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Here for Oregon. Here for Good.

March 20, 2008

Mr. Peter Sikora Advisory Committee Member Giustina Resources PO Box 529 Eugene, OR 97440-0529

RE:

Oregon Society of American Foresters Subfund of the Oregon Natural

Resources Fund

Dear Peter:

GAC/kab

Enclosure

We are extremely pleased to have established The Oregon Society of American Foresters Subfund of the Oregon Natural Resources Fund. Your copy of the fully executed fund agreement is enclosed for your files.

Thank you for your help in creating this fund. Please give our office a call should you have any questions.

President

Gregory A. Chaillé

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Sincerely,

Gregory A. Chaillé

President



FUND DECLARATION

Oregon Society of American Foresters Endowment Subfund of the Oregon Natural Resources Education Fund

THE OREGON COMMUNITY FOUNDATION, an Oregon nonprofit corporation ("OCF"), hereby establishes a subfund of the Oregon Natural Resources Education Fund, subject to the following conditions:

- 1. Any and all assets transferred to OCF under this agreement shall be designated by OCF as the Oregon Society of American Foresters Endowment Subfund (the "Subfund") of the Oregon Natural Resources Education Fund (the "Fund"). OCF in its discretion may account for the Subfund for financial reporting purposes either as a separate fund or as part of the Fund.
- 2. The assets of the Subfund may be commingled with other OCF property for investment purposes.
- 3. The Subfund is intended to be and shall be administered as a component fund (or a portion of a component fund) of OCF and shall be subject to the OCF declaration creating the Fund and OCF's articles of incorporation and bylaws, as amended from time to time (including without limitation the provisions thereof authorizing OCF to vary or modify restrictions or conditions that it believes are unnecessary, incapable of fulfillment, or inconsistent with the charitable, educational, and scientific needs of the state of Oregon), and the terms of this agreement shall be construed and applied in all respects in a manner not inconsistent with OCF's articles of incorporation and bylaws. The assets of the Subfund shall be held and owned by OCF in its corporate capacity, and shall not be deemed to be held by OCF as trustee of a separate trust for ONREFA or any other party.
- 4. OCF shall distribute not less often than annually an appropriate percentage of the fair market value of the Subfund for the charitable purposes described in paragraph 5. Such percentage shall be the percentage determined from time to time by the board of directors of OCF under its grant percentage payout policy for permanent funds. In determining such percentage, the board of directors of OCF will consider the expected total return on the investments of the permanent funds of OCF, the desirability of maintaining the real value of the permanent funds of OCF, and any and all other factors which it deems relevant in its sole discretion. In no event will such percentage be less than a reasonable rate of return.

- 5. OCF shall make charitable distributions from the Subfund for charitable purposes to Oregon public or private high schools that commit to provide educational opportunities in the field of forestry, which will integrate wood products, silviculture, fisheries, wildlife, water, soils, recreation, and the management of other forest-related natural resources of Oregon.
- 6. Before making any charitable distribution from the Subfund, OCF shall consult with and seek the advice of an advisory committee consisting of persons selected by OCF, the initial members of which will be Pete Sikora, Eric Kranzush, and Foxie Proctor. Additional or replacement members will be selected by OCF after consulting with the existing committee members. Prior to each of OCF's funding cycles, OCF shall ask the advisory committee for recommendations regarding distributions pursuant to paragraph 4. Recommendations shall not include any pledge, obligation, or membership subscribed to by an advisor, or any purpose for which an advisor receives benefit.
- 7. OCF may at the request of the advisory committee make distributions from the Subfund in addition to those provided in paragraph 4 if in the sole judgment of the board of directors of OCF the requested distribution is consistent with the objects and purposes of the Subfund and with the charitable, educational, and scientific needs of the state of Oregon.
- 8. Unless OCF receives instructions to the contrary, all charitable distributions form the Subfund shall be identified to the beneficiaries as coming from the Fund and OCF.

DATED: 2/22 , 2008.

THE OREGON COMMUNITY FOUNDATION

By: Gregory A. Chaillé, President