

MISSION: Partnering Horses with people to transform lives and help them reach their highest ability

LOCATION: Newfield Exploration 4 Waterway Square, Suite 100 The Woodlands, TX 77380 888-640-7748/22237692

Inspiration Ranch Board Meeting Agenda

Thursday, July 19, 2018 / 4:00pm

4:00 Call to Order / Welcome GP 5 Minutes

4:05 Prayer

4:10 Vote on Minutes for May *I June 28, 2018 signature required* GP 5 Minutes

4:15 Discussion on the following: MG 15 Minutes

a. Property Update – Optimal property list

4:30 Committee Breakout 30 minutes

5:00 Financials / 2nd Quarter Recommendation and approval NS 10 minutes

5:10 Bylaws / Update and discussion of needed changes CG 20 minutes

5:30 Reports / Questions

a. Development / Gala update and call to action

b. Governance

GP 10 minutes

a. Nominating / Discussion on any updates

c. Dashboard MG 5 minutes
d. Follow Up Items MG 5 minutes

e. Operation Report MG 5 minutes

6:05 New/Old Business MG 5 minutes

a. Christmas Party - Dec 20?

b. Thank you notes - please take, add your personal notes and mail

c. Invite to Leadership Summit

6:10 Prayer/Open Floor/Adjournment

Calendar

Let's Unwind: Butler House

Leadership Summit

Let's Unwind – Wild Stallion Vineyard

August 15, 6:00

August Board Meeting

VIP Party – Amerigo's Grille

Denim & Diamond Gala

July 18, 6:00

August 9/10 all day

August 15, 6:00

September 20, 6:00

September 20, 6:00

VISION: To provide a Christ centered oasis for children and adults with special challenges seeking excellence in equine activities & therapies while we inspire similar ministries to grow the arena of hope



June Board Meeting Minutes

June 28, 2018 / 4:00pm Newfield Exploration

June 28, 2018 4:00 – 6:30 pm

Meeting Place: Newfield Conference Room

4 Waterway Ct. Spring, TX 77380

Attendance: <u>BOARD MEMBERS</u>: Patrick Flaherty, Connie Goers, Jimmie Dotson, Mike Maher, Denny McGuire, Nel Somarriba, Gary Packer, Michelle Little, Trent Johnson. <u>STAFF</u>: MG Tindall, Sheila Greaver, Tommy Greaver

Absent: Todd Bryant, Chris Osborne

Denny McGuire opened in prayer at 4:05pm

I. Approval of board minutes May

- a. Minutes reviewed
- b. Motion and second minutes approved

II. Approval of Annual Audit and 990

- a. Annual Audit and 990 reviewed
- b. Motion and second -to accept the audit and 990

III. Full meeting convened

- a. Contingency plan for Glen Loch exit
- b. Capital Campaign plan to wait until a property is located. We are ready to go immediately once a property has been identified
- c. Property Update: there are several properties identified that the team will visit

IV. Start with Why

- a. Discussion on the importance of our "why" and passion vs our "what"
- b. Discussion on Thought Leadership

V. Financials

- a. Review
- b. Discussion on doing a midyear budget review

VI. Reports

- a. Gala is ahead of last year
- b. Update on the progress of possible board members

VII. Follow Up Items and Other

- a. July meeting changed to July 19
- b. Bylaws being updated

VIII. Executive Meeting

c. Discussion of CEO annual review

Minutes respectively written and distributed by MG Tindall, CEO/President, email ma@inspirationranch.org

| Board Approval By Se | cretary or Chair: | |
|-----------------------------|-------------------|--|
| | | |



June Board Meeting Minutes Notes

June 28, 2018 / 4:00pm Newfield Exploration

June 28 2018 4:00 – 6:15 pm

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Absent: Todd Bryant, Chris Osborne

4:05 pm Call to Order - Gary Packer

4:05 Prayer – Denny McGuire

4: 08 pm Approval of May Board Meeting Minutes: Patrick Flaherty – motion, Jimmie Dotson– second, – approved

a. Discussion to have an abbreviated version of our board minutes for public disclosure. MG explained that we get several requests for our board minutes and that they are public and suggested that we keep our board minutes brief and then also keep a document called Board Minute Notes that would have all of the details

Gary Packer made a recommendation to approve the new format, Mike Maher– second, – approved Connie Goers mad a motion to accept the 2017 audit and 990, Patrick Flaherty – second, - approved

4:15 pm Discussion on the following:

- b. Contingency plan on exiting Glen Loch: Discussion on the threats that could face the ranch if the new owners decided to exercise their right to evict us with 60 days' notice. MG discussed that her conversations with Linda (the new owner) have been positive and that she is anxious for us to stay on the property for as long as we can. They are in a lease that does not expire until 2019 so are not looking to move until that time or later.
- c. There is some concern about the owner of the property in front of the ranch (Jose) who has been aggressive in having a topo study done on the ranch property. He has loaned some money to Linda and wants to work with her to build her building. We suspect that he wants to dig out the retaining pond further to use for fill dirt on his property.
- d. MG will continue to work with her team to explore options for a temporary home if needed. We will also confirm that the arena can be taken down within that time and what it would look like if we needed to store it for a period of time.
- e. Mike Maher suggested that we approach Linda to see if she would amend the lease. In spite of the recent events that have happened with Jose, we will ask for a 90-day notice and that neither party could exercise the 90-day option for the first six months.
- f. We have continued to do everything that we can toward the planning of our capital campaign and further work with follow once we have identified a property. MG and Kathy Tabor have not heard back from Kim Sterling after multiple attempts. MG expressed some concerns about using her if there has been no communication attempt on her part. MG mentioned another name and will follow up with Trent for more information.

Start with Why – Mike Maher

- a. Mike shared a presentation that Presenture does for their clients on the importance of knowing "Why" we do what we do. There was a discussion that this is easier for non-profits than it is for the for-profit community. The Why is tied directly to our passion.
- b. There was also a discussion on Thought Leadership and the possibility that it could play in making a more national appeal to donors.
- c. The board will give some thought to this, and further conversation will take place at a later time

Financials - Nel Somarriba

- a. Financials are within \$1,000 of expected cash projections
- b. Discussion on doing a midyear budget review and updating our budget numbers and reports

Development

- a. Gala is ahead of where we were this time last year
- b. Our Online HEART campaign has met the goal of \$20,000!
- c. Gary Packer discussed doing a Bourbon raffle at the gala it would be fun and different. Trent has a connection for getting some unique bourbons and will look into this and follow up with MG

Follow Up Items and Other

- a. July board meeting date has changed to July 19.
- b. Private Let's Unwind this Saturday at Rhonda Redmond's home:

32034 Edgewater Dr. Magnolia, TX 77354

6:20 pm Board Members only Meeting

a. Gary dismissed staff from the room and the board discussed raises for staff and MG's evaluation – Connie will follow up and will send notes to add to the board book.

| Minutes respectively written and distributed by MG Tindall, CEO/President, email mg@inspirationranch.org | |
|--|--|
| Board Approval By Secretary or Chair: | |

PANTHER CREEK INSPIRATION RANCH Jun-18

| | P&L Budget vs | Actual- Mont | h Accrual | > | P&L Budget v | s Actual -YTD A | Accrual | > | P&L Prev Year (| Comp - Accrual | | > | |
|----------------------------|---------------|----------------|-------------|------------|--------------|-----------------|-------------|----------|-----------------|----------------|-------------|------------|-----------|
| | | JUNE | | | | | | % | JAN-JUNE | JAN-JUNE | | | YEAR 2018 |
| Profit and Loss | JUNE Actual | Budget | \$ Variance | % Variance | YTD ACTUAL | YTD Budget | \$ Variance | Variance | 2018 | 2017 | \$ Variance | % Variance | Budget |
| Fundraising/Donations | \$18,850 | \$9,812 | 9,038 | 92% | 79,829 | 92,330 | (12,501) | -14% | 79,829 | 44,342 | 35,487 | 80% | 200,957 |
| Special Events Income | 45,950 | 110,000 | (64,050) | -58% | 182,436 | 137,750 | 44,686 | 32% | 182,436 | 155,988 | 26,448 | 17% | 618,250 |
| Foundations | 13,222 | 34,098 | (20,876) | -61% | 97,964 | 129,490 | (31,526) | -24% | 97,964 | 47,000 | 50,964 | 108% | 261,882 |
| Program Fees | 8,895 | 9,000 | (105) | -1% | 37,795 | 42,500 | (4,705) | -11% | 37,795 | 37,865 | (70) | 0% | 74,400 |
| OtherIncome | 0 | 1,000 | (1,000) | -100% | 27 | 2,000 | (1,973) | -99% | 27 | 316 | (289) | -92% | 3,000 |
| Total Income | 86,917 | 163,910 | (76,993) | -47% | 398,051 | 404,070 | (6,019) | -1% | 398,051 | 285,511 | 112,540 | 39% | 1,158,489 |
| | | | | | | | | | | | | | |
| Special Events | 1,700 | 550 | (1,150) | -209% | 6,250 | 6,650 | 400 | 6% | 6,250 | 6,769 | 519 | 8% | 89,300 |
| Salary/Benefits | 63,694 | 66,060 | 2,366 | 4% | 368,573 | 371,660 | 3,087 | 1% | 368,573 | 325,058 | (43,515) | -13% | 774,170 |
| Office Expense | 9,566 | 7,925 | (1,641) | -21% | 45,742 | 51,880 | 6,138 | 12% | 45,742 | 54,113 | 8,371 | 15% | 97,615 |
| Travel, Meals & Ent | 266 | 370 | 104 | 28% | 2,909 | 4,220 | 1,311 | 31% | 2,909 | 4,244 | 1,335 | 31% | 10,370 |
| Horse Expense | 5,678 | 5 <i>,</i> 995 | 317 | 5% | 34,603 | 39,100 | 4,497 | 12% | 34,603 | 47,622 | 13,019 | 27% | 76,920 |
| Learning supplies | 519 | 1,470 | 951 | 65% | 2,439 | 10,720 | 8,281 | 77% | 2,439 | 5,761 | 3,322 | 58% | 15,040 |
| Prop & Facility Maint | 1,810 | 8,820 | 7,010 | 79% | 15,609 | 30,890 | 15,281 | 49% | 15,609 | 34,035 | 18,426 | 54% | 72,855 |
| Total Expense | 83,233 | 91,190 | 7,957 | 9% | 476,125 | 515,120 | 38,995 | 8% | 476,125 | 477,602 | 1,477 | 0% | 1,136,270 |
| | | | | | | | | | | | | | |
| Net Other Income/(Expense) | 389,761 | (210) | 389,971 | 185700% | 392,936 | (1,280) | 394,216 | 30798% | 392,936 | (15,496) | 408,432 | 2636% | 2,525 |
| | | | | | | | | | | | | | |
| Net Income/(Loss) | 393,445 | 72,510 | 320,935 | 443% | 314,862 | (112,330) | 427,192 | 380% | 314,862 | (207,587) | 522,449 | 252% | 24,744 |
| | | | | | | | | | | | | | |
| | | | | | | | | | | | | | |
| CASH POSITION | 1/31/18 | 2/28/18 | 3/31/18 | 4/30/18 | 5/31/18 | 6/30/18 | 7/31/18 | 8/31/18 | 9/30/18 | 10/31/18 | 11/30/18 | 12/31/18 | |
| Actual Cash | 335,714 | 295,335 | 241,700 | 198,573 | 279,388 | 287,766 | | | | | | | |
| Cash Budget | 334,356 | 292,137 | 247,347 | 218,912 | 170,408 | 247,028 | 204,056 | 178,874 | 159,938 | 312,021 | 293,945 | 358,695 | |
| \$ Change | 1,358 | 3,198 | (5,647) | (20,339) | 108,980 | 40,738 | | | | | | | |

Observations:

Income fell short compared to June's budget, partly due to the following:

Total Expense is controlled and very close to budget and previous year No dips into **Reserves** for the Month of June; instead reserve is +40k higher

FYI- Proceeds from Sale: June 5, 2018 \$705,939

FYI - possible adjustment to Gain on Sale

^{*}Foundations Income (Woodfroest Bank) was actually \$7.5k; not \$35k as expected

^{*}Special Events Income from Insperity will be received until the fall for a total of 15k

^{*25}k in pledges pending

The following documents are presented for the Executive Committee to first review and provide comments; and will then be distributed to the full Board for discussion and voting.

