

**BY-LAWS
OF THE
NATIONAL CREDIT REPORTING ASSOCIATION, INC.
d/b/a NATIONAL CONSUMER REPORTING ASSOCIATION
and/or NCRA**

**ARTICLE ONE
OFFICES**

The principal office of National Credit Reporting Association, Inc., d/b/a National Consumer Reporting Association and/or NCRA (an IN 501-C6 non-profit corporation referred to as the "Corporation") shall be located at 701 East Irving Park Road, Suite 306, Roselle, Illinois, 60172. The Corporation may have such other offices, either within or without the State of Illinois, as the Board of Directors may determine from time to time.

**ARTICLE TWO
MEMBERS**

Section 1. Membership in the Corporation shall be divided into five classes:

CHARTER MEMBER (Closed as of 12/31/1995)
CERTIFIED MEMBER
GENERAL MEMBER
ASSOCIATE MEMBER
HONORARY MEMBER

Section 2. Membership in the Corporation shall be granted to a business entity, which shall include, but not be limited to, corporations, partnerships, agencies and individuals. Associations may not be members.

Section 3. Applicants for General, Certified or Associate membership classes will be required to fully and accurately complete the Corporation's new member application and comply with all requests described in such new member application.

Section 4. Honorary Membership in the Corporation shall be by appointment only.

Qualifications for Charter Membership – Closed

Section 5. A Certified Member that demonstrates its commitment to the formation of the Corporation by donating start-up money in the amount of one thousand dollars (\$1,000.00) or more, and is responsible for bringing into the Corporation at least two (2) certified members by December 31, 1995 will be identified as a Charter Member.

Qualifications for Certified and General Membership

Section 6. (a) A Certified Member shall continue to demonstrate good character, ethics, credit and community standings, and actively solicit and complete Consumer Reports of Mortgage Credit Reports, Tenant Screening Reports, and/or Employment Screening Reports. A Certified Member must be a consumer reporting agency and demonstrate business practices and procedures in compliance with the Fair Credit Reporting Act and other applicable state and local credit statutes and regulations. A Certified Member must also comply with standards established for Consumer Reports as defined for mortgage use by HUD, FmHA, VA, Fannie Mae or Freddie Mac or any other applicable regulatory or government agency.

(b) A Certified Member shall, for a minimum period of two years, maintain continuous business in the completion of Consumer Reports under the same ownership as listed on the original membership application.

(c) A Certified Member shall satisfactorily demonstrate, through a personal interview with a member of the Membership Committee or a Corporation staff member, knowledge of consumer reporting procedures, a client reference recommendation and that all consumer reports meet industry and FCRA standards.

(d) A General Member shall continue to demonstrate good character, ethics, credit and community standings, and be actively engaged in the consumer reporting business. A General Member must be a consumer reporting agency and demonstrate business practices and procedures in compliance with the Fair Credit Reporting Act and all other applicable state and local statutes and regulations.

(e) A General Member shall have an owner or manager who has been in business for a minimum period of two years. A General Member that has been in good standing for two years under the same business name and ownership is eligible to be reclassified as a Certified Member.

(f) All Members (other than Honorary Members) shall pay membership dues as required and described in the Dues Section.

(g) A consumer reporting agency that compiles and maintains files on consumers on a nationwide basis, or its subsidiaries, is not eligible for membership as Certified or General Members.

Qualifications for Associate Membership

Section 7. (a) An Associate Member shall demonstrate good character, ethics, credit and community standings and shall be one of the following:

i. A prospective member that compiles and maintains files on consumers on a nationwide basis, or its subsidiaries, and that otherwise qualifies for Certified or General Membership in every respect.

ii. A prospective Associate Member includes the following activities that are associated with consumer reporting.

1. Engaged in providing services within the United States to consumer reporting agencies assisting or supporting the collecting, maintaining or reporting of consumer information.

2. Engaged in the regulation or supervision of consumer reporting on a national, state or local level within or without the United States.

3. Engaged in providing consumer reports to users outside of the United States and the prospective Associate Member is headquartered and operates outside of the United States.

(b) An Associate Member shall pay membership dues as required and described in the Dues Section.

