

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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 ASSOCIATION OF REALTORS, INC.

was filed in the office of the Secretary of State on the **nineteenth** day of **September** A.D., One Thousand Nine Hundred **sixty-eight** and ~~will be~~ ~~duly recorded on Film-Now microfilm~~ of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

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 **Boise, Idaho** in the County of **Ada**

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 **19th** day of **September**, A.D., 19 **68**.

Pete T. Cenarrusa

Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION OF IDAHO ASSOCIATION OF REALTORS,
INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned,

GEORGE E. HANEY, JR.

C. DONALD KERBY

ROSS N. REESE

B. A. POLESON

WALLACE A. WALKER

natural persons and residents in the State of Idaho, have this day voluntarily associated ourselves for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and we do hereby certify:

I.

That the name of this corporation is Idaho Association of Realtors, Inc.

II.

That this corporation shall have perpetual existence.

III.

That the purpose for which this corporation is formed are the following:

- a. This corporation is not formed in contemplation of pecuniary gain and/or profit to the members thereof.
- b. To foster and promote recognition of the underlying principle of the National Association of Real Estate Boards, that under all is the land, and that upon its wide utilization depend the survival and growth of free institutions and of our civilization. The Realtor, as the instrumentality through which the land resources of the nation reach their highest use, and land ownership attains its widest distribution, is the creator of homes, the builder of cities, and the developer of industries and productive farms.
- c. To unite the men and women engaged in the real estate business in the State of Idaho, by means of community real estate boards, or otherwise, for the purpose of effectively exerting a combined influence upon matters affecting real estate interests.

- d. To promote and maintain the high standards of conduct in the transaction of the real estate business set forth in the Code of Ethics of the National Association of Real Estate Boards, and to enforce that Code.
- e. To advance the civic development and economic growth of the State of Idaho, and to that end to cooperate with all organizations having similar objects.
- f. To protect the public against unethical, improper and fraudulent practices by the affixing of the title or symbol "REALTOR" to advertising matter, stationery, sign boards, stock certificates, bonds, deeds, mortgages, or other material, used by or in conjunction with the real estate business, so as to educate the general public to deal only with those who have agreed to observe the standards of the National Association of Real Estate Boards.
- g. To make all necessary rules and regulations for admission to membership and the continuance of membership in the Association.
- h. To act as arbitrator, adjuster and mediator and dispense between members hereof, between members and non-members, and between such other persons as may be provided by in the By-Laws.
- i. To print, publish and issue forms, books, periodicals, data, listings, and any other printed matter, and to provide the conditions under which said matter may be sold or distributed, and the compensation to be charged therefore, and to restrict the distribution of such matter to such persons as may be provided in the By-Laws.
- j. To do any other act, or to enter into any contract that a natural person might lawfully do or enter into. In generally, to transact and carry on any other business and to exercise any other powers which may be necessary, proper or convenient to be carried on or exercised in connection with any of the foregoing purposes or instances thereto.
- k. This corporation from time to time may do any one or more of the acts and things or carry out any one or more of the purposes, herein set forth, and may transact business in the State of Idaho, and other states, in the District of Columbia, in the districts, dependencies, and colonies of the United States and its foreign countries.

IV.

That the principal office for the transaction of business of this Corporation is to be located in the City of Boise, County of Ada, State of Idaho.

V.

This Corporation shall issue no shares of stock, shall

divide no dividends or profits among its members, shall vest in each active member, as hereinafter defined, one vote, shall make loss of membership by death or otherwise, the termination of all interest of said member in the corporate assets.

VI.

Section 1. The membership in Idaho Association of Realtors shall be divided into two classifications as follows: Active and Associate. No one shall be enrolled as a member who is under the age of twenty-one years. All members shall comply with and abide by the Association's Articles of Incorporation and the Code of Ethics of the National Association of Real Estate Boards.

(a) Active members shall be (1) the Realtor members of Constituent Real Estate Boards and (2) members of the National Association of Real Estate Boards living in cities and counties where there are no organized Real Estate Boards. Constituent Real Estate Boards within the meaning of these By-Laws include town, city, county, district, intercity and intercounty Boards, consisting of persons, firms and corporations engaged in the Real Estate business and affiliated with the National Association of Real Estate Boards. Active members shall be entitled to vote on all matters coming before the Association and shall be eligible to hold elective office.

(b) Associate Members shall be licensees who are not not members of the National Association of Real Estate Boards as well as individuals, firms and corporations resident in the State of Idaho, who, through the ownership of real estate, or otherwise, have allied interests with real estate and real estate Brokers. Members of this class may not hold elective office and may not vote for elective officers. However, they shall be entitled to other advantages and privileges pertaining to Association membership.

(c) All licensees in an office must become Realtors as soon as possible in accordance with the Constitution and By-Laws

of the local Board, in order for the office to qualify to use the term "Realtor" in any manner.

Section 2. Fees and Dues - Membership fees shall be deemed to have been paid subject to the provisions of the By-Laws for membership privileges only, and shall not carry with them any vested interest in the Association or its property.

Section 3. Punishment of Members - Any member of the Association may be fined, suspended, or expelled for violation of the constitution or by-laws, or regulations established thereunder, of the Code of Ethics of the National Association of Real Estate Boards, or for any other conduct tending to bring discredit on the National Association, this Association, or the real estate business. No member shall be fined, suspended or expelled unless charges in writing shall first have been filed with the Board of Directors and the member has been given full opportunity to present all pertinent facts as a defense to the charges. The affirmative vote of a majority of the Board of Directors, a quorum voting, shall be necessary to fine, suspend or expel a member. Any member so punished shall have the right of appeal to the Association at its next annual meeting following the action of the Board of Directors.

