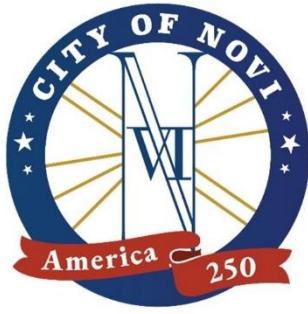




CITY OF NOVI CITY COUNCIL
OCTOBER 26, 2026

SUBJECT: Approval of resolution recognizing Good Vibes Foundation as a nonprofit organization operating in the City of Novi for the purpose of obtaining a charitable gaming license from the State of Michigan.

SUBMITTING DEPARTMENT: City Clerk

KEY HIGHLIGHTS:

- The purpose of Good Vibes Foundation is to promote financial literacy, financial inclusion, and community betterment by making grants to individuals and organizations exclusively for charitable purposes as described in section 501(c)(3) of the IRC.
- The foundation has applied for a Charitable Gaming License from the State of Michigan and is required by the State Act 382 of 1972 to request a resolution recognizing them as a non-profit organization from the jurisdiction where they are based.

BACKGROUND INFORMATION:

Good Vibes Foundation's purpose is to promote financial literacy, financial inclusion, and community betterment by making grants to individuals and organizations exclusively for charitable purposes as described in section 501(c)(3) of the IRC. They have applied for a Charitable Gaming License from the State of Michigan and are required by the State Act 382 of 1972 to request a resolution recognizing them as a non-profit organization from the jurisdiction where they are based. Such a resolution carries no obligation from or endorsement by the City of Novi.

The Police Department has reviewed their submission and finds no reason to deny the request.

RECOMMENDED ACTION: Approval of resolution recognizing Good Vibes Foundation as a nonprofit organization operating in the City of Novi for the purpose of obtaining a charitable gaming license from the State of Michigan.



Charitable Gaming Division
Box 30023, Lansing, MI 48909
OVERNIGHT DELIVERY:
101 E. Hillsdale, Lansing MI 48933
(517) 335-5780
www.michigan.gov/cg

RAFFLE LICENSE APPLICATION

For Bureau Use Only

ALLOW 4-6 WEEKS FOR PROCESSING.
PLEASE PRINT OR TYPE IN BLUE OR BLACK INK.

Q U A L I F I C A T I O N I N F O R M A T I O N	1. Organization Name Good Vibes Foundation				2. Organization ID Number or Last License Number Issued						
	3. Organization Street Address 44575 W. Twelve Mile Rd.		City Novi	State MI			Zip Code 48377				
	Organization Mailing Address 44575 W. Twelve Mile Rd.		City Novi	State MI	Zip Code 48377	County 63 Oakland					
	4. Has your organization ever received a license such as bingo, raffle or charity game ticket? ☐ Yes - Complete application and submit with the appropriate fee. ☒ No - You must submit the documentation requested on the Qualification Requirements sheet and become qualified before any licenses can be issued. The Qualification Requirements sheet can be obtained from our website at www.michigan.gov/cg or by calling our office at (517) 335-5780.										
5. Is your organization a candidate committee, political committee, political party committee, ballot question committee, independent committee or any other committee as defined by, and organized pursuant to, the Michigan Campaign Finance Act 388 of the Public Acts of 1976, as amended, being sections 169.201 to 169.282 of the Michigan Compiled Laws? ☐ Yes ☒ No						6. Has your organization received contributions or made expenditures of \$500 or more in the last calendar year for the purpose of influencing or attempting to influence the action of voters for or against the nomination or election of a candidate, or the qualification, passage, or defeat of a ballot question? ☐ Yes ☒ No					

S I G N A T U R E (S)	7. Provide name, title, home address, and telephone numbers for the PRINCIPAL OFFICER, e.g., president, grand knight, worthy matron, etc., and the vice president or equivalent and one other officer of the organization. SIGNATURE OF PRINCIPAL OFFICER REQUIRED - OR - TWO signatures of the vice president or equivalent and one other officer. Original signatures are required. Electronic or stamped signatures are not accepted. NOTE: Executive director signature not acceptable.						
	Name and Title		Street, City, State, ZIP Code			Telephone Numbers	
	Principal Officer Stephanie Leahy		44575 W. Twelve Mile Rd.			Day (248) 735-9500	
	Title President		Novi, MI 48377			Evening ()	
	Signature of Principal Officer		Email Address Stephanie.Leahy@vibecu.com			Date	
	- OR -						
	Name and Title		Street, City, State, ZIP Code			Telephone Numbers	
	Vice President or Equivalent Michael Ivanics		44575 W. Twelve Mile Rd.			Day (248) 735-9500	
	Title Chairperson		Novi, MI 48377			Evening ()	
	Signature of Vice President or Equivalent		Email Address mivan7884@gmail.com			Date	
	Name and Title		Street, City, State, ZIP Code			Telephone Numbers	
	Other Officer Crystal Dunham		44575 W. Twelve Mile Rd.			Day (248) 735-9500	
	Title Secretary		Novi, MI 48377			Evening ()	
	Signature of Other Officer		Email Address crystal.dunham@vibecu.com			Date	
	By signing above, I CERTIFY that I am at least 18 years of age, the organization applying is a NONPROFIT organization, I have examined this application and there is no misrepresentation or falsification in the information stated or attached, and the facts underlying our original qualification status remain unchanged. I CERTIFY that ALL chairpersons associated with this raffle will read and understand the duties and responsibilities of a Raffle Chairperson as described in the Raffle Guide and Raffle Rules before performing any duties as a chairperson. I FURTHER CERTIFY that I am aware that false or misleading statements will be cause for rejection of this application or revocation of the right to obtain any future licenses and I AM AWARE OF AND AGREE TO the conditions of Act 382 of the Public Acts of 1972, as amended, and the rules and directives of the Michigan Bureau of State Lottery.						

