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Form 990-EZ

Short Form Return of Organization Exempt From Income Tax

OMB No 1545-1150

2010

Open to Public Inspection

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
Sponsoring organizations of donor advised funds, organizations that operate one or more hospital facilities, and certain controlling organizations as defined in section 512(b)(13) must file Form 990 (see instructions)
All other organizations with gross receipts less than \$200,000 and total assets less than \$500,000 at the end of the year may use this form
The organization may have to use a copy of this return to satisfy state reporting requirements

Department of the Treasury Internal Revenue Service

A For the 2010 calendar year, or tax year beginning 01-01-2010, and ending 12-31-2010

- B Check if applicable: Address change, Name change, Initial return, Terminated, Amended return, Application pending

C Name of organization: Copper Corridor Economic Development Coalition
Number and street (or P O box, if mail is not delivered to street address) Room/suite: PO Box 5115
City or town, state or country, and ZIP + 4: Oracle, AZ 85623

D Employer identification number: 20-1228531
E Telephone number: (520) 896-9311
F Group Exemption Number

G Accounting method: [X] Cash [ ] Accrual Other (specify)
I Website: www.coppercorridor.org
J Tax-Exempt status (check only one): [ ] 501(c)(3) [X] 501(c)(6) (insert no) [ ] 4947(a)(1) or [ ] 527

H Check [ ] if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

K Check [ ] if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$50,000. A Form 990-EZ or Form 990 return is not required though Form 990-N (e-postcard) may be required (see instructions). But if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6c, and 7b, to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, line 25, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ. \$ 112,603

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I)
Check if the organization used Schedule O to respond to any question in this Part I [X]

Table with 21 rows and 2 columns. Rows 1-9: Revenue (Total revenue: 112,603). Rows 10-17: Expenses (Total expenses: 79,871). Rows 18-21: Net Assets (Total net assets: 108,522).

**Part II Balance Sheets**

Check if the organization used Schedule O to respond to any question in this Part II

(See the instructions for Part II )

	(A) Beginning of year		(B) End of year
<b>22</b> Cash, savings, and investments . . . . .	67,558	<b>22</b>	53,875
<b>23</b> Land and buildings . . . . .		<b>23</b>	
<b>24</b> Other assets (describe in Schedule O) . . . . .	8,232	<b>24</b>	54,647
<b>25 Total assets</b> . . . . .	75,790	<b>25</b>	108,522
<b>26 Total liabilities</b> (describe in Schedule O) . . . . .		<b>26</b>	
<b>27 Net assets or fund balances</b> (line 27 of column (B) <b>must</b> agree with line 21) . . . . .	75,790	<b>27</b>	108,522

**Part III Statement of Program Service Accomplishments**

Check if the organization used Schedule O to respond to any question in this Part III

**Expenses**  
(Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others )

What is the organization's primary exempt purpose?  
To unify Eastern Pinal and Southern Gila counties into a regional community to promote economic development, and to plan and prepare for population growth while preserving the region's values

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title

<b>28</b> See Statement Attached (Grants \$ )	If this amount includes foreign grants, check here <input type="checkbox"/>	<b>28a</b>	
<b>29</b>	If this amount includes foreign grants, check here <input type="checkbox"/>	<b>29a</b>	
<b>30</b>	If this amount includes foreign grants, check here <input type="checkbox"/>	<b>30a</b>	
<b>31</b> Other program services (describe in Schedule O) (Grants \$ )	If this amount includes foreign grants, check here <input type="checkbox"/>	<b>31a</b>	
<b>32 Total program service expenses</b> (add lines 28a through 31a)		<b>32</b>	

**Part IV List of Officers, Directors, Trustees, and Key Employees.** List each one even if not compensated (See the instructions for Part IV)

Check if the organization used Schedule O to respond to any question in this Part IV

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
See Additional Data Table				

**Part V Other Information** (Note the statement requirements in the instructions for Part V.)

Check if the organization used Schedule O to respond to any question in this Part V