(c) An Associate Member shall be entitled to all privileges of the Corporation except those of voting and holding office.

Qualifications for Honorary Membership

Section 8. (a) A person who has performed a distinguished service to the consumer reporting industry may be elected by the Board of Directors to Honorary Membership of this Corporation for a period of one (1) year. Thereafter, that person may be re-elected annually.

(b) An Honorary member shall neither pay application fees nor membership dues, and shall be entitled to all privileges of the Corporation except those of voting and holding office.

Admission to Membership and Resignation

Section 9. Prospective Certified and General Members shall be considered for membership by the following procedure:

(a) The Membership application must be completed by the Prospective Member and be delivered to the Corporation office with the membership application fee for consideration.

(b) The Membership Committee shall conduct its investigation of the prospective member and approve or disapprove the applications for membership.

(c) The Membership Committee shall notify the applicant and the Corporation office of its decision.

(d) Approved applicants for Membership must receive a two-thirds (2/3) positive vote of the Membership Committee.

(e) Those applicants who are not approved for Membership may request a review by the Board of Directors of the Membership Committee's decision.

(f) Proposed Membership applications shall be reviewed and investigated by the Membership Committee, and action shall be completed within thirty (30) days of receipt of the application.

Section 10. Prospective Associate Members shall be considered for election to membership under the following procedure:

(a) The Membership application must be completed by the Prospective Associate Member and be delivered to the Corporation's office with the membership application fee for consideration.

(b) The Membership Committee shall conduct its investigation and approve or disapprove applications for membership.

(c) The Membership Committee shall notify the applicant of its decision.

Section 11. Membership resignation shall be submitted to the Membership Committee and shall become effective upon acceptance of the Committee. No dues or other payments shall be refunded. Prior indebtedness shall be due and payable

Section 12. Memberships are transferable. Upon the resignation, the bankruptcy, the change of ownership of the member or the termination of membership, the former member must comply with each admission requirement of these by-laws. After the change of ownership of a member company the membership may be transferred to the new ownership, unless the new owner is already a member (in which case the next sentence of this section shall not apply). To facilitate this transfer the new ownership must submit new officer and management biographies, all other applicable background information, and payment of a transfer fee equal to the new member application fee to the membership committee for approval of the membership transfer.

Discipline

Section 13. A Charter, Certified, General or Associate Member which fails to meet and maintain the standards and qualifications required of Certified Membership shall, at the direction of a majority vote of the Board of Directors, stand suspended, or have its membership revoked and shall be notified, in writing, by the Secretary.

Such suspended Member, upon making application for reinstatement to the Board of Directors, may, by two-thirds (2/3) vote of the Board of Directors, be reinstated. Revoked members may not reapply for membership for at least a period of one year.

The Board of Directors may discipline its members pursuant to a disciplinary policy duly adopted by the Board.

Dues and Membership Fees

Section 14. The Board of Directors shall have the authority to set rates for dues, establish charges for services and set up special funds for special purposes. This applies to all Corporation dues, fees, programs and special assessments, whether billed in advance or arrears.

Dues for all classes of membership shall be at a rate which shall be determined and adjusted, from time to time, by the Board of Directors. The rate for Chartered, Certified, General and Associate Member dues shall be determined by the gross revenues of all offices owned by the member organization, in order to adhere to the policy of one membership/one vote for each member organization.

Section 15. (a) New members shall be required to pay a complete year membership dues upon approval of their application.

(b) Each year Certified and General Members shall complete a dues questionnaire from which Certified and General Member's correct annual dues will be determined. Certified and General members shall return dues questionnaire within 30 days of receipt of same.

(c) After the member's initial year of membership dues are payable in advance on either a quarterly, semi-annual or annual basis. Dues are payable when billed, and are considered past due thirty (30) days after the billing date.

(d) Each member of the Corporation who chooses to have Corporation publications sent to more than one office shall pay an additional per-office charge per year that will be determined and adjusted, from time to time, by the Board of Directors.

Section 16. Each member in good standing, except Associate Members shall be entitled to one (1) vote on each matter submitted to a vote of the members.

ARTICLE THREE MEETINGS OF THE MEMBERS

Section 1. **Annual Meeting.** An annual meeting of the members shall be held at such time and place as may be designated by the Board of Directors.

