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Form 990

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2011

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2011 calendar year, or tax year beginning JUNE 01, 2011, and ending MAY 31, 2012

B Check if applicable: <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization Montevue/Citizens Auxillaries, Inc		D Employer identification number 52-1631500
	Doing Business As		E Telephone number (301) 663-8553
	Number and street (or P.O. box if mail is not delivered to street address) Room/Suite 355 Montevue Lane		G Gross receipts \$ 700
	City or town, state or country, and ZIP + 4 Frederick MD 21702		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	F Name and address of principal officer:		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		If "No," attach a list. (see instructions)	
J Website: N/A		H(c) Group exemption number	
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other	L Year of formation 2012	M State of legal domicile Md	

Part I Summary

1 Briefly describe the organization's mission or most significant activities.

See attachment #1

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	6
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	
6	Total number of volunteers (estimate if necessary)	6	15
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0

		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)		700
9	Program service revenue (Part VIII, line 2g)		
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
12	Total revenue -- add lines 8 through 11 (must equal Part VIII, column (A), line 12)		700
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25)		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		3,229
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)		3,229
19	Revenue less expenses. Subtract line 18 from line 12		-2,529

		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)		14,528
21	Total liabilities (Part X, line 26)		
22	Net assets or fund balances. Subtract line 21 from line 20		14,528

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer

Date

RITA M. HOOD TREASURER

6-21-12

Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name Christina Hauk	Preparer's signature 	Date 6/19/12	Check <input type="checkbox"/> if self-employed PTIN P00041965
Firm's name H & R Block	Firm's EIN 27-3445818		
Firm's address 223 N MARKET ST	Phone no. (301) 662-6354		
FREDERICK MD 21701			

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☒ No

For Paperwork Reduction Act Notice, see the separate Instructions.

Form 990 (2011)

3

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III ☒

- 1 Briefly describe the organization's mission:

See attachment #2

- 2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?
- ☒
- Yes
- ☐
- No

If "Yes," describe these new services on Schedule O.

- 3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?
- ☐
- Yes
- ☒
- No

If "Yes," describe these changes on Schedule O.

- 4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ 780 including grants of \$) (Revenue \$)

See attachment #3

4b (Code) (Expenses \$ 849 including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ 1,000 including grants of \$) (Revenue \$)

- 4d Other program services (Describe in Schedule O.)

(Expenses \$ 600 including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 3,229

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	N/A	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI		X
b Did the organization report an amount for investments -- other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		X
c Did the organization report an amount for investments -- program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, & program service activities outside the United States, or aggregate foreign investments valued at \$100,00 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	N/A	

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21	X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22	X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? N/A	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? N/A	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? N/A	24d	
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a	X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b	X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II	26	X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III	27	X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28a	X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b	X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M.	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32	X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I	33	X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1	34	X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X
b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35b	X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	36	X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI.	37	X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19?	38	X

Note. All Form 990 filers are required to complete Schedule O.

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V. ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a 0		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	N/A	1c	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 0		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	N/A	2b	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?		3a	X
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	N/A	3b	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a	X
b If "Yes," enter the name of the foreign country ▶ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a	X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b	X
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	N/A	5c	
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		6a	X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	6b	
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		7a	X
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	N/A	7b	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c	X
d If "Yes," indicate the number of Forms 8282 filed during the year	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e	X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f	X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	N/A	7g	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	N/A	7h	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	N/A	8	
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	N/A	9a	
b Did the organization make a distribution to a donor, donor advisor, or related person?	N/A	9b	
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b		
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	N/A	12a	
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state?	N/A	13a	
Note. See the instructions for additional information the organization must report on Schedule O			
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b		
c Enter the amount of reserves on hand	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?		14a	X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	N/A	14b	

Part VI

Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI ☐

Section A. Governing Body and Management

		Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	1a 6		
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.			
b Enter the number of voting members included in line 1a, above, who are independent	1b		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6 Did the organization have members or stockholders?	6		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a The governing body?	8a		X
b Each committee with authority to act on behalf of the governing body?	8b		X
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? N/A	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	X
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? N/A	12b	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done N/A	12c	
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a	X
b Other officers or key employees of the organization	15b	X
If "Yes" to line 15a or 15b, describe the process in Schedule O (See instructions)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? N/A	16b	

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► MD
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► See attachment #4

Part VII**Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees, highest compensated employees, and former such persons.

☒ Check this box if neither the organization nor any related organizations compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)							(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		INDIVIDUAL	DIRECTOR	INSTITUTIONAL	OFFICER	KEY EMPLOYEE	HIGHEST COMPENSATED	FORMER			
Joanne LaCoste	15.00	X							0	0	0
Alice Stup	15.00	X							0	0	0
Grace Winpigler	15.00	X							0	0	0
Doris Smith	15.00	X							0	0	0
Joyce Rowe	15.00	X							0	0	0
Shirley Neufeld	15.00	X							0	0	0

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)							(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		INDIVIDUAL	DIRECTOR	TRUSTEE	OFFICER	KEY EMPLOYEE	HIGHEST COMPENSATED	FORMER			
1b Sub-total									0	0	0
c Total from continuation sheets to Part VII, Section A											
d Total (add lines 1b and 1c)									0	0	0

