

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

To Whom These Presents Come, Greeting:

CERTIFICATE OF INCORPORATION

HIGHER EDUCATION FACILITIES MANAGEMENT ASSOCIATION, INC.

I, EDWIN J. SIMCOX, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above not-for-profit corporation, in the form prescribed by this Office, prepared and signed in duplicate by the Incorporator(s) and acknowledged and verified by the same before a Notary Public, have been presented to me at this office accompanied by the fees prescribed by law; that I have found such Articles conform to law; that I have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in this office; and that the remaining copy(ies) of such Articles bearing the endorsement of my approval and filing has (have) been returned by me to the incorporator(s) or his (their) representatives; all as prescribed by the Indiana Not-For-Profit Corporation Act of 1971.

NOW, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.

In Witness Whereof, I have hereunto set my hand and affixed
the seal of the State of Indiana, at the City of Indianapolis, this

25th day of

March 19 86

Edwin J. Simcox

EDWIN J. SIMCOX, Secretary of State

By *Mark A. Adams*

Deputy





FORM IT-35A
APPLICATION TO FILE AS A
NOT-FOR-PROFIT ORGANIZATION
STATE FORM 21013R (Revised 1985)

NOT FOR USE BY GOVERNMENTAL UNITS OR AGENCIES,
CO-OPS, WATER COMPANIES, ETC.

This application shall be available for public inspection
in accordance with IC 6-2.1-3

PART I

THIS AREA FOR DEPARTMENT USE ONLY

Name of Organization **Higher Education Facili-**
ties Management Association, Inc.

Mailing Address **Room 402, Engineering**
Administration Building

City **West Lafayette, IN 47907**

Date Incorporated or Formed
3-26-86

End Month of Fiscal Year
December

Retail Merchants Certificate No.

Federal ID No.
23-7352032

Name and Phone No. of Person to Contact

Frederick H. Wolf

Indicate type of organization below and attach a copy of your organizing and operational documents as indicated for each entity.

CORPORATION — TRUST — OTHER —
(Articles of incorporation, bylaws) (Trust Indenture) (Constitution or articles, bylaws)

What is the predominant purpose of your organization?

Educational

PART II

1. Type of Organization (Check only one in A, B or C)

A. Specifically described in (IC 6-2.1-3)

- (1) Church (3) Monastery/Convent (5) Public School (7) Pension Trust
 (2) Hospital (4) Parochial School (6) Labor Union

B. Organized and operated exclusively for one or more of the following reasons (IC 6-2.1-3)

- (1) Religious (3) Scientific (5) Educational (7) Corporation organized for 1 through 6
 (2) Charitable (4) Literary (6) Civic (8) Student Cooperative Housing

Organized and operated exclusively for one or more of the following reasons (IC 6-2.1-3)

- (1) Fraternal (including fraternal beneficiary societies) (2) Social (4) Business Association
 (3) Business League

2. Has this organization filed State Income Tax returns previously? No Yes — If so, state the form no. and years filed

3. Has this organization applied for exempt status previously? No Yes — If so, explain why reapplication is necessary

4. Does your organization offer to sell any merchandise for a period of more than 30 days in a calendar year? No Yes

5. Does your organization rent or lease any equipment or personal property to others? No Yes

6. Does your organization rent or lease any real property to others? No Yes

7. Does your organization receive rent for rooms or other accommodations subject to sales tax? No Yes

8. Is this organization a local chapter or unit of a central or parent organization? No Yes — If so, enter name and address of Parent or Central organization

9. Does your organization own or operate any of the following? No Yes — If so, check those applicable
 Restaurant Swimming Pool Golf Course Bar Clubhouse

10. Is a separate admission or membership fee charged for any of the above? No Yes — If so, explain

11. Does your organization conduct fund-raising activities by any of the following methods? No Yes — If so, check those applicable
 Food Service Dances Raffles

12. Is the organization a membership organization? No Yes — If so, describe the membership requirements and attach a schedule of membership fees and dues.

Representative of an approved dues paying higher education institution, or subdivision thereof. Dues are \$75/year/higher education institution or subdivision thereof.



ARTICLES OF INCORPORATION

State Form 4162R2/Corporate Form No. 364-1 (October 1984)

Articles of Incorporation (Not-for-Profit)

Prescribed by Edwin J. Simcox, Secretary of State of Indiana.

APPROVED

AND

FILED

MAR 25 1986

Edwin J. Simcox
SECRETARY OF STATE OF INDIANA

ANNUAL REPORTS MUST BE FILED WITH THIS OFFICE BY THE LAST DAY OF FEBRUARY OF EACH YEAR.