Section 2. **Special Meetings.** Special meetings of the members may be called by the President, a majority of the Board of Directors or not less than one-tenth (1/10) of the members having voting rights, at the principal office of the Corporation. If all of the members shall meet at any time and place, either within or without the State of Illinois, and consent to holding a meeting, such meeting shall be valid without a call or notice, and at such meeting any corporate action may be taken.

Section 3. **Notice of Meetings.** Written or printed notice stating place, day and hour of any meeting of members shall be delivered either personally, by mail, facsimile, or email to each member entitled to vote at such meeting, not less than thirty (30) days, nor more than sixty (60) days, before the date of such meeting, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting. In case of a special meeting, or when required by statute or these by-laws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the records of the Corporation, with postage thereon prepaid.

Section 4. **Informal Action by Members.** Any action required by law to be taken at a meeting of the members, or any action that may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all members entitled to vote with respect to the subject matter thereof. Section

Section 5. **Quorum.** Members holding fifty-one percent (51%) of the votes that may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of the members, a majority of the members present may adjourn the meeting, from time to time, without further notice.

Section 6. **Voting by Mail.** Any action or election that requires the vote of the membership may be conducted by U.S. mail, facsimile, or email in such a manner as the Board of Directors shall determine.

Section 7. **Voting by Proxy.** Will not be allowed.

ARTICLE FOUR BOARD OF DIRECTORS

Section 1. **General Powers.** The affairs of the Corporation shall be managed by its Board of Directors. Directors need not be residents of the State of Indiana, and need not be members of the Corporation.

Section 2. **Number, Balance and Tenure.** The number of directors shall be a minimum of nine (9), a maximum of eleven (11); and shall specifically include the President, Vice-President, Secretary, Treasurer and up to seven (7) Directors, divided into three (3) classes for the annual election. The number of directors are to be divided as equally as possible into three (3) categories: mortgage credit reporting (MR) and resident screening companies (RS) or companies that offer both, a dual segment company (DS). DS companies shall be designated as neutral for board balance purposes of this Section 2. A DS member company will have a business model that consists of at least 1/3 of the company revenues from both resident screening and mortgage reporting operations.

A balanced board is one in which no category of membership, MR or RS holds a majority of the seats on the Board of Directors by more than one (1) director. Honorary Directors shall be considered the same as DS, which is neutral for purposes of this Section 2. This balance requirement must be met by the end of the 2022 election.

The Secretary of the Corporation shall not be a voting member of the Board of Directors, if he/she is an agent or an employee of the Corporation and election thereto shall not confer the benefits of, or constitute, a contract of employment of such person. The terms of each class shall be for a period of three years, with the terms of one class expiring each year, provided however that the term of the President shall be extended for a year period, in the event that such persons term would have otherwise expired at the end of the year in which such person was President Elect.

Section 3. **Qualifications and Responsibilities.** To be qualified to serve as a Director, an individual must be an executive with a member organization in good standing with the Corporation (if a member of the corporation). The owner or executive in charge must determine who in the member organization is eligible for consideration as a member of the Board of Directors based on the below minimum criteria that shall be met for each proposed Director, be a CRA Member owner, executive or in management position with full support of the owner member, and meet three of the following four requirements:

1. Have a minimum of 5 years in the consumer reporting industry with specific Mortgage Credit Reporting or Resident Screening operations, compliance, or sales experience;
2. Have actively served (attended at least 70% of the committee meetings) on a NCRA committee for at least two years and/or at least one year as a committee chair or co-chair;
3. Attended a minimum of two annual NCRA conferences; and

4. Have a verifiable history via NCRA committee records, resume, C.V. and/or LinkedIn activity available for verification of the above criteria and to be used in the election ballot bio.

This person must agree to accept the responsibilities of the office, including the execution of a non-disclosure agreement and other agreements as determined by the Board of Directors to properly outline a director's commitment to and conflict free service to the Corporation.

