**BYLAWS THE ANTENARRATIVE FOUNDATION**

A New Mexico Non-profit corporation

PREAMBLE

NOW THEREFORE, recognizing the need to establish a non-profit corporation to promote, solicit and encourage charitable contributions which shall be devoted to the public use in the establishment and development of the Antenarrative Foundation and to promote activities consistent with the purposes and functions of the Antenarrative Foundation, we the Board of Trustees of the Antenarrative Foundation, adopt the following Bylaws:

ARTICLE I

NAME

 The corporation shall be known as Antenarrative Foundation (AF).

ARTICLE II

PRINCIPAL OFFICE

 The principal office of this Corporation shall be located at the 4700 Dunn Drive, Las Cruces, New Mexico 88011, or such other place as its Board of Trustees shall determine.

ARTICLE III

PURPOSE

 The AF Corporation is organized to foster, encourage, and promote charitable, educational, scientific and cultural activities, to support projects which normally would not be provided for by tax dollars, to further the quality of life in the Antenarrative community, to receive any and all contributions and hold, invest, reinvest, manage or devote said monies or other properties so contributed to the uses and purposes herein mentioned, and to dispense, transfer, lease, dedicate or otherwise hypothecate any part of or all of such monies or properties as is deemed appropriate by the Trustees to promote historic preservation, preserve land from development, conduct social and cultural events, and otherwise further the quality of life in the Antenarrative community.

No part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE IV

BOARD OF TRUSTEES

 Section 1. Number of Trustees. The number of Trustees of this AF Corporation shall at no time be less than three or more than ten. The number of Trustees, within these limits, shall be determined from time to time by the then existing Board of Trustees and the number of Trustees, within said limits, may be increased or decreased from time to time by the Board of Trustees by appropriate resolution. Subgroups of the Board of Trustees will have charge of specific monies, budgets, goals, and provide for four programs:

1. **Veterans and Theater** ([http://veteranstheater.com](http://veteranstheater.com/) ) is the first program of Antenarrative Foundation. This is education and outreach by the veterans and/or homeless to the community, using theater skits to showcase the 'Living Story Web' of veterans and/or homeless own lived experience here and now, in relation to 'Dominant Narratives' (& counternarratives) that stereotype or stigmatize them, along with the 'Antenarrative processes' that connect them.
2. **Legacy Ranch** (<http://davidboje.com/eagle> ) is the second program of Antenarrative Foundation. Legacy Ranch has Equine-Assisted-Growth-Learning-Events (EAGLE) activities as well as spaces for veterans and family members to decompress after employment. It is initially one, and in the long-term several ranches dedicated to services and ongoing research that help veterans (& their family members) make the transition after deployment to sustainable- economics, living, health, and community participation. One of the activities is equine-assisted care for veterans (and family members) using groundwork. Veterans and family members stay in cabins for weekend, week-long, or month-long decompression activities. Decompression means being in nature, being with animals, and being with family and friends to decompress after combat or post-combat military experiences. The purpose is to help veterans and family members who experience the stress of deployment to reintegrate. Another activity is 'embodied restory process' that is part of 'material storytelling'. Material storytelling uses sandtray events, and can include equine-arena work, where material objects are places in a space, by facilitators and/or by veterans (& family members) to depict their past, present, and future. Other activities include working with nature, with ranch animals, and having counselors available for confidential help with veteran and family issues.   We also use acreage to do homeless retreats. It is initially one, and in the long-term several ranches dedicate to services and ongoing research that helps homeless make their transition to sustainable socioeconomic living and community participation. Activities include 'embodied restorying process' of 'Material storytelling' using sandtrays, and/or arena work. Homelessness does not end when a homeless person gets a tent, a cabin, an apartment, a trailer, or a home. Homelessness ends when the person enters a sustainable economic, health, living, and societal relationship. Such a Homeless Ranch would be managed and directed by Veterans Theater.
3. A third program includes writing of books based on our involvements with and do consulting that brings about Tent City Solutions ([http://tentcitysolutions.co](http://tentcitysolutions.co/) ), and also helping other veterans and homeless to write books focused on antenarratives of their experiences, that are beneath or covered over by the official or public narratives of a city or its agencies..
4. **BIGstory Conference** ([http://bigstoryconference.com](http://bigstoryconference.com/) ) is the first program of the Antenarrative Foundation. It is an annual conference that connects academic scholars with something to say about 'antenarrative' research, theory, and method to corporate applications of 'antenarrative'. Those applications include the field of 'organization storytelling,' 'storytelling organizations', 'Material story', 'Material storytelling,' 'quantum storytelling,' 'fractal change management,' and related topics. BIGstory Conference is the 2015 iteration of Quantum Storytelling Conference, now in its fifth year. The Antenarrative Foundation, through Big Story Conference, and other activities described next, raises money to support the Antenarrative Foundation programs.

