REVISED AGENDA
Committee on General Services
Tuesday, February 19, 2013 – 3:30 p.m.
10th Floor Conference Room, City Hall

Councilmember Tina Houghton, Chair
Councilmember Jessica Yorko, Vice Chair
Councilmember Kathie Dunbar, Member

1. **Call to Order**
2. **Roll Call**
3. **Approval of Minutes**
4. **Public Comment on Agenda Items**
5. **Discussion/Action:**

   A.) Claim Filed by Clarence Hooker in the Amount of $1,015 for a Board Up Fee for Property Located at 1232 N. Washington

   B.) Request submitted by Fenner Conservancy for Recognition of Non-Profit Status

6. **Other**
7. **Adjourn**
8. **Pending**

Claim ID # 939

Submit | Print Form

City of Lansing

OFFICE OF THE CITY ATTORNEY

Brig Smith, City Attorney

Claim Form – Special Assessments

Please provide the following information so we can contact you regarding your claim.

NAME: Clarence Hooker DATE: Aug. 29, 2012

MAILING ADDRESS: 1566 Pontchartrain Dr.

CITY: Okemos STATE: MI ZIP CODE: 48864

TELEPHONE: Home 517 349-7127 Work 617 432-2570

Please provide the following information on the incident(s) for which you are filing a claim. IF YOU DO NOT PROVIDE ALL OF THE INFORMATION BELOW, WE MAY NOT BE ABLE TO PROCESS YOUR CLAIM.

ADDRESS: 1232 N Washington Ave PARCEL NO. 33-01-01-09-256-001

DATE OF INCIDENT: Nov. + Dec 2011, + Jan.-Feb 2012 AMOUNT YOU WERE BILLED: $600

TOTAL AMOUNT YOU ARE CLAIMING: $600

TYPE OF ASSESMENT: TAG Monitoring

Please give a detailed description of the circumstances surrounding the incident, including why you feel the City should not have charged you this fee. You may attach additional pages or documentation to this form as needed.

According to the Code Compliance Office (July 17, 2012 1300hrs.), the TAG MONITORING ASSESSMENT is for November -December 2011, and January-February 2012 (Docs. M-N-O-P). I assumed ownership of the property on February 10, 2012. I purchased a Work Permit on February 27, 2012 (Doc. R), at which time I was given verbal assurance that there would not be a MONITORING FEE.

RECEIVED
AUG 31 2012
CITY INCOME TAX

A description of the claims review process is available on our website at: http://www.lansingmi.gov/attorney/Claims_review_process.jsp

RECEIPT NUMBER

00008669

M

City of Lansing

316 N. Capitol Ave Ste C-1

Lansing, MI 48933

Ph: (517) 483-4361 Fax: (517) 377-0169

Paid By

PECINA GUADALUPE

1232 N WASHINGTON AVE

LANSING, MI 48906

07/19/2012

Type	Record	Address	Category	Description	Amount
Enforcement	E11-0895	1232 N WASHINGT	Code Compliance	Tag Monitoring Fee - Res	$ 150.00

Total	**$ 150.00**
Cash	
Check	
Credit	
Transferred	$ 150.00
Tendered	**$ 0.00**
Change	**$ 0.00**
To Overpayment	**$ 0.00**

RECEIPT NUMBER

00008924

N

City of Lansing

316 N. Capitol Ave Ste C-1

Lansing, MI 48933

Ph: (517) 483-4361 Fax: (517) 377-0169

Paid By

PECINA GUADALUPE

1232 N WASHINGTON AVE

LANSING, MI 48906

07/19/2012

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Cash	
Check	
Credit	
Transferred	$ 150.00
Tendered	**$ 0.00**
Change	**$ 0.00**
To Overpayment	**$ 0.00**

RECEIPT NUMBER

00009175

D

City of Lansing

316 N. Capitol Ave Ste C-1

Lansing, MI 48933

Ph: (517) 483-4361 Fax: (517) 377-0169

Paid By

PECINA GUADALUPE

1232 N WASHINGTON AVE

LANSING, MI 48906

07/19/2012

Type	Record	Address	Category	Description	Amount
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Cash	
Check	
Credit	
Transferred	$ 150.00
Tendered	**$ 0.00**
Change	**$ 0.00**
To Overpayment	**$ 0.00**

RECEIPT NUMBER

P

00009425

City of Lansing

316 N. Capitol Ave Ste C-1

Lansing, MI 48933

Ph: (517) 483-4361 Fax: (517) 377-0169

Paid By

PECINA GUADALUPE

1232 N WASHINGTON AVE

LANSING, MI 48906

07/19/2012

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To Overpayment	**$ 0.00**

R

Building Safety Office

Department of Planning and Neighborhood Development
316 North Capital Ave Suite C-1
Lansing, Michigan 48933-1238
(517) 483-4356

Building

Type

Permit Number:
PB12-0148

Applicant:
HOOKER CLARENCE
1566 PONCHARTRAIN DR
OKEMOS MI 48864

Applied: 02/27/2012
Issued: 02/27/2012
Expires: 08/25/2012
Finaled:

Status: ISSUED

THE BUILDING PERMIT OR COPY SHALL BE KEPT ON THE SITE OF THE WORK UNTIL COMPLETION OF THE PROJECT

LOCATION	OWNER	CONTRACTOR
0 1232 N WASHINGTON AVE 33-01-01-09-256-001 **Zoning District:** B	HOOKER CLARENCE 1566 PONCHARTRAIN DR OKEMOS MI 48864 **Phone:** (517) 349 7127 **Fax:**	**Phone:** (517) 349 7127 **Fax:**

Inspector: Doug Halstead (517) 483 4364 dhalstea@lansingmi.gov

Work Description: housing code corrections

Stipulations:

Primary Constructions Type: 5B
Primary Use Group: R3
Primary Zoning District: B
Project: JRP12-0007

Permit Item	Work Type	Fee Basis	Item Total
Res >$4,000-$10,000	Standard Item Residential	1.00	$115.00
Technology Fee	Standard Item	1.00	$5.00

Fee Total: $120.00
Amount Paid: $120.00
Balance Due: $0.00

Building Safety Office

Department of Planning and Neighborhood Development
316 North Capital Ave Suite C-1
Lansing, Michigan 48933-1238
(517) 483-4356

R

Building

Type

Permit Number:
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Technology Fee	Standard Item	1.00	$5.00