- By-Laws Black Font are the existing By-Laws as amended in 2013;
 with red font for those which I recommend we discuss and/or amend
- Additional Considerations for By-Laws and Policy Statements –
 Additional expansions based on recommended practices via IRS and various non-profit guidelines

See attached working copy of Bylaws

June 2018 Development Report

Board of Directors Meeting - July 19, 2018

| Foundation/G | rants |
|--------------|-------|
|--------------|-------|

Budget: \$ 261,882 Funded: \$ 97,464 37%

Individual Gift Programs

Adopt a Horse (\$5,800 year)

| | Budget | Actual |
|-----------|-------------|-------------|
| Quarter 1 | 3 Adoptions | 5 Adoptions |
| Quarter 2 | 2 Adoptions | 1 Adoption |
| Quarter 3 | 2 Adoptions | |
| Quarter 4 | 3 Adoptions | |

Sponsor A Rider (\$6,216 year)

| | Budget | Actual |
|-----------|------------|------------|
| Quarter 1 | 2 Sponsors | 2 Sponsors |
| Quarter 2 | 2 Sponsors | |
| Quarter 3 | 3 Sponsors | |
| Quarter 4 | 2 Sponsors | |

Online Campaigns

| | Goal | Actual |
|-----------|----------|----------|
| H.E.A.R.T | \$20,000 | \$20,000 |
| Facebook | \$0 | \$ 2,475 |

| Special Events Income | | | | | |
|---|------|----------------------------------|--|--|--|
| Denim & Diamonds Gala September 29, 2018 10th Annual Gala / Marriott | 16% | \$450,000 | | | |
| Christmas in The Woods November 30, 2018 Turek House / Grogan's Point | 3% | \$30,000 (Committed: \$7,800) | | | |
| 3rd Party Events | 103% | \$116,788 | | | |

Visibility & Image

| Magnolia Rotary |
|----------------------------------|
| Speaking about Inspiration Ranch |
| Tuesday, July 24th |
| |

Let's Unwind The Butler House Wednesday, July 18th / 6-8pm

Wild Stallion Vineyards Wednesday, August 15th / 6-8pm

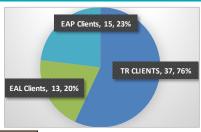
Ranch Tours # of Tours # of People January 2 February 16 March 9 April 18 May 14 June July August September October November

December

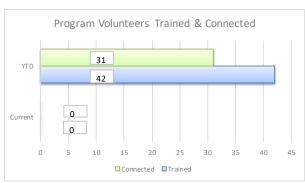


INSPIRATION RANCH DASHBOARD

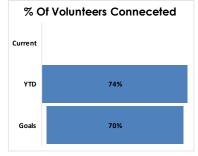
| 1. PROGRAM & IMPACT | CURRENT | 2018-19 TARGET |
|-----------------------|---------|----------------|
| TR Clients - summer | 37 | 90 - 125 |
| EAL/EAP Clients | 13 | 32 |
| EAP Clients | 15 | 32 |
| GRAND TOTAL | 65 | 120 - 155 |
| Scholarships | 15 | n/a |
| Shows Attended | 3 | 4 |
| Days Closed (weather) | 2 | 13YTD |

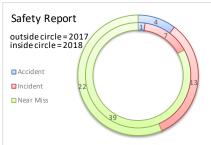


| 2. VOLUNTEERS | CURRENT | YTD | TARGET |
|--------------------|----------|-----------|--------|
| Volunteer Hours | 491 | 4377 | |
| Value @ 24.69/hr. | \$12,123 | \$108,068 | |
| Volunteers Engaged | 164 | 175 | 175 |



| 3. SAFETY YTD | |
|----------------------|----|
| Emergency Drills YTD | 2 |
| Safety Trainings | 6 |
| Accident | 1 |
| Incident | 7 |
| Near Miss | 39 |





| | 5. WAIT LIST 43 |
|----------------------|-----------------|
| | 5. WAII LIST 45 |
| AGE 19 AND UP | 2 |
| AGE 13-18 | 6 |
| AGE 8-12 | 19 |
| AGE 2-7 | 16 |
| FEMALE | 19 |
| MALE | 24 |
| OTHER | 8 |
| DEVELOPMENTAL DELAYS | 3 |
| SPEECH/VISION | 3 |
| ANXIETY/DEPRESSION | 7 |
| ADHD | 8 |
| DOWNS | 5 |
| СР | 2 |
| AUTISM | 11 |



| 4. BOARD OF DIRECTORS | CURRENT | YTD | TARGET | 2017 |
|------------------------|---------|------|---------|------|
| Attendance at Meetings | 82% | 75% | 75% | 61% |
| Attendance at Events | 32% | 22% | 75% | 28% |
| # of Members | 11 | n/a | 19 - 21 | 12 |
| Giving | | 100% | 100% | 84% |
| CEO Performance | | | | none |

| 7. Follow Up Items | Due Date | Status |
|--|--------------------------|---------------------|
| a. Dinner hosted by board for Waste Connections Leadership | Apr-18 | |
| b. Each committee to rethink what their goals are and turn in to MG | Apr-18 | |
| GOVERNANCE | | |
| c. New Orientation Packet | May-18 | In Review |
| d. Governance committee to look deeper at board assessment | | |
| e. Follow up with potential new board members from retreat list | Mar-18 | In progress |
| f. CEO Performance | May-18 | In progress |
| INTERNAL AFFAIRS | | |
| g. EAP Follow up Report for 2018 (staff to report a 6 month follow | Oct-18 | |
| h. Update Bylaws and Current Charters and Policies (Connie) | May-18 | In Progress |
| EXTERNAL AFFAIRS | | |
| i. Education/flyers to encourage families to raise funds | Mar-18 | In Progress |
| j. Patrick challenged each board member to find a sponsor or table host before | June meeti | In Progress |
| STAFF | | |
| k. Budget for Foxcroft | | On hold |
| I. Renumber occurrence spreadsheet to reflect numbers to reference occurance | e (Tommy to create flow) | 1st Draft to Connie |
| m. Board calendar to be updated to reflect all events | Jun-18 | Complete |
| n. Crisis Communications Team to deliver Tool Kit | In Progress | In progress |
| m. Board calendar to be updated to reflect all events | Jun-18 | Complete |



June Operations Report

June 28, 2018 / 4:00pm Newfield Exploration

1. Staff/Board/Volunteers

- 1. Meeting with Elijah White on July 13
- 2. Amanda Trapp is not interested at this time
- 3. Lunch with Jenny Taylor in July
- 4. Gary, Patrick and I had lunch with Edgar Sanchez
- 5. Bob Marling reports that members of the Woodforest Foundation are not allowed to serve on boards possible other Woodforest members?
- 6. Brooke Westall, Bob or Teresa Milner, John Bleyl, Dr. Looney, a parent, Sanja McCain any updates?
- 7. Adding a parent?

2. Programs

- 1. EAP has 2 clients from Angel Reach aged out foster care
- 2. Online Campaign kicked for HEART reached its goal
- 3. Summer camp kicked off last week 3 weeks total

4. Inspiration 2020

- 1. Met with Linda to get an update on their situation and relationship with the owner of the property in front of the ranch (Jose)
- 2. Lease will not begin July 20
- 3. Property Update

5. Other

1. United Way annual organizational report is due July 17

APPENDIX

| | Jan 18 | Feb 18 | Mar 18 | Apr 18 | May 18 | Jun 18 | TOTAL |
|---|----------------|------------------|------------------|--------------------|--------------------|--------------|------------------------|
| Ordinary Income/Expense Income | | | | | | | |
| 4100 · Donations | | | | | | | |
| 4112 · Donations-Individual (non event | 2,761.14 | 1,370.00 | 0.00 | 3,586.04 | 591.01 | 9,577.19 | 17,885.38 |
| 4114 · Major Individual Gifts (over \$5 | 0.00 | 10,000.00 | 0.00 | 0.00 | 0.00 | 0.00 | 10,000.00 |
| 4116 · Pledges | 2,000.00 | 450.00 | 2,250.00 | 4,250.00 | 250.00 | 4,250.00 | 13,450.00 |
| 4118 · Horse Sponsorship | 1,470.00 | 4,006.00 | 784.00 | 3,706.00 | 2,254.00 | 3,222.00 | 15,442.00 |
| 4122 · Corporate Contributions | 2,027.40 | 3,051.00 | 494.74 | 1,099.91 | 10,028.44 | 0.00 | 16,701.49 |
| 4124 · Recurring Gifts 4142 · Sponsorships | 340.00 | 325.00 | 495.00 | 585.00 | 225.00 | 765.00 | 2,735.00 |
| 4144 · Client Sponsorship | 0.00 | 0.00 | 50.00 | 2,011.00 | 518.00 | 1,036.00 | 3,615.00 |
| Total 4142 · Sponsorships | 0.00 | 0.00 | 50.00 | 2,011.00 | 518.00 | 1,036.00 | 3,615.00 |
| Total 4100 · Donations | 8,598.54 | 19,202.00 | 4,073.74 | 15,237.95 | 13,866.45 | 18,850.19 | 79,828.87 |
| 4200 · Special Events Income | | | | | | | |
| 4210 · Denim & Diamonds | 0.00 | 0.00 | 10,000.00 | 0.00 | 8,300.00 | 45,950.00 | 64,250.00 |
| 4240 · 3rd Party Events 4260 · Christmas In The Woods | 0.00 900.00 | 198.00 300.00 | 2,016.22 0.00 | 4,511.00 319.19 | 109,942.00 0.00 | 0.00 0.00 | 116,667.22 1,519.19 |
| Total 4200 · Special Events Income | 900.00 | 498.00 | 12,016.22 | 4,830.19 | 118,242.00 | 45,950.00 | 182,436.41 |
| 4300 · Foundation/Trust Grants | 44,098.00 | 9,098.00 | 6,598.00 | 6,226.00 | 18,722.00 | 13,222.00 | 97,964.00 |
| 4400 · Program Fees | 800.00 | 4,380.00 | 7,360.00 | 6,880.00 | 9,480.00 | 8,895.00 | 37,795.00 |
| 4500 · Other Income 4510 · Dividends & Interest-Securities | 0.02 | 0.18 | 26.48 | 0.00 | 0.00 | 0.00 | 26.68 |
| Total 4500 · Other Income | 0.02 | 0.18 | 26.48 | 0.00 | 0.00 | 0.00 | 26.68 |
| Total Income | 54,396.56 | 33,178.18 | 30,074.44 | 33,174.14 | 160,310.45 | 86,917.19 | 398,050.96 |
| Gross Profit | 54,396.56 | 33,178.18 | 30,074.44 | 33,174.14 | 160,310.45 | 86,917.19 | 398,050.96 |
| Expense 5200 · Special Events Expense 5210 · Denim & Diamonds | | | | | | | |
| 5211 · Denim & Diamonds Wine P | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 25.00 | 25.00 |
| 5212 · Denim & Diamonds Supplies | 0.00 | 0.00 | 0.00 | 179.40 | 131.36 | 0.00 | 310.76 |
| 5214 · Denim and Diamonds Auction Expe | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 1,675.48 | 1,675.48 |
| 5216 · Denim & Diamonds Postage | 0.00 | 0.00 | 0.00 | 900.00 | 710.00 | 0.00 | 1,610.00 |
| 5218 · Denim and Diamonds Volunteer Ex | 0.00 | 0.00 | 0.00 | 0.00 | 31.99 | 0.00 | 31.99 |
| Total 5210 · Denim & Diamonds | 0.00 | 0.00 | 0.00 | 1,079.40 | 873.35 | 1,700.48 | 3,653.23 |
| 5240 · 3rd Party Events | 0.00 | 0.00 | 2,502.71 | 46.76 | 0.00 | 0.00 | 2,549.47 |
| 5260 · Breakfast with the Champions | 0.00 | 0.00 | 0.00 | 0.00 | 12.97 | 0.00 | 12.97 |
| 5270 · Baskets of Love | | 0.00 | 34.52 | 0.00 | 0.00 | 0.00 | 34.52 |
| Total 5200 · Special Events Expense | 0.00 | 0.00 | 2,537.23 | 1,126.16 | 886.32 | 1,700.48 | 6,250.19 |
| 6000 · Operating Expense 6002 · Fraud Expenses | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| · | | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Total 6000 · Operating Expense | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

