



## CERTIFICATE OF INCORPORATION

*I, J. D. (CY) PRICE, 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*

**VANDAL BOOSTERS, INC.**

*was filed in the office of the Secretary of State on the      **twelfth**      day  
of      **August**      A. D. One Thousand Nine Hundred      **Forty-Seven**      and  
is duly recorded on Film No.      **10**      of Record of Domestic Corporations, of the State  
of Idaho, and that the said articles contain the statement of facts required by Section 29-103  
and Sections 29-1001 to 29-1005, inclusive, Idaho Code, Annotated.*

*I FURTHER CERTIFY, That the persons executing the articles and their associates and  
successors are hereby constituted a corporation, by the name hereinbefore stated, for*

**perpetual existence** *from the date hereof, with its registered office in this State located at*

**Moscow**

*in the County of*

**Latah**

*and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-  
tive Associations, as provided in Chapter 10, Title 29, Idaho Code, Annotated.*

*IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the*

*Great Seal of the State. Done at Boise, the*

*Capital of Idaho, this      **12th**      day*

*of      **August**      , in the year of our Lord*

*one thousand nine hundred      **forty-seven**      ,*

*and of the Independence of the United States of*

*America the One Hundred      **Seventy-Second**      .*

*Secretary of State.*

## ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being citizens of the United States of America, and at least five of whom are citizens and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporate, non-profit, cooperative association under and pursuant to the laws of the State of Idaho generally, and particularly under and pursuant to Chapter 10 of Title 29, of the Idaho Code Annotated for 1932, and we do hereby certify:

NAME: The corporated name of this corporation shall be "Vandal Boosters, Inc."

PURPOSES: This corporation is formed for the following educational and public welfare purposes:

1. To provide financial and other support to a continuing program of training in physical education and athletics at the University of Idaho thereby encouraging and training the future teachers and leaders necessary for the development of a broad, sound program of physical training, healthful recreation, and competitive fair play in all levels of education throughout the State of Idaho.

2. To aid and assist worthy students at the University of Idaho, of good moral character and good mental, physical and athletic ability, to obtain an education.

3. To provide for, create, manage, regulate and disperse scholarship and endowment funds and to act as trustee therefor, and to accept trust funds, manage and regulate trusts and disperse trust funds for the purposes of the corporation.

POWERS: This corporation shall have the power to exercise generally the corporate powers enumerated in Section 29-114 of the Idaho Code Annotated

for 1932; to do business in any State or Territory of the United States; to accept gratuities, devises and bequests and use the same for its purposes; to administer its funds either directly to recipient students designated and approved by the University of Idaho to receive scholarships, payment for services rendered the University of Idaho or grants-in-aid, or to donate funds to the University of Idaho to be used by it in like manner for like purposes; provided, that all such funds received by any and all students participating in athletics at the University of Idaho shall be in accordance with Pacific Coast Athletic Conference regulations or the regulations of other athletic conferences of which the University of Idaho may hereafter become a member.

The foregoing clause, by reason of specific enumeration of powers, shall not be held to restrict the power of the corporation to do anything or perform any act which may be necessary to carry out its objects and purposes.

TERM. This corporation shall have a perpetual existence.

REGISTERED OFFICE. The location and post office address of the registered office in this state and the principal place of business shall be Moscow, Latah County, Idaho.

EQUALITY OF MEMBERS. The rights and interests of all members of this corporation shall be equal, and no member can have or acquire a greater interest therein than any other member.

MEMBERS: Corporations, Associations and co-partnerships as well as persons of any age or sex may become members of this corporation.

SUBORDINATE CHAPTERS: This corporation shall have power to organize subordinate chapters of the Vandal Boosters, Inc., and may, by appropriate bylaws, provide that all annual and special meetings of the entire membership shall be delegate assemblies and voting at such meetings shall be by delegates chosen by the members of the subordinate chapters upon such bases as shall from time to time be determined by the Board of Directors or Executive Committee, if one there be.

MEMBERSHIP CERTIFICATES: This corporation shall not issue any capital stock, but shall issue membership certificates to each member hereof, which certificates cannot be assigned so that the transferee thereof can by such transfer become a member of the corporation.

