Colbert Camp Foundation Meeting Minutes

04.20.2026

Attendees:

- Directors Present
    - Kevin Bing – Director/Events Chair
    - Ron Colbert – Director/President
    - Donald Tennyson – Director/Secretary

- Directors Absent
    - Dave Devlin
    - Tony Dutton

- Members Present
    - Paul Vittorino

18:00 - 18:05 Hours

- Meeting called to order

18:05 – 1820 Hours

- Ron Colbert (President and Initial Director) announced the initial directors and their roles per Article IV, Section III.
    - Dave Devlin is Director, Treasurer and Vice President.
    - Tony Dutton is Director and Service Committee Chair.
    - Kevin Bing is Director and Events Committee Chair.
    - Tony Dutton is Director and Vice President.
    - Donald Tennyson is Director and Secretary.
- Ron introduced revisions to documents for the bylaws, conflict of interest statement and others which will be reviewed and signed by current officers for formal incorporation.

1820 – 1845 Hours

- Ron noted the intent to establish an initial website to house copies of the meeting minutes, bylaws, rosters, etc. The intent and distribution of that information is still to be determined, but initial desire is to establish a location for information to be accessed, a location for donors to get information, and a general starting point for information about the foundation.

- Ron noted he has been gathering information from the property on items such as the tractor, etc. to ensure proper documentation of assets.
- Based on the requirement for quarterly meetings, the next meeting would be in July however, this date/time is TBD based on potential conflicts with various summer camps. This can also be a time to outline initial preparation work required for the October Mountain Man Campout. This would put the last meeting in November/December to be coordinated by the group.
- Kevin Bing noted he is working on a list of "to-dos" at the property and will share it with the group. The list will then be prioritized and shared with potential donors for a funding request. It was also discussed that, since the foundation will be a formal 501c3, it will also be eligible for scouts to select for their Eagle projects. Some potential projects known at this time include:
  - Work on the entry gate
  - Replacement rope to the Webelos area
  - Potential shifting of the rifle range targets 15 degrees
  - Bed for dry storage box
  - Possible southern extension to rifle range to accommodate additional storage

0845 – 1900 Hours

- Directors present reviewed and signed the original copy of the Organizational Bylaws.
- Directors present reviewed and signed the Action of the Sole Initial Director to formally accept Officer positions within the organization.
- Directors present reviewed and signed the Articles of Amendment.
- Directors present reviewed and signed the Formation and Governance Documents
- Conflict of Interest Policy.
- Directors present reviewed and signed the Annual Conflict of Interest Disclosure Statement.

1900 Hours

- Adjourn

Action Items

- Paul Vittorino will be establishing a method of accepting donations electronically (prior to the May family campout)
- Paul and Ron will create a simple website
- Ron will submit the Form 1023: 501c3 application for processing
- Dave & Tony will review & sign the Bylaws & Conflict of Interest documents (Completed after meeting)
- Kevin will share a list of projects and improvements among this group
- Kevin will begin discussing possible Eagle projects that can benefit this land
- Donny will share the meeting notes among this group
- Donny will schedule the Q3 meeting.

ACTION OF SOLE INITIAL DIRECTOR

BY WRITTEN CONSENT IN LIEU OF MEETING

OF

THE COLBERT CAMP FOUNDATION, INC.

The undersigned, being the sole initial director of The Colbert Camp Foundation, Inc., a Kansas not-for-profit corporation (the "Corporation"), acting pursuant to K.S.A. 17-6518 (action of directors without a meeting), hereby adopts the following preambles and resolutions by written consent, in lieu of holding an organizational meeting of the Board of Directors, with the same force and effect as if unanimously adopted at a duly called meeting:

PREAMBLES

WHEREAS, the Corporation was incorporated under the Kansas Nonprofit Corporation Act on December 29, 2025, upon the filing of its Articles of Incorporation with the Kansas Secretary of State under Business ID 10057968 (Certificate No. 20251229-725730);

WHEREAS, the undersigned is the sole initial director of the Corporation as named in the Articles of Incorporation;

WHEREAS, the Articles of Incorporation presently do not contain the purpose, private-inurement, political-activity, or dissolution language required by Section 501(c)(3) of the Internal Revenue Code, and the undersigned has determined that the Articles should be amended to incorporate such language before the Corporation applies for federal tax-exempt status;

WHEREAS, the undersigned, in their capacity as initial Secretary under the Articles, has prepared proposed Bylaws of the Corporation and a companion Conflict of Interest Policy, each dated April 19, 2026;

WHEREAS, the undersigned desires to expand the Board of Directors, adopt the Bylaws and Conflict of Interest Policy, elect officers of the Corporation, and authorize the actions required to commence operations and apply for tax-exempt recognition;

RESOLUTIONS

1. Amendment of Articles of Incorporation.

RESOLVED, the Articles of Incorporation of the Corporation be, and hereby are, amended to incorporate the purpose, private-inurement, political-activity, and dissolution clauses required by Section 501(c)(3) of the Internal Revenue Code, substantially in the form of the Articles of Amendment attached hereto as Exhibit A; and

FURTHER RESOLVED, the undersigned, as sole initial director and resident agent, is hereby authorized and directed to execute and file the Articles of Amendment with the Kansas Secretary of State.

2. Expansion of the Board and Appointment of Additional Directors.

RESOLVED, the size of the Board of Directors of the Corporation is hereby fixed at five (5) directors, effective as of the Effective Date; and

FURTHER RESOLVED, the following individuals are hereby appointed as additional directors of the Corporation, each to serve from and after the Effective Date until their successors are elected and qualified, or until their earlier resignation or removal as provided in the Bylaws:

- David ("Dave") Devlin
- Donald Tennyson
- Tony Dutton
- Kevin Bing

3. Adoption of Bylaws.

RESOLVED, the Bylaws of the Corporation, in the form presented to the undersigned and attached hereto as Exhibit B (the "Bylaws"), be, and hereby are, adopted as the Bylaws of the Corporation, effective as of the Effective Date; and

FURTHER RESOLVED, the officers of the Corporation are authorized and directed to certify the Bylaws and maintain a copy thereof in the minute book of the Corporation.

4. Adoption of Conflict of Interest Policy.

RESOLVED, the Conflict of Interest Policy of the Corporation, in the form presented to the undersigned and attached hereto as Exhibit C (the "COI Policy"), be, and hereby is, adopted, effective as of the Effective Date; and

FURTHER RESOLVED, each director and officer shall be required to sign the Annual Conflict of Interest Disclosure Statement set forth at the end of the COI Policy.

