

BY-LAWS
of
KONTUM HOSPITAL FUND, INC.

I

The name of this corporation shall be KONTUM HOSPITAL FUND, INC.

II

The purpose of this corporation is to promote public interest in the operation of Minh Quy Hospital or Hospitals and/or Clinics in Kontum Province, South Viet Nam, and to solicit and receive gifts and grants of money and property of every kind and to administer the same in connection with the financial support of and for the use of Minh Quy Hospital or Hospitals and/or Clinics in Kontum Province, South Viet Nam. If the corporation is unable to fulfill this purpose, funds are to be disbursed to any Hospitals or Clinics for medical aid to the Montagnard people of South Viet Nam.

In the event the forgoing is impossible, or in the event of dissolution of this corporation, the assets are to be contributed, at the discretion of the Board of Trustees, to any tax deductible charity.

III

The governing body of this corporation shall be a Board of Trustees consisting of up to eleven members who shall be elected by a majority vote of the retiring Board of Trustees at its annual meeting, said board to serve for a term of one year. Vacancies may be filled at any regular or special meeting. Voting on a new proposed board member shall be at the next meeting following proposal and discussion of a new board member.

IV

Trusteeship in this corporation is open to persons of good moral character, of the age of 21 years or over, upon a motion sponsored by two members of the Board of Trustees, and a vote of a majority of the Board of Trustees. The Board of Trustees may suspend or drop from its rolls any member for misconduct injurious to the character of this organization, or who, after a reasonable period of membership, does not, in the opinion of the Board of Trustees, contribute to the furtherance of the purposes for which this organization is founded, or who misses three consecutive regular or special Board meetings. Any member may resign on written notice thereof to the Board of Trustees.

The annual meeting of this corporation shall be held at its principal office or such other place as is designated by the Board of Trustees in its notice of such meeting. Said meeting shall be held on the 2nd Monday of January, each year. Notices of such election shall be sent to all members giving the date, time, and place of such election meeting. Within thirty days after their election, the Board of Trustees shall elect the officers of this corporation who shall serve for a period of one year from the date of such appointment.

VI

There shall be a president, vice president, secretary, and treasurer, who shall be elected by the Board of Trustees and serve for a period of one year.

VII

The president shall act as the agent for the Board of Trustees and perform such functions as the Board may from time to time direct.

The vice president shall assist the president and perform all the duties of the president in case of disability or absence of the president.

The secretary shall receive and transmit all correspondence involving the affairs of this corporation and keep records of all the meetings thereof and perform such other functions as determined from time to time by the Board of Trustees.

The treasurer shall be custodian of all the funds received by the corporation and administer them under the direction of the Board of Trustees. He shall direct the keeping of books of account and shall submit them together with all his other records and papers to the Board of Trustees when required to do so.

VIII

There shall be an Executive Committee who shall consist of the President, Vice President, Treasurer and/or one other member elected by a majority of the Board of Trustees. The Executive Committee shall be vested with the management and operation of this corporation and a simple majority of the members of the Executive Committee shall be sufficient to constitute a quorum for the purpose of doing business. Election of trustees to the Executive Committee shall take place immediately following the election of officers at the annual meeting. The Executive Committee shall meet as necessary as determined by the President.

IX

There shall be an Advisory Board of Trustees. Membership to the Advisory Board shall be by majority election of the Board of Trustees. Membership is to be composed of people who have an expressed interest in supporting the Minh Quy Hospital and through their position and experience may contribute to this end. This board shall have advisory powers only. Members shall be invited to all regular Board of Trustee meetings. There shall be an annual joint Board of Trustees and Advisory Board meeting. This meeting shall be underwritten by the corporation.