COMPLETE THE ENTIRE APPLICATION AND MAKE A COPY FOR YOUR RECORDS



COMPLETION: Required for licensure.
PENALTY: No license will be issued.

R A F F L E I N F O R M A T I O N	8. Contact Person Stephanie Leahy				9. Raffle Location (building name, if any) Dave & Busters	
	Mailing Address Where License Should Be Sent 44575 W. Twelve Mile Rd.				Street Address 19375 Victor Parkway	
	City Novi		State MI	ZIP Code 48377	City Livonia, MI	
	Telephone Number (Day) (248) 735-9500		Email Address Stephanie.Leahy@vibecu.com		ZIP Code 48152	County 82 Wayne
	10. List name, home address, and telephone numbers of the raffle chairperson(s). Must be a member for 6 months. If your organization does not have general membership, chairperson must be a board member for 6 months. Playing card progressive raffles require at least 2 chairpersons. Attach additional list if necessary.					
S M A L L L A R G E	Raffle Chairperson		Street, City, State, ZIP Code		Telephone Numbers	
	Name Stephanie Leahy				Day (248) 735-9500	
	Email Address Stephanie.Leahy@vibecu.com				Evening ()	
	Name				Day ()	
	Email Address				Evening ()	
	11. Dates when total value of all prizes awarded in one day is \$500 or LESS.		12. License Fee			
	Drawing Date(s) and Time(s) (Must be between the hours of 8 a.m.-2 a.m.)		All drawing dates included on this application must be at the same location. Small Raffle Drawings - \$15 for 1, 2, or 3 dates plus \$5 for each additional drawing date. Large Raffle Drawings - \$50 for each drawing date. a. 1, 2, or 3 small drawing dates \$15 = _____ b. Additional small drawing dates _____ x \$5 = _____ c. Large drawing dates 1 _____ x \$50 = 50 FEE (total lines a, b and c) \$ 50			
	Date _____ Time p.m. _____ to _____ p.m.					
	Date _____ Time a.m. _____ to _____ a.m.					
	Date _____ Time a.m. _____ to _____ a.m.					
☐ Check here if there are additional drawing dates and attach list.						
Dates when total value of all prizes awarded in one day is MORE than \$500.						
Drawing Date(s) and Time(s) (Must be between the hours of 8 a.m.-2 a.m.)						
Date 10/18/26 Time p.m. 02:00 to 05:00 p.m.						
Date _____ Time a.m. _____ to _____ a.m.						
☐ Check here if there are additional drawing dates and attach list.						
T I C K E T I N F O R M A T I O N	13. * If you are conducting an in-house raffle ONLY where there is no presale of the raffle tickets before the event, there is no need to complete the raffle ticket below.					
	* Ensure the event times listed in #11 reflect the entire occasion, meaning the beginning time you will start selling in-house raffle tickets on the event date and the ending time when all prizes have been awarded.					
	14. * If you are preselling tickets before the event, complete the boxes below in ink; ensure the ticket is printed with all of the required items according to Raffle Rule 506.					
	* Indicate any additional information that will appear on the actual tickets.					
	RAFFLE Name of Licensee Drawing Date(s) First Prize * Raffle Location Drawing Time(s) a.m. Ticket Price License Number <i>(to be added when issued)</i> 001 Ticket # Purchaser's Name Purchaser's Address Purchaser's Phone #					
* For large prizes, you may want to include a disclaimer that states "If xxx (indicate number) tickets are not sold, the drawing will revert to a 50/50 raffle with the minimum prize of \$xxx (indicate dollar amount) awarded."						

Make checks payable to: STATE OF MICHIGAN
 Submit completed application, supporting documents, and license fee to:
 Charitable Gaming Division, Box 30023, Lansing, MI 48909
OVERNIGHT DELIVERY: 101 E. Hillsdale, Lansing, MI 48933

Date _____ Time a.m. to a.m.

QUALIFICATION INFORMATION

THIS IS AN INFORMATION FORM ONLY, NOT A LICENSE APPLICATION. Complete this form and submit with the required qualification documents listed on the attached Qualification Requirements sheet. A Bingo, Raffle, or Charity Game Ticket license application and fee may also be submitted with this information. See box #5 below for mailing instructions.

1. ORGANIZATION INFORMATION

Organization Name Good Vibes Foundation			Organization Telephone Number (248) 735-9500
Organization Physical Street Address 44575 W. Twelve Mile Rd.			
City Novi	State MI	Zip Code 48377	County 63 Oakland
Organization Mailing Address			☒ Same as Physical Address
City	State	Zip Code	County
Organization Email Address Stephanie.Leahy@vibecu.com			

2. ORGANIZATION PURPOSE

Briefly describe the purpose of your organization.

To promote financial literacy, financial inclusion, and community betterment by making grants to individuals and organizations exclusively for charitable purposes as described in Section 501c3 of the IRC.

3. LICENSE APPLICATION

Enclosed is a completed application and fee for a ☐ Bingo ☒ Raffle ☐ Charity Game Ticket license

For all license applications, visit our website at www.michigan.gov/cg/qualify-and-apply. Make checks payable to STATE OF MICHIGAN.