5. Election of Initial Officers and Committee Chairs.

RESOLVED, the following persons are hereby elected to the offices, and appointed to the committee chair roles, set forth opposite their respective names, each to serve for the initial term indicated, consistent with the staggered initial terms set forth in Article IV, Section 4 of the Bylaws. Pursuant to K.S.A. 17-6302, one individual may hold more than one office, provided that the offices of President and Secretary shall not be held concurrently by the same individual:

Office / Role	Name	Initial Term
President	Ronald Colbert	Three (3) years — expires April 2029
Vice President and Treasurer (Finance Committee Chair)	David ("Dave") Devlin	Two (2) years — expires April 2028
Secretary	Donald Tennyson	Two (2) years — expires April 2028
Director (Service Committee Chair)	Tony Dutton	One (1) year — expires April 2027
Director (Events Committee Chair)	Kevin Bing	One (1) year — expires April 2027

FURTHER RESOLVED, the Events Committee and the Service Committee standing committees established under Article VI, Section 3 of the Bylaws shall be chaired respectively by Kevin Bing and Tony Dutton, each to serve as chair concurrent with their term as director.

6. Banking and Financial Accounts.

RESOLVED, the Treasurer of the Corporation is hereby authorized to establish one or more deposit accounts, money market accounts, or other financial accounts in the name of the Corporation at one or more banks or financial institutions selected by the Board, and to execute all documents, signature cards, and resolutions required by such institutions; and

FURTHER RESOLVED, the President and the Treasurer are hereby designated as authorized signatories on all such accounts, with the Treasurer acting as primary signatory pursuant to Article V, Section 1 of the Bylaws.

7. Federal Tax Exemption.

RESOLVED, the officers of the Corporation are authorized and directed, following the filing and acceptance of the Articles of Amendment referenced in Resolution 1, to prepare and file IRS Form 1023 (the long-form Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code), rather than Form 1023-EZ, together with all required attachments, schedules, user fees, and supplemental filings with the Internal Revenue Service; and

FURTHER RESOLVED, the officers of the Corporation are further authorized to file any corresponding applications or registrations required by the State of Kansas and by any other jurisdiction in which the Corporation may operate or solicit funds.

8. Ratification of Prior Acts.

RESOLVED, all acts and transactions performed by the undersigned, in his capacity as sole initial director, incorporator, and initial Secretary of the Corporation, on or prior to the Effective Date, including without limitation the incorporation of the Corporation, the application for a federal Employer Identification Number, and all acts preparatory to the adoption of these resolutions, are hereby ratified, confirmed, and approved in all respects as the acts and deeds of the Corporation.

9. General Authority.

RESOLVED, each officer of the Corporation is hereby authorized and directed to take all such further actions, and to execute and deliver all such further documents, as such officer shall deem necessary or appropriate to carry out the intent and purposes of these resolutions, and the taking of such actions and the execution of such documents shall be conclusive evidence that the same are authorized hereby.

EFFECTIVE DATE AND SIGNATURE

Effective Date: April 20, 2026

IN WITNESS WHEREOF, the undersigned has executed this Action of Sole Initial Director by Written Consent as of the Effective Date set forth above.

____

Ronald Colbert
Sole Initial Director

ACCEPTANCE OF APPOINTMENT BY ADDITIONAL DIRECTORS

The undersigned individuals each hereby accept appointment as a director of The Colbert Camp Foundation, Inc., effective as of April 20, 2026, and each acknowledges receipt of the Bylaws and the Conflict of Interest Policy of the Corporation. Each undersigned further consents to the resolutions set forth in the foregoing Action of Sole Initial Director by Written Consent, including the election of the initial officers and the staggered initial terms.

David ("Dave") Devlin, Vice President, Treasurer & Director

Signature: ____ Date: ___________________

Donald Tennyson, Secretary & Director

Signature: ____ Date: ___________________

Tony Dutton, Director & Service Committee Chair

Signature: ____ Date: ___________________

Kevin Bing, Director & Events Committee Chair

Signature: ____ Date: ___________________

EXHIBITS

Exhibit A: Articles of Amendment to the Articles of Incorporation of The Colbert Camp Foundation, Inc.

Exhibit B: By-Laws of The Colbert Camp Foundation, Inc., as adopted April 20, 2026.

Exhibit C: Conflict of Interest Policy of The Colbert Camp Foundation, Inc., as adopted April 20, 2026.

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
THE COLBERT CAMP FOUNDATION, INC.

(A Kansas Not-for-Profit Corporation)

Pursuant to the provisions of the Kansas General Corporation Code, K.S.A. 17-6602 and 17-6603, The Colbert Camp Foundation, Inc. (the "Corporation") hereby adopts the following Articles of Amendment:

FIRST — Name of Corporation

The name of the Corporation is The Colbert Camp Foundation, Inc.

SECOND — Original Filing

The original Articles of Incorporation were filed with the Kansas Secretary of State on December 29, 2025, under Business ID 10057968 (Certificate No. 20251229-725730).

THIRD — Amendments Adopted

The Articles of Incorporation are hereby amended by adding the following articles, which shall govern and shall supersede any inconsistent provision of the original Articles:

Article FOURTH — Purposes. The Corporation is organized and shall be operated exclusively for charitable, educational, and recreational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) (the "Code"). Without limiting the foregoing, the Corporation's purposes include owning, maintaining, and stewarding land for outdoor education and youth programs; supporting leadership, conservation, citizenship, and character development among youth, with a primary focus on Scouting America and similar youth-serving organizations; providing facilities for camping, outdoor activities, and community service; and promoting responsible land use, conservation, and environmental stewardship.

Article FIFTH — Private Inurement. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article FOURTH.

Article SIXTH — Political and Legislative Activity. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Code if and to the extent an election is made), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

Article SEVENTH — Restriction on Activities. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

Article EIGHTH — Dissolution. Upon the dissolution of the Corporation, after paying or making provision for the payment of all of the liabilities of the Corporation, the Board of Directors shall dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation, in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of Johnson County, Kansas, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

FOURTH — Manner of Adoption

These Articles of Amendment were duly adopted by the sole initial director of the Corporation, acting by written consent in lieu of a meeting pursuant to K.S.A. 17-6518, on the Effective Date set forth below. The Corporation has no members entitled to vote on amendments to the Articles of Incorporation at this time; accordingly, no member vote was required under K.S.A. 17-6602.

FIFTH — Effective Date

Effective Date: April 20, 2026

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the date set forth opposite the signature.

THE COLBERT CAMP FOUNDATION, INC.

By: ____

Ronald Colbert, Sole Initial Director and Resident Agent

Date: ____

FILING INSTRUCTIONS — NOT PART OF THE AMENDMENT

This amendment is prepared for filing with the Kansas Secretary of State. Standard filing steps:

1. Online filing (recommended). File through the Business Entity Database at https://sos.ks.gov/businesses/business-filing-center.html. The online system generates the required form (NA) and accepts typed signature and $35 filing fee.

2. Paper filing. Submit the signed amendment (original + one copy) with a Transmittal Sheet and $40 paper filing fee to: Secretary of State, Memorial Hall, 1st Floor, 120 S.W. 10th Avenue, Topeka, KS 66612-1594.

