



500 West Big Beaver
Troy, MI 48084
troymi.gov



CITY COUNCIL AGENDA ITEM

Date: August 8, 2024

To: Robert J. Bruner, Acting City Manager

From: Megan E. Schubert, Assistant City Manager
M. Aileen Dickson, City Clerk

Subject: Request for Recognition as a Nonprofit Organization from Community Housing Network

History

Attached is a request from Community Housing Network seeking recognition as a nonprofit organization for the purpose of obtaining a charitable gaming license for fundraising purposes.

Financial

There are no financial considerations associated with this item.

Recommendation

It has been City Management's practice to support the approval of such requests.



June 7th, 2024

Mayor Ethan Baker
Troy City Council
500 W. Big Beaver Rd.
Troy, MI 48084

Dear Mayor Baker and Members of the City Council,

I hope this letter finds you well. I am writing to you on behalf of Community Housing Network (CHN) to formally request a charitable gaming license. As a Board Member of this esteemed organization, I would like to provide an overview of our mission, our impact, and the significance of this request in supporting our ongoing efforts to serve the community.

Community Housing Network is dedicated to providing homes for people in need through a range of proven strategies, including homelessness prevention, housing assistance, development of affordable housing, community education, and advocacy. Since our inception, CHN has been a beacon of hope and stability for countless individuals and families who face housing insecurity.

Our comprehensive approach involves:

1. **Homelessness Prevention:** We offer critical support services that prevent individuals and families from becoming homeless. This includes financial assistance, counseling, and other resources to ensure stable housing.
2. **Housing Assistance:** We assist individuals in finding and maintaining safe, affordable housing. Our team works tirelessly to match clients with appropriate housing solutions that meet their needs.
3. **Development of Affordable Housing:** We are committed to increasing the availability of affordable housing through the development of new units and the rehabilitation of existing properties. This effort helps to ensure that more community members have access to quality, affordable homes.
4. **Community Education:** We provide educational programs that raise awareness about housing issues and empower individuals with the knowledge they need to advocate for themselves and their communities.
5. **Advocacy:** We engage in policy advocacy to promote systemic changes that address the root causes of homelessness and housing instability. Our goal is to create a more equitable housing landscape for all.

The acquisition of a charitable gaming license would significantly enhance our fundraising capabilities, allowing us to generate additional revenue to support and expand our programs. The funds raised through charitable gaming activities would be directly reinvested into our services, ensuring that we can continue to meet the growing needs of our community.



PHONE 248.928.0111 • TOLL FREE 866.282.3119 • FAX 248.928.0122
5505 Corporate Drive, Suite 300, Troy, MI 48068 • communityhousingnetwork.org
Community Housing Network, Inc. is a 501(c)(3) organization. Donations are tax deductible as allowable by law.



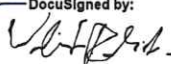


We are committed to conducting these activities with the highest level of integrity and transparency, ensuring compliance with all regulatory requirements. Our goal is to leverage this opportunity to strengthen our financial foundation, thereby enabling us to serve more individuals and families in need.

We kindly request your favorable consideration of our application for a charitable gaming license. Your support would make a tremendous difference in our ability to provide critical housing services to those who need them most.

Thank you for your time and attention to this matter. We look forward to the opportunity to further discuss our request and answer any questions you may have.

Sincerely,

DocuSigned by:

3F8079D7456B4AF...

Bill Robinson
Community Housing Network, Board Chair
wrobinson@attorneys-title.com
248-331-7310

For more information about Community Housing Network and our programs, please visit our website at <https://communityhousingnetwork.org>.

Community Housing Network
5505 Corporate Drive, Ste. 300
Troy, MI 48098



PHONE 248.928.0111 • TOLL FREE 866.282.3119 • FAX 248.928.0122
5505 Corporate Drive, Suite 300, Troy, MI 48098 • communityhousingnetwork.org
Community Housing Network, Inc. is a 501(c)(3) organization. Donations are tax deductible as allowable by law.





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)(ii))

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 _____ of _____
NAME OF ORGANIZATION CITY

county of _____, 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

Yeas: _____

Nays: _____

Absent: _____

DISAPPROVAL

Yeas: _____

Nays: _____

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

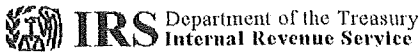
SIGNED: _____
TOWNSHIP, CITY, OR VILLAGE CLERK

PRINTED NAME AND TITLE

ADDRESS

COMPLETION: Required.
PENALTY: Possible denial of application.

BSL-CG-1153(R6/09)



Department of the Treasury
Internal Revenue Service
P.O. Box 2508
Cincinnati OH 45201

020691.276425.456835.15973 1 AB 0.419 530



COMMUNITY HOUSING NETWORK INC
5505 CORPORATE DR 300
TROY MI 48098

020691

CUT OUT AND RETURN THE VOUCHER IMMEDIATELY BELOW IF YOU ONLY HAVE AN INQUIRY.
DO NOT USE IF YOU ARE MAKING A PAYMENT.

CUT OUT AND RETURN THE VOUCHER AT THE BOTTOM OF THIS PAGE IF YOU ARE MAKING A PAYMENT,
EVEN IF YOU ALSO HAVE AN INQUIRY.

The IRS address must appear in the window.

0248230137

BODCD-TE

Use for inquiries only

Letter Number: LTR4168C
Letter Date : 2020-10-09
Tax Period : 000000

INTERNAL REVENUE SERVICE
P.O. Box 2508
Cincinnati OH 45201



383372734

COMMUNITY HOUSING NETWORK INC
5505 CORPORATE DR 300
TROY MI 48098

383372734 NB COMM 00 2 000000 670 000000000000

The IRS address must appear in the window.

0248230137

BODCD-TE

Use for payments

Letter Number: LTR4168C
Letter Date : 2020-10-09
Tax Period : 000000

INTERNAL REVENUE SERVICE

OGDEN UT 84201-0102



383372734

COMMUNITY HOUSING NETWORK INC
5505 CORPORATE DR 300
TROY MI 48098

383372734 NB COMM 00 2 000000 670 000000000000



IRS Department of the Treasury
Internal Revenue Service

P.O. Box 2508
Cincinnati OH 45201

In reply refer to: 0248230137
Oct. 09, 2020 LTR 4168C 0
38-3372734 000000 00

00013792
BODC: TE

COMMUNITY HOUSING NETWORK INC
5505 CORPORATE DR 300
TROY MI 48098

020691

Employer ID number: 38-3372734
Form 990 required: Yes

Dear Taxpayer:

We're responding to your request dated Sep. 30, 2020, about your tax-exempt status.

We issued you a determination letter in March 2001, recognizing you as tax-exempt under Internal Revenue Code (IRC) Section 501(c)(3).

We also show you're not a private foundation as defined under IRC Section 509(a) because you're described in IRC Sections 509(a)(1) and 170(b)(1)(A)(vi).

Donors can deduct contributions they make to you as provided in IRC Section 170. You're also qualified to receive tax deductible bequests, legacies, devises, transfers, or gifts under IRC Sections 2055, 2106, and 2522.

In the heading of this letter, we indicated whether you must file an annual information return. If you're required to file a return, you must file one of the following by the 15th day of the 5th month after the end of your annual accounting period:

- Form 990, Return of Organization Exempt From Income Tax
- Form 990EZ, Short Form Return of Organization Exempt From Income Tax
- Form 990-N, Electronic Notice (e-Postcard) for Tax-Exempt Organizations Not Required to File Form 990 or Form 990-EZ
- Form 990-PF, Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation

According to IRC Section 6033(j), if you don't file a required annual information return or notice for 3 consecutive years, we'll revoke your tax-exempt status on the due date of the 3rd required return or notice.

You can get IRS forms or publications you need from our website at www.irs.gov/forms-pubs or by calling 800-TAX-FORM (800-829-3676).

If you have questions, call 877-829-5500 between 8 a.m. and 5 p.m.,

0248230137
Oct. 09, 2020 LTR 4168C 0
38-3372734 000000 00
00013793

COMMUNITY HOUSING NETWORK INC
5505 CORPORATE DR 300
TROY MI 48098

local time, Monday through Friday (Alaska and Hawaii follow Pacific time).

Thank you for your cooperation.

Sincerely yours,

Warren R. Burton

Warren R. Burton, Operations Mgr
Accounts Management Operations 1



INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: FEB 09 2004

COMMUNITY HOUSING NETWORK INC
570KIRTS BLVD STE 231
TROY, MI 48084-0000

Employer Identification Number:
38-3372734

DIN:

17053347719003

Contact Person:

ERIC J BERTELSEN

ID# 31323

Contact Telephone Number:

(877) 829-5500

Public Charity Status:

170(b)(1)(A)(vi)

Dear Applicant:

Our letter dated March 2001, stated you would be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, and you would be treated as a public charity during an advance ruling period.