		Yes	No
<b>33</b> Did the organization engage in any activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O . . . . .	<b>33</b>		No
<b>34</b> Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions) . . . . .	<b>34</b>	Yes	
<b>35</b> If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but <b>not</b> reported on Form 990-T, explain in Schedule O why the organization did not report the income on Form 990-T . . . . .			
<b>a</b> Did the organization have unrelated business gross income of \$1,000 or more or was it a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements?	<b>35a</b>		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? (see instructions) . . . . .	<b>35b</b>		
<b>36</b> Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N . . . . .	<b>36</b>		No
<b>37a</b> Enter amount of political expenditures, direct or indirect, as described in the instructions ▶ <span style="float:right; border: 1px solid black; padding: 2px;"><b>37a</b></span>			
<b>b</b> Did the organization file <b>Form 1120-POL</b> for this year? . . . . .	<b>37b</b>		No
<b>38a</b> Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee <b>or</b> were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?	<b>38a</b>		No
<b>b</b> If "Yes," complete Schedule L, Part II and enter the total amount involved . . . . .	<b>38b</b>		
<b>39</b> <i>Section 501(c)(7) organizations.</i> Enter			
<b>a</b> Initiation fees and capital contributions included on line 9 . . . . .	<b>39a</b>		0
<b>b</b> Gross receipts, included on line 9, for public use of club facilities . . . . .	<b>39b</b>		0
<b>40a</b> <i>Section 501(c)(3) organizations.</i> Enter amount of tax imposed on the organization during the year under section 4911 ▶ _____, section 4912 ▶ _____, section 4955 ▶ _____			
<b>b</b> <i>Section 501(c)(3) and 501(c)(4) organizations.</i> Did the organization engage in any section 4958 excess benefit transaction during the year or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I . . . . .	<b>40b</b>		
<b>c</b> <i>Section 501(c)(3) and 501(c)(4) organizations.</i> Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . ▶ _____			
<b>d</b> <i>Section 501(c)(3) and 501(c)(4) organizations.</i> Enter amount of tax on line 40c reimbursed by the organization . . . . . ▶ _____			
<b>e</b> <i>All organizations.</i> At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T . . . . .	<b>40e</b>		No
<b>41</b> List the states with which a copy of this return is filed ▶ <u>AZ</u>			
<b>42a</b> The organization's books are in care of ▶ <u>Lynn Perez-Hewitt</u> Telephone no ▶ <u>(520) 896-3282</u> 415 N Circle Place Located at ▶ <u>Oracle, AZ</u> ZIP + 4 ▶ <u>85623</u>			
<b>b</b> At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country ▶ _____ See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</b>	<b>42b</b>	Yes	No
<b>c</b> At any time during the calendar year, did the organization maintain an office outside of the U S ? If "Yes," enter the name of the foreign country ▶ _____	<b>42c</b>		No
<b>43</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of <b>Form 1041</b> —Check here <input checked="" type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year . . . ▶ <span style="border: 1px solid black; padding: 2px;"><b>43</b></span>			
<b>44a</b> Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ.	<b>44a</b>		No
<b>b</b> Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ	<b>44b</b>		No
<b>c</b> Did the organization receive any payments for indoor tanning services during the year?	<b>44c</b>		No
<b>d</b> If "Yes" to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	<b>44d</b>		No

Yes No

45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 and Schedule R must be completed instead of Form 990-EZ

Table with 2 columns: Question ID, Answer (Yes/No)

45a Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' Form 990 and Schedule R must be completed instead of Form 990-EZ

Table with 2 columns: Question ID, Answer (Yes/No)

46 Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I

Table with 2 columns: Question ID, Answer (Yes/No)

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.

All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 47-49b and 52.

Check if the organization used Schedule O to respond to any question in this Part VI

Yes No

47 Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II

Table with 2 columns: Question ID, Answer (Yes/No)

48 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E

Table with 2 columns: Question ID, Answer (Yes/No)

49a Did the organization make any transfers to an exempt non-charitable related organization?

Table with 2 columns: Question ID, Answer (Yes/No)

b If 'Yes,' was the related organization a section 527 organization?

Table with 2 columns: Question ID, Answer (Yes/No)

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None"

Table with 5 columns: (a) Name and address, (b) Title and average hours, (c) Compensation, (d) Contributions to benefit plans, (e) Expense account and other allowances

50(f) Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None"

Table with 3 columns: (a) Name and address, (b) Type of service, (c) Compensation

51(d) Total number of other independent contractors each receiving over \$100,000

52 Did the organization complete Schedule A? NOTE: All Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A

Yes No

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here: Signature of officer (Michael Carnes Treasurer) and Date (2011-03-28)

Paid Preparer's Use Only: Preparer's signature (Mike DeVries), Date, Check if self-employed, Preparer's taxpayer identification number, Firm's name and address (DeVries CPAs of Arizona PC), EIN, Phone no.

May the IRS discuss this return with the preparer shown above? See instructions

Yes No

**Additional Data****Software ID:** 10000105**Software Version:** 2010v3.2**EIN:** 20-1228531**Name:** Copper Corridor Economic Development  
Coalition**Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees**

<b>(A) Name and address</b>	<b>(B) Title and average hours per week devoted to position</b>	<b>(C) Compensation (If not paid, enter -0-.)</b>	<b>(D) Contributions to employee benefit plans &amp; deferred compensation</b>	<b>(E) Expense account and other allowances</b>
Cathy Gorman PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Jake Jacobson PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Molly Hansen PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Benny DiSantiago PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Gloria Ruiz PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Elizabeth Magallanez PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Lillian Martinez PO Box 5115 Oracle, AZ 85623	Director 1 00	0		
Lynn Perez-Hewitt PO Box 5115 Oracle, AZ 85623	Communications 4 00	0		
Michael Carnes PO Box 5115 Oracle, AZ 85623	Treasurer 7 00	0		
Liz Harris Tuck PO Box 5115 Oracle, AZ 85623	President 0	0		

**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

**Complete to provide information for responses to specific questions on  
Form 990 or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.**

OMB No 1545-0047

**2010**

**Open to Public  
Inspection**

**Name of the organization**

Copper Corridor Economic Development  
Coalition

**Employer identification number**

20-1228531

Identifier	Return Reference	Explanation
Form 990-EZ, Part II, Line 24 1003	Other Assets 1003	Machinery and Equipment - Beginning \$0 Machinery and Equipment - Ending \$47500