Fee Total:	$120.00
Amount Paid:	$120.00
Balance Due:	$0.00

DATE: 9/17/2012

PPN:	**33-01-01-09-256-001**
DATE SUBMITTED:	**9/06/2012**
ADDRESS OF VIOLATION:	**1232 N. Washington Ave #940**
LISTED TAXPAYER OF RECORD:	**Clarence Hooker**
OTHER TAXPAYER OF RECORD:	
CLAIMANT:	**Clarence Hooker**
CLAIMANT'S ADDRESS:	**1566 Pontchartrain Drive Okemos, MI 48864**
TYPE OF ACTIONS CONTESTED:	**Board Up**
VIOLATION DATE:	**11/28/2011 & 2/01/2012**
NOTIFICATION DATE:	**11/28/2011 & 2/01/2012**
2ND NOTICE ASSESSMENT DATE:	
AMOUNT OF ASSESSMENT:	**$520.00 & $495.00**
CONTRACTOR NAME - INVOICE NO. - DATE:	
AMOUNT OF CLAIM:	**$1,015.00**
MEMO DATE – INVOICE NO.:	
ADDITIONAL ACTIONS CONTESTED:	
VIOLATION DATE:	
NOTIFICATION DATE:	
2ND NOTICE ASSESSMENT DATE:	
AMOUNT OF ASSESSMENT:	
CONTRACTOR NAME - INVOICE NO. - DATE:	
AMOUNT OF CLAIM:	
MEMO DATE – INVOICE NO.:	

HISTORY:

CITATIONS IN PREVIOUS YEAR:

CLAIMANT'S CIRCUMSTANCES: **See Attached**

CODE OFFICER'S NOTES: Both of these board ups were done prior to the current owner owning the property and have nothing to do with sewer repairs or public service. This office recommends that the owner get with his title insurance as both of these fees were already added to the property at the time of sale which took place on 2/10/2012. If no title insurance was used the current owner would be responsible as all fines and fees are attached to a property and not a person.

Dec. 17, 2012

Appeal this: 1232 N. Washington – Board Up Fee

In order for me to make a case to the title insurance company, I need a statement of your reasons for denial.

Thanks

C. Hooker

City of Lansing

OFFICE OF THE CITY ATTORNEY

Brig Smith, City Attorney

November 30, 2012

Clarence Hooker
1566 Pontchartrain Dr.
Okemos, MI 48864

Re: Claim - 1232 N. Washington

Dear Mr. Hooker:

Please be advised that on Monday, November 26, 2012, the Claims Review Committee reviewed your claim in the amount of $1015 regarding a Board up fee fee for property located at 1232 N. Washington, Lansing, Michigan, and denied the claim you filed with the City of Lansing.

You have the right to appeal the decision of the Claims Review Committee to the Lansing City Council. If you desire to do so, please submit your appeal in writing, within thirty (30) days of the date of this letter, to the Lansing City Clerk, 9th Floor, City Hall, Lansing, MI 48933, for placement on the Council's agenda.

If you have any questions concerning this matter, please contact this office.

Very truly yours,

Melissa Klingbeil

Melissa Klingbeil
Legal Clerk

Claim ID: 940

Fifth Floor, City Hall • Lansing, Michigan 48933 • (517) 483-4320 • Fax (517) 483-4081 • cityatty@lansingmi.gov

XV 1 a i

Chris Swope
Lansing City Clerk

FROM THE 2/11/13 MEETING
Referred to the Committee on General Services

February 8, 2013

President Wood and Members of the Lansing City Council
10th Floor, City Hall
Lansing, MI 48933

RE: Fenner Conservancy

Dear Council Members:

The attached application for Recognition of Non-Profit Status has been submitted to the City Clerk's Office, and is being forwarded for your consideration and appropriate action:

Sincerely,

Chris Swope

Chris Swope, CMC
Lansing City Clerk

BY THE COMMITTEE ON GENERAL SERVICES
RESOLVED BY THE CITY COUNCIL OF THE CITY OF LANSING

WHEREAS, Fenner Conservancy has requested a resolution of recognition as a Local Nonprofit Organization operating in the City of Lansing for the purpose of obtaining a charitable gaming license pursuant to MCL 432.103 (9); and

WHEREAS, the City Attorney has reported that, based on a review of the documentation submitted, the applicant qualifies as a Local Nonprofit Organization;

NOW, THEREFORE, BE IT RESOLVED that the Lansing City Council, hereby, recognizes the Fenner Conservancy as a Local Nonprofit Organization operating in the City of Lansing for the purpose of obtaining a charitable gaming license.

BE IT FURTHER RESOLVED the City Clerk is requested to provide a copy of this resolution to the Fenner Conservancy of 2020 E Mount Hope Lansing, MI 48910.

[18428:2:20130208:132857]

City of Lansing, Michigan
Application for Request for Non-Profit Status in the City of Lansing

Organization Name (As Incorporated): Fenner Conservancy

Address: 2020 East Mount Hope

City: Lansing State: MI Zip: 48910

Contact Person: Jason Meyer, Executive Director

Main Contact Number: (517) 483-4224 Secondary Contact Number: (___) _____

Email Address: jason@mynaturecenter.org

Please include the following with your application:

a. A copy of your 501(c)3 Designation

b. A copy of your Articles of Incorporation

c. A copy of your Bylaws

d. Non-refundable application fee of $100.00 or fee waiver request*

RECEIVED
2013 FEB -8 PM 2:53
LANSING CITY CLERK

I hereby certify that this application is complete and accurate to the best of my knowledge, information and belief.

Jason Meyer — 2/8/13
Signature **Date**

*Fee waiver request

I hereby certify that the assets of this non-profit organization are less than $2,500 and I request the fee be waived. The fee would cause an extreme hardship because:

_____

_____

_____

_____ _____
Signature **Date**

When you are done with this form, please return it to:
Chris Swope, City Clerk
Lansing City Clerk's Office
Ninth Floor, City Hall, 124 W. Michigan Ave., Lansing, MI 48933-1695
clerk@lansingmi.gov

2020 EAST MOUNT HOPE AVE.
LANSING, MI 48910
517-483-4224
WWW.MYNATURECENTER.ORG

fenner
CONSERVANCY

February 7, 2013

Dear Council President Woods,

This letter is to request your assistance to pass a Local Governing Body Resolution for Charitable Gaming License for Fenner Conservancy. We are a non-profit, 501(c)3 organization that operates Fenner Nature Center, and we have served the greater Lansing Community for over 30 years.

This Resolution is required piece of documentation that must accompany Fenner's application with the State of Michigan for a Charitable Gaming License to hold raffles at our upcoming Earth Day Extravaganza in April of this year.