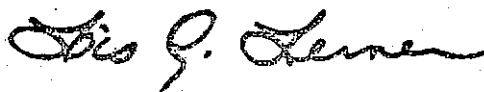
Based on our records and on the information you submitted, we are pleased to confirm that you are exempt under section 501(c)(3) of the Code, and you are classified as a public charity under the Code section listed in the heading of this letter.

Publication 557, Tax-Exempt Status for Your Organization, provides detailed information about your rights and responsibilities as an exempt organization. You may request a copy by calling the toll-free number for forms, (800) 829-3676. Information is also available on our Internet Web Site at www.irs.gov.

If you have general questions about exempt organizations, please call our toll-free number shown in the heading between 8:00 a.m. - 6:30 p.m. Eastern time.

Please keep this letter in your permanent records.

Sincerely yours,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

Letter 1050 (DO/CG)

RECEIVED

FEB 11 2004

CSCL/CD-515 (Rev. 07/19)

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received

AC1

(FOR BUREAU USE ONLY)

SEP 22 2021

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

TransInfo:1 24796823-1 09/20/21
CHK#: 460 Amt: \$10.00
ID: 802836269**FILED**

EFFECTIVE DATE:

SEP 27 2021

Name

Jeffrey S. Kragt

Address

410 W. University Dr., Ste. 200

City

Rochester

State

MI

ZIP Code

48307

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

ADMINISTRATOR
CORPORATIONS DIVISION**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:

COMMUNITY HOUSING NETWORK, INC.

2. The identification number assigned by the Bureau is:

800836269

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

SEE ATTACHMENT A.



COMPLETE ONLY ONE OF THE FOLLOWING:

4. Profit or Nonprofit Corporations: For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, _____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, _____

_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)

5. Profit Corporation Only: Shareholder or Board Approval.

The foregoing amendment to the Articles of Incorporation proposed by the board was duly adopted on the _____ day of _____, _____, by the: (check one of the following)

☐ shareholders at a meeting in accordance with Section 611(3) of the Act.

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

☐ written consent of all the shareholders entitled to vote in accordance with Section 407(2) of the Act.

☐ board of a profit corporation pursuant to Section 611(2) of the Act.

Profit Corporations and Professional Service Corporations

Signed this _____ day of _____, _____

By _____
(Signature of an authorized officer or agent)

(Type or Print Name)

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

The foregoing amendment to the Articles of Incorporation was duly adopted on the 16TH day of
SEPTEMBER, 2021 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(3) of the Act.
- ☐ written consent of the members, shareholders, or their proxies 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, shareholders, or their proxies is permitted only if such provision appears in the Articles of Incorporation.)
- ☐ written consent of all the members, shareholders, or their proxies 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(3) of the Act.
- ☒ written consent of all directors pursuant to Section 525 of the Act.

Nonprofit Corporations

Signed this 16th day of SEPTEMBER, 2021

By DocuSigned by:
Marc Craig
CF23EDD9F2F94BC... (Signature of an officer)

MARC CRAIG
(Type or Print Name)

PRESIDENT
(Type or Print Title)

ATTACHMENT A
ARTICLE II

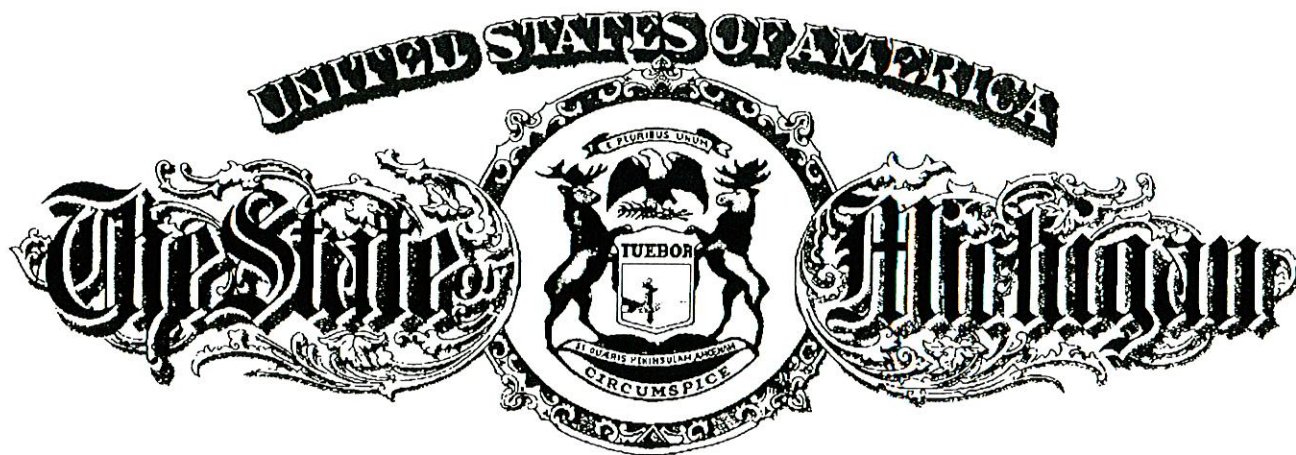
The purpose or purposes for which the corporation is organized are:

A. The Corporation is organized to develop and manage housing and facilitating housing opportunity for any one or more of the following classes of persons: (i) persons with disabilities, (ii) persons of low income, and (iii) persons of low and moderate income.

B. The Corporation is organized exclusively for charitable purposes and for the purpose of receiving and administering funds for the purposes set forth in Section 501(c)(3) of Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) (the "Code"), including the making of distributions to organizations that qualify as exempt under Code Section 501(c)(3). The purposes of the Corporation shall include, but not necessarily be limited to, benefiting the community by promoting education and lessening the burdens of government.

C. The Corporation, including all its activities incident to its purposes, shall at all times conduct its affairs so as to be an organization described in Code Section 501(c)(3). The Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or (c) by a non-profit corporation organized under the laws of the State of Michigan pursuant to the provisions of Act 162, Public Acts of 1982, as amended.

D. The Corporation will provide decent affordable housing for persons of low and moderate income.



Department of Licensing and Regulatory Affairs

Lansing, Michigan

This is to Certify that the annexed copy has been compared by me with the record on file in this Department and that the same is a true copy thereof.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.



In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 2nd day of March, 2016

Julia Dale

Julia Dale, Acting Director
Corporations, Securities & Commercial Licensing Bureau

MICHIGAN DEPARTMENT OF COMMERCE - CORPORATION AND SECURITIES BUREAU		
Date Received OCT 2 - 1997		(FOR BUREAU USE ONLY)

Name MCCULLOCH, PEW, MAYETTE & COMPANY, P.C.		
Address 26862 WOODWARD AVENUE, SUITE 200		
City ROYAL OAK	State MI	ZIP Code 48067

↑ Document will be returned to the name and address you enter above. ↑

FILED

OCT 03 1997

Administrator
MI DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
CORPORATION, SECURITIES & LAND DEVELOPMENT BUREAU

EFFECTIVE DATE:

751-390

ARTICLES OF INCORPORATION

For use by Domestic Nonprofit Corporations

(Please read information and instructions on last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:
COMMUNITY HOUSING NETWORK, INC.

ARTICLE II

The purpose or purposes for which the corporation is organized are:
DEVELOP DWELLINGS AND PROVIDE AFFORDABLE HOUSING FOR OCCUPANCY BY THE
MENTALLY ILL, DEVELOPMENTALLY DISABLED AND EMOTIONALLY DISTURBED PERSONS.

ARTICLE III

The corporation is organized upon a NON-STOCK basis.
(STOCK OR NONSTOCK)

1. If organized on a stock basis, the total number of shares which the corporation has authority to issue is _____
N/A. If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

2. a. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
NONE

b. The description and value of its personal property assets are: (if none, insert "none")
NONE

c. The corporation is to be financed under the following general plan:
DONATIONS

d. The corporation is organized on a DIRECTORSHIP basis.
(MEMBERSHIP OR DIRECTORSHIP)

2. The address of the registered office is:

26862 WOODWARD AVE., SUITE 200 ROYAL OAK, Michigan 48067

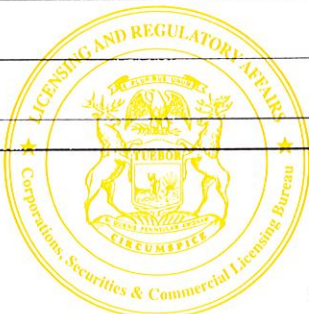
(STREET ADDRESS) (CITY) (ZIP CODE)

The mailing address of the registered office if different than above:

(STREET ADDRESS) (CITY) (ZIP CODE)

The name of the resident agent at the registered office is:

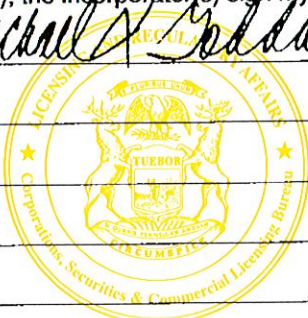
Michael A. Buckland

[illegible]

