

**N.I.J.C. BOOSTERS, INC.**

**SUMMARY OF PROPOSED  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

The following summarizes the material provisions of the Amended and Restated Articles of Incorporation unanimously approved and recommended by the Board of Directors for adoption by the membership and was approved by the Board at its regular meeting held on May 14, 2026. The recommended amendments to the original Articles of Incorporation adopted on or about August 14, 1963 and filed with the Idaho Secretary of State on September 13, 1963, as amended by amendment adopted March 5, 1968 are summarized as follows:

- I. Name of Corporation.** Article I is amended to change the name of the corporation from “N. I. J. C Boosters, Inc.” to “North Idaho College Boosters, Inc.”
- II. Eliminate Reference to Named Trustees (Directors).** Reference in the Articles to the names of present Trustees (Directors) and officers is eliminated as unnecessary.
- III. Elimination of Membership.** Articles including VIII, IX, X, XI as they reference membership in the corporation have been amended or deleted, resulting in the elimination of membership in the corporation. If adopted, the corporation will no longer have members and the powers and authority of the corporation, including the power to amend and restate the articles of incorporation and to elect Directors shall be exercised solely by the Board of Directors.
- IV. Number and Election of Directors.** The number and manner of election if Directors is to be governed by the provisions contained in the bylaws of the corporation and is to be no longer specified in the Articles.
- V. Disposition of Assets upon Dissolution.** Article XII is to be amended to provide for the alternate disposition of assets upon dissolution in the event North Idaho College is at the time of dissolution of the corporation is non-existent or not delivering duly accredited programs. Assets must nonetheless be distributed to another non-profit organization qualified as tax-exempt under Section 501(c)(3) of the Internal Revenue Code.

**AMENDED AND RESTATED BYLAWS OF THE CORPORATION INCORPORATING THE AMENDMENTS TO THE CORPORATIN’S ARTICLES OF INCORPORATION AS DESCRIBED ABOVE HAVE BEEN ADOPTED BY UNANIMOUS VOTE OF THE BOARD OF DIRECTOR, AS SUCH AMENDMENT IS AUTHORIZED BY THE CURRENT BYLAWS. SUCH REVISION TO THE BYLAWS IS SUBJECT TO THE ADOPTION BY THE MEMBERSHIP OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION, AS DESCRIBED ABOVE.**

**Highlights of the Amended and Restated Bylaws include:**

- **The number of Directors shall be not less than 3, (as required by Idaho Code) and not more than 15.**
- **The Directors shall be elected by the Board for staggered terms of 3 years.**

**NOTICE: Full copies of the proposed Amended and Restated Articles of Incorporation and Amended and Restated Bylaws may be viewed at: [www.nicboosters.org/meetings/](http://www.nicboosters.org/meetings/)**