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ►

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ►

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
OTHER CONTRIBUTIONS AND SIMILAR AMOUNTS	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, & similar amounts not included above ..	1f 700				
	g Noncash contributions included in lines 1a-1f	\$				
	h Total. Add lines 1a-1f		700			
PROGRAM SERVICE REVENUE	Business Code					
	2a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
g Total. Add lines 2a-2f						
OTHER REVENUE	3 Investment income (including dividends, interest, and other similar amounts)					
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
		(i) Real	(ii) Personal			
	6a Gross Rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
		(i) Securities	(ii) Other			
	7a Gross amount from sales of assets other than inventory ..					
	b Less cost or other basis and sales expenses ..					
	c Gain or (loss)					
	d Net gain or (loss)					
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18	a				
	b Less: direct expenses	b				
	c Net income or (loss) from fundraising events					
	9a Gross income from gaming activities. See Part IV, line 19	a				
	b Less. direct expenses	b				
	c Net income or (loss) from gaming activities					
	10a Gross sales of inventory, less returns and allowances	a				
b Less cost of goods sold	b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code				
11a						
b						
c						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions		700				

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX. ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).				
7 Other salaries and wages.				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).				
9 Other employee benefits.				
10 Payroll taxes.				
11 Fees for services (non-employees):				
a Management.				
b Legal.				
c Accounting.				
d Lobbying.				
e Professional fundraising services. See Part IV, line 17.				
f Investment management fees.				
g Other.				
12 Advertising and promotion.				
13 Office expenses.				
14 Information technology.				
15 Royalties.				
16 Occupancy.				
17 Travel.	400	400		
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.				
20 Interest.				
21 Payments to affiliates.				
22 Depreciation, depletion, and amortization.				
23 Insurance.				
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>Bingo and Refreshments</u>	1,000	1,000		
b <u>Lunch at Mountain Gate</u>	449	449		
c <u>Picnic</u>	400	400		
d <u>Christmas Cards</u>	300	300		
e All other expenses.	680	680		
25 Total functional expenses. Add lines 1 through 24e.	3,229	3,229		
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
A S S E T S	1 Cash -- non-interest-bearing		1	5,306
	2 Savings and temporary cash investments		2	9,222
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10 a Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D	10a		
	b Less accumulated depreciation	10b		
			10c	
	11 Investments -- publicly traded securities		11	
	12 Investments -- other securities. See Part IV, line 11		12	
	13 Investments -- program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
15 Other assets. See Part IV, line 11		15		
16 Total assets. Add lines 1 through 15 (must equal line 34)	0	16	14,528	
L I A B I L I T I E S	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0	26	0
F U N D B A L A N C E S	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	14,528
	33 Total net assets or fund balances		33	14,528
	34 Total liabilities and net assets/fund balances	0	34	14,528

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	700
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,229
3	Revenue less expenses Subtract line 2 from line 1	3	-2,529
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	
5	Other changes in net assets or fund balances (explain in Schedule O)	5	
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	14,528

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
b Were the organization's financial statements audited by an independent accountant?		X
c If "Yes" to lines 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? N/A If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.		
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits N/A		

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

2011

Open to Public Inspection

Montevue/Citizens Auxillaries, Inc

52-1631500

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box)

- 1** ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☐ An organization that normally receives (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions--subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I **b** ☐ Type II **c** ☐ Type III--Functionally integrated **d** ☐ Type III--Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(I) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(I)	X
(II) A family member of a person described in (i) above?	11g(II)	X
(III) A 35% controlled entity of a person described in (i) or (ii) above?	11g(III)	X

h Provide the following information about the supported organization(s)

[illegible]

Schedule A (Form 990 or 990-EZ) 2011

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")					700	700
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3					700	700
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						700

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4					700	700
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						700
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	100.00	%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15		%
16a 33 1/3 % support test -- 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization			<input checked="" type="checkbox"/>
b 33 1/3 % support test -- 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
17a 10%-facts-and-circumstances test -- 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
b 10%-facts-and-circumstances test -- 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			<input type="checkbox"/>

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

Montevue/Citizens Auxillaries, Inc

Employer identification number

52-1631500

Since its inception, the Organization has functioned for the purpose of promoting the welfare and personal care of the residents of the Montevue Assisted Living facility (formerly known as the Montevue County Home), which is an elder-care assisted living facility located in Frederick, Maryland. The government of the City of Frederick, Maryland, is in the process of completing the construction of new facilities for both Montevue Assisted Living and an elder care facility known as the Citizens Care and Rehabilitation Center. Both facilities are being constructed on a common campus with the City of Frederick.

Citizens Care and Rehabilitation Center has a separate auxiliary which supports it known as The Auxiliary of the Citizens Care and Rehabilitation Center (the "Citizens Care Auxiliary"). The Citizens Care Auxiliary has operated as an unincorporated association affiliated with the government of the City of Frederick. The Citizens Care Auxiliary was originally formed for charitable purpose of promoting the welfare and personal care of the residents of the Citizens Care and Rehabilitation Center.