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

I (We), the incorporator(s) sign my (our) name(s) this 26th day of September, 19 97

Michael A. Soddard





1998 NONPROFIT CORPORATION
INFORMATION UPDATE

FILED BY DEPARTMENT FEB 17 1999

Filing Fee \$10.00

FOR BUREAU USE ONLY

751390 IDENTIFICATION NUMBER	THE OFFICE IS LOCATED AT: 6546 MERCANTILE WAY LANSING MI 48910 (517) 334-6300	RETURN TO: MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU P.O. BOX 30057 LANSING MI 48909-7557
	Corporate Name and Mailing Address COMMUNITY HOUSING NETWORK, INC. 26862 WOODWARD AVE., SUITE 200 ROYAL OAK MI 48067	
Registered Office Address in Michigan - NO., STREET, CITY, ZIP 26862 WOODWARD AVE., SUITE 200 ROYAL OAK 48067		Resident Agent MICHAEL A. GODDARD

02/11/1999 PPOMERS
Trans 01133102

751390

1923

Total \$10.00

Corps Non Profit Annual Report

1. Mailing address of registered office if different than preprinted information above	2. Resident Agent if different than above JOHN P. MCCULLOUGH
3. Address of registered office if different than preprinted information above - NO., STREET, CITY, ZIP	

4. Describe the purpose and activities of the corporation during the year covered by this report:
CHARITABLE

5.	NAME	BUSINESS OR RESIDENCE ADDRESS
	President	JOHN P. MCCULLOUGH 26862 WOODWARD AVE #200 ROYAL OAK, MI 48067
If different than President	Vice President	
	Secretary	
	Treasurer	
	Director	
If different than Officers	Director	
	Director	
	Director	

The corporation states that the address of its registered office and the address of the business office of its resident agent are identical. Any changes were authorized by resolution duly adopted by its board of directors.

If space is insufficient, you may include additional pages. PLEASE DO NOT STAPLE ADDITIONAL PAGES TO THIS REPORT.
Enclose \$10.00 made payable to the State of Michigan. This report must be filed on or before October 1.

6. Signature of an Authorized Officer or Agent of the Corporation	Title PRESIDENT	Date 1/30/99
---	--------------------	-----------------

Required by Section 911, Act 162, Public Acts of 1982, as amended. Failure to file this report may result in the dissolution/revocation of the corporation.

Michigan Department of Consumer and Industry Services

Filing Endorsement

*This is to Certify that the CERTIFICATE OF AMENDMENT – CORPORATION
for
COMMUNITY HOUSING NETWORK, INC.*

ID NUMBER: 751390

*received by facsimile transmission on August 19, 1999 is hereby endorsed
Filed on August 19, 1999 by the Administrator.*

*The document is effective on the date filed, unless a
subsequent effective date within 90 days after
received date is stated in the document.*

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 19th day
of August, 1999.*

Julie Croll

, Director

Corporation, Securities and Land Development Bureau



**MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICE
CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU**

Date Received	

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name	McCulloch, Mayette and Company, P.C.		
Address	26862 Woodward Avenue, Suite 200		
City	State	Zip Code	
Royal Oak	MI	48067	

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:

- The present name of the corporation is: Community Housing Network, Inc.
- The identification number assigned by the Bureau is: 751-390

- Article II of the Articles of Incorporation is hereby amended to read as follows:

See attached



COMPLETE ONLY ONE OF THE FOLLOWING:**4. (For amendments adopted by unanimous consent of incorporators before the first meeting of the board of directors or trustees.)**

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19_____, in accordance with the provisions of the Act by the unanimous consent of the incorporator(s) before the first meeting of the Board of Directors or Trustees.

Signed this _____ day of _____, 19_____

_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)
_____ (Signature)	_____ (Signature)
_____ (Type or Print Name)	_____ (Type or Print Name)

5. (For profit and nonprofit corporations whose Articles state the corporation is organized on a stock or on a membership basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the _____ day of _____, 19_____ by the shareholders if a profit corporation, or by the shareholders or members if a nonprofit corporation (check one of the following)

- ☐ at a meeting the necessary votes were cast in favor of the amendment.
- ☐ by written consent of the shareholders or members having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act if a nonprofit corporation, or Section 407(1) of the Act if a profit corporation. Written notice to shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation.)
- ☐ by written consent of all the shareholders or members entitled to vote in accordance with section 407(3) of the Act if a nonprofit corporation, or Section 407(2) of the Act if a profit corporation.
- ☐ by the board of a profit corporation pursuant to section 611(2).

Profit Corporations

Signed this _____ day of _____, 19_____

By _____
(Signature of an authorized officer or agent)

(Type or Print Name)

Nonprofit Corporations

Signed this _____ day of _____, 19_____

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

(Type or Print Name)

(Type or Print Title)

6. (For a nonprofit corporation whose Articles state the corporation is organized on a directorship basis.)

The foregoing amendment to the Articles of Incorporation was duly adopted on the 5TH day of August, 19 99 by the directors of a nonprofit corporation whose articles of incorporation state it is organized on a directorship basis (check one of the following)

☒ at a meeting the necessary votes were cast in favor of the amendment.

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

Signed this 5TH day of August, 19 99

By

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

John P. McCulloch
(Type or Print Name)

President
(Type or Print Title)



COMMUNITY HOUSING NETWORK, INC.

Article II of the Articles of Incorporation is to read as follows:

1. The purpose of the corporation is to develop dwellings and provide affordable housing for occupancy by the mentally ill, developmentally disabled, and emotionally disturbed persons.
2. The corporation is organized exclusively for charitable, religious, educational, and scientific 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.
3. 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 the purpose clause 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 any candidate for 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) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
4. Upon the dissolution of the corporation, 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. Any such assets not disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
5. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.



COMMUNITY HOUSING NETWORK, INC.

Articles of Incorporation

Article II

(continued)

6. The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
7. The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
8. The corporation will not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
9. The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
10. Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501 (c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501 (c)(3) or corresponding provisions of any subsequent law.



Michigan Department of Consumer and Industry Services

Filing Endorsement

This is to Certify that the RESTATED ARTICLES OF INCORPORATION - NONPROFIT

for

COMMUNITY HOUSING NETWORK, INC.

ID NUMBER: 751390

received by facsimile transmission on April 10, 2001 is hereby endorsed

Filed on April 10, 2001 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 10th day of April, 2001.

Andrew L. Metcalfe, Director

Bureau of Commercial Services

C&S 511 (Rev. 10/00)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Jeremy D. Bisdorf, Esq. / Raymond & Prokop, P.C.	
Address 26300 Northwestern Hwy., 4 th Floor, P.O. Box 5058	
City	State Zip Code
Southfield	MI 48086-5058
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.

RESTATED ARTICLES OF INCORPORATION

For use by Domestic Non-Profit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Restated Articles:

- The present name of the corporation is:
Community Housing Network, Inc.
- The identification number assigned by the Bureau is: 751390
- All former names of the corporation are:
- The date of filing the original Articles of Incorporation was: October 3, 1997

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is:

Community Housing Network, Inc.



ARTICLE II

The purpose or purposes for which the corporation is organized are:

A. The corporation is organized to develop dwellings and provide affordable housing for occupancy by the mentally ill, developmentally disabled and emotionally disturbed persons.

B. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, and for the purpose of receiving and administering funds for the purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) (the "Code"), including the making of distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3). The purposes of the Corporation shall include, but not necessarily be limited to, benefiting the community by promoting education, lessening the burdens of government, promoting conservation and environmental protection, fostering medical research, and any and all other charitable activities within the meaning of Code Section 501(c)(3).

C. The Corporation, including all activities incident to its purposes, shall at all times conduct its affairs so as to be an organization described in Code Section 501(c)(3). 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 Code 501(c)(3), (b) by a corporation contributions to which are deductible under Code Section 170(c)(2), or (c) by a nonprofit corporation organized under the laws of the State of Michigan pursuant to the provisions of Act 162, Public Acts of 1982, as amended.

D. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons. However, the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the proposes set forth in this Article. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publishing and 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 (1) by a corporation exempt from federal income tax under Code Section §501(c)(3) or (2) by a corporation whose contributions are deductible under Code Section §170(c)(2).