In addition to the Resolution Form that must be completed by the City Clerk, I have enclosed a copy of a one page background document about Fenner.

We appreciate your assistance with this project. If you have any questions, feel free to contact me at 517-290-6148 or via email at chongannacanfora@gmail.com.

Sincerely,

Chong-Anna Canfora

Chong-Anna Canfora
Treasurer, Fenner Conservancy
Federal Tax ID: 38-2295066

MICHIGAN LOTTERY
Charitable Gaming Division
Box 30023, Lansing, MI 48909
OVERNIGHT DELIVERY:
101 E. Hillsdale, Lansing MI 48933
(517) 335-5780
www.michigan.gov/cg

LOCAL GOVERNING BODY RESOLUTION FOR CHARITABLE GAMING LICENSES

(Required by MCL 432.103(K)(i))

At a _____ meeting of the _____
REGULAR OR SPECIAL — TOWNSHIP, CITY, OR VILLAGE COUNCIL/BOARD

called to order by _____ on _____
DATE

at _____ a.m./p.m. the following resolution was offered:
TIME

Moved by _____ and supported by _____

that the request from Fenner Conservancy of Lansing,
NAME OF ORGANIZATION — CITY

county of Ingham, asking that they be recognized as a
COUNTY NAME

nonprofit organization operating in the community for the purpose of obtaining charitable

gaming licenses, be considered for _____.
APPROVAL/DISAPPROVAL

APPROVAL		DISAPPROVAL	
Yeas:	_____	Yeas:	_____
Nays:	_____	Nays:	_____
Absent:	_____	Absent:	_____

I hereby certify that the foregoing is a true and complete copy of a resolution offered and adopted by the _____ at a _____
TOWNSHIP, CITY, OR VILLAGE COUNCIL/BOARD — REGULAR OR SPECIAL

meeting held on _____.
DATE

SIGNED: _____
TOWNSHIP, CITY, OR VILLAGE CLERK

_____
PRINTED NAME AND TITLE

_____
ADDRESS

COMPLETION: Required.
PENALTY: Possible denial of application.

BSL-CG-1153(R5/09)

SUPPORTING FENNER NATURE CENTER

a public • private partnership

WHAT IS FENNER NATURE CENTER?

- A vital resource for everyone in the Greater Lansing community.
- A destination for environmental education and nature programs.
- A place where youth and all others can learn to love nature.
- Over 130 acres of explorable habitats - ponds, wetlands, forest, and prairies.
- A Visitor Center with live animals and interactive displays.
- Over 4 miles of trails, including ADA-accessible paved loops.
- The location of the Fenner Explore Store with unique nature and science related gifts.
- The site of annual Apple Butter and Maple Syrup festivals.

WHAT IS FENNER CONSERVANCY?

- A 501(c)3 nonprofit, originally formed as "Friends of Fenner Nature Center" in 1980.
- The organization responsible for keeping Fenner programs alive and vibrant for over 30 years.
- The group that rose to the challenge of keeping the doors open when the city was not able to support a full-time manager and considered closing the Visitor Center and ending programs.
- The organization now responsible for all policy development, staffing, programming, events, volunteer activities, and fundraising at Fenner Nature Center.

THE PRIVATE/PUBLIC PARTNERSHIP

- For over 50 years, Fenner Nature Center's staff was employed by the City of Lansing. Through a license agreement with the city in 2009, Fenner Conservancy became responsible for all programs and operations at the Visitor Center.
- All revenue generated by programs, rentals, and events is reinvested in the operations of Fenner Conservancy.
- The City of Lansing contributes to the partnership by paying for utilities, maintenance and some hourly staff. Fenner Conservancy bears all other costs, including staff, supplies, coordination of volunteers, programs, and events.

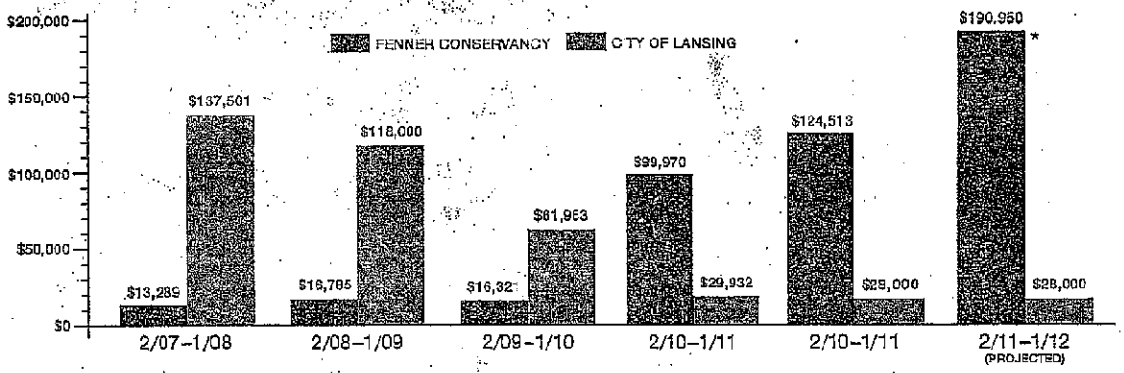
SUPPORTING FENNER NATURE CENTER

a public • private partnership

THE NEED

- With a major change in responsibility has come a huge change in operating costs for Fenner Conservancy.
- Our nonprofit must now raise enough money to responsibly operate the Visitor Center, its programs, and Fenner's annual events.
- Program fees and very limited city support do not fully cover the costs of running high-quality school and public programs and events.
- We need support from friends, members, the community, and major benefactors to continue to meet our mission.

EXPENDITURES (COMPARISON OF FUNDING OF FENNER NATURE CENTER BY FENNER CONSERVANCY AND CITY OF LANSING)



* Increased total expenditures are reflective of improved and expanded programming and volunteer management services.

YOUR ROLE

We need your help to keep this unique and special community asset healthy, available and thriving. Visit frequently, volunteer, spread the word, or make a donation today!

CONTACT: Jason Meyer, Executive Director
517-483-4224 • jmeyer@lansingmi.gov
Fenner, 2020 E. Mt. Hope Ave., Lansing, MI 48910

MyNatureCenter.org

fenner

BYLAWS OF FENNER CONSERVANCY

ARTICLE I – NAME, PURPOSE AND PRINCIPAL OFFICE

1.01 Name - The name of this organization is Fenner Conservancy.

101.1 - Upon the majority decision of the Board of Directors, the organization may do business under another name.

1.02 Scope - Fenner Conservancy is a nonprofit organization as described in Section 501(c)(3) of the Internal Revenue Code. These Bylaws supplement the Articles of Incorporation and are subject to laws which apply now or later.