3. IRS Form 1023 timing. Do not submit Form 1023 until after this amendment is filed and the filed copy is returned. Attach a certified copy of the amended Articles to Form 1023, Part II.

4. Retroactive recognition. Because the original Articles were filed on December 29, 2025, and Form 1023 is submitted within 27 months of that date, the IRS will grant tax-exempt status retroactive to the incorporation date if the Form 1023 is otherwise approved (Treas. Reg. § 1.508-1(a)(2)).

BY-LAWS OF THE COLBERT CAMP FOUNDATION, INC.

Adopted April 20, 2026

ARTICLE I — ORGANIZATION

Section 1. Name. The name of the Corporation is The Colbert Camp Foundation, Inc. (the "Corporation," or "CCF").

Section 2. Nonprofit Status. The Corporation is organized under the Kansas Nonprofit Corporation Act (K.S.A. 17-6001 et seq.) and shall be operated exclusively for charitable, educational, and recreational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Section 3. Principal Office. The principal office of the Corporation shall be 9809 Belmont Drive, Lenexa, KS 66227, or at such location as determined by the Board of Directors. The resident agent of record with the Kansas Secretary of State is Ronald Colbert, at the above address.

ARTICLE II — PURPOSE

The Corporation is organized exclusively for charitable purposes, including but not limited to:

- Owning, maintaining, and stewarding land for outdoor education and youth programs.
- Providing service to the Camp in the form of physical labor.
- Keeping members up to date on Camp news through regular communication.
- Supporting leadership, conservation, citizenship, and character development among youth, with a primary focus on Scouting America and similar youth-serving organizations.
- Providing facilities for camping, outdoor activities, and community service.
- Promoting responsible land use, conservation, and environmental stewardship.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

The Corporation is not organized or operated for the benefit of private interests such as designated individuals, the creator or his family, or persons controlled, directly or indirectly, by such private interests.

ARTICLE III — MEMBERSHIP

Section 1. Classes of Members. Membership shall be open to individuals who support the purposes of the Corporation and are committed to its mission, including Scouting America affiliates, community leaders, and donors.

Section 2. Eligibility and Admission. Eligibility for membership requires submission of an application to the Board, which may include a requirement for criminal background checks and completion of Scouting America Youth Protection Training for members who will participate in youth activities. The Board shall approve or deny applications by majority vote. Members shall enjoy all privileges either defined in these Bylaws or determined by the Board of Directors. All directors shall also be members.

Section 3. Rights and Privileges. Members in good standing shall have the right to vote at annual or special meetings on matters such as election of directors, amendments to these Bylaws, and other significant issues as determined by the Board (defined as major asset acquisitions or dispositions exceeding $50,000, mergers, or dissolution). Each member (or one representative per organizational member) shall have one vote. Members may also serve on committees and participate in programs.

Section 4. Dues and Termination. Annual dues, if any, shall be determined by the Board. Membership may be terminated for non-payment of dues, violation of policies, or by majority vote of the Board for conduct detrimental to the Corporation. The Secretary shall maintain a current list of members in the Corporation's records.

Section 5. Meetings. An annual meeting of members shall be held in conjunction with the Board's annual meeting. Special meetings may be called by the President or upon request of at least 10% of members. Notice shall be given at least 10 days in advance. A quorum shall consist of 20% of members in good standing. Voting may be conducted in person, by proxy (with proxies limited to other members in good standing), or by electronic means as permitted by Kansas law.

Section 6. Expulsion. A written petition of expulsion charging a CCF member with specific behavior inconsistent with the objectives of The Colbert Camp Foundation may be presented. The petition should be presented to the Secretary of CCF or any other officer. Upon receipt of the expulsion petition, the Board of Directors shall inform the accused member in detail of the expulsion petition and conduct a thorough review of the specific charges. After review, the Board shall vote to accept or reject the petition, with an affirmative vote of two-thirds of the members of the Board voting necessary for expulsion. If the accused is a member of the Board, they shall be ineligible to vote on the expulsion.

Section 7. Avoidance of Double Vote. A director who is also a member shall not be counted as a member for purposes of quorum or voting on any matter where the Board has first acted on the same question at a Board meeting, including without limitation (a) the removal of any director under Article IV, Section 6, and (b) member ratification of amendments to these Bylaws under Article XIII. For such matters, only non-director members shall be counted for purposes of member quorum and voting.

ARTICLE IV — GOVERNANCE

Section 1. Authority. The affairs of the Corporation shall be managed by its Board of Directors, subject to member voting rights as specified herein.

Section 2. Number and Qualification. The Board shall consist of not fewer than three (3) nor more than nine (9) directors. Directors must be members in good standing.

Section 3. Election and Term. The initial Board of Directors shall be seated by the sole initial director named in the Articles of Incorporation, acting pursuant to an action by written consent in lieu of meeting under K.S.A. 17-6518. All future directors shall be elected by the members at the annual meeting. The President and Vice President shall each serve a term of three (3) years, and each other director shall serve a term of two (2) years. No director shall be prevented from serving consecutive terms.

Section 4. Staggered Initial Terms. To promote continuity of governance, the initial Board seated on the Effective Date of these Bylaws shall serve staggered initial terms as follows: the President shall serve an initial term of three (3) years; the Vice President and the Secretary shall each serve an initial term of two (2) years; and each of the remaining two directors shall serve an initial term of one (1) year. Where a single director holds more than one office (such as Vice President and Treasurer), that director's initial term shall be the longer of the terms associated with the offices held. Thereafter, all offices and director seats shall revert to their standard terms as set forth in Section 3. Each director may stand for reelection at the expiration of their term.

Section 5. Meetings. The Board shall meet at least quarterly, with an annual meeting in the first quarter. Meetings may be in person, by telephone, or electronic means as permitted by Kansas law. A quorum for board meetings shall consist of a majority of the directors then in office. Action shall be taken by majority vote of those present and voting, unless otherwise required by these Bylaws or law. Voting may be conducted in person or by electronic means.

Section 6. Quorum and Voting. A majority of directors then in office shall constitute a quorum. Actions shall be taken by majority vote of those present, unless a greater vote is required by law or these Bylaws.

Section 7. Removal and Vacancies. Directors may be removed with or without cause by a two-thirds vote of the remaining directors or by a two-thirds vote of the non-director members at a special meeting called for that purpose. Vacancies on the Board, whether caused by resignation, death, removal, or expansion of the Board, shall be filled by a majority vote of the remaining directors for the unexpired term.

