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**RESTATED
ARTICLES OF INCORPORATION**

2013 SEP 30 AM 9:22
Idaho State Police Association, Inc.

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Idaho, do hereby make and adopt the following (Restated) Articles of Incorporation:

Article 1

The name of the Corporation is IDAHO STATE POLICE ASSOCIATION, INC.

Article 2

The corporation is a non-profit corporation under the laws of the State of Idaho. The corporation is not formed for pecuniary profit; and no part of the net earnings of the corporation may inure for the benefit of, or be distributed to the members, trustees, or officers. Except to the extent permissible under the law.

Article 3

The duration of this corporation shall be perpetual.

Article 4

The corporation is organized, and shall be operated exclusively for the following purposes:

- a. To provide a continuing effort to better police services to the public
- b. To stimulate mutual cooperation among Idaho State Police Association chapters and other law enforcement agencies and organizations.
- c. To establish and maintain a line of communication among members of the Idaho State Police.

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- d. To evaluate the standards of Idaho State Police employees and to promote the professionalism of its members.
- e. To assist in obtaining better equipment, salaries, pensions, fringe benefits, promotional opportunities and working conditions for Idaho State Police employees.
- f. To provide a vehicle through which we may promulgate factual data for the purpose of collective bargaining and legislative lobbying.
- g. To provide death, health, accident, and similar benefits to its members with funds contributed to the corporation.
- h. To provide charitable contributions to charities and other organizations that the Board of Directors deem to further the purposes here enumerated.
- i. To provide gifts, donations and other charitable giving to law enforcement and emergency response personnel that the Board of Directors deem to exemplify the purposes and values that this corporation fosters.

Article 5

In addition to the purposes enumerated in Article 4, the corporation shall exercise all rights and powers conferred by the laws of Idaho upon non-profit corporations, including without limiting, the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, manages, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein. Moreover, the corporation shall do such other things as are incidental to the lawful purposes of the corporation, or necessary or desirable in order to accomplish them.

Article 6

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 hereof. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted by a corporation exempt for Federal income tax under Section 501 (c) (5) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Notwithstanding any provision of these articles to the contrary, the corporation shall be authorized to pay to its individual members or for their benefit: death, health, accident, and other benefits from funds contributed to the corporation. These benefits must be pursuant to a plan to

better the conditions of the receiving members and the funds paid are not considered part of nor taken from the net earnings of the corporation.

Article 7

In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization described in Sections 501 (c) (3) and (5) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public purposes. Any such assets not so disposed of shall be disposed of by the appropriate court of the county in which the principal office of the corporation is the located, exclusively for such purposes, or to such organization as said court shall determine (which are organized and operated exclusively for such purposes).

Article 8

There shall be three classes of members: Active, Retired, and Honorary Lifetime members. Active membership shall consist of any employees of the Idaho State Police. The Retired members shall consist of any retired ISP employee that was an association member at the time of retirement from the Idaho State Police. The Honorary Lifetime Members shall consist of persons the board determines eligible for this class due to a catastrophic event during their employment with the ISP.

Voting rights shall be held by all members. Members shall be admitted and maintained in accordance with the by-laws.

Article 9

This corporation is organized under a non-stock basis.

Article 10

The street address and the city of the corporations' registered office (at the time of the filing of these Restated Articles of Incorporation) is as follows: 2017 S. Covey Place, Meridian, Idaho, 83642 and the full name of the corporations' registered agent as such address is as follows: Fred D. Rice.

Article 11

The corporation reserves the right to amend or repeal any provisions contained in these Restated Articles of Incorporation, of any amendment to them, and all right and privileges conferred upon the members, trustees and officers are subject to this reservation. The articles of this association may be amended at any regular or special meeting of the members of the corporation, called for that purpose, by two thirds (2/3) of the votes cast at such meeting (or a majority of the voting power, whichever is less).

Article 12

As provided at Section 30-3-39 of the Idaho Code, a member of this corporation is not, as such, personally liable for the acts, debts, liabilities or obligations of the corporation.

Article 13

The names and complete street addresses of the individuals constituting the Board of Directors at the time of the filing of these Restated Articles of Incorporation are as follows:

Chairman

Fred Rice
2017 S. Covey Place
Meridian, ID 83642

Chapter #1

Christopher Donahue
615 W Wilbur Ave
Coeur d'Alene 83815

Chapter #2

Jeff Talbott
2700 North and South Highway N,
Lewiston 83501-1732

Chapter #3

George Szeles
700 S. Stratford Drive
Meridian, ID 83642

Chapter #4

Aaron Bingham
218 W Yakima
Jerome, ID 83338-5904

Chapter #5

Todd Orr
5205 South 5th
Pocatello 83204-2299

Chapter #6

Chris Lenda
1540 Foote Drive,
Idaho Falls 83402-1899

Article 14

The names and complete street addresses of the individuals executing these Restated Articles of Incorporation are as follows:

Chairman

Fred Rice
2017 S. Covey Place
Meridian, ID 83642
Home: (208) 888-2669

Chapter #1

Christopher Donahue
615 W Wilbur Ave
Coeur d'Alene 83815

Chapter #2

Jeff Talbott
2700 North and South Highway N,
Lewiston 83501-1732

Chapter #3

George Szeles
700 S. Stratford Drive
Meridian, ID 83642

Chapter #4

Aaron Bingham
218 W Yakima
Jerome, ID 83338-5904

Chapter #5

Todd Orr
5205 South 5th
Pocatello 83204-2299

Chapter #6

Chris Lenda
1540 Foote Drive,
Idaho Falls 83402-1899

Article 15

The by-laws of the corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

Article 16

With regard to these "RESTATED" Articles and the amendments affected therein, the following disclosures are made:

- a. All articles are in fact amended by this indenture
- b. Said amendments were duly made and formally adopted on May 9th, 2013.
- c. Moreover, seven directors of this association were (and are) entitled to vote upon said amendments; and in fact, seven (7) of those directors voted for the amendments, and none (0) cast a vote against any of the amendments so restated.

