

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

**JAS. H. YOUNG**  
I, ~~WILLIAM H. YOUNG~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

#### IDAHO STATE RECLAMATION ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **12th** day of **July** A. D. One Thousand Nine Hundred **Fifty-six** and is duly recorded on Film No. **95** of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for **perpetual existence** from the date hereof, with its registered office in this State located at **Boise** in the County of **Ada**, and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State.

Done at Boise City, the Capital of Idaho, this **12th** day of **July**

A. D., **1956**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
IDAHO STATE RECLAMATION ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of the age of majority and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the provisions of Chapter 11 of Title 30 of the Idaho Code and we do hereby certify as follows:

I.

That the name of said non-profit corporation shall be IDAHO STATE RECLAMATION ASSOCIATION, INC.

II.

The purposes and powers of the corporation shall be: To promote, aid and assist the development, control, conservation, preservation and utilization of the water resources of the State of Idaho and to aid and assist, generally, the cause of reclamation, and to cooperate with similar organizations in other states and with the National Reclamation Association to promote the development, control, conservation, preservation and utilization of the water resources of all of those states which are or may hereafter be denominated "reclamation states" by the Constitution of the National Reclamation Association; to engage in all or any activities which are or shall appear to be necessary or convenient to the furtherance of the purposes of the corporation including, but not limited to, promotion of the adoption of legislation in the furtherance of such purposes and opposition to legislation detrimental thereto, and the conducting of research and the publication and dissemination of information, in furtherance of such purposes; and to exercise all powers conferred upon corporations by the Statutes of the State of Idaho to be exercised.

III.

The affairs of the corporation are to be conducted in accordance with these Articles and, where not inconsistent herewith, in accordance with By-Laws of the

corporation, which By-Laws are to be promulgated in accordance with Section 30-1108 of the Idaho Code and amendments thereto and adopted at a general membership meeting.

IV.

By-Laws of the corporation shall establish three categories of membership, to-wit:

- (1) General membership;
- (2) Associate membership; and
- (3) Honorary membership;

and shall provide for the issuance of appropriate membership certificates in evidence thereof, which membership certificates shall be non-transferable and subject to revocation or termination as in such By-Laws to be provided. General members of the Idaho State Reclamation Association, in good standing at the date of filing these articles, shall be charter members of the corporation, and the manner and method of admission of new members of the corporation shall be provided by the By-Laws.

V.

The registered office of the corporation within the State of Idaho shall be at Boise in the County of Ada and the official post office address of the corporation shall be "Boise, Idaho."

VI.

The corporation shall have perpetual existence.

VII.

The promotion, operation and management of the corporation shall be conducted by a Board of Directors initially composed of eleven members. Such Board of Directors shall subsequently be composed of not less than eleven nor more than twenty directors as in the By-Laws of the corporation to be provided.

VIII.

No capital stock will be issued to members, and the corporation shall be operated on a non-profit basis in furtherance of its corporate purposes, and any surplus or profit which occurs shall be used to further such purposes, and in no event shall any profit or surplus of the corporation be paid to and distributed among the members of the corporation.

IX.

The By-Laws of the corporation may be repealed, amended or new By-Laws adopted either

(1) At any regular meeting of the corporation, or at any special meeting when the intention to so repeal, amend or adopt new By-Laws is stated in the Notice calling said meeting, by a majority vote of those present at the meeting, a quorum being then and there present; or

(2) By a two-thirds vote of the members of the Board of Directors at any regular meeting of said Board or at any special meeting thereof called for that purpose.

X.

These Articles of Incorporation may be amended in any manner at any regular meeting of the members of this corporation by a vote of a majority of a quorum attending such meeting provided special Notice of the intention to amend the Articles of Incorporation shall have been given by publication at least once a week for four weeks in a newspaper published in the county wherein said meeting is to be held, such notice to designate the regular meeting at which it is intended to vote on the proposition of amending the Articles of Incorporation, and shall state the manner in which it is intended to amend the articles.

XI.

