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## Nonprofit Amendment (After First Meeting)

(PURSUANT TO NRS CHAPTERS 81 AND 82)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

### Certificate of Amendment to Articles of Incorporation For Nonprofit Corporations

(Pursuant to NRS Chapters 81 and 82 - After First Meeting of Directors)

1. Name of corporation:

2. The articles have been amended as follows: (provide article numbers, if available)

3. The directors (or trustees) and the members, if any, and such other persons or public officers, if any, as may be required by the articles, have approved the amendment. The vote by which the amendment was adopted by the directors and members, if any, is as follows: \*

Vote of Directors:

Vote of Members:

4. Effective date and time of filing: (optional)

Date:  Time:

(must not be later than 90 days after the certificate is filed)

5. Signature: (required)

**X**

Signature of Officer

Title

\* A majority of a quorum of the voting power of the members, or as may be required by the articles, must vote in favor of the amendment. If any proposed amendment would alter or change any preference or any relative or other right given to any class of members, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of a majority of a quorum of the voting power of each class of members affected by the amendment regardless of limitations or restrictions on their voting power. An amendment pursuant to NRS 81.210 requires approval by a vote of 2/3 of the members.

**FILING FEE: \$50.00**

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State Amend Nonprofit -After  
Revised: 1-5-15

**NONPROFIT AMENDMENT CONTINUED:**

The Board shall consist of five (5) members (individually a “Board Member” and collectively the “Board Members”) with additional non-voting seats on the Board for the then Chief Operating Officer and Executive Director of the Corporation (the “Non-Voting Members”). All of the Board Members shall be residents of Nevada. Two (2) Board Members (the “Housing Division Directors”) will be appointed by the Administrator (the “Administrator”) of the Housing Division of the Nevada Department of Business and Industry. One (1) Board Member (the “B&I Director”) shall be appointed by the Director (the “Head of B&I”) of the Nevada Department of Business & Industry. Two (2) Board Members will be Independent Directors. The Independent Directors shall be persons who are not employees or representatives of the State of Nevada. The Independent Directors shall be persons who have experience with real estate, housing, mortgage lending or some other expertise related to mortgage assistance programs or sustainable housing. Independent Directors may not: (i) personally benefit from any Program administered by the Corporation; (ii) be employed by, or have an ownership interest in (other than ownership of the stock of a publically traded company in a mutual fund or other retirement account) an organization which has a contract to provide services to the Corporation; and (iii) be employed by, or have an ownership interest in (other than the ownership of stock of a publically traded company in a mutual fund or other retirement account) an organization that participates in a Program or Programs administered by the Corporation or which receives any sort of funding from the Corporation, including through the Programs that the Corporation administers. The Independent Directors may not be related by blood or marriage/domestic partnership within the second degree of consanguinity or affinity.

One of the Housing Division Directors shall serve as the Chairperson of the Board and the Corporation’s President, as elected by the Board. One of the Independent Directors shall serve as the Vice-Chairperson and Vice President of the Corporation as elected by the Board. The Chairperson/President may delegate one or more responsibilities to the Vice-Chairperson/Vice-President.

Unless earlier removed as provided in the Bylaws of the Corporation, all of the Members of the Board serve for a two (2) year term (each a “Service Term”) and may serve terms in succession. There shall be no limits on the number of consecutive terms any Member of the Board of Directors may serve on the Board of Directors.