

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

THE ADA COUNTY HUMAN RIGHTS TASK FORCE, INC.

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 THE ADA COUNTY HUMAN RIGHTS TASK FORCE, 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: January 28, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*Valerie Taylor*

**ARTICLES OF INCORPORATION**  
**OF**  
**THE ADA COUNTY HUMAN RIGHTS TASK FORCE, INC.,**  
**a nonprofit corporation**

JUN 28 2 21 PM '93  
SECRETARY OF STATE

**KNOW ALL PERSONS BY THESE PRESENTS:**

That we, the undersigned, have this day associated ourselves together for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Idaho. For that purpose, we do hereby adopt these Articles of Incorporation.

**ARTICLE I**

**Name:** The name of the corporation is: The Ada County Human Rights Task Force, Inc..

**ARTICLE II**

**Duration:** The term of the existence of this corporation shall be perpetual.

**ARTICLE III**

**Principal Place of Business:** The principal place of business shall be in Boise, Idaho.

**ARTICLE IV**

**Purpose:** The purposes for which this corporation are organized include the transaction of any or all lawful business for which nonprofit corporations may be incorporated under the laws of the State of Idaho, as they may be amended from time to time, and to form a permanent organization in the County of Ada, State of Idaho for the development and furtherance of these goals:

- 1) Provide support to people victimized by malicious harassment;
- 2) Provide education within Ada County for promoting positive solutions to the causes of malicious harassment;
- 3) Promote legislation that addresses the goals of The Ada County Human Rights Task Force, Inc.;

- 4) Monitor and document incidents and activities of harassment and bigotry;
- 5) Promote a positive and accurate image of the acceptance of diversity on the part of the people of Ada County, Idaho;
- 6) Create a corporation which is exempt from taxation pursuant to Section 501 (c) (4) or other appropriate section of the Internal Revenue Code.
- 7) Create a corporation, contributions to which would be deductible pursuant to Section 170 (c) (2) or other appropriate section of the Internal Revenue Code.

#### **ARTICLE V**

**Prohibited Activities:** No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501 (c) (3) or (4) of the Internal Revenue Code of 1954, (or the corresponding provision of any Future United States Internal Revenue Law) or: (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, (or the corresponding provisions of any future United States Internal Revenue Laws).

#### **ARTICLE VI**

**Corporate Dissolution:** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, social welfare, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) or (4) of the Internal Revenue Code of

1954 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine, which are organized, operated, and qualify as such an exempt organization.

#### **ARTICLE VII**

**Annual Meeting:** The annual meeting is to be held at Boise, Idaho at a time, place and with such notice as fixed by the bylaws.

#### **ARTICLE VIII**

**Statutory Agent:** The name and address of the initial statutory agent of the corporation is:

Marilyn Shuler  
Idaho Human Rights Commission  
450 W. State  
Boise, ID 83720

#### **ARTICLE IX**

**General Powers:**

- 1) The power to alter, amend or repeal the bylaws or adopt new bylaws, subject to repeal or change by the action of the members, shall be vested and reserved to the members.
- 2) A special meeting may be called by: (a) any two officers, or: (b) in accordance with any statutory provision or bylaw approved and adopted by a majority of the membership.
- 3) The right of members, or classes of members, to vote may be limited, enlarged or denied to the extent provided in the bylaws as such provision is approved and adopted by a majority of the membership at a reasonable time prior to any specific vote.

- 4) Subject to any limitations fixed in the Idaho Code relative to the persons constituting the initial Board of Directors, the bylaws shall fix the number of directors, the manner of the election and term of office, all to be approved by a majority of the membership.
- 5) A board member may be removed by the Board of Directors whenever in its judgment, the interest of the corporation would be best served thereby upon such provisions as are set forth in the bylaws approved and adopted by a majority of the members.

#### **ARTICLE X**

**Officers:** There shall be at least a president, one vice-president, a secretary and a treasurer elected by the Board of Directors from their number.

#### **ARTICLE XII**

**Finances:** Start-up funding is to be provided by the officers.

Continued funding is to be generated by the provision of services and service materials at reasonable cost for such services and materials, contributions and paid memberships.