Identifier	Return Reference	Explanation
Form 990-EZ, Part II, Line 24 1002	Other Assets 1002	Furniture and Fixtures - Beginning \$8232 Furniture and Fixtures - Ending \$7147

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 7	Other Expenses 7	Bank fees \$14

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 6	Other Expenses 6	Licenses and fees \$23

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 5	Other Expenses 5	Miscellaneous \$50

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 3	Other Expenses 3	Insurance \$1942

**Identifier**

**Return Reference**

**Explanation**

Form 990-EZ, Part I, Line 16 2

Other Expenses 2

Mobile Visitors Center \$7233

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 1	Other Expenses 1	Project management \$22000

<b>Identifier</b>	<b>Return Reference</b>	<b>Explanation</b>
Form 990-EZ, Part I, Line 16 1009	Other Expenses 1009	Depreciation \$3585

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 1008	Other Expenses 1008	Interest \$109

<b>Identifier</b>	<b>Return Reference</b>	<b>Explanation</b>
Form 990-EZ, Part I, Line 16 1007	Other Expenses 1007	Conferences, Conventions, and Meetings \$266

Identifier	Return Reference	Explanation
Form 990-EZ, Part I, Line 16 1001	Other Expenses 1001	Advertising and Promotion \$5450

# Copper Corridor Economic Development Coalition

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## Executive Summary

Copper Corridor Economic Development Coalition (CCEDC) has become a successful Regional Model for rural communities throughout Arizona. Since its inception eight years ago, there has been a tremendous amount of success in marketing the region and working collaboratively with base industries, small businesses, governments and community leaders.

The CCEDC has been able to implement multiple projects with the financial support of Pinal County, Arizona Department of Tourism, Resolution Copper, Arizona Public Service and Arizona – USDA. The CCEDC organization's Board are all volunteers. There are only three paid consultants who work with CCEDC to provide project management on time and within budget.

The projects CCEDC has embarked upon: Ore Cart Trail, Mobile Visitor Center, Website and Branding, AmeriCorps have increased visibility to the Copper Corridor region. Marketing and having a presence at special events with the Mobile Visitor Center have increased tourism to the region, including motorcycle advocates such as the international Eagle Riders.

CCEDC's Strengthening Economies Together (SET) training attendees demonstrated how private business and public services can work together to provide economic sustainability to the region.

CCEDC is keenly aware that our volunteers have given generously and selflessly of their valuable time and skills. IndependentSector.org tracks the value of volunteer time both nationally and per state. Based on the 2008 value of \$19.25 for an Arizona volunteer, it is

safe to assume that the value of our volunteer time would be at least \$20.00 per hour. With that as a value, our calculations conclude that CCEDC receives a volunteer contribution equal to \$40,000 per year.

In January of 2011, CCEDC submitted an application to the Arizona Commerce Authority for a Rural Economic Development – Grant Program. Our program proposal identified how a Business Success Center could serve the regional workforce, support small businesses and retain the skilled workforce to form a marketable labor force in the region. This is a project that CCEDC will continue to champion, regardless of ACA funding.

The CCEDC organization and its members and friends acknowledge that our successes would not be achievable without the generous contributions from Pinal County and CCEDC partners.

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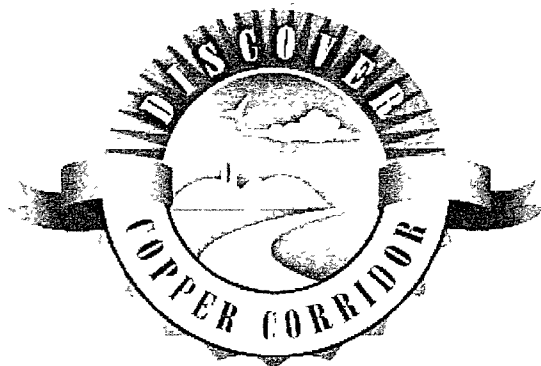
## Strategies for Success

1. Create a robust regional economic development organization
2. Harvest the knowledge and expertise of the region's business enterprises.
3. Collaborate with public officials, schools, businesses, cities and towns and local organizations to recognize the needs and requirements for overall success and sustainability.
4. Seek programs and projects that add value to the region.
5. Develop a communication plan to reach all stakeholders.

# Achievements for 2010

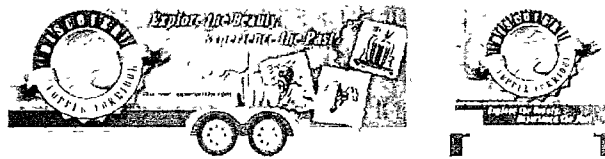
## Arizona Rural Regional Marketing (ARRM), an AZ Department of Tourism Grant

- Created a regional story-line focusing on Nature, Art and History The story line provides a consistent marketing brand for our tourism website, [www.discovercoppercorridor.com](http://www.discovercoppercorridor.com), the Mobile Visitor Center, and marketing materials developed for our region.
- Developed local photographic display panels depicting the geography and history of the region.
- Launched a website with social media to attract visitors to the Copper Corridor.

