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## **ARTICLES OF INCORPORATION**

**OF**

### **BONNER COUNTY EMS ADVISORY BOARD, INCORPORATED**

The undersigned incorporators, desiring to form a Corporation pursuant to the provisions of the Idaho Non-profit Corporation Act, adopt the following Articles of Incorporation:

#### **ARTICLE I**

- A. NAME:** The name of the Corporation (hereinafter called the Board) is Bonner County EMS Advisory Board, Incorporated.
- B. LOCATION:** The place in this state where the principal office of the Board is to be located is the City of Sandpoint, Bonner County.

#### **ARTICLE II**

**PURPOSES:** The purposes for which this Board is organized are to:

- A.** Promote educational opportunities for those individuals who wish to acquire, maintain, or advance skills in emergency medical services.
- B.** Improve and standardize prehospital emergency medical care in Bonner County and to facilitate communication between providing agencies.
- C.** Take a proactive role in community awareness of appropriate safety practices and in preparedness for a major disaster.

- D.** To engage in other activities consistent with those under the Idaho Non-profit Corporation Act and Section 501 (c) (3) of the Internal Revenue Code.

### **ARTICLE III**

- A. DURATION:** The period of duration of this Board is perpetual.
- B. POWERS:** The Board is empowered to do everything and anything reasonable and lawfully necessary, proper, suitable or convenient for the achievement of the purposes stated under Article II. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

### **ARTICLE IV**

**NON-PROFIT STATUS:** This organization is organized exclusively for the purposes stated which are within the meaning of Section 501 (c) (3) of the Internal Revenue Code. No part of the net earnings of the board shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the board shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set fort in Article II hereof.

## ARTICLE V

- A. REGISTERED OFFICE:** The initial registered office is located at 520 N. Third St. Sandpoint, ID 83864 and the mailing address for the Board is: P. O. Box 37 Dover, Idaho 83825.
- B. REGISTERED AGENT:** The registered agent for the Board is Sharon Bistodeau, one of the Incorporators herein and, currently, Chairman of the Board.

## ARTICLE VI

- A. MEMBERSHIP:** The authorized number and qualifications of members of the Board, voting and other rights and privileges of members, and their duties and responsibilities shall be as set forth in the by-laws of the Board. Each member representative will have one vote.
- B. STOCK:** The Board shall not issue stock, and no dividends or pecuniary profits shall be declared or paid to members thereof.

## ARTICLE VII

- A. OFFICERS:** The Bylaws of the Board shall determine the number of officers required, identify officers by title and responsibility, and describe the selection process. The Executive Board shall consist of those individuals elected to office by the membership and such others as may be appointed to fulfill specific tasks or to represent a specific agency.
- B. MANAGEMENT:** The business and affairs of the Board shall be managed and controlled by an Executive Board. The original number of Executive Board members shall be three (3), elected, appointed, and qualified pursuant to the by-laws of the Board. Further

management procedures and requirements of the Board shall be set forth in the Board

Bylaws. The names and mailing addresses of original members of the Executive Board are as follows:

NAME	ADDRESS	POSITION
Sharon Bistodeau	5935 Hwy 2 W Sandpoint, ID 83864	Chairman
Kay Anderson	HCR 5 Box 203 Priest Lake, ID 83856	Vice Chairman
Evelyn Courtney	6809 Upper Gold Creek Road Sandpoint, Idaho 83864	Secretary/Treasurer

## ARTICLE VIII

**DISSOLUTION:** Upon the dissolution of the Board, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (or the corresponding section of any future tax code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE IX

**AMENDMENTS TO ARTICLES:** Amendment of these Articles may be made so long as such amendments do not change its nonprofit, tax exempt status, and as long as such amendments

contain only such provisions as are lawful under the Idaho Non-profit Corporation Act and Section 501 (c) (3) of the Internal Revenue Code. Proposed amendments will be sent in writing to all Board members ten (10) days prior to formal consideration and approval. Approval, by vote or written consent, shall require a majority vote of Board members present at a regular or special meeting.

## ARTICLE X

INCORPORATORS: IN WITNESS WHEREOF, we have hereunto subscribed our names this

21 day of April, 1998.

Sharon Bistodeau  
Signature of Incorporator

Sharon Bistodeau  
Print/Type Name

5935 Hwy 2 W.  
Mailing Address

Sandpoint, ID 83864  
City, State Zip

Kay L Anderson  
Signature of Incorporator

Kay L Anderson  
Print/Type Name

281 Cougar Run Road  
Mailing Address

Priest Lake ID 83856  
City, State Zip