The Organization and the Citizens Care Auxiliary recently agreed to combine their assets and resources within one legal entity, that entity being the Organization, now known as "Montevue/Citizens Auxiliaries, Inc. Such combination was duly approved by the members of each organization in accordance with their respective constitutions and bylaws, on or about March 9, 2012. In connection therewith, the Organization filed Articles of Amendment and Restatement of its Articles of Incorporation, with said Articles of Amendment and Restatement being dated March 9, 2012 and recorded with the Maryland State Department of Assessments and Taxation on March 12, 2012. A copy of these Articles of Amendment and Restatement are attached to this Schedule O. As stated in the Articles of Amendment and Restatement, the charitable purposes of the Organization have been expanded to include the promotion of the welfare and enhancement of the quality of life of the residents of both the Montevue Assisted Living facility and the Citizens Care and Rehabilitation Center, with particular emphasis on the establishment of programs of occupational therapy and promotion of social activities for the residents of each facility.

In connection with the foregoing, the Organization has adopted new Bylaws a copy of which is also attached to this Schedule O.

The Directors of the Corporation shall also constitute the members of the Corporation and shall be the only members of the Corporation with voting rights.

The functional expenses of the Corporation are as follows

Cards for Christmas, Easter and birthdays \$780.

Bingo and refreshments \$1000

Lunch at Mountain Gate restaurant \$449

Picnic \$400

Christmas party \$200

990 PRIMARY EXEMPT PURPOSE

Attachment 1: Form 990 Page 1, Part I

Open to Public			
Inspection	For calendar year 2011 or tax period beginning	06-01	, and ending 05-31-2012
Name of Organization Montevue/Citizens Auxillaries, Inc			Employer Identification Number 52-1631500

Primary Purpose

The corporation is organized to promote the welfare and enhance the quality of life of the residents of the Montevue Assisted Living facility and the Citizens Care and Rehabilitation Center, each located in Frederick Maryland, with particular emphasis on the establishment of programs of occupational therapy and promotion of social activities for the residents of each facility.

990 PRIMARY EXEMPT PURPOSE

Attachment 2: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2011 or tax period beginning	06-01-2011, and ending	05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc			Employer Identification Number 52-1631500
Primary Purpose			
<p>The corporation is organized to promote the welfare and enhance the quality of life of the residents of the Montevue Assisted Living facility and the Citizens Care and Rehabilitation Center, each located in Frederick Maryland, with particular emphasis on the establishment of programs of occupational therapy and promotion of social activities for the residents of each facility.</p>			

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2011, or tax period beginning 06-01-2011, and ending 05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc	Employer Identification Number 52-1631500

Part III - Statement of Program Service Accomplishments			
Code:	Expenses	including Grants of:	Revenue:
	780		
Exempt Purpose Achievements			
Cards for the residents of the home for their birthdays, Christmas and Easter.			

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2011, or tax period beginning 06-01-2011, and ending 05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc	Employer Identification Number 52-1631500

Part III - Statement of Program Service Accomplishments

Code:	Expenses:	849	including Grants of:	Revenue:
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Exempt Purpose Achievements

Lunch outing to Mountain Gate restaurant in Thurmont, Maryland.

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2011, or tax period beginning 06-01-2011, and ending 05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc	Employer Identification Number 52-1631500

Part III - Statement of Program Service Accomplishments

Code:	Expenses	1,000	including Grants of:	Revenue
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Exempt Purpose Achievements

Monthly bingo with refreshments.

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2011, or tax period beginning 06-01-2011, and ending 05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc	Employer Identification Number 52-1631500

Part III - Statement of Program Service Accomplishments			
Code:	Expenses.	including Grants of:	Revenue:
	400		
Exempt Purpose Achievements			
Picnic for residents			

990 PART III - STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENT

Attachment 3: Form 990 Page 2, Part III

Open to Public Inspection	For calendar year 2011, or tax period beginning 06-01-2011, and ending 05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc	Employer Identification Number 52-1631500

Part III - Statement of Program Service Accomplishments

Code:	Expenses	200	including Grants of:	Revenue:
Exempt Purpose Achievements				

Christmas party for residents.

990 BOOKS ARE IN CARE OF

Attachment 4: Form 990 Page 6, Part VI, Section C, Line 20

Open to Public Inspection	For calendar year 2011 or tax period beginning 06-01, and ending 05-31-2012.
Name of Organization Montevue/Citizens Auxillaries, Inc	Employer Identification Number 52-1631500
Part VI - Line 20	

Individual Name Doris Smith
or
Business Name:

Street Address 7303 Beechtree Dr.

U S. Address:

Zip code 21769 City Middletown State MD
or

Foreign Address

City

Province or State

Country

Postal code

Phone Number

Fax Number

Attachment 5: Form 990 Page 10, Line 24 - Other Expenses

Inspection

For calendar year 2011 or tax period beginning

06-01-2011, and ending

05-31-2012.

Name of Organization

Employer Identification Number

Montevue/Citizens Auxillaries, Inc

52-1631500

Total:

ARTICLES OF AMENDMENT AND RESTATEMENT

MONTEVUE HOME AUXILIARY, INC.