4. PRINCIPAL OFFICER INFORMATION

Principal Officer Name Stephanie Leahy			Title President
Mailing Address 44575 W. Twelve Mile Rd.			City Novi
State MI	Zip Code 48377	Telephone Number (Day) (248) 735-9500	Telephone Number (Evening)
Email Address Stephanie.Leahy@vibecu.com			
By signing below, I hereby certify that the representations, information, and data presented are true, accurate, and complete to the best of my knowledge. I understand that failure to answer truthfully, completely, and accurately could preclude the organization from receiving an approval to obtain a gaming license.			
Principal Officer Signature			Date

5. MAILING INSTRUCTIONS

Mail this completed Qualification Information form, the required qualification documentation listed on the Qualification Requirements sheet, and the completed license application and fee (if also applying for a gaming license) to Charitable Gaming Division, PO Box 30023, Lansing, MI 48909. If submitting by overnight carrier (FedEx, UPS, etc.), send to Charitable Gaming Division, 101 East Hillsdale, Lansing, MI 48933.





LOCAL CIVIC ORGANIZATION QUALIFICATION REQUIREMENTS

If the organization has never submitted qualifying information as a local civic organization, the following information shall be submitted in the name of the organization prior to being approved to conduct a bingo, raffle, or charity game. A previously qualified organization may be required to submit updated qualification information to assure its continued eligibility under the act.

1. A signed and dated copy of the organization's current bylaws or constitution, including membership criteria.
2. A complete copy of the organization's Articles of Incorporation that have been filed with the Corporations and Securities Bureau, if the organization is incorporated.
3. A copy of the letter from the IRS stating the organization is exempt from federal tax under IRS code 501(c) OR copies of one bank statement per year for the previous five years, excluding the current year.
4. A provision in the bylaws, constitution, or Articles of Incorporation that states should the organization dissolve, all assets, and real and personal property will revert to the benefit of the local government or another nonprofit organization.
5. A revenue and expense statement for the previous 12 month period to prove all assets are used for charitable purposes, i.e. 990's, treasurer's report, audit. Do not send check registers or cancelled checks. Explain the purpose of each expenditure made to an individual. Once the organization has conducted licensed gaming events, the Bureau may require the organization to provide additional proof that all assets are being used for charitable purposes.
6. A copy of a resolution passed by the local body of government stating the organization is a recognized nonprofit organization in the community (form attached).
7. A provision in the bylaws, constitution, or Articles of Incorporation indicating the organization will remain nonprofit forever.

Additional information may be requested after the initial documents submitted have been reviewed. If you have any questions or need further assistance, please call our office at (517) 335-5780.

Act 382 of the Public Acts of 1972, as amended, defines "A local civic organization in this state that is organized not for pecuniary profit; that is not affiliated with a state or national organization; that is recognized by resolution adopted by the local governmental subdivision in which the organization conducts its principal activities; whose constitution, charter, articles of incorporation, or bylaws contain a provision for the perpetuation of the organization as a nonprofit organization; whose entire assets are used for charitable purposes; and whose constitution, charter, articles of incorporation, or bylaws contain a provision that all assets, real property, and personal property must revert to the benefit of the local governmental subdivision that granted the resolution or another nonprofit organization on dissolution of the organization."



Charitable Gaming Division
Box 30023, Lansing, MI 48909
OVERNIGHT DELIVERY:
101 E. Hillsdale, Lansing MI 48933
(517) 335-5780
www.michigan.gov/cg

LOCAL GOVERNING BODY RESOLUTION FOR CHARITABLE GAMING LICENSES

(Required by MCL 432.103a(i)(ii))

At a _____ meeting of the _____
REGULAR OR SPECIAL TOWNSHIP, CITY, OR VILLAGE COUNCIL/BOARD

called to order by _____ on _____
DATE

at _____ a.m./p.m. the following resolution was offered:
TIME

Moved by _____ and supported by _____

that the request from _____ of _____
NAME OF ORGANIZATION CITY

county of _____, asking that they be recognized as a
COUNTY NAME

nonprofit organization operating in the community for the purpose of obtaining charitable

gaming licenses, be considered for _____
APPROVAL/DISAPPROVAL

APPROVAL

Yeas: _____

Nays: _____

Absent: _____

DISAPPROVAL

Yeas: _____

Nays: _____

Absent: _____

I hereby certify that the foregoing is a true and complete copy of a resolution offered and
adopted by the _____ at a _____
TOWNSHIP, CITY, OR VILLAGE COUNCIL/BOARD REGULAR OR SPECIAL

meeting held on _____
DATE

SIGNED: _____
TOWNSHIP, CITY, OR VILLAGE CLERK

PRINTED NAME AND TITLE

ADDRESS

COMPLETION: Required.
PENALTY: Possible denial of application.

BSL-CG-1153(R4/24)



Department of the Treasury
Internal Revenue Service
Tax Exempt and Government Entities
P.O. Box 2508
Cincinnati, OH 45201

GOOD VIBES FOUNDATION
44575 WEST TWELVE MILE ROAD
NOVI, MI 48377

Date:
08/21/2025
Employer ID number:
33-3834916
Person to contact:
Name: Angela Sommersville
ID number: 4271163
Telephone: 877-829-5500
Accounting period ending:
December 31
Public charity status:
170(b)(1)(A)(vi)
Form 990 / 990-EZ / 990-N required:
Yes
Effective date of exemption:
December 11, 2024
Contribution deductibility:
Yes
Addendum applies:
No
DLN:
26053518009295

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(3). Donors can deduct contributions they make to you under IRC Section 170. You're also qualified to receive tax deductible bequests, devises, transfers or gifts under Section 2055, 2106, or 2522. This letter could help resolve questions on your exempt status. Please keep it for your records.