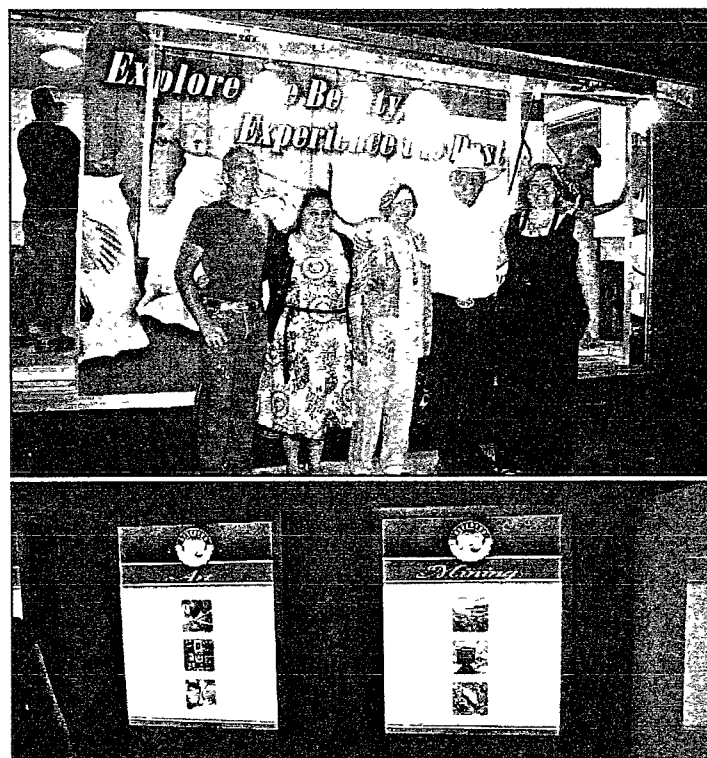


## Completion of the Rural Tourism Development Grant Program

- Manufacturing of a Mobile Visitor Center. Except for the faux ceiling, all materials and labor were procured and assembled by local Copper Corridor businesses and employees.
- In 2010 , the Mobile Visitor Center (MVC) has visited the following regional events:
  - MVC launch Celebration - Superior, AZ
  - Day of the Cowboy Event  
July, Superior, AZ
  - County Board of Supervisor's meeting  
Florence, AZ
  - Octoberfest



*Images from the Launch Event  
in Superior*



# Achievements for 2010

## AmeriCorps Project

- As a component of the AmeriCorps grant awarded to Central Arizona College (CAC) in 2009, the Copper Corridor AmeriCorps project began implementation in June 2010.

AmeriCorps is part of the Corporation for National and Community Service, a federal agency. Federal guidance and policies apply to all AmeriCorps projects. A Project Manager was hired half-time by the CCEDC to develop the project in collaboration with CAC, and to manage the new AmeriCorps members. This contribution by the CCEDC provides a portion of the required "match" for the CAC AmeriCorps grant.

AmeriCorps members will record interviews of miners and their families to contribute to the

## Ore Cart Trail Project

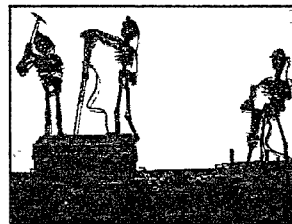
- The Ore Cart Trail Project is a Federal Transportation Grant administered by the Arizona Department of Transportation.
- Three ADOT meetings were conducted with the Copper Corridor. From these meetings additional activities were determined and required action, and they included:
  - Product Data Sheets – descriptions of environmental, cultural and bio impacts. Antigua Archeology conducted this activity for four communities. Aravaipa, Dudleyville, Oracle and Winkelman.
  - Final Design Concept Reports – descriptions of location, right-of-way, access, ground disturbance and parking were developed by WLB, LLC out of Tucson, AZ.
  - Detail Construction Costs and communications with artists were conducted by Systems Technology Staffing, LLC.

University of Arizona Miner Story project. They will learn skills in interviewing and using digital recording equipment.