Montevue Home Auxiliary, Inc. (hereinafter called the "Corporation"), is a Maryland non-stock, not-for-profit corporation, which was originally incorporated in the State of Maryland with the recording of its original Articles of Incorporation with the Maryland State Department of Assessments and Taxation on October 1, 1964. The Corporation desires to amend and restate its Articles of Incorporation in their entirety and does hereby certify to the Maryland State Department of Assessments and Taxation that the following Amendments are to be made to the Corporation's Articles of Incorporation:

AMENDMENTS

FIRST: The Corporation's Articles of Incorporation are hereby amended by striking and revoking each and every provision thereof in their entirety and substituting the following Restatement as and for its Articles of Incorporation:

"RESTATED ARTICLES OF INCORPORATION MONTEVUE/CITIZENS AUXILIARIES, INC.

THIS IS TO CERTIFY THAT:

1. NAME. The name of the corporation (which is hereinafter called the "Corporation") is: Montevue/Citizens Auxiliaries, Inc.

2. PURPOSES. The Corporation is organized and shall be operated exclusively as a nonstock organization as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future Federal tax code (which is hereinafter collectively called the "Code") for the following purposes:

(a) To promote the welfare and enhance of the quality of life of the residents of the Montevue Assisted Living facility and the Citizens Care and Rehabilitation Center, each located in Frederick, Maryland, with particular emphasis on the establishment of programs of occupational therapy and promotion of social activities for the residents of each facility.

(b) To have and to exercise, to the extent necessary or desirable for the accomplishment of any of the aforesaid purposes, and to the extent that they are not inconsistent with the purposes of the Corporation or in conflict with Section 501(c)(3) of the Code, the Code provisions related thereto, or the regulations thereunder or related thereto, any and all powers conferred upon nonstock corporations by the Maryland General Corporation Law.

3. PRINCIPAL OFFICE AND RESIDENT AGENT. The post office address of the principal office in this State is 355 Montevue Lane, Frederick, Maryland 21702. The resident

agent of the Corporation in this State is Doris Smith, whose address is 7303 Beechtree Drive, Middletown, Maryland 21769.

4. NON-STOCK CORPORATION; MEMBERSHIP. The Corporation is not authorized to issue any capital stock. For purposes of Title 5, Subtitle 2 of the Corporations and Associations Article of the Annotated Code of Maryland, and as permitted in Section 5-204 of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation shall also constitute the members of the Corporation and shall be the only members of the Corporation with voting rights. The Board of Directors may (but shall be under no obligation to) recognize patrons and volunteers to the Corporation and participants in the activities conducted by the Corporation, by bestowing unto such patrons, volunteers and participants the designation of a "member" of the Corporation, but such persons shall only have such power and privileges as are expressly conferred upon them under the Bylaws of the Corporation or by written resolutions of the Board of Directors, and such persons shall not have voting privileges or other rights or privileges with respect to the Corporation or its governance and shall not be deemed members of the Corporation for purposes of Title 5, Subtitle 2 of the Corporations and Associations Article of the Annotated Code of Maryland.

5. BOARD OF DIRECTORS. The business and affairs of the Corporation shall be managed under the direction of its Board of Directors. The number of Directors shall be a number of not less than six (6), which number may increase or decrease as provided in the By-laws of the Corporation. The following persons shall serve as Directors until the annual meeting of the Directors of the Corporation and until their successors are duly elected and qualify:

Joanne LaCoste
Alice Stup
Grace Winpigler
Doris Smith
Joyce Rowe
Shirley Neufeld

As stated in paragraph 4 above, the Directors of the Corporation shall also constitute the members of the Corporation, and, when meeting as directors, may exercise the rights and powers of members under the Corporations and Associations Article of the Annotated Code of Maryland. The Board of Directors shall be self-perpetuating, meaning that individual Directors shall be elected, and may be removed and replaced, by the vote of the Directors then serving on the Board, pursuant to the provisions of the Bylaws of the Corporation.

6. TERMS, PROVISIONS AND LIMITATIONS. The powers of the Corporation shall be subject to the following terms, provisions and limitations:

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director, or officer of the Corporation, or any other private person, except that the Corporation is authorized and empowered to pay reasonable compensation for services actually rendered to or for the Corporation, and to make payments and

distributions (including but not limited to cash, materials, goods and/or services) in furtherance of the purposes set forth in Item 2 hereof. No member, director or officer of the Corporation, or any other private person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

(b) Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

(c) In the event of the liquidation, dissolution or winding up of the Corporation in any manner or for any reason whatever, the Board of Directors shall, with the consent and approval of the Board of Directors, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation, transfer all of the assets of the Corporation, exclusively for the purposes of the Corporation, to one or more domestic corporations or associations which are exempt from taxation under Section 501(c)(3) of the Code. Any assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for the charitable purposes set forth herein.

7. INDEMNIFICATION. The Corporation shall indemnify to the fullest extent all persons permitted to be indemnified by the Maryland General Corporation Law, but shall not be required to purchase or maintain insurance on behalf of such persons.

8. LEGISLATION AND POLITICAL CAMPAIGNS. Except as provided and permitted under Sections 501(h) and 4911 of the Code, no substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

9. AMENDMENTS. The Corporation reserves the right to make from time to time, by the written approval of the Board of Directors, any amendments to these Articles which may now or hereafter be authorized by law."