Organizations exempt under IRC Section 501(c)(3) are further classified as either public charities or private foundations. We determined you're a public charity under the IRC Section listed at the top of this letter.

If we indicated at the top of this letter that you're required to file Form 990/990-EZ/990-N, our records show you're required to file an annual information return (Form 990 or Form 990-EZ) or electronic notice (Form 990-N, the e-Postcard). If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to www.irs.gov/charities. Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,

Stephen A. Martin
Director, Exempt Organizations
Rulings and Agreements

LARA Corporations
Online Filing System
Department of Licensing and Regulatory Affairs

Form Revision Date 07/2016

ARTICLES OF INCORPORATION

For use by DOMESTIC NONPROFIT CORPORATION

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

GOOD VIBES FOUNDATION

ARTICLE II

The purpose or purposes for which the corporation is formed are:

The corporation is organized exclusively for charitable, educational, scientific, and literary purposes as described in Section 501 (c)(3) of the Internal Revenue Code (IRC), by promoting financial literacy, financial inclusion, and community betterment by making grants to individuals and organizations exclusively for charitable purposes as described in Section 501(c)(3) of the IRC and conducting all activities incidental or necessary to accomplish the foregoing purposes or otherwise permitted by Section 501 (c)(3) of the IRC.

ARTICLE III

The Corporation is formed upon basis.

If formed on a stock basis, the total number of shares the corporation has authority to issue is

If formed on a nonstock basis, the description and value of its real property assets are (if none, insert "none"):

None.

The description and value of its personal property assets are (if none, insert "none"):

None.

The corporation is to be financed under the following general plan:

Contributions and fundraising events.

The Corporation is formed on a basis.

ARTICLE IV

The street address of the registered office of the corporation and the name of the resident agent at the registered office (P.O. Boxes are not acceptable):

1. Agent Name: DANIEL J. HOLZMAN ESQ.

2. Street Address: 28366 FRANKLIN RD.

Apt/Suite/Other:

City: SOUTHFIELD

State: MI

Zip Code: 48034

3. Registered Office Mailing Address:

P.O. Box or Street Address: 28366 FRANKLIN RD.

Apt/Suite/Other:

City: SOUTHFIELD

State: MI

Zip Code: 48034

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
STEPHANIE LEAHY	5360 FOREST RIDGE, CLARKSTON, MI 48346 USA

Use the space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added.

ARTICLE VI

THE CORPORATION SHALL BE OPERATED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AS A NONPROFIT CORPORATION. NO DIRECTOR OR MEMBER OF THE CORPORATION SHALL HAVE ANY TITLE TO OR INTEREST IN THE CORPORATE PROPERTY OR EARNINGS IN HIS OR HER INDIVIDUAL OR PRIVATE CAPACITY AND NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSONS. HOWEVER, THE CORPORATION SHALL BE AUTHORIZED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE II. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION. THE CORPORATION SHALL NOT PARTICIPATE IN OR INTERVENE IN (INCLUDING THE PUBLISHING AND DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO 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 (1) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE OR (2) BY A CORPORATION WHOSE CONTRIBUTIONS ARE DEDUCTIBLE UNDER IRC 170(C)(2) OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE VII

UPON DISSOLUTION, THE ASSETS OF THE CORPORATION, AFTER PAYMENT OR PROVISION FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, SHALL BE DISTRIBUTED TO ONE OR MORE ORGANIZATIONS AS ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, SCIENTIFIC OR LITERARY PURPOSES AND QUALIFIED AS EXEMPT ORGANIZATIONS UNDER 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR FOR ANY EXEMPT PURPOSES WITHIN THE MEANING OF IRC 501(C)(3), OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE VIII

THE CORPORATION ASSUMES ALL LIABILITIES TO ANY PERSON OTHER THAN THE CORPORATION OR ITS MEMBERS FOR ALL ACT OR OMISSIONS OF A VOLUNTEER DIRECTOR INCURRED IN THE GOOD FAITH PERFORMANCE OF THE VOLUNTEER DIRECTOR'S DUTIES. A VOLUNTEER DIRECTOR OR VOLUNTEER OFFICER IS NOT PERSONALLY LIABLE TO THE CORPORATION OR ITS MEMBERS FOR MONETARY DAMAGES FOR ANY ACTION TAKEN OR ANY FAILURE TO TAKE ACTION AS A VOLUNTEER DIRECTOR OR VOLUNTEER OFFICER, PROVIDED, HOWEVER, THIS PROVISION SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF A DIRECTOR OR OFFICER FOR ANY OF THE ACTS SPECIFIED IN MCLA 450.2209(C) (I)-(V), AS AMENDED. THE CORPORATION SHALL NOT BE CONSIDERED TO HAVE ASSUMED ANY LIABILITY TO THE EXTENT THAT SUCH ASSUMPTION IS INCONSISTENT WITH THE STATUS OF THE CORPORATION AS AN ORGANIZATION DESCRIBED IN 501(C)(3) OF THE INTERNAL REVENUE CODE OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE IX

THE CORPORATION ASSUMES THE LIABILITY FOR ALL ACTS OR OMISSIONS OF A VOLUNTEER DIRECTOR, VOLUNTEER OFFICER, OR OTHER VOLUNTEER IF ALL OF THE FOLLOWING CONDITIONS ARE MET:

1. THE VOLUNTEER WAS ACTING OR REASONABLY BELIEVED THEY WERE ACTING WITHIN THE SCOPE OF THEIR AUTHORITY.
2. THE VOLUNTEER WAS ACTING IN GOOD FAITH.
3. THE VOLUNTEER'S CONDUCT DID NOT AMOUNT TO GROSS NEGLIGENCE OR WILLFUL AND WANTON MISCONDUCT.
4. THE VOLUNTEER'S CONDUCT WAS NOT AN INTENTIONAL TORT.
5. THE VOLUNTEER'S CONDUCT WAS NOT A TORT ARISING OUT OF THE OWNERSHIP, MAINTENANCE, OR USE OF A MOTOR VEHICLE FOR WHICH TORT LIABILITY MAY BE IMPOSED UNDER SECTION 3135 OF THE INSURANCE CODE OF 1956, 1956 PA 218, MCL 500.3135.