ARTICLE III

1. The corporation is organized upon a Non-stock basis.
(Stock or Nonstock)
2. If organized on a stock basis, the aggregate number of shares which the corporation has authority to issue is _____ . If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:
3. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
None
and the description and value of its personal property assets are: (if none, insert "none")
None
(The valuation of the above assets was as of _____ , _____)
The corporation is to be financed under the following general plan:
Donations
The corporation is organized on a Directorship basis.
(Membership or Directorship)

ARTICLE IV

1. The address of the registered office is:
- 26300 Northwestern Hwy., 4th Floor Southfield , Michigan 48076
(Street Address) (City) (ZIP Code)
2. The mailing address of the registered office, if different than above is:
- P.O. Box 5058 Southfield , Michigan 48086-5058
(Street Address or P.O. Box) (City) (ZIP Code)
3. The name of the resident agent is: W. Patrick Dreisig



ARTICLE V (Additional provisions, if any, may be inserted here; attach additional pages if needed.)**ARTICLE V**

When a compromise, an arrangement, or a plan of reorganization is proposed between this corporation and its creditors, a court of equity jurisdiction within this state may order a meeting of the affected creditors. The corporation, a creditor, or a receiver appointed for the corporation may apply to the court for a meeting. The meeting shall be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the affected creditors agree to a compromise or arrangement, the compromise, arrangement, or reorganization of this corporation resulting from the compromise or arrangement, if approved by the court, shall be binding on all the creditors, and also on this corporation.

ARTICLE VI

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 (the "Act"), or a volunteer officer shall be personally liable to this corporation or its members fiduciary 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:

1. A breach of the director's or officer's duty of loyalty to the corporation or its members;
2. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
3. A violation of Section 551(1) of the Act;
4. A transaction from which the director or officer derived an improper personal benefit;
5. An act or omission occurring before the filing of these articles of incorporation; or
6. An act or omission that is grossly negligent.

The corporation assumes all liability to any person, other than the corporation or its members, for all acts or omissions of a director who is a volunteer director, as defined in the Act, or a volunteer officer incurred in the good faith performance of the director's or officer's duties. However, the corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or the corresponding section of any future federal tax code.

If the act is amended after the filing of these articles of incorporation 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 or officers, in addition to that described in Article X, shall be assumed by the corporation or eliminated or limited to the fullest extent permitted by the Act as so amended. Such an elimination, limitation, or assumption of liability is not effective to the extent that it is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or corresponding section of any future federal tax code. No amendment or repeal of Article VII 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 occurring before the effective date of any such amendment or repeal.

ARTICLE VII

The corporation assumes the liability for all acts or omissions of a volunteer if all of the following conditions are met:

1. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
2. The volunteer was acting in good faith.
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
4. The volunteer's conduct was not an intentional tort.
5. 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.



5. COMPLETE SECTION (a) IF THE RESTATED ARTICLES DO NOT FURTHER AMEND THE

- a. ☐ These Restated Articles of Incorporation were duly adopted on the _____ day of _____, _____ in accordance with the provisions of Section 642 of the Act by the Board of Directors without a vote of the members or shareholders. These Restated Articles of Incorporation only restate and integrate and do not further amend the provisions of the Articles of Incorporation as heretofore amended and there is no material discrepancy between those provisions and the provisions of these Restated Articles.

Signed this _____ day of _____, _____

By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

- b. ☒ These Restated Articles of Incorporation were duly adopted on the 9th day of April, 2001 in accordance with the provisions of Section 642 of the Act. These Restated Articles of Incorporation restate, integrate, and do further amend the provisions of the Articles of Incorporation, and: (check one of the following)

☐ were duly adopted by the shareholders, the members, or the directors (if organized on a nonstock directorship basis). The necessary number of votes were cast in favor of these Restated Articles of Incorporation.

☐ were duly adopted by the written consent of all the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.

☒ were duly adopted by the written consent of all the directors pursuant to Section 525 of the Act as the corporation is organized on a directorship basis.

☐ were duly adopted by the written consent of the shareholders or members 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 shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation)

Signed this 9th day of April, 2001

By Marc Craig
(Signature of President, Vice-President, Chairperson, or Vice)

Marc Craig
(Type or Print Name)

President
(Type or Print Title)



Michigan Department of Consumer and Industry Services

Filing Endorsement

This is to Certify that the CERTIFICATE OF CORRECTION

for

COMMUNITY HOUSING NETWORK, INC.

ID NUMBER: 751390

received by facsimile transmission on June 1, 2001 is hereby endorsed

Filed on June 1, 2001 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Effective Date: April 10, 2001

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 1st day of June, 2001.



, Director



GOLD SEAL APPEARS ONLY ON ORIGINAL

Bureau of Commercial Services

C&S 515 (Rev. 10/00)

MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES		
Date Received	(FOR BUREAU USE ONLY)	
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.		
Name Marla Schwaller Carew, Esq./Raymond & Prokop, P.C. Address 26300 Northwestern Highway, 4 th Floor, P.O. Box 5058 City State Zip Code Southfield MI 48086-5058		
		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 CORRECTION For use by Corporations and Limited Liability Companies

(Please read information and instructions on last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), or Act 23, Public Acts of 1993 (limited liability companies), the undersigned corporation or limited liability company executes the following Certificate:

- The name of the corporation or limited liability company is:
Community Housing Network, Inc.
- The identification number assigned by the Bureau is: 751390
- The corporation or limited liability company is formed under the laws of the State of Michigan
- That a Restated Articles of Incorporation
(Title of Document Being Corrected)
was filed by the Bureau on April 10, 2001 and that said document requires correction.
- Describe the inaccuracy or defect contained in the above named document:

The final paragraph of Article VII was omitted.
- The document is corrected as follows:

Please see Exhibit A attached.
- This document is hereby executed in the same manner as the Act requires the document being corrected to be executed.



Signed this 29th day of May, 2001

By

[Signature]
(Signature)

Marc Craig, President

(Type or Print Name and Title)

Certificate of Correction - Community Housing Network, Inc.
May 21, 2001
Attachment A

ARTICLE VII

The corporation assumes the liability for all acts or omissions of a volunteer if all of the following conditions are met:

1. The volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority.
2. The volunteer was acting in good faith.
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
4. The volunteer's conduct was not an intentional tort.
5. 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.

A claim for monetary damages for a volunteer director's, volunteer officer's, or other volunteer's acts or omissions shall not be brought or maintained against a volunteer director, volunteer officer, or other volunteer. The claim shall be brought and maintained against the corporation as provided in M.C.L. A. § 450.2556 as amended.

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MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES BUREAU OF COMMERCIAL SERVICES			
Date Received SEP 20 2001		(FOR BUREAU USE ONLY)	
		This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Community Housing Network, Inc.		FILED SEP 20 2001 Administrator BUREAU OF COMMERCIAL SERVICES EFFECTIVE DATE:	
Address 1200 North Telegraph, Building 38 East			
City Pontiac	State Michigan		
Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.			

RESTATED ARTICLES OF INCORPORATION

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

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Restated Articles:

1. The present name of the corporation is:	Community Housing Network, Inc.
2. The identification number assigned by the Bureau is:	751390
3. All former names of the corporation are:	
4. The date of filing the original Articles of Incorporation was:	October 3, 1997

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is:	Community Housing Network, Inc.
---------------------------------	---------------------------------

ARTICLE II

The purpose or purposes for which the corporation is organized are: Please see Attachment A.



ARTICLE III

1. The corporation is organized on a non-stock basis.
(stock or nonstock)
2. If organized on a stock basis, the aggregate number of shares which the corporation has authority to issue is _____ . If the shares are, or are to be divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences, and limitations of the shares of each class are as follows:

3. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
None

and the description and value of its personal property assets are: (if none, insert "none")
None

(The valuation of the above assets was as of _____ , _____)
The corporation is to be financed under the following general plan:

The corporation is organized on a Membership basis.
(membership or directorship)

ARTICLE IV

1. The address of the registered office is:
1200 North Telegraph, Building 38 East Pontiac, Michigan 48341
(Street Address) (City) (ZIP Code)
2. The mailing address of the registered office, if different than above:
_____, Michigan _____
(Street Address or P.O. Box) (City) (ZIP Code)
3. The name of the resident agent is: Marc Craig



ARTICLE V (Additional provisions, if any, may be inserted here; attach additional pages if needed.)

Please see Attachment B.

5. COMPLETE SECTION (a) IF THE RESTATED ARTICLES DO NOT FURTHER AMEND THE ARTICLES OF INCORPORATION; OTHERWISE, COMPLETE SECTION (b).

- a. ☐ These Restated Articles of Incorporation were duly adopted on the _____ day of _____, _____, in accordance with the provisions of Section 642 of the Act by the Board of Directors without a vote of the members or shareholders. These Restated Articles of Incorporation only restate and **integrate and do not further amend** the provisions of the Articles of Incorporation as heretofore amended and there is no material discrepancy between those provisions and the provisions of these Restated Articles.