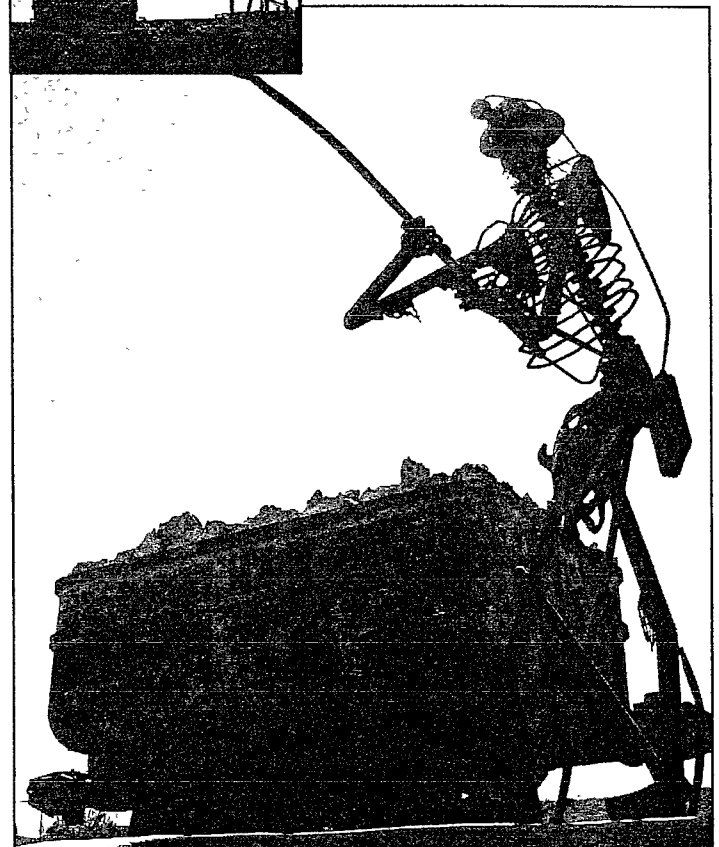
- Members will also work in the Mobile Visitor Center during community events, providing information about attractions within region.

- Four individuals submitted applications, two were selected and have begun service. One application is pending

Corporation for  
**NATIONAL &  
COMMUNITY  
SERVICE**



**Inset** Conceptual model of Mammoth Ore Cart. **Below** Image of the completed Mammoth Ore Cart.



# Achievements for 2010

## USDA - Strengthening Economies Together Grant

The Copper Corridor was one of only three recipients of this grant in Arizona. Through this 21-hour training program, CCEDC is developing

an economic development strategic plan for our region. Representatives from all towns in our region are attending.

## Resolution Copper Grant

The Resolution Grant allows the Copper Corridor to assess the number and types of small businesses; home-based businesses and small brick-and-mortar businesses in the region.

The objective is to create a supply chain to the base industries (Resolution, ASARCO, BHP and

others) in the area. By knowing who and what is available locally the base industries will be able to reduce procurement time and transportation costs.

More than 35 businesses and operations have been identified.

## Arizona Public Service

APS provided funding to help with the administration and costs associated with the Mobile Visitor Center.

This small fund provides support for transportation and expenses for moving the

MVC from its home-base in Superior to events scheduled around Pinal County. APS was an original supporter of the Copper Corridor and has continued to contribute both financial and intellectual capital to our growth.

## Organizational Infrastructure

The CCEDC bylaws were amended to add a Communications Officer. The Communications Officer is developing a Strategic Communications Plan that identifies stakeholders and other audiences so that the message of what we do will reach those who need to hear it.

To support communications efforts CCEDC now subscribes to Constant Contact, a web-based

electronic communication mechanism providing more than 400 pre-designed formats. We can rapidly deliver content to specific audiences in a permission-based email message that is easy to forward and track.

To comply with IRS best practices CCEDC has a Conflict of Interest Form that is filled out and submitted by each board member.

## Prospective Funding Opportunities

USDA – Rural Business Opportunity Grant (RBOG) –the Copper Corridor proposed increased business opportunities by increasing traffic along the Arizona Trail (more communities in the Copper Corridor parallel the Arizona Trail), the Superior Trail and the Ore Cart Trail. The grant was awarded to the White Mountain Apache Tribe.

The Copper Corridor is pleased to announce that out of more than 70 applications, the Copper Corridor was one of the 21 Awardees. Our proposal for a Business Success Center was selected, but not for the amount proposed. The

Arizona Commerce Authority (ACA) awarded \$ 60,000 for this project, not the \$ 100,000 as requested. In order to meet our objective of creating / placing 20 jobs in the next 8 months by means of conducting workshops, even mobile workshops, the Copper Corridor is short \$ 40,000. Should Pinal County consider our Achievements successful and our Goals achievable, we would use a portion of the County funding to help supplement the Business Success Center project.

BYLAWS  
OF  
COPPER CORRIDOR ECONOMIC DEVELOPMENT COALITION  
An Arizona Nonprofit Corporation

ARTICLE I  
OFFICES AND CORPORATE SEAL

- 1.1 Principal Office. The principal office of the Corporation shall be its known place of business in Pinal County, Arizona.
- 1.2 Other Offices. The Corporation may maintain offices at such other place or places either within or without the State of Arizona, as may be designated from time to time by the board of directors, and the business of the Corporation may be transacted at such other offices with the same effect as that conducted at the principal office.
- 1.3 Corporate Seal. A corporate seal shall not be requisite to the validity of any instrument executed by or on behalf of the Corporation, but one may be used if the officers or the board of directors may so decide.

ARTICLE II  
PURPOSES

- 2.1 Purpose. The specific objectives and purposes of this Corporation shall be: to attract, create and retain quality jobs and businesses; to support community leadership and community events; to solicit funds and other resources to advance economic development in eastern Pinal and southern Gila counties, Arizona.

ARTICLE III  
MEMBERSHIP

- 3.1 Membership. The Corporation will not have members.