FILING FEE IS \$26.00

For tax exempt status, Not-For-Profit Corporations must qualify with both the Internal Revenue Service and the Indiana Department of Revenue.

Instructions: Use 8 1/2 x 11 inch paper for inserts
Present 2 executed copies to:

SECRETARY OF STATE
Room 155, State House
Indianapolis, Indiana 46204

RECORDING IS NO LONGER REQUIRED.

ARTICLES OF INCORPORATION OF

Higher Education Facilities Management Association, Inc.

(Complete name as will be shown in Article 1)

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Indiana Not-For-Profit Corporation Act of 1971 (hereinafter referred to as the "Act"), execute the following Articles of Incorporation:

ARTICLE I Name

The name of the Corporation is (The name MUST include the word "Corporation" or "Incorporated," or one of the abbreviations thereof):

Higher Education Facilities Management Association, Inc.

ARTICLE II Purpose

The purposes for which the Corporation is formed are:

(See attached sheet)

ARTICLE III Period of Existence

The period during which the Corporation shall continue is:

(The period will be perpetual unless otherwise specified)

Perpetual

ARTICLE IV Resident Agent and Principal Office

SECTION 1 Resident Agent. The name and address of the Corporation's Resident Agent for service of process are:

Frederick H. Wolf, Executive Associate Coordinator

Name

Office of Schedules & Space, Rm. 402, Engineering Administration Bldg.

Address (street or building and city)

West Lafayette

Indiana

Zip Code

47907

SECTION 2 Principal Office. The post office address of the principal office of the Corporation is:

Room 402, Engineering Administration Bldg., West Lafayette, Indiana

Zip Code

47907

ARTICLE V Membership

A minimum of one (1) person shall have signed the membership list. (Directors or Trustees or Incorporators may be included in the membership.)

(See attached list of members)

SECTION 1 Classes (if any):

None

ARTICLE V Membership (continued)

SECTION 2 Rights, Preferences, Limitations, and Restrictions of Classes:

N/A

SECTION 3 Voting Rights of Classes:

There are no classes--every member will have one vote.

ARTICLE VI Directors

SECTION 1 Number of Directors:

The initial Board of Directors is composed of 3 members. If the exact number of Directors is not stated, the minimum number shall be 3 and the maximum number shall be 11 provided, however, that the exact number of directors shall be prescribed from time to time in the By-Laws of the Corporation; AND PROVIDED FURTHER THAT UNDER NO CIRCUMSTANCES SHALL THE MINIMUM NUMBER BE LESS THAN THREE (3).

SECTION 2 Names and Post Office Addresses of the Initial Board of Directors are:

Name	No. and Street or Building	City	State	Zip Code
Frederick H. Wolf	Room 402, Engineering Administration Bldg.	West Lafayette	IN	47907
James F. Blakesley	Room 402, Engineering Administration Bldg.	West Lafayette	IN	47907
Donald E. Weaver	Room 300, Poplars Bldg., 400 E. 7th St.	Bloomington	IN	47405

ARTICLE VII Incorporator(s)

Name(s) and Post Office Address(es) of the incorporator(s) of the Corporation is (are) as follows:

Name	No. and Street or Building	City	State	Zip Code
Frederick H. Wolf	Room 402, Engineering Administration Bldg.	West Lafayette	IN	47907
James F. Blakesley	Room 402, Engineering Administration Bldg.	West Lafayette	IN	47907
Donald E. Weaver	Room 300, Poplars Bldg., 400 E. 7th St.	Bloomington	IN	47405

ARTICLE VIII Statement of Property and Value (if any)

A statement of the property and an estimate of the value thereof to be taken over by the Corporation at or upon its Incorporation is as follows:

Cash in the amount of \$2,130.59.

ARTICLE VIII Statement of Property and Value (if any) (continued)

ARTICLE IX Provisions for Regulation and Conduct of the Affairs of Corporation

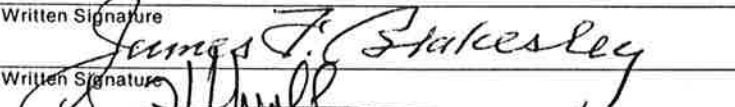
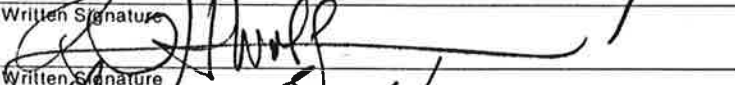
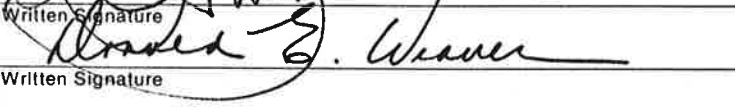
Other provisions, consistent with the laws of this state, for the regulation and conduct of the affairs of the Corporation, and creating, defining, limiting or regulating the powers of the corporation, the directors or the members of any class or classes of members are as follows: (Can be provided for in the "By-Laws") (Any provision in this section may only be changed by amending the Articles of Incorporation.)