| | Jan 18 | Feb 18 | Mar 18 | Apr 18 | May 18 | Jun 18 | TOTAL |
|---|---------------------|---------------------|-----------------------|----------------------|---------------------|---------------------|------------------------|
| 6100 · Employee Salary/Benefit | | | | | | | |
| 6102 · Salaries & Wages | | | | | | | |
| Administrative | 3,319.98 | 4,789.89 | 4,498.29 | 4,406.59 | 3,368.12 | 4,100.21 | 24,483.08 |
| Development | 2,892.25 | 3,699.46 | 2,682.93 | 3,303.63 | 4,523.24 | 2,840.39 | 19,941.90 |
| Holiday | 4,362.21 | 0.00 | 0.00 | 1,843.26 | 0.00 | 2,219.94 | 8,425.41 |
| Program (HEART) | 2,662.38 | 3,899.47 | 3,272.91 38.817.14 | 7,255.75 | 6,930.90 | 7,964.85 | 31,986.26 |
| Program (TR) Sick/Personal | 33,287.00 951.19 | 39,662.51 188.24 | 0.00 | 35,490.01 414.83 | 41,863.40 492.02 | 37,149.23 125.75 | 226,269.29 2,172.03 |
| Vacation | 5,732.07 | 625.71 | 3,159.47 | 2,606.19 | 752.50 | 2,441.63 | 15,317.57 |
| rubulon | | | | | | 2,111.00 | |
| Total 6102 · Salaries & Wages | 53,207.08 | 52,865.28 | 52,430.74 | 55,320.26 | 57,930.18 | 56,842.00 | 328,595.54 |
| 6106 · Payroll Tax Expense | 3,965.50 | 3,939.35 | 3,906.10 | 4,208.31 | 4,383.73 | 4,300.46 | 24,703.45 |
| 6108 · Employee Health Insurance | 2,572.85 | 2,603.59 | 2,569.43 | 2,318.73 | 2,657.52 | 2,551.62 | 15,273.74 |
| Total 6100 · Employee Salary/Benefit | 59,745.43 | 59,408.22 | 58,906.27 | 61,847.30 | 64,971.43 | 63,694.08 | 368,572.73 |
| 6200 · Office Expense | | | | | | | |
| 6205 · Bank & Credit Card Fees | 192.09 | 64.79 | 126.51 | 188.17 | 397.56 | 1,028.26 | 1,997.38 |
| 6210 · Computer, Software, Equipment | 322.61 | 285.61 | 626.95 | 497.13 | 471.52 | 717.11 | 2,920.93 |
| 6215 · Contract Labor | 721.25 | 297.50 | 892.50 | 765.00 | 1,083.75 | 1,338.75 | 5,098.75 |
| 6220 · Development | 0.00 | 866.03 | 866.03 | -866.03 | 0.00 | 906.88 | 1.772.91 |
| 6222 · Website & Donor Database 6224 · Advertising & Marketing | 2.84 | 532.46 | 0.00 | -606.03 365.00 | 475.57 | 0.00 | 1,772.91 |
| | | | | | | | |
| Total 6220 · Development | 2.84 | 1,398.49 | 866.03 | -501.03 | 475.57 | 906.88 | 3,148.78 |
| 6225 · Dues & Subscriptions | 144.00 | 0.00 | 99.00 | 240.00 | 170.00 | 424.90 | 1,077.90 |
| 6230 · Gifts Given | 302.79 | 15.00 | 55.00 | 20.00 | 46.00 | 0.00 | 438.79 |
| 6235 · Janitorial Services & Supplies | 200.00 | 167.00 | 246.40 | 292.91 | 471.34 | 211.07 | 1,588.72 |
| 6240 · Office Supplies | 209.69 | 449.10 | 420.44 | 1,010.36 | 482.53 | 118.52 | 2,690.64 |
| 6245 · Postage & Mailing | 100.00 | 0.00 | 0.00 | 0.00 | 100.00 | 0.00 | 200.00 |
| 6250 · Professional Fees | 004.00 | 0.00 | 4 000 00 | 4.004.00 | 004.00 | 004.00 | 4.004.00 |
| 6251 · Accounting Fees 6252 · Consultant Fees | 634.00 2.000.00 | 0.00 2.000.00 | 1,328.00 2.000.00 | 1,034.00 2.000.00 | 834.00 2,000.00 | 834.00 0.00 | 4,664.00 10,000.00 |
| 6253 · Legal Fees | 0.00 | 0.00 | 0.00 | 0.00 | 30.81 | 0.00 | 30.81 |
| 6250 · Professional Fees - Other | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 2,000.00 | 2,000.00 |
| Total 6250 · Professional Fees | 2,634.00 | 2,000.00 | 3,328.00 | 3,034.00 | 2,864.81 | 2,834.00 | 16,694.81 |
| 6255 · Staff Development | 235.36 | 264.48 | 141.18 | 124.18 | 512.18 | 646.18 | 1.923.56 |
| 6260 · Volunteer Expense | 1,068.15 | 435.56 | 0.00 | 95.15 | 502.67 | 252.39 | 2,353.92 |
| 6265 · Workers Comp. Insurance | 0.00 | 1,516.50 | 896.89 | 1,209.89 | 896.89 | 1,087.89 | 5,608.06 |
| Total 6200 · Office Expense | 6,132.78 | 6,894.03 | 7,698.90 | 6,975.76 | 8,474.82 | 9,565.95 | 45,742.24 |
| 6300 · Travel, Meals & Entertainment | | | | | | | |
| 6332 · Board Meals | 248.01 | 726.36 | 0.00 | 56.81 | 109.42 | 0.00 | 1,140.60 |
| 6336 · Staff Meals | 0.00 | 207.67 | 124.05 | 29.66 | 291.06 | 225.76 | 878.20 |
| 6338 · Volunteer Meals | 44.29 | 45.54 | 0.00 | 0.00 | 0.00 | 0.00 | 89.83 |
| 6340 · Parking & Tolls | 40.00 | 0.00 | 93.64 | 0.00 | 0.00 | 40.00 | 173.64 |
| 6346 · Lodging | 0.00 | 627.12 | 0.00 | 0.00 | 0.00 | 0.00 | 627.12 |
| Total 6300 · Travel, Meals & Entertainment | 332.30 | 1,606.69 | 217.69 | 86.47 | 400.48 | 265.76 | 2,909.39 |

| 6400 ⋅ Horse Expense 6404 ⋅ Feed 6405 ⋅ General Feed 0.00 0.00 110.97 73.98 147.96 147.96 480.87 6406 ⋅ Senior Feed 226.00 361.60 316.40 339.00 384.20 406.80 2,034.00 6408 ⋅ Stanley Pellets 67.80 83.79 0.00 152.55 0.00 184.20 488.34 6410 ⋅ Hay 2,252.50 2,088.00 2,183.70 1,912.00 50.85 2,160.00 10,647.05 Total 6404 ⋅ Feed 2,546.30 2,533.39 2,611.07 2,477.53 583.01 2,898.96 13,650.26 6412 ⋅ Delivery Fee 25.00 50.00 50.00 50.00 50.00 50.00 50.00 6418 ⋅ Veterinarian 1,740.00 670.00 676.00 800.00 0.00 50.00 50.00 3,886.00 6419 ⋅ Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 ⋅ Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 ⋅ Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 6426 ⋅ Minerals 0.00 1.00 143.82 239.31 |
|---|
| 6405 · General Feed 0.00 0.00 110.97 73.98 147.96 147.96 480.87 6406 · Senior Feed 226.00 361.60 316.40 339.00 384.20 406.80 2,034.00 6408 · Stanley Pellets 67.80 83.79 0.00 152.55 0.00 184.20 488.34 6410 · Hay 2,252.50 2,088.00 2,183.70 1,912.00 50.85 2,160.00 10,647.05 Total 6404 · Feed 2,546.30 2,533.39 2,611.07 2,477.53 583.01 2,898.96 13,650.26 6412 · Delivery Fee 25.00 50.00 0.00 50.00 50.00 50.00 50.00 50.00 225.00 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 <t< td=""></t<> |
| 6406 · Senior Feed 226.00 361.60 316.40 339.00 384.20 406.80 2,034.00 6408 · Stanley Pellets 67.80 83.79 0.00 152.55 0.00 184.20 488.34 6410 · Hay 2,252.50 2,088.00 2,183.70 1,912.00 50.85 2,160.00 10,647.05 Total 6404 · Feed 2,546.30 2,533.39 2,611.07 2,477.53 583.01 2,898.96 13,650.26 6412 · Delivery Fee 25.00 50.00 0.00 50.00 50.00 50.00 50.00 225.00 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13, |
| 6408 · Stanley Pellets 67.80 83.79 0.00 152.55 0.00 184.20 488.34 6410 · Hay 2,252.50 2,088.00 2,183.70 1,912.00 50.85 2,160.00 10,647.05 Total 6404 · Feed 2,546.30 2,533.39 2,611.07 2,477.53 583.01 2,898.96 13,650.26 6412 · Delivery Fee 25.00 50.00 0.00 50.00 50.00 50.00 50.00 50.00 50.00 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| 6410 · Hay 2,252.50 2,088.00 2,183.70 1,912.00 50.85 2,160.00 10,647.05 Total 6404 · Feed 2,546.30 2,533.39 2,611.07 2,477.53 583.01 2,898.96 13,650.26 6412 · Delivery Fee 25.00 50.00 0.00 50.00 50.00 50.00 50.00 50.00 225.00 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| Total 6404 · Feed 2,546.30 2,533.39 2,611.07 2,477.53 583.01 2,898.96 13,650.26 6412 · Delivery Fee 25.00 50.00 0.00 50.00 50.00 50.00 225.00 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| 6412 · Delivery Fee 25.00 50.00 0.00 50.00 50.00 50.00 50.00 225.00 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| 6418 · Veterinarian 1,740.00 670.00 676.00 800.00 0.00 0.00 3,886.00 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| 6419 · Medicine 133.95 79.99 133.95 87.98 223.95 142.95 802.77 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| 6422 · Horse Supplies 0.00 140.25 912.13 386.59 644.08 692.07 2,775.12 6424 · Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| 6424 Supplements 2,290.72 2,119.64 3,361.86 1,728.93 1,767.47 1,750.21 13,018.83 |
| |
| 6426 · Minerals 0.00 0.00 0.00 95.49 0.00 143.82 239.31 |
| |
| 6428 · Cat 0.00 5.69 0.00 0.00 0.00 0.00 5.69 |
| Total 6400 · Horse Expense 6,735.97 5,598.96 7,695.01 5,626.52 3,268.51 5,678.01 34,602.98 |
| 6500 · Learning Supplies |
| 6560 · Shows 0.00 216.20 21.00 123.79 1,147.97 240.00 1,748.96 |
| 6565 · Tack Supplies 9.91 13.90 0.00 0.00 0.00 29.68 53.49 |
| 6570 · Program Supplies 9.00 0.00 0.00 83.81 191.83 284.64 |
| 6575 · MCYS 10.71 0.00 18.57 19.10 107.18 31.14 186.70 |
| 6580 · Camp 0.00 0.00 0.00 0.00 0.00 25.87 25.87 |
| 6585 · Redeemed Ministries 0.00 0.00 18.70 46.65 0.00 0.00 65.35 |
| 6588 · EAP (Mental Health) 0.00 0.00 0.00 69.50 3.99 0.00 73.49 |
| Total 6500 · Learning Supplies 29.62 230.10 58.27 259.04 1,342.95 518.52 2,438.50 |
| 6600 · Property, Facilities & Maintena |
| 6610 · Vehicles & Large Equipment |
| 6612 · Fuel 168.17 353.87 253.57 154.39 240.21 114.18 1,284.39 |
| 6614 · Preventative Maintenance 0.00 49.75 0.00 0.00 0.00 0.00 49.75 |
| 6616 · Repairs 1,844.84 1,525.19 0.00 146.08 135.00 0.00 3,651.11 |
| 6618 · Vehicle Registration 219.00 306.75 0.00 0.00 246.50 772.25 |
| Total 6610 · Vehicles & Large Equipment 2,232.01 2,235.56 253.57 300.47 375.21 360.68 5,757.50 |
| 6620 ⋅ Insurance |
| 6622 · General Liability 0.00 0.00 350.00 0.00 0.00 0.00 350.00 |
| 6624 · Commercial Auto 0.00 22.00 0.00 0.00 0.00 0.00 22.00 |
| Total 6620 · Insurance 0.00 22.00 350.00 0.00 0.00 0.00 372.00 |
| 6630 ⋅ Repairs & improvement |
| 6632 · Tools & General Supplies 204.86 261.67 336.83 102.34 777.51 99.00 1,782.21 |
| 6634 Project Materials 543.86 11.94 0.00 0.00 0.00 385.47 941.27 |
| 6636 · Aggregate & Raw Materials 0.00 0.00 0.00 250.00 0.00 0.00 250.00 |
| Total 6630 · Repairs & improvement 748.72 273.61 336.83 352.34 777.51 484.47 2,973.48 |

