

NONPROFIT ARTICLES OF INCORPORATION
THE IDAHO INTERFAITH POWER AND LIGHT, INC.
ARTICLE I. NAME

1.01 Name

The name of this corporation shall be the Idaho Interfaith Power & Light, Inc. The business of the corporation may be conducted as Idaho Interfaith Power & Light, Idaho-IPL, or Idaho IPL.

ARTICLE II. DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III. PURPOSE

3.01 Purpose

The Idaho Interfaith Power & Light, Inc. is a nonprofit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Our mission is to inspire and mobilize people of faith and conscience to take bold and just action to reduce the greenhouse gas emissions contributing to climate change. We do this by engaging faith communities and individuals in collective action, providing education about the impact of climate change, encouraging energy efficiency from renewable and sustainable sources, and advocating for the creation of public clean energy policy to reduce greenhouse gas emissions.

To maximize our effectiveness, we may seek to collaborate with other nonprofit organizations which fall under the 501(c)(3) section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.

ARTICLE IV. NONPROFIT NATURE

4.01 Nonprofit Nature

The Idaho Interfaith Power & Light, Inc. is organized exclusively for charitable and educational purposes including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Idaho Interfaith Power & Light shall inure to the benefit of, or be distributed to its board of 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 the purpose clause hereof.

Notwithstanding any other provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Idaho Interfaith Power & Light, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No director or officer of this corporation shall be personally liable for the debts or obligations of the Idaho Interfaith Power & Light, Inc. of any nature whatsoever, nor shall any of the property or assets of the directors or officers be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its directors, officers, or other private person or individual, 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 III, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V. BOARD OF DIRECTORS

5.01 Governance

The Idaho Interfaith Power & Light, Inc. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be: Deanie Gilbert, Ken Miller, Adam Sion Novak, Sharon L. Rockwood, and Vance L. Wegner.

ARTICLE VI. MEMBERSHIP

6.01 Membership

The Idaho Interfaith Power & Light, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII. AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII. ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is:

2376 South Georgetown Way, Boise, ID 83709-8002

The mailing address of the corporation is:

2376 South Georgetown Way, Boise, ID 83709-8002

ARTICLE IX. APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Vance L. Wegner, 1420 North Shire Place, Meridian, ID 83642-4022

ARTICLE X. INCORPORATOR

The incorporator of the corporation as follows:

Vance L. Wegner, 1420 North Shire Place, Meridian, ID 83642-4022

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of the Idaho Interfaith Power & Light, Inc. were approved by the board of directors on Thursday, May 12, 2022, and constitute a complete copy of Articles of Incorporation of the Idaho Interfaith Power & Light, Inc.

Signature: _____ Date: _____
Deanie Gilbert, 5304 Auburn Place, Caldwell, ID 83607-1700

Signature: _____ Date: _____
Ken Miller, 3561 North Cole Road #K102, Boise, ID 83704-0732

Signature: _____ Date: _____
Adam Sion Novak, 2376 South Georgetown Way, Boise, ID 83709-8002

Signature: _____ Date: _____
Sharon L. Rockwood, 4539 East Flores Court, Boise, ID 83716-7039

Signature: _____ Date: _____
Vance L. Wegner, 1420 North Shire Place, Meridian, ID 83642-4022

Acknowledgment of Consent to Appointment as Registered Agent

I, Vance L. Wegner, agree to be the registered agent for Idaho Interfaith Power & Light, Inc. as appointed herein:

Registered Agent: _____ Date: _____