Section 2. Voting. Each Trustee shall have one vote on all questions before the Board as a whole, and before any Subgroup (as defined above), except that the President shall vote only to break a tie, to create a quorum, or as a personal expression on an issue.

Section 3. Proxies Not Allowed. Trustees shall not be permitted to be represented or to vote by proxy at any meeting of the Board of Trustees.

Section 4. Selection of Trustees. The initial members of the Board of Trustees shall consist of those designated in the Articles of Incorporation. At the first regular meeting of the Board, the Trustees shall draw lots for terms of office with one Trustee serving a three-year term, one serving a two year term and one serving a one year term. Each term shall expire on May 31 with the first one-year term to expire on May 31 after that Trustee has served one complete year.

Each successor to the Board of Trustees appointed by the Nominating Committee shall serve a three-year term thereafter.

Section 5. Removal and Resignation of Trustees. Any Trustee may be removed at any time with or without cause by a vote of a majority of the other Trustees in a SubGroup and/or by Board as a Whole. Any Trustee may resign at any time by giving written notice to the Corporation and acceptance of such resignations shall not be necessary to make the resignation effective.

Section 6. Vacancies in Board of Trustees and/or Subgroups of the Board. Any vacancy occurring on the Board of

Trustees, including a vacancy resulting from an increase in the number of members of the Board of Trustees, shall be filled upon recommendation of the Nominating committee. A Trustee selected to fill a vacancy shall hold office until the next May 31st or until his successor is duly selected.

Section 7. Meetings of Trustees. The Board of Trustees shall hold a regular subgroup meeting at least quarterly each year at a time and place within their regional area, and the Annual Board as a Whole meeting will be in the State of New Mexico, designated by the President of the Board of Trustees, or, upon his failure to act, by the Secretary of the Board or, upon his failure to act, by a majority of the Board of Trustees. Other meetings of the Board of Trustees may be held at such times, and places within the Antenarrative area as may be stated in the notice of such meetings.

Section 8. Notice of Meetings of Trustees. Three days notice of any meeting of the entire Board of Trustees shall be given verbally, by electronic mail, or by mail to each member of the Board of Trustees stating the place, day, and hour of the meeting and the nature of the business to be transacted. Notice by electronic mail shall be deemed given upon posting of such on the Antenarrative. Meetings of Subgroups (defined above) will also need the same notices.

Foundation web site: <http://antenarrative.com> Notice by mail shall be deemed given upon depositing the same in the United States mail, addressed to the Trustee at his address as it appears on the books of the Corporation, with postage prepaid.

Section 9. Quorum for Meeting of Trustees. A majority of the Board of Trustees as a whole or its subgroups, then acting shall constitute a quorum for the transaction of business and the acts or resolutions of a majority of Trustees present at any meeting at which a quorum is present shall constitute by action of the Board of Trustees, unless otherwise stated in the Bylaws. If less than a quorum is present, the Trustees present may adjourn a meeting from time to time, to a time and place certain, without further notice other than by announcement at the meeting.