ARTICLE V — OFFICERS AND DUTIES

Section 1. Officers. The officers shall consist of a President (who shall serve as the Chairman of the Board), Vice President, Secretary, and Treasurer, and such other officers as the Board may from time to time appoint. Consistent with K.S.A. 17-6302, any number of offices may be held by the same person, except that the President and Secretary shall not be held concurrently by the same individual. In the event of resignation, incapacity, or removal of an officer mid-term, the Board shall appoint a successor to serve the remainder of the term. Pending such appointment, the duties of the President shall be performed by the Vice President; the duties of the Vice President by the Secretary; and the duties of the Secretary or Treasurer by a director designated by the Board.

President. The President shall preside at all meetings, oversee operations, appoint committee chairs, and represent the Corporation publicly.

- Officially represents CCF in all business matters.

- Conducts both general and Board meetings.
- Casts a vote to break a tie vote of the Board or when necessary to meet a quorum.

Vice President. The Vice President shall assist the President and assume duties in the President's absence.

- Preside over meetings in the absence of the President.
- Act as Parliamentarian and Sergeant-at-Arms for all Board meetings.
- Other duties as assigned by the President or the Board.

Secretary. The Secretary shall record minutes, maintain records (including member lists), send notices, and handle correspondence.

- Maintain and update membership records.
- Preside over meetings in the absence of the President and Vice President.
- Other duties as assigned by the President or the Board.

Treasurer. The Treasurer shall manage financial records, prepare budgets, oversee deposits and disbursements, ensure tax filings, and report on finances at meetings. The Treasurer shall chair the Finance Committee.

- Oversee the collection and disbursement of all monetary transactions.
- Maintain a documented record of all monetary transactions.
- Maintain records of individual donors and provide annual acknowledgement of donations to donors as required by the IRS.
- File appropriate tax documentation.
- Act as primary signatory on all financial accounts.
- Submit regular financial reports to the Board.
- Oversee the Finance Committee.
- Preside over meetings in the absence of all other officers.
- Other duties as assigned by the President or the Board.

Section 2. Compensation. Officers and directors shall serve without compensation but may be reimbursed for reasonable expenses incurred in the performance of their duties, subject to Board approval.

Section 3. Execution of Instruments. The Board may authorize officers to execute contracts, checks, or other instruments on behalf of the Corporation.

Section 4. Emergency Powers. In the event of an emergency (e.g., natural disaster affecting camp operations), the President, or in their absence, the Vice President, may take actions necessary to protect the Corporation's assets and youth participants, subject to ratification by the Board at the next meeting.

ARTICLE VI — COMMITTEES

Section 1. Authority. The Board may establish standing or special committees to assist in managing the Foundation's operations. Committees shall report to the Board and have no independent authority unless delegated.

Section 2. Composition and Procedures. Each committee shall consist of at least two members, including at least one director as chair (appointed by the President); provided that the initial committee chairs serving on the Effective Date are appointed by the sole initial director through the organizational action by written consent. Committees may include non-members for expertise. Meetings may be held electronically, with minutes kept and reported to the Board.

Section 3. Standing Committees. The following standing committees shall be established:

- **Finance Committee**: Oversees budgeting, audits, financial reporting, and fundraising (chaired by the Treasurer).
- **Events Committee**: Coordinates youth programs, camping events, conservation activities, fundraisers, and partnerships with Scouting America.
- **Service Committee**: Manages land maintenance, capital improvements, risk management, safety, and youth protection policies. Plans and executes a minimum of two Service Weekends each year.

Section 4. Special Committees. The President may appoint ad hoc committees for specific needs, such as emergencies, nominations, or events.

ARTICLE VII — RISK MANAGEMENT AND YOUTH PROTECTION POLICIES

Section 1. Adoption of Policies. The Board shall adopt and regularly review written policies on safety, youth protection, land use, and insurance, aligned with Scouting America standards.

Section 2. Youth Protection. All activities involving minors shall comply with the Scouting America Guide to Safe Scouting and Youth Protection Training requirements, as updated from time to time, including mandatory Youth Protection Training and criminal background checks for all adults interacting with youth.

Section 3. Insurance. The Corporation shall maintain liability, property, and other insurance as deemed necessary by the Board.

Section 4. Supremacy. In case of conflict, these Bylaws prevail over policies.

ARTICLE VIII — LAND USE AUTHORIZATION AND CONTROL

Section 1. Board Authority. All use of Corporation property is subject to Board approval.

Section 2. Permitted Use. The Board may authorize use by Scouting America, youth groups, or the public under written agreements specifying conditions.

Section 3. Restrictions. Users must comply with safety, environmental, and insurance requirements. All land use and programs will comply with current Scouting America Guide to Safe Scouting and Youth Protection policies. Permissions are revocable and create no property rights.

ARTICLE IX — FISCAL MATTERS

Section 1. Fiscal Year. The fiscal year shall end on December 31.

Section 2. Books and Records. The Corporation shall maintain accurate and complete financial records in accordance with generally accepted accounting principles applicable to nonprofit organizations. The Board shall review the Corporation’s financial statements annually. An independent audit by a certified public accountant shall be required for any fiscal year in which the Corporation’s gross revenues equal or exceed Five Hundred Thousand Dollars ($500,000), or as otherwise required by law, grant agreement, or lender requirement. The Board may, in its discretion, commission an audit, review, or compilation for any fiscal year regardless of revenue.

ARTICLE X — CONFLICT OF INTEREST

The Corporation has adopted a separate Conflict of Interest Policy, which is incorporated by reference. The Board shall require annual disclosure statements from directors and officers. Any director or officer with a financial or personal interest in a matter before the Board shall disclose the interest and recuse themselves from voting on such matter, in compliance with IRS requirements for 501(c)(3) organizations.

ARTICLE XI — INDEMNIFICATION AND LIABILITY PROTECTION

To the fullest extent permitted by Kansas law, the Corporation shall indemnify and hold harmless its directors, officers, employees, and volunteers from any liability, loss, or expense arising from actions taken in good faith on behalf of the Corporation, provided such actions do not constitute willful misconduct or gross negligence. The Corporation may purchase directors and officers liability insurance.

ARTICLE XII — RECORDS INSPECTION AND TRANSPARENCY

Members and directors in good standing shall have the right to inspect the Corporation's books, records, and minutes at reasonable times and for proper purposes, in accordance with K.S.A. 17-6523. Requests shall be made in writing to the Secretary.

ARTICLE XIII — AMENDMENTS

These Bylaws may be amended by a two-thirds vote of the Board, with ratification by a two-thirds vote of the non-director members at the next meeting. Proposed amendments shall be distributed at least 10 days in advance. Following the Board vote, the amendment(s) will be published to the Membership for review and comment for a period of not less than 21 days. If no objections are received, the amendments will be confirmed. If there is an objection, a special meeting will be called and a following vote will occur.

ARTICLE XIV — DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to the federal government, or to a state or local government, for a public purpose.

ADOPTION OF BYLAWS

The undersigned, constituting the initial Board of Directors of The Colbert Camp Foundation, Inc., hereby adopt the foregoing Bylaws as the governing document of the Corporation, effective as of the Effective Date set forth below.