| 6640 · Utilities 6642 · Electric 407.49 425.86 417.72 341.04 398.75 396.2 6643 · Internet 96.22 96.41 96.41 96.41 101.85 101.6644 · Security 209.70 0.00 0.00 209.70 0.00 0.0 <th>51 588.81 00 419.40 49 1,532.59 42 418.89 19.66 5,346.79</th> | 51 588.81 00 419.40 49 1,532.59 42 418.89 19.66 5,346.79 |
|--|--|
| 6643 · Internet 96.22 96.41 96.41 96.41 101.85 101.85 6644 · Security 209.70 0.00 0.00 209.70 0.00 0.0 6645 · Telephone 559.33 255.36 176.43 180.49 180.49 180.49 6646 · Water/Sewer 90.67 70.47 70.47 64.44 61.42 61.4 Total 6640 · Utilities 1,363.41 848.10 761.03 892.08 742.51 73 | 51 588.81 00 419.40 49 1,532.59 42 418.89 19.66 5,346.79 |
| 6644 · Security 209.70 0.00 0.00 209.70 0.00 0.0 6645 · Telephone 559.33 255.36 176.43 180.49 180.49 180.49 6646 · Water/Sewer 90.67 70.47 70.47 64.44 61.42 61. Total 6640 · Utilities 1,363.41 848.10 761.03 892.08 742.51 73 | 00 419.40 49 1,532.59 42 418.89 9.66 5,346.79 |
| 6645 · Telephone 559.33 255.36 176.43 180.49 180.49 180.49 664.44 61.42 61.4 | 49 1,532.59 42 418.89 19.66 5,346.79 |
| 6646 · Water/Sewer 90.67 70.47 70.47 64.44 61.42 61. Total 6640 · Utilities 1,363.41 848.10 761.03 892.08 742.51 73 | 42 418.89 19.66 5,346.79 |
| Total 6640 · Utilities 1,363.41 848.10 761.03 892.08 742.51 73 | 9.66 5,346.79 00 239.11 |
| | 00 239.11 |
| CCEO Calaba | |
| | |
| | 00 70.00 |
| 6654 · Professional Services Safety Re 0.00 0.00 0.00 0.00 0.00 70.00 | |
| Total 6650 · Safety 0.00 0.00 155.94 0.00 83.17 7 | 70.00 309.11 |
| 6660 · Rental expense 135.00 135.00 155.00 135.00 135.00 15 | 55.00 850.00 |
| Total 6600 · Property, Facilities & Maintena 4,479.14 3,514.27 2,012.37 1,679.89 2,113.40 1 | ,809.81 15,608.88 |
| Total Expense 77,455.24 77,252.27 79,125.74 77,601.14 81,457.91 83 | ,232.61 476,124.91 |
| Net Ordinary Income -23,058.68 -44,074.09 -49,051.30 -44,427.00 78,852.54 3 | ,684.58 -78,073.95 |
| Other Income/Expense | |
| Other Income | |
| 8302 · Gain on Sale of Stock 0.00 3,900.65 0.00 0.00 0.00 | 0.00 3,900.65 |
| 8303 · Gain on Sale of Land 0.00 0.00 0.00 0.00 0.00 0.00 390 | ,876.11 390,876.11 |
| Total Other Income 0.00 3,900.65 0.00 0.00 0.00 390 | ,876.11 394,776.76 |
| Other Expense | |
| 8200 Interest Expense 215.57 213.13 190.30 208.18 199.08 | 150.87 1,177.13 |
| 8300 · Unrealized Gain/Loss -4,024.49 4,024.49 0.00 0.00 0.00 | 0.00 0.00 |
| | 963.84 963.84 |
| 9991 · Prior Year's Adjustments 0.00 -85.45 0.00 -275.00 60.00 | 0.00 -300.45 |
| Total Other Expense -3,808.92 4,152.17 190.30 -66.82 259.08 1 | ,114.71 1,840.52 |
| Net Other Income 3,808.92 -251.52 -190.30 66.82 -259.08 389 | ,761.40 392,936.24 |
| Net Income -19,249.76 -44,325.61 -49,241.60 -44,360.18 78,593.46 393 | ,445.98 314,862.29 |

Panther Creek Inspiration Ranch Balance Sheet - Accrual

As of June 30, 2018

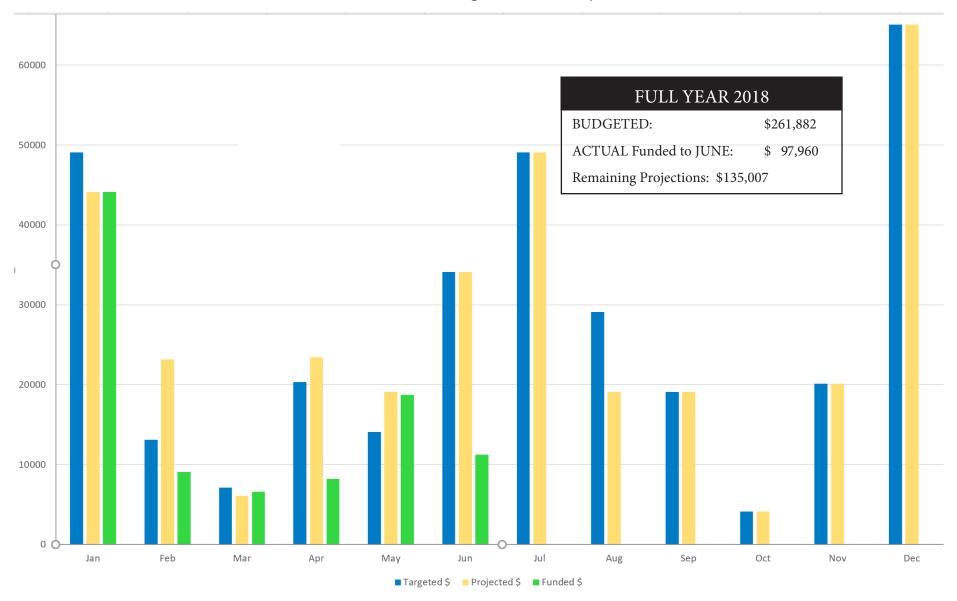
| | Jun 30, 18 |
|---|------------------------------------|
| ASSETS | |
| Current Assets Checking/Savings | |
| 1010 · Woodforest Bank Checking | 819,933.66 |
| 1014 · Reserve Account 1015 · Petty Cash | 170,418.86 21.58 |
| Total Checking/Savings | 990,374.10 |
| Accounts Receivable 1100 · Accounts Receivable 1110 · Pledges Receivable 1140 · Grants Receivable | -1,090.00 57,000.00 3,125.00 |
| Total Accounts Receivable | 59,035.00 |
| Other Current Assets 1410 · Deposit in Transit 1440 · Fidelity - 2647 1445 · Fidelity Money Market | 3,304.00 26.66 |
| • | |
| Total Other Current Access | 26.66 |
| Total Other Current Assets | 3,330.66 |
| Total Current Assets | 1,052,739.76 |
| Fixed Assets 1500 · Land 1501 · Land Cost 1500 · Land - Other | 248,839.33 -248,839.33 |
| Total 1500 · Land | 0.00 |
| 1515 · Furniture, Fixtures & Equipment 1516 · Original Cost 1520 · Depreciaiton | 44,869.44 -25,336.57 |
| Total 1515 · Furniture, Fixtures & Equipment | 19,532.87 |
| 1525 · Buildings 1526 · Original Cost - Arena | 291,813.00 |
| Total 1525 · Buildings | 291,813.00 |
| 1550 · Vehicles 1551 · Original Cost 1555 · Depreciation | 30,486.00 -16,241.00 |
| Total 1550 · Vehicles | 14,245.00 |
| 1570 · Equip-Stock, Tractors, Trailers 1571 · Original Cost 1575 · Depreciation | 137,667.12 -40,813.77 |
| Total 1570 · Equip-Stock, Tractors, Trailers | 96,853.35 |
| 1580 · Horse Purchases 1581 · Original Cost | 15,000.00 |
| 1585 · Depreciation | -5,217.00 |
| Total 1580 · Horse Purchases | 9,783.00 |
| 1590 · Capital Purchase-Property 1591 · Improvements | 87,606.68 |
| Total 1590 · Capital Purchase-Property | 87,606.68 |
| Total Fixed Assets | 519,833.90 |

Panther Creek Inspiration Ranch Balance Sheet - Accrual

As of June 30, 2018

| | Jun 30, 18 |
|--|------------------------------|
| Other Assets 1702 · Donations - In Kind | 640.00 |
| Total Other Assets | 640.00 |
| TOTAL ASSETS | 1,573,213.66 |
| LIABILITIES & EQUITY Liabilities Current Liabilities Credit Cards | 0.444.00 |
| 2010 · Credit Card | 3,444.88 |
| Total Credit Cards | 3,444.88 |
| Other Current Liabilities 2100 · Payroll Liabilities 2120 · 403(b) Employee Contribution 2130 · United Way Employee Donations 2135 · HSA EE Individual | 7,669.61 550.00 100.00 |
| Total 2100 · Payroll Liabilities | 8,319.61 |
| 2220 · Unearned/Deferrred Rev-other | 57,000.00 |
| Total Other Current Liabilities | 65,319.61 |
| Total Current Liabilities | 68,764.49 |
| Total Liabilities | 68,764.49 |
| Equity 3999 · Retained Earnings Net Income | 1,189,586.88 314,862.29 |
| Total Equity | 1,504,449.17 |
| TOTAL LIABILITIES & EQUITY | 1,573,213.66 |

2018 Foundation/Grants - Targeted vs. Projected vs. Funded



GRANT UPDATES

* Please see appendix for the detailed 2018 Foundations/Grants spreadsheet.