Section 10. Waiver of Notice of Meeting of Trustees. Attendance of a Trustee at a meeting shall constitute a waiver of any objection to the notice of such meeting except where the Trustee attends a meeting for the express purpose of objecting to the notice given with respect to such meeting. A written waiver of notice given with respect to such meeting, signed by the Trustee or Trustees entitled to such notice, whether before, at, or after the time stated therein, shall be equivalent to the giving of notice of the meeting. The signatures of the Trustees subscribed to the minutes of any meeting shall constitute such a written waiver of notice of the meeting.

Section 11. Action of Trustees Without a Meeting. Any action required to be taken at a meeting of the Trustees, or any other action which may be taken at a meeting of the Trustees, may be taken without a meeting if all of the Trustees entitled to vote with respect to the subject matter thereof consent in writing, setting forth the action so taken.

Section 12. Conflict of Interest. Individual Trustees shall avoid situations that would bring about a conflict of interest because of associations with the corporation. If a conflict of interest should arise, the Trustee with the conflict shall abstain from participation and from voting on any matters which may constitute a conflict of interest. If, in the determination of the Board of Trustees, a Trustee has a conflict of interest which cannot be resolved, his resignation from the Board shall be tendered.

ARTICLE V

COMMITTEES

Section 1. Nominating Committee.

a. Organization. The Nominating Committee shall be a standing committee of two members of the Board of Trustees. One member shall be the immediate past President with the other member appointed annually by the incoming President. The term shall be for one year only. No one shall succeed himself on this Committee.

b. Procedure. Nominees to the Board of Trustees shall be personally interviewed. Upon unanimous approval by the Committee, the nominee shall be submitted to the Board of Trustees. Upon two-thirds approval by the Trustees present, said nominee shall be approved.

Section 2. Gifts and Donations Committee.

a. Organization. The Gifts and Donations Committee shall be a standing Committee consisting of three members appointed annually by the incoming President.

b. Purpose. The Gifts and Donations Committee develops plans and methods to obtain gifts, donations and bequests for the use and benefit of the Town of Antenarrative through this Corporation consistent with the purposes stated herein and in the Articles of Incorporation. This committee shall bring a report to each meeting of the Board of Trustees.

Section 3. Other Committees. The Board of Trustees may from time to time, by resolution, create and dissolve additional committees as deemed necessary and at its discretion.

ARTICLE VI

OFFICERS

Section I. Officers to be Named. The officers of the Corporation shall be a President of the Board of Trustees, a Vice President of the Board of Trustees, a Secretary and a Treasurer and such other officers and assistant officers as may be deemed necessary or desirable by the Board of Trustees. Any individual shall not hold more than one of such offices, except that the offices of the Secretary and Treasurer may be combined.

Section 2. Selection of Officers. The Board shall elect a President, Vice president.

Secretary and Treasurer-to serve for a term of two years with the selection of a new President, Vice President, Secretary and Treasurer by vote of the Board, in October of each odd-numbered year. Each officer may succeed himself for one term, except that the treasurer may succeed himself for an unlimited amount of terms.

Section 3. President. The President shall preside at all meetings of the Board, shall decide all points of order and procedure subject to current Roberts Rules of Order, shall call special meetings in accordance with these Bylaws, shall sign any documents requiring approval by the

Board, and shall see that all actions of the Board are properly taken.

Section 4. Vice President. The Vice President shall perform the duties of the President in the President's absence and of the secretary in the secretary or assistant secretary’s absence.

Section 5. Secretary. The Secretary or an assistant secretary appointed by the secretary shall give notice of all meetings, keep the minutes of such meetings, have charge of the corporate seal, keep a list of the members of the corporation and the Board of Trustees and, in general, perform all duties as, from time to time, may be assigned by the President of the Board ofTrustees. All corporate records and the official minute book shall be kept at the principal office as described in Article II.

Section 6. Treasurer. The Treasurer shall have custody of all moneys and securities of the Corporation, shall keep regular books of account, and in general perform all of the other duties incident to the office of the Treasurer and such other duties as may, from time to time, be assigned by the President or by the Board of Trustees. The Treasurer shall report to the Board of

Trustees at each regular meeting and as requested at special meetings. The accounting books shall be audited annually.

