

GREAT FALLS GAMING RENDEZVOUS INC.
BYLAWS

A Nonprofit Organization

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BYLAWS
of
GREAT FALLS GAMING RENDEZVOUS, INC.

APRIL 15, 2012

ARTICLE I.
OFFICES

1.1 Principal Office. The initial principal office of Great Falls Gaming Rendezvous, Inc., in the State of Montana will be located at:

Great Falls Gaming Rendezvous, Inc.
c/o Robert Thompson, President
1305 14th Ave S
Great Falls, MT 59405
(406) 868-9260

Great Falls Gaming Rendezvous, Inc. may have other offices, either within or without the state of Montana, as the President may designate or as the business of Great Falls Gaming Rendezvous, Inc. may from time to time require.

1.2 Registered Office. The registered office of the Corporation, must be maintained in the State of Montana, but need not, be identical with the Principal Office in the State of Montana.

The address of Great Falls Gaming Rendezvous initial registered office is:

Great Falls Gaming Rendezvous
c/o Robert Thompson, President
1305 14th Ave S
Great Falls, MT 59405
(406) 868-9260

The address of the initial Registered Agent of the Corporation is:

Great Falls Gaming Rendezvous, Inc.
c/o Matthew S. Robertson
Attorney at Law
PO Box 212
Ulm, MT 59485

The initial registered agent at that address is Matthew S. Robertson. The registered office and the registered agent may be changed from time to time by action of the Board of Directors and by filing the prescribed notice with the Montana Secretary of State.

ARTICLE II. MEETINGS

2.1 Annual Meeting. The annual meeting of the Membership will be held on the last day of the Great Falls Gaming Rendezvous Convention in the month of October in each year, beginning with the year 2012 at the hour of 8:00 o'clock a.m.. The primary purpose of the Annual Meeting shall be to elect the Board of Directors. If the election is not held on the day designated in this Agreement for the annual meeting of the Members, or at any adjournment of the meeting, the Members will cause the election to be held at a special meeting of the Members as soon afterward as it may conveniently be held.

2.2 Regular Meetings. The Board of Directors may prescribe the time and place for the holding of regular meetings of the membership and may provide that the adoption of the resolution will constitute notice of the regular meetings.

2.3 Special Meetings. Special meetings of the membership, for any purpose or purposes, unless otherwise prescribed by statute, may be called by the President or by any two members of the Board of Directors.

2.4 Notice of Member Meetings

1) Notice, in the form of a record, in a tangible medium, or in an electronic transmission, stating the place, day, and hour of the annual meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than fifty days before the date of the meeting, by or at the direction of the president, or the secretary, or the officers or persons calling the meeting, to each member entitled to vote at such meeting. Notice of regular meetings other than annual shall be made by providing each member with the adopted schedule of regular meetings for the ensuing

year at any time after the annual meeting and ten days prior to the next succeeding regular meeting and at any time when requested by a member or by such other notice as may be prescribed by the bylaws.

2) If notice is provided in a tangible medium, it may be transmitted by: Mail, private carrier, or personal delivery; telegraph or teletype; or telephone, wire, or wireless equipment that transmits a facsimile of the notice. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the corporation, with postage thereon prepaid. Other forms of notice in a tangible medium described in this subsection are effective when received.

3) If notice is provided in an electronic transmission, it must satisfy the requirements of MCA §35-2-530.

2.5 Notice of Board Meetings. Notice stating the place, day and hour of the meeting and, in case of a special meeting, the purposes for which the meeting is called, must be delivered not less than three (3) days before the date of the meeting, either personally, by mail, or by e-mail (if the Director has previously consented to notice by e-mail – see MCA §35-2-530), to each member of the Board of Directors of record entitled to vote at the meeting. If mailed, the notice will be deemed to be delivered when deposited in the United States mail, addressed to the Board Member at his address as it appears on the books of Great Falls Gaming Rendezvous Inc., with postage prepaid. When all the Board Members of Great Falls Gaming Rendezvous Inc. are present at any meeting, or if those not present sign in writing a waiver of notice of the meeting, or subsequently ratify all the proceedings of the meeting, the transactions of the meeting are as valid as if a meeting were formally called and notice had been given.

2.6 Quorum.

2.6.1 Quorum. At any Annual Membership Meeting, the members that choose to attend the annual Membership Meeting in person, or by proxy, shall constitute a quorum. All paid attendees of the October Great Falls Gaming Rendezvous Event are members.