* * * * *

SECOND: The provisions set forth in the Restated Articles of Incorporation of the Corporation constitute all the provisions of the Corporation's Charter that are currently in effect.

THIRD: The provisions of the Restated Articles of Incorporation contained in these Articles of Amendment and Restatement were duly advised and authorized by the Corporation's Board of Directors at a regular meeting of the Board of Directors; and such Restated Articles were also duly approved by the Corporation's members at a meeting of the members duly called in accordance with the Corporation's Bylaws.

IN WITNESS WHEREOF, MONTEVUE HOME AUXILIARY, INC. has caused these presents to be signed in its name and on its behalf by its President and its Corporate seal to be hereunder affixed and attested by its Secretary on this 9th day of March, 2012, and its President acknowledges that these ARTICLES OF AMENDMENT AND RESTATEMENT are the act and deed of MONETVUE HOME AUXILIARY, INC., and under the penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all material respects to the best of his knowledge, information and belief.

ATTEST:

MONTEVUE HOME AUXILIARY, INC.

Betty J. Romshurg
Name:
Secretary

BY: Joseph M. Rowe
Name:
President

I HEREBY CONSENT TO ACT AS RESIDENT AGENT IN MARYLAND FOR THE ENTITY NAMED IN THE ATTACHED INSTRUMENT.

Doris Smith
Name: Doris Smith

CUST ID: 0002721567
WORK ORDER: 0003938147
DATE: 03-12-2012 01:34 PM
AMT. PAID: \$155.00

4822-3686-6830.MHD

**Constitution and Bylaws
of
Montevue/Citizens Auxiliaries, Inc.**

Article One – Name, Statement of Purpose, Offices

Section 1: Name: The name of the organization shall be the Montevue/Citizens Auxiliaries, Inc. (hereinafter referred to as the "Corporation").

Section 2: Statement of Purpose: The Corporation is organized and shall be operated exclusively as a nonstock organization as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future Federal tax code (which is hereinafter collectively called the "Code") for the following purposes:

(a) To promote the welfare and enhance of the quality of life of the residents of the Montevue Assisted Living facility and the Citizens Care and Rehabilitation Center, each located in Frederick, Maryland, with particular emphasis on the establishment of programs of occupational therapy and promotion of social activities for the residents of each facility.

(b) To have and to exercise, to the extent necessary or desirable for the accomplishment of any of the aforesaid purposes, and to the extent that they are not inconsistent with the purposes of the Corporation or in conflict with Section 501(c)(3) of the Code, the Code provisions related thereto, or the regulations thereunder or related thereto, any and all powers conferred upon nonstock corporations by the Maryland General Corporation Law.

Section 3: Offices: The principal office of the Corporation shall be in the state of Maryland. The Corporation shall designate a registered office in accordance with law and shall maintain it continuously. The Corporation may have offices at such other places within Maryland as the Board of Directors may from time to time determine.

Section 4: Amendment, Restatement and Consolidation: This document constitutes an amendment, restatement and consolidation of the Constitution and Bylaws of the Corporation. The Constitution and Bylaws of the Corporation, which previously consisted of separate documents, shall henceforth be contained in this one document (hereinafter referred to simply as the "Bylaws").

Article Two – Membership

Section 1: Board of Directors as Voting Members of the Corporation: For purposes of Title 5, Subtitle 2 of the Corporations and Associations Article of the Annotated Code of Maryland, and as permitted in Section 5-204 of the Corporations and Associations Article of the Annotated Code of Maryland, the Directors of the Corporation shall also constitute the members of the Corporation and shall be the only members of the Corporation with voting rights.

Section 2: Patrons: The Board may (but shall be under no obligation to) recognize patrons and volunteers to the Corporation, and participants in the activities conducted by the Corporation,

both corporate and individual. The Board may bestow such patrons and volunteers with the designation of a "member" of the Corporation, and may designate different "classes" of such "members" (such as regular members, associate members or lifetime members), but no such persons regardless of such designation shall have voting privileges or other rights or privileges with respect to the Corporation or its governance and shall not be deemed members of the Corporation for purposes of Title 5, Subtitle 2 of the Corporations and Associations Article of the Annotated Code of Maryland. The Board may from time to time set dues for such patrons as provided in Article Ten below.

Article Three – Board of Directors

Section 1: General Powers. Subject to the limitations of the Articles of Incorporation, these Bylaws, and the General Corporation Law of Maryland, all corporate powers shall be exercised by or under the authority of the Board of Directors, and the management and affairs of the Corporation shall be controlled by the Board of Directors.

Section 2: Number, Qualification. The number of Directors shall be that number designated by the Board of Directors from time to time in accordance with these Bylaws, but shall never be less than six. The number of Directors may be increased or decreased from time to time by the affirmative vote of the majority of the Board of Directors in accordance with these Bylaws. Persons shall be elected as Directors by the existing Directors of the Corporation then holding office at the annual meeting of Directors and shall serve until the next succeeding annual meeting and until their successors have been elected and qualified. No current employee of either the Montevue Assisted Living facility or the Citizens Care and Rehabilitation Center shall be eligible to serve as a Director of the Corporation.