ARTICLE X

IN THE EVENT AND IF FOR ANY REASON THE CORPORATION SHOULD FAIL TO QUALIFY AS A "PUBLIC CHARITY" AND IS CLASSIFIED AS A "PRIVATE FOUNDATION"

AS THAT TERM IS DEFINED IN SECTION 509(A) OF THE INTERNAL REVENUE CODE, OR IS CLASSIFIED AS A PRIVATE "OPERATING FOUNDATION" AS THAT

TERM IS DEFINED IN SECTION 4942 OF THE INTERNAL REVENUE CODE, THEN IN SUCH EVENT AND IN ORDER TO COMPLY WITH SECTION 508(E) OF THE

CODE, AND FOR SO LONG AS THE CORPORATION MAY BE DEEMED TO BE A "PRIVATE FOUNDATION" OR A PRIVATE "OPERATING FOUNDATION," THE POWERS

AND ACTIVITIES OF THE CORPORATION IN ACCOMPLISHING THE FOREGOING PURPOSES SHALL BE SPECIFICALLY SUBJECT TO THE FOLLOWING REQUIREMENTS,

RESTRICTIONS AND LIMITATIONS:

(A) THE CORPORATION WILL DISTRIBUTE ITS INCOME FOR EACH TAX YEAR AT A TIME AND IN A MANNER AS NOT TO BECOME SUBJECT TO THE TAX ON

UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

(B) THE CORPORATION WILL NOT ENGAGE IN ANY ACT OF SELF DEALING AS DEFINED IN SECTION 4941(D) OF THE INTERNAL REVENUE CODE, OR THE

CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

(C) THE CORPORATION WILL NOT RETAIN EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(C) OF THE INTERNAL REVENUE CODE, OR THE

CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

(D) THE CORPORATION WILL NOT MAKE ANY INVESTMENTS IN A MANNER AS TO SUBJECT IT TO TAX UNDER SECTION 4944 OF THE INTERNAL REVENUE

CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

(E) THE CORPORATION WILL NOT MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(D) OF THE INTERNAL REVENUE CODE, OR THE

CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

Signed this 6th Day of December, 2024 by the incorporator(s).

Signature	Title	Title if "Other" was selected
Daniel J. Holzman, Esq.	Attorney In Fact	

By selecting ACCEPT, I hereby acknowledge that this electronic document is being signed in accordance with the Act. I further certify that to the best of my knowledge the information provided is true, accurate, and in compliance with the Act.

☐ Decline

☒ Accept

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
FILING ENDORSEMENT

This is to Certify that the ARTICLES OF INCORPORATION

for

GOOD VIBES FOUNDATION

ID Number: 803309346

received by electronic transmission on December 06, 2024 ***, is hereby endorsed.***

Filed on December 11, 2024, ***by the Administrator.***

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 11th day of December, 2024.

Linda Clegg

Linda Clegg, Director

Corporations, Securities & Commercial Licensing Bureau

Good Vibes Foundation

Statement of Cash Flows
January 1-September 29, 2026

Account Name	Total
OPERATING ACTIVITIES	
Net Revenue	85,886.96
Adjustments to reconcile Net Revenue to Net Cash provided by operations:	
Net cash provided by operating activities	\$85,886.96
NET CASH INCREASE FOR PERIOD	\$85,886.96
Cash at beginning of period	\$0.00
CASH AT END OF PERIOD	\$85,886.96

BYLAWS OF GOOD VIBES FOUNDATION

ARTICLE I – NAME; PURPOSE; OFFICES

1.01 Name. The name of this corporation shall be Good Vibes Foundation (hereinafter referred to as the “Corporation”).

1.02 Purpose. The Corporation is organized exclusively for charitable, educational, and scientific purposes as described in Section 501(c)(3) of the Internal Revenue Code (IRC), by promoting financial literacy, financial inclusion, and community betterment by making grants to individuals and organizations exclusively for charitable purposes as described in Section 501(c)(3) of the IRC and conducting all activities incidental or necessary to accomplish the foregoing purposes or otherwise permitted by Section 501 (c)(3) of the IRC.

The corporation will at all times be conducted as an organization described in IRC 501(c)(3). The corporation will not carry on any activities that are not permitted to be carried on by (a) a corporation exempt from Federal Income Tax Under IRC 501(c)(3), (b) a corporation eligible to receive tax deductible contributions under IRC 170(C) and IRC 2055, 2522, or 2106, or (c) a nonprofit corporation organized under the laws of the State of Michigan Pursuant to the Act.

No Part of the assets or net earnings of the corporation may inure to the benefit of or be distributable to its trustees, officers, directors, or other private persons; provided, however that the corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable purposes.

No substantial part of the activities of the corporation will be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation will not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office and will not publish or distribute statements relating to political campaigns.

