

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

*YOST COMMUNITY CENTER ASSOCIATION, 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 \_\_\_\_\_

*YOST COMMUNITY CENTER ASSOCIATION, 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 September 28, 19 82.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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ARTICLES OF INCORPORATION  
OF ~~SECRETARY OF~~  
STATE

YOST COMMUNITY CENTER ASSOCIATION, INC..  
(A Non-Profit Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of the age of majority, and residents of the State of Idaho, and citizens of the United States of America, in order to form a NONPROFIT Corporation, for the purposes hereinafter stated, pursuant to the "Idaho Nonprofit Corporation Act" do hereby certify as follows:

I.

That the name of this corporation is "YOST COMMUNITY CENTER ASSOCIATION, INC.".

II.

That this Corporation is named in honor of Bill and Kathie Yost, who were beloved and inspirational community leaders in the Communities of Hope, Trestle Creek, and adjacent areas in Bonner County, Idaho, and who were killed in a tragic boating accident on Lake Pend d'Oreille on September 4, 1982. We, the incorporators, dedicate the purposes of this Corporation to their perpetual memory.

III.

That this Corporation is, and shall always be, a non-profit corporation, and is organized under, and by authority of, the "Idaho Nonprofit Corporation Act" pursuant to Chapter Three (3) of Title Thirty (30) of the Idaho Code.

IV.

The period of duration of this Corporation shall be perpetual.

V.

The purposes for which this corporation is organized are as follows:

V. (continued)

(a) to procure the location for, and to build, maintain, and operate a Community Center in or near Hope, Idaho, to be known as the YOST COMMUNITY CENTER; and

(b) to conduct and provide a pre-school program for pre-school children residing in or near Hope, Idaho; and

(c) to conduct or sponsor community educational programs not limited to, but including programs relating to hunting and fishing, boating and water safety, and arts and crafts; and

(d) to conduct or sponsor arts and craft shows and talent shows; and

(e) to sponsor or encourage Boy Scout and Girl Scout, and related programs in the area in or near Hope, Idaho; and

(f) to provide facilities for, and to sponsor youth and adult recreation; and

(g) to provide facilities for, and to sponsor an area theater; and

(h) to provide a convention center for the Hope, Idaho area; and

(i) to provide facilities for, and to provide for the area in and adjacent to Hope, Idaho, a Historical Center and Museum; and

(j) to provide facilities for, and to provide a library for the Hope, Idaho area; and

(k) to provide facilities for, and to sponsor a blood donation center, health testing programs, and a health and medical clinic; and

(l) to provide adequate facilities for all of these purposes; and

(m) to receive charitable gifts and donations of money and gifts of real and personal property, and to sponsor community activities, and to charge fees when authorized by the

V. (continued)

board of directors of this corporation to carry out the purposes of this corporation; and

(n) to own, buy, sell, mortgage, and exchange real and personal property, and to execute pledges, mortgages, deed of trust, trust indentures, deeds, and security agreements, and to execute any and all other documents necessary for the carrying out of the purposes of this corporation, and to do all other acts necessary for the carrying out of these purposes which are not forbidden by law.

VI.

This corporation shall have two classes of members, which are to<sup>be</sup> known and classified as "members" and "associate members". The members shall have the right to vote at the annual meeting of this corporation, and at all other meetings of the membership, and each member will have ONE (1) vote.

The qualifications and rights of the members of each class shall be set forth in the bylaws of this corporation.

Associate members shall be non-voting members and are not subject to assessment, excepting for such associate membership dues as are authorized by the bylaws.

The issuance of instruments evidencing membership, membership rights, and voting rights shall be in the form of either certificates or cards.

The members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation.

VII.

The management of this corporation shall be in a Board of Directors, and the initial board of directors shall consist of Nine (9) members, but said number may be increased or decreased by amendment of the bylaws of this corporation.

VII. (continued)

No decrease in the number of the board of directors shall have the effect of shortening the term of any incumbent director.

The initial board of directors of this corporation shall hold office until the first annual meeting of the membership of this corporation which said first annual meeting shall not be held later than September 4, 1983, and shall be called with proper notice to membership given as provided in the bylaws of this corporation.

The membership is authorized at the first annual meeting, or at any annual meeting thereafter, so long as the board of directors consists of Nine (9) or more members, to divide the directors into two (2) or three (3) classes, with each class to be as nearly equal in number as possible, and with the term of the directors of the first class to expire at the first annual meeting of members after their election, and that of the second class to expire at the second annual meeting after their election, and that of the third class, if any, to expire at the third annual meeting after their election.

At each annual meeting after such classification, the number of directors equal to the number of the class whose term expires at the time of such meeting shall be elected to hold office until the second succeeding annual meeting, if there be two (2) classes, or until the third succeeding annual meeting if there be three (3) classes. No classification of directors shall be effective prior to the first annual meeting.

Beginning with the first annual meeting of the members of this corporation, the board of directors shall be elected by the members of this corporation in the manner set forth in the bylaws of this corporation.

#### VIII.

Annual meetings of the membership of this corporation shall be held as near as practical to the 4th day of September of each succeeding year hereafter, and shall be held in the YOST COMMUNITY CENTER at or near Hope, Idaho, and the Secretary of this corporation shall give notice to the members of this corporation. Provided, that if it is not possible for any reason, to hold the annual meeting in the YOST COMMUNITY CENTER, the annual meeting may be held at such other proper place as determined by the board of directors in conformance with the bylaws of this corporation.