ASSESSMENTS: This corporation shall be non-assessable and the members hereof shall not be assessed for any purpose.

NON-PROFIT: No dividends of any kind or nature shall ever be declared to any member of this corporation and no member shall ever receive any pecuniary profit from his membership in this corporation, it being expressly understood that this shall be a non-profit corporation.

QUORUM OF MEMBERS: Those members present at any regular or special meeting of this corporation shall constitute a quorum.

DISPOSITION OF ASSETS UPON TERMINATION OF CORPORATION: In the event this corporation shall become defunct or be dissolved, all funds, personal property, real property and assets of any kind or nature on hand after the payment of liabilities shall be donated to the University of Idaho, at Moscow, Idaho, by the last Board of Directors as trustees for such corporation with the request that the University of Idaho use such funds in aid of worthy students according to the purposes of this trust, however this corporation and the last Board of Directors shall be in no way liable for the application of such funds by the University of Idaho. In the event this corporation is acting as trustee of any trust funds at such time, the District Court of the Second Judicial District of the State of Idaho, in and for the County of Latah shall appoint a new trustee of such trust or trusts to administer and continue such trust or trusts in accordance with the terms thereof.

BY-LAWS: The Board of Directors of this corporation shall have the power by a two-thirds vote to repeal or amend the by-laws of this corporation and adopt new by-laws; provided, however, that this power so conferred may be altered or repealed, either by a two-thirds vote of the Board of Directors or by a two-thirds vote of a quorum present in any

regular or special corporation membership meeting called for that purpose; and provided, further, that the Board of Directors shall not make or alter any by-laws fixing their classification, qualification, termination of office or compensation.

ANNUAL MEETING: The annual meeting of the members of the corporation for the election of the Board of Directors and for such other business as may come before such meeting shall be held in Moscow, Idaho on the day of homecoming football game of the University of Idaho, and in the event there shall be no homecoming football game in any year, then on a day in the month of October to be specified by the President in a Notice of call of meeting.

INCORPORATORS: The undersigned persons are the incorporators of this corporation, and the address of each such incorporator is set forth opposite his name; and the names of such persons are incorporated by reference in this paragraph as fully as if written herein.

WITNESS our hands and seals as of this 20 day of June, 1947.

Don J. MacDonald  
L. E. Hanley  
Henry L. Day  
M. Hawkins  
G. H. Single  
Everett Edmuns  
W. B. Haffner  
Thomas Wilson Jr.  
A. L. Alford  
W. B. Haffner  
Joe Lutz  
Edna Emerson  
E. J. Strick  
V. G. Stivers  
Donald W. Tuttle

Coeur d'Alene, Idaho  
Wallace Idaho  
Wallace Idaho  
Coeur d'Alene Idaho  
Coeur d'Alene Idaho  
Sandpoint Idaho  
Kellogg, Idaho  
Moscow Idaho  
Leviatan Idaho  
Arpio Idaho  
Big Lake Idaho  
Longville Idaho  
Baise Idaho  
Hamper Ida  
Baise Idaho

Alfred Redge

Wm Hymas

Charles Robinson

Wm Hymas

Harry G. Elcock

Im Bustline

Isaac McDougall

Wm Rich

Wm Hymas

Wm Hymas

Wm Hymas

Wm Hymas

Wm Hymas

Wm Hymas

Bernard Mainwaring

Boise Ida

Boise Ida

Boise Ida

Irwin Falls Ida

Irwin Falls Ida

Pacatello, Idaho

Pacatello Idaho

Burley Idaho

Irwin Falls Idaho

Idaho Falls, Idaho

Preston, Idaho

Idaho Falls, Idaho

Idaho Falls, Idaho

Boise, Idaho, ~~Id~~

Caldwell, Idaho

Nampa, Idaho

Carl E Brown

W. B. Geddes

Lawrence E Huff

David Ambler

C. J. Billings

~~W. B. Geddes~~

W. L. Kent

R. M. Folsom

L. C. Anderson

J. L. Mearns

W. B. Mearns

J. L. Mearns

Geo. Donald

H. B. Kaulen

Frank A. Rhea

Virgil G. McRae

McCarr, Idaho

Winchester, Idaho

Moscow, Ida

Moscow, Ida

Lewiston, Idaho

Lewiston, Idaho

Moscow, Idaho

Spokane, Wash.