1.03 Purpose - The purposes for which Fenner Conservancy is organized are as specified in the Articles of Incorporation.

1.04 Principal Office - The principal office of Fenner Conservancy shall be at 2020 East Mount Hope, Lansing, Michigan 48910. The Board of Directors of Fenner Conservancy, as established hereunder, shall have the power and authority to change the location of such principal office, should it become necessary and proper to do so, provided that the principal office remains within the corporate limits of the City of Lansing and/or annexes.

ARTICLE II – MEMBERSHIP

2.01 Membership Definition and Term - Memberships require submission of an application for membership and payment of appropriate fees. Membership may be continued upon payment of annual dues. The Board of Directors shall have the authority and the power to grant honorary memberships, including Life Memberships, to persons who have rendered special services to the organization. The Board of Directors reserves the right to reject any membership application where it determines that such membership would affect adversely the reputation or goals of the organization.

2.01.1 A member may be any person or group. A group may be a family, organization, association, public or private corporation, partnership or limited liability company.

2.01.2 Each group (including families) admitted to membership shall designate one individual who shall be deemed to be its duly authorized representative at all general and special meetings of the members and entitled to exercise all the rights and privileges accorded to members of Fenner Conservancy. The designation of this representative, as well as any change of the designation, must be made in writing to the Secretary of Fenner Conservancy.

2.01.3 No member of Fenner Conservancy may transfer his or her membership or any rights there from.

2.02 Termination of Membership - The Board of Directors of Fenner Conservancy shall have the authority to terminate the membership of any individual or entity for nonpayment of membership dues for a period that exceeds one year after the last paid membership. The Board of Directors shall also have the authority to terminate the membership of any person or entity where continuation of membership is a demonstrated risk to the health, safety or welfare of the organization, the Park facilities, other members, guests, staff or program participants, or where continued membership adversely affects the reputation and good standing of Fenner Conservancy in the community. Actions by the Board to terminate membership require a two-thirds vote of all members of the Board.

2.04 Dues and Charges - Dues for each category of membership, or other charges or fees, shall be determined by the Board of Directors at any Board meeting. Any rate or fee, once determined, shall remain unchanged for a period of at least one year. Annual dues for each category of membership shall apply from January 1 of the calendar year in which such dues are paid, with the exception that new memberships taken in the final three months of a calendar year may be extended to the end of the next calendar year.

2.05 Rights of Members - The members shall have such rights and powers as provided by law, the Articles of Incorporation, and these Bylaws, including, but not limited to:

2.05.1 Voting - All individual members and designated representatives of group members (including family memberships) of Fenner Conservancy, currently in good standing, shall be eligible to vote for the election of Board members at annual meetings of the organization. Each member and designated representative personally present at any such meeting of the organization shall be entitled to one vote. Voting by proxy is specifically prohibited.

2.05.2 Seeking and Holding Office - Any individual, including members and designated group representatives, but excluding ex-officio members, shall be eligible to seek and hold office in Fenner Conservancy. Any person who is not a member of Fenner Conservancy at the time of election to the Board shall become a member before taking office.

2.05.3 Member benefits - The Board of Directors shall have the authority to define member benefits, such as discounts for purchases at Fenner Conservancy's gift shop or reduced fees for admission to Fenner Conservancy-sponsored events. Members may also enjoy benefits extended by allied organizations, when so negotiated by Fenner Conservancy. All members shall receive Fenner Conservancy's newsletter.

2.06 Liability of Members - No member of Fenner Conservancy shall be personally liable for any of the organization's debts, liabilities, or obligations, unless the member has agreed in writing to be liable for such debt, liability, or obligation.

ARTICLE III – MEETINGS OF MEMBERS

3.01 Annual Meeting

3.01.1 The annual meeting of the members of Fenner Conservancy shall be held in the first quarter of each fiscal year (as defined in Section 8.05) at the principal office of the organization, at a time selected by the Board of Directors. The Board may, for good and sufficient reasons, select some other location for the annual meeting.

3.01.2 Notice of the time and place of the meeting shall be given not less than ten (10) days nor more than sixty (60) days in advance of such meeting, either personally, by newsletter, formal letter, or electronic transmission in a manner authorized by the member receiving the electronic transmission, to each member of record entitled to vote at the meeting, or may be prominently displayed in a newspaper or other periodical regularly published at least semi-annually by or on behalf of Fenner Conservancy, and mailed at postage rates complying with the regulations of the United States Postal Service and addressed to a member entitled to vote at the meeting not less than ten (10) days nor more than sixty (60) days in advance of said meeting. The notice of the meeting shall include any pertinent items to be reported to the membership as well as the names of persons nominated as candidates for election to the Board of Directors.

3.01.3 The President of Fenner Conservancy shall preside at the annual meeting and the Secretary of the Board shall act as Secretary of the annual meeting. If the Secretary is absent, the President shall appoint a Secretary Pro Tem. The business of the annual meeting shall include distribution of a written Annual Report on the organization's activities (including reports from the President, the Treasurer, and Board Committees), as well as the election of new Board members and any other items that may be brought before the membership for its information.

3.02 Quorum - A quorum for the conduct of elections at the annual meeting of members shall consist of those members in good standing who are present. Actions shall be decided by a majority vote of those present and voting.

3.03 Governing Procedures - All meetings of Fenner Conservancy shall follow the rules set down in Robert's Rules of Order.

ARTICLE IV – BOARD OF DIRECTORS

4.01 Duties of the Board - The control and direction of Fenner Conservancy shall reside with the Board of Directors. As the governing body, the Board shall have the power to amend the bylaws and articles of incorporation of the organization, in consultation with the Director of the Lansing Parks and Recreation Department.

The Board of Directors exists to serve Fenner Conservancy as follows:

- Determine mission and purposes of Fenner Nature Center
- Select the Nature Center Executive Director and supervisory staff
- Support and evaluate Fenner Conservancy employees
- Ensure effective planning
- Monitor and strengthen programs and services
- Protect assets and provide financial oversight
- Build a competent board
- Ensure legal and ethical integrity
- Enhance the organization's public standing
- Work in collaboration with the City of Lansing through the Department of Parks and Recreation to develop programs and policies consistent with City needs and ensure adequate financial resources for the operation of Fenner Nature Center programs.