The membership is not limited in the number of special or regular meetings they may have in addition to the annual meeting which is required.

#### IX.

It is the intent and purpose of this corporation to operate and perform its purposes through and by means of charitable gifts and voluntary donations.

The board of directors are authorized in the manner and method set forth in the bylaws to levy assessments upon the members, but not upon the associate members, provided that the members may rescind any such assessments by majority vote of the members present at any annual, regular or special meeting of the membership.

The collection of any such assessment may not be enforceable by legal action, but the failure to pay any such assessments can result in forfeiture of membership in the manner as set forth in the bylaws after the giving of notice as required by Section 30-308A of the Idaho Code.

The board of directors are also authorized to accumulate debts of the corporation by borrowing money, or by buying merchandise on account.

X.

The officers of this corporation shall consist of a president, one (1) or more vice-presidents as shall be prescribed by the bylaws, a secretary, and a treasurer, each of whom shall be elected by the board of directors at such time and in such manner as may be prescribed by the bylaws of this corporation.

This corporation may have such other officers, assistant officers and agents as may be deemed necessary which may be appointed by the board of directors or chosen in such other manner as may be prescribed by the bylaws of this corporation.

XI.

The street address of the initial registered office of this corporation is 722 Lookout Road, East Hope, Idaho 83836, and the name of the initial registered agent of this corporation is KRISTINE ROLOFSON. Correspondence can best be had with said registered agent by using the mailing address of P.O. Box 193, Hope, Idaho 83836.

XII.

The names and addresses of the directors constituting the initial board of directors are as follows:

- (1) JO ANN VAN STONE, Box 629, Star Route, Hope, Idaho 83836.
- (2) GLEN ROLOFSON, P.O. Box 193, Hope, Idaho 83836.
- (3) ELLEN LIZOTTE, P.O. Box 97, Hope, Idaho 83836.
- (4) DAVID SCHERB, Star Route, Box 288, Hope, Idaho 83836.
- (5) RICH BARNES, Star Route, Box 219, Hope, Idaho 83836.
- (6) JUNE J. ANDERSON, Star Route, Box 450, Hope, Idaho 83836.
- (7) JAMES LASSO, Holiday Shores Marina, Highway #200, Hope, Idaho 83836.
- (8) PETER J. HOOVER, 3400 Spiceland Dr., Boise, Idaho 83704.
- (9) WILLIAM J. HAY, 672 Sullivan St., Boise, Idaho 83706

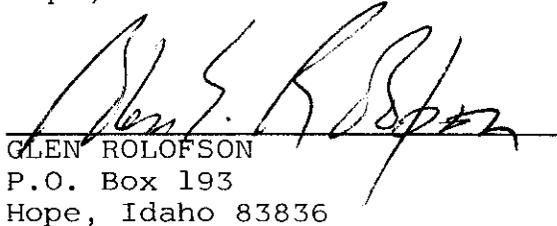
XIII.

That the name and address of each incorporator is below set forth, and the signature of each incorporator is affixed hereto.

IN WITNESS WHEREOF, We, the incorporators have hereunto set our names, signatures, and addresses to these Articles of Incorporation at Hope, Bonner County, Idaho, on this 27th day of September, 1982, excepting the undersigned PETER J. HOOVER, and WILLIAM J. HAY, who affixed their signatures hereto at Boise, Ada County, Idaho on this 27th day of September, 1982.



JO ANN VAN STONE  
Box 629 Star Route  
Hope, Idaho 83836



GLEN ROLOFSON  
P.O. Box 193  
Hope, Idaho 83836



ELLEN LIZOTTE  
P.O. Box 97  
Hope, Idaho 83836



DAVID SCHERE  
Star Route, Box 219  
Hope, Idaho 83836



RICH BARNES  
Star Route, Box 219  
Hope, Idaho 83836



JUNE J. ANDERSON  
Star Route, Box 450  
Hope, Idaho 83836

XIII. (continued)

  
JAMES LASSO  
Holiday Shores Marina  
Highway #200  
Hope, Idaho 83836

  
WILLIAM J. HAY  
672 Sullivan St.  
Boise, Idaho 83706

  
PETER J. HOOVER  
3400 Spiceland Dr.  
Boise, Idaho 83704

STATE OF IDAHO )  
                  ) ss.  
County of Canyon )

On this 27th day of September, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared JO ANN VAN STONE, GLEN ROLOFSON, ELLEN LIZOTTE, DAVID SHERB, RICH BARNES, JUNE J. ANDERSON, and JAMES LASSO, personally known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation, and each of them acknowledged to me that they each 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.

(Seal)

  
C. ROBERT YOST  
NOTARY PUBLIC FOR IDAHO  
Residing at Caldwell, Idaho  
Bond Exp. 9/28/84

STATE OF IDAHO     )  
                          ) ss.  
County of Canyon )

On this 27th day of September, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared PETER J. HOOVER and WILLIAM J. HAY, personally known to me to be two of the persons whose names are subscribed to the within and foregoing Articles of Incorporation, and each of them acknowledged to me that they each 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.

(Seal)



C. ROBERT YOST  
NOTARY PUBLIC FOR IDAHO  
Residing at Caldwell, Idaho  
Bond Exp. 9/24/84