Coeur d'Alene, Ida

Casper, Ida

Moscow, Ida

Moscow, Ida

Wesley, Ida

Wesley, Ida

Barre, Ida

Barre, Idaho

STATE OF IDAHO        )  
County of Kootenai    )ss.

On this 21<sup>st</sup> day of June, 1947, before me, E.T. Knudson,  
a Notary Public in and for the County and State aforesaid, personally  
appeared Don J Mac Donald and Wm S. Hawkins  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that ~~they~~ executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

E.T. Knudson  
Notary Public, residing at  
Coeur d'Alene, Idaho.



STATE OF IDAHO            )  
County of Shoshone    ) ss.

On this 20th day of June, 1947, before me, Elaf Eubank,  
a Notary Public in and for the County and State aforesaid, personally  
appeared L. E. Hanley  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

Elaf Eubank  
Notary Public, residing at  
Wallace, Idaho.

STATE OF IDAHO )  
County of Shoshone ) ss.

On this 20<sup>th</sup> day of June, 1947, before me, Kathryn A. Eichwald  
a Notary Public in and for the County and State aforesaid, personally  
appeared Vernon L. Day  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

Kathryn A. Eichwald  
Notary Public, residing at  
Wallace, Idaho.

STATE OF IDAHO

County of Latah

) ss.

On this 24 day of June, 1947, before me, Lawrence V. Huff  
a Notary Public in and for the County and State aforesaid, personally  
appeared Everett E. Hunt  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

Lawrence V. Huff  
Notary Public, residing at

Moscow, Idaho.

STATE OF IDAHO

County of Shoshone

) ss.

On this 1st day of July, 1947, before me, Harriet L. Bergman  
a Notary Public in and for the County and State aforesaid, personally  
appeared J. B. Haffner  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

Harriet L. Bergman  
Notary Public, residing at

Bellevue, Idaho.

STATE OF IDAHO )  
County of Latah ) ss.

On this 2 day of July, 1947, before me, Ronald Gail  
a Notary Public in and for the County and State aforesaid, personally  
appeared Herman Wilson, Jr.  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

Ronald Gail  
Notary Public, residing at  
Meridian, Idaho.

STATE OF IDAHO

County of Myers ss.

on this 10 day of July, 1947, before me, J. H. Jernis,  
a Notary Public in and for the County and State aforesaid, personally  
appeared A. L. Alford  
known to me to be the person (s) who subscribed the hereunto attached  
Articles of Incorporation of the Vandal Boosters, Inc., and acknowledged to  
me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

J. H. Jernis  
Notary Public, residing at  
Leewiston, Idaho.

STATE OF IDAHO )

County of Clearwater ss.

On this 10th day of July, 1947, before me, T. M. Kamath  
a Notary Public in and for the County and State aforesaid, personally appeared  
A. B. Pappenhagen known to me to be the person (s) who subscribed  
the herewith attached Articles of Incorporation of the Vandal Posters, Inc.,  
and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNT SET MY HAND and affixed my notarial  
seal on the date last above written.

T. M. Kamath  
Notary Public, residing at  
Boise, Idaho.

STATE OF IDAHO )  
County of Ada ) ss.

On this 15<sup>th</sup> day of July, 1947, before me, Elizabeth R. Williams  
a Notary Public in and for the County and State aforesaid, personally appeared  
Danald S. Whitehead known to me to be the person (s) who subscribed  
the hereto attached Articles of Incorporation of the Vandal Boosters, Inc.,  
and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

Elizabeth R. Williams  
Notary Public, residing at  
Boise, Idaho.



STATE OF IDAHO )  
                  ) ss.  
County of Barnett

On this 21 day of July, 1947, before me, R. D. Bristle,  
a Notary Public in and for the County and State aforesaid, personally appeared  
F. M. Bristle known to me to be the person (s) who subscribed  
the herewith attached Articles of Incorporation of the Tandal Boosters, Inc.,  
and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND and affixed my notarial  
seal on the date last above written.

R. D. Bristle  
Notary Public, residing at  
Pocatello, Idaho.