The responsibilities of a member of the Board of Director include being active in the Corporation and attendance at each meeting (including the annual in person Board of Directors meeting as part of the annual conference) during the term of office. A Director must not miss more than two successive meetings and three meetings in any rolling 12 month period unless approved by a vote of the Executive Committee (health or special circumstances need apply) to continue the then-current term. If any Director fails to meet the above attendance requirements the remaining directors may declare his or her position vacant and the Director shall be deemed to have voluntarily resigned the Director's position from the Board of Directors.

If a Director is unable to attend any meeting or the annual conference, reasonable justification must be presented and accepted by the Executive committee in order for the Director to continue to hold office.

Other responsibilities of a Director include, but may not be limited to, participating in the operation of the Corporation by being in at least one of the following official positions:

1. An officer of the Corporation – President/VP/Treasurer/Ex-Officio;
2. Committee Chairperson or Co-Chairperson; or
3. Committee Board of Director Liaison, when the director is working with a committee for which a non-director is the chair or co-chair.

No member organization may have more than one representative seated on the Board of Directors, unless the following conditions apply:

1. After the call for board nominations a sufficient number of qualified candidates to fill the available board position failed to apply;
2. The member organization must be actively involved in both Mortgage Credit Reporting (MR) and Resident Screening (RS) and the dual directors must come from different industry segments within the member organization;
3. A 30 day membership notice was issued regarding the potential dual representation in the event that no further candidates come forward for the election;
4. When a member organization has two (2) directors, those directors may only cast a single vote on Corporation matters and may not be part of the same three (3) year term director class.

Section 4. Election of Directors.

A. The Chairman of the Membership Committee shall be responsible for calling for nominations for the board of directors after giving at least a fifteen (15) days notice to the general membership of the open nomination period. Nominees may be submitted to a Committee member, a director, or the secretary by the member organizations. The Committee shall be responsible for selecting at least one qualified nominee for each position to be filled.

B. The Secretary shall prepare ballots listing, in alphabetical order, the nominees for each position to be filled. A biographical sketch shall be included for each nominee and provision shall be made for writing in nominees. The Secretary shall send the ballots by First Class Mail, facsimile, email, or other voting method approved by the board of directors to all member organizations eligible to vote.

C. Each member organization in good standing shall have one (1) vote for each position to be filled, but no more than one-half of all directorships may be held by General Members. The owner or executive in charge shall have the right to vote and shall execute the ballot.

D. Each member will return its ballot to the Secretary of the Corporation. The Secretary shall tabulate the ballots and verify the results. The individual receiving a plurality of votes for each position shall be declared the winner.

Section 5. Annual Meetings.

The annual meeting of the Board of Directors shall be held without any other notice than this by-law immediately prior, or after, and at the same place as, the annual meeting of members. The Board of Directors may provide, by resolution, the time and place for holding additional meetings without other notice than such resolution. Additional meetings shall be held at the principal office of the Corporation in the absence of any designation in the resolution. Attendance at either the annual meeting or additional meetings of the Board of Directors may be made by any method of telecommunication deemed appropriate by the Directors. Use of telecommunication devices shall be considered attendance in person for the purposes of establishing a quorum, and shall not affect the voting rights of the Director or the transaction of business.

Section 6. Special Meetings.

Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Directors, and shall be held at the principal office of the Corporation, at such other place as the Directors may determine, or electronically via telecommunication or email. Attendance at special meetings of the Board of Directors

may be made by any method of telecommunication deemed appropriate by the Directors. Use of telecommunication devices shall be considered attendance in person for the purposes of establishing a quorum, and shall not affect the voting rights of the Director or the transaction of business.

Section 7. Notice.

Notice of any special meeting of the Board of Directors shall be given at least ten (10) days previously thereto by written notice delivered by mail, facsimile or email to each Director at his address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these by-laws.

Section 8. Quorum. A majority of the voting Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but, if less than a majority of the Directors are present at any meeting, a majority of the Directors present may adjourn the meeting, from time to time, without further notice. Note, not all Directors may be voting Directors. When the Board has two Directors from the same company, that only represents one vote, meaning the Quorum would require an additional director to have a Quorum.

Section 9. Board Decisions. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these by-laws.