2.6.2 Quorum. At any Regular or Special Membership Meeting, members holding one-tenth of the votes entitled to be cast represented in person or by proxy shall constitute a quorum. The vote of a majority of the votes entitled to be cast by the members present or represented by proxy at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members, unless a greater proportion is required by this chapter, the articles of incorporation or the bylaws.

2.6.3 Quorum. At any meeting of the Board of Directors, a majority of the Board Members as reflected by the books of Great Falls Gaming Rendezvous Inc., represented in person or by proxy, will constitute a

quorum at a meeting of the Board of Directors. If less than a majority of the Board Members are represented at a meeting, a majority of the interests so represented may adjourn the meeting from time to time without further notice. At an adjourned meeting at which a quorum is present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. The Board Members present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough Board Members to leave less than a quorum.

2.7 Proxies. At all meetings, a Member or, a Board Member may vote by proxy executed in writing by the Member or Board Member or by his duly authorized attorney-in-fact. The proxy must be filed with the President of the Corporation before or at the time of the meeting. No proxy may be valid after three months from date of execution, unless otherwise provided in the proxy.

2.8 Manner of Acting by the Membership.

2.8.1 Formal action by the Membership. Ordinarily, the act of a majority of the Members present at a meeting at which a quorum is present will be the act of the Membership.

2.8.2 Procedure. The President of Great Falls Gaming Rendezvous Inc. will preside at meetings of the Membership and may move or second any item of business. The President may not vote on any matter when there is an odd number of Members present. The President may vote when there is an even number of Members present and the Members are evenly divided as to an issue. A record must be maintained of the membership meetings. The Members may adopt their own rules of procedure which may not be inconsistent with these Bylaws.

2.9 Manner of Acting by the Board of Directors.

2.9.1 Formal action by the Board of Directors. Ordinarily, the act of a majority of the Board Members present at a meeting at which a quorum is present will be the act of the Board of Directors.

2.9.2 Procedure. The President of Great Falls Gaming Rendezvous Inc. will preside at meetings of the Board of Directors, may move or second any item of business. The President may not vote on any matter when there is an odd number of Board Members present. The President may vote when there is an even number of Board Members present or when the Board Members are evenly divided as to an issue. A record must be maintained of the meetings of the Board of Directors. The Board of Directors may adopt their own rules of procedure which may not be inconsistent with these Bylaws.

2.9.3 Presumption of Assent. A Board Member of Great Falls Gaming Rendezvous Inc. who is present at a meeting of the Board of Directors at which action on any matter is taken will be presumed to have assented to the action taken, unless his dissent is entered in the minutes of the meeting or unless he files his written dissent to the action with the person acting as the secretary of the meeting before the adjournment of the meeting or forwards his/her dissent by certified mail to the secretary of the meeting immediately after the adjournment of the meeting. The right to dissent will not apply to a Board Member who voted in favor of the action.

2.9.4 Informal Action of the Board of Directors. Unless otherwise provided by law, any action required to be taken at a meeting of the Board of Directors, or any other action which may be taken at a meeting of the Board of Directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the Board Members entitled to vote with respect to the subject matter thereof.

2.10 Order of Business. The order of business at all Board of Directors meetings of Great Falls Gaming Rendezvous Inc. shall be as follows:

- a. Roll Call.
- b. Proof of notice of meeting or waiver of notice.
- c. Reading of minutes of preceding meeting.
- d. Report of the President.
- e. Reports of Committees.
- f. Unfinished Business.
- g. New Business.

2.11 Telephonic Meeting. Board Members of Great Falls Gaming Rendezvous Inc. may participate in any meeting of the Board of Directors by means of conference telephone or similar communication if all persons participating in the meeting can hear one another for the entire discussion of the matter(s) to be voted on. Participating in a meeting pursuant to this Section will constitute presence in person at the meeting.

2.12 Internet Meeting. Board Members of Great Falls Gaming Rendezvous Inc. may participate in any meeting of the Board of Directors by means of email or on-line participation groups. Provided that all Board Members: 1) consent to holding the meeting in this fashion; and 2) have access to the internet and access to the e-mail or on-line group utilized for the purpose of the meeting. Internet voting may be accomplished through the use of on line polls. If internet poll voting is utilized, the name and vote of each Board Member must be openly displayed to all participants in the meeting. Participating in a meeting pursuant to this Section will constitute presence in person at the meeting.