MAY 2018 Budget: UNITED WAY: \$3,722 (Targeted \$4,098 / Actual \$3,722) Woodforest Foundation (Targeted \$30,000 / Actual \$7,500)

Upcoming Grants - Who Do You Know?

TEGNA Foundation / TEGNA Inc. / KHOU-TV (Channel 11)

Dave Lougee - President & CEO
Lynn Beall - EVP & COO of Media Operations
Anne Bentley - VP & Chief Communications Officer
Ed Busby - Senior Vice President of Strategy
Victoria Harker - EVP & CFO

Todd Mayman - EVP, Chief Legal and Administrative Officer

Jeffery Newman - Senior Vice President and Chief Human Resources Officer

The Children's Fund (Board Members)

Beau & Rory Bellow - Charity Selection
Rachel Conkling - Alumni Relations Chair
Stephen & Kate Fowler - Charity Follow-Up Chair
Bekah Gorder - Communications Chair
Todd Lowther - Web & Communications
Jeffrey & Kelly Horton - Auction Co-Chair
Justin & Sami Grefe - Corporate Development Chair
Eric & Elizabeth Maberry - Auction Co-Chair
Nick & Kaylen Meserve - Co-Presidents

Adam & Sara Miller - Invitations
Will & Lauren Ogilvie - Gala Reservations Co-Chair
Scott & Julianna Moorad - Gala Co-Chair
Robert & Whiteny Russell - Auction Advisors
Jeff & Elena Peden - Gala Co-Chair
William & Ellen Peeples - Corporate Dev. Chair
Robert & Amy Urquhart - Gala Reservations
Ryan & Emily Sweeney - Communications Chair
James & Jen Wallis - Treasurer & Secretary

2018 Foundations/Grants

| | | | | | \$-Updated | %-Risk | | | | | | | | | | |
|-----------|------------|--|------------------------|----------------------|---------------------|--------------------|---------------------------------------|-----------|-----------------------|-----------|-------------------|-----------------------------|---------|---|------------------|---------------------|
| Month | Year | Foundations | \$- Targeted Income | \$-Actual Request | Expected Funding | collection rate | \$-Projected Funding | /Ask Date | Est. Month to Fund | LOI Rec'd | 2018 Committed | 2018 Actual Funded | Capital | Budget Alignment | Deadline | History |
| JANUARY | | Holthouse Foundation for Kids | LOI | | | | | 2/22/2018 | | | | | | TBD | | NEW |
| JANUARY | | Parelli Foundation | \$3,000 | \$2,000 | \$2,000 | 65.0% | \$1,300 | 1/31/2018 | 2018 Mar | | | \$ 2,500.00 | | Perelli Instructor Farrah & Isabel 4day/4people | 31-Jan | NEW |
| JANUARY | | Strike / Campaign for Change | \$9,000 | \$19,073 | \$19,073 | 75.0% | \$14,305 | 1/31/2018 | 2018 Feb | | | \$ 5,000.00 | | Camp/Client Party/Easter/Christmas | OPEN | NEW |
| JANUARY | | Cut N Shoot Charities | \$6,216 | \$8,316 | \$8,316 | 60.0% | \$4,990 | 2/1/2018 | 2018 Apr | | | \$ 2,500.00 | | Sponsor a Rider | 15-Feb | NEW |
| JANUARY | | Houston Texans/BHP Community Quarterback Award | \$5,000 | | \$0 | 100% | \$0 | | 2018 Jan | 2017 Nov | | | | Simon Volunteer | | NEW |
| JANUARY | | Houston Texans/BHP Community Quarterback Award The Newfield Foundation | \$0 | | \$5,000 | 100% 100% | \$5,000 \$40,000 | | 2018 May 2018 Jan | 2017 Nov | | \$ 5,000.00 | | Simon Volunteer | | NEW 5+ Years |
| JANUARY | | The Greater Houston United Way | \$40,000 \$4,098 | | \$40,000 \$4,098 | 100% | \$4,098 | | 2018 Jan 2018 Jan | | | \$ 40,000.00 \$ 4,098.00 | | LPC Salary General Operating | | 4 Years |
| JANOARI | 2017 Grant | The dreater Houston Officed way | 54,050 | | Ç4,058 | 100% | 54,050 | | 2010 3811 | | | 3 4,038.00 | | General Operating | | 4 16013 |
| FEBRUARY | | Junior League of The Woodands (CAF - Com Assis Fund) | \$10,000 | \$10,000 | \$10,000 | 70% | \$7,000 | 3/12/2018 | 2018 May | | | \$10,000 | | Summer Camps | 15-Mar | 2 Years |
| FEBRUARY | | Equus Foundation- | \$ 5,000.00 | \$10,000 | \$ 5,000.00 | 0.5 | 0 | 5/12/2010 | 9/1/2018 | | | \$10,000 | | Horse Care / Arena Divider | 3/31/2017 | 1 Year |
| FEBRUARY | | EAAT Participant Fund | \$0 | \$1,000 | \$1,000 | 60% | \$600 | | 2018 Apr | | \$ 500.00 | | | Tuition Assistance | | |
| FEBRUARY | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Feb | | | \$ 4,098.00 | | General Operating | | 4 Years |
| | | | | | | | | | | | | | | | | |
| MARCH | | Woodforest Charitable Foundation | \$30,000 | \$36,884 | \$30,000 | 85% | \$25,500 | 3/29/2018 | 2018 Jun | 2018 Jun | | \$7,500 | | HEART Program Assist. | 31-Mar | NEW |
| MARCH | | Union Pacific Foundation (Local Needs) | \$8,500 | \$8,500 | \$8,500 | 55% | \$4,675 | 4/17/2018 | 2018 Nov | | | | | Vehicle & Trailer Safety | 1-Apr | NEW |
| MARCH | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Mar | | | \$ 4,098.00 | | General Operating | | 4 Years |
| MARCH | | UWGH - Community Bldg. Grant | \$10,000 | | \$0 | 65% | \$0 | | 2018 Aug | | | | | Rider Competitions | 10-Apr | 1 Year |
| | | | | | | | | | | | | | | | | |
| APRIL | | Simmons Foundation | \$30,000 | | \$30,000 | 55% | \$0 | 3/20/2018 | 2018 Jul | | | | | HEART - 25% Gap MCYS | 13-Apr | NEW |
| APRIL | | Assistance League of Montgomery County | \$10,000 | \$10,000 | \$10,000 | 75% | \$7,500 | \$43,191 | 2018 Apr | | | \$ 2,000.00 | | WL Scholarship | NO APP | 4 Years |
| APRIL | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Apr | | | \$ 3,722.00 | | General Operating | | 4 Years |
| | 2047 - | | A4 | | A4 | 45 | | | 2045 : : | | | A 25555 | | 0 | | |
| MAY | | The Greater Houston United Way George & Josephine Hamman Foundation | \$4,098 \$15,000 | \$15,000 | \$4,098 \$15,000 | 100% 95% | \$4,098 \$14,250 | 6/15/2018 | 2018 May 2018 Aug | | \$10,000 | \$ 3,722.00 | | General Operating WL Scholarship + CC | 15-Jun | 4 Years 5+ Years |
| MAY | | Halliburton Foundation | \$10,000 | \$10,000 | \$10,000 | 55% | \$5,500 | 6/26/2018 | 2018 Aug 2018 Sep | | \$10,000 | | | TR Benefits Education / Horse Masters Class | 13-Jun 13-Jun | NEW |
| MAY | | Roger Clemens Foundation | \$15,000 | \$15,000 | \$15,000 | 65% | \$9,750 | 6/25/2018 | 2018 Jul | | | | | WL Scholarship | OPEN/Jun | 1 Year |
| | | Noger Clemens Foundation | Ų13,000 | \$13,000 | \$13,000 | | , , , , , , , , , , , , , , , , , , , | 0,23,2020 | 201030 | | | | | WE SCHOOL SHIP | 01 214/3011 | |
| JUNE | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Jun | | | \$3,722 | | General Operating | | 4 Years |
| JUNE | | Herzstein Foundation | \$7,500 | | \$7,500 | 95% | \$7,125 | | 2018 Nov | | | 7-7 | | WL Scholoarship | July | 3 Years |
| JUNE | | Cameron Foundation | \$10,000 | | \$10,000 | 85% | \$8,500 | | 2018 Dec | | | | | WL Scholoarship | OPEN | 3 Years |
| JUNE | | The Hillcrest Foundation | \$10,000 | | \$10,000 | 95% | \$9,500 | | 2018 Dec | | | | | WL Scholoarship | OPEN | 4 Years |
| | | | | | | | | | | | | | | | | |
| JULY | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Jul | | \$3,722 | | | General Operating | | 4 Years |
| JULY | | The Children's Fund | \$35,000 | | \$35,000 | 75% | | | | | | | | | | |
| | | TEGNA | \$5,000 | | \$5,000 | 55% | \$2,750 | | | | | | | | | |
| JULY | | Wells Fargo Foundation (Joint Application with Capital) Wells Fargo Foundation | \$20,000 | | \$20,000 | 95% 60% | \$19,000 \$0 | | 2018 Dec 2018 Dec | | | | | TA Scholorship Capital Campaign | 30-Sep 30-Sep | 3 Years 3 Years |
| JOLY | | wells raigo roulidation | | | | 00% | 30 | | 2016 DEC | | | | | Capital Callipaigii | 30-3ер | 3 rears |
| AUGUST | 2017 C | The Country United Way | \$4,098 | | \$4,098 | 100% | Ć4 000 | | 2010 4 | 2017 Aug | \$3,722 | | | Consul Occuption | | 4 Years |
| AUGUST | 2017 Grant | The Greater Houston United Way The Newfield Foundation | \$40,000 | | \$40,000 | 95% | \$4,098 | | 2018 Aug 2019 Jan | 2017 Aug | 33,722 | | | General Operating Schilble Trail @ Foxcroft | 31-Aug | 5 Years |
| AUGUST | | Montgomery County Community Foundation Inc. | \$6,000 | | \$6,000 | 80% | \$4,800 | | 2018 Dec | | | | | New Horse + Tack for New Horse | 15-Sep | 2 Years |
| AUGUST | | Spindletop Charities | \$10,000 | | \$10,000 | 60% | \$6,000 | | 2018 Dec | | | | | TA Scholorship | OPEN | 1 Year |
| | | | | | | | | | | | | | | | | |
| SEPTEMBER | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Sep | | \$3,722 | | | General Operating | | 4 Years |
| | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | |
| OCTOBER | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Oct | | \$3,722 | | | General Operating | | 4 Years |
| OCTOBER | | Houston Texans/BHP Community Quarterback Award | | | \$5,000 | 60% | \$3,000 | | 2018 Dec | | | | | Volunteer | 1-Nov | 1 Year |
| OCTOBER | | Strake Foundation | \$0 | TBD | \$0 | 50% | \$0 | | | | | | | TBD | NO APP | |
| | | | | | | | | | | | | | | | | |
| NOVEMBER | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Nov | | \$3,722 | | | General Operating | | 4 Years |
| | | | | | | | | | | | | | | | | |
| DECEMBER | 2017 Grant | The Greater Houston United Way | \$4,098 | | \$4,098 | 100% | \$4,098 | | 2018 Dec | | \$3,722 | | | General Operating | | 4 Years |
| | | , | | | | | | | 1 | | | | | 1 | | |
| | | | Total Targeted | Actual Request | Expected Funding | | Risk <u>Projected</u> | | | | Committed | Actual Funded | Capital | | | |
| | TOTAL | | \$404,392 | \$135,773 | \$406,565 | | \$250,220 | | | | \$32,832 | \$97,960 | \$0.00 | | | |
| | | | Ţ.:.,JJ2 | ,, | + | | ,, | | | | +02,002 | , , 500 | , | | | |
| | | | | | | | Avg Risk | | | | | Total | | | | |
| | | | Avg Grant | | | Avg Risk | Projected \$12,160 | | | | | Projected coz oco | | | | |
| | | | \$21,284 | | | 62% | \$13,169 | | | | | \$97,960 | | | | |
| | | | | | | | | | | | | | | | | |

Bylaws of Panther Creek Inspiration Ranch, Inc.