ARTICLE IV  
DIRECTORS

- 4.1 Number. The board of directors shall consist of ten (10) persons or such other number, but not less than ten (10) persons nor more than twenty (20) persons as may be designated from time to time by resolution of a majority of the entire board of directors. The directors shall be elected at the annual meeting of the directors by the current board

of directors, except as provided in section 4.2, and each director elected shall hold office until a successor is elected and qualified.

- 4.2 Vacancies. Vacancies and newly created directorships resulting from any increase in the authorized number of directors may be filled by the affirmative vote of a majority of the directors then in office or by a sole remaining director, and the directors so chosen shall hold office until the next annual election and until their successors are duly elected and qualified, unless sooner displaced. If there are no directors in office, then an election of directors may be held in the manner provided by statute.
- 4.3 Qualifications. Board members shall be the age of majority in this state. An additional qualification for a director of this Corporation shall be to strive for representation from participating communities and to have an active interest in promoting economic development in eastern Pinal and southern Gila counties, Arizona.
- 4.4 Removal. Directors may be removed from office at any time with or without cause by the directors by such vote as would be required to elect the board of directors.
- 4.5 Resignations and Withdrawals. Any member of the board of directors may resign or withdraw at a meeting of the Corporation or by notice in writing to the board of directors, the presiding officer of the Corporation or to the Corporation.
- 4.6 Powers. The board of directors shall direct, manage, control and conduct the affairs of the Corporation subject to any limitations set forth in the Articles of Incorporation. The board of directors shall have the power to collect and receive all monies and property or business acquired, paid or transferred to the Corporation to be used for the purposes provided by the Articles of Incorporation or these Bylaws; to employ necessary persons and to pay all necessary and reasonable expenses required to carry out the work of the Corporation out of the aforementioned monies or property or business and to use all the balance of said monies and property and business for the purposes provided by the Articles of Incorporation. The board of directors shall have the power and authority to do any other lawful act which may be necessary or convenient and incident to carrying out the purposes for which this Corporation is formed.
- 4.7 Place of Meetings. The board of directors of the Corporation may hold meetings, both regular and special, either within or without the state of Arizona. Meetings may be held by means of conference telephone or other form of wire or wireless communication

equipment so that all persons participating so that all persons participating in the meeting can hear each other, and participation in a meeting pursuant to this section shall constitute presence in person at this meeting.

- 4.8 Annual Meeting. The annual meeting of the board of directors shall be held during the month of March of each year or at such other date and time as shall be designated by the board of directors and stated in the notice of meeting. Notice to the current board of directors of each annual meeting shall be given by the secretary by mail or private carrier, telephone, facsimile or other form of wire or wireless communication and shall be given at least ten (10) days and not more than thirty (30) days prior to such meeting. At the annual meeting, the current board of directors shall elect successor directors, who shall immediately assume duties as directors. No notice shall be necessary to the newly constituted board of directors in order for the meeting legally to constitute the annual meeting, provided that a quorum of the newly constituted board of directors shall be present. At its annual meeting, the newly constituted board of directors shall elect the officers of the Corporation and may transact any other business which may properly come before it. If a quorum of the newly constituted board of directors is not present, the annual meeting will be held as soon as practical after the new directors are elected.
- 4.9 Regular Meetings. Regularly scheduled meetings of the board of directors shall be held quarterly at the time and at the place as shall from time to time be determined by the board.
- 4.10 Special Meetings. Special meetings of the board of directors may be called by the chairman of the board of directors, the president or twenty percent (20%) of the directors on two (2) days' notice to each director, either personally, by mail or private carrier, by telephone or other form of wire or wireless communication. The time and place of each special meeting shall be determined by the president, but in the case of a meeting called upon the request of the directors, the time of such meeting shall be no later than the expiration of a two (2) day period following after the date of such request or such longer period as may be specified in the request.
- 4.11 Quorum. Five (5) members of the board of directors shall constitute a quorum and the concurrence of a majority of those present shall be sufficient to conduct the business of the board, except as may be otherwise specifically provided by statute or by the Articles

of Incorporation. If a quorum shall not be present at any meeting of the board of directors, the directors then present may adjourn the meeting to another time or place, without a notice other than announcement at the meeting, until a quorum shall be present.

- 4.12 Action without meeting. Unless otherwise restricted by the Articles of Incorporation or these bylaws, any action required or permitted to be taken at any meeting of the board of directors or of any committee thereof may be taken without a meeting if all members of the board or committee, as the case may be, consent thereto in writing, and the writing or writings are filed with the minutes of proceedings of the board or committee. Action taken under this provision is effective when the last director signs the written consent, unless the consent thereto in writing or legal electronic facsimile, and the writing or writings are filed
- 4.13 Waiver of Notice. Attendance by a director at a meeting shall constitute waiver of notice of such meeting, except when the person attends the meeting for the express purpose of objecting to the holding of the meeting or to the transaction of any business at the meeting. Any director may waive notice of any annual, regular or special meeting of directors by executing a written notice of waiver either before or after the time of the meeting.
- 4.14 Compensation. The directors may be paid their expenses, if any, of attendance at each meeting of the board of directors.