ARTICLE III FISCAL MATTERS

3.1 Fiscal Year. The fiscal year of Great Falls Gaming Rendezvous Inc. will begin on the first day of January and end on the last day of December each year, unless otherwise determined by resolution of the Members.

3.2 Deposits. All funds of Great Falls Gaming Rendezvous Inc. will be deposited from time to time to the credit of Great Falls Gaming Rendezvous Inc. in the banks, trust companies or other depositories as the Board Members may select.

3.3 Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of Great Falls Gaming Rendezvous Inc. will be signed by the Treasurer and the President.

3.4 Loans. No loans may be contracted on behalf of Great Falls Gaming Rendezvous Inc. and no evidences of indebtedness may be issued in its name unless authorized by a resolution of the Board of Directors. Any such authority may be general or confined to specific instances.

3.5 Contracts. The Board of Directors may authorize any Officer or agent of Great Falls Gaming Rendezvous Inc., in addition to the President, to enter into any contract or execute any instrument in the name of and on behalf of Great Falls Gaming Rendezvous Inc., and such authority may be general or confined to specific instances.

3.6 Accountant. An Accountant may be selected from time to time by the Board of Directors to perform such tax and accounting services as may be required from time to time. The Board of Directors may remove the accountant without assigning any cause.

3.7 Legal Counsel. One or more Attorney(s) at Law may be selected from time to time by the Board of Directors to review the legal affairs of Great Falls Gaming Rendezvous Inc. and to perform other services

as may be required and to report to the Board of Directors with respect to those services. The Board of Directors may remove the Legal Counsel without assigning any cause.

ARTICLE IV.

[reserved]

ARTICLE V.

BOOKS AND RECORDS

5.1 Books and Records. The books and records of Great Falls Gaming Rendezvous Inc. must be kept at the principal office of Great Falls Gaming Rendezvous Inc. or at other places, within or without the state of Montana, as the Board of Directors from time to time determine.

5.2 Right of Inspection. Any Member of record will have the right to examine and make copies, at his own expense, at any reasonable time or times for any purpose, the books and records of account, minutes and records of Great Falls Gaming Rendezvous Inc. Any agent or attorney of the Member may make the inspection upon prior notice and upon presentation of representation in the case of an attorney or agent authorizing them to act on behalf of the Member. On the written request of any Member, Great Falls Gaming Rendezvous Inc. must provide its most recent financial statements, showing in reasonable detail its assets and liabilities and the result of its operations. The Treasurer may provide the past years bank statements in lieu of financial statements to satisfy this requirement.

5.3 Financial Records. All financial records will be maintained and reported based on generally acceptable accounting practices.

ARTICLE VI.
NON-PROFIT CORPORATION

6.1 Mission Statement:

Great Falls Gaming Rendezvous Inc. is a volunteer-based organization dedicated to:

- 1) promoting the societal benefits of gaming of all types including board games such as Chess and Kriegspiel, role-playing games, and the preservation of those games for future generations;
- 2) the education of the public on the benefits of writing works of science fiction, fantasy, and other writings of the imagination and creative writing exercises in the same vein as J.R.R. Tolkien; C.S. Lewis; E.R. Borroughs; H.P. Lovecraft; Steven King; George R.R. Martin and the plethora of other writers past and present, and;
- 3) facilitating the hobby of gaming to: a) provide an outlet for creativity for the public and the membership and b) to explore how possible past or future events might have occurred, or may occur through the medium of gaming.

6.2 Activity Limited - Nonprofit Organization

Great Falls Gaming Rendezvous Inc. is a non-profit organization as defined by section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provision of these Bylaws, Great Falls Gaming Rendezvous Inc. shall not engage in any activity that is not permitted by the United States Federal Income Tax Revision under section 501 (c) (3) of the Internal Revenue Code.

ARTICLE VII.
OFFICERS

7.0 Officers. The officers shall consist of a president, one or more vice presidents, a secretary, and a treasurer. All officers shall be appointed annually by the board of directors.

7.1 President. The President will be the chief executive officer of Great Falls Gaming Rendezvous Inc. responsible for the general overall supervision of the business and affairs of Great Falls Gaming Rendezvous Inc. When present, he will preside at all meetings of the Members and the Board of Directors. The President may sign, on behalf of the Corporation, deeds, mortgages, bonds, contracts or other instruments which have been appropriately authorized to be executed, by the Board of Directors except in cases where the signing or execution is expressly delegated by the Board of Directors or by these Bylaws or by Statute to some other Officer or Agent of Great Falls Gaming Rendezvous Inc.; and, in general, he will

perform all duties as may be prescribed by the Board of Directors from time to time. Robert Thompson shall preside at the 2012 Membership Meeting.