Section 10. Vacancies. Any vacancy occurring in the Board of Directors, or of any directorship to be filled by reason of an increase in the number of Directors, shall be filled by vote of the Board of Directors. A Director appointed to fill a vacancy shall serve for the unexpired term of his predecessor in office. Each such appointment by the Board shall be subject to the approval or disapproval of the members at the next regular or special meeting of the members if any members express an objection to the appointment in writing within 30 days of the announcement of the vacancy fulfillment. The Board of Directors must consider the runner up in the most recent Directors election as a potential candidate for the vacancy.

Section 11. Compensation. Directors shall not receive any stated salaries for their services but, by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at any regular or special meeting of the Board. Nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefore.

Section 12. **Discipline.** In the event that any director or officer who, as an individual or an employee of another organization, has a business transaction with the Corporation that is deemed by a majority of the Board of Directors to be in conflict with the best interests of the Corporation, its mission or its code of ethics, that director shall recuse himself from his duties as a director or officer until such conflict is resolved in the opinion a majority of the Board of Directors.

Section 13. **Removal.** Any Director elected or appointed by the Board of Directors may be removed by a two-thirds vote of the Board of Directors whenever, in its judgment, the best interests of the Corporation would be served thereby.

Section 14. **Ex Officio Members.** The immediate past President, if not then serving a term as a Director, may at the option of such person, serve as an ex officio, non-voting Director (unless there is an occurrence of a tie vote in which the Ex Officio shall act as tie breaker) for a period of one year following the end of his term of office of President.

ARTICLE FIVE OFFICERS

Section 1. **Officers.** The officers of the Corporation shall be a President, a Vice-President, a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Vice-President shall also be President-elect, and shall automatically succeed the President. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries, and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors.

Section 2. **Election and Term of Office.** The officers of the Corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor has been duly elected and qualifies.

Section 3. **Removal.** Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. **Powers and Duties.** The several officers shall have such powers, and shall perform such duties, as may, from time to time, be specified in resolutions or other directives of the Board of Directors. In the absence of such specifications, each officer shall have the powers and authority, and shall perform and discharge the duties of the same title serving in non-profit corporations having the same or similar general purposes and objectives as this Corporation.

ARTICLE SIX EXECUTIVE DIRECTOR

Section 1. **The Board.** The Board may retain an individual to act as the Executive Director of the Corporation. The Board shall set the terms of employment and the Executive Director shall serve at the pleasure of the Board.

Section 2. **The Duties.** The duties and responsibility of the Executive Director include the following:

- i) administration of the daily activities of the Corporation;
- ii) operating any activities of the Corporation;
- iii) seeking new opportunities to create revenue for the Corporation;
- iv) hire and terminate appropriate staff and professional assistance. Board has final approval authority of the hiring and terms of employment. Executive Director shall notify the Board before terminating any staff;
- v) negotiate contracts on behalf of the Corporation. The Board shall have final approval of any contract that obligates the Corporation to more than \$1,000. or commits the Corporation to an ongoing business relationship;
- vi) develop educational programs, certifications and the like for Members;
- vii) make arrangements for annual meeting for the Members;
- viii) engage in activities to promote and/or defend the consumer reporting industry and related industries in regard to legislation or litigation at the federal, state or local level. Executive Director may seek alliances with other trade organizations, groups and persons to assist in promoting the Corporation's interests. Executive Director shall not engage the Corporation as a party in any litigation without specific approval of the Board;
- ix) any other duties assigned by the Board.

Section 3. **Activities.** The Executive Director shall keep the Board informed of all activities of the Corporation. At least monthly, the Executive Director shall make a report to the Board at its regular meeting.

- i) the Executive Director shall call special meetings of the Board to address urgent or time sensitive issues;
- ii) the Executive Director shall advise the Board of the states of contracts and negotiations of contracts on an ongoing basis.

ARTICLE SEVEN

COMMITTEES

Section 1. **Committees of Directors.** The Board of Directors, by resolution adopted by a majority of the Directors, may designate one or more committees, each of which shall consist of one (1) or more Directors, which committees, to the extent provide in such resolution, shall exercise the authority of the Board of Directors in the management of the Corporation, but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed on it or him by law.

