

**MINUTES OF ORGANIZATION MEETING  
OF BOARD OF DIRECTORS OF  
NATURAL CURIOSITY, INC.**

The organizational meeting of the Board of Directors of Natural Curiosity, Inc. was held virtually by Zoom video conference on Thursday, August 19, 2021, at 7:05 p.m (Mountain Time).

Present were:

Travis Perry, Megan Pitman Perry, Keenan Adams, Tricia Rossettie, Jenn Summers, Jesse Woodsmith, and Leslie Clark, the same being persons designated as the Directors in the Articles of Incorporation and/or participating as directors of the Board of Directors. Derek Bergeson was absent due to illness.

The President announced that the meeting had been duly called by the Incorporators of the Corporation.

The President reported that the Articles of Incorporation of the Corporation had been duly filed with the State of New Mexico on July 28, 2021. The Certificate of Incorporation and a copy of said Articles of Incorporation were ordered to be inserted in the Minutes as a part of the records of the meeting.

A proposed form of Bylaws for the regulation and the management of the affairs of the Corporation was then presented at the meeting, which had been made available for comment and edit prior to the meeting. One typographical error was identified that needed to be corrected. The Bylaws were read and considered and, upon motion duly made and seconded, it was:

RESOLVED, that the form of Bylaws of the Corporation, as presented to this meeting with one exception for the correction of typographical error, a copy of which is directed to be inserted in the Minute Book of the Corporation be, and the same are hereby approved and adopted as the Bylaws of the Corporation.

The following persons were nominated officers of the Corporation to serve until their respective successors are chosen and qualify:

PRESIDENT: Travis Perry

SECRETARY: Jesse Woodsmith

TREASURER: Leslie Clark, to temporarily replace Derek Bergeson due to serious illness

The President announced that the forenamed persons had been elected to the office set opposite their respective names. The President thereupon took the chair and the Secretary

immediately assumed the discharge of the duties of that office. The President then stated that there were a number of organizational matters to be considered at the meeting and a number of resolutions to be adopted by the Board of Directors.

FURTHER RESOLVED, that the officers are hereby authorized to pay or reimburse the payment of all fees and expenses incident to and necessary for the organization of this Corporation.

A proposed Conflict of Interest Policy for the Corporation was then presented at the meeting, having been circulated and made available for review and comment prior to the meeting. One typographical error was identified that needed to be corrected as presented. Having no further discussion, upon motion duly made and seconded, it was:

RESOLVED, that the proposed Conflict of Interest Policy, as presented to this meeting with one exception for the correction of typographical error, a copy of which is directed to be inserted in the Minute Book of the Corporation be, and the same are hereby approved and adopted as Policy for the Corporation.

Next was presented a proposed Fiscal Policies and Procedures for the Corporation, having been circulated and made available for review and comment prior to the meeting. The Board read and considered the document during this meeting and had additional discussion and proposed changes, marked in the document. Upon motion duly made and seconded, it was:

RESOLVED, that the proposed document containing Fiscal Policies and Procedures, with minor subsequent revisions supervised by the Treasurer and President, a copy of which is directed to be inserted in the Minute Book of the Corporation be, and the same are, hereby approved and adopted as Policy for the Corporation.

The Board of Directors then considered the opening of a corporate bank account to serve as a depository for the funds of the Corporation. Following discussion, on motion duly made and seconded, it was:

RESOLVED, that the President, and/or the Secretary, and/or Treasurer be authorized, empowered and directed to open an account with and to deposit all funds of the Corporation, all drafts, checks and notes of the Corporation, payable on said account to be made in the corporate name signed by the Incorporator.

FURTHER RESOLVED, that officers are hereby authorized to execute such resolutions, documents and other instruments as may be necessary or advisable in opening or continuing said bank account. A copy of any such executed documents hereby adopted to supplement these Minutes is ordered appended to the Minutes of this meeting.

RESOLVED, that the President, and/or the Secretary, and/or Treasurer of this Corporation be, and they hereby are, authorized and directed to pay the expenses of this Corporation,

including attorney's fees for incorporation, and to reimburse the persons who have made disbursements thereof.

After consideration of the pertinent issues with regard to the tax year and accounting basis, on motion duly made, and seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that the first fiscal year of the Corporation shall commence on the first of January and end on the last day of December.

Megan Pitman Perry was presented as first CEO of the Corporation, a position whose description is outlined in the Bylaws. There being no discussion, Jenn Summers made the motion to elect Megan Pitman as the CEO and Tricia Rossettie seconded. Travis Perry and Megan Pitman Perry abstained from vote – all others in favor, no opposed. of Natural Curiosity, Inc. Upon motion duly made, seconded and unanimously carried by quorum, it was:

RESOLVED that Megan Pitman Perry is made CEO of the Corporation, effective immediately.

A general discussion was then held concerning the immediate commencement of business operations as a Corporation and it was determined that business operations of the Corporation would commence as of August 19, 2021. The schedule for meetings is described in the Bylaws. Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the officers of the Corporation are hereby authorized to do any and all things necessary to conduct the business of the Corporation as set forth in the Articles of Incorporation and Bylaws of the Corporation.

Upon motion duly made, seconded, and unanimously carried the following resolution was adopted:

RESOLVED, that, if required, that Business Filings Incorporated be, and hereby is, appointed Registered Agent in the State of New Mexico.

The President provided an update to the group about first matters of business for the Corporation and a general discussion was had about the expectations of further meetings and availability for the next two months. Follow-up tasks were given to the President, the Secretary, and the Treasurer, which are recorded elsewhere. There being no further business requiring Board action or consideration;

On motion duly made, seconded and carried, the meeting was adjourned at 9:05pm.

Dated: 08/19/2021

Secretary of the Meeting:

*Jesse Washburn*