4.02 Organization - The Board of Directors shall consist of no less than four (4) and up to eleven (11) elected dues-paying members. The Board shall also include up to two ex-officio members, that being the Director of the Parks and Recreation Department (or his/her designee), and the Executive Director of Fenner Nature Center, who shall be non-voting members of the Board of Directors. The ex-officio members shall not be eligible for election to office in Fenner Conservancy. The directors shall be elected to terms of three (3) years each, on a staggered basis. At each annual meeting of the members, Board members shall be elected to replace the Board members whose terms are about to expire. Board members may also be re-elected to new terms. Persons who are Board members on the date of adoption or revision of the by-laws shall continue in that office until expiration of the terms for which they were elected under the former by-laws. Except as noted in 4.09 and 4.10

below, each Board member shall serve until a successor is duly elected and installed.

4.03 Vacancies - A vacancy on the Board shall be filled by appointment by the remaining members of the Board. The person appointed to fill a vacancy shall hold office for the unexpired term or until a successor is duly elected and installed, or until death, resignation, or removal.

4.04 Quorum and Voting - A majority of the filled positions on the Board shall constitute a quorum of elected Board members for the conduct of business. Each elected member of the Board of Directors personally present at any meeting shall have one (1) vote. Action on all matters unless otherwise specified herein shall be decided by a majority vote of those present and voting at a meeting at which there is a quorum. Voting by proxy is specifically prohibited. The presence of a quorum is necessary for conducting business and no business may take place should a Board member leave and a quorum no longer be present.

4.05 Meetings - The Board of Directors of Fenner Conservancy shall hold a minimum of four (4) regular meetings each year, and may hold such other meetings as the President or a majority of the Board may from time to time determine and order. The time and place of meetings of the Board shall be such as are designated by the President or, if summoned by a majority of the Board, by such majority. All regular meetings shall be called according to an annual schedule proposed by the President and approved by the Board. Special meetings of the Board may be called by the President or his/her designee. Special meetings may be held upon two (2) days notice of the time, place, and purpose of the meeting, in writing, by telephone, or by electronic transmission to each Board member's place of business or residence.

4.06 Meetings by Electronic Communications - A Board member may participate in a Board meeting by conference telephone or other means of remote communication by which all persons participating in the meeting may hear each other, if all participants are advised of the remote communication in use and the names of the participants in the conference are divulged to all participants. Participation in a meeting pursuant to this section constitutes presence in person at the meeting.

4.07 Waiver of Notice - Board members may waive notice of any regular or special meeting of the Board. Attendance of a Board member at a meeting constitutes

a waiver of the notice of the meeting, except where a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

4.08 Alternative to Meeting - Action may be taken by the Board without a meeting if, before or after the action, all members of the Board consent in writing. The written consent shall be filed with the minutes of the Board. The consent shall have the same effect for all purposes as a vote of the Board. Such written consent may be obtained through electronic communication.

4.09 Removal - Any Board member who, without excuse deemed adequate by the Board, is absent from three (3) out of any five (5) successive Board meetings may, by a two-thirds (2/3) vote of a quorum of the Board, be removed from Board membership, and in such event, the Board shall appoint another person to serve out the unexpired term of the Board member thus removed. Any Board member may also be removed by a two-thirds (2/3) vote of the Board for (a) violating these bylaws or (b) engaging in any conduct prejudicial to the best interests of the organization.

4.10 Resignation - Any Board member may resign at any time via written notice to the President of the Board of Fenner Conservancy. Such notice shall take effect at the time specified therein or upon acceptance by the President or the Board if no time is designated. The Board shall appoint a successor to any vacated position for the rest of the unexpired term, by a majority vote of a quorum of the Board.

4.11 Compensation - The Board of Directors shall serve without financial compensation. This does not exclude the Board from acting via resolution to allow reimbursement for out-of-pocket expenses incurred in the fulfilling of duties as Board members.

ARTICLE V – ELECTION OF BOARD MEMBERS

5.01 Nomination of Board Members - At least sixty (60) days before the annual meeting of Fenner Conservancy, the President shall appoint a nominating committee of a least three (3) Board members. Upon request, the Secretary of Fenner Conservancy shall furnish said committee with a complete list of members in good standing. The nominating committee shall nominate at least one (1) candidate for every vacancy to be filled on the Board of Directors, and shall report its nominations to the Secretary at least twenty (20) days before the date of the annual meeting. Additional nominations may be made from the

floor at the annual meeting. The notice to members of the annual meeting shall include a list of all candidates nominated by the nominating committee.

5.02 Election - Voting for Board members at the annual meeting of Fenner Conservancy shall be by secret ballot. The President shall appoint two (2) tellers to count the ballots. Candidates nominated for the position of Board member and who receive the greatest number of votes cast for such office, shall be declared elected. In the event of a tie vote occurring, any candidate or candidates having a plurality of votes cast shall be declared elected, and a second ballot shall be taken among those candidates tied on the first ballot, for the remaining vacancy or vacancies on the Board of Directors. In the event the tie ballot is repeated, the winner shall be selected by lot. Voting for Board members at the annual meeting of Fenner Conservancy may be by voice vote only if all candidates are unopposed.

ARTICLE VI – EXECUTIVE OFFICERS

6.01 Organization - The Executive Committee of Fenner Conservancy shall consist of a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected annually by the Board of Directors. The Board may also elect other officers for designated duties. No person shall hold more than one (1) of the offices simultaneously. The President shall preside as chairman of the Board of Directors. Officers may serve more than one term. Officers whose duties are not prescribed by these Bylaws shall have the authority and perform the duties prescribed, from time to time, by the Board.

6.02 Manner of Selection - The Executive Committee shall be elected by and from the Board of Directors following the annual meeting. The offices shall be filled separately and in the order named in Section 6.01, and a majority of all votes cast shall be required for election. Each officer shall be installed immediately upon election.

6.03 Filling of Vacancies - The Vice President shall automatically succeed to the office of President in the event that said office becomes vacant between annual meetings of the organization. All other vacancies shall be filled for the balance of the unexpired term by election by and from the Board of Directors.

ARTICLE VII – POWERS AND DUTIES OF OFFICERS AND BOARD MEMBERS

7.01 Powers and Duties of Officers - The officers of Fenner Conservancy shall be charged with such duties and authority as usually appertains to such officers

in a nonprofit organization, except that said duties may be varied or added to by the Board of Directors.

7.01.1 The President shall, in addition to specific powers and duties set forth in these Bylaws, preside over all meetings of the members of Fenner Conservancy. The President shall be an ex officio member of all committees of the Board, with vote. The President shall coordinate and oversee standing committees. The President may sign bonds, contracts or other obligations in the name of Fenner Conservancy. The President shall represent or appoint representatives of Fenner Conservancy at all events or affairs related to the purposes of the organization.

