

# **NEW CONSCIENCE PRODUCTIONS, CORP**

## **A Non-Profit Entity**

### **BYLAWS**

#### **Article I: Name and Purpose**

Section 1. Name: The name of this non-profit corporation shall be "New Conscience Productions, Corp" (hereinafter referred to as the "Corporation").

Section 2. Purpose: The purpose of the Corporation is to bring awareness to alternative healing music, promote its benefits, and support its growth and development. The Corporation shall engage in activities such as organizing events, concerts, workshops, and performances, producing, and distributing educational materials, fostering collaborations, and any other activities deemed necessary to achieve its purpose within the scope of a non-profit organization. The purpose of the Corporation is limited to the requirement of the A26 code specifically pertains to organizations involved in music-related activities, including promoting, educating, and supporting the understanding and appreciation of music.

#### **Article II: Governance and Structure**

Section 1. Board of Directors: The Corporation shall be governed by a Board of Directors (hereinafter referred to as the "Board"). The Board shall be responsible for the overall management and direction of the Corporation. The initial Board shall consist of three directors, who shall serve until their successors are duly elected and qualified.

Section 2. Meetings: The Board shall hold regular meetings at least once per year and may also hold special meetings as necessary. Notice of meetings shall be provided to all directors in writing ten days prior to the meeting. Meetings may be conducted in person or via remote communication methods, such as video conferencing.

Section 3. Quorum and Voting: A majority of the directors currently in office shall constitute a quorum for the transaction of business at any meeting. Decisions of the Board shall be made by a majority vote of the directors present, except where otherwise specified in these bylaws.

Section 4. Committees: The Board may establish committees as deemed necessary to assist in carrying out the Corporation's mission. Committee members shall be appointed by the Board and shall have the authority and responsibilities defined by the Board.

### **Article III: Officers**

Section 1. Officers: The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer, and any additional officers deemed necessary by the Board. The officers shall be elected by the Board and shall serve for a term of [insert term length], or until their successors are duly elected and qualified.

Section 2. Duties of Officers: The officers shall have the following duties and responsibilities:

a) President: The President shall provide leadership to the Board, preside over meetings, represent the Corporation in official matters, and perform other duties as assigned by the Board.

b) Vice President: The Vice President shall assist the President in carrying out their duties and shall perform the duties of the President in their absence.

c) Secretary: The Secretary shall be responsible for keeping accurate records of meetings, maintaining corporate records, and handling correspondence on behalf of the Corporation.

d) Treasurer: The Treasurer shall oversee the financial affairs of the Corporation, maintain financial records, prepare financial reports, and ensure compliance with applicable laws and regulations.

### **Article IV: Amendments**

Section 1. Amendment Process: These bylaws may be amended by a two-thirds majority vote of the Board at any regular or special meeting. Proposed amendments shall be provided to all directors in writing at least 10 days prior to the meeting.

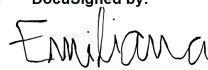
Section 2. Certification: Any amendments to these bylaws shall be certified by the Secretary and maintained in the Corporation's records.

## Article V: Dissolution

Section 1. Dissolution: In the event of the Corporation's dissolution, any remaining assets shall be distributed to one or more non-profit organizations with similar purposes as determined by the Board.

Section 2. Indemnification: To the fullest extent permitted by law, the Corporation shall indemnify its directors, officers, employees, and agents against any liabilities incurred in the course of carrying out their duties on behalf of the Corporation, except in cases of gross negligence or willful misconduct.

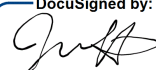
These bylaws are adopted by the Board of Directors of New Conscience Productions, Corp on this 25th day of July 2023.

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Emiliana Molina

Secretary

July 29, 2023 | 15:11:29 EDT

DocuSigned by:  
  
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Jeannine Gaslonde

President

July 26, 2023 | 21:46:13 EDT