Election and Tenure. The term of the Directors shall be two (2) years, and shall be staggered so that approximately half (1/2) of Director positions shall come up for election each calendar year. The Directors shall be elected by determining which candidates received most eligible votes for the number of open positions. Votes will be counted, verified, and results announced at the Annual Meeting. In the event of a tie there will be an immediate vote taken to break the tie. There are no term limits for Directors.

Section 3: Annual Meetings. The Board of Directors shall hold its annual meeting in the month of May of each calendar year, at such place as the Board of Directors may designate, either within or without Maryland. If no designation is made, then the place of meeting shall be the principal office as designated in the Articles of Incorporation of the Corporation.

Section 4: Regular and Special Meetings. Regular meetings of the Directors may be held without notice at such regularly designated time and place as shall be determined from time to time by the Directors. Such regular meetings shall be held on a monthly or a quarterly basis, as determined by the Directors. The President of the Corporation or any two or more Directors may request a special meeting, and the person calling such meeting may fix a reasonable time and place for such meeting.

Section 5: Telephone/Internet Meetings: Directors may participate in meetings of the Directors by means of conference telephone, internet or other similar communications equipment by which all persons involved in the communication can send and receive such communications to or from all other participants in real time. Participation in such communication shall constitute presence in person at such meeting.

Section 6: Action without Meeting. Any action of the Directors may be taken without a meeting if consent in writing setting forth the action so taken signed by all of the Directors is filed in the minutes of the Directors. Such consent shall have the same effect as a unanimous vote.

Section 7: Notice and Waiver. Notice of the annual meeting and any special meeting shall be given at least three (3) days prior thereto by written notice delivered personally, by mail or by electronic mail, to each Director at his or her address. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail with postage prepaid. Any Director may waive notice of the meeting, either before, at, or after such meeting by signing a waiver of notice. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of such meeting or the manner in which it has been called or convened, except when a Director states at the beginning of the meeting any objection to the transaction of business because the meeting is not lawfully called or convened.

Section 8: Quorum and Voting. A majority of Directors in office shall constitute a quorum for the transaction of business. The vote of a majority of Directors present at a meeting at which a quorum is present shall constitute the action or resolution of the Directors. If less than a quorum is present, then a majority of those Directors present may adjourn the meeting from time to time without notice until a quorum is present. If there happens to be an even number of Directors currently in office, one-half of such members of the Board present constitutes a quorum.

Section 9: Vacancies. Any vacancy occurring in the Board of Directors may be filled at any annual, regular or special meeting of the Board of Directors, by the affirmative vote of a majority of the remaining Directors present at such meeting, even though it may be less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall hold office for the remainder of the term of the vacating Director and shall be subject to re-election upon the expiration of such term. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by election at an annual meeting of the Directors or a special meeting of the Directors called for that purpose.

Section 10: Removal.

At any meeting of the Directors, any Director or Directors may be removed from office, with or without cause, by vote of a majority of the Directors of the Corporation. New Directors may be elected by the remaining Directors for the un-expired terms of Directors removed from office at the same meetings in the same manner in which vacancies are filled as provided in Section 9 above.

Section 11: Presumption of Assent: A Director of the Corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless he or she votes against such action or abstains from voting because of an asserted conflict of interest.

Section 12: Compensation. Directors shall not receive any stated salaries for their services, but shall be entitled to reimbursement for reasonable out-of-pocket expenses. Nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving reasonable compensation therefore.

Section 13: Nomination of Directors and Officers. Not later than two months prior to each annual meeting of the Directors, the Directors shall appoint a nominating committee consisting of at least three members. Such committee shall consider all available candidates for the directorships and offices to be filled at the forthcoming meeting and shall submit a slate of candidates at the meeting. Such submission shall be deemed a nomination of each person named. The Committee may recommend one or more persons for each vacancy to be filled. The Committee may recommend the same person for no more than two vacancies, so long as it would not create a conflict for such positions to be held by the same individual. At the annual meeting of the Directors, nominations for the directorships and offices to be filled at the meeting may also be made by the then serving Directors from the floor.

Article Four – Officers

Section 1: Officers. The Officers of the Corporation shall consist of the President, one or more Vice Presidents, the Secretary and the Treasurer, each of whom shall be elected by the Board of Directors. An individual may hold more than one office, except that no individual may hold the offices of both President and Vice President, or of President and Secretary. Each Officer of the Corporation must be a Director and no person who is not a Director may be an Officer. A failure to elect officers shall not affect the legal existence of the Corporation. No current employee of either the Montevue Assisted Living facility or the Citizens Care and Rehabilitation Center shall be eligible to serve as an Officer of the Corporation.

Section 2: Election and Term of Office. The term of office for each Officer shall be one year. The Officers of the Corporation shall be elected annually by the Board of Directors at its annual meeting. If the election of Officers shall not be held at such meeting, such election shall be held as soon thereafter as convenience permits. Each Officer shall hold office until his or her successor shall have been duly elected and shall have qualified, or until his or her death, or until he or she shall resign or shall have been removed in the manner hereinafter provided.

Section 3: Removal. Any Officer may be removed from office at any time, with or without cause, on the affirmative vote of a majority of the Board of Directors. Removal shall be without prejudice to any contract rights of the person so removed, but election of an Officer shall not in itself create contract rights.

