

# State of Idaho



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, **IRA H. MASTERS**, 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

**CHILDRENS HOME FINDING AND AID SOCIETY OF IDAHO**  
a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed  
in this office on the **Twenty-first** day of **May** 193**7**,

original articles of amendment, as provided by Section **29-145** and **29-146**, Idaho Code  
Annotated amending Articles three of the Articles of Incorporation relative to  
the objects; article four relative to officers; article 5 relative to duties  
of officers and article 6 relative to membership,

and that the said articles of amendment contain the statement of facts required by law, and are  
recorded in Book A- **30** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That Articles **3, 4, 5** and **6** of the Articles  
of Incorporation have been amended.

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 **21st** day  
of **May**, in the year of our Lord  
one thousand nine hundred thirty- **seven**,  
and of the Independence of the United States of  
America the One Hundred **Sixty-first**.

Secretary of State.

CERTIFICATE OF AMENDMENTS TO THE ARTICLES OF INCORPORATION

OF

CHILDREN'S HOME FINDING AND AID SOCIETY OF IDAHO

Adopted May 13, 1937

We, C. C. Anderson, President, and Nelle N. Grete, Secretary, of the Children's Home Finding and Aid Society of Idaho, a corporation created and organized under the laws of the State of Idaho, do hereby certify to the Secretary of State of the State of Idaho; that at a meeting of the stockholders of said corporation, regularly held in accordance with the requirements of the laws of said State, at the office of the corporation in the City of Boise, State of Idaho, on the 13th day of May, 1937, the following resolutions were duly, regularly adopted and passed:

RESOLVED, That Article 3 of the Articles of Incorporation of the Children's Home Finding and Aid Society of Idaho be amended to read as follows:

ARTICLE 3.

Objects

We hereby declare that we associate for the purpose of forming a charitable corporation under the provisions of the statutes of the State of Idaho relating to religious, social, and benevolent corporations for the objects and purposes following, to-wit:

The seeking out, receiving, aiding, caring for, placing out for adoption and consenting to the adoption, or improving the condition of orphaned, homeless, neglected or abused children; receiving, controlling, training, educating, aiding, caring for, disposing of, placing out for adoption, consenting to the adoption of, and the procuring of suitable and proper homes for any and all such children, under the age of eighteen years, and extending temporary aid to children of needy or unfit parents; the buying, leasing, owning, selling, or exchanging of any and all kinds of property, both real and personal, to the extent and in the manner provided for by the laws of the State of Idaho; the

cooperation with any and all corporations, associations, and societies having similar objects and purposes, and the doing of all acts and things necessary or convenient to be done in carrying out said objects and purposes or any of them.

AND BE IT FURTHER RESOLVED. That Article 4 of said Articles of Incorporation of the Children's Home Finding and Aid Society of Idaho be amended to read as follows, to-wit:

#### ARTICLE 4.

##### General Officers

The general officers of such corporation shall be a President, a Vice President, a Secretary, and a Treasurer, all of which said officers shall be elected by the Board of Directors. The property, affairs, and business of such corporation shall be under the care of and managed by a board of eleven directors who shall be chosen by the members of such corporation from their number, as follows:

At a regular meeting of the members of above association held on the 2nd day of May, 1908, at Boise, Idaho, for the purpose of electing eleven directors to manage its affairs for the first year of the existence of the corporation, to be formed by such association at which a majority of said members were present and voted, the following named persons were elected as such directors, viz: Frank R. Gooding, Geo. E. Paddock, P. M. Smock, C. B. Dalton, three years; Mrs. Calvin Cobb, C. L. Chalfant, A. J. Glorieux, and Edwin Hinks for two years; and Mrs. Alice Pittenger, C. C. Anderson and Mrs. A. J. Swain, for one year. The directors of said corporation shall be divided into three classes at the first meeting held on the second day of May, 1908, the directors then elected were divided into three classes as above specified; the first class to serve for three years, the second class for two years, and the third class for one year; but in all future elections the time of service shall be for the full term of three years and until their successors are elected and qualified. Provided that the Governor of the State of Idaho shall, ex-officio, be a member of said Board of Directors during the entire period of his term as governor. Provided always that the Board of Directors shall appoint

such other officers and agents as it may deem necessary for the transaction of the business of such corporation and fix, limit, and determine their duties and powers and at its pleasure dismiss them, or any or either of them.