In accordance with the provisions of Section 30-1102 of the Idaho Code, an election was held on the first day of May, 1956, for the purpose of electing the directors of the Board under which said corporation elects to operate, being as heretofore stated eleven in number; said election being held at the Hotel Boise in the City of Boise, County of Ada, State of Idaho, at 10 o'clock A.M.; that a notice of the time and place of holding said election of directors was given by the publication of a notice to said effect once a week for two consecutive weeks, to-wit: April 16, and April 23, 1956, in the Idaho Daily Statesman, a newspaper published in said County of Ada, State of Idaho, and by posting a like notice for the same length of time in a conspicuous place on the Hotel Boise Building, City of Boise, County of Ada, State of Idaho, wherein the election was held; that a majority of the members at such meeting voted for and there

were elected eleven directors of said corporation; that said eleven directors are the incorporators of the corporation and that the names and post office addresses thereof are as follows:

NAMES:

POST OFFICE ADDRESSES:

Forrest Sower	Boise, Idaho
William Wymer	Boise, Idaho
Fred M. Cooper	Grace, Idaho
L. Ivan Jensen	Shelley, Idaho
Alex Coleman	St. Anthony, Idaho
A. R. Babcock	Moore, Idaho
E. G. Gooding	Shoshone, Idaho
C. G. Ficken	Fruitland, Idaho
J. H. Silbaugh	Jerome, Idaho
Philip Ford	Weiser, Idaho
Bert Schroeder	Lewiston, Idaho

IN WITNESS WHEREOF, the above named incorporators have subscribed this instrument.

*Forrest Sower*  
*William Wymer*  
*Fred M. Cooper*  
*L. Ivan Jensen*  
*Alex Coleman*  
*A. R. Babcock*  
*E. G. Gooding*  
*C. G. Ficken*  
*J. H. Silbaugh*

Philip Ford  
I Bert Schroeder

STATE OF IDAHO )  
County of Washington ) ss.

On this 22<sup>nd</sup> day of June, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared PHILLIP FORD, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Frank H. Joseph  
Notary Public for Idaho  
Residing at Meridian, Idaho

STATE OF IDAHO )  
County of Nez Perce ) ss.

On this 9<sup>th</sup> day of June, 1956, before me the undersigned, a Notary Public in and for said County and State, personally appeared BERT SCHROEDER, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Elmer M. Boise  
Notary Public for Idaho  
Residing at Lewiston, Idaho

STATE OF IDAHO )  
County of LINCOLN ) ss.  
BUTTE )

On this 25<sup>th</sup> day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared E. G. Gooding, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

W. E. McCallister  
Notary Public  
Residing at Shoshone, Idaho.

STATE OF IDAHO )  
County of Bingham ) ss.

On this 11<sup>th</sup> day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared L. Ivan Jensen, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Edith L. Sauer  
Notary Public  
Residing at Shelley, Idaho.

STATE OF IDAHO )  
County of Trimble ) ss.

On this 14 day of June, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared J. H. Silbaugh, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Glenn May Browne  
Notary Public  
Residing at Trimble, Idaho.

STATE OF IDAHO

County of Blaine

SS.

On this 17th day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Alex Coleman, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

[Signature]  
Notary Public

Residing at H. [unclear], Idaho.

STATE OF IDAHO

County of Battle

SS.

On this 25th day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared A. R. Babcock, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

BATTLE COUNTY PROBATE COURT

[Signature]  
Notary Public

Residing at 208 [unclear], Idaho.

STATE OF IDAHO

County of Ada

SS.

On this 4th day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Forrest Sower, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

[Signature]  
Notary Public

Residing at Boise, Idaho.



STATE OF IDAHO

County of Payette

)  
)  
) ss.

On this 5th day of June, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared C. G. Ficken, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

[Signature]  
Notary Public

Residing at Payette, Idaho.

STATE OF IDAHO

County of Caribou

)  
)  
) ss.

On this 7 day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Fred M. Cooper, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

[Signature]  
Notary Public

Residing at Grace, Idaho.

STATE OF IDAHO

County of \_\_\_\_\_

)  
)  
) ss.

On this \_\_\_\_\_ day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Bert Schroeder, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

\_\_\_\_\_  
Notary Public

Residing at \_\_\_\_\_, Idaho.

STATE OF IDAHO

County of \_\_\_\_\_

)  
) ss.  
)

On this \_\_\_\_\_ day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Philip Ford, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Notary Public

Residing at \_\_\_\_\_, Idaho.

STATE OF IDAHO

County of Ada

)  
) ss.  
)

On this 4th day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared William Wymer, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Walter H. Gilman  
Notary Public

Residing at Boise, Idaho.