Effective Date: April 20, 2026

Ronald Colbert, President & Director

Signature: ____ Date: ____________________

David Devlin, Vice President, Treasurer & Director
Signature: ____ Date: ____________________

Donald Tennyson, Secretary & Director
Signature: ____ Date: ____________________

Tony Dutton, Director & Service Committee Chair
Signature: ____ Date: ____________________

Kevin Bing, Director & Events Committee Chair
Signature: ____ Date: ____________________

ATTESTATION

I, Donald Tennyson, as Secretary of the Corporation, certify that the above Bylaws were duly adopted by the Board of Directors.

Signature: ____ Date: ____________________

CONFLICT OF INTEREST POLICY

THE COLBERT CAMP FOUNDATION, INC.

Adopted April 20, 2026

Article I — Purpose

The purpose of this Conflict of Interest Policy (the "Policy") is to protect the interests of The Colbert Camp Foundation, Inc. (the "Corporation") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a Director, Officer, or member of a committee with governing board-delegated powers (each an "Interested Person"), or might result in a possible excess benefit transaction. This Policy is intended to supplement, but not replace, applicable federal and state laws governing conflicts of interest applicable to nonprofit and charitable organizations, including Section 4958 of the Internal Revenue Code and K.S.A. 17-6301 et seq.

Article II — Definitions

1. Interested Person. Any Director, Officer, or member of a committee with governing board-delegated powers, who has a direct or indirect Financial Interest, as defined below, is an Interested Person.

2. Financial Interest. A person has a Financial Interest if the person has, directly or indirectly, through business, investment, or family:

- An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;
- A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
- A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A Financial Interest is not necessarily a conflict of interest. A person who has a Financial Interest may have a conflict of interest only if the Board or appropriate committee decides that a conflict of interest exists.

Article III — Procedures

1. Duty to Disclose. In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the Financial Interest and be given the opportunity to disclose all material facts to the Directors and members of committees with governing board-delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists. After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, the Interested Person shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing a Conflict of Interest. If a conflict is determined to exist:

- The Interested Person may make a presentation at the Board or committee meeting, but after such presentation shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement that results in the conflict of interest.
- The President, or Vice President if the President is the Interested Person, shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- After exercising due diligence, the Board or committee shall determine whether the Corporation can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest.
- If a more advantageous transaction or arrangement is not reasonably attainable, the Board or committee shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with such determination, the Board or committee shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Policy. If the Board or committee has reasonable cause to believe an Interested Person has failed to disclose actual or possible conflicts of interest, it shall inform the Interested Person of the basis for such belief and afford the Interested Person an opportunity to explain the alleged failure to disclose. If, after hearing the response of the Interested Person and making such further investigation as may be warranted in the circumstances, the Board or committee determines that the Interested Person has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action, up to and including removal from the Board or Officer position.

Article IV — Records of Proceedings

The minutes of the Board and all committees with Board-delegated powers shall contain:

- The names of the persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest in fact existed.
- The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion (including any alternatives to the proposed transaction or arrangement), and a record of any votes taken in connection with the proceedings.

Article V — Compensation

A voting member of the Board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

No voting member of the Board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI — Annual Statements

Each Director, Officer, and member of a committee with governing board-delegated powers shall annually sign a statement which affirms that such person:

- Has received a copy of this Conflict of Interest Policy;
- Has read and understands the Policy;
- Has agreed to comply with the Policy; and
- Understands the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

Article VII — Periodic Reviews

To ensure the Corporation operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

Article VIII — Use of Outside Experts

When conducting the periodic reviews as provided in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

ADOPTION

This Conflict of Interest Policy was duly adopted by the Board of Directors of The Colbert Camp Foundation, Inc., effective as of the Effective Date set forth below.

Effective Date: April 20, 2026

Ronald Colbert, Director / Initial Secretary
Signature: ____________________________________ Date: _________________

Tony Dutton, Director
Signature: ____________________________________ Date: _________________

Donald Tennyson, Director
Signature: ____________________________________ Date: _________________

Kevin Bing, Director
Signature: ____________________________________ Date: _________________

Dave Devlin, Director
Signature: ____________________________________ Date: _________________

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

I have received a copy of the Conflict of Interest Policy of The Colbert Camp Foundation, Inc., and I have read and understand it. I agree to comply with the Policy. I understand that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I further disclose the following potential conflicts of interest (if none, write "None"):

____

____

____

Name (printed): _____________________________________

Role: _____________________________________

Signature: _____________________________________ Date: _________________

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

THE COLBERT CAMP FOUNDATION, INC.

I have received a copy of the Conflict of Interest Policy of The Colbert Camp Foundation, Inc. (the "Corporation"), and I have read and understand it. I agree to comply with the Policy. I understand that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I further disclose below, to the best of my knowledge, all potential conflicts of interest known to me as of the Effective Date, including any financial interest, business relationship, or family relationship that could, directly or indirectly, benefit from a transaction or arrangement with the Corporation. If none, I have written "None."

Director / Officer Name: Ronald Colbert

Role(s): President & Director; Founder; Sole Initial Director named in the Articles of Incorporation

Disclosed Interests and Relationships:

1. Real property interest — Leavenworth County, Kansas tract. I am a joint-tenant owner (with my spouse, Ashley Colbert, with rights of survivorship) of that certain tract of real property in the Northeast 1/4 of the Northeast 1/4 of Section 16, Township 12 South, Range 21 East of the 6th P.M. in Leavenworth County, Kansas, as conveyed by Eric L. Dove to Ronald Colbert and Ashley Colbert by General Warranty Deed dated May 14, 2025, and recorded May 27, 2025 in the office of the Leavenworth County Register of Deeds as Document No. 2025R03496 (the "Leavenworth Tract"). The Leavenworth Tract is the parcel contemplated to be used by the Corporation for its charitable purposes.

2. Freestate Mobility, LLC — potential affiliated entity. I hereby disclose any direct or indirect ownership, membership, or control interest I may hold in Freestate Mobility, LLC, the entity identified as the donor in the Corporation's Charitable Acknowledgment Letter dated December 30, 2025. I will provide full details of my interest in Freestate Mobility, LLC, and of any transactions or arrangements (past, pending, or proposed) between Freestate Mobility, LLC and the Corporation, to the Board for review under the Conflict of Interest Policy.

3. Pending related-party transactions. The Corporation is reviewing the proper legal and tax treatment of the land and tractor contribution referenced in the Charitable Acknowledgment Letter dated December 30, 2025, including verification of chain of title, execution of any deed transferring the Leavenworth Tract to the Corporation, completion of a qualified appraisal under IRC § 170 and Treas. Reg. § 1.170A-16, preparation of IRS Form 8283 for the donor, and Board ratification under the Conflict of Interest Policy. I will recuse myself from Board voting on the terms of any such transaction and will cooperate with independent Board review.