Provided further that by a majority vote of the members of such corporation present at any regular or special meeting, the office of any director, officer or agent of such corporation may, by resolution, be declared vacant, and thereupon some other person shall be elected as successor to his office.

AND BE IT FURTHER RESOLVED, That Article 5 of the Articles of Incorporation of the Children's Home Finding and Aid Society of Idaho be amended to read as follows, to-wit:

#### ARTICLE 5.

##### Duties of Officers

The principal duties of the several officers, respectively, shall be as follows: The President shall preside at all meetings of such corporation and of the Board of Directors subject to the direction of the Board of Directors; he shall sign all notes, obligations, contracts, and other instruments required to be made for and on behalf of such corporation; he shall exercise general supervision over the entire property, affairs, and business of such corporation, and shall generally perform all duties usually incumbent upon such officer and all such other and further duties as may be required of him by the Board of Directors or the By-Laws of such corporation.

The Vice President shall exercise all the powers and discharge all the duties of the President in case of his absence or inability to act, and shall perform all such other and further duties as may be required of him by the Board of Directors, or the By-Laws of such corporation.

The Secretary shall attend all meetings of the members of such corporation and the Board of Directors, both regular and special and shall keep a true and complete record of the proceedings of all such meetings; he shall have the custody of the corporate seal, subject to the direction of the Board of Directors. He shall affix the corporate seal to all instruments which require sealing and which have been executed by the President or other

duly authorized officer; he shall have charge of all books, documents, and papers which properly belong to his office and shall generally perform all the duties incumbent upon such office and all such other and further duties as may be required of him by the Board of Directors or by the By-Laws of such corporation.

The Treasurer, subject at all times to the direction and control of the Board of Directors, shall safely keep the funds of such corporation, which shall come to his hands and so only disburse the same and generally perform all duties usually incumbent upon such office and all such other further duties as may be required of him by the Board of Directors or the By-Laws of such corporation. Provided that whenever the Board of Directors shall appoint an Assistant Treasurer, he shall perform all of the duties of the Treasurer in the latter's absence, and any duties of the Treasurer when requested by him, or so required by resolution of the Board of Directors.

AND BE IT FURTHER RESOLVED, That Article 6 of the Articles of Incorporation of the Children's Home Finding and Aid Society of Idaho be amended by striking out the third paragraph thereof so that the same shall read as follows, to-wit:

#### ARTICLE 6.

##### Membership

The persons who have subscribed these articles of incorporation and those persons who may hereafter be elected members in accordance with the provisions of this article shall constitute the membership of such corporation.

Any person who shall have been duly elected by the Board of Directors may become a member of such corporation by the payment of the Life Membership fee required by the By-Laws.

AND WE DO FURTHER CERTIFY:

That public notice of the intention to amend the Articles of Incorporation at a meeting of the corporation held on May 13, 1937, and the manner in which it was intended to amend said Articles of Incorporation, was given by publication for once a week for four consecutive weeks, commencing on Monday, April 12, 1937, and ending with the issue of

Monday, May 10, 1937, being five consecutive Mondays, in The Idaho Daily Statesman, a daily newspaper printed and published at Boise, Ada County, State of Idaho, and having a general circulation therein; and that at said meeting a quorum of the stockholders of said corporation was present in person or represented by proxy.

Given under our hands and seals this 20 day of May, 1937.

CHILDREN'S HOME FINDING AND AID SOCIETY OF IDAHO

ATTEST:

By

C. C. Anderson

President.

Nelle N. Grete

Secretary.

STATE OF IDAHO )  
( ss.  
County of Ada )

On this 20<sup>th</sup> day of May, in the year 1937, before me, Wm. C. Dunbar, a notary public in and for the State of Idaho, personally appeared C. C. Anderson and Nelle N. Grete, the persons whose names are subscribed to the foregoing certificate of amendment and each acknowledged to me that they 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.

Wm. C. Dunbar

Notary Public for Idaho

Residing at Boise, Idaho

My commission expires: Dec. 13, 1938