

HFMA: IDAHO CHAPTER

an Illinois not for profit corporation

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
IN LIEU OF AN ORGANIZATIONAL MEETING**

The undersigned, being all of the directors of the HFMA: Idaho Chapter of the Healthcare Financial Management Association, an Illinois not for profit corporation (the "Chapter"), hereby waive all notice of the time, place or purpose of a meeting, and consent to, approve and adopt the following resolutions without a meeting pursuant to Section 108.45 of the Illinois General Not For Profit Corporation Act of 1986, as amended:

RESOLVED, that the Articles of Incorporation of the Chapter as filed with the Secretary of State of Illinois be, and hereby are, approved.

RESOLVED, that the Bylaws attached hereto be, and hereby are, adopted as and for the Bylaws of the Chapter.

RESOLVED, that each of the following individuals be, and hereby is, elected to the office set forth opposite his or her name, to serve in such capacity in accordance with the Bylaws of the HFMA: Idaho Chapter:

<u>Name</u>	<u>Office</u>
Calvin W. Carey, CPA	President
Luke M. Zarecor	President-Elect
Susan Colburn	Secretary
Christopher B. Brazil	Treasurer

RESOLVED, that the Chapter shall transact banking business at such banks as the President may from time to time determine; that the President and Treasurer of the Chapter be, and hereby are, authorized to execute and deliver to such banks their customary form of corporate resolutions applicable to any such accounts and to attach copies of such resolutions to this Consent, which resolutions are hereby adopted in the same manner and with the same effect as if set out in full herein; and that such resolutions shall be in full force and effect and binding upon the HFMA: Idaho Chapter until they shall have been rescinded, and written notice of such rescission under the corporate seal shall have been delivered to such bank.

RESOLVED, that the President and Treasurer of the Chapter be, and hereby are, authorized to pay all charges and expenses incident to or arising out of the organization of the Chapter and to reimburse any person who has made any disbursements thereof.