4. Family relationships. My spouse, Ashley Colbert, is a joint-tenant co-owner of the Leavenworth Tract described above and may have a financial interest in any transaction between the titleholders of that tract and the Corporation.

5. Resident Agent. I serve as the Corporation's Resident Agent of record with the Kansas Secretary of State; the registered office is my personal residence at 9809 Belmont Drive, Lenexa, KS 66227.

Additional disclosures (if any): ____

____

____

I certify that the foregoing disclosures are true and complete to the best of my knowledge, and I agree to update this disclosure promptly if any material change occurs during the year.

Name (printed): Ronald Colbert

Signature: ____

Date: _________________________________

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

THE COLBERT CAMP FOUNDATION, INC.

I have received a copy of the Conflict of Interest Policy of The Colbert Camp Foundation, Inc. (the "Corporation"), and I have read and understand it. I agree to comply with the Policy. I understand that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I further disclose below, to the best of my knowledge, all potential conflicts of interest known to me as of the Effective Date, including any financial interest, business relationship, or family relationship that could, directly or indirectly, benefit from a transaction or arrangement with the Corporation. If none, I have written "None."

Director / Officer Name: David ("Dave") Devlin

Role(s): Vice President, Treasurer & Director; Finance Committee Chair

Disclosed Interests and Relationships:

(If none, write "None".)

____

____

____

____

____

I certify that the foregoing disclosures are true and complete to the best of my knowledge, and I agree to update this disclosure promptly if any material change occurs during the year.

Name (printed): David ("Dave") Devlin

Signature: ____

Date: _______________________________

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

THE COLBERT CAMP FOUNDATION, INC.

I have received a copy of the Conflict of Interest Policy of The Colbert Camp Foundation, Inc. (the “Corporation”), and I have read and understand it. I agree to comply with the Policy. I understand that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I further disclose below, to the best of my knowledge, all potential conflicts of interest known to me as of the Effective Date, including any financial interest, business relationship, or family relationship that could, directly or indirectly, benefit from a transaction or arrangement with the Corporation. If none, I have written “None.”

Director / Officer Name: Donald Tennyson

Role(s): Secretary & Director

Disclosed Interests and Relationships:

(If none, write “None”.)

____

____

____

____

____

I certify that the foregoing disclosures are true and complete to the best of my knowledge, and I agree to update this disclosure promptly if any material change occurs during the year.

Name (printed): Donald Tennyson

Signature: ____

Date: _______________________________

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

THE COLBERT CAMP FOUNDATION, INC.

I have received a copy of the Conflict of Interest Policy of The Colbert Camp Foundation, Inc. (the "Corporation"), and I have read and understand it. I agree to comply with the Policy. I understand that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I further disclose below, to the best of my knowledge, all potential conflicts of interest known to me as of the Effective Date, including any financial interest, business relationship, or family relationship that could, directly or indirectly, benefit from a transaction or arrangement with the Corporation. If none, I have written "None."

Director / Officer Name: Tony Dutton

Role(s): Director & Service Committee Chair

Disclosed Interests and Relationships:

(If none, write "None".)

____

____

____

____

____

I certify that the foregoing disclosures are true and complete to the best of my knowledge, and I agree to update this disclosure promptly if any material change occurs during the year.

Name (printed): Tony Dutton

Signature: ____

Date: ______________________________

ANNUAL CONFLICT OF INTEREST DISCLOSURE STATEMENT

THE COLBERT CAMP FOUNDATION, INC.

I have received a copy of the Conflict of Interest Policy of The Colbert Camp Foundation, Inc. (the "Corporation"), and I have read and understand it. I agree to comply with the Policy. I understand that the Corporation is a charitable organization and that in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

I further disclose below, to the best of my knowledge, all potential conflicts of interest known to me as of the Effective Date, including any financial interest, business relationship, or family relationship that could, directly or indirectly, benefit from a transaction or arrangement with the Corporation. If none, I have written "None."

Director / Officer Name: Kevin Bing

Role(s): Director & Events Committee Chair

Disclosed Interests and Relationships:

(If none, write "None".)

____

____

____

____

____

I certify that the foregoing disclosures are true and complete to the best of my knowledge, and I agree to update this disclosure promptly if any material change occurs during the year.

Name (printed): Kevin Bing

Signature: ____

Date: __________________________________

THE COLBERT CAMP FOUNDATION, INC.

A Kansas Not-for-Profit Corporation

Kansas BEID 10057968 | Federal EIN 41-3290836

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS
IN LIEU OF A SPECIAL MEETING

Rescission of December 30, 2025 Acknowledgment Letter and Authorization of Superseding Acknowledgments

The undersigned, constituting all of the members of the Board of Directors (the "Board") of The Colbert Camp Foundation, Inc., a Kansas not-for-profit corporation (the "Foundation"), acting by unanimous written consent in lieu of a special meeting of the Board pursuant to K.S.A. 17-6518 and the Bylaws of the Foundation, hereby consent to and adopt the following recitals and resolutions with the same force and effect as if adopted at a duly called and held meeting of the Board:

RECITALS

WHEREAS, on December 30, 2025, the Foundation issued a written document captioned "Charitable Acknowledgment Letter" addressed to Ronald Colbert (in certain capacities) and referencing, among other things, a $1,000 cash contribution, a contribution of a real property interest in Leavenworth County, Kansas, and a tractor (the "Original Letter");

WHEREAS, the Board, having reviewed the Original Letter together with the underlying facts and records, including (i) bank records reflecting a $1,000 cash deposit by Ronald Colbert personally on December 30, 2025 to the Foundation's operating account, (ii) the deed of record dated May 14, 2025 and recorded as Document No. 2025R03496 in the real-estate records of Leavenworth County, Kansas, in which Ronald Colbert and Ashley Colbert took title to the subject real property as joint tenants with right of survivorship, and (iii) the facts and circumstances of the physical delivery of a New Holland compact utility tractor and related implements to the Foundation on December 30, 2025, has determined that the Original Letter contains material inaccuracies, including without limitation as to the identity of the donor of each item and the scope and effect of the acknowledgment;

WHEREAS, Section 170(f)(8) of the Internal Revenue Code of 1986, as amended (the "Code"), IRS Publication 1771, and applicable Treasury Regulations contemplate that a donee organization may issue a superseding or corrected contemporaneous written acknowledgment where an earlier acknowledgment is incomplete, incorrect, or otherwise insufficient;

WHEREAS, the Board has been advised by counsel to the Foundation that the issuance of item-specific superseding acknowledgments — together with the orderly remediation of the chain of title to the real property and the preservation of documentation in the Foundation's permanent records — is in the best interests of the Foundation, its donors, and its tax-exempt mission; and

WHEREAS, the Board desires to formally rescind the Original Letter, authorize the issuance of superseding acknowledgments for the $1,000 cash contribution and for the tractor contribution, and provide for the future issuance of a further superseding acknowledgment in respect of the real property contribution upon and after the delivery of a properly executed deed conveying the real property to the Foundation;

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby adopts each of the following resolutions:

RESOLUTIONS

1. Rescission of the Original Letter. The Original Letter dated December 30, 2025 is, and hereby is, **rescinded and withdrawn in its entirety**. The Original Letter shall have no further force or effect as a contemporaneous written acknowledgment under Section 170(f)(8) of the Code or otherwise. The Secretary of the Foundation is directed to retain the Foundation's file copy of the Original Letter, legibly marked "SUPERSEDED — See Board Consent dated [Date of Consent]" across the first page, in the Foundation's permanent corporate records, together with a copy of this Written Consent and each superseding acknowledgment issued pursuant hereto.