All provisions for regulation and conduct of the affairs of the corporation will be contained in the corporation's by-laws.

The undersigned, being one or more persons, do hereby adopt these Articles of Incorporation, representing beforehand to the Secretary of State of the State of Indiana and all persons whom it may concern, that a membership list or lists of the above-named corporation for which a Certificate of Incorporation is hereby applied for, have heretofore been opened in accordance with the law and that at least three (3) persons have signed such membership list.

THIS DOCUMENT MUST BE SIGNED BY ALL INCORPORATORS.

I (we) hereby verify subject to penalties of perjury that the facts contained herein are true. (Notarization not necessary)

Written Signature 	Printed Signature JAMES F. BLAKESLEY
Written Signature 	Printed Signature FREDERICK H. WOLF
Written Signature 	Printed Signature DONALD E. WEAVER
Written Signature	Printed Signature

This instrument was prepared by: Donald E. Weaver
Address Poplars 300, 400 E. 7th Street, Bloomington, IN 47405

ARTICLE II Purpose

The purposes for which the Corporation is formed are:

To promote research and education regarding the physical facilities of institutions of higher education and to exchange and disseminate related physical plant data.

Said corporation is organized exclusively for charitable, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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 its Articles of Incorporation. 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 public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V Membership

HIGHER EDUCATION FACILITIES MANAGEMENT ASSOCIATION MEMBERSHIP

RICHARD C. BUMSTEAD, Planner
Office of Physical Planning & Construction
5555 S. Ellis
Chicago, IL 60637

JAMES F. PFISTER, Asst. Vice Chancellor
& Director
Office of Space Utilization
1737 West Polk Street
Chicago, IL 60612

WILLIAM E. STALLMAN, Director
Office of Space Utilization
Room 243 Davenport House
807 S. Wright Street
Champaign, IL 61820

L. THOMAS SWAFFORD, Director
Office of Space Management
Room 10, Bryan hall
Bloomington, IN 47405

DONALD E. WEAVER, Director
Facilities Studies
400 E. 7th Street
Poplars 300
Bloomington, IN 47405

RICHARD E. GIBSON, Director
Office of Facilities Planning & Utilities
416 North Hall
Iowa City, IA 52242

JOHN W. PACE, Director
Office of Space & Schedules
207 Beardshear hall
Ames, IA 50010

WILLIAM A. DERGIS, Asst. Director
Plant Extension
326 East Hoover
Ann Arbor, MI 48109

ROBERT M. MAN, Coordinator
Office of Space Analysis
Room 2063 Admin. Services Bldg.
1009 Greene Street
Ann Arbor, MI 48109

Higher Education Facilities Management Association Membership

JAMES M. PETERS, Director
Facilities Planning & Space Management
412 Olds Hall
East Lansing, MI 48824

JEFFREY MEYER, Director
Division of Space Programing & Management
423 Johnston Hall
101 Pleasant St., S.E.
Minneapolis, MN 55455

RICHARD ARNOLD, Coordinator
Office of Campus Planning & Space Utilization
190 N. Oval Hall
Columbus, OH 43210

JAMES F. BLAKESLEY, Coordinator
Office of Schedules and Space
Room 402, Engineering Admimistration
West Lafayette, IN 47907

FRED H. WOLF, Exec. Assoc. Coordinator
Office of Schedules and Space
Room 402, Engineering Administration
West Lafayette, IN 47907

ROSE BARRIOLHET, Director
Office of Space Management
807 WARF Building
Madison, WI 53705



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 in accordance with IC 6-2-1-3

PART I

THIS AREA FOR DEPARTMENT USE ONLY

Name of Organization Higher Education Facili- cies Management Association, Inc.		Type	
Mailing Address Room 402, Engineering Administration Building		E	
City West Lafayette, IN 47907		Intr.	
Date Incorporated or Formed 3-26-86	End Month of Fiscal Year December	Retail Merchants Certificate No.	Federal ID No. 23-7352032

Name and Phone No. of Person to Contact

Frederick H. Wolf

Indicate type of organization below and attach a copy of your organizing and operational documents as indicated for each entity.