1.03 Offices. The principal office of the Corporation shall be at such place within the State of Michigan as the Board of Directors may determine from time to time. The Board of Directors may establish other offices in or outside the State of Michigan.

ARTICLE II – OWNERSHIP AND MEMBERSHIP

2.01 Members of the Corporation. This Corporation is organized on a membership basis; and, with respect to ownership, Vibe Credit Union shall be the sole Class A Member of the corporation, with the sole authority to admit new Class B Members.

- (a) Class A Member(s): The Class A Member(s) voting powers and other privileges shall be as stated in the Michigan Nonprofit Corporation Act. The Class A Member(s) shall approve the following corporate actions:

- i. Election of persons to serve and removal of persons serving on the Board of Directors of the Corporation;
- ii. Amending the Articles of Incorporation and Bylaws;
- iii. Approving a voluntary merger, consolidation, liquidation, or dissolution of the Corporation; and
- iv. Selection of auditors or attorneys for the Corporation.

(b) Class B Member(s): A person may become a Class B Member by applying for membership and meeting criteria as established by the Board of Directors. Criteria may be as broad or as narrow as the Board of Directors determines as long as the Corporation is able to fulfill its purpose. The Class B Members shall have no ownership interest in the corporation, nor shall the Class B Members have any voting rights

2.02 Meetings and Action by Class A Member(s). Vibe Credit Union shall exercise its rights as sole member of the Corporation by resolution duly approved by its Board of Directors at any annual, regular or special meeting (or authorized by unanimous consent resolution of the directors of Vibe Credit Union). As long as Vibe Credit Union is the sole Class A Member of the Corporation, no meetings of the Class A Member(s) shall be required. Vibe Credit Union shall adopt resolutions electing members of the Board of Directors of the Corporation at the annual meeting of its Board of Directors. If, for any reason, the annual meeting of the Board of Directors of Vibe Credit Union is not held during any year, any business with respect to this Corporation which could have been conducted at that meeting may be conducted by resolution adopted at any later annual, regular, or special meeting of its Board of Directors (or adopted by unanimous written consent resolution of the directors of Vibe Credit Union).

ARTICLE III - BOARD OF DIRECTORS

3.01 General Powers. The business, property, and affairs of the corporation shall be managed by the Board of Directors. Vibe Credit Union shall name the initial members of the Board of Directors.

3.02 Number. There shall be not less than three (3) directors on the Board as shall be fixed from time to time by the Board of Directors. The number of directors shall not be reduced below the number then serving.

3.03 Tenure. Regular terms of office for directors shall be for three (3) years, except in the event of the director's death, resignation, or removal. Upon any increase or decrease in the number of directors, the terms shall be set so that approximately an equal number of regular terms shall expire at each annual meeting. The terms of office for any newly appointed director(s) shall be equally staggered among the entire board of directors so that approximately an equal number of regular terms shall expire at each annual meeting.

3.04 Resignation. Any director may resign at any time by providing written notice to the Corporation. The resignation will be effective upon receipt of the notice or at a later time designated in the notice. A successor may be appointed as provided in section 3.06 of the Bylaws.

3.05 Removal. Any director may be removed with or without cause by a majority vote of the Class A Member(s) in accordance with Article II.

3.06 Board Vacancies. A vacancy on the Board may be filled with a person selected by the Class A Member(s) in accordance with Article II.

3.07 Annual Meeting. An annual meeting shall be held each year in the month of April or May. If the annual meeting is not held at that time, the Board shall cause the meeting to be held as soon thereafter as is convenient.

3.08 Regular Meetings. Regular meetings of the Board may be held at the times and places as determined by resolution of the Board without notice other than the resolution.

3.09 Special Meetings. Special meetings of the Board may be called by the president or any two directors at a time and place as determined by those persons authorized to call special meetings. Notice of the time and place of special meetings shall be given to each director in any manner at least three days before the meeting.

3.10 Statement of Purpose. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice for that meeting.

3.11 Waiver of Notice. The attendance of a director at a Board meeting shall constitute a waiver of notice of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. In addition, the director may submit a signed waiver of notice that shall constitute a waiver of notice of the meeting.

3.12 Meeting by Telephone or Similar Equipment. A director may participate in a meeting by conference telephone or any similar communications equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section constitutes presence in person at the meeting.

3.13 Quorum. A majority of the directors then in office constitutes a quorum for the transaction of any business at any meeting of the Board. Actions voted on by a majority of directors present at a meeting where a quorum is present shall constitute authorized actions of the Board.

3.14 Consent to Corporate Actions. Any action required or permitted to be taken pursuant to authorization of the Board may be taken without a meeting if, before or after the action, all directors consent to the action in writing. Written consents shall be filed with the minutes of the Board's proceedings.

ARTICLE IV - COMMITTEES

4.01 General Powers. The Board, by resolution adopted by a vote of a majority of its directors, may designate one or more committees, each committee consisting of one or more directors. The Board may also designate one or more directors as alternate committee members who may replace an absent or disqualified member at a committee meeting. If a committee

member is absent or disqualified from voting, then members present at a meeting who are not disqualified from voting may, whether or not they constitute a quorum, unanimously appoint an alternate committee member to act at the committee meeting in place of the absent or disqualified member. All committees designated by the Board shall serve at the pleasure of the Board.

A committee designated by the Board may exercise any powers of the Board in managing the Corporation's business and affairs, to the extent provided by resolution of the Board. However, no committee shall have the power to:

- (a) amend the Articles of Incorporation;
- (b) adopt an agreement of merger or consolidation;
- (c) amend the Bylaws of the Corporation;
- (d) fill vacancies on the Board; or
- (e) fix compensation of the directors for serving on the Board or on a committee.