2. Superseding Acknowledgment — $1,000 Cash Contribution. The Board hereby authorizes, approves, and directs the issuance of a superseding contemporaneous written acknowledgment, in substantially the form reviewed and approved by the Board and prepared by counsel, acknowledging the receipt on December 30, 2025 of a cash contribution of One Thousand Dollars ($1,000.00) from Ronald Colbert, in his individual capacity, by deposit to the Foundation's operating account ending in 3582.

3. Superseding Acknowledgment — Tractor Contribution. The Board hereby authorizes, approves, and directs the issuance of a superseding contemporaneous written acknowledgment, in substantially the form reviewed and approved by the Board and prepared by counsel, acknowledging the receipt on December 30, 2025 by physical delivery of one (1) New Holland compact utility tractor, together with the New Holland Model 7308 front-end loader and King Kutter rotary cutter delivered therewith, from Ronald Colbert and Ashley Colbert, in their individual capacities.

4. Future Superseding Acknowledgment — Real Property Contribution. Upon and after the delivery to the Foundation of a properly executed, acknowledged, and recorded statutory warranty deed from Ronald Colbert and Ashley Colbert, as grantors, to the Foundation, as grantee, conveying fee simple title to the real property more particularly described in the Original Letter (subject to the timing considerations set forth in counsel's chain-of-title memorandum dated April 2026), the Treasurer, or another officer designated by the Board, is hereby authorized and directed to execute and deliver a further superseding contemporaneous written acknowledgment with respect to such real property contribution, in a form to be prepared by counsel and consistent with the form of the cash and tractor acknowledgments authorized hereby.

5. Form 8283 Section B. The Treasurer is authorized, as an authorized officer of the Foundation within the meaning of Treasury Regulation § 1.170A-16(d)(3), to execute on behalf of the Foundation the Donee Acknowledgment (Part IV) of IRS Form 8283, Section B, as and when tendered by the donor(s) in respect of any non-cash contribution addressed by this Written Consent, upon confirmation that the property description on the Form 8283 accurately reflects the property actually received by the Foundation. Execution of Part IV shall not constitute an agreement by the Foundation with any claimed valuation.

6. Officer Authority; Execution. David Devlin, Treasurer of the Foundation, is authorized to execute and deliver the superseding acknowledgments authorized by Resolutions 2 and 3 above on behalf of the Foundation. In the event of his unavailability, any other officer of the Foundation is authorized to do so. Each officer of the Foundation is authorized to take any and all such further actions, to execute and deliver any and all such further instruments and documents, and to incur such ordinary and necessary expenses, as such officer may determine to be necessary, appropriate, or advisable to carry out the intent and purposes of the foregoing resolutions.

7. Ratification. All lawful acts of the officers and directors of the Foundation taken in good faith in furtherance of or consistent with the foregoing resolutions prior to the date hereof are hereby approved, confirmed, ratified, and adopted as acts of the Foundation.

8. Counterparts; Electronic Signatures. This Written Consent may be executed in any number of counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. Signatures transmitted by electronic means (including PDF or other electronic image file) or applied electronically shall be effective and binding for all purposes. This Written Consent is effective as of the date on which the last of the undersigned directors affixes his signature below.

IN WITNESS WHEREOF, each of the undersigned directors has executed this Unanimous Written Consent as of the date set forth opposite such director's signature.

____

Ronald Colbert
Director, President, and Chief Executive Officer
Date: ____________________, 2026

____

David Devlin
Director and Treasurer
Date: ____________________, 2026

____

Donald Tennyson
Director and Secretary
Date: ____________________, 2026

____

Tony Dutton
Director and Vice President
Date: ____________________, 2026

____

Kevin Bing
Director
Date: ____________________, 2026

Authority: K.S.A. 17-6518 (action of directors by written consent in lieu of meeting). IRS substantiation authority: Section 170(f)(8) of the Internal Revenue Code and IRS Publication 1771 (issuance of superseding or corrected contemporaneous written acknowledgments).

THE COLBERT CAMP FOUNDATION, INC.

A Kansas Not-for-Profit Corporation
9809 Belmont Drive | Lenexa, Kansas 66227
Federal EIN 41-3290836

[Date of Signature: ________________, 2026]

Mr. Ronald Colbert
9809 Belmont Drive
Lenexa, Kansas 66227

Re: Superseding Contemporaneous Written Acknowledgment of Charitable Contribution — Cash Contribution of December 30, 2025

Dear Mr. Colbert:

This letter supersedes and replaces, in its entirety and with respect to the cash contribution described below, that certain Charitable Acknowledgment Letter of The Colbert Camp Foundation, Inc. (the "Foundation") dated December 30, 2025. The Foundation's Board of Directors has determined that the December 30, 2025 letter contained inaccuracies requiring correction, and has directed that superseding acknowledgments be issued in accordance with applicable law.

On behalf of the Foundation, I hereby acknowledge that on December 30, 2025, the Foundation received from you, Ronald Colbert, in your individual capacity, a cash contribution in the amount of One Thousand Dollars ($1,000.00). The contribution was made by deposit into the Foundation's bank account ending in 3582, where it was posted on December 30, 2025 as a counter credit.

No goods or services were provided by the Foundation to you in consideration, in whole or in part, for this contribution. This statement is made for purposes of Section 170(f)(8) of the Internal Revenue Code of 1986, as amended (the "Code").

The Foundation is a Kansas not-for-profit corporation that was incorporated on December 29, 2025 under the name "The Colbert Camp Foundation, Inc." (Kansas Business Entity Identification Number 10057968; Certificate Number 20251229-725730), and that is organized and is to be operated exclusively for charitable, educational, and recreational purposes within the meaning of Section 501(c)(3) of the Code. The Foundation has not yet received a determination letter from the Internal Revenue Service recognizing its exemption under Section 501(c)(3) but intends to apply for such recognition by timely filing IRS Form 1023. If the Internal Revenue Service issues a favorable determination letter, that recognition will, under Treasury Regulation § 1.508-1(a)(2), be effective retroactively to December 29, 2025 (the date of the Foundation's formation), and this contribution will accordingly be deductible in accordance with Section 170 of the Code, subject to the limitations applicable to you at the donor level.