Section 4. Code of Ethics - The Code of Ethics of the National Association of Real Estate Boards is hereby adopted as the Code of Ethics of this Association, and shall be considered as a part of its rules and regulations, and the Code of Ethics and rules and regulations of the Association shall be deemed in the future to be amended whenever the Code of Ethics is amended by the National Association.

VII.

Section 1. Applications - Applications for membership shall be made in writing to the Secretary-Treasurer, and shall be accompanied by the required initiation fee, if any. Applications of constituent Boards shall be signed by the President and the Secretary of said Boards. Applications for Associate memberships shall be endorsed by two responsible citizens of the community

where the applicant's place of business or residence is located.

Section 2. Election - The applicant shall be declared duly elected to membership when the application has received the favorable vote of the majority of the members of the Board of Directors voting thereon, a quorum voting.

Section 3. Privileges of Members - An active member shall have the right to use the designation "Member of Idaho Association of Realtors, Inc." and shall be entitled to use the term or symbol "Realtor." An Associate member shall have the right to use the term "Associate Member, Idaho Association of Realtors, Inc." but shall not be entitled to refer to himself as a "Realtor" unless he is a member of the National Association of Real Estate Boards.

VIII.

Section 1. (a) Each Constituent Board shall pay annually the sum of \$15.00 for each active broker and \$10.00 for each active salesman member in good standing.

(b) Brokers who are not members of a Constituent Board shall pay \$15.00 per annum. Salesmen who are not members of a Constituent Board shall pay \$10.00 per annum.

(c) Associate members - \$5.00 per annum.

Section 2. Suspension for Non-payment - The Board of Directors shall have power to suspend any member for non-payment of the dues provided in this Article. The Board of Directors shall also have the power to suspend any Constituent Board for non-payment of the dues provided in this Article. Any member who has, or any Constituent Board that has been suspended for non-payment of dues may be reinstated by the Board of Directors upon payment of the amount owing at the time of suspension.

IX.

That the names and post office addresses of the incorporators and those to whom certificates of memberships will be issued, each having one certificate of membership, and being a citizen of the United States, as follows:

George E. Haney, Jr., 1605 Addison Avenue East,
Twin Falls, Idaho

C. Donald Kerby, 112 Main Street,
Bonners Ferry, Idaho

Ross N. Reese, 12 North Center Street,
Rexburg, Idaho

B. A. Poleson, 627 Bryden Avenue
Lewiston, Idaho

Wallace A. Walker, 1301 Capitol Blvd.
Boise, Idaho

X.

The government of the Association shall be vested in a Board of Directors of not less than fourteen, consisting of the President, three Vice-Presidents, the Secretary-Treasurer, and not less than nine directors to be elected in the manner set out in the By-Laws. Eight Directors shall constitute a quorum for the transaction of business. Except as to voting by mail, set out in the By-Laws, where a majority vote of the Directors, a quorum voting, shall be sufficient to carry any question.

XI.


These Articles of Incorporation may be amended by a two-thirds affirmative vote of the Board of Directors ratified by two-thirds of the active members in attendance at any annual meeting or special meeting called for that purpose after due notice of the members.

XII.

The estimated values of the property and money possessed by said Association at the date hereof is nil, and the sources of its revenue and income are contributions from its members and others, and fees and dues from its members for the enjoyment of the privileges of membership and the advantages of the Association. The liability of members for the debts of the Association shall be limited to the amount of their dues, fees and contributions which shall be owing and unpaid.

IN WITNESS WHEREOF, We have hereunto set our hands and seal this 19th day of September, 1968.


George E. Hanel, Jr.

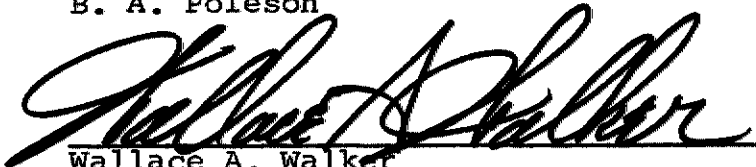

C. Donald Kerby



Ross N. Reese



B. A. Poleson

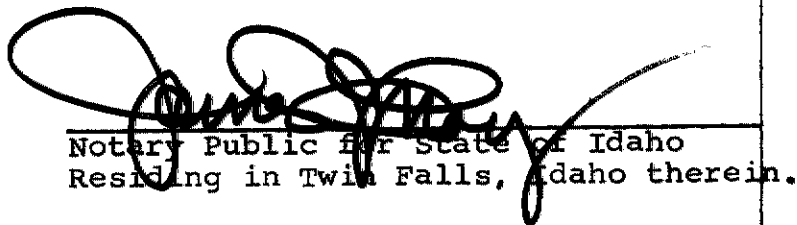


Wallace A. Walker

STATE OF IDAHO)
 : ss.
County of Twin Falls)

On this 19th day of September 1968, before me,
the undersigned Notary Public, in and for the County of Twin
Falls, State of Idaho, personally appeared GEORGE E. HANEY, JR.,
C. DONALD KERBY, ROSS N. REESE, B. A. POLESON and WALLACE A.
WALKER, who are persons known to me to be the persons whose names
are subscribed to and executed the foregoing Articles of Incor-
poration of the Idaho Association of Realtors, Inc. and several
acknowledged to me that they signed, sealed, executed and delivered
the said Articles of Incorporation in triplicate as their free and
voluntary act for the use and purposes herein set forth.

WITNESS My hand and seal in triplicate of Twin Falls,
Idaho, the day and year in this certificate first above written.


Notary Public for State of Idaho
Residing in Twin Falls, Idaho therein.