

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

BEAR LAKE VALLEY HEALTH CARE FOUNDATION, INC.

File number C 118300

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of BEAR LAKE VALLEY HEALTH CARE FOUNDATION, INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 14, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sally J. Clark*

FEB 14 10 00 AM '97  
SECRETARY OF STATE

Nov 29 9 05 AM '96  
SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES  
OF  
INCORPORATION**

**OF THE**

**BEAR LAKE VALLEY  
HEALTH CARE FOUNDATION, INC.**

FEB 14 10 40 AM '97

**ARTICLES OF INCORPORATION**

NOV 29 11 45 AM '96

SECRETARY OF STATE  
STATE OF IDAHO

**OF**

SECRETARY OF STATE  
STATE OF IDAHO

**BEAR LAKE VALLEY HEALTH CARE FOUNDATION, INC.**

Pursuant to the provisions of the Idaho Non-Profit Corporation Act, the undersigned Corporation adopts the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the Corporation is BEAR LAKE VALLEY HEALTH CARE FOUNDATION, INC.

**ARTICLE II**

**Period of Duration**

The period of duration is perpetual.

**ARTICLE III**

**Registered Office and Registered Agent**

The address of the registered office of the Corporation is:

1

2

IDAHO SECRETARY OF STATE  
DATE 11/29/1996 0900 42659

CK #: 16129 CUST# 72665

INC NONP

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# : C

164 South 5th St., Montpelier, Idaho 83254

The name of the initial registered agent at such address is:

Rod Jacobson

#### **ARTICLE IV**

##### **Purpose**

The purposes for which the Corporation is organized are as follows:

- a) To assist in the development, improvement and expansion of the facilities and programs of the Bear Lake Memorial Hospital;
- b) To receive and administer funds for the sole benefit of Bear Lake Memorial Hospital only as the Hospital Board of Trustees shall approve;
- c) To sell, convey or otherwise dispose of any such property, and to invest, reinvest or deal with the principal or the income as will best promote the interests of the Bear Lake Memorial Hospital;
- d) To make, enter and perform contracts of every kind and description necessary, advisable or expedient in carrying out the purposes of the Corporation, with any person, firm association, corporation, municipality, body politic, county, state or federal government;

e) To engage in fund raising for the benefit of Bear Lake Memorial Hospital as its Board of Trustees shall authorize and as shall be permitted by law;

f) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

g) The Bear Lake Valley Health Care Foundation is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE V**

### **Membership**

The corporation shall have one permanent member which shall be the Bear Lake Memorial Hospital.

## **ARTICLE VI**

### **Service Area**

The Corporation shall operate within the territory of the Bear Lake Memorial Hospital service area. The Corporation, however may operate anywhere within or without the United States of America and its territories and possessions if the same will

inure to the benefit of the Bear Lake Memorial Hospital.

## **ARTICLE VII**

### **Board of Directors**

The affairs of this Corporation shall be conducted by a Board of Directors.

#### **Section 1**

The number, terms, conditions and obligations of the Board of Directors shall be provided by the By-Laws.

#### **Section 2**

No loans shall be made by this Corporation to its Directors or Officers.

## **ARTICLE VIII**

### **By-Laws**

The Board of Directors of the Corporation shall have power to make, alter, amend or repeal such prudential By-Laws as it may deem proper at any regular or special meeting of the Board of Directors by action of a vote of a majority of the directors in office, present in person or by written proxy.

## **ARTICLE IX**

### **Compensation and Distributions**

No part of the income of the Corporation shall inure to the benefit of any director or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the corporation nor any private individual shall be entitle to share in the distribution of any of the corporate assets on dissolution of the Corporation.

## **ARTICLE X**

### **No Campaigning**

No part of the activities of the Corporation shall include participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

## **ARTICLE XI**

### **Dissolution**

Upon the dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future tax code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which

are organized and operated exclusively for such purposes.

## **ARTICLE XII**

### **Current Directors**

The names and addresses of the persons who are to serve as directors until their successors are elected and qualified as follows:

President:	Rick Thomas 11957 US Hwy. 89 Bloomington, ID 83223
Vice President:	Tom Larsen 498 N. 1st West St. Charles, ID 83272
Secretary:	Gail Dayton 241 S. 5th St. Montpelier, ID 83254
Treasurer:	Ron Peterson 327 Jefferson St. Montpelier, ID 83254
Member:	Ann Lane 306 N. 3rd St. Montpelier, ID 83254
Member:	Jerry Nelson 480 N. Main Bloomington, ID 83223
Member:	Ruth Kay Anderson 230 N. 8th St. Montpelier, ID 83254



Member:

Lin Phelps  
36 Cemetery Rd.  
Montpelier, ID 83254

Member:

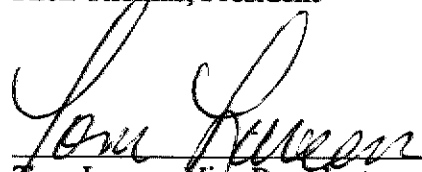
Clay Campbell M.D.  
292 Main  
Bern, ID 83220

Ex-officio Member:

Rod Jacobson  
Administrator  
Bear Lake Memorial Hospital  
164 S. 5th St.  
Montpelier, ID 83254

IN WITNESS WHEREOF, we have hereunto subscribed our names this 21<sup>st</sup>  
day of November, 1996.

  
Rick Thomas, President

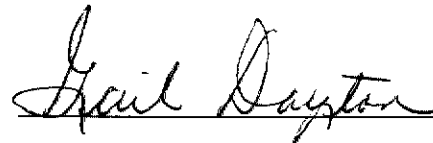
  
Tom Larsen, Vice President

  
Gail Dayton, Secretary

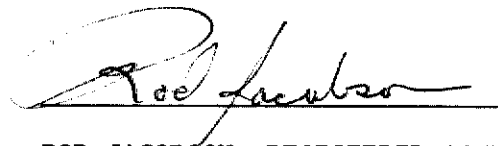
**THESE AMENDMENTS WERE ADOPTED BY** the Bear Lake Valley Health  
Care Foundation Board of Directors on 11-21-96. In witness whereof,  
we have hereunto subscribed our names this date.



Rick Thomas, President



Gail Dayton, Secretary



ROD JACOBSON, REGISTERED AGENT

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STATE OF IDAHO )

)

COUNTY OF Bear Lake )

The forgoing instrument was acknowledged before me this 9<sup>th</sup> day of  
November, 1996 by Rick Thomas and Tom Larsen.

IN WITNESS WHEREOF I have hereunto set my hand and seal.

Verna Larsen

Notary Public for Idaho

11-21-97

Commission Expires