Section 4: Vacancies. Vacancies in offices, however occasioned, may be filled at any time by election by the Board of Directors for the un-expired terms of such office.

Section 5: Duties.

(a) **President.** The President shall preside at and chair all meetings of the Board of Directors. The President shall be the chief executive officer of the Corporation. The President may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of the Corporation; and in general he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

(b) **Vice President.** The Vice President shall, in the absence of the President or in event of his or her inability or refusal to act, perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

(c) **Treasurer.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such accordance with the provisions of Article Seven of these bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

(d) **Secretary.** The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records and of the seal of the Corporation, if the Corporation procures a seal, and see that any such seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws; keep a register of the post-office address of each Director which shall be furnished to the Secretary by such Director; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Subject to the foregoing, the Officers of the Corporation shall have such powers and duties specifically conferred by law, by the Articles of Incorporation, by these Bylaws, or as may be assigned to them from time to time by the Board of Directors.

Section 6: Salaries. The Officers shall not receive any stated salaries for their services, but shall be entitled to reimbursement for reasonable out-of-pocket expenses. Nothing herein contained shall be construed to preclude any Officer from serving the Corporation in any other capacity and receiving reasonable compensation therefore.

Section 7: Delegation of Duties. In the absence or disability of any Officer of the Corporation or for any other reason deemed sufficient by the Board of Directors, the Board may delegate his or her powers or duties to any other Officer or to any other Director.

Article Five – Committees

Section 1: Creation of Committees. The Corporation shall have at two (2) Committees, known as the Montevue Auxiliary Committee and the Citizens Auxiliary Committee (collectively, the “Auxiliary Committees”), which shall consist of those persons, and shall be conferred with those duties and privileges, described in Section 2 and Section 3 below of this Article Five. The Board of Directors may, by action or resolution in accordance with these Bylaws, designate one or more other committees from time to time. Members of the Auxiliary Committees and such other committees shall be appointed by the Board of Directors at any regular, annual or special meeting. Committee members may, but need not, be Directors of the Corporation.

Section 2: Montevue Auxiliary Committee. The Montevue Auxiliary Committee (hereinafter the “MAC”) shall be appointed by the Board of Directors and shall consist of no less than four (4) committee members. The MAC shall be primarily responsible for carrying out the purposes of the Corporation as described in Article One, Section Two above, for the benefit of the Montevue Assisted Living facility. The MAC shall consult with and advise the Officers and Directors of the Corporation in carrying out the charitable purposes of the corporation and in the management of its affairs, in each case as such purposes and affairs pertain to the Montevue Assisted Living facility.

Section 3: Citizens Auxiliary Committee. The Citizens Auxiliary Committee (hereinafter the “CAC”) shall be appointed by the Board of Directors and shall consist of no less than four (4) committee members. The CAC shall be primarily responsible for carrying out the purposes of the Corporation as described in Article One, Section Two above, for the benefit of the Citizens Care and Rehabilitation Center. The CAC shall consult with and advise the Officers and Directors of the Corporation in carrying out the charitable purposes of the corporation and in the management of its affairs, in each case as such purposes and affairs pertain to the Citizens Care and Rehabilitation Center.

Section 4: Other Committees. Such other committees shall have such functions and may exercise such power of the Board of Directors as can be lawfully delegated and to the extent provided in the resolution or resolutions creating such other committee or committees.

Section 5: Term of Office. The term of each member of the Auxiliary Committees shall be two (2) years, and shall be staggered so that approximately half (1/2) of the committee positions shall come up for re-appointment by the Directors in each calendar year. With respect to any other committees of the Corporation, the Board of Directors may by resolution from time to time set term limits for each member of such other committees and may stagger the term limits to provide continuity for each appointment cycle.

Section 6: Chairperson and other Committee Positions. Each committee shall elect from among their committee a Chairperson and each committee may (but shall not be required to)

elect a Vice-Chairperson, a Committee Treasurer and a Committee Secretary. All such positions will be subject to the approval of the Board of Directors and the Board shall have the power and authority to override any such election and appoint a different committee member to such position in the place and stead of any member so elected by the committee. Each member holding a position on such committee shall take care to use his or her full designation when executing any documents on behalf of such committee (for example, using the designation "Chairperson of Montevue Auxiliary Committee, or "Treasurer of Citizens Auxiliary Committee), so as not to cause confusion between such committee positions, and the Officers of the Corporation described in Article Four above.

Section 7: Meetings. Regular meetings of the Auxiliary Committees and other committees may be held without notice at such time and at such place as shall from time to time be determined by each of the Auxiliary Committees or such other committees, and special meetings of the Auxiliary Committees or such other committees may be called by any member thereof upon two (2) days' notice to the other members of such committee, or on such shorter notice as may be agreed to in writing by each of the other members of such committee, given either personally or in the manner provided in these Bylaws pertaining to notice for Directors' meetings. In the absence of specific provisions in these Bylaws or regulations imposed by the Board of Directors, a committee may meet and adjourn and otherwise regulate its meetings as it thinks fit. Committee members may vote by proxy. Committee members may also participate in meetings by means of conference telephone, internet or other similar communications equipment by which all persons involved in the communication can send and receive such communications to or from all other participants in real time. Participation in such communication shall constitute presence in person at such meeting. In addition, each of the Auxiliary Committees and other committees of the Corporation may take any committee action without a meeting if consent in writing setting forth the action so taken signed by all such committee members is filed in the minutes of such committee. Such consent shall have the same effect as a unanimous vote by such committee.