An individual appointed to serve as President may not concurrently serve as either the Treasurer or Secretary.

It is possible that the President may be a member of the Board of Directors. In this instance the President may not cast his/her vote as other Board Members are allowed to vote. The President/Board Member shall preside and vote at Board Meetings only as set forth in section 2.82.

The specific authority and responsibilities of the President will also include the following:

- 1) The President will effectuate these Bylaws, directives of the Board of Directors, and the decisions of the Members.
- 2) The President will direct and supervise the operations of Great Falls Gaming Rendezvous Inc.
- 3) The President, within parameters as may be set by the Board of Directors, will establish charges for membership dues, services and products of Great Falls Gaming Rendezvous Inc. as may be necessary to provide adequate income for the efficient operation of Great Falls Gaming Rendezvous, Inc. .
- 4) The President, within the budget established by the Board of Directors, will set and adjust wages and rates of pay for all personnel of Great Falls Gaming Rendezvous Inc. and will appoint, hire and dismiss all personnel and regulate their hours of work. For each employee hired, the President shall provide the Treasurer with:
 - a) W-4 form
 - b) I-1099 form
 - c) Report of hours worked. Such report to be made to the Treasurer at least every two weeks during the term of the employment.
 - d) Hourly wage set for that employee.
- (5) The President will keep the Board of Directors advised in all matters pertaining to the operation of the Corporation, services rendered, operating income and expense, financial position, and, to this end, will prepare and submit a report to the Board of Directors at each regular meeting and at other times as may be directed by the Board of Directors.

7.2 Vice President. An individual appointed to serve as Vice President may not concurrently serve as either the Treasurer or Secretary.

In the event the President is unable or unwilling to fulfill his duties, the Vice President shall assume the duties of the President until the Board of Directors meets and appoints a new President.

7.3 Treasurer. The Treasurer is the chief financial officer for Great Falls Gaming Rendezvous, Inc. An individual appointed by the Board to serve as Treasurer may not concurrently serve as President nor as Secretary. The Treasurer may not be a member of the Board of Directors.

The Office of the Treasurer shall be independent of the Office of the President or any other officer. The Treasurer shall be directly accountable to the Board of Directors and shall not be subject to direction or supervision by any other officer or committee of Great Falls Gaming Rendezvous, Inc.

The specific authority and responsibility of the Treasurer will also include the following:

- 1) The Treasurer may nominate other individuals to assist in his duties. These nominations and terms of employment must be confirmed by the Board of Directors before such additional treasury staff shall have authority to act on behalf of Great Falls Gaming Rendezvous.
- 2) The Treasurer will keep the Board of Directors advised in all matters pertaining to the financial status of the Corporation, tax status of the corporation, and, to this end, will prepare and submit a report to both the Board of Directors and the Secretary at each regular meeting and at other times as may be directed by the Board of Directors.
- 3) The Treasurer shall pay each employee of Great Falls Gaming Rendezvous at two week intervals during the course of his or her employment, and shall pay all state and federal taxes associated with wages paid to employees as required by law.

7.4 Secretary. Either the Secretary or the Board may appoint one or more individuals to assist the Secretary in the discharge of his/her duties. The specific authority and responsibilities of the Secretary include the following:

- 1) The Secretary shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, shareholders, board of directors, and committees having any of the authority of the board of directors; and shall keep at its

registered office or principal office in this state a record of the names and addresses of its members and shareholders entitled to vote.

- 2) The Secretary shall provide a copy of the Articles of Incorporation and current Bylaws to each newly elected member of the Board of Directors.

7.5 Other Officers. Great Falls Gaming Rendezvous Inc. , at the discretion of the Board of Directors, may have additional Officers including, without limitation, one or more Vice-Presidents, and one or more Secretaries. Officers need not be selected from among the Members. One person may hold two or more offices, except one person may not hold both the office of President and the office of Secretary; nor may one person hold both the office of the President and the Treasurer; nor may one person hold both the office of the Secretary and the Treasurer. When the incumbent of an office, as determined by the incumbent himself or by the Board of Directors, is unable to perform the duties of his office, or when there is no incumbent of an office (both such situations referred to hereafter as the "absence" of the Officer), the duties of the office shall be performed by the person specified by the Board of Directors.

