



Operating Agreements of the Board of Directors

Purpose/Objective

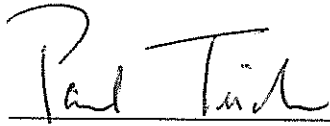
Operating agreements serve several purposes for the Directors. They proactively define the expectations between Directors and they provide a positive basis to work from when there is tension or difficulty among team members. The result is Directors are less likely to waste valuable time and energy on differences and disagreements.

The purpose of the agreements is to:

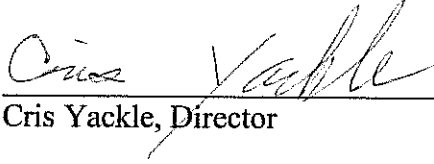
- Specify agreed procedures and behaviors to use or not to use in their work together.
- Make a contract between Directors on issues critical to the team's effectiveness.
- Form an agreement that gives Directors permission and the responsibility to talk about and work through difficult times so issues are resolved before major problems or loss of productivity result.

Agreement

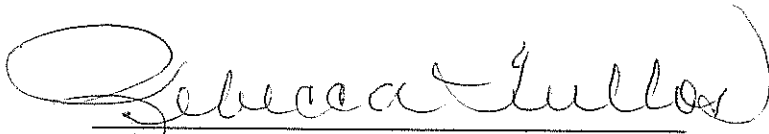
- We agree to make sure all Directors can give their idea or opinion and that their idea or opinion will be truly heard and considered by other Directors.
- We agree to actively listen to the ideas and opinions of other Directors and truly consider their input into all issues.
- We agree that in all meetings in open or closed session, we will treat each other with dignity and respect and refrain from personal attacks.
- We agree that we will not withhold information that could impact the performance or decisions of the Board.
- We agree to meet individually with other Directors if offended by their actions to seek clarification of their actions.
- We agree that if another Director seeks clarification, their position will be respected and we agree to work to resolve the complaint.
- We agree that unresolved issues will be brought to the attention of the Board President who will diligently work to resolve conflict between Directors and bring in an outside facilitator if necessary.



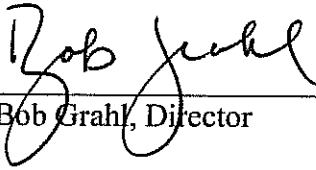
Paul Tisch, Director



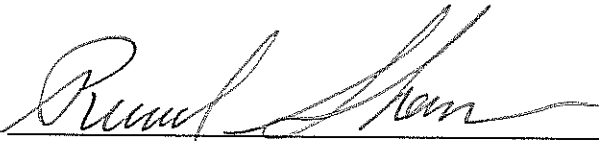
Cris Yackle, Director



Rebecca Tullos, Director



Bob Grahl, Director



Russ Shermer, Director