Article I - Offices

1. Registered Office and Agent

The registered office and registered agent of the Corporation shall be as set forth in the Corporation's Certificate of Formation. The registered office or the registered agent may be changed by resolution of the Board of Directors, upon making the appropriate filing with the Secretary of State.

NOTE: Will need to initiate a BOD resolution upon relocation, and make the required filing with the SOS.

2. Principal Office

The principal office of the Corporation shall be at 25902 Glen Loch Drive, Spring, Texas 77380, provided that the Board of Directors shall have the power to change the location of the principal office.

NOTE: Will need to initiate a BOD resolution upon relocation, and make the required filing with the SOS.

3. Other Offices

The Corporation may also have other offices at such places, within or without the State of Texas, as the Board of Directors may designate, or as the business of the Corporation may require or as may be desirable.

<u>Article II – Directors</u>

1. Board of Directors

To the extent not limited or prohibited by law, the Certificate of Formation or these Bylaws, the powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board of Directors of the Corporation. Directors need not be residents of the State of Texas or members of the Corporation unless the Certificate of Formation or these Bylaws so require.

2. Number and Election of Directors

The number of directors shall be no more than twenty four (24) provided that the number may be increased or decreased from time to time by an amendment to these Bylaws or resolution adopted by the Board of Directors, provided that the number of

directors may not be decreased to fewer than three (3). No decrease in the number of directors shall have the effect of shortening the term of any incumbent director.

At the first annual meeting of the Board of Directors and at each annual meeting thereafter, the directors shall nominate and elect directors. A director shall hold office for three (3) years and up to one additional three (3) year term and until said director's successor shall have been elected, appointed, or designated and qualified.

- Recommend changing language to reflect the BOD can either elect/vote at a regular or special meeting; but can also be announced at the next annual meeting.
- Add language to state that election/vote of BOD's must be recorded and documented in BOD Meeting Notes

3. Removal

A director may be removed from office, with or without cause, by the persons entitled to elect, designate, or appoint the director. If the director was elected to office, removal requires an affirmative vote equal to the vote necessary to elect the director.

- Did we vote at the last BOD meeting to remove Dickey?
- Add language to state that removal/vote of BOD's must be recorded and documented in BOD Meeting Notes

4. Resignation

A director may resign by providing written notice of such resignation to the Corporation. The resignation shall be effective upon the date of receipt of the notice of resignation or the date specified in such notice. Acceptance of the resignation shall not be required to make the resignation effective.

 Add language to state such written notice may be by email or letter documenting same to the BOD Chairman

5. Vacancies and Increase in Number of Directors

Any vacancy occurring in the Board of Directors shall be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of the previous director. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of the Board of Directors called for that purpose.

- Discuss if we want to handle the process as stated in first sentence
- Amend language on when the BOD votes (regular or special meeting in lieu of annual meeting)

6. Annual Meeting of Directors

The annual meeting of the Board of Directors shall be held on the first Thursday during the month of March, at which they shall elect officers and transact such other business as shall come before the meeting. The time and place of the annual meeting of the Board of Directors may be changed by resolution of the Board of Directors.

- Amend language on date for annual meeting to 1st quarter of each calendar year
- Add statement that BOD will review annual checklist for documents/actions to be taken; as presented by the President

Failure to hold the annual meeting at the designated time shall not work dissolution of the Corporation. In the event the Board of Directors fails to call the annual meeting at the designated time, any Director may make demand that such meeting be held within a reasonable time, such demand shall be made in writing by registered mail directed to any officer of the Corporation. If the annual meeting of the Board of Directors is not called within sixty (60) days following such demand, any Director may compel the holding of such annual meeting by legal action directed against the Board of Directors, and all of the extraordinary writs of common law and of courts of equity shall be available to such Director to compel the holding of such annual meeting.

• Recommend changing "registered mail" to "email"

7. Regular Meeting of Directors

Regular meetings of the Board of Directors may be held with or without notice at such time and place as may be from time to time determined by the Board of Directors.

8. Special Meetings of Directors

The Secretary shall call a special meeting of the Board of Directors whenever requested to do so by the Chairman or by one (1) or more directors. Such special meeting shall be held at the date and time specified in the notice of meeting.

9. Place of Directors Meetings

All meetings of the Board of Directors shall be held either at the principal office of the Corporation or at such other place, either within or without the State of Texas, as shall be specified in the notice of meeting or executed waiver of notice.

10. Notice of Directors Meetings

Notice of any special meeting of the Board of Directors shall be given at least two (2) days previously thereto by written notice delivered personally or sent by mail or telegram to each Director at that Director's address as shown by the records of the

Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, the postage thereon prepaid. If notice is given by email, such notice shall be deemed to be delivered when the email is delivered to the recipient. Any Director may waive notice of the meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where 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 the transaction at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of such meeting, unless specifically required by law or these Bylaws.

• Update language on notification process for meetings (remove references to telegram and add email)

11. Quorum and Voting of Directors

A quorum for the transaction of business by the Board of Directors shall be a majority of the number of directors then serving as fixed by these Bylaws. Directors present by proxy may not be counted toward a quorum. The act of the majority of the directors present in person or by proxy 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 law or the Certificate of Formation.

A director may vote in person or by proxy executed in writing by the director. No proxy shall be valid after three months from the date of the execution. Each proxy shall be revocable unless expressly provided therein to be irrevocable, and unless otherwise made irrevocable by law.

12. Compensation

Directors, as such, shall not receive any stated salary or other compensation for their services as director, but by resolution of the Board of Directors (1) a salary and benefits and expenses may be paid to or for the benefit of one or more Directors who perform services for the Corporation or (2) a fixed sum and expenses of attendance, if any, may be allowed for attendance at any meeting of the Board of Directors. A director shall not be precluded from serving the Corporation in any other capacity and receiving compensation for such services, as provided in (1) above. Member of committees may be allowed similar reimbursement of expenses for attending committee meetings.

13. Action by Directors Without Meeting

Any action required by the Texas Business Organizations Code to be taken at a meeting of the Board of Directors, or any action which may be taken at a meeting of the Board of Directors or any committee, may be taken without a meeting if a consent

in writing, setting forth the action to be taken, shall be signed by all the Board of Directors entitled to vote with respect to the subject matter thereof, or all of the members of the committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote.

If the Corporation's Certificate of Formation so provides, any action required by the Texas Business Organizations Code to be taken at a meeting of the Board of Directors or any action that may be taken at a meeting of the Board of Directors of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of Board of Directors or committee members as would be necessary to take that action at a meeting at which all of the Board of Directors or members of the committee were present and voted.

Each written consent shall bear the date of signature of each Director or committee member who signs the consent. A written consent signed by less than all of the Board of Directors or committee members is not effective to take the action that is the subject of the consent unless, within sixty (60) days after the date of the earliest dated consent delivered to the Corporation in the manner required for this section, a consent or consents signed by the required number of Board of Directors or committee members is delivered to the Corporation at its registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent of the Corporation having custody of the books in which proceedings of meetings of the Board of Directors or committees are recorded. Delivery to the Corporation's principal place of business shall be addressed to the President or principal executive officer of the Corporation.

BOD discussion on softening this language

Prompt notice of the taking of any action by the Board of Directors or a committee without a meeting by less than unanimous written consent shall be given to all Board of Directors or committee members who did not consent in writing to the action.

If any action by the Board of Directors or committee is taken by written consent signed by less than all of the Board of Directors or committee members, any articles or documents filed with the Secretary of State as a result of the taking of the action shall state, in lieu of any statement required by this Act concerning any vote of the Board of Directors or committee members, that written consent has been given in accordance with the provisions of section 6.202 of the Texas Business Organizations Code and that any written notice required by such section has been given.

A telegram, telex, cablegram, or similar transmission or an email by a Director or member of a committee or a photographic, photostatic, facsimile, or similar reproduction of a writing signed by a Director or committee shall be regarded as signed by the Director or member of a committee for purposes of this section.

Update language on delivery methods (remove telegram, telex, cablegram)

14. Committees of the Board of Directors

The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint on or more committees, each of which shall consist of two or more Directors, which committees, to the extent provided in said resolution, shall have an exercise the authority of the Board of Directors in the management of the Corporation, except that no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the Bylaws; electing, appointing or removing any member of any such committee or any Director or officer of the Corporation; amending or restating the Certificate of Formation, adopting a plan or merger or adopting a plan of consolidation with another Corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the Corporation, authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Corporation; or amending, altering or repealing any resolution of the Board of Directors by which terms provides that it shall not be amended, altered or repeated by such committee. The designation and appointment of any such committee and the delegation of authority to such committee shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed by law upon the Board of Directors or upon any individual Director.

 BOD discussion on committees and process (each committee having 2 or more directors); including is there a need to formally initiate a resolution to add new committee

Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be appointed in such manner as may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be Directors of the Corporation, and the Chairman of the Corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgement the best interests of the Corporation shall be served by such removal.

Each member of a committee shall continue until the next annual meeting of the Board of Directors and until a successor is appointed, unless the committee shall be sooner

terminated, or unless such member be removed from such committee, or unless such member cease to quality as a member thereof.

BOD discussion on amending the above language to be less formal

One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee 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.

Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

Article III - Officers

1. Number of Officers

The officers of the Corporation shall consist of a chairman, president and secretary and may also consist of one or more vice-presidents, a treasurer, and such other officers and assistant officers as may be deemed necessary. New officers may be created and filled at any meeting of the Board of Directors. Any two or more officers may be held by the same person, except the officers of chairman, president and secretary. A committee duly designated may perform the functions of any officer and the functions of any two or more officers may be performed by a single committee, including the functions of the chairman, president and secretary.

2. Election of Officers and Term of Office

All officers shall be elected or appointed by the Board of Directors at the regular annual meeting of the Board of Directors to serve for such term or terms as provided by the Board of Directors.

