

ARTICLES OF INCORPORATION
OF
THE WEBER SCHOOL DISTRICT FOUNDATION

ARTICLE I
NAME

The name of this Corporation shall be The Weber School District Foundation.

ARTICLE II
DURATION

This Corporation shall be perpetual, unless sooner dissolved or disincorporated in the manner provided by law.

ARTICLE III
PURPOSES AND POWERS

Section 1. Purposes

The purposes for which it is formed are in general to promote, sponsor and carry out educational, scientific and charitable purposes and objectives; and it may, but not in limitation of the foregoing, receive, hold, own, manage, use, purchase, mortgage, pledge and dispose of property of all kinds, real, personal and intangible, whether held absolutely or in trust, or by way of agency or otherwise, for the benefit of Weber School District and the educational, scientific and charitable activities and any or all of them that may be conducted by Weber School District.

Section 2. Powers

This Corporation shall have and exercise all the rights, powers, privileges and immunities provided by the Utah Nonprofit Corporation and Co-operative Association Act, being Section 16-6-22, Utah Code Annotated (1953), as amended.

Section 3. Exempt Status

This Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or insures to the benefit of, its directors or officers except to the extent permitted under the Utah Nonprofit Corporation and Co-operative Association Act. No substantial part of the activities of the Corporation shall be 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 provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income

tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV DIRECTORS

Section 1. Number

The number of directors of such Corporation shall be fifteen (15), which number may be increased and may be decreased from time to time, by resolution of the Board of Directors of such Corporation; provided, however, that there shall be at no time more than thirty (30) nor less than ten (10) directors.

Section 2. Manner of Selection

The manner of selecting members of the Board of Directors of such Corporation and of filling vacancies on said Board shall be as follows:

- a) Board of Education Representative. One of the directors shall be elected by the Board of Education of the Weber School District.
- b) Staff Representative. The Superintendent of the Weber School District shall select one representative.
- c) Administration Representatives. The Superintendent of the Weber School District and the Assistant Superintendent of the Weber School District shall be members.
- d) Additional Directors. A majority of the foresaid directors shall select from the general public eleven (11) or more additional directors to serve on the Board.

Section 3. Term

All directors shall serve for a period of two years, except the Superintendent and Assistant Superintendent of the Weber School District who shall serve during their tenure of said offices; provided, however, that the initial directors shall be divided into two classes whose terms of office shall expire at different times, but no term shall continue longer than three years.

All directors designated or elected shall serve until the expiration of their respective terms and until their respective successors are elected and qualified. Directors may be appointed or elected to successive terms.

Section 4. Vacancies

Vacancies for the unexpired term of any Director selected from the general public may be filled by a majority vote of the Directors in office. All other vacancies on the Board of Directors shall be filled in the same manner of selection or election as provided in section 2 above.

Section 5. Incorporators and Initial Board of Directors

The incorporators shall be the initial Board of Directors. The names and street addresses of said incorporators and initial Board of Directors are as follows:

(Agent)	G. Leland Burningham	6360 Borg Circle, Ogden UT 84403
	Jay H. Rhees	3765 North 1100 West, Ogden UT 84404
	Ronald Stephens	430 West 5100 South, Ogden UT 84403
	H. Dee Hutzley	4117 North 900 West, Ogden UT 84404
	Melvin H. Wood	460 East 3000 North, Ogden UT 84404
	Karen P. Brown	2094 West 4750 South, Roy UT 84067
	Geraldine Lindquist	646 East 2850 North, Ogden UT 84404
	Ferrel E. Carter	1576 Country Hills Dr., Ogden UT 84403
	Wilbur H. Berrett	2788 North 550 East, Ogden UT 84404
	E. Kent Jones	P O Box 1479, Ogden UT 84402
	Blaine Wade	296 East 3250 North, Ogden UT 84404
	Henry A. Matis	5512 South 2425 West, Roy UT 84067
	James K. Packer	396 East 3100 North, Ogden UT 84404

**ARTICLE V
PRINCIPAL OFFICE**

The principal office of this Corporation shall be 5320 South Adams Ave Pkwy, Ogden, Weber County, Utah.

**ARTICLE VI
BY LAWS**

The power to make, alter, amend or repeat the Bylaws of this Corporation shall be vested in its Board of Directors, and the Bylaws may contain any provision for the regulation and management of the affairs of this Corporation not inconsistent with these Articles of Incorporation and the laws of the State of Utah.

**ARTICLE VII
AMENDMENT**

The power to amend these Articles is hereby expressly conferred upon the Board of Directors of this Corporation, but this grant of power shall not exclude any other permissible method of amendment.

Dated this ____ day of _____, 1975

_____	_____
_____	_____
_____	_____

STATE OF UTAH)
 :SS:
COUNTY OF WEBER)

I, _____, a Notary Public, hereby certify that on the ____
day of _____, 1975,

- | | |
|----------------------|---------------------|
| G. Leland Burningham | Melvin H Wood |
| Jay H. Rhees | Karen P. Brown |
| Ronald Stephens | Geraldine Lindquist |
| H. Dee Hutzley | Ferrel E. Carter |
| Wilbur H. Berrett | Henry A. Matis |
| E. Kent Jones | Blaine Wade |
| James K. Packer | |

Personally appeared before me, being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and the statements therein contained are true.

Dated this _____ day of _____, 1975.

NOTARY PUBLIC
Ogden Utah

My Commission Expires: _____