## ARTICLE V OFFICERS

- 5.1 Designation of Titles. The officers of the Corporation shall be chosen by the board of directors and shall be a president, a secretary, a treasurer, and a communication officer. The board of directors also may choose a chairman of the board and one or more vice presidents. Any number of offices may be held by the same person unless the Articles of Incorporation or these Bylaws provide otherwise.
- 5.2 Appointment of Officers. The board of directors at each annual meeting shall elect a president, a secretary, a treasurer, and a communication officer, each of whom shall serve at the pleasure of the board of directors. The board of directors at any time may appoint such other officers and agents as it shall deem necessary to hold office at the pleasure of

the board of directors and to exercise such powers and perform such duties as shall be determined from time to time by the board.

- 5.3 Compensation. The officers shall not receive compensation.
- 5.4 Term. The officers of the Corporation shall hold office until their successors are chosen and qualify in their stead. Any officer elected by the board of directors may be removed at any time by the board of directors. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by the board of directors.
- 5.5 Chairman of the Board. The chairman of the board, if one shall have been appointed and be serving, shall preside at all meetings of the board of directors and shall perform such other duties as from time to time may be assigned to him or her.
- 5.6 President. If a chairman of the board shall not have been appointed or, having been appointed, shall not be serving or be absent, the President shall preside at all meetings of the board of directors. He shall prepare agendas for all meetings of the board of directors. He shall sign all deeds and conveyances, all contracts and agreements and all other instruments requiring execution on behalf of the Corporation, and shall act as operating and directing head of the Corporation, subject to policies established by the board of directors. In case of the permanent absence or inability of the President to act, the office of president shall be declared vacant by the board of directors and a successor chosen by the board.
- 5.7 Vice President. There shall be as many vice presidents as shall be determined by the board of directors from time to time, and they shall perform such duties as from time to time may be assigned to them. Any one of the vice presidents, as authorized by the board, shall have all the powers and perform all the duties of the president in case of the temporary absence of the president or in case of his temporary inability to act.
- 5.8 Secretary. The Secretary shall see that the minutes of all meetings of the board of directors and of any standing committees are kept. He or she shall be the custodian of the corporate seal and shall affix it to all proper instruments when deemed advisable by him or her. He or she shall give or cause to be given required notices of all meetings of the board of directors. He or she shall have charge of all books and records of the Corporation, except the books of account, and in general shall perform all the duties

incident to the office of secretary of a corporation and such other duties as may be assigned to him or her.

5.9 Treasurer. The Treasurer shall have general custody of all the funds and securities of the Corporation. He or she shall see to the deposit of the funds of the Corporation in such bank or banks as the board of directors may designate. Regular books of account shall be kept under his or her direction and supervision, and he or she shall render financial statements to the President, and directors at proper times. The Treasurer shall have charge of the preparation and filing of such reports, financial statements and returns as may be required by law. He or she shall give to the Corporation such fidelity bond as may be required, and the premium therefore shall be paid by the Corporation as an operating expense. He or she shall see that the Corporation's properties are adequately insured against liability.

**5.10** Communications Officer. The Communications Officer will manage external communication between the CCEDC and its stakeholders. Communication will fall into three primary areas: Public Relations, Marketing and Sales.

#### ARTICLE VI COMMITTEES

6.1 Executive Committee. The board of directors may, by a majority vote of its members, designate an executive committee consisting of officers of the board and may delegate to such committee the powers of authority of the board in the management of the business and affairs of the Corporation, to the extent permitted, and except as may otherwise be provided, by provisions of law. By a majority vote of its members, the board may at any time revoke or modify any or all of the Executive Committee authority so delegated, increase or decrease but not below two (2) the number of members of the executive Committee and fill vacancies on the executive Committee from the members of the board. The executive Committee shall keep regular minutes of its proceedings when decisions may be made based upon Robert's Rules of Order, cause them to be filed with the corporate records and report same to the board from time to time as the board may require.

- 6.2 Committees. A majority of the board of directors may appoint such additional committees as they deem necessary. Such committees shall give guidance and counsel to the board of directors.
- 6.3 Governance. Article IV of these Bylaws governing action without meeting and notice, waiver of notice and voting requirements of the board of directors shall apply to committees and their members.

#### ARTICLE VII HONORARY DIRECTORS

- 7.1 Members. The board of directors may from time to time, create one (1) or more categories of honorary directors of the Corporation.
- 7.2 Qualification. Any person who supports the goals and objectives of the Corporation, upon the affirmative vote of the majority of the board of directors, shall become an honorary director.
- 7.3 Exemption from Corporate Liabilities. No individual honorary director, now or hereafter qualified as an honorary director, shall be personally liable to the creditors of the Corporation for an indebtedness or liability, and any and all creditors of this Corporation shall look only to the assets of this Corporation for payment.
- 7.4 Voting Rights. Honorary directors shall not be entitled to vote at any meeting.

#### ARTICLE VIII ADVISORS

- 8.1 Members. The board of directors may from time to time, create one (1) or more categories of advisors of the Corporation
- 8.2 Qualification. Any person who supports the goals and objectives of the Corporation, upon the affirmative vote of the majority of the board of directors, shall become an advisor.
- 8.3 Exemption from Corporate Liabilities. No individual advisor, now or hereafter qualified as an advisor, shall be personally liable to the creditors of the Corporation for an indebtedness or liability, and any and all creditors of this Corporation shall look only to the assets of this Corporation for payment.
- 8.4 Voting Rights. Advisors shall not be entitled to vote at any meeting.

