

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
MEADOWS VALLEY COMMUNITY CENTER, INC.**

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These amended and restated Articles of Incorporation totally replace and supersede all prior Articles of Incorporation and amendments.

The date of adoption of the amendments was January 31st 2025.

ARTICLE I

The name of the corporation shall be Meadows Valley Community Center, Inc.

ARTICLE II

The purpose of this corporation shall be:

- A. To establish and provide charitable services, such as nutrition, transportation, social activities, recreation, and referrals to other social services to the citizens within the Meadows Valley area.
- B. To receive donations and contributions from any person, firm, corporation, government agency, or other source, to carry out the purposes of this corporation.
- C. To apply for and receive grants, matching funds, and other assistance from any agency of the state and federal government or private foundation.
- D. To acquire title and hold title to such real and personal property as may be necessary or desirable to carry out its purpose, and to manage and operate any real or personal property given and devised to or acquired by the corporation.
- E. To do any and all things convenient and incidental to the purpose of the corporation and generally to have and to exercise all such powers as are by law conferred upon such corporations of like character.

ARTICLE III

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV

No part of the net earnings of this corporation shall inure to the benefit of any private shareholder or individual.

ARTICLE V

No substantial part of the activities of the corporation shall be to carry on propaganda, or otherwise attempt, to influence legislation. 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.

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ARTICLE VI

The corporation is not organized for profit but is operated exclusively for the promotion of social welfare and the net earnings are devoted exclusively to charitable, educational and recreational purposes.

ARTICLE VII

The corporation does have voting members. The membership shall vote on any changes to the status of the membership in accordance with Idaho Code 30-30-704 (1) (e).

Membership of the corporation shall be open to any adult residing in the Meadows Valley area.

ARTICLE VIII

The rights and interests of all members of this corporation shall be equal and no member can have or acquire a greater interest therein than any other member. The corporation shall be open and transparent to its membership.

ARTICLE IX

The Board of Directors of this corporation shall be selected from the membership and elected by the members. The number of Board of Directors of the corporation, the terms of office, manor of election, time and place of meetings, shall be prescribed in the By-Laws of this corporation. Except as otherwise provided in the Articles of Incorporation or By-Laws, the Board of Directors shall have power to conduct all of the affairs of the corporation.

ARTICLE X

The officers of this corporation shall be a Chairperson, Vice Chairperson, Secretary and Treasurer. The duties and powers of the officers shall be as set forth in the By-Laws of the corporation.

ARTICLE XI

An annual meeting of the membership of the corporation shall be held upon a date provided for in the By-Laws of the corporation for the purpose of electing the Board of Directors.

ARTICLE XII

These Articles of Incorporation shall be amended after approval by a two-third (2/3) majority of the votes cast by the members of the corporation.

ARTICLE XIII

In the event of dissolution of the corporation or upon its ceasing to carry out the objectives and purposes therein set forth, the property and assets then owned by the corporation shall be turned over to a similar local non-profit organization devoted to carrying on the function and purposes of the corporation at the Meadows Valley Community Center.

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ARTICLE XIV

The mailing address of this corporation is Meadows Valley Community Center, Inc. PO Box 399, New Meadows, Idaho 83654.

The amendment consists of matters other than those described in section 30-30-705, Idaho Code, and was, therefore adopted by the members.

- a. The number of members entitled to vote was: 93
- b. The number of members that voted for each amendment was: 64
- c. The number of members that voted against each amendment was: 4

Printed Name and office: Darcy McDaniel Chairperson

Signature: Darcy McDaniel

Phone Number 208-469-9281

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Amount Enclosed: \$50.00