflict of interest, directors must act to preserve and enhance public trust in the organization by putting the interests of the organization ahead of all other business and personal interests.

When directors are confronted with an actual or apparent conflict of interest, there are reasonable steps that the corporation will take to preserve its integrity. Directors need not be disqualified from the board simply due to conflicts of interest. Perhaps the most important step is for board members to disclose information related to the possibility of dual interests to others on the board. Minimally, the director needs to inform the board of the important facts and details and must abstain from voting on the transaction. These actions should be recorded in the minutes to document the disclosure.

The board expects of itself and its members ethical and businesslike conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as directors.

1. Directors must represent unconflicted loyalty to the interests of the corporation.
 - This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs.
 - This accountability supersedes the personal interest of any director acting as an individual beneficiary of this corporation's services.
2. Directors must avoid any conflict of interest with respect to their fiduciary responsibility.
 - There must be no self-dealing or any conduct of private business or personal services between any director and the corporation except as procedurally controlled to assure openness, competitive opportunity and equal access to otherwise "inside" information.

- Directors must not use their positions to obtain for themselves or for their family members employment within the corporation.
- Should a director be considered for employment, he or she must temporarily withdraw from board deliberation, voting and access to applicable board information.

3. Directors may not attempt to exercise individual authority over the corporation except as explicitly set forth in board policies.

- Directors' interaction with employees or other third parties must recognize and acknowledge the lack of authority in any individual director or group of directors.
- Directors' interaction with the public, press or other entities must recognize and acknowledge the same limitation and the similar inability of any director or directors to speak for the board.
- Directors will make no judgments of the executive director or staff performance except as that performance is assessed against explicit board policies by the official process.

4. Directors will deal with outside entities or individuals, with clients and staff and with each other in a manner reflecting fair play, ethics and straightforward communication.

5. The board shall not enter into any contract or transaction with (a) one or more of its directors, (b) a director of a related organization, or (c) an organization in or of which a director of the corporation is a director, officer, or legal representative, or in some other way has a material financial interest unless:

1. That interest is disclosed or known to the board,
2. The board approves, authorizes or ratifies the action in good faith,
3. The approval is by a majority of directors (not counting the interested director),
4. At a meeting where a quorum is present (not counting the interested director).