



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

THE IDAHO PERSONNEL AND GUIDANCE ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **tenth** day of **February** A.D., One Thousand Nine Hundred **seventy-two** and ~~will be~~ ^{111 be} duly recorded on ~~Film~~ ^{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 **Nampa, Idaho** in the County of **Canyon**

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 **10th** day of **February**, A.D., 19**72**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
THE IDAHO PERSONNEL AND GUIDANCE ASSOCIATION, INC.

KNOW BY ALL MEN THESE PRESENTS That we, the undersigned, in order to form a non-profit corporation, for the purposes hereinafter stated, pursuant to Title 30-117A of the Business Corporation Act of the State of Idaho, hereby certify as follows:

ARTICLE I

The name of the corporation is The Idaho Personnel and Guidance Association, Inc.

ARTICLE II

The corporation is to have perpetual existence.

ARTICLE III

The location and post office address of the registered office of the corporation is Box 468, 816 C 12th Avenue South, Nampa, Idaho 83651.

ARTICLE IV

The corporation is authorized to issue one voting membership share to each active member of the corporation.

ARTICLE V

Membership is open to any person who is engaged in or interested in personnel and guidance work in the State of Idaho.

ARTICLE VI

Each member in good standing shall be entitled to vote as a member of the association, to attend conventions and meetings of the association, and shall be eligible to hold office in the association provided he is a member of the American Personnel and Guidance Association.

ARTICLE VII

The purposes for which this corporation is formed are:

- a. To operate in accordance with the major purposes of the American Personnel and Guidance Association.
- b. To unite in one organization all persons engaged in or interested in any phase of personnel and guidance work in the State of Idaho.
- c. To maintain and improve professional standards in the field of personnel and guidance in the State of Idaho.
- d. To encourage the further development of personnel and guidance services in schools and other agencies throughout the State of Idaho.
- e. To conduct activities designed to promote, in the State of Idaho, the professional growth of personnel and guidance workers.
- f. To coordinate personnel and guidance activities in the State of Idaho, functioning through either public or private agencies.
- g. To serve as a central clearing agency for information pertinent to present or contemplated personnel and guidance programs in the State of Idaho.
- h. To inform members and to educate the public concerning legislation that affects personnel and guidance services in the State of Idaho.
- i. To encourage experimentation and research in the State of Idaho in personnel and guidance fields.
- j. All of the foregoing enumerated powers shall be strictly limited to those purposes which are exclusively non-profit in nature as defined by Section 501 (C) 3 of the Internal Revenue Code and shall not be extended to any other purpose.

k. Notwithstanding anything stated in these Articles of Incorporation, this corporation shall operate exclusively for non-profit purposes so that no monies collected by it will benefit any director, member or any other individual.

ARTICLE VIII

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for debts and obligations of the corporation, any remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for non-profit purposes and which has established its tax exempt status under Section 501 (C) 3 of the Internal Revenue Code.

ARTICLE IX

The corporation shall have the power to accomplish any of the above specified purposes and shall specifically have the following powers:

a. To accomplish the purposes herein set forth to the same extent and as fully as natural persons might do or could do in the State of Idaho or in any other state, county or place.

b. In general, but in connection with the foregoing, said corporation shall have and exercise all the powers conferred by the Laws of the State of Idaho upon corporations not for profit, it being hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the general powers of the corporation.

c. To do each and everything necessary, suitable or proper for the accomplishment of any of the purposes, or the attainment of any one or more of the objects herein enumerated

ARTICLE XVII

A. The president and the president-elect shall serve terms of one year and shall not succeed themselves except that the president-elect succeeding to the office of president before expiration of the term shall serve a full term in addition to serving the unexpired term of the president whom he replaced.

B. The secretary and the treasurer shall serve terms of two years and shall not be eligible to succeed themselves.

C. Elected members of the Executive Council shall serve terms of one year and shall not be eligible to succeed themselves.

D. American Personnel and Guidance Association senators, elected by the Idaho Personnel and Guidance Association, shall serve terms of two years and shall not be eligible to succeed themselves.

ARTICLE XVIII

The Articles of Incorporation of this corporation may be amended in any manner at any regular meeting of the members of such corporation by a vote of two-thirds ($2/3$) of a quorum attending such meeting. Public notice of the intention to amend the Articles of Incorporation shall be given by publication at least once a week for four (4) weeks in a newspaper published in the County wherein such meeting is to be held. Such notice to designate the regular meeting for which it is intended to vote on the proposition of amending the Articles of Incorporation, and shall state the manner in which it is intended to amend the Articles of Incorporation.

ARTICLE XIX

In the event any portion of the Articles of Incorporation of this corporation are in conflict with the constitution of the Idaho Personnel and Guidance Association, the Articles of Incorporation shall control.

ARTICLE XX

There shall be an annual meeting of the Association at which the annual business meeting shall be conducted. The time and place of the meeting shall be determined by the Executive Council.


A. Special meetings may be called by the President with approval of the majority of the Executive Council.

ARTICLE XXI

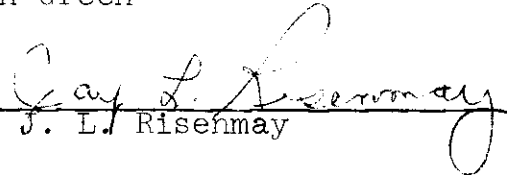
The names and post office addresses of the incorporators of this corporation, each of whom is a full age citizen of the United States of America, are as follows:

Name	Address
Dean Green	North Fremont Senior High School Ashton, Idaho 83420
Dr. J. L. Risenmay	Ricks College Rexburg, Idaho 83440
Erma Callies	Boise State College Boise, Idaho 83706

IN WITNESS WHEREOF, We, the undersigned, constituting the Incorporators of this corporation have executed these Articles of Incorporation this 22nd day of December, 1971.



Dean Green



Dr. J. L. Risenmay



Erma Callies

STATE OF IDAHO)
 :
County of FREMONT) ss.

On this 22nd day of Dec., 1971, before me, the undersigned, a Notary Public in and for said State, personally appeared DEAN GREEN, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

[Signature]
Notary Public for Idaho
Residing at Calvin, Idaho

STATE OF IDAHO)
 :
County of Madison) ss.

On this 3rd day of January, 1972, before me, the undersigned, a Notary Public in and for said State, personally appeared Dr. J. L. RISENMAY, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

[Signature]
Notary Public for Idaho
Residing at Bozberg, Idaho

STATE OF IDAHO)
 :
County of Ada) ss.

On this 5th day of January, 1972, before me, the undersigned, a Notary Public in and for said State, personally appeared ERMA CALLIES, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

[Signature] Margaret Betty
Notary Public for Idaho
Residing at Boise, Idaho