Signed this _____ day of _____, _____

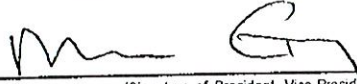
By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

- b. ☒ These Restated Articles of Incorporation were duly adopted on the _____ 19th day of _____ September, 2001, in accordance with the provisions of Section 642 of the Act. These Restated Articles of Incorporation restate, integrate, and **do further amend** the provisions of the Articles of Incorporation and: (check one of the following)

- ☒ were duly adopted by the shareholders, the members, or the directors (if organized on a nonstock directorship basis). The necessary number of votes were cast in favor of these Restated Articles of Incorporation.
- ☐ were duly adopted by the written consent of **all** the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.
- ☐ were duly adopted by the written consent of **all** the directors pursuant to Section 525 of the Act as the corporation is organized on a directorship basis.
- ☐ were duly adopted by the written consent of the shareholders or members 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 shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation)

Signed this _____ 19th day of _____ September, 2001

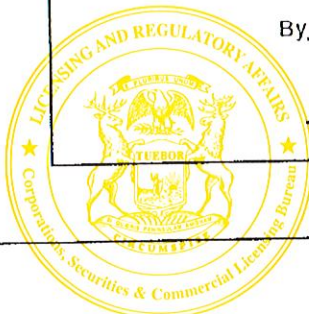
By  _____
(Signature of President, Vice-President, Chairperson, or Vice-Chairperson)

Marc Craig

President

(Type or Print Name)

(Type or Print Title)



Attachment A

ARTICLE II

The purpose or purposes for which the corporation is organized are:

- A. The corporation is organized to develop and manage housing and facilitate housing opportunities for any one or more of the following classes of persons: (i) persons with disabilities, (ii) persons of low income, and (iii) persons of low and moderate income.
- B. The corporation is organized exclusively for charitable purposes and for the purpose of receiving and administering funds for the purposes set forth in Section 501(c)3 of the Internal Revenue Code of 1988 (or the corresponding provision of any future United States internal revenue law) (the "Code"), including the making of distributions to organizations that qualify as exempt under Code Section 501(c)3. The purposes of the corporation shall include, but not necessarily be limited to, benefiting the community by promoting education and lessening the burdens of government.
- C. The corporation, including in all its activities incident to its purposes, shall at all times conduct its affairs so as to be an organization described in Code Section 501(c)3. The corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)3, (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or (c) by a non-profit corporation organized under the laws of the State of Michigan pursuant to the provisions of Act 162, Public Acts of 1982 as amended.
- D. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons. However, the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publishing and distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.
- E. Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)3 of the 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, with first priority being distribution to the Community Mental Health Authority of Oakland County, Michigan (a local governmental entity) from whom public funds have been received by the corporation under contract to provide housing services to consumers of the said Authority's mental health program. Any such assets not disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such



purposes or to such organization or organizations as said court shall determine,
which are organized and operated exclusively for such purposes.



Attachment A Page 2 of 2

Attachment B

ARTICLE III

A. The corporation shall be a membership corporation. The rights, preferences and limitations of membership shall be as follows:

1. Members will have sole voting rights for the purpose of electing the corporation's Board of Directors, for approval of proposed amendments to these restated articles of incorporation and proposed amendments to the by-laws, and all other corporation purposes.
2. Members shall be composed of legal entities other than human beings, that can function legally, enter into contracts, sue or be sued, and make decisions through agents, and (a) that have a working involvement with the financing of and/or provision of housing for recipients of mental health services and/or other disadvantaged persons, or (b) that are private-sector for-profit organizations. The two categories of members described in (a) and (b) shall each comprise no less than one-third (1/3) of the membership of the corporation. There will be no less than fifteen (15) members. To participate, each member must pay an annual membership fee of Fifty Dollars (\$50.00) for the corporation's fiscal year. Each potential member must provide appropriate legal documentation to establish its status as a legal entity.

B. Board of Directors:

1. There will be no less than three (3) nor more than eleven (11) members of the Board of Directors, the governing body of the organization. The board will have responsibility for policy making for the corporation. Administrative responsibility for carrying out the policies of the Board of Directors will be held by the officers of the corporation.
2. Members of the Board of Directors will consist of representatives of the following sectors of the community, and in the following numbers: three (3) primary or secondary current or prospectively eligible consumers of services from the public mental health system; four (4) non-governmental occupations having a working involvement with the financing of and/or provision of housing for recipients of mental health services and/or other disadvantaged persons; and four (4) representatives of the general public.

C. The corporation, upon a resolution of its Board of Directors may:

1. accept, but not require, capital contributions from members and issue non-transferable capital certificates;
2. accept, but not require, subventions from either members or non-members of the corporation and issue non-transferable subvention certificates; and
3. levy a nominal initiation fee upon its members.

D. The corporation, upon a resolution of its Board of Directors, may suspend and/or expel, any member who violates its by-laws, rules or regulations, or engages in conduct prejudicial to the best interests of the corporation.



ARTICLE IV

The address of the registered office is:

1200 North Telegraph Road, Building 38 East, Pontiac, Michigan 48341

The name of the resident agent is Marc Craig.

ARTICLE V

When a compromise, an arrangement, or a plan of reorganization is proposed between this corporation and its creditors, a court of appropriate jurisdiction within this state may order a meeting of the affected creditors. The corporation, a creditor, or a receiver appointed for the corporation may apply to the court for a meeting. The meeting shall be summoned in such manner as the court directs. If a majority in number consisting of three-fourths ($\frac{3}{4}$) in value of the affected creditors agree, the compromise, arrangement, or reorganization of this corporation, if approved by the court, shall be binding on all the creditors, and also on this corporation.

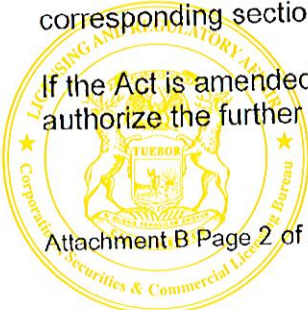
ARTICLE VI

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 (the "Act"), nor a volunteer officer, shall be personally liable to this corporation, or 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:

1. A breach of the director's or officers duty of loyalty to the corporation or its members;
2. Acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law;
3. A violation of Section 551(1) of the Act;
4. An act or omission occurring before the filing of these Articles or Incorporation; or
5. An act or omission that is grossly negligent.

The corporation assumes all liability to any person, other than the corporation or its members, for all acts or omissions of a director who is a volunteer director, or a volunteer officer, as defined in the Act, incurred in the good faith performance of the director's or officer's duties. However, the corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the corporation as an organization described in Section 501(c)3 of the Code or corresponding section of any future federal tax code.

If the Act is amended after the filing of these Restated Articles of Incorporation to authorize the further elimination or limitation of the liability of officers or directors of non-



Attachment B Page 2 of 3

profit corporations, then the liability of members of the board of directors or officers, in addition to that described in Article VII, shall be assumed by the corporation or eliminated or limited to the fullest extent permitted by the Act as so amended. Such an elimination, limitation, or assumption of liability shall not be effective to the extent that it is inconsistent with the status of the corporation as an organization described in Section 501(c)3 of the Code or corresponding section of any future federal tax code. No amendment or repeal of Article VII 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 occurring before the effective date of any such amendment or repeal.

ARTICLE VII

The corporation assumes the liability for all acts or omissions of a volunteer if all of the following conditions are met:

1. The volunteer was acting, or reasonably believed he or she was acting, within the scope of his or her authority;
2. The volunteer was acting in good faith;
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct;
4. The volunteer's conduct did not involve a transaction from which the volunteer derived an improper personal benefit;
5. The volunteer's conduct was not an intentional tort; and
6. 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 under state law.

A claim for a volunteer director's, volunteer officer's, or other volunteer's acts shall not be brought or maintained against a volunteer director, volunteer officer, or other volunteer. The claim shall be brought and maintained against the corporation, as provided in M.C.L.A. § 450.2556 as amended.

ARTICLE VIII

These Restated Articles of Incorporation shall not be amended unless the proposed amendment shall have first been authorized by the affirmative vote or written consent of the members of the corporation.

If such an affirmative vote or written consent is obtained, these Articles of Incorporation may be so amended at a regularly scheduled meeting of the Board of Directors by an affirmative vote of two-thirds (2/3) of the Board members duly elected and serving, provided that written notice of the proposed amendment is presented to each Director in accordance with the By-laws.



**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES, CORPORATION DIVISION
2002 NONPROFIT CORPORATION INFORMATION UPDATE**



☐ To certify there are no changes from your previous filing check this box and proceed to Item 6. If the resident agent and/or registered office has changed complete Items 1-6. If only officer and director information has changed complete Items 4-6.

