

Articles of Incorporation

Of

The West Cache Irrigation Company.

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United States of America)
)
State of Utah)
) SS
County of Cache)
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This agreement made, entered into and concluded this twenty sixth day of September A.D. one thousand eight hundred and ninety Eight, by and between the following named and undersigned persons a majority of whom are residents of the County of Cache in the state of Utah, And all of whom are Citizens of the United States of America or have declared their attention to become such, Witnesseth that whereas the said undersigned persons are desirous of associating themselves for the purpose of establishing and conducting the business herein after mentioned and set forth, and of incorporating for that purpose under and in pursuance of the laws of the State of Utah, They do hereby certify, declare and agree as follows, that is to say;

I.

That the said Corporation shall be called and known by the name of The West Cache Irrigation Company, and it shall be and is formed and organized at Trenton Precinct in the County of Cache in the State of Utah.

II.

That the purpose for which this Corporation is formed and the pursuit and business agreed upon is to construct, acquire, Own, Hold, operate and maintain canals, ditches, sects, Flumes, Reservoirs, Aqueducts, and water systems, and to operate, acquire, own, hold, operate and maintain water and water rights to be used in connection with said Canals, ditches, sects, Flumes, Reservoirs, aqueducts, and water systems, for domestic and Irrigation purposes on the west side of Bear River in the County of Cache in the State of Utah and in the County of Oneida in the State of Idaho. The source of the supply of said water is Bear River and waste water flowing into Bear River on the West side thereof in the said Counties of Cache Utah, And Oneida Idaho.

III.

That the principal place of Business and the place of general business of said Corporation shall be at Trenton in the County of Cache in the State of Utah.

IV.

That the Corporation herein provided for and hereby created shall Exist and continue for the term of Fifty Years, unless sooner discontinued according to law.

V.

That the amount and limit of the capital Stock of the said corporation shall be and is thirty Thousand dollars, which shall be divided into three thousand shares at ten dollarseach, of face or par-Value.

Each party to this agreement has subscribed and agree to take and pay for the number of shares of stock set opposite his name in this article numbered six; and the names and places of residence of the parties to this agreement who are the incorporators of this corporation, and the number of shares of stock subscribed by each party as aforesaid, are as follows, to wit :

NAMES.	PLACE OF RESIDENCE	NO. OF SHARES.
William Bingham	Trenton Cache Co Utah.	One Hundred.
Joseph Wood	Trenton Cache Co Utah	Sixty
Myron W Butler	Trenton Cache Co Utah,	Fifty.
James L Payne	Trenton Cache Co Utah	Thirty.
Brigham Benson	Trenton Cache Co Utah,	Ten.
Benjamin Hemer,	Trenton Cache Co Utah,	Fifty.
Parley Merrill	Trenton Cache Co Utah,	Eighty.
Jehn M Bingham	Trenton Cache Co Utah,	Fifty.
Charles Bingham	Trenton Cache Co Utah,	Fifty.
Bert Hemer	Trenton Cache Co Utah,	Ten.
George E Wheeler	Lewiston Cache Co Utah,	Twenty.
Aaren J Hill;	Trenton Cache Co Utah,	Five.
George W Adams,	Trenton Cache Co Utah,	Five.
Charles G Wood	Trenton Cache Co Utah,	Fifty.
L.R. Martinson	<i>Logan</i> Trenton Cache Co Utah,	Ten.
Gilbert W Cole	Logan Cache Co Utah,	Ten.
L. A. Hansen	Trenton, Cache Co. Utah	Ten. <i>Five</i>
Ludwig E. Larsen	Newton Cache Co. Utah	Five.
Frank A. Penson,	Logan Cache Co Utah	Five.
George W. Curtis	Newton Cache Co Utah	Fifteen
David Eams	Newton Cache County Utah.	Ten
Emil Wenneason	Cache Junction, Utah	Ten
James E. Sheen	Smithfield, Cache County Utah	Five
Samuel Littledike	Smithfield, Cache County Utah	Five
Jacob Jorgensen	Cache County, Utah	One Hundred.
Joseph C. Wood	Smithfield, Cache Co Utah	Twenty
Willard Bingham,	Smithfield, Cache County, Utah	Five
John A. Andersen,	Hyde Park, Cache Co. Utah	Two
William M. Weir	Smithfield Cache Co. Utah	Five
Parley P. Bingham	Smithfield, Cache Co Utah	Five <i>25</i>
William D. Goodwin	Trenton, Cache Co. Utah	Ten.
Fanny S. Goodwin,	Trenton, Cache Co. Utah	Ten.
Robert Austin	Trenton, Cache Co. Utah	Ten
John Kemp,	Lewiston, Cache Co, Utah	Five
George Treseth,	Trenton, Cache Utah	Ten
Joseph W. Rewillins,	Lewiston, Cache CO. Utah	Three.
William S. Litz,	Lewiston, Cache Co Utah	Five
William Blair,	Lewiston, Cache CO. Utah,	Thirty.
Theo France,	Lewiston Cache Co. Utah	Fifteen
Henry Kent,	Lewiston, Cache Co. Utah	Two
William P. Dapp,	Lewiston, Cache Co. Utah	Ten.
William H. Dapp,	Lewiston Cache Co. Utah	Twenty
Warris S. Stephenson	Lewiston Cache CO. Utah	Ten
Joseph Owens,	Lewiston Cache CO Utah	Twenty
Ezra B. McCombs,	Trenton, Cache CO Utah	Ten.
Lars P. Peterson, N	Newton, Cache Co. Utah	Fifteen.
Lewis A. McCombs,	Trenton, Cache CO Utah	Five.
William H. Brown,	trenton, Cache Co Utah	Ten
Thos. MARRIOT,	Trenton, Cache CO. Utah	Ten.
W. C. Goodwin,	Logan, Cache CO. Utah	Ten.