7.01.2 The Vice President shall, in addition to the specific powers and duties set forth in these Bylaws, assume all the duties and powers of the President in the President's absence, including the signing of bonds, contracts or other obligations in the name of Fenner Conservancy.

7.01.3 The Secretary shall, in addition to the specific powers and duties set forth in these Bylaws, record minutes of meetings and see that a historical record is kept of all minutes and other important documents. The Secretary is the compliance officer for the organization's document retention and destruction policy. The Secretary is responsible for maintaining, solely or in collaboration with the Membership Chairperson (if one is selected), the membership files of Fenner Conservancy.

7.01.4 The Treasurer, in addition to the specific powers and duties set forth in these Bylaws, shall have custody of all funds and securities of Fenner Conservancy and shall keep full and accurate account of receipts and disbursements in books belonging to the organization, sufficient to enable independent audit of the organization's accounts. The Treasurer shall oversee the process for depositing all moneys and other valuables in the name of Fenner Conservancy and to the credit of Fenner Conservancy in the accounts and investments designated or authorized by the Board and shall receive all monies for membership. The Treasurer shall disburse funds, only in manner and form as hereinafter provided in Paragraph 8.01, and may make and transmit receipt for dues and other receivables. The Treasurer shall prepare a monthly report to the Board of Directors of the organization's financial activities, as well as an annual report to the membership at the annual meeting. The Treasurer shall oversee all tax reporting to applicable governmental bodies for the financial activities of Fenner Conservancy. The Treasurer

is also responsible for filing legal documents, including the annual renewal of the State charitable solicitation license and the nonprofit corporation filing.

7.02 The Executive Director - By majority vote of a quorum present, the Board of Directors may appoint an Executive Director and if appointed, the Executive Director shall be subject to the control of the Board of Directors. The Executive Director shall, in general, supervise and manage the business and affairs of the Corporation and shall see that the resolutions and directives of the Board of Directors and the Members of the Corporation are put into effect.

The Executive Director shall:

(a) coordinate, in cooperation with the President, the action of all standing Committees;

(b) attend meetings of the Board of Directors, the Executive Committee and all other Committees of the Board of Directors. The Executive Director or his or her designee shall serve as Secretary at all Committee meetings;

(c) be responsible for the care and protection of all property of the Corporation not otherwise provided for in these Bylaws;

(d) be authorized to speak on behalf of and in the name of the Corporation in the expression of policies established by the Board of Directors;

(e) provide representation for the Corporation to other organizations;

(f) give all notices required by statute, bylaw or resolution; and

(h) perform such other duties and exercise such other authority as shall be delegated, established or otherwise determined from time to time by the Board of Directors or by the Executive Committee.

7.03 Executive Committee - The Executive Committee of the Board consists of the four (4) Board officers, the President, Vice President, Secretary and Treasurer. This committee shall be empowered to take any action which could be taken at a regular Board meeting and which cannot await the next meeting. Any such action shall be reported to the full Board of Directors at the next Board meeting.

7.04 Other Committees - The Board shall have the power to create committees, either special or standing, and to delegate to such committees such powers and duties as the Board may deem advisable. Committees may include non-Board

members. Unless otherwise designated by the Board, the provisions of these Bylaws pertaining to the Board apply equally to any committee of the Board.

ARTICLE VIII – OPERATIONAL CONSIDERATIONS

8.01 Books and Records. The organization shall keep correct and complete books and records of accounts; shall keep minutes of the proceedings of the Board and committees having any of the authority of the Board; and shall keep, at its principal office, a record giving the name, address, and telephone number of each Member and Member of the Board of Directors.

8.02 Contracts and Undertakings - The Board may from time to time authorize any officer or agent of the organization, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization, and such authority may be general or confined to specific instances. The Board may enter into contract with individuals or entities to carry out its obligations and mission. No contract shall be entered into by any officer, nor any promotions undertaken, nor any commitments entered into except that the same are first approved by the Board of Directors. Any project classified by the City of Lansing as a capital improvement shall have the appropriate City approval due to the City's long-term maintenance or operational responsibility. The Board of Directors shall not pledge the credit of Fenner Conservancy in an amount greater than the organization's current assets, plus anticipated income for the ensuing year, without first securing the approval of at least a two-thirds majority of the Board of Directors.

8.03 Loans - No loan shall be contracted on behalf of the organization and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

8.04 Loans to Directors or Officers. No loans shall be made by the organization to its Directors or officers.

8.05 Fenner Conservancy Funds - All funds of Fenner Conservancy, including endowment funds, shall be deposited and maintained in such banks, trust companies or other depositories, as the Board of Directors shall from time to time designate. All checks, drafts or other orders for the payment of money, notes, or other evidences or indebtedness issued in the name of the organization shall be signed by the proper officer or officers authorized to do so in accordance with resolutions of the Board then in effect.
Bills and other claims against Fenner Conservancy shall be first presented to, and approved by, the Board of Directors before the same are paid in the manner above provided, except that recurring bills for administrative or regular program or event expenses, or bills and other claims for individual

items under $300 or previously approved by the Board of Directors may be paid when due, without prior approval of the Board. If authorized by the Board of Directors, the Treasurer may also establish a debit or credit card account to be used for operating or program expenditures. The Board shall establish procedures for the use of such cards by employees of Fenner Nature Center and selected Board members. All financial transactions shall be reported to the Board of Directors within 30 days or at each meeting of the Board. Records of all financial transactions will be kept using generally accepted bookkeeping procedures. Appropriate arrangements will be made to receive tax-deductible donations. The fiscal year of Fenner Conservancy shall run from February 1 through the last day of January.

8.06 Rules and Regulations - The Board of Directors may from time to time adopt such rules and regulations, consistent with these Bylaws and the purposes of Fenner Conservancy as expressed in its Articles of Incorporation, as it deems necessary and proper for the conduct of the affairs of the organization. The membership shall be advised of such action taken by being furnished with copies of any and all such rules and regulations as are adopted hereunder.

8.07 The Fenner Nature Center Gift Shop - Explore Store, a gift shop, shall be a Fenner Conservancy-owned and operated business on city property, with a Manager appointed by the Board of Directors. The Manager is empowered to make decisions regarding the operation of Explore Store business (for example: types of merchandise to buy, pricing policies and seasonal sales). Financial records of Explore Store operations shall be integrated with all Fenner Conservancy accounts. The Manager shall provide receipts, invoices and regular financial reports to the Treasurer.