FOR BUREAU USE ONLY	
Identification Number 751390	Corporation name COMMUNITY HOUSING NETWORK, INC.
Resident agent name and mailing address of the registered office MARC CRAIG BUILDING 38 EAST 1200 N TELEGRAPH PONTIAC MI 48341	
<div style="text-align: right;"> Tran: 3 7696146-1 01/23/03 Chk#: 3839 Amt: \$10.00 ID#: 751390 FILED BY DEPARTMENT FEB 06 2003 ADJUSTED PURSUANT TO TELEPHONE AUTHORIZATION </div>	
The address of the registered office BUILDING 38 EAST 1200 N TELEGRAPH PONTIAC MI 48341	

1. Mailing address of registered office in Michigan (may be a P.O. Box) 675 East Big Beaver Rd. Ste 211 Troy, MI 48063	2. Resident Agent Marc Craig
3. The address of the registered office in Michigan (a P.O. Box may not be designated as the address of the registered office) same as above	

4. Describe the purpose and activities of the corporation during the year covered by this report: **A community organization dedicated to the acquisition, development, and maintenance of safe, affordable and desirable housing for individuals with disabilities.**

5.	NAME	BUSINESS OR RESIDENCE ADDRESS
President (Required)	Marc Craig	675 East Big Beaver Rd. Ste. 211 Troy, MI 48063
Secretary (Required)	Dawn Pischel	- same as above
Treasurer (Required)	Dawn Pischel	"
Vice President	Dawn Pischel	"
Director (Required)	Marc Craig	"
Director		
Director		

6. The filing fee is \$10.00. Please make your check or money order payable to the State of Michigan. This report must be filed on or before October 1, 2002. Return this signed report with fee to:

Michigan Department of Consumer & Industry Services
Bureau of Commercial Services, Corporation Division
P.O. Box 30057
Lansing, MI 48909-7557
(517) 241-6470

Signature of authorized officer or agent 	Title President	Date 1/21/03	Phone (Optional) 248-528/-2334
--	---------------------------	------------------------	--

If more space is needed additional pages may be included. Do not staple any items to report. This report is required by Section 911, Act 162, Public Acts of 1982, as amended. Failure to file this report may result in the dissolution of the corporation.

Fee Pd \$5⁰⁰

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES**

Date Received

(FOR BUREAU USE ONLY)

JUL 30 2004

FILED

SEP 8 2004

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name

Community Housing Network, Inc

Address

570 Kirts Blvd., Ste 231

City

Troy

State

MI

Zip Code

48084

Administrator
BUREAU OF COMMERCIAL SERVICES

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 CHANGE OF REGISTERED OFFICE AND/OR CHANGE OF RESIDENT AGENT
For use by Domestic and Foreign Corporations and Limited Liability Companies**

(Please read information and instructions on reverse side)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 162, Public Acts of 1982 (nonprofit corporations), or Act 23, Public Acts of 1993 (limited liability companies), the undersigned corporation or limited liability company executes the following Certificate:

1. The name of the corporation or limited liability company is:

Community Housing Network, Inc.

2. The identification number assigned by the Bureau is:

751390

3. a. The name of the resident agent on file with the Bureau is:

Marc Craig

b. The location of the registered office on file with the Bureau is:

675 East Big Beaver Ste 211, Troy

(Street Address)

(City)

Michigan

48083

(ZIP Code)

c. The mailing address of the above registered office on file with the Bureau is:

Same as above

(Street Address or P.O. Box)

(City)

Michigan

(ZIP Code)

ENTER IN ITEM 4 THE INFORMATION AS IT SHOULD NOW APPEAR ON THE PUBLIC RECORD

4. a. The name of the resident agent is:

Marc Craig

b. The address of the registered office is:

570 Kirts Blvd., Ste 231, Troy

(Street Address)

(City)

Michigan

48084

(ZIP Code)

c. The mailing address of the registered office IF DIFFERENT THAN 4B is:

(Street Address or P.O. Box)

(City)

Michigan

(ZIP Code)

5. The above changes were authorized by resolution duly adopted by: 1. ALL CORPORATIONS: its Board of Directors; 2. PROFIT CORPORATIONS ONLY: the resident agent if only the address of the registered office is changed, in which case a copy of this statement has been mailed to the corporation; 3. LIMITED LIABILITY COMPANIES: an operating agreement, affirmative vote of a majority of the members pursuant to section 502(1), managers pursuant to section 405, or the resident agent if only the address of the registered office is changed.

6. The corporation or limited liability company further states that the address of its registered office and the address of its resident agent, as changed, are identical.

Signature

Type or Print Name and Title

Date Signed

Marc Craig, President

7/27/04

GOLD SEAL APPEARS ONLY ON ORIGINAL

Michigan Department of Labor & Economic Growth

Filing Endorsement

*This is to Certify that the RESTATED ARTICLES OF INCORPORATION - NONPROFIT
for
COMMUNITY HOUSING NETWORK, INC.*

ID NUMBER: 751390

*received by facsimile transmission on April 19, 2006 is hereby endorsed
Filed on April 19, 2006 by the Administrator.*

*The document is effective on the date filed, unless a
subsequent effective date within 90 days after
received date is stated in the document.*



*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 19TH day
of April, 2006.*

, Director

Bureau of Commercial Services

BCS/CD-511(Rev 12/03)

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES		
Date Received	(FOR BUREAU USE ONLY)	
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Jeffrey S. Kragt, Esq.		
Address 200 E. Long Lake Road, Suite 110		
City Bloomfield Hills	State Michigan	Zip Code 48304-2361
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.

RESTATED ARTICLES OF INCORPORATION

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

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Restated Articles:

1. The present name of the corporation is: COMMUNITY HOUSING NETWORK, INC.

2. The identification number assigned by the Bureau is:

751390

3. All former names of the corporation are:

4. The date of filing the original Articles of Incorporation was: October 3, 1997

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is: COMMUNITY HOUSING NETWORK, INC.

ARTICLE II

The purpose or purposes for which the corporation is organized are:

SEE ATTACHMENT A.



ARTICLE III

1. The corporation is organized on a nonstock basis.
(stock or nonstock)
2. If organized on a stock basis, the aggregate number of shares which the corporation has authority to issue is _____ . If the shares are, or are to be divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences, and limitations of the shares of each class are as follows:

3. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")

Rental Homes:

7170 Oakhill	4575 Granger	3278 Beacham	4609 Butler
2448 Terova	30961 Sturbridge	2035 Lochaven	1788 Crooks
2101 Ostrum	2669 Potter	275 Lesdale	4693 Pontiac Lake
1476 Bellcony	5345 Riversedge	12108 Andersonville	2985 Wildwood

Approximate Value: \$3,300,00.00

and the description and value of its personal property assets are: (if none, insert "none")

Office equipment and furniture approximate Value: \$50,000.00

(The valuation of the above assets was as of April 14th, 2006)
The corporation is to be financed under the following general plan:

Donations, governmental funding and grants.

The corporation is organized on a directorship basis.
(membership or directorship)

ARTICLE IV

1. The address of the registered office is:
570 Kirts Blvd, Suite 231 Troy, Michigan 48084
(Street Address) (City) (Zip Code)
2. The mailing address of the registered office, if different than above:
_____, Michigan _____
(Street Address or P.O. Box) (City) (Zip Code)
3. The name of the resident agent is: Marc Craig

ARTICLE V (Additional provisions, if any, may be inserted here; attach additional pages if needed.)

SEE ATTACHMENT B.

5. COMPLETE SECTION (a) IF THE RESTATED ARTICLES DO NOT FURTHER AMEND THE ARTICLES OF INCORPORATION; OTHERWISE, COMPLETE SECTION (b).

- a. ☐ These Restated Articles of Incorporation were duly adopted on the _____ day of _____, _____, in accordance with the provisions of Section 642 of the Act by the Board of Directors without a vote of the members or shareholders. These Restated Articles of Incorporation only restate and **integrate and do not further amend** the provisions of the Articles of Incorporation as heretofore amended and there is no material discrepancy between those provisions and the provisions of these Restated Articles.

Signed this _____ day of _____, _____

By _____
(Signature of Authorized Officer or Agent)

(Type or Print Name)

- b. ☒ These Restated Articles of Incorporation were duly adopted on the 14th day of April, 2006 in accordance with the provisions of Section 642 of the Act. These Restated Articles of Incorporation restate, integrate, and **do further amend** the provisions of the Articles of Incorporation and: (check one of the following)

- ☐ were duly adopted by the shareholders, the members, or the directors (if organized on a nonstock directorship basis). The necessary number of votes were cast in favor of these Restated Articles of Incorporation.
- ☐ were duly adopted by the written consent of **all** the shareholders or members entitled to vote in accordance with Section 407(3) of the Act.
- ☐ were duly adopted by the written consent of **all** the directors pursuant to Section 525 of the Act as the corporation is organized on a directorship basis.
- ☒ were duly adopted by the written consent of the shareholders or members 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 shareholders or members who have not consented in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provision appears in the Articles of Incorporation)

Signed this 14th day of April, 2006By [Signature]
(Signature of President, Vice-President, Chairperson, or Vice-Chairperson)

Marc Craig

President

(Type or Print Name)

(Type or Print Title)



ATTACHMENT A ARTICLE II

The purpose or purposes for which the corporation is organized are:

A. The Corporation is organized to develop and manage housing and facilitation housing opportunity for any one or more of the following classes of persons: (i) persons with disabilities, (ii) persons of low income, and (iii) persons of low and moderate income.

B. The Corporation is organized exclusively for charitable purposes and for the purpose of receiving and administering funds for the purposes set forth in Section 501(c)(3) of Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) (the "Code"), including the making of distributions to organizations that qualify as exempt under Code Section 501(c)(3). The purposes of the Corporation shall include, but not necessarily be limited to, benefiting the community by promoting education and lessening the burdens of government.

