

**ARTICLES OF INCORPORATION
OF
IDAHO HEALTHCARE INSTITUTE, INC.**

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The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I – Name.

The name of the Corporation is IDAHO HEALTHCARE INSTITUTE, INC.

Article II – Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III – Period of Duration.

The period of duration of the Corporation is perpetual.

Article IV – Registered Office and Agent / Corporation Mailing Address.

The location of the Corporation is in the City of Idaho Falls, Bonneville County, State of Idaho. The street address of the initial registered office is 350 Memorial Drive, Suite 300, Idaho Falls, Idaho 83402, and the name of the initial registered agent at this address is LEE RADFORD.

The mailing address for the Corporation is 2325 Coronado Street, Idaho Falls, Idaho 83404.

Article V – Purposes.

The purposes for which the Corporation is organized are as follows:

- A. To provide financial assistance for the medical training, education, promotion, and job placement of healthcare workers in the Snake River Valley; and to fund expenses associated with medical facilities and equipment to provide such education.
- B. To write grants, vet grant applicants, and distribute grant monies to further the education of healthcare workers in the Snake River Valley who have financial need.
- C. To undertake charitable, literary, educational, or scientific activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).
- D. To acquire from time to time by purchase, gift, will, or otherwise, real and personal property and to own, hold, control, administer, sell, exchange, mortgage or otherwise, use, disburse or donate all or any portion of such properties in furtherance of the charitable, literary, educational, or scientific purposes set forth above.
- E. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value.

Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under

the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

The Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such section 501(c)(3).

Article VI – Limitations.

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for 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 provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

Article VII – No Members.

The corporation shall not have any members.

Article VIII – Board of Directors.

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws, however there shall be no fewer than three directors. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>Names</u>	<u>Addresses</u>
BRIAN ZIEL	2325 Coronado Street, Idaho Falls, Idaho 83404
LESLIE WILSON	2325 Coronado Street, Idaho Falls, Idaho 83404
KIRSTEN ERICKSON	1600 S 25th E, Idaho Falls, Idaho 83404

Articles IX – Distribution on Dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located,

exclusively for the purposes or to such organizations, or such court shall determine to be consistent with the purpose of the Corporation.

Article X- Incorporator.

The name of the incorporator is BRIAN ZIEL, and the address of the incorporator is 2325 Coronado Street, Idaho Falls, Idaho 83404.

Article XI – Bylaws.

Provisions of the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 8th day of August, 2022.

/s/ Brian Ziel

BRIAN ZIEL, Incorporator