Section 7. Removal and Resignation of Officers. Any officer may be removed by the Board of Trustees whenever, in its judgment, the best interests of the Corporation are served thereby. Any officer may resign at any time by giving written notice thereof to the President or the Secretary and acceptance of such resignation shall not be necessary to make it effective.

Section 8. Compensation. Trustees shall not receive compensation for their services as Trustees or officers of the Corporation.

ARTICLE VII

SEAL

 The Board of Trustees may adopt a seal for the Corporation which shall have inscribed thereon the name of the Corporation and the words "Seal" and "New Mexico" which, when adopted by the Board of Trustees, shall constitute the corporate seal of this Corporation.

ARTICLE VIII

FISCAL YEAR

 The Board of Trustees may adopt a fiscal year for this Corporation which shall initially be the same as the calendar year.

ARTICLE IX

MEMBERS

Section 1. Designation of Members. Any person, firm, corporation or other entity contributing money, property or material services to the Corporation shall, if they so request, be a member of the Corporation from the date such contribution is received and accepted by the Corporation until the next succeeding January 1st and for one year thereafter. Any person, firm, corporation or other entity, which has so contributed in an extraordinary manner, may, by resolution of the Board of Trustees, become a lifetime member. Each member or lifetime member shall be entitled to one vote on all matters submitted for a vote of the membership. On

or about January 1st of each year, the names and addresses of all persons, firms, corporations or other entities who have made contributions during the preceding twelve-month period and the names and addresses of any previously designated lifetime members shall be placed on a list to which shall be added from time to time during the following twelve months the names and addresses of persons, firms, corporations or other entities becoming members or lifetime members during such period. The list so prepared and maintained shall constitute the official list of members and of their addresses until the succeeding January 1st.

Section 2. Membership Classification. The Board of Trustees may establish, and from time to time, revise schedules of contributions to be paid by the members of the various classesof memberships.

Section 3. Meetings of Members. There shall be no required annual or other meeting of members. Meetings of members may be called from time to time by the Board of Trustees and shall be called promptly upon written request of ten percent of the members. Meetings of members, by whomever called, shall be held at such time and place within the Antenarrative area, State

of New Mexico, as may be specified by the Board of Trustees.

Section 4. Notice of Meetings of Members. Written notice of any meeting of the

membership, stating the place, day and hour of the meeting and the purpose or purposes for which the meeting is called, shall be delivered personally, by electronic mail including posting on the Antenarrative Foundation web site, or by mail to each member not less than ten nor more than fifty days before the date of the meeting. If mailed, such notice shall be deemed delivered when deposited in the United States mail addressed to the member at his last known address as it appears in the records of the corporation with postage thereon prepaid. Attendance of a member at a meeting of the membership shall constitute a waiver of notice of such meeting except where the member attends the meeting for the express purpose of objecting to the notice given with respect to such meeting.

Section 5. Quorum for Meetings of Members. A quorum for a meeting of the membership shall consist of a majority of the members or twenty-five members, whichever is lesser. If a quorum shall not be present at any meeting, the members present may adjourn the meeting from time to time, to a time and place certain, without notice other than announcement at the meeting, for a period not to exceed sixty days at any one adjournment, until the requisite number of members to constitute a quorum shall be present.

Section 6. Proxies Not Allowed. Members shall not be permitted to be represented or to vote by proxy at any meeting of the membership.

ARTICLE X

AMENDMENTS

 The Articles of Incorporation of this Corporation or these Bylaws may be amended, altered or repealed at any time and from time to time by a majority of the Trustees present and voting at a meeting of the Board of Trustees provided a quorum is present. No amendment of the Articles of Incorporation or these Bylaws shall be made which would cause the Corporation to lose its character as an organization exempt from federal income taxation under the provisions of Section 50l(C)(3) of the Internal Revenue Code as it is now or may hereafter be amended or under the provisions of any corresponding future law of the United States of America providing for exemption of charitable and similar organizations from income taxation.