C. The Corporation, including all its activities incident to its purposes, shall at all times conduct its affairs so as to be an organization described in Code Section 501(c)(3). The Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or (c) by a non-profit corporation organized under the laws of the State of Michigan pursuant to the provisions of Act 162, Public Acts of 1982, as amended.



ATTACHMENT B

ARTICLE V

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private person. However, the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing and distributing of statements), any political campaign on behalf of or in opposition to any candidate for a public office. Notwithstanding any other provisions 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 IRC 501(c) (3) or the corresponding section of any future federal tax code or (b) by a corporation whose contributions are deductible under IRC Section 170(c)(2) or the corresponding section of any future federal tax code.

ARTICLE VI

On dissolution of the corporation, after paying or providing for the payment of all of the liabilities of the corporation, the corporation's assets shall be distributed (a) for one or more exempt purposes within the meaning of IRC Section 501(c)(3), or the corresponding section of any future federal tax code or (b) to the federal government, or to a state or local government, for a public purpose. Any assets not disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations that the court shall determine and that are organized and operated exclusively for such purposes.

ARTICLE VII

No member of a Board of Directors of the corporation who is volunteer director, as that term is defined in the Michigan Non-profit Corporation Act (the "Act"), or a volunteer officer shall be personally liable to this corporation or its members for monetary damages for 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:

1. A breach of the director's or officer's duty of loyalty of the corporation or its members;
2. Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
3. A violation of Section 551(1) of the Act;
4. A transaction from which the director or officer derived an improper personal benefit;
5. An act or omission occurring before the filing of these Restated Articles of Incorporation; or
6. An act or omission that is grossly negligent.

The corporation assumes all liability to any person other than the corporation or its members, for all acts or omissions of a director who is a volunteer director, as defined in the Act, or a volunteer officer incurred in the good faith performance of the director's or officer's duties. However, the corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the corporation as an organization described in IRC Section 501(c)(3) or the corresponding section of any future federal tax code.

If the Act is amended after the filing of these Restated Articles of Incorporation to authorize the further elimination or limitation of the liability of directors or officers of non-profit corporations, then the liability of members of the board of directors or officers, in addition to that described in this Article, shall be assumed by the corporation or limited to the fullest extent permitted by the Act as so amended. Such an elimination, limitation, or assumption of liability, is not effected to the extent that it is inconsistent with the status of the corporation as an organization described in IRC Section 501(c)(3), or corresponding section of any future federal tax code. No amendment or appeal of this Article 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 occurring before the effective date of any such amendment or repeal.

ARTICLE VIII

The corporation assumes the liability for all acts or omissions of a volunteer if all of the following conditions are met:



1. The volunteer was acting or reasonably believed he or she was acting with in the scope of his or her authority.
2. The volunteer was acting in good faith.
3. The volunteer's conduct did not amount to gross negligence or willful and wanton misconduct.
4. The volunteer's conduct was not an intentional tort.
5. 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.

ARTICLE IX

When a compromise, an arrangement, or a plan of reorganization is proposed between this corporation and its creditors, a court of equity jurisdiction within this State may order a meeting of the affected creditors. The corporation, a creditor or a receiver appointed for the corporation may apply to the court for a meeting. The meeting shall be summoned in such manner as the court directs. If a majority number representing 3/4ths the value of the affected creditors agree to a compromise or arrangement, the compromise, arrangement or reorganization of this corporation resulting from the compromise or arrangement, if approved by the court, shall be binding on all the creditors, and also on this corporation.



By-Laws of Community Housing Network, Inc.

The mission of COMMUNITY HOUSING NETWORK, INC. (herein 'CHN, Inc.' or the 'Corporation') is to promote inclusive communities through affordable housing.

Community Housing Network is organized as a nonprofit corporation with the goal of providing lifetime affordable housing to low and moderate income people with disabling conditions and others needing housing. The corporation is organized to create integrated housing alternatives to maximize living choices, primarily, but not exclusively, in southeastern Michigan, namely Wayne, Oakland, Washtenaw, Macomb, Livingston, Genesee and Monroe counties.

It is the policy of this Corporation for low-income residents to advise and participate in planning the design, location of sites, development and management of each of its affordable housing undertakings. This shall be done through methods such as open town meetings, community surveys, special committees, or other means. In those areas of the Corporation's operations where housing will be developed, but which are not represented on the Board of Directors, such systems may include special committees of neighbors of a proposed development site, neighborhood advisory councils or open town meetings.

CHN, Inc. endorses the following principles and values:

- Social equity and economic efficiency for and on behalf of people with disabilities;
- Social and economic diversity is vital to sustainable communities.
- Deconcentration of poverty promotes inclusive, sustainable communities.
- All people, including people with disabilities, the elderly, the poor, and others who have historically been segregated from and within communities, must become valued members of every community, and be included as full citizens.
- People needing supportive services should not be required to live at a particular location in order to receive these services. To the greatest extent possible, provision of supportive services should be separate from a person's control over their housing.

Article III, Section 8 updated 7/12/2012 by Full Board

Article V, Sections 1, 3, 7 (new), 8 and 9 updated _____ by Full Board

Article I, Section 2, Page 1, Article V and Article XI updated 4/17/2014 by Full Board

Article I, Section 3, Page 4 Reimbursement, Updated 2/19/2020 by Full Board

Article V, Section 1, Page 10 Standing Committees, Updated 10/13/2022 by Full Board

Article IV. Section 2, 9/27/2023 by full Board

make policy determinations to assure consistency with the mission and values of the Corporation. Such determinations will be reviewed at meetings of the Board of Directors.

The Board will regularly review and assure the integrity of the financial statements of the Corporation.

The Board will be responsible for recruiting and appointing Board members, evaluating Board member performance, and providing and securing support for the work of the Corporation.

Section 2. Number, Qualification and Powers

A. The Board of Directors of the Corporation shall consist of no less than three (3) nor no more than eighteen (18) Directors as shall be fixed from time to time by the Board. A Director's term shall be for three (3) years unless otherwise recommended by the Nominating Committee in order to have only one third of the Directors terms expiring in any given year. Directors shall be elected by a majority vote of the seated members of the Board.

B. Regardless of other mechanisms used in these bylaws for the selection of Directors or the filling of board vacancies, at all times at least one third of the Board of Directors shall be composed of persons who fit the following categories: (1) residents of low-income neighborhoods, (2) low-income community residents, or (3) an elected representative of a low-income neighborhood organization. No more than one third of the board members, at any given time, shall be public officials or employees of local governments that provide this Corporation with funding.

C. No individual Director shall represent or speak for CHN, Inc., unless so authorized by resolution of the Board of Directors.

D. The Board of Directors shall adhere to the stated Mission and Purposes of CHN, Inc.

E. Directors shall reflect the community as dictated by the Corporation's Articles of Incorporation.

F. The Board of Directors shall elect a Chairperson at its annual meeting. The Chairperson shall preside at all meetings of the Board and shall be a non-voting ex-officio member of all committees of the Board. The

Article III, Section 8 updated 7/12/2012 by Full Board

Article V, Sections 1, 3, 7 (new), 8 and 9 updated _____ by Full Board

Article I, Section 2, Page 1, Article V and Article XI updated 4/17/2014 by Full Board

Article I, Section 3, Page 4 Reimbursement, Updated 2/19/2020 by Full Board

Article V, Section 1, Page 10 Standing Committees, Updated 10/13/2022 by Full Board

Article IV. Section 2, 9/27/2023 by full Board

ARTICLE II. CONFLICT OF INTEREST

Section 1. Statement of Policy.

It is the policy of CHN, Inc. that all Directors and employees of CHN, Inc. avoid conflict between their own individual interests and the interests of CNN, Inc. in any action taken by any of them on behalf of CHN, Inc.

Section 2. Dealings with CHN, Inc.

A contract or other transaction between CHN, Inc. and any of its Directors. or between CNN, Inc. and a domestic or foreign corporation, firm of any type or kind in which any of CHN Inc.'s Directors or employees act as directors or employees, or is otherwise interested, is not void or made voidable solely because of such common directorship, or interest, or solely because such Director is present at the meeting of the Board of Directors or committee at which such contract or transaction is acted upon, or solely because their votes are counted for such purpose, if both of the following conditions are satisfied:

- A. The contract or other transaction is fair and reasonable to CNN, Inc., and
- B. When it is authorized, approved or ratified, or the material facts as to such Director's relationship interest and as to the contract or transaction are disclosed or known to the Board or committee thereof and the Board of Directors or committee thereof authorizes, approves, or ratifies the contract or transaction by a vote sufficient for the purpose without counting the vote of any common or interested Director.