That the number and kind of officers for this corporation shall be as follows, ^{that is to say} there shall be a board of five directors, a president, a secretary, and a treasurer; the president shall be one of the five directors. Neither the secretary or treasurer shall be a director; one person may hold the the two offices of secretary and treasurer. At least four of the directors shall be necessary to to form a quorum, and such quorum is authorized to transact the business of the corporation and to exercise the corporate powers of this corporation.

That the qualifications of the officers of this corporation shall be for each to be the owner, as shown by the books of the corporation, of at least one share of the capital stock of the corporation.

That the directors of this corporation shall be elected by the stock-holders. The president, the secretary and treasurer of this corporation shall be elected by the board of directors. There shall be a meeting of the share holders of this corporation held on the first Monday of February A.D. One Thousand Eight Hundred and Ninety Nine, and on the first Monday of February annually thereafter for the purpose of electing the directors of this corporation, which meeting (and each of them) shall be held at the hour of two o'clock in the afternoon, in Trenton in the County of Cache in the State of Utah, at such building as the board of directors may ~~appoint~~ ^{appoint}. Notice of such meeting shall be given in such manner as shall be prescribed by the by-laws. The manner of election at all such meetings shall be by ballot, and the person receiving the majority of ~~any~~ ^{the} votes cast for the filling of any office shall be deemed and declared to be elected to such office. Whenever a tie shall occur between two or more persons the stockholders shall continue balloting until one person receives a majority of the votes cast. At all stockholders meetings, both annual and special, a majority of the the outstanding capital stock shall be represented as a requisite of the holding of the meeting; and in case there should not be a majority of the capital stock as aforesaid at any meeting of the shareholders such meeting may be adjourned for not exceeding 30 days and notice thereof shall be given as in case of an original meeting. Notice of all stockholders meeting shall be given as shall be prescribed by the by-laws. *Notice by a Stockholder shall be in writing and shall be filed with the Secretary.*

Until the first meeting of the stockholders for the election of directors as provided in article 9, the following named persons shall be the officers of of this corporation to serve until their successors are qualified; to-wit; Myron W. Butler, shall be director and president, Parley Merrill, George W. Adams, William Bingham, and Joseph Woods shall be directors and Charles G. Wood shall be secretary and treasurer; but any of said officers may resign or be removed as hereinafter provided for in this agreement.

That the term of all the officers of this corporation shall be one year and until their successors are qualified, except when a vacancy is filled and except as provided in article 10. That the board of directors may by appointment fill any vacancy for the unexpired term.

12.

That every officer of this corporation shall qualify as required by law within 20 days after his election or appointment, and in event of a failure to so qualify the board of directors may declare the office vacant.

13.

That any officer of this corporation may resign his office by giving to the board of directors thirty days notice in writing before the same is to take effect, but resignations may be accepted on shorter notice.

14.

That any officer of this corporation may be removed from office by vote of at least three directors in favor of such removal, and after at least five days notice to said officer of such intended action and of the time and place appointed therefor.

That the individual and private property of the stockholders shall not be liable for the debts or obligations of the corporation.

15.

That the board of directors is hereby authorized to levy assessments upon the fully paid up capital stock of this corporation to the extent necessary to provide funds for keeping in repair the canals, ditches, sects, flumes, reservoirs, aqueducts, and water system of the corporation and for acquiring and maintaining water and water rights to be used in connection therewith; for the making of any needed improvements and any needed extension of the water system of the corporation, and for the carrying on the business of the corporation; provided that no assessment of the full-paid capital stock shall be made for making extensions of the water system of the corporation so as to include a greater area, unless such extension shall be authorized by a vote of two thirds of the outstanding capital stock of the corporation in favor of such extension.