STATE OF IDAHO

County of Lincoln

)  
) ss.  
)

On this 29th day of May, 1956, before me, the undersigned, a Notary Public in and for said County and State, personally appeared E. G. Gooding, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Art G. G. G. G.  
Notary Public

Residing at Shoshone, Idaho.

CERTIFICATE OF PRESIDING OFFICER

STATE OF IDAHO

County of

Caribou

) ss.  
)

Fred M. Cooper, being first duly sworn on oath, deposes and says:

That I am the presiding officer of the meeting of the Idaho State Reclamation Association at which an election was held and eleven directors elected as a Board under which the proposed corporation, the Idaho State Reclamation Association, Inc., when incorporated, should operate.

I have read over Article XI of the foregoing Articles of Incorporation and know the contents thereof and know the same to be true.

That attached hereto and made a part hereof are Affidavits of Publication and Posting of the notice of election as mentioned in the said Article XI of the foregoing instrument.

Fred M. Cooper

SUBSCRIBED and SWORN to before me this 2 day of May, 1956.

John J. [Signature]  
Notary Public

Residing at [Signature], Idaho.

STATE OF IDAHO, }  
COUNTY OF ADA } ss.

DOLORES ROWLAND, being duly sworn,  
deposes and says: That she is the Principal Clerk of The Idaho  
Daily Statesman, a daily newspaper printed and published at  
Boise, Ada County, State of Idaho, and having a general circula-  
tion therein and which said newspaper has been continuously  
and uninterruptedly published in said County during a period of  
twelve consecutive months prior to the first publication of the  
notice, a copy of which is attached hereto; that said notice was  
published in the regular Monday edition of The Idaho Daily  
Statesman in conformity with Sec. 60-108, Idaho Code, for

TWO consecutive weekly insertions  
beginning with the issue of APRIL 16, 1956,  
and ending with the issue of APRIL 23, 1956.

Dolores Rowland, Principal Clerk  
Subscribed and sworn to before me this 23 day of

APRIL, 1956.

Rich Young  
Notary Public for Idaho, Residing at Boise, Idaho.

NOTICE OF ELECTION  
NOTICE IS HEREBY GIVEN That  
pursuant to the terms of Section 30-  
1002, Idaho Code, an election  
will be held at the City of Boise,  
Idaho, at 10:00 o'clock on the  
1st day of May, 1956, for the  
purpose of electing a person  
whose name shall be placed in  
opposition to the  
Reclamation Administration.  
All persons interested in the  
election should appear at the  
election and vote.  
DATED this 18th day of April, 1956.  
Lenore Telfer, Secretary.  
At—April 18, 23.

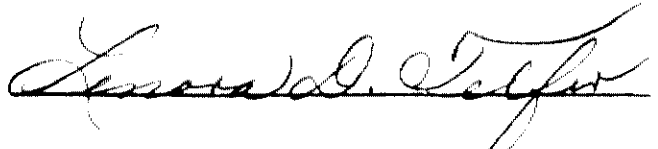
AFFIDAVIT OF POSTING

STATE OF IDAHO     )  
                              : ss.  
County of Ada     )


LENORA D. TELFER, being first duly sworn, deposes  
and says:

That I am the Executive Secretary of the Idaho State  
Reclamation Association.

That, pursuant to Section 30-1102 of the Idaho Code,  
I posted one copy of the attached Notice of Election on the  
bulletin board of the Hotel Boise, Boise, Idaho, said notice  
being posted on the 16th day of April, 1956; that said notice  
so posted could have been easily read by persons passing and  
repassing; that said notice, as aforesaid, was left so posted  
until the election therein referred to was held, and said  
notice did actually remain so posted until after said election.



SUBSCRIBED AND SWORN TO before me this 15 day of  
June, 1956.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Boise, Idaho

NOTICE OF ELECTION

NOTICE IS HEREBY GIVEN That pursuant to the terms of Section 30-1102, Idaho Code of 1947, an election will be held at the Hotel Boise in Boise, Idaho, at 10:00 o'clock A.M. on the 1st day of May, 1956, for the purpose of electing a board of eleven directors under which a proposed non-profit corporation to be known as the Idaho State Reclamation Association, Inc., will operate.

All present members of the Idaho State Reclamation Association are entitled to attend and vote.

DATED This 16th day of April, 1956.

\_\_\_\_\_  
FRED COOPER  
President

\_\_\_\_\_  
LENORA TELFER  
Secretary

Publish: April 16 and 23, 1956.