Section 3. Procedure in Event of Potential Conflict of Interest

In the event that any Director or officer of CHN, Inc. shall have any direct or indirect interest in or relationship with an individual or organization which proposes to enter into any transaction with CNN Inc., such Director or employee shall give the Board of Directors notice of such interest or relationship and shall thereafter refrain from voting or otherwise attempting to exert any influence on CNN Inc., its Board, or its committees, to affect its decision to participate or not to participate in such transaction. On a case by

shall be made not less than three (3) days before the special meeting; provided that no notice of adjourned meetings need be given. A voice mail or answering machine message shall not constitute sufficient notice. If mailed, the notice shall be directed to each Director and member at his or her address as it appears in the record of the Corporation unless he or she shall have filed with the Secretary thereof a written request that notices intended for him or her be mailed to some other address, in which case it shall be mailed to the address designated in such request. Such further notice shall be given as may be required by law. Meetings may be held without notice if all Directors are present in person.

Section 5. Quorum.

A majority of the Board members elected and serving shall constitute a quorum for the transaction of any business of CHN, Inc. If less than a quorum is present at any meeting, those present may convene as a "Committee of the Whole". However, their actions shall have no effect unless and until ratified by at least a quorum of the Board. Actions voted upon by a majority of the Directors present at a meeting where a quorum is present shall constitute authorized actions of the Board.

Section 6. Conduct of Meetings.

Meetings of the Board of Directors shall be presided over by the Chairperson. The Secretary shall take minutes of the meeting or cause them to be taken, and shall certify the minutes upon review and ratification by the board.

Robert's Rules of Order, Modern Edition, shall be the parliamentary authority of CHN, Inc. and shall govern proceedings of the Board of Directors. Rules adopted by the Board of Directors shall supersede any rules in the parliamentary authority with which they conflict.

Section 7. Telephonic Conferences.

A Director may participate in a meeting of the Directors by a conference telephone or similar communication equipment by which all persons participating in the meeting may communicate effectively with one another if all participants are advised of the communications equipment 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.

Article III, Section 8 updated 7/12/2012 by Full Board

Article V, Sections 1, 3, 7 (new), 8 and 9 updated _____ by Full Board

Article I, Section 2, Page 1, Article V and Article XI updated 4/17/2014 by Full Board

Article I, Section 3, Page 4 Reimbursement, Updated 2/19/2020 by Full Board

Article V, Section 1, Page 10 Standing Committees, Updated 10/13/2022 by Full Board

Article IV. Section 2, 9/27/2023 by full Board

the CEO is authorized to proceed. In such case, the CEO shall promptly provide a summary of the transaction to the Executive Committee, which transaction shall be ratified by the Executive Committee at its next meeting. The CEO shall sign all corporate documents and agreements on behalf of the Corporation, unless the CEO or the Board instructs that the signing be done with or by some other officers, agent or employees. The CEO shall see that all actions taken by the Board are executed and shall perform all other duties incident to the office. This is subject, however, to the CEO's right and the right of the Board to delegate any specific power to any other offices of the Corporation.

Section 3. President.

The President shall have the power to perform duties that may be assigned by the CEO or the Board. If the CEO is absent or unable to perform his or her duties, the President shall perform the CEO's duties until the Board directs otherwise. The President shall perform all duties incident to the office.

Section 4. Vice President

The Vice President(s), if any, shall have the power to perform duties that may be assigned by the CEO, the President or the Board. If the CEO or the President is absent or unable to perform his or her duties, the Vice President(s) shall perform the CEO or the President's duties until the Board directs otherwise. The Vice President(s) shall perform all duties incident to the office.

Section 5. Chairperson.

The Chairperson, if elected, shall preside at all Board meetings. The Chairperson shall have the power to perform duties as may be assigned by the Board. If the CEO is absent or unable to perform his or her duties, the Chairperson shall perform the CEO's duties until the Board directs otherwise. The Chairperson shall perform all duties incident to the office.

Section 6. Secretary.

The Secretary shall (a) keep minutes of Board meetings, or cause them to be kept; (b) be responsible for providing notice to each Director as required by

Article III, Section 8 updated 7/12/2012 by Full Board

Article V, Sections 1, 3, 7 (new), 8 and 9 updated _____ by Full Board

Article I, Section 2, Page 1, Article V and Article XI updated 4/17/2014 by Full Board

Article I, Section 3, Page 4 Reimbursement, Updated 2/19/2020 by Full Board

Article V, Section 1, Page 10 Standing Committees, Updated 10/13/2022 by Full Board

Article IV. Section 2, 9/27/2023 by full Board

ARTICLE V. COMMITTEES

Section 1. Standing Committees.

The Board shall have the following standing committees:

- Executive
- Finance and Audit
- Governance

A committee designated hereunder may exercise any powers of the Board in managing the Corporation's business and affairs to the extent provided by resolution of the Board or by these By-laws; however no committee shall have the power to:

- a. Amend the Articles of Incorporation.
- b. Adopt an agreement of merger or consolidation;
- c. Amend the By-laws of the Corporation;
- d. Fill vacancies on the Board;
- e. Fix compensation of the Directors for serving on the Board or on a committee.

Section 2. Executive Committee.

The Executive Committee shall consist of the officers of CHN, Inc., the chairs of the standing committees and such members of the Board of Directors as the Chairperson shall nominate, all of whom the Board of Directors shall approve. The Executive Committee shall be chaired by the Board Chairperson. The Executive Committee, in the interim between meetings of the Board of Directors, shall have the authority to act on behalf of the Board. A majority of those Board members appointed and serving on the Executive Committee shall constitute a quorum for the transaction of Committee business. Only Board members may vote on the business of the Executive Committee. The Executive Committee shall also provide a yearly review of the President of the organization. The Committee shall keep a record of minutes and report its action at every meeting of the Board or as often as may be required by the Board of Directors.

Section 3. Finance and Audit Committee.

The Finance and Audit Committee shall consist of the Treasurer of the

Article III, Section 8 updated 7/12/2012 by Full Board

Article V, Sections 1, 3, 7 (new), 8 and 9 updated _____ by Full Board

Article I, Section 2, Page 1, Article V and Article XI updated 4/17/2014 by Full Board

Article I, Section 3, Page 4 Reimbursement, Updated 2/19/2020 by Full Board

Article V, Section 1, Page 10 Standing Committees, Updated 10/13/2022 by Full Board

Article IV. Section 2, 9/27/2023 by full Board

ARTICLE VI. FISCAL MATTERS

Section 1. Fiscal Year.

The fiscal year of CHN, Inc. shall be from October 1 through September 30, inclusive.

Section 2. Bank Accounts.

Upon receipt, the funds of CHN, Inc. shall be deposited in one or more financial institutions, and shall be withdrawn only upon the signature or signatures of the officer, officers, agent or agents specifically authorized by the Board and in a manner consistent with the Investment Policies of the Corporation.

Section 3. Investment Policies.

Funds of CHN, Inc., deemed by the Board of Directors to be funds available for investment, shall be invested in accordance with the investment policy approved by the Board and reviewed annually by the Executive Committee.

Section 4. Contracts, Conveyances, etc.

The Board of Directors shall designate the officers and other employees who shall have authority to execute any instruments on behalf of CHN, Inc. that are aligned with the mission, philosophy, and authority of the CHN, Inc.

(b) If the quorum described in clause (a) above is not obtainable, then by a committee of Directors who are not parties to the action. The committee shall consist of not less than two (2) disinterested Directors; or

(c) By independent legal counsel in a written opinion. Section 4. Proportionate Indemnity.

If a person is entitled to indemnification under this Article for a portion of expenses, including attorney fees, judgments, penalties, fines, and amounts paid in settlement, but not for the total amount, the Corporation shall indemnify the person for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the person is entitled to be indemnified.

Section 5. Non-exclusivity of Rights.

The indemnification or advancement of expenses provided under this Article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under a contractual arrangement with the Corporation. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses Incurred by the person seeking indemnification or advancement of expenses.


Section 6. Former Directors and Officers.

The indemnification provided in this Article continues for a person who has ceased to be a Director or Officer and shall inure to the benefits of the heirs, executors, and administrators of that person.

Section 7. Insurance.

The Corporation shall purchase and maintain insurance on behalf of any person who was or is a Director, Officer, employee, or agent of the Corporation. Such insurance shall protect against any liability asserted against the person and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have power to indemnify against such liability under this Article or the laws of the State of Michigan. The Executive Committee shall determine with the President the coverage amount and deductible for such insurance policy.

(Secretary Signature & Date)

 4/2/2024

(President Signature & Date)

Article III, Section 8 updated 7/12/2012 by Full Board
Article V, Sections 1, 3, 7 (new), 8 and 9 updated _____ by Full Board
Article I, Section 2, Page 1, Article V and Article XI updated 4/17/2014 by Full Board
Article I, Section 3, Page 4 Reimbursement, Updated 2/19/2020 by Full Board
Article V, Section 1, Page 10 Standing Committees, Updated 10/13/2022 by Full Board
Article IV. Section 2, 9/27/2023 by full Board