8.08 Gifts. The Board may accept on behalf of the organization any contribution, gift, bequest or devise for the general purposes or for any special purpose of the organization.

8.09 Organization Purchases - From time to time the Board of Directors may authorize the purchase items for its activities in support of the Fenner Nature Center. These items shall remain the property of Fenner Conservancy and be used exclusively at the Nature Center.

ARTICLE IX – AMENDMENTS

9.01 These bylaws may be amended by a majority of the members of the Board of Directors, provided that written notice of the proposed amendment is given to each of the Board Members at least twenty (20) days in advance of the meeting at which such proposed amendment is to be voted upon. No amendment may operate, however, to curtail the term of office of any officer or director then in office.

9.02 Amendments to Article I must be approved by the ex-officio member representing the Lansing Parks and Recreation Department prior to or at the meeting where such action is taken, before the amendment is considered to be in effect. Any such amendment not receiving support of the ex-officio member must be submitted to the Lansing Park Board and will not be considered approved until affirmatively acted upon by the Park Board.

ARTICLE X – DISSOLUTION

10.01 Should Fenner Conservancy be dissolved for any reason, all assets of the organization, after all outstanding liability has been resolved, and full accounting has been made of any unexpended funds previously transmitted from the City of Lansing, will be converted to cash assets. In the event of dissolution, all assets, real and personal, shall be distributed to such organizations as are qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue Law.

Approved: March 8, 1979
Approved as amended: May 29, 1979
Approved as amended: October 10, 1979
Approved as amended: August 17, 1982
Approved as amended: June 27, 1996
Approved as amended: November 18, 1999
Approved as amended: August 25, 2008
Approved as amended: October 22, 2009
Approved as amended: March 15, 2011

ARTICLES OF INCORPORATION

ARTICLE I

The name of this corporation is Fenner Conservancy.

ARTICLE II

This organization was created to support, maintain, advance, and improve the Carl G. Fenner Nature Center, a City of Lansing park; to provide informational, educational and interpretive programs to advance the goals of the Carl G. Fenner Nature Center; and to achieve such other purposes and objectives as are in accordance with the policies established by the Park Board of the City of Lansing for the Carl G. Fenner Nature Center. This organization is organized and operated exclusively for purposes described in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III

a. Said corporation is organized upon a non-stock, membership basis.
b. The amount of assets which said corporation possesses is:
   1. Real Property: none;
   2. Personal Property: deposit accounts; gift shop merchandise; and other items purchased for resale.
c. Said corporation is to be financed under the following general plan: Memberships; contributions, both financial and in-kind; grants and events.

ARTICLE IV

The address of the initial registered office is: 2020 E. Mt. Hope, Lansing, Michigan 48910.

The name of the resident agent at the registered office: Jason Meyer.

ARTICLE V

The names and addresses of the incorporators are as follows:

Gordon Spink, 3910 Sandlewood, Okemos, MI 48864
Phoebe Griffin, 4716 Arapaho Trail, Okemos, MI 48864
Doris Tran, 2301 Clifton Ave., Lansing, MI 48910
Katherine Hart, 724 Southland, East Lansing, MI 48823
Lee Laylin, 1770 Sandhill, Mason, MI 48854
Bob Bellgowan, 108 S. Ottawa, St. Johns, MI 48879
Ted Black, 4714 Van Atta, Okemos, MI 48864

ARTICLE VI

The names and addresses of the first board of directors (or trustees) are as follows:

Gordon Spink, 3910 Sandlewood, Okemos, MI 48864
Mike Siwek, 5961 Monroe, Olivet, MI 49076
Mimi Powell, 734 Owen Hall, MSU, East Lansing, MI 48824
Dave Popken, 913 Leslie, Lansing, MI 48901
Ted Black, 4714 Van Atta, Okemos, MI 48864
Lee Laylin, 1770 Sandhill, Mason, MI 48854
Bob Bellgowan, 108 S. Ottawa, St. Johns, MI 48879
Doris Tran, 2301 Clifton Ave., Lansing, MI 48910
Phoebe Griffin, 4716 Arapaho Trail, Okemos, MI 48864

ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Article II hereof. 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, 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, or the corresponding section of any future federal tax code, or by (b) 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.

All expenditures in this account will be for the purposes outlined in Article II of these Articles of Incorporation. In the event of dissolution, all assets, real and personal, shall be distributed to such organizations as are qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue law.

ARTICLE VIII

a. No member of the Board of Directors of the Corporation who is a volunteer director, as that term is defined in the Michigan Nonprofit Corporation Act, and no volunteer officer shall be personally liable to this Corporation or to its members for monetary damages for a breach of the director's or officer's fiduciary duty; provided, however, that this provision shall not eliminate or limit the liability of a director or officer for any of the following:

i. A breach of the director's or officer's duty of loyalty to the Corporation;
ii. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
iii. A violation of Section 551(1) of the Michigan Nonprofit Corporation Act;
iv. A transaction from which the director or officer derived an improper personal benefit;
v. An act or omission of a volunteer director or an act or omission of a volunteer officer occurring before filing these Articles of Incorporation;
vi. An act or omission that is grossly negligent.

b. The Corporation hereby assumes all liability to any person other than the Corporation or its members for all acts or omissions of a volunteer director or volunteer officer as defined in the Michigan Nonprofit Corporation Act occurring on or after the effective date of Amendment to the Articles of Incorporation and incurred in the good faith performance of the directors' or officers' duties as such; provided, however, that the Corporation shall not be considered to have assumed any liability to the extent such assumption is inconsistent with the status of the Corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code, or results in the imposition of tax under Section 4958 of the Internal Revenue Code.

c. The Corporation hereby assumes the liability for all acts or omissions of a volunteer director, volunteer officer, or other volunteer if all of the following are met:

i. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority;
ii. The volunteer was acting in good faith;
iii. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct;
iv. The volunteer's conduct was not an intentional tort;
v. The volunteer's conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed as provided in Section 3135 of the Insurance Code of 1956, Act No. 218 of the Public Acts of 1956, being Section 500.3135 of the Michigan Compiled Laws.