 Amend language on elected/appointed by the BOD at annual meeting (change to regular or special meeting)

3. Removal of Officers, Vacancies

Any officer elected or appointed may be removed by the Board of Directors whenever in their judgement the best interests of the Corporation will be served thereby. The removal of an officer shall be without prejudice to the contract rights, if any, of the officer so removed. Election or appointment of an officer or agent shall not of itself create contract rights. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

4. Powers of Officers

Each officer shall have, subject to these Bylaws, in addition to the duties and powers specifically set forth herein, such powers and duties as are commonly incident to that officer and such duties and powers of the Board of Directors shall from time to time designate. All officers shall perform their duties subject to the directions and under the supervision of the Board of Directors. The Chairman may secure the fidelity of any and all officers by bond or otherwise.

All officers and agents of the Corporation, as between themselves and the Corporation, shall have such authority and perform such duties in the management of the Corporation as may be provided in these Bylaws, or as may be determined by resolution of the Board of Directors not inconsistent with these Bylaws.

In the discharge of a duty imposed or power conferred on an officer of a Corporation, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements, including financial statements and other financial data, concerning the Corporation or another person, that were prepared or presented by: (1) one or more other officers or employees of the Corporation, including members of the Board of Directors, or (2) legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.

An officer is not relying in good faith within the meaning of this section if the officer has knowledge concerning the matter in question that makes reliance otherwise permitted by this subsection unwarranted.

5. Office of Chairman, Office of Vice-Chairman, and Office of President

The Chairman shall be the Chairman of the Board of Directors and shall preside in all meetings of the Board of Directors.

The Board of Directors may elect a Vice-Chairman to serve at the pleasure of the Board of Directors. The Vice-Chairman shall have such duties, powers, and authorities as are granted by the Board of Directors or the Chairman.

The President shall have general active management and supervision of the affairs of the business of the Corporation consistent with the orders, directive, and resolutions of the Board of Directors of the Corporation.

- Do we have a record (resolution, etc.) of appointing MG as President of the BOD?
- Also, I see and hear references to CEO for MG; and Sheila as Vice President?

Such officers shall see that all orders and resolutions of the Board of Directors are carried out, subject however, to the right of the directors to delegate specific powers, except such as may be by statute exclusively conferred on the Chairman or President, to any other officers of the Corporation.

The Chairman, Vice-Chairman, President or the extent expressly provided by the Board of Directors any Vice-President shall execute bonds, mortgages and other instruments requiring a seal, in the name of the Corporation. When authorized by the board, the Chairman, President or any Vice-President may affix the seal to any instrument requiring the same, and the seal when so affixed shall be attested by the signature of either the Secretary or an Assistant Secretary.

The Chairman shall be ex-officio a member of all standing committees.

6. Vice-Presidents

The Vice-President, or Vice-Presidents in order of their rank as fixed by the Board of Directors, shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and they shall perform such other duties as the Board of Directors shall prescribe.

 Recommend discussion on appointing Vice President, Assistant Secretary and Treasurer positions for the Ranch so that we always have someone recording data; as well as back-ups

7. The Secretary and Assistant Secretaries

The Secretary shall attend all meetings of the Board of Directors and shall record all votes and the minutes of all proceedings and shall perform like duties for the standing committees when required. The Secretary shall give or cause to be given notice of all meetings of the Board of Directors and shall perform such other duties as may be prescribed by the Board of Directors. The Secretary shall keep in safe custody the seal of the Corporation, and when authorized by the Board of Directors, affix the same to any instrument requiring it, and when so affixed, it shall be attested by the Secretary's signature or by the signature of an Assistant Secretary.

• Is this the BOD Secretary (Mike) or is it a staff position (like President is MG and with Michelle as Secretary?)

The Assistant Secretaries shall in order of their rank as fixed by the Board of Directors, in the absence or disability of the Secretary, perform the duties and exercise the powers of the Secretary, and they shall perform such other duties as the Board of Directors shall prescribe.

In the absence of the Secretary or an Assistant Secretary, the minutes of all meetings of the board shall be recorded by such person as shall be designated by the Chairman of the Board of Directors.

8. The Treasurer and Assistant Treasurers

The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in the books belonging to the Corporation and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors.

- Does the BOD have a position entitled Treasurer (Nel)
- BOD need to discuss the process below

The Treasurer shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements. The Treasurer shall keep and maintain the Corporation's books of account and shall render to the Chairman, President and directors an account of all of the Treasurer's transactions and of the financial condition of the Corporation and exhibit the books, records and accounts to the Chairman, President or directors at any time. The Treasurer shall disburse funds for capital expenditures as authorized by the Board of Directors and in accordance with the orders of the Chairman and the President, and present to the Chairman's and he President's attention any requests for disbursing funds if in the judgement of the Treasurer any such request is not properly authorized. The Treasurer shall perform such other duties as may be directed by the Board of Directors or by the Chairman. If required by the Board of Directors, the Treasurer shall give the Corporation a bond in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of the office and for the restoration to the Corporation, in case of death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in the incumbent's possession or under the incumbent's control belonging to the Corporation.

The Assistant Treasurers in the order of their seniority shall, in the absence or disability of the Treasurer, perform the duties and exercise the powers of the Treasurer, and they shall perform such other duties as the Board of Directors shall prescribe.

Article IV - Indemnification and Insurance

1. Indemnification

The Corporation shall have the full power to indemnify and advance expenses pursuant to the maximum extent provided by the provisions of the Texas Business Organization Code to any person entitled to indemnification under the provisions of the Texas Business Organizations Code.

2. <u>Insurance</u>

The Corporation shall purchase and maintain insurance or another arrangement on behalf of any person who is or was a member, director, officer, employee, or agent of the Corporation or who is or was serving at the request of the Corporation as a director, officer, partner, venturor, proprietor, trustee, employee, agent, or similar functionary of another foreign or domestic corporation, employee benefit plan, other enterprise, or other entity, against any liability asserted against him or her and incurred by him or her in such a capacity or arising out of his or her status as such a person, whether or not the Corporation would have the power to indemnity him or her against the liability. The type and amount of such insurance shall be determined by the Board of Directors at each annual meeting. Without limiting the power and the obligation of the Corporation to procure or maintain any kind of insurance or other arrangement, the Corporation may, for the benefit of persons indemnified by the Corporation, (1) create a trust fund, (2) secure its indemnity obligation by grant of a security interest or other lien on the assets of the Corporation; or (3) establish a letter of credit, guaranty, or surety arrangement. The insurance or other arrangement shall be procured, maintained, and established with any insurer deemed appropriate by the Board of Directors. In the absence of fraud, the judgement of the Board of Directors as to the terms and conditions of the insurance together with additional arrangements if any provided by the Board of Directors and the identity of the insurer or other person participating in the arrangement shall be conclusive and the insurance and arrangement shall not be voidable and shall not subject the directors approving the insurance and arrangement to to liability, on any ground, regardless of whether directors participating in the approval are beneficiaries of the insurance or arrangement.

Article V - Miscellaneous

1. Waiver of Notice

Whenever any notice is required to be given to any member or director of the Corporation under the provisions of the Texas Business Organizations Code, the Certificate of

Formation, or these Bylaws, 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 equivalent to the giving of such notice.

2. <u>Meetings by Telephone Conference, Electronic or other Remove Communications Technology</u>

Subject to the provisions required or permitted by the Texas Business Organizations Code and these Bylaw for notice of meetings, members of the Board of Directors, or members of any committee may participate in and hold a meeting of such board, or committee by means of (1) conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other; or (2) another suitable electronic communications system, including videoconferencing technology or the Internet, only if: (a) each member entitled to participate in the meeting consents to the meeting being held by means of that system; and (b) the system provides access to the meeting in a manner or using a method by which each member participating in the meeting can communicate concurrently with each other participant. Participating in a meeting pursuant to this section shall constitute presence in in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of business on the ground that the meeting is not lawfully called or convened.

BOD to discuss removing "member" language or keep for Advisory Board

3. Seal

The Corporation may adopt a corporate seal in such form as the Board of Directors may determine. The Corporation shall not be required to use the corporate seal and the lack of the corporate seal shall not affect an otherwise valid contract or other instruments executed by the Corporation.

MG confirmed we do not have a seal, and not a federal/state requirement

4. 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 but only pursuant to authorization guidelines approved by the Board of Directors, and such authority may be general or confined to specific instances.

5. Checks, Draft, Etc.

All checks, drafts or other instruments for payment of money or notes of the Corporation shall be signed by such officer or officers or such other person or persons as shall be determined from time to time by authorization guidelines approved by the Board of Directors.

• Do we have BOD Authorization Guidelines? If not, do we want to or incorporate into bylaws?

6. 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.

7. Gifts

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Corporation.

May want to consider expanding (have some sample language)

8. Books and Records

The Corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of the Board of Directors, and committees and shall keep at the registered office or principal office in this State a record of the names and addresses of its members entitled to vote. A Director of the Corporation, on written demand stating the purpose of the demand, has the right to examine and copy, in person or by agent, accountant, or attorney, at any reasonable time, for any proper purpose, the books and records of the Corporation relevant to that purpose, at the expense of the member.

BOD discussion on keeping or amending language

9. Financial Records and Annual Reports

The Corporation shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of the Corporation, including all income and expenditures, in accordance with generally accepted accounting practices. All records, books, and annual reports (if required by law) of the financial activity of the Corporation shall be kept at the registered office or principal office of the Corporation in this state for at least three years after the closing of each fiscal year and shall be available to the public for inspections and copying there during normal business hours. The Corporation may charge for the reasonable expense of preparing a copy of a record or report.

BOD discussion on keeping or amending language

10. Fiscal Year

The fiscal year of the Corporation shall be as determined by the Board of Directors.

11. Conflict of Interest

Each member of the Board of Directors and officer of the Corporation at the annual meeting of the Board of Directors shall execute and deliver to the Chairman the Conflict of Interest Policy attached to and made a part of these Bylaws.

• BOD discussion on amending this language to reflect will obtain executed COI's and will be maintained as part of the official records (i.e., not attached to bylaws)

Article VI - Construction

1. Pronouns and Headings

All personal pronouns used in these Bylaws shall include the other gender whether used in masculine or feminine or neuter gender, and the singular shall include the plural whenever and as often as may be appropriate. All headings herein are for convenience only and neither limit nor amplify the provisions of these Bylaws.

2. Invalid Provisions

If any one or more of the provisions of these Bylaws, or the applicability of any such provision to a specific situation, shall be held invalid or unenforceable, such provision shall be modified in the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all other provisions of these Bylaws and all other applications of any such provision shall not be affected thereby.

