

**CONSENT TO AMEND THE IVY TECH FOUNDATION
ARTICLES OF INCORPORATION**

RESOLUTION NUMBER 2019-15

WHEREAS, the Ivy Tech Foundation, Inc. (“Foundation”) is organized and operated exclusively to receive, hold, invest, and administer property and to make expenditures to or for the benefit of Ivy Tech Community College of Indiana (“College”), and

WHEREAS, the Foundation Board of Directors formed a subcommittee comprised of members of the Foundation Board and staff to review the Foundation’s Articles of Incorporation and Bylaws and to suggest revisions to such documents that would include updating to current practice and operating procedure of the Foundation, and

WHEREAS, the Foundation may not take any action to amend Section 6.2 of the Articles of Incorporation without the written consent of the State Board of Trustees of the College, and

WHEREAS, the subcommittee has recommended a change to Section 6.2 of the Articles of Incorporation, a copy of which is attached hereto as Exhibit A with the proposed amendment highlighted.

NOW THEREFORE BE IT RESOLVED, that the State Trustees consent to the following amendment to the Articles of Incorporation of the Ivy Tech Foundation:

Section 6.2. Criteria for Certain Directors. The Board of Directors shall at all times include directors meeting the following criteria:

- (a) One (1) of the directors of the Corporation shall be the person who from time to time is the duly elected, constituted, and acting President of the College;
- (b) A minimum of four (4) and a maximum of six (6) of the directors of the Corporation shall be persons serving as members of the State Board of Trustees of the College; and
- (c) At least three (3) of the directors of the Corporation shall be persons serving as members of the campus boards of trustees of the College at the time of their election to serve as directors of the Corporation.

**STATE BOARD OF TRUSTEES
IVY TECH COMMUNITY COLLEGE**



Paula Hughes-Schuh, Chair



Marianne Glick, Secretary

Dated April 4, 2019