CORPORATION —
 (Articles of incorporation, bylaws) TRUST —
 (Trust Indenture) OTHER —
 (Constitution or articles, bylaws)

What is the predominant purpose of your organization?

Educational

PART II

1. Type of Organization (Check only one in A, B or C)

A. Specifically described in (IC 6-2-1-3)

(1) Church (3) Monastery/Convent (5) Public School (7) Pension Trust

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C. Organized and operated exclusively for one or more of the following reasons (IC 6-2-1-3)

(1) Fraternal (including fraternal beneficiary societies) (2) Social (4) Business Association

(3) Business League

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3. Has this organization applied for exempt status previously? No Yes — If so, explain why reapplication is necessary

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6. Does your organization rent or lease any real property to others? No Yes

7. Does your organization receive rent for rooms or other accommodations subject to sales tax? No Yes

8. Is this organization a local chapter or unit of a central or parent organization? No Yes — If so, enter name and address of Parent or Central organization

9. Does your organization own or operate any of the following? No Yes — If so, check those applicable

Restaurant Swimming Pool Golf Course Bar Clubhouse

10. Is a separate admission or membership fee charged for any of the above? No Yes — If so, explain

11. Does your organization conduct fund-raising activities by any of the following methods? No Yes — If so, check those applicable

Food Service Dances Raffles

12. Is the organization a membership organization? No Yes — If so, describe the membership requirements and attach a schedule of membership fees and dues.

Representative of an approved dues paying higher education institution, or subdivision thereof. Dues are \$75/year/higher education institution or subdivision thereof.

13. Have the recipients been required or will they be required to pay for the organization's benefits, services, or products?

No Yes — If so, explain and show how the changes are determined.

14. Does or will the organization limit its benefits, services, or products to specific classes of individuals?

No Yes — If so, explain how the recipients or beneficiaries are or will be selected.

15. What are or will be the organization's sources of financial support? List in order of magnitude. If a portion of the receipts is or will be derived from the earnings of patents, copyrights, or other assets (excluding stocks, bonds, etc.) identify such item as a separate source of receipt. Attach representative copies of solicitations for financial support.

Dues only

16. Describe the organization's fund-raising program, both actual and planned, and explain to what extent it has been put into effect. (Include details of fund-raising activities such as selective mailings, formation of fund-raising committees, use of professional fund-raisers, etc.)

N/A

17. What benefits, services, or products will the organization provide with respect to its exempt function?

Exchange of information and data among higher education institutions as well as sponsorship of educational conferences and workshops.

IMPORTANT — Please attach the following documents, if available.

- (a) Copy of federal determination letter (ruling from the Internal Revenue Service) showing under what section of the Internal Revenue Code, recognition of exemption from federal tax has been granted.
- (b) Copy of last Federal return filed, e.g., Form 990, Form 990 PF, Form 990-T, Form 5500-C.
- (c) If incorporated, a copy of Articles of Incorporation. If not incorporated, a copy of Constitution and/or Bylaws, Articles of Association, Declaration of Trust or other documents whereby organization was created, copies of amendments thereto, and any changes presently proposed.

MAIL TO: INDIANA DEPARTMENT OF REVENUE
NOT-FOR-PROFIT SECTION — ROOM 203
100 NORTH SENATE AVENUE
INDIANAPOLIS, INDIANA 46204-2253
(317) 232-2188

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and I have examined this application, including the accompanying statements, and to the best of my knowledge it is true, correct and complete.

Signature Donald E. Weaver

Title Board of Directors Member

Date Signed 4/9/86



INDIANA UNIVERSITY

UNIVERSITY PHYSICAL FACILITIES
Facilities Studies
400 East Seventh Street
Poplars 304
Bloomington, Indiana 47405
(812) 335-7361

July 17, 1987

TO: HEFMA Members
FROM: Don Weaver *Don*
SUBJECT: Revised By-laws

Please find enclosed a copy/copies of the By-Laws as approved by the Board of Directors on July 10, 1987, and subsequently reported to the membership the same day at the general meeting at the University of Illinois.

I plan on filing new incorporation papers with the Indiana Secretary of State's Office outlining our membership changes as soon as possible.

I have attempted to supply one copy of the By-Laws for each voting member. If you have need for additional copies, please make your own.

Hope you enjoyed the hospitality of the Illinois folks as much as I did. Good show! See you all in October.

DEW/lg

Enclosure

DEW5.HEFMALAW.12