



2023 Annual Board Meeting

Abridged Minutes | Coleus Inc.

General Information

Date: February 16, 2023

Present Directors: 5

Absent Directors: 0

Directors In Attendance

Christine Belance, Director

Starr May, Director

Emily Mikovch, Director

Lola Obielodan, Director

Nessa Unseld, Director

New Business

Reviewal & Finalization of Corporate Bylaws

- Drafted Articles 1 (Definitions), 2 (Purpose and Objectives), 3 (Nondiscrimination Policy), 4 (Indemnification), 6 (Officers), 7 (Meetings), 8 (Books and Records), 9 (Miscellaneous), and 10 (Amendments to the Bylaws) accepted by unanimous vote prior to meeting adjournment
- Drafted Article 5 (Board of Directors) was decided by unanimous vote to be incomplete and to be approved in the future—by majority vote—upon the addition of:
 - A. Language in Section 5.04 (Director Qualifications) requiring director candidates to possess no [non-exonerated] convictions of hate crimes or felony crimes against minors.
 - B. A provision, most likely under section 5.08 (Removal of Board Members), which prohibits forgery by directors of another director’s signature or other forms of consent either by expressly forbidding this forgery or by naming this forgery as grounds for immediate dismissal.

Reviewal & Finalization of Corporate Conflict of Interest Policy

- The drafted Conflict of Interest Policy was, by unanimous vote, accepted and set into effect.

Appointment of Secretary

- Nessa Unseld was appointed the officer role of Secretary, the responsibilities of which are defined in Article 6 (Officers) of the Corporate Bylaws.

Old Business

Update on the Development of the Coleus Academy Website

- The Coleus Academy website will be housed at the coleusacademy.org domain. While the website is being developed, the page will display a “Coming Soon” page.