ARTICLE IX  
FISCAL YEAR

9.1 Fiscal Year. The fiscal year of the Corporation shall be January 1 through December 31.

ARTICLE X  
INDEMNITY

10.1 Indemnity. The corporation shall indemnify the directors for liability to any person for any action taken, or failure to take any action, as a director to the fullest extent permitted by the Arizona revised Statutes, as amended from time to time.

10.2 Insurance. Except as may be otherwise provided under the laws of the State of Arizona, the board of directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the Corporation (including a director, officer, employee or other agent of the Corporation) against liabilities asserted against or incurred by such person in such capacity.

ARTICLE XI  
CONFLICT OF INTEREST POLICY

11.1 Purpose. The purpose of the conflict of interest policy is to protect this Corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations

11.2 Definitions.

11.2.1 Interested Person. Any director principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

11.2.2 Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- a. An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement.
- b. A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or

- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 11.3.2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### 11.3 Procedures.

11.3.1 Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

11.3.2 Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict exists.

### 11.3.3 Procedures for Addressing the Conflict of Interest.

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

- d. If a more advantageous transaction or arrangement is not reasonable possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

#### 11.3.4 Violations of the Conflict of Interest Policy.

- a. If the governing board or committee has reasonable cause to believe an interested person has failed to disclose actual or possible conflicts of interest, it shall inform the interested person of the basis for such belief and afford the interested person an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the interested person's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the interested person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### 11.4 Records of Proceedings. The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### 11.5 Compensation.

- 11.5.1 A voting member of the governing board who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- 11.5.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.
- 11.5.3 No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.
- 11.6 Statements. Within thirty (30) days after they are elected or appointed, each director, principal officer and member of a committee with governing board delegated powers shall sign a statement which affirms such person:
- a. Has received a copy of the conflicts of interest policy;
  - b. Has read and understands the policy;
  - c. Has agreed to comply with the policy; and,
  - d. Understands the Corporation is charitable and in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.
- 11.7 Periodic reviews. To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:
- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
  - b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and

services, further charitable purposes and do not result in inurement, impermissible private benefit or an excess benefit transaction.

- 11.8 Use of Outside Experts. When conducting the periodic reviews as provided in Section 11.7, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted

## ARTICLE XII GENERAL PROVISIONS

- 12.1 Checks, Drafts, Etc. All checks, drafts, or other orders or the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the board of directors.
- 12.2 Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the board of directors. Such authority may be general or confined to specific instances. The Corporation shall not lend money or use its credit to assist the Corporation's directors or officers.
- 12.3 Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the board of directors may select.
- 12.4 Authorization Contracts. The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and that authority may be general or confined to specific instances.
- 12.5 Controversies. In the event that the board of directors is made up of an even number of directors and in the event of a controversy arising pertaining to the affairs of the Corporation, wherein the board of directors may be evenly divided, such controversy or controversies shall be determined by a Board of Arbitration, which board shall be selected in the following manner: one side to said controversy shall select a disinterested person to serve as a member of the Board of Arbitration, and within two days after the receipt in writing by the other side to said controversy of the name of the party so

selected, the party so notified shall select a disinterested to act as a member of said Board of Arbitration, and within three days after such latter selection, the two persons so chosen shall select a third member of the Board of Arbitration. A majority decision of the three parties so selected shall be binding upon the board of directors of the Corporation. If the two parties first selected fail to agree upon a third member of the Board of Arbitration, then either side of said controversy may petition the Superior Court of the State of Arizona to appoint a third member to the Board of Arbitration.

ARTICLE XIII  
REPEAL, ALTERATION OR AMENDMENT

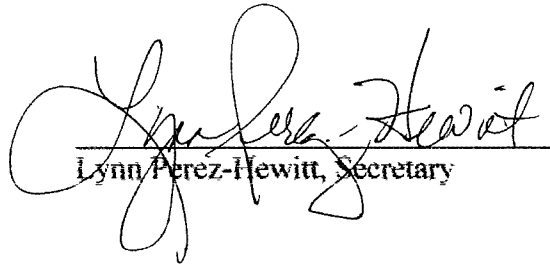
These Bylaws may be repealed, altered or amended, or substitute bylaws may be adopted, at any time by a majority of the board of directors.

CERTIFICATE OF SECRETARY

I, Lynn Perez-Hewitt, do hereby certify:

- (1) That I am the duly elected and acting Secretary of Copper Corridor Economic Development Coalition, an Arizona nonprofit corporation; and
- (2) That the foregoing bylaws, comprising thirteen (13) pages, constitute the Bylaws of said Corporation as duly adopted at a meeting of the board of directors thereof duly held on the 14<sup>th</sup> day of May, 2010.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the Corporation this 24<sup>th</sup> day of May, 2010.

  
Lynn Perez-Hewitt, Secretary