4.02 Meetings. Committees shall meet as directed by the Board, and their meetings shall be governed by the rules provided in Article III for meetings of the Board. Minutes shall be recorded at each committee meeting and shall be presented to the Board.

4.03 Consent to Committee Actions. Any action required or permitted to be taken pursuant to authorization of a committee may be taken without a meeting if, before or after the action, all members of the committee consent to the action in writing. Written consents shall be filed with the Minutes of the committee's proceedings.

ARTICLE V - OFFICERS

5.01 Number. The officers of the Corporation shall be appointed by the Board. The officers shall be a president, a secretary, and a treasurer. There may also be a chairperson, vice president, and such other officers as the Board deems appropriate. The president shall be a voting member of the Board. Two or more offices may be held by the same person, but such person shall not execute, acknowledge, or verify an instrument in more than one capacity if the instrument is required by law or by the president or by the Board to be executed, acknowledged, or verified by two or more officers.

5.02 Term of Office. With the exception of the President, regular terms of office for officers shall be for three (3) years, except in the event of the officer's death, resignation, or removal. The President shall serve a term until the President's death, resignation, or removal. An officer may resign at any time by providing written notice to the Corporation. Notice of resignation is effective upon receipt or at a later time designated in the notice.

5.03 Removal. An officer appointed by the Board may be removed with or without cause by vote of a majority of the Board. The removal shall be without prejudice to the person's contract rights, if any. Appointment to an office does not, of itself, create contract rights.

5.04 Vacancies. A vacancy in any office for any reason may be filled by the Board.

5.05 President. The president shall be the chief executive officer of the Corporation and shall have authority over the general control and management of the business and affairs of the

Corporation. The president may also be referred to as the Executive Director. The president shall have the power to appoint or discharge employees, agents or independent contractors, to determine their duties, and to fix their compensation. The president shall sign all corporate documents and agreements on behalf of the Corporation, unless the president or the Board instructs that the signing be done with or by some other officer, agent, or employee. The president shall see that all actions taken by the Board are executed and shall perform all other duties incident to the office. This is subject, however, to the president's right and the right of the Board to delegate any specific power to any other officer of the corporation.

5.06 Vice President. The vice president, if any, shall have the power to perform duties that may be assigned by the president or the Board. If the president is absent or unable to perform his or her duties, the vice president shall perform the president's duties until the Board directs otherwise. The vice president shall perform all duties incident to the office.

5.07 Chairperson. The chairperson, if elected, shall preside at all Board meetings. The chairperson shall have the power to perform duties as may be assigned by the Board. If the president is absent or unable to perform his or her duties, the chairperson may perform the president's duties until the Board directs otherwise. The chairperson shall perform all duties incident to the office. If there is no chairperson, the President shall preside at all Board meetings.

5.08 Secretary. The secretary shall (a) keep minutes of Board meetings; (b) be responsible for providing notice to each director as required by law, the Articles of Incorporation, or these Bylaws; (c) be the custodian of corporate records; (d) keep a register of the names and addresses of each officer and director; and (e) perform all duties incident to the office and other duties assigned by the president or the Board.

5.09 Treasurer. The treasurer shall (a) have charge and custody over corporate funds and securities; (b) keep accurate books and records of corporate receipts and disbursements; (c) deposit all monies and securities received by the corporation at such depositories in the Corporation's name that may be designated by the Board; (d) complete all required corporate filings; and (e) perform all duties incident to the office and other duties assigned by the president or the Board.

ARTICLE VI - CORPORATE DOCUMENT PROCEDURE

All corporate documents (including stocks, bonds, agreements, insurance and annuity contracts, qualified and nonqualified deferred compensation plans, checks, notes, disbursements, loans, and other debt obligations) shall not be signed by any officer, designated agent, or attorney-in-fact unless authorized by the Board or by these Bylaws.

ARTICLE VII – INDEMNIFICATION

7.01 Nonderivative Actions. Subject to all of the other provisions of this Article, the Corporation shall indemnify any person who was or is a party, or is threatened to be made a party to, any threatened, pending, or completed action, suit, or proceeding. This includes any civil, criminal, administrative, or investigative proceeding, whether formal or informal (other than an action by or in the right of the Corporation). Such indemnification shall apply only to a person who was or is a director or officer of the corporation or who was or is serving at the request of the

Corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, whether for profit or not-for-profit. The person shall be indemnified and held harmless against expenses (including attorney fees), judgments, penalties, fines, and amounts paid in settlement, actually and reasonably incurred by the person in connection with such action, suit, or proceeding, if the person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation. With respect to any criminal action or proceeding, the person must have had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction, or on a plea of nolo contendere or its equivalent, shall not by itself create a presumption that (a) the person did not act in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation, or (b) with respect to any criminal action or proceeding, the person had reasonable cause to believe that his or her conduct was unlawful.

7.02 Derivative Actions. Subject to all of the provisions of this Article, the Corporation shall indemnify any person who was or is a party to, or is threatened to be made a party to, any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor because (a) the person was or is a director or officer of the Corporation, or (b) the person was or is serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, whether or not for profit. The person shall be indemnified and held harmless against expenses (including actual and reasonable attorney fees) and amounts paid in settlement incurred by the person in connection with such action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation. However, indemnification shall not be made for any claim, issue, or matter in which the person has been found liable to the Corporation unless, and only to the extent that, the court in which such action or suit was brought has determined on application that, despite the adjudication of liability but in view of all circumstances of the case, the person is fairly and reasonably entitled to indemnification for the expenses that the court considers proper.