All reasonable expenses for officer and board member travel and per diem costs related to the conduct of the business of the corporation shall be fully reimbursed.

A fee schedule for all services and materials shall be published annually.

Accounting for all finances shall be made annually by the treasurer to the officers and Board of Directors.

#### **ARTICLE XIII**

**Members:** The corporation shall have unlimited membership.

## **ARTICLE XIV**

**The name and address of the incorporator:**

**Marilyn Shuler  
Idaho Human Rights Commission  
450 W. State  
Boise, ID 83720**

## **ARTICLE XV**

**The Board of Directors on the date of incorporation include:**

**Brian Bergquist  
P.O. Box 768  
Boise, ID 83701**

**Cindy Betz  
3502 Curt Drive  
Meridian, ID 83642**

**Paul Bonilla  
1935 Priest  
Boise, ID 83706**

**Greg Bower  
602 W. Idaho Street  
Boise, ID 83702**

**Chris Bray  
1109 Main Street  
Boise, ID 83702**

**Ned Brewer  
1200 S. Artesian #30  
Eagle, ID 83616**

**Joe Bruce  
1629 South Pacific  
Boise, ID 83705**

**Ben Cano  
Boise State University  
1910 University Drive  
Boise, ID 83724**

**Dallas Chase  
1831 North Patricia Ave.  
Boise, ID 83704**

**Jay Clemens  
300 N. Sixth Street  
Boise, ID 83702**

**Robin Crisler  
1915 South Arcadia  
Boise, ID 83705**

**Tony Dennis  
1207 Fort Street  
Boise, ID 83702**

**Jeanne Dodds  
2702 Laurelhurst Dr.  
Boise, ID 83705**

**Leslie Drake  
10902 Crusier Drive  
Boise, ID 83709**

**Bertha Edwards  
7171 Hilltop Way  
Boise, ID 83709**

**Jean Fisher  
602 W. Idaho  
Boise, ID 83702**

**Dora Gallegos  
Boise State University  
1910 University Drive  
Boise, ID 83725**

**Diane Garza  
Boise State University  
1910 University Drive  
Boise, ID 83725**

**Jez Graham  
10000 Fox Ridge  
Boise, ID 83709**

**Dallas Gudgell  
1410 N. Hilton  
Boise, ID 83706**

**Janet Hardy  
Box 40  
Boise, ID 83709**

**Dick Hartley  
1207 W. Fort St.  
Boise, ID 83702**

**Seichi Hayashida  
231 Lone Star Road  
Nampa, ID 83651**

**Ed Hirahara  
11993 Jody Drive  
Boise, ID 83704**

Katie Jolley  
11938 Tioga  
Boise, ID 83709

Vaughn Killeen  
7200 Barrister  
Boise, ID 83704

Charles Maxwell  
9751 Klondike Court  
Boise, ID 83709

Carl Powell  
3806 North Sawgrass Place  
Boise, ID 83704

Marilyn Shuler  
450 W. State Street  
Boise, ID 83720

Tom Tucker  
1110 W. Franklin Street  
Boise, ID 83702

Blossom Turk  
1010 W. Washington  
Boise, ID 83702

Jack Van Valkenburgh  
Box 1897  
Boise, ID 83701

Gaylord Walls  
1910 University Drive  
Boise, ID 83725

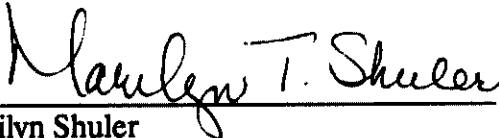
Kathy Yamamoto  
P.O. Box 2638  
Boise, ID 83701

Lianne Yamamoto  
650 W. State Street  
Boise, ID 83725

#### ARTICLE XVI

The corporation reserves the right to amend, endorse, or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, or by a majority vote of the Board of Directors or as otherwise set forth in the Bylaws of this corporation.

SIGNED AND SUBSCRIBED this 26<sup>th</sup> day of January 1993.

  
Marilyn Shuler  
Incorporator