Article VII - Amendment of Bylaws

The Board of Directors may amend or repeal these Bylaws, of adopt new Bylaws, unless the Certificate of Formation or the Texas Business Organizations Code limits such powers.

| Approved by the Board of Directors on day of _ | , 2018 |
|--|---------------|
| | (Chairman) |
| | (Co-Chairman) |

Additional Considerations on Amended By-Laws and Policies

<u>Certificate of Formation Amendments</u> - President or assigned staff to research existing records (paper and electronic and outside legal assistance) to ensure we have fully documented. I was able to locate the following documents from the Texas Secretary of State public records:

- 2006 Certificate of Formation for the Woodlands Inspiration Institute, Inc.
- 2007 Certificate of Amendment to the Certificate of Formation of Woodlands Inspiration Ranch Institute, Inc. to Panther Creek Inspiration Ranch
- 2008 Certificate of Amendment to the Certificate of Formation Panther Creek Inspiration Ranch, Inc. Article X Distribution of Assets Upon Winding Up

Potential Additions to By-Laws or Policies

- Purpose of Corporation
- Board of Directors (general powers, confidentiality
- Officers (Vice Presidents and Assistants)
- Official Board Related Policy
 - Eligibility, powers and duties
 - Code of Conduct
 - Confidentiality
 - o Personal Contribution
 - o Meeting Attendance
 - Indemnification
 - o Media/Public Relations
 - Strategic BOD Recruitment
 - Strategic Planning
- Record Retention and Destruction Policy
 - Address formal process on how and where official ranch documents are maintained
 - o Retention time period for documents
 - Method for destruction of documents
- Annual Board of Directors Checklist/Calendar
 - I have a sample of these action items which could be created on a website calendar for the BOD; and an action item on the annual meeting/retreat to document all have been accomplished

• IRS Form 990 Recommendations/Sarbanes-Oxley (Maintain 501c Non-Profit) -

- o Conflict of Interest Policy for board members, officers, and senior staff
- Whistleblower Policy
- o Document Retention and Destruction Policy
- Gift Acceptance Policy
- o Compensation Policy
- Suggested Procedures
 - Contemporaneous documentation of meeting minutes of board and committees
 - Board review of Form 990 prior to submission to IRS
 - Publicly available organizing documents
 - Provide donors and the public with information about fundraising costs and practices
 - Board composition reflects broad public interest and minimizes potential for misuse of charitable assets
 - Periodic review with staff of the rules constraining lobbying and political issues
 - Uncertain tax positions recorded according to the two-step process outlined by the Financial Accounting Standards Board

Charities selected as beneficiaries of \$1M donation

By Jennifer Summer

Five Montgomery County charities among others were selected as beneficiaries of \$1 million raised through Waste Connections annual event, Golf for Kids Classic, held in The Woodlands.

The 10th annual event was hosted at The Woodlands Resort and Conference Center where organizers announced their ultimate fundraising goal of \$1 million to help charities in Montgomery County and surrounding communities.

"We are grateful to everyone who has made this tournament the success it has become over the last 10 years and raising \$1 million this year was no small feat. Waste Connections takes care of event expenses, so all money raised goes directly to our 11 charities," Michelle Little, Waste Connections' VP accounting and golf tournament chair, said.

Amongst the charities

selected to received the fundraising monies are CASA Child Advocates of Montgomery County, HOPE - the Will Herndon Research Fund. Interfaith of The Woodlands, the Johnny Damon Foundation, the Josh Beckett Foundation, Montgomery County Youth Services, Panther Creek Inspiration Ranch, The Monarch School, the Roger Clemens Foundation, Big Brothers Big Sisters of El Dorado County and All Eagles Oscar.

"The success of our event is a testament to our employees, volunteers, vendors, and everyone who has worked tirelessly to help us reach our goal this year, and we are grateful to you for your support." Little said.

For Montgomery County Youth Services, the donation from Waste Connections is huge and allows for the nonprofit organization to continue providing counseling for children and families in



Panther Creek Inspiration Ranch

Waste Connections has donated \$10,000 to Panther Creek Inspiration Ranch (PCIR). The generous donation will enable PCIR to help more children like four-year-old Mason.

the community for free.

"We are so thankful Waste Connections

thought of including us and for their continued support," Laura Starzyk, MCYS donor development manager, said. "We're overwhelmed with gratitude and thankful Waste Connections believes in what we do and the services we provide for our clients."

In addition to counseling services, MCYS also operates a shelter known as BridgeWay Youth Shelter which is a short-term shelter program, serving youth aged 10 to 17 years old to provide intensive intervention to both the youth and family in order to assist them in resolving the issues they face, according to MCYS.

"This donation will help us to continue saving lives; without these services, we're not sure where these youth and families would be," Starzyk added. "In the future, we hope to expand our shelter and our counseling services to help more in our community."

For Panther Creek Inspiration Ranch, they received \$110,000 as a part of the 11 charities honored by Waste Connections.

Donations such as this one help fund Inspiration Ranch programs such as therapeutic equine programs, activities and resources as they are dedicated to enriching the community by improving the quality of life for children and adults with physical, cognitive, emotional and social needs.

"This donation from Waste Connections is significant," Inspiration Ranch Executive Director MG Tindall said. "Waste Connections generosity helps us add more students to our program and pass along a fraction [25 percent] of the actual program costs to our families. Seventy riders per week are currently registered in our Therapeutic Riding, and tuition assistance makes it possible for more kids to benefit from this unique program. Our thanks go to Waste Connections CEO Ronald Mittelstaedt and his team."

jennifer.summer@bcnonline.com

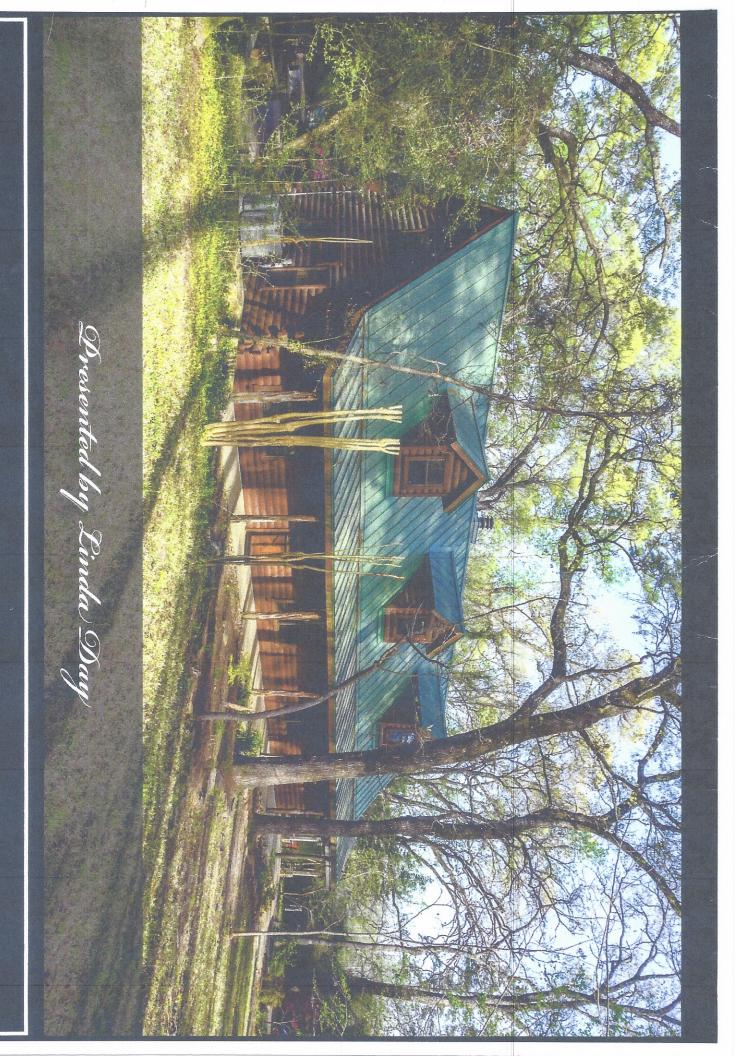
Law officials step up DWI enforcement for Fourth of July holiday

By Jennifer Summer

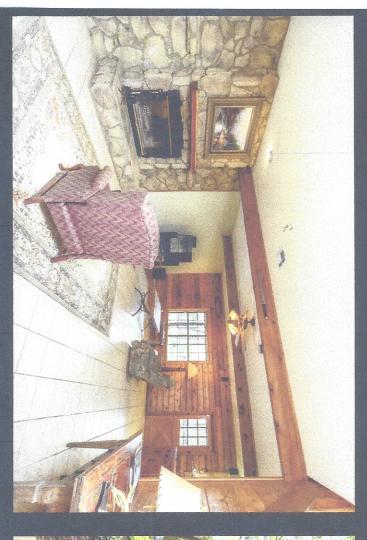
On the average, there are approximately 60 fatal crashes a year in Montgomery County and more than half occur because a driver is intoxicated on drugs or Steve Squier said. During this time, deputies will be out at various locations throughout the county proactively enforcing DWI offenses. We want people to make safe choices and designate a sober



DPS Troopers issued more than 98,000 tickets and warnings, including 1,658 seat belt and child safety restraint citations and enforcement efforts also resulted in 529 DWI arrests, 374 fugitive arrests drivers over the Fourth of July holiday," DPS Director Steven McCraw said in a release about the enhanced enforcement. "If you plan to consume alcohol, there is no excuse for not designating a soHazy H Ranch

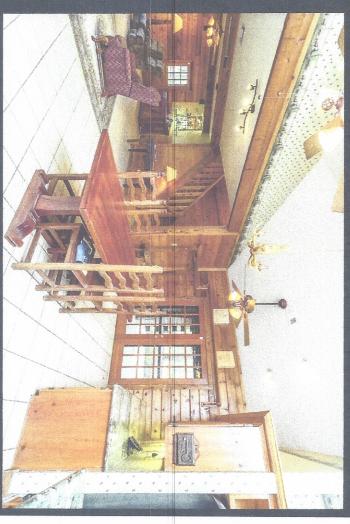


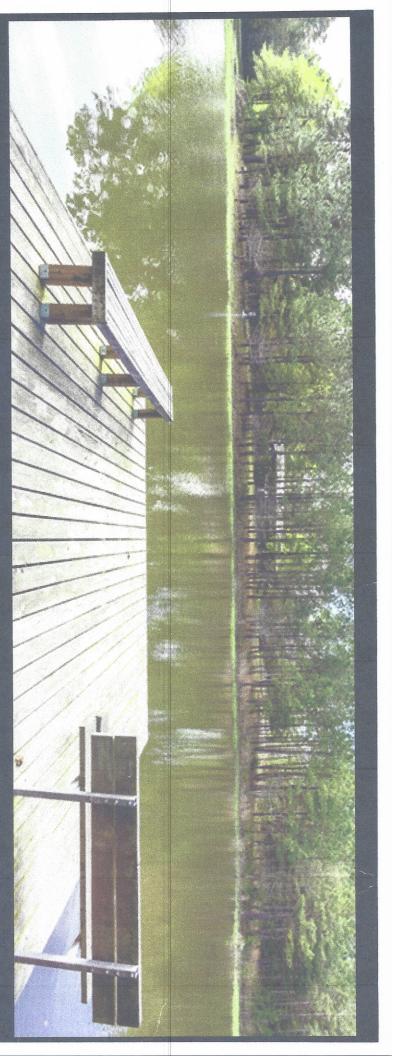












PROPERTY DETAILS:

Beautiful private and peaceful wooded 33 acreage property with a wonderfully appointed log cabin home. The home features 5 bedrooms, 3.5 baths, completely updated with wood beams, tile & wood floors, granite, vintage style refrigerator and multiple outdoor covered decks, complete with hot tub, outdoor kitchen & grill. So many options for this property! Private ranch, retreat center, conference center, subdivision, and many more. No restrictions, timber & mineral rights convey to buyer. Property features home, 2 lakes, oversized 3 bay garage, covered pavilion with kitchen, bathrooms and showers, bedroom, storage space. Lake has 3 piers, zip line, deer stands, bird houses, chicken coop, hog trap, etc. Only 22 miles from the Woodlands, 27 miles to Exxon Mobile Campus, 40 miles to George Bush International airport, and 45 miles to downtown Houston

ROOM DIMENSIONS:

| Bedroom | Bedroom | Game Room | Dining Room | Living Room | Kitchen | Bedroom | Bedroom | Mstr Bearoom |
|---------|---------|-----------|-------------|-------------|---------|---------|---------|--------------|
| 14 × 1 | 14 × 1 | 16 x 1. | 21 x 1. | 21 x 3 | 12 x 1. | 11×1. | 12 x 1. | 29 X 1. |
| × | × | × | × | × | × | × | × | × |
| = | _ | | _ | S | - | | | - |

Linda Day

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All Day Every Day
KELLER WILLIAMS REALTY