Provided, however, that the Corporation shall not be considered to have assumed any liability of a volunteer to the extent such assumption is inconsistent with the status of the Corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code, or results in the imposition of tax under Section 4958 of the Internal Revenue Code.

d. If the Michigan Nonprofit Corporation Act is amended after filing this Article VIII to authorize the further elimination or limitation of the liability of directors or officers of nonprofit corporations, then the liability of members of the Board of Directors and of officers of the Corporation, in addition to the limitation, elimination and assumption of personal liability contained in this Article VIII, shall be assumed by the Corporation or eliminated or limited to the fullest extent permitted by the Michigan Nonprofit Corporation Act as so amended, except to the extent such limitation, elimination or assumption of liability is inconsistent with the status of the Corporation as an organization described in Section 501(c)(3) of the Internal Revenue Code, or results in the imposition of tax under Section 4958 of the Internal Revenue Code. No amendment or repeal of this Article VIII shall apply to or have any effect on the liability or alleged liability of any member of the Board of Directors or officer of this Corporation for or with respect to any acts or omissions of such director occurring prior to the effective date of any such amendment or repeal.

e. Any repeal, modification or adoption of any provision in these Articles of Incorporation inconsistent with this Article VIII shall not adversely affect any right or protection of a volunteer of the Corporation existing at the time of such repeal, modification or adoption.

Initial filing: January 22, 1980
Amended: July 24, 1980
March 31, 1997
February 20, 2004
November 25, 2008
March 11, 2011

Michigan Department of Treasury
Form 3372 (Rev. 4-09)

Michigan Sales and Use Tax Certificate of Exemption

DO NOT send to the Department of Treasury. Certificate must be retained in the Seller's Records.

This certificate is invalid unless all four sections are completed by the purchaser.

SECTION 1: TYPE OF PURCHASE

☐ One-time purchase.
Order or Invoice Number: _____

☐ Blanket certificate.
Expiration Date (maximum of four years): _____

☒ Blanket Certificate. Recurring business relationship

The purchaser hereby claims exemption on the purchase of tangible personal property and selected services made from the vendor listed below. This certifies that this claim is based upon the purchaser's proposed use of the items or services, OR the status of the purchaser.

Vendor's Name and Address

SECTION 2: ITEMS COVERED BY THIS CERTIFICATE

Check one of the following:

1. ☒ All items purchased
2. ☐ Limited to the following items: _____

SECTION 3: BASIS FOR EXEMPTION CLAIM

Check one of the following:

1. ☐ For Resale at Retail. Enter Sales Tax License Number: _____
2. ☐ For Lease. Enter Use Tax Registration Number: _____

The following exemptions DO NOT require the purchaser to provide a number:

3. ☐ For Resale at wholesale
4. ☐ Agricultural Production. Enter percentage: _____%
5. ☐ Industrial Processing. Enter percentage: _____%
6. ☐ Church, Government Entity, Nonprofit School, or Nonprofit Hospital. (Circle type of organization)
7. ☒ Nonprofit Internal Revenue Code Section 501(c)(3) or 501(c)(4) Exempt Organization (must provide IRS authorized letter with this form)
8. ☒ Nonprofit Organization with an authorized letter issued by the Michigan Department of Treasury prior to June 1994 (must provide copy of letter with this form)
9. ☐ Rolling Stock purchased by an Interstate Motor Carrier
10. ☐ Direct Mail (delivered to multiple taxing jurisdictions - purchaser assumes tax payment obligation)
11. ☐ Other (explain): _____

SECTION 4: CERTIFICATION

I declare, under penalty of perjury, that the information on this certificate is true, that I have consulted the statutes, administrative rules and other sources of law applicable to my exemption, and that I have exercised reasonable care in assuring that my claim of exemption is valid under Michigan law. In the event this claim is disallowed, I accept full responsibility for the payment of tax, penalty and any accrued interest, including, if necessary, reimbursement to the vendor for tax and accrued interest.

Type of Business (see codes on page 2)	Business Name
15	Friends of Fenner Nature Center
Business Address	**City, State, ZIP Code**
2020 E. Mount Hope	Lansing, MI 48910
Business Telephone Number (include area code)	**Name (Print or Type)**
(517) 483-4224	Jennifer Olson
Signature and Title	**Date Signed**
Jennifer Olson, Treasurer	September 7, 2009

Internal Revenue Service
District Director

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: JUN 26 1997

Person to Contact:
D. Downing
Telephone Number:
513-241-5199
Fax Number
513-684-5936
Federal Identification Number:
38-2295066

Friends of Fenner Nature Center
c/o Leona Good
2020 E. Mt Hope Ave.
Lansing, MI 48910

Dear Sir or Madam:

This letter is in response to your request for a copy of your organization's determination letter. This letter will take the place of the copy you requested.

Our records indicate that a determination letter issued in January of 1989 granted your organization exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code. That letter is still in effect.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in section 509(a)(1).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than $25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of $20 a day, up to a maximum of $10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of $100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

Friends of Fenner Nature Center

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on the Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the organization's permanent records.

Please direct any questions to the person identified in the letterhead above.

This letter affirms your organization's exempt status.

Sincerely,

C. Ashley Bullard

C. Ashley Bullard
District Director

BCS/CD-515 (Rev. 5/10)

MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH
BUREAU OF COMMERCIAL SERVICES

Date Received	(FOR BUREAU USE ONLY)
MAR 21 2011	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

FILED
MAR 21 2011
Administrator
Bureau of Commercial Services

Name
Eldonna M. Ruddock, Esq.
Loomis, Ewert, Parsley, Davis & Gotting, P.C.

Address
124 W. Allegan St., Ste. 700

City	State	Zip Code
Lansing	MI	48933

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:

   Friends of Fenner Nature Center

2. The identification number assigned by the Bureau is: 714-458

3. Article I of the Articles of Incorporation is hereby amended to read as follows:

   The name of the Corporation is:

   Fenner Conservancy

4. Article IV(3) of the Articles of Incorporation is hereby amended to read as follows:

   (3) The name of the resident agent at the registered office is: Jason Meyer

10- MCBB 144441

6. **Nonprofit corporation only: Member, shareholder, or board approval**

The foregoing amendment to the Articles of Incorporation was duly adopted on the 6th day of March, 2011 by the (check one of the following)

Member or shareholder approval for nonprofit corporations organized on a membership or share basis

☒ members or shareholders at a meeting in accordance with Section 611(2) of the Act.

☐ written consent of the members or shareholders having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to members or shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the members or shareholders is permitted only if such provision appears in the Articles of Incorporation.)

☐ written consent of all the members or shareholders entitled to vote in accordance with section 407(3) of the Act.

Directors (Only if the Articles state that the corporation is organized on a directorship basis)

☐ directors at a meeting in accordance with Section 611(2) of the Act.

☐ written consent of all directors pursuant to Section 525 of the Act.

Nonprofit Corporations

Signed this 17th day of March, 2011

By _____
(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

Ronald Eggleston — President
(Type or Print Name) — (Type or Print Title)