

Special Resolution: Amend the Articles of Incorporation for Neutral Ground Inc.

Approved by the Board of Directors on November 9, 2017 for presentation to the Membership on November 29, 2017.

Motion: To Amend the Articles of Incorporation to replace the existing sections with those proposed below:

Existing Membership Class Information (April 1985):

Membership Class Information

Membership is open to all who wish to join upon payment of a Membership fee which is set at each Annual General Meeting of the NEUTRAL GROUND INC.

There are four classes of membership.

1. Full Membership: payment of Full Membership fee entitles the Member to one vote at all (Annual) General (or Special) meetings of NEUTRAL GROUND INC, as well as placement on the NEUTRAL GROUND INC. mailing list.
2. Associate Membership: payment of Associate member fee entitles member to placement on the NEUTRAL GROUND INC. mailing list. An Associate Member of NEUTRAL GROUND INC. has no voting privileges.
3. Patron/Institutional Membership: payment of the Patron/Institutional member fee entitles member to the same rights as with payment of the Full Member fee. The Patron/Institutional fee will always be more than the Full Member fee. In the case of Institutional membership, the respective institution is entitled to only one vote.
4. Honorary Membership: Honorary Memberships may only be awarded at General Meeting of NEUTRAL GROUND INC.. An Honorary Member is entitled to the same rights as a Full Member.

All fees, with the exception of Honorary membership, are to be paid annually. Membership, with the exception of Honorary membership, terminates one year after the date of payment.

(please see page two, below)

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Proposed Membership Class Information:

Membership Class Information

Membership is open to all who wish to join in any of the following categories:

1. Full Membership: payment of a Full Membership fee entitles the Member to one vote at Meetings of Members, and placement on the mailing list of the Corporation.
2. Student/Low-Income Membership: payment of a Student/Low-Income Membership fee entitles the Member to one vote at Meetings of Members, and placement on the mailing list of the Corporation.
3. Patron/Institutional Membership: payment of a Patron/Institutional Membership entitles the Patron or Institution to one vote at Meetings of Members, and placement on the mailing list of the Corporation.
4. Honorary Membership: Members may nominate other Members for Honorary Membership, which may be awarded and presented by the Board of Directors annually. Honorary Memberships are lifetime, non-voting memberships.

Membership fees are set at each Annual General Meeting of the Corporation. Memberships can be purchased at any time and are renewable annually.

Existing Right to Transfer Membership Interest

none

Proposed Right to Transfer Membership Interest

Memberships are Non-Transferrable