

**BUSINESS AFFAIRS AND HUMAN RESOURCES
JUNE 21, 2023**

TAB	DESCRIPTION	ACTION
1	UNIVERSITY OF IDAHO - PROPOSED AMENDMENT TO ARTICLES OF INCORPORATION	Action Item

BUSINESS AFFAIRS AND HUMAN RESOURCES
JUNE 21, 2023

UNIVERSITY OF IDAHO

SUBJECT

Authorization for change of corporate name

REFERENCE

May 18, 2023 Approval of a resolution of the Regents of the University of Idaho authorizing creation of a nonprofit corporation with the Regents of the University of Idaho as the sole member

APPLICABLE STATUTE, RULE, OR POLICY

- Idaho Constitution, Article IX, Section 2
- Idaho Code § 33-2802
- Idaho Code Title 30, Chapter 30, Idaho Nonprofit Corporation Act

BACKGROUND/DISCUSSION

The State Board of Education (Board) approved the creation of a nonprofit corporation, with the Regents of the University of Idaho as the sole member, for purposes of acquiring the assets of the University of Phoenix. The nonprofit corporation has been created, however a conflict with the chosen name of the nonprofit (NewU, Inc.) has arisen with another education entity operating under the same corporate name. In light of the conflict, approval is sought from the Regents of the University of Idaho, as the sole member, to rename the corporation to Idaho Education Initiatives, Inc. This requires an amendment to the Articles of Incorporation (Attachment 1). Approval of the Board of Regents, as the sole member, is a requirement for this amendment.

IMPACT

There is no financial or operational impact arising from the proposed name change. This simply resolves the name conflict with the competing education entity. The proposed new name – Idaho Education Initiatives, Inc. has been checked broadly for conflicts and none have been found.

ATTACHMENTS

Attachment 1 – Proposed Articles of Amendment

BOARD STAFF COMMENTS AND RECOMMENDATIONS

Staff recommends approval to authorize the change of corporate name from NewU, Inc. to Idaho Education Initiatives, Inc.

BOARD ACTION

I move to approve and adopt the proposed Articles of Amendment to the Articles of Incorporation in Attachment 1. This will change the legal name of the Corporation from NewU, Inc. to Idaho Education Initiatives, Inc.

Moved by _____ Seconded by _____ Carried Yes _____ No _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NEWU, INC.
an Idaho nonprofit corporation**

These Articles of Amendment to Articles of Incorporation (the “**First Amendment**”) of NewU, Inc., an Idaho nonprofit corporation (the “**Corporation**”), organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 30, Title 30, Idaho Code (“**Act**”), amend those certain initial Articles of Incorporation (“**Articles**”) of the Corporation filed in the office of the Idaho Secretary of State on May 15, 2023, which have not been amended since that date.

- 1. Name. The name of the Corporation is currently: NewU, Inc.
- 2. Amendment. The text of ARTICLE I of the Articles is hereby deleted in its entirety and replaced with the following:

**ARTICLE I
NAME OF THE CORPORATION**

The name of the Corporation is: Idaho Education Initiatives, Inc.

- 3. Remainder. The remainder of the Articles shall remain in full force and effect unless and until amended in accordance with the provisions thereof.

- 4. Approval by Voting Members/Directors. The undersigned certify that this First Amendment consists of matters other than those described in I.C. § 30-30-705 and was; therefore, duly approved and adopted by the voting members of the Corporation as follows:

The number of members entitled to vote was: 1
The number of members that voted FOR the amendment was: 1
The number of members that voted AGAINST the amendment was: 0

- 5. Date of Adoption. The undersigned certify that this First Amendment was duly approved and adopted by the members of the Corporation on _____.

- 6. Effective Date. This First Amendment is effective as of the date it is filed with the Idaho Secretary of State.

NEWU, INC.

By: _____
Name: _____
Title: _____