Section 8: Vacancies; Removal. Vacancies on the Auxiliary Committees or on other committees shall be filled by the Board of Directors then in office at any annual, regular or special meeting of the Board of Directors. Any member of either of the Auxiliary Committees or of any other committee may be removed by the Board of Directors, with or without cause, at any annual, regular or special meeting of the Board of Directors.

Section 9: Quorum. At all meetings of the Auxiliary Committees or other committees, a majority of the committee's members then in office shall constitute a quorum for the transaction of business. If there is an equal number of members then in office, one-half (1/2) of the members shall also constitute a quorum.

Section 10: Manner of Acting. The acts of a majority of the members of each of the Auxiliary Committees, or of other Committees, present at any meeting at which there is a quorum shall be the act of such committee.

Section 11: Authority of Committees; Bank Accounts. Each of the Auxiliary Committees and such other committees of the Corporation shall consult with and advise the Officers and Directors of the Corporation in carrying out the charitable purposes of the corporation and in the

management of its affairs and shall have and may exercise, to the extent provided in these Bylaws and/or in any resolution of the Board of Directors from time to time, such powers as are allowed by Maryland law to be delegated to such committee. Each of the Auxiliary Committees (and such other committees, if authorized by the Board of Directors), shall have the authority to maintain its own bank accounts, engage in its own fundraising, and plan and direct its own activities; provided, however, that all such actions shall be subject to the ultimate control of the Board of Directors of the Corporation. Any bank accounts maintained in the name of either of the Auxiliary Committees (or in the name of any other committee, if authorized by the Board of Directors), shall use the federal employer identification number of the Corporation. Any and all books and records maintained by either of the Auxiliary Committees or any other committees of the Corporation shall be shared with and at all times open to review by the Board of Directors and the Officers of the Corporation.

Section 12: Minutes. The Auxiliary Committees and the other committees shall keep regular minutes of their proceedings and report the same to the Board of Directors when required by the Board.

Section 13: Rules. Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Board of Directors.

Article Six – Books, Records and Reports

Section 1: Report to Directors. The Corporation shall send an annual report to its Directors and to any active patrons and volunteers requesting such annual report, not later than four months after the close of each fiscal year of the Corporation. Such report shall include a balance sheet as of the close of the fiscal year of the Corporation and a revenue and disbursement statement for the year ending on such closing date. Such financial statements shall be prepared from and in accordance with the books of the Corporation, in conformity with generally accepted accounting principles applied on a consistent basis.

Section 2: Inspection of Corporate Records. All Directors, Officers, committee members, active patrons and volunteers of the Corporation shall have the right, for any proper purpose and at any reasonable time, on written demand stating the purpose thereof, to examine and make copies from the relevant books and records of accounts, minutes, and records of the Corporation. Upon the written request of any Director, Officer, committee member or active patron or volunteer, the Corporation shall mail to such person a copy of the most recent balance sheet and revenue and disbursement statement. If such request is received by the Corporation before such financial statements are available for its last fiscal year, the Corporation shall mail such financial statements as soon as they become available. In any event, the financial statements must be mailed within four months after the close of the last fiscal year. Additionally, balance sheets and revenue and disbursement statements shall be filed in the registered office of the Corporation, shall be kept for at least five years, and shall be subject to inspection during business hours by any Director, Officer, committee member, active patron or volunteer, in person or by agent, upon such voting person's written request.

Article Seven – Nonprofit Operation

The Corporation will not have or issue shares of stock. No dividends will be paid. No part of the income or assets of the Corporation will be distributed to its Directors, Officers or committee members without full consideration. No Director, Officer or committee member of the Corporation has any vested right, interest or privilege in or to the assets, property, functions or activities of the Corporation. The Corporation may contract in due course with its Directors, Officers and committee members in arm's length transaction for fair market value consideration, without violating this provision.

Article Eight – Contacts, Checks, Deposits, and Funds

Section 1: Contracts. The Board of Directors may authorize any officer or officers, committee member or members, 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, and such authority may be general or confined to specific instances.

Section 2: Checks, Drafts, etc. All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, committee member or members, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President or Vice President of the Corporation.

Section 3: 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 (i) as the Board of Directors may select, or (ii) pursuant to Article Five, Section Eleven above, as any applicable committee may select, subject to the approval of the Board of Directors.

Section 4: Gifts. The Board of Directors and any corporate officer and committee chairperson so empowered by the Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or device for the general purposes or for any special purpose of the Corporation.

Article Nine – Fiscal Year

The fiscal year of the Corporation shall end on the last day of the month of May in each year.

Article Ten – Dues

The collection of dues from patrons, if any, the amount thereof, the due date upon which patrons must pay such dues, and other related items shall be established by the Board of Directors at every annual meeting, upon the advice and consent of each of the Auxiliary Committees.

Article Eleven – Corporate Seal