

ARTICLES OF ASSOCIATION

BUTTE CHAPTER OF THE MONTANA SOCIETY OF CERTIFIED PUBLIC ACCOUNTANTS

ARTICLE I

The name of this association is Butte Chapter of the Montana Society of Certified Public Accountants, hereinafter referred to as the “Chapter.”

The Federal Tax Identification Number (FEIN) is 27-3381780. The Chapter is designated an unincorporated nonprofit created under the laws of the State of Montana, and at times is subject to all rules and regulations prescribed by the Montana Society of Certified Public Accountants. The Chapter’s existence will be perpetual and it shall not issue stock. The Chapter is exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code.

ARTICLE II

The purpose of this Chapter is promoting the interest of Certified Public Accountants, elevating the standard of proficiency, integrity, and character, and cultivating the professional cooperation and social interaction between members. The Chapter shall cooperate with similar chapters in the state of Montana and with other state and national organizations of Certified Public Accountants for the advancement of the profession of Accountancy. Further, all Chapter members and associates shall:

- a) Encourage and assist in the promotion of Chapter work and its purposes, and
- b) Assist in acquainting the general public with Chapter work and its purposes.

ARTICLE III

This Chapter shall have and exercise the power to receive money in the form of dues and fees from its members and associates to cover expenses such as college scholarships, speakers’ fees, continuing education, supplies, networking, lunches and social events. The Chapter shall have and exercise the power to expend the income or principal of monies received for the purpose of carrying out the activities listed above. However, no part of the Chapter’s earnings shall inure to the benefit of any member, trustee, director, officer, or any private individual (except that reasonable compensation may be paid for services rendered).

ARTICLE IV

The membership of the Chapter shall consist of three categories: General, Associate and Student. General Membership shall be offered to any certified public accountant holding a valid and un-revoked certificate as such issued by any state or territory of the United States. General Membership status is also extended to CPA candidates. Associate Membership status is offered to any non-CPA accountants. Student Membership status is offered to college students in an accounting option that are interested in the work and activities of the Chapter. Membership, Associate and Student status is approved by the Board of Directors annually.

ARTICLE V

The business and all activities of the Chapter shall be carried on by a Board of Directors consisting of five members. The Board shall have the power to increase the number of directors to serve the Chapter for a term determined by the Board. The Board of Directors will be made up of the Chapter's four officers and the immediate past president. No director or officer of the Chapter shall have or be subject to any personal liability to the Chapter or its members for monetary damages for any actions taken, or any failure to take any action, as a director, except as otherwise specifically provided by the Montana Non-Profit Business Corporation Act, and any other relevant statutory provision under the laws of the State of Montana.

ARTICLE VI

The officers of the Chapter shall consist of the President, Vice President, Treasurer and Secretary. The Chapter officers shall be chosen by a majority (Quorum as defined in the Bylaws) vote of members. The officers shall be elected at the annual business meeting of the Chapter, normally held prior to June 30th, and shall serve one year and until the following annual business meeting.

ARTICLE VII

These articles may be amended by a majority vote of the directors present at a board of directors meeting. A proposed amendment shall be submitted in writing and read and approved at a meeting of the board of directors. The board of directors must be notified in writing of any proposed change in the Articles at least five days in advance of any meeting for this purpose.

ARTICLE VIII

Miscellaneous:

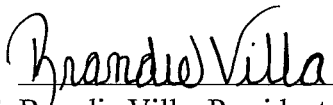
The physical office of the Chapter shall be located at the address at which the Treasurer has official residence or employment.

The Chapter does not discriminate on the basis of race, color, sex, age, religious affiliation, handicap, national origin, or other personal factor.

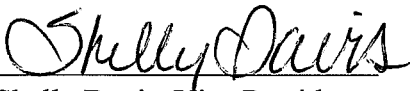
All minute books, correspondence, and other records of the Chapter shall be preserved by the officers and passed on to successors in an organized manner. Records that have ceased to be of use for the conduct of the affairs of the Chapter may be turned over for preservation to a depository (state society) or destroyed if voted upon by a majority of the board.

In the event of the dissolution and inactivity of more than two (2) years, the Chapter's property, funds, and other assets shall be transferred to and become the property of the Montana Society of Certified Public Accountants.

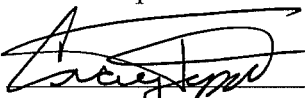
IN WITNESS WHEREOF, the undersigned have executed these Articles of Association on this
29th day of June, 2011.


Brandie Villa, President

Butte Chapter of Montana Society of Certified Public Accountants


Shelly Davis, Vice President

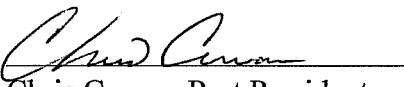
Butte Chapter of Montana Society of Certified Public Accountants


Craig Tippett, Treasurer

Butte Chapter of Montana Society of Certified Public Accountants


Andy Durkin, Secretary

Butte Chapter of Montana Society of Certified Public Accountants


Chris Curran, Past President

Butte Chapter of Montana Society of Certified Public Accountants