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SECRETARY OF STATE  
STATE OF IDAHO

Articles of Incorporation of  
**THIRD DISTRICT GUARDIAN AD LITEM PROGRAM, INC.**

## I.

The name of the Corporation is THIRD DISTRICT GUARDIAN AD LITEM PROGRAM, INC.

## II.

A. This corporation is a public benefit corporation and is not organized for the private gain of any natural or unnatural person or entity. It is organized under the Nonprofit Corporation Laws of the State of Idaho, exclusively for fraternal, charitable, civic and social pursuits, and for the other like purposes, within the meaning of 501(c)(3) of the Internal Revenue Code of 1954 or its subsequent amendment or equivalent.

B. The specific purpose of this corporation is to provide *guardian ad litem* services in child protection cases for the Third Judicial District of the State of Idaho.

C. This corporation shall have the following powers in addition to the powers expressly or implicitly conferred on it by law:

- a. To make and enforce rules and regulations to govern itself.
- b. To solicit contributions, to advertise, to enter into contracts, to hold and own property, and such other powers that are necessary and proper to this corporation.

## III.

The name and address of the initial incorporator of the corporation is: ~~Danielle Scarlett~~ <sup>NK</sup>  
SCARLETT LAW, PLLC, 915 12th Ave. S., Nampa, Idaho 83651. <sup>Nikk Kiesel</sup>

## IV.

The name and address in the State of Idaho of the registered agent is: Danielle Scarlett, SCARLETT LAW, PLLC, 915 12th Ave. S., Nampa, Idaho 83651.

## V.

The board of directors of the corporation, the election thereof, and the number thereof, shall be specified in the bylaws, *provided* that the number of the members of the board of directors shall never be less than three (3) and the corporation shall have the following officers: president, vice president, and secretary, and other officers as shall be provided by the bylaws. Members of the board of directors shall be members in good standing of the corporation. The board of directors shall have such powers as allowed by law pursuant to Idaho Code 30-324 or

its subsequent equivalent. The board shall regulate any assessment of the members of the corporation as shall be set forth in the bylaws.

## VI.

The names and addresses of the initial board of directors are as follows:

Danielle Scarlett  
Scarlett Law, PLLC  
915 12th Ave. So.  
Nampa, Idaho 83651

Nikki Kiesel  
7503 S. Bruneau Hwy  
Marsing, Idaho 83639

Mary Hoffman, LMSW  
394 Big Rack St.  
Kuna, Idaho 83634

Jennifer Roark  
GULSTROM ROARK & GOVIA, PC  
1009 W. Sanetta St.  
Nampa, Idaho 83651

Aurelia Warth  
22895 Channel Rd.  
Caldwell, Idaho 83607

Danielle Taniguchi  
399 W. Whit Way  
Kuna, Idaho 83634

The term of the initial board of directors shall continue until their successors are elected at the first annual meeting of the members of the corporation.

## VII. OPERATION

This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) or other applicable subsection of 501(c) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not

participate or intervene on any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on a) by a corporation exempt from federal income taxes under IRC 501(c)(3) or other applicable subsection of 501(c), or b) by a corporation contributions to which are deductible under the IRC 170(c)(2), or corresponding provisions of any future United States internal revenue law.

## VIII. MEMBERSHIP

This corporation is a membership corporation and shall have members within the meaning of the Title 30, of the Idaho Code, more particularly 30-3-34 or its subsequent equivalent. Admission of members into the corporation shall be governed by the bylaws of this corporation. Members of this corporation shall consist of such persons admitted as members by the Board of Directors and pursuant to the By Laws and the Board of Directors. A member of this corporation, such as, is not personally liable for the acts, debts, liabilities, or obligations of the corporation. A member may become liable to the corporation for dues, assessments, or fees that are properly assessed by the corporation.

## IX. DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income of the assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts, liabilities and obligations of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and shall be operated exclusively for charitable and educational purposes in harmony with those of this organization, and which has established its tax exempt status under 501(c)(3) of the Internal Revenue Code of 1954 or its subsequent equivalent or amendment.

## X. AMENDMENTS

The Articles of Incorporation shall only be amended by the members of the Corporation, who are members in good standing of Third District Guardian Ad Litem Program, Inc. upon approval by the board of directors of the corporation of such proposed amendment(s), except approval is not necessary as to subject matters relating to the number of directors, the composition of the board of directors, the term of the office of directors, or the method or way in which directors are elected or selected, and two-thirds (2/3) of the votes cast of the members present voting in favor thereof at any annual, regular, or special meeting of the corporation. Notice of such proposed amendments shall be given to the members and to the board of directors in writing to their address of record, which shall include the proposed amendment(s) to these

Articles, by first class U.S. Mail no fewer than 10 days or greater than 60 days before the meeting date. Such notice shall set forth the date, time, and place of such meeting. Upon approval, the secretary of the corporation shall verify the amendment and give notice to the Idaho Secretary of State, in accordance with Idaho Code 30-3-93 or its subsequent equivalent amendment.

DATED this 14<sup>th</sup> day of January, 2016

THIRD DISTRICT GUARDIAN AD LITEM PROGRAM,  
INC.

By: Nikki Kiesel  
Nikki Kiesel, Managing Member

Nikki Kiesel

Incorporator

IDAHO SECRETARY OF STATE

01/14/2016 05:00

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