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**SECRETARY OF STATE
STATE OF IDAHO**

**ARTICLES OF INCORPORATION OF
NAMPA PUBLIC LIBRARY FOUNDATION, INC.**

AN IDAHO NONPROFIT CORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, each of whom is of legal age and a citizen of the United States of America, have this day voluntarily *associated* ourselves together for the purpose of forming a nonprofit corporation (hereafter "Corporation") under and pursuant to the laws of the State of Idaho, including Idaho Code Sections 30-301, et seq. Pursuant thereto we certify as follows:

ARTICLE I.

NAME

The name of this nonprofit Corporation is:

"NAMPA PUBLIC LIBRARY FOUNDATION, INC."

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

IDAHO SECRETARY OF STATE
10/02/2007 05:00
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foundation, corporation or entity having as its primary purpose the assistance or furtherance of free public library services in the City of Nampa, Idaho.

ARTICLE V.

POWERS

This Corporation shall have corporate powers as follows:

A. To accept, hold, invest, reinvest and administer any gifts, bequests, devises, benefits of trust (but not to act as trustee of any trust), and property of any type or kind, without limitation as to amount or value, and to use, disburse or donate the principal and/or income from said property solely for the purposes provided in these Articles of Incorporation.

B. Generally, the Corporation may have and exercise all such powers as are by law conferred upon such corporations of like character, and, in carrying Out its purposes the Corporation may do any and all things necessary thereto and may exercise any and all powers not prohibited by these Articles of Incorporation or law, and not prohibited to nonprofit tax-exempt corporations.

ARTICLE VI.

REGISTERED AGENT AND OFFICE

The Registered Agent of this Corporation is hereby designated as ^{Dan Black} the Executive Director of the Nampa Public Library, Inc. and the Registered Office of this Corporation is hereby designated as 101 11th Avenue S, Nampa, Idaho 83651, which address is the business office of the Registered Agent designated as above set forth.

ARTICLE VII.

MEMBERS

Foundation Members will express their support for the Foundation and shall be accepted as members by resolution by the Board of Directors.

The Members shall have no right to vote on officers or policies, yet shall select the Board of Directors.

ARTICLE III.
EXEMPT STATUS

The Corporation is organized and shall be operated to attract substantial support from contributions, directly or indirectly, from persons within and without the community of Nampa City, Idaho and Canyon County, Idaho for the sole and exclusive use and benefit of the Nampa Public Library. The Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the Corporation is or shall be distributable to, or inure to the benefit of the Directors or officers of the Corporation except to the extent permitted under the Idaho Nonprofit Corporation Act (title 30, Chapter 3, Idaho Code). No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision contained in these Articles of Incorporation, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 5014c) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV.
PURPOSES

This Corporation is organized and shall be operated exclusively for educational and charitable purposes and subject to this limitation, the purposes and power of the Corporation shall be to stimulate the interest of the public (individual and corporate), friends and supporters of Nampa Public Library, Canyon County, Idaho, or its successor, if ever there be one, in its development and offering of public library services and facilities and, further, to stimulate the interest of the public (individual and corporate), supporters and friends in the development of free public library services and facilities at any other nonprofit tax-exempt institution, trust,

ARTICLE VIII.
BOARD OF DIRECTORS

The number of Directors constituting the Board of Directors of this Corporation shall be not less than five (5) nor more than fifteen (15), the exact number of which shall be set forth in the Bylaws of the Corporation.

Each Director shall serve for a term of three (3) years except that one-third of the initial Board of Directors shall serve for a one year term and another one-third of the initial Board of Directors shall serve for a two year term, all to the effect that the three year terms are staggered so as best to promote continuity.

Notwithstanding any other provision in these Articles or the Bylaws of the Corporation, a Member of the Board of Trustees of the Nampa Public Library shall be one (1) of the Directors of the Corporation, as the Board of Trustees may designate.

ARTICLE IX.
ELECTION OF DIRECTORS

The Board of Directors shall be filled by a majority vote of a quorum of the initial Directors named in Article VIII. Following the appointment of the initial Board of Directors of the Corporation, all vacancies on the Board shall be filled by a majority vote of a quorum of the Board of Directors.

Each of the Directors above designated shall hold office until his or her successor is elected and qualified.

ARTICLE X.
PRIVATE PROPERTY NOT LIABLE

The private property of the Directors, officers, and members of this Corporation shall not be subject to the payment of any Corporation debt.

ARTICLE XI.

PROHIBITION ON PAYMENTS

No Director or officer of this nonprofit Corporation shall receive any of the income or other property of this nonprofit Corporation, but the foregoing shall not bar such person from receiving payments for services actually rendered, materials furnished, actual expense incurred or money loaned to the Corporation, and all funds of this Corporation shall be used solely and exclusively to carry out the purposes of this Corporation.

ARTICLE XII.

OFFICERS

The officers of the Corporation shall be President, Vice- President, Secretary, and Treasurer, and such other officers as the Board of Directors may deem necessary. Each of the officers shall have such powers as are conferred by the Bylaws of the Corporation. Officers shall be chosen in accordance with provisions stated in the Bylaws.

ARTICLE XIII.

DISTRIBUTION ON DISSOLUTION

Upon the dissolution or other termination of this Corporation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the Directors or officers of the Corporation, but all such property and proceeds, subject to the discharge of the valid obligations of the Corporation, and to the applicable provisions of the Idaho Nonprofit Corporation Act (Title 30, Chapter 3, Idaho Code), shall be distributed as follows:

- A. To the City of Nampa, Idaho, for the use of the Nampa Public Library;
- B. If said Nampa Public Library is not then in existence as a free public library for the citizens and residents of Nampa City, Idaho, then as directed by the Board of Directors of the Corporation among one or more corporations, trusts, community funds or foundations organized and operated exclusively for free public library, literary or educational purposes, no part of the net earnings of which inure to the benefit of any private shareholder, member or individual, and

no substantial part of whose activities consists of carrying on propaganda or otherwise attempting to influence legislation or participate or intervene in any political campaign on behalf of any candidate for public office, or to other entities of the type which qualify for Federal Income Tax Exemption under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended.

ARTICLE XIV.
INCORPORATORS & DIRECTORS

The name and address of each incorporator and director of the Corporation is as follows:

Name

Address

Laurel Mackinnon	Laurel A. Mackinnon President	519 6th Ave. S. Nampa ID 83651
Ed Schiller	Ed Schiller , member	701 W. Benton Nampa ID 83651
Tom Douthitt	TOM F. DOUTHITT, Vice President	3256 SKVIEW ST Nampa ID 83686
Laurel Mackinnon	Laurel A. Mackinnon, Treas.	920 9th Ave. S Nampa ID 83651
Renee McKenzie	Renee S. McKenzie, Secretary	1911 S. Candlewood Dr. Nampa 83682

IN WITNESS WHEREOF, we have hereunto set our hand this ____ day of September,

2007.