The manner of levying the assessment upon the full-paid capital stock shall be as provided by the Statutes of Utah; but in event that there should be at any time no statute in Utah providing for the manner of levying assessments, then such assessments shall be levied in such manner as shall in such event be provided for in the bylaws.

17.

That the board of directors are hereby authorized to borrow money on the credit of the corporation, provided that the total indebtedness of the corporation (exclusive of stock credits) shall not at any one period of time exceed one half of the amount of the capital stock outstanding, of the corporation. The date of each loan with the amount thereof, the rate of interest, the maturity of the loan, dates when interest is payable and such other particulars as there may be, shall be entered upon the minutes of the board and where a note or other written obligation is executed for a loan such written instrument shall be signed with the name of the corporation per the president thereof, and attested by the signature of the secretary and the corporate seal.

18.

That the stock-holders may enact by-laws for the management of the property of the corporation and for the regulation of the business and affairs, which by-laws shall not be inconsistent with this agreement or contrary to law.

19

That special meetings of stockholders may be held at any time and for any purpose relative to the business of the corporation after such notice as may be prescribed by the by-laws.

20.

No contract amounting to over Fifty Dollars ,made by any officer of this corporation shall be valid or binding on the corporation unless said contract shall be first approved by the board of directors.

IN WITNESS WHEREOF we the undersigned parties to this agreement have hereunto set our hands this the Twenty Sixth day of NINEXXX September, A.D. one thousand eight hundred and ninty eigh

F. A. Bensen,	Five Shares.
L. R. Martinson,	Ten "
Gilbert W. Cole,	Ten "
Ludwig E. Larsen,	Five "
Geo. W. Curtis,	Fifteen "
David E. Hors,	Ten "
Emil Vennersen,	Ten "
James K. F. Sheen,	Five "
Samuel Littledike	Five "
Jacob Jorgensen,	One Hundred "
Joseph C. W. ed,	Twenty Twenty shares
Willard Bingham,	Five Sares
Jehn A. Anderson,	Two "
William M: Weir,	Five "
P. P. Bingham,	Twenty Five Sahres.
William D. Goodwin,	Ten Sahres.
A. S. Goodwin,	Ten Sahres.
Robert Austin,	Ten, shares
George Treseth,	Ten shares
Joseph W. Rawlins,	Three shares.
William S. Litz,	Five shares
William Blair,	Thirty shares.
Theo. France,	Fifteen shares.
Henry Kent,	Two shares.
William P. R. Depp,	ten shares.
William H. Depp,	Twenty shares
A. S. Stephensen,	Ten shares.
Joseph Owens,	Twenty shares
Ezra D. McCombs,	Ten shares
Lars P. Petersen,	Fifteen shares.
Lewis A. McCombs,	Five shares.
William H. Brough,	Ten shares.
Thomas Marriott,	Ten shares.

State of Utah
County of Cache./SS.

On the third day of October, A.D. one thousand, eight hundred and ninety eight, personally appeared before me Charles G. Wood, Myron W. Butler and Benjamin Homer, three of the signers of the above instrument (the articles of incorporations of the West Cache Irrigation Company) who duly acknowledged to me that they each and also the other signers of said instrument, executed the same.

W.W. Maughan.
Notary Public, Cache County, Utah.
My commission expires Oct. 11, 1901

Notarial Seal.
I.R. Stamp 10¢

State of Utah
County of Cache.

Before me, the undersigned notary public in and for the county of Cache, in the state of Utah, personally appeared, Charles G. Wood, Myron W. Butler and Benjamin Homer, who being by me *Each* duly sworn each for himself depose and say;

That he is one of the incorporators of the foregoing agreement for the incorporation of the WEST CACHE IRRIGATION COMPANY, that it is his bona fide intention and the bona fide intention of the other incorporators of said corporation to commence and carry on the business mentioned in said agreement; that he verily believes that each party to the said agreement has paid or is able to pay and will pay the amount of stock subscribed to ~~#####~~ by him (each party to said agreement); that at least 10% of the stock subscribed by each stockholder and not less than ten per cent of the capital stock of the corporation has been paid in to the person named in said agreement as treasurer of said corporation; that the said amount of capital stock has been paid in prior to the making and taking of the foregoing acknowledgment to said agreement.

Charles G. Wood
Myron W. Butler
Benjamin Homer

Subscribed and sworn to before me this the third day of ~~Sept~~ September, A.D. one thousand eight hundred and ninety eight.

W.W. Maughan.
Notary public Cache County Utah.
My commission expires Oct. 11, 1901

