
**AMENDMENT TO THE AMENDED AND RESTATED BYLAWS
OF
RELIEF NURSERY, INC.**

The following amendments to the Amended and Restated Bylaws dated June 21, 2016 of Relief Nursery, Inc., an Oregon nonprofit corporation, are made effective as of the date set forth below:

Article 5, Section 5.16 is hereby deleted and replaced in its entirety to read as follows:

"Any decision required by law to be made at a meeting of the Board, or any decisions which may be at a Board meeting, may be made without a meeting by electronic mail if the following statutory requirements are complied with:

1. An announcement must be sent to the electronic mail address of each director that states that the Board will take action;
2. The announcement sent via electronic mail to each director must include a description of the matter(s) on which the board will take action, and the announcement must specify a deadline of not less than 48 hours after the time the announcement is sent in which the directors may record their vote; and
3. The corporation must make a physical record of the electronic mail announcement and the vote of each director to be presented to the directors at the next board meeting or filed in the corporate minute book.

Any matter put forth for approval via electronic mail must be approved by a majority vote of directors, unless the corporation's articles of corporation or other sections of the Bylaws require a greater number of votes. Any action taken by electronic mail will be effective as of the deadline set forth in the electronic announcement, and a director may change the director's vote at any time before the deadline set forth in the electronic announcement.

In order for the Board to take action without a meeting pursuant to this Section 5.16, the Corporation must have a record of an electronic mail address for each director."

Article 5, Section 5.2.3 is hereby added to read in its entirety as follows:

"Before joining the Board, any director elected or appointed to the Board pursuant to these Bylaws shall consent to a background check, the type and scope of such background check shall be chosen by the Executive Director at the direction of the President and the Executive Committee."

Except as expressly set forth herein, the terms and conditions set forth in the Amended and Restated Bylaws shall remain in full force and effect.

IN WITNESS WHEREOF, I, Holly Campbell, certify that I am the Secretary of Relief Nursery, Inc., and that the foregoing Amendment to the Bylaws was duly adopted by the Board of Directors of Relief Nursery, Inc. on the 21st day of April, 2020.


Holly Campbell

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1. An announcement must be sent to the electronic mail address of each director that states that the Board will take action;
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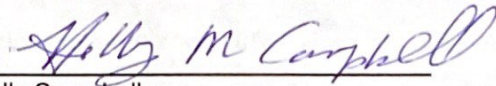
In order for the Board to take action without a meeting pursuant to this Section 5.16, the Corporation must have a record of an electronic mail address for each director.”

Article 5, Section 5.2.3 is hereby added to read in its entirety as follows:

"Before joining the Board, any director elected or appointed to the Board pursuant to these Bylaws shall consent to a background check, the type and scope of such background check shall be chosen ~~in the absolute and sole discretion of by~~ the Executive Director at the direction of the President and the Executive Committee."

Except as expressly set forth herein, the terms and conditions set forth in the Amended and Restated Bylaws shall remain in full force and effect.

IN WITNESS WHEREOF, I, Holly Campbell, certify that I am the Secretary of Relief Nursery, Inc., and that the foregoing Amendment to the Bylaws was duly adopted by the Board of Directors of Relief Nursery, Inc., on the ~~21st~~ 21st day of April, 2020.



Holly Campbell