Section 2. **Membership Committee.** The Membership Committee shall be chaired by a member of the Board of Directors, appointed by the President. Any vacancy occurring in the Committee by death, resignation, withdrawal from membership or otherwise shall be filled by a majority vote of all the remaining members of the Committee. Any person so elected shall serve for the remainder of the term of his predecessor. The Committee, when formed, shall organize itself and shall perform the functions and discharge the duties concerning consideration, approval and election of new members and directors, as are given to the Committee elsewhere in the by-laws, or by resolution of the Board of Directors. A Corporation staff member shall serve as secretary to this committee and may be empowered by the committee to investigate proposed members and perform other duties consistent with these by-laws concerning membership.

Section 3. **Other Committees.** Other committees not having or exercising the authority of the Board of Directors in the management of the Corporation may be designated by resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Corporation, and the President of the Corporation shall appoint the members thereof. Any member thereof may be removed by the President whenever, in his/her judgment, the best interests of the Corporation shall be served by such removal.

ARTICLE EIGHT CONTRACTS, CHECKS, DEPOSITS AND GIFTS

Section 1. **Contracts.** The Board of Directors may authorize any officer or officers or agents of the Corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of, or on behalf of, the Corporation, and such authority may be general or may be confined to specific instances.

Section 2. **Checks, Drafts or Orders.** All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer(s) or agent(s) of the Corporation and in such manner as shall, from time to time, be determined by resolution of the Board of Directors.

In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or other agent of the Corporation as appointed by the President and the Treasurer.

Section 3. **Deposits.** All funds of the Corporation shall be deposited, from time to time, to the credit of the Corporation in such depositories as the Board of Directors may select.

Section 4. **Gifts.** The Board of Directors may accept, on behalf of the Corporation, any contribution, gift, bequest or device for any purpose of the Corporation.

ARTICLE NINE CERTIFICATES OF MEMBERSHIP

Section 1. **Certificates of Membership.** The Board of Directors shall provide for the issuance of certificates evidencing membership in the Corporation, which certificates shall be in such form as may be determined by the Board. Such certificates shall be signed by the President and by the Secretary, and shall be sealed with the seal of the Corporation. The name and address of each member and the date of issuance of the certificate shall be entered on the records of the Corporation. If any certificate is lost, mutilated or destroyed, a new certificate may be issued therefor on such terms and conditions as the Board of Directors may determine.

Section 2. **Issuance of Certificates.** When a member has been elected to membership and has paid any initiation fee and dues that may then be required, a certificate of membership shall be issued in his/her name and delivered to him/her by the Secretary.

ARTICLE TEN BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, meetings, of the Board of Directors, meetings of the committees having and exercising any of the authority of the Board of Directors, and the meetings of the Membership Committee, and shall keep at the principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time.

ARTICLE ELEVEN FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of January of each year, and end on the thirty-first day of December of the same year.

ARTICLE TWELVE SEAL

The Board of Directors shall provide a corporate seal which shall be a circular disc, on the outer margin of which shall appear "National Credit Reporting Corporation" and "Indiana", with the words "Corporate Seal" through the center. The seal shall be in the charge of the Secretary of the Corporation.

ARTICLE THIRTEEN WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Indiana Non-Profit Corporation Act, or under the provisions of the Articles of Incorporation or the By-Laws of the Corporation, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE FOURTEEN AMENDMENT OF BY-LAWS

The by-laws may be altered, amended or repealed, and new by-laws may be adopted, by a two-thirds (2/3) majority of the Directors at any regular meeting or at any special meetings, if at least ten (10) days written notice is given of intention to alter, amend or to adopt new by-laws at such meeting.

ARTICLE FIFTEEN INDEMNIFICATION

The Corporation shall indemnify all persons who have served or may serve at any time as officers or directors of the Corporation and their heirs, executors, administrators, successors and assigns, from and against any and all loss and expense, including amounts paid in settlement before or after suit is commenced, and reasonable attorney's fees, actually and necessarily incurred as a result of any claim, demand, action, proceeding or

judgment that may be asserted against any such persons, or in which any such persons are made parties by reason of their being or having been officers or directors of the Corporation. The Board of Directors may obtain insurance for the purpose of indemnifying officers or directors of the Corporation.

Amended As Of January 11, 2021