7.03 Expenses of Successful Defense. To the extent that a person has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in sections 7.01 or 7.02 of this Article, or in defense of any claim, issue, or matter in the action, suit, or proceeding, the person shall be indemnified against expenses (including actual and reasonable attorney fees) incurred in connection with the action and in any proceeding brought to enforce the mandatory indemnification provided by this Article.

7.04 Contract Right; Limitation on Indemnity. The right to indemnification conferred in this Article shall be a contract right and shall apply to services of a director or officer as an employee or agent of the corporation as well as in such person's capacity as a director or officer. Except as provided in Section 7.03 of this Article, the corporation shall have no obligations under this Article to indemnify any person in connection with any proceeding, or part thereof, initiated by such person without authorization by the Board.

7.05 Determination That Indemnification Is Proper. Any indemnification under Sections 7.01 or 7.02 of this Article (unless ordered by a court of competent jurisdiction) shall be made by the Corporation only as authorized in the specific case. The Corporation must determine that indemnification of the person is proper in the circumstances because the person has met the

applicable standard of conduct set forth in Sections 7.01 or 7.02, whichever is applicable. Such determination shall be made in any of the following ways:

- (a) By a majority vote of a quorum of the Board consisting of directors who were not parties to such action, suit or proceeding.
- (b) If the quorum described in clause (a) above is not obtainable, then by a committee of directors who are not parties to the action. The committee shall consist of not less than two disinterested directors.
- (c) By independent legal counsel in a written opinion.

7.06 Proportionate Indemnity. If a person is entitled to indemnification under Sections 7.01 or 7.02 of this Article for a portion of expenses, including attorney fees, judgments, penalties, fines, or amounts paid in settlement, but not for the total amount, the Corporation shall indemnify the person for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the person is entitled to be indemnified.

7.07 Expense Advance. Expenses incurred in defending a civil or criminal action, suit, or proceeding described in Sections 7.01 or 7.02 of this Article may be paid by the Corporation in advance of the final disposition of the action, suit, or proceeding, on receipt of an undertaking by or on behalf of the person involved to repay the expenses, if it is ultimately determined that the person is not entitled to be indemnified by the Corporation. The undertaking shall be an unlimited general obligation of the person on whose behalf advances are made, but need not be secured.

7.08 Nonexclusivity of Rights. The indemnification or advancement of expenses provided under this Article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under a contractual arrangement with the corporation. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses.

7.09 Indemnification of Employees and Agents of the Corporation. The Corporation may, to the extent authorized from time to time by the Board, grant rights to indemnification and to the advancement of expenses to any employee or agent of the Corporation to the fullest extent of the provisions of this Article with respect to the indemnification and advancement of expenses of directors and officers of the corporation.

7.10 Former Directors and Officers. The indemnification provided in this Article continues for a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of that person.

7.11 Insurance. The Corporation may purchase and maintain insurance on behalf of any person who (a) was or is a director, officer, employee, or agent of the Corporation, or (b) was or is serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise. Such insurance may protect against any liability asserted against the person and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have power to indemnify against such liability under this Article or the laws of the state of Michigan.

7.12 Changes in Michigan Law. If there are any changes in the Michigan statutory provisions applicable to the Corporation and relating to the subject matter of this Article, then the indemnification to which any person shall be entitled shall be determined by such changed provisions, but only to the extent that any such change permits the corporation to provide broader indemnification rights than such provisions permitted the Corporation to provide before any such change.

ARTICLE VIII – COMPENSATION

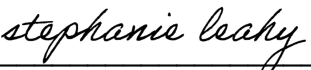
When authorized by the Board, a person shall be reasonably compensated for services rendered to the Corporation as an officer, director, employee, agent, or independent contractor, except as prohibited by these Bylaws.

ARTICLE IX - FISCAL YEAR

The fiscal year of the corporation shall be the calendar year.

ARTICLE X – AMENDMENTS

The Board of Directors at any regular or special meeting may amend or repeal these Bylaws, or adopt new Bylaws, by a vote of two-thirds of the directors then serving if notice setting forth the terms of the proposal has been given in accordance with any notice requirement for such meeting of the Board.



Stephanie Leahy
President
Good Vibes Foundation

09/29/2026

MEMORANDUM



TO: CORTNEY HANSON, CITY CLERK
FROM: ERICK W. ZINSER 
DIRECTOR OF PUBLIC SAFETY/CHIEF OF POLICE
INITIATED BY: MICHAEL BENDER, DETECTIVE 
SUBJECT: CHARITABLE GAMING LICENSE APPLICATION-
GOOD VIBES FOUNDATION
DATE: OCTOBER 14, 2026

BUSINESS INFORMATION:

Good Vibes Foundation
44575 W. Twelve Mile Rd
Novi, MI 48377

APPLICANTS:

Stephanie Leahy
President
248-735-9500

INFORMATION:

The Novi Police Department received this request from the Novi City Clerk's Office to review a Charitable Gaming License Application for Good Vibes Foundation. This foundation promotes financial literacy, financial inclusion, and community betterment by making grants to individuals and organizations exclusively for charitable purposes.

The raffle will be held at Dave & Busters in Livonia on 10-18-26 between 2:00pm-5:00pm.

INVESTIGATION:

Upon reviewing the file, it appeared that all necessary documents were provided. There were no negative contacts for Good Vibes Foundation or the applicant. Based on the information provided, I see no reason to deny the applicant's request.