



ARTICLES OF AMENDMENT (Non-profit)

Title 30, Chapters 21 and 30, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the application in duplicate.

FILED EFFECTIVE

2016 DEC 14 AM 9:01

**SECRETARY OF STATE
STATE OF IDAHO**

1. The name of the corporation is:

BURLEY UNITED METHODIST CHURCH FOUNDATION, INCORPORATED (C97457)

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each article being amended:

The text of each amendment is as follows:

See attachment: Amendments to Articles IV, IX, X, XII and XIII.

3. The date of adoption of the amendment(s) was: December 7, 2016

4. Manner of adoption (check one):

☐ Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-30-705, Idaho Code, and was, therefore, adopted by the incorporators, or by the board of directors. (Please fill spaces below)

- a. The number of directors entitled to vote was: _____
b. The number of directors that voted for each amendment was: _____
c. The number of directors that voted against each amendment was: _____

☒ The amendment consists of matters other than those described in section 30-30-705, Idaho Code, and was, therefore adopted by the members. (Please fill spaces below)

- a. The number of members entitled to vote was: 12
b. The number of members that voted for each amendment was: 12
c. The number of members that voted against each amendment was: None

Printed Name: Jimmy D Kempton

Signature: *Jimmy D. Kempton*

Secretary of State use only

IDAHO SECRETARY OF STATE

12/14/2016 05:00

CK:5162 CT:128509 BH:1559360

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C97457

AMENDMENTS TO ARTICLES IV, IX, XII AND XIII

ARTICLE IV

PURPOSE

The purpose for which this corporation is organized shall be to support the objectives, projects and programs of the Burley United Methodist Church through a Foundation authorized under provisions of the United Methodist Church Book of Discipline. It shall be the further purpose of this Foundation to encourage gifts, bequests and devises to this Foundation and to buy, sell, lease, mortgage or otherwise encumber, hold or dispose of both real and personal property of a corporation; and to further all religious and charitable work; and for such purpose to adopt and establish by-laws, rules and regulations in accordance with law and not inconsistent with this Article of Incorporation. Except for budgeted items, no project, purpose or program of Burley United Methodist Church is to be construed as excluded from the support of monies or gifts from the Foundation. On a case-by-case basis, the exemption to "budgeted items" may be rescinded upon a minimum two-third (2/3) majority vote of Foundation Board members. If such money or gifts should be perceived as diminishing the incentive of the members of the Burley United Methodist Church from normal support and giving to the United Methodist Church budget for project purposes and programs (determined by corporative giving standards in this District of United Methodist Charge Conference) then a meeting of the Board of Directors and Foundation members shall be held to address the problem. This meeting may be called by the Foundation members or by the Board of Directors.

The Board of Directors shall remit to the Church annuity-gifts annually or more frequently in as large amounts as they deem constituent with their purposes as set forth and good stewardship of funds they are controlling. No expenditures will be made until the balance in the Foundation exceeds \$100,000. **Should the Foundation balance diminish to \$50,000 (2015 dollars) with no reasonable anticipation of recovery, expenditures shall not be made from the Foundation balance except as may be required to meet the provisions of Article VII.**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt for Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE IX

NOMINATING COMMITTEE

The nominating committee that shall make nomination **recommendations** for the Board of Directors shall be the Foundation **Board**.

ARTICLE X

ELECTION OF DIRECTORS

The manner in which the directors are to be elected is as follows: The Board of Directors shall provide a list of nominees to the Foundation members at least fifteen (15) days prior to the annual meeting. At the annual meeting, the members of the Foundation shall, by a simple majority vote, elect a slate of directors. **Members of the Foundation are not restricted from electing a Director other than any nominee submitted by the Foundation Board. Newly elected directors shall be approved or rejected at the first succeeding Charge Conference of the Burley United Methodist Church. Directors will serve until their respective successors are elected by Foundation members and approved by a Charge Conference. The Chairman of the Foundation Board shall call a special meeting of the Board of Directors and Foundation members to resolve any issue of disapproval by a BUMC Charge Conference.** Directors of the Foundation do not need to be members of the Foundation, nor of the Burley United Methodist Church.

At the meeting of the members of the Foundation, being the first directors meeting of this foundation, the first Board of Directors of this Foundation shall be elected for the following terms: two (2) for one year; two (2) for two years; one (1) for three years; one (1) for four years; and one (1) for five years. After the directors are elected for the terms above described and after the first meeting of the directors of this Foundation, all **succeeding** directors shall be elected for a **three (3)** year term. There shall be no restrictions on the number of terms a director may serve.

ARTICLE XII

ELECTION OF OFFICERS

The officers shall be elected by the Board of Directors, who shall first be elected by the **Foundation membership and approved by a Burley United Methodist Church Charge Conference.**

ARTICLE XIII

MEMBERSHIP REQUIREMENTS

The method and conditions on which members shall be accepted, transferred, discharged and removed shall be as follows: Members of the Foundation shall be those persons who are actively serving as a members of the **Burley United Methodist Church Leadership Council who, in turn, serve as Council members under provisions of Council by-laws.**