The December 30, 2025 letter also referenced a contribution of a real property interest and a tractor. Those items are not addressed by this acknowledgment and will be the subject of separate, item-specific acknowledgments issued by the Foundation in accordance with applicable law. To the extent any statement in the December 30, 2025 letter relates to the $1,000 cash contribution acknowledged herein, it is superseded by this letter; to the extent it relates to any other item, it remains subject to further review and superseding acknowledgment as described above.

Please retain this letter with your federal income tax records for the 2025 taxable year. Section 170(f)(8) of the Code requires that, to claim a charitable contribution deduction for a contribution of $250 or more, you obtain and retain a contemporaneous written acknowledgment such as this one no later than the earlier of (i) the date you file your return for the year of contribution or (ii) the due date (including extensions) of such return. This letter is intended to serve as that contemporaneous written acknowledgment for federal income tax purposes.

If you have any questions, please contact the Foundation at the address above.

Sincerely,

David Devlin
Treasurer
The Colbert Camp Foundation, Inc.

IRS Substantiation Notice: This document is provided as a contemporaneous written acknowledgment under Section 170(f)(8) of the Internal Revenue Code and IRS Publication 1771. The Foundation does not assign a dollar value to non-cash contributions; valuation is the donor's responsibility and must be supported by a qualified appraisal where required by Section 170(f)(11) and Treasury Regulations promulgated thereunder.

THE COLBERT CAMP FOUNDATION, INC.

A Kansas Not-for-Profit Corporation
9809 Belmont Drive | Lenexa, Kansas 66227
Federal EIN 41-3290836

[Date of Signature: ________________, 2026]

Mr. Ronald Colbert and Mrs. Ashley Colbert
9809 Belmont Drive
Lenexa, Kansas 66227

Re: Superseding Contemporaneous Written Acknowledgment of Charitable Contribution — Tractor Contribution Delivered December 30, 2025

Dear Mr. and Mrs. Colbert:

This letter supersedes and replaces, in its entirety and with respect to the tractor contribution described below, that certain Charitable Acknowledgment Letter of The Colbert Camp Foundation, Inc. (the “Foundation”) dated December 30, 2025. The Foundation’s Board of Directors has determined that the December 30, 2025 letter contained inaccuracies requiring correction, and has directed that superseding acknowledgments be issued in accordance with applicable law.

On behalf of the Foundation, I hereby acknowledge that on December 30, 2025, the Foundation received from you, Ronald Colbert and Ashley Colbert, in your individual capacities, by physical delivery, the following items of tangible personal property (collectively, the “Tractor”):

Description of contributed property:

> One (1) 2003 New Holland Model TC29D HST compact utility tractor (Tractor No. G040629; Engine No. 82268; Transmission No. 2M52286), with a New Holland Model 7308 front-end loader (Serial No. YL322336) mounted thereon at the time of contribution, and one (1) King Kutter rotary cutter (brush hog) delivered with and accompanying the tractor, the model designation and serial number of which were not legible or otherwise ascertainable at the time of contribution, together with any other attachments, implements, or accessories delivered with the unit.

The Tractor (including the tractor itself, the mounted front-end loader, and the rotary cutter described above) was acquired by you, in a single transaction, contemporaneously with your acquisition of the real property located at 00000 Loring Road, Linwood, Kansas 66052 (a tract in the Northeast Quarter of the Northeast Quarter of Section 16, Township 12 South, Range 21 East of the 6th P.M. in Leavenworth County, Kansas), pursuant to your purchase from Eric L. Dove, which closed on May 16, 2025 (Alpha Title Guaranty, Inc., File No. 212540149).

No goods or services were provided by the Foundation to you in consideration, in whole or in part, for this contribution. This statement is made for purposes of Section 170(f)(8) of the Internal Revenue Code of 1986, as amended (the “Code”).

The Foundation is a Kansas not-for-profit corporation that was incorporated on December 29, 2025 (Kansas Business Entity Identification Number 10057968; Certificate Number 20251229-725730), and that is organized and is to be operated exclusively for charitable, educational, and recreational purposes within the meaning of Section 501(c)(3) of the Code. The Foundation has not yet received a determination letter from the Internal Revenue Service recognizing its exemption under Section 501(c)(3) but intends to apply for such recognition by timely filing IRS Form 1023. If the Internal Revenue Service issues a favorable determination letter, that recognition will, under Treasury Regulation § 1.508-1(a)(2), be effective retroactively to December 29, 2025 (the date of the Foundation's formation), and this contribution will accordingly be deductible in accordance with Section 170 of the Code, subject to the limitations applicable to you at the donor level.

Intended use by the Foundation. The Foundation intends to use the Tractor directly in furtherance of its charitable, educational, and recreational purposes, including without limitation for the maintenance, improvement, and preparation of the real property described above as it is used for outdoor youth programs, camping, and related activities. The Foundation's use of the Tractor is intended to be related to the purpose or function constituting the basis for its exemption under Section 501(c)(3), within the meaning of Section 170(e)(1)(B) of the Code.

Independent valuation. Consistent with IRS Publication 1771, the Foundation does not assign a dollar value to non-cash contributions. Valuation of the Tractor is your responsibility as donor and, if and to the extent that the claimed deduction for non-cash contributions (other than publicly traded securities) exceeds $5,000, must be supported by a qualified appraisal from a qualified appraiser and by IRS Form 8283, Section B, in accordance with Section 170(f)(11) of the Code and Treasury Regulation § 1.170A-16. The Foundation's Treasurer (or other authorized officer) will sign Form 8283, Part IV, upon review and confirmation that the description above is accurate.

Please retain this letter with your federal income tax records for the 2025 taxable year. Section 170(f)(8) of the Code requires that, to claim a charitable contribution deduction for a contribution of $250 or more, you obtain and retain a contemporaneous written acknowledgment such as this one no later than the earlier of (i) the date you file your return for the year of contribution or (ii) the due date (including extensions) of such return. This letter is intended to serve as that contemporaneous written acknowledgment for federal income tax purposes.

If you have any questions, please contact the Foundation at the address above.

Sincerely,

____

David Devlin
Treasurer
The Colbert Camp Foundation, Inc.

IRS Substantiation Notice: This document is provided as a contemporaneous written acknowledgment under Section 170(f)(8) of the Internal Revenue Code and IRS Publication 1771. The Foundation does not assign a dollar value to non-cash contributions; valuation is the donor's responsibility and must be supported by a qualified appraisal under Section 170(f)(11) where the claimed deduction exceeds $5,000.