7.4 Removal of Officers. Any appointed Officer may be removed at any time by a majority vote of the Board of Directors with or without cause.

ARTICLE VIII.

BOARD OF DIRECTORS

8.1 Board of Directors - Qualifications Any Active Member is eligible to stand for election to the Board of Directors. An Active Member is a person who has participated as a Great Falls Gaming Rendezvous Officer, Great Falls Gaming Rendezvous Board Member, or Great Falls Gaming Rendezvous Volunteer, during the preceding calendar year.

Persons eligible to stand for election to the Board of Directors are a special class of membership as allowed by MCA §35-2-415. Members eligible to be elected to the Board of Directors are Active Members as defined in the By-Laws of Great Falls Gaming Rendezvous, Inc.

For the purposes of this article:

- a. A Great Falls Gaming Rendezvous Office is any position defined by these Bylaws or created by the Board of Directors.

- b. A Great Falls Gaming Rendezvous Officer is any person appointed to a Great Falls Gaming Rendezvous Office by the Board of Directors during the current calendar year and has faithfully served Great Falls Gaming Rendezvous, Inc., in that capacity during that calendar year.
- c. A Great Falls Gaming Rendezvous Volunteer is any person appointed to perform service for Great Falls Gaming Rendezvous, Inc., by the Board of Directors or the President, who has faithfully performed at least four hours of service. Determination of what constitutes volunteer service and if that service has been faithfully performed shall be determined by the Board of Directors. The decision of the Board of Directors in this matter is final and cannot be appealed.
- d. Persons wishing to perform volunteer service for Great Falls Gaming Rendezvous, Inc., shall not be denied an opportunity to serve as a volunteer merely because all needs of the organization have been met for the current year so long as the person seeking to volunteer has offered his/her services prior to March 1st of that calendar year.

8.2 Prohibition Against Interlocking Board Members. Persons serving on the board of other non-profit organizations shall not be eligible to serve as a Member of the Board of Directors for Great Falls Gaming Rendezvous, Inc.. Should a Great Falls Gaming Rendezvous Inc. Board Member accept appointment to the board of another non-profit organization, that Board Member must resign as a Great Falls Gaming Rendezvous, Inc. Board Member.

8.3 Board Members may only hold one position on the Board of Directors. A single individual may be nominated for more than one position on the Board of Directors. However, once an individual is elected to a position on the Board of Directors, his/her name must be withdrawn as a candidate for any other positions on the Board of Directors.

8.4 Number of Board Members. The Board of Directors shall consist of five (5) members.

8.5 Election and Tenure of Board Members. Each vacant position on the Board of Directors will be filled by a vote of the Members at the annual meeting. Qualified candidates may be nominated by any member. A second or confirmation of each nomination by a second member is required for each nomination.

At the 2012 Great Falls Gaming Rendezvous Annual Membership Meeting all five Board Positions will be filled by a vote of the membership.

Board of Director's Position #1 shall be for a term of one (1) year.

Board of Director's Position #2 shall be for a term of two (2) years.

Board of Director's Position #3 shall be for a term of three (3) years.

Board of Director's Position #4 shall be for a term of four (4) years.

Board of Director's Position #5 shall be for a term of five (5) years.

In years following 2012, each newly elected Board Member will hold office for a term of five years, from the date of his election, unless he/she sooner resigns or is removed.

8.6 Resignations and Removal of Board Members.

8.6.1 Any Board Member may resign at any time by giving written notice to the President or to all of the members of the Board of Directors and, unless otherwise specified therein, the acceptance of the resignation will not be necessary to make it effective.

8.6.2 Board Members may be removed by a two-thirds vote of the Membership at the Annual Meeting in October of each year.

8.7 Vacancies on the Board of Directors. A vacancy in any Board Member position may be filled for the unexpired portion of the term by the remaining members of the Board of Directors.

8.8 Salaries. Great Falls Gaming Rendezvous Inc. Board Members shall serve without compensation for their services as Board Members. The Board of Directors may elect to compensate Officers, appointed by the Board of Directors. No officer may be prevented from receiving such compensation by reason of the fact that he is also a member of the Board of Directors for Great Falls Gaming Rendezvous Inc.

ARTICLE IX.

MISCELLANEOUS

9.1 Notice. Any notice required or permitted to be given pursuant to the provisions of the Statute, the Articles of Incorporation of the Inc. or these Bylaws will be effective as of the date personally delivered, or if sent by mail, on the date deposited with United States Postal Service, prepaid and addressed to the intended receiver at his last known address as shown in the records of Great Falls Gaming Rendezvous Inc.

9.2 Waiver of Notice. Whenever any notice is required to be given pursuant to the provisions of the Statute, the Articles of Incorporation of the corporation or these Bylaws, a waiver of the notice, in writing, signed by the persons entitled to the notice, whether before or after the time stated therein, will be deemed equivalent to the giving of the notice.

9.3 Indemnification By Corporation. The Inc. may indemnify any person who was or is a party defendant or is threatened to be made a party defendant to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Inc.) by reason of the fact that he is or was a Member of the Corporation, Officer, employee or agent

of the Corporation, or is or was serving at the request of the Corporation, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with the action, suit or proceeding if the Members determine that he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Inc., and with respect to any criminal action or proceeding, has no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, will not in itself create a presumption that the person did or did not act in good faith and in a manner which he reasonably believed to be in the best interest of the Inc., and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

9.4 Indemnification Funding. The Corporation will fund the indemnification obligations provided by Section 8.3 in the manner and to the extent the Members may from time to time deem proper.

9.5 Duality of Interest Transactions. Members serving on the Board of Directors for this Corporation have a duty of undivided loyalty to this Corporation in all matters affecting this Corporation's interests.

9.6 Anticipated Transactions. Notwithstanding the provision of Section 9.5, it is anticipated that the Members and Officers will have other legal and financial relationships. Representatives of this Corporation, along with representatives of other entities, from time to time may participate in the joint development of contracts and transactions designed to be fair and reasonable to each participant and to afford an aggregate benefit to all participants. Therefore, it is anticipated that this Corporation will desire to participate in these contracts and transactions and, after ordinary review for reasonableness, that the participation of the Corporation in these contracts and transactions may be authorized by the Members.

9.7 Gender and Number. Whenever the context requires, the gender of all words used this Agreement will include the masculine, feminine and neuter, and the number of all words will include the singular and plural.

9.8 Articles and other Headings. The Articles and other headings contained in these Bylaws are for reference purposes only and will not affect the meaning or interpretation.

9.9 Reimbursement of Officers and Members. Officers and Members will receive reimbursement for expenses reasonably incurred in the performance of their duties. The Board of Directors shall determine if expenses submitted for reimbursement are reasonable and if the expense shall be reimbursed. The Board may approve an expense before it is made. Decisions of the Board of Directors in this regard are final and may not be appealed.

9.10 Residence of Members. Members need not reside in Montana State.

**ARTICLE X.
AMENDMENTS**

10.0 Amendments. These Bylaws may be altered, amended, restated, or repealed and new Bylaws may be adopted by three-fourths action of the Board of Directors, after notice and opportunity for discussion of the proposed alteration, amendment, restatement, or repeal.

///

CERTIFICATION

THE UNDERSIGNED, being all of the initial members of the Board of Directors for Great Falls Gaming Rendezvous Inc., evidence their adoption and ratification of the foregoing Bylaws of the Corporation.
EXECUTED by each Member on the Date indicated.

_____, DATED this ___ day of _____, 2012.

Robert Thompson, Organizer
1305 14th Ave S
Great Falls, MT 59405
(406) 868-9260

_____, DATED this ____ day of _____, 2012.

Jeffrey E Watson, Organizer
2010 River Dr N #36
Great Falls, Mt 59401
406-952-4780

_____, DATED this ____ day of _____, 2012.

Connie Thompson, Organizer
1305 14th Ave S
Great Falls, MT 59405
406-868-9726

_____, DATED this ____ day of _____, 2012.

Benjamin Donnelly, Organizer
1619 1st Avenue North
Great Falls, MT 59405

_____, DATED this ____ day of _____, 2012.

Roy J Hensley, Organizer
208 14th St. N
Great Falls, MT 59401
(406)799-8130

_____, DATED this ____ day of _____, 2012.

Adam Pehl, Organizer
2410 5th Ave North
Great Falls MT 59405
406-231-2128

_____, DATED this ____ day of _____, 2012.

Brooks M. Kelly, Organizer

1221 10th Ave. S.
Great Falls, MT 59405
406-453-0588

_____, DATED this ____ day of _____, 2012.

Greg Eitzen, Organizer
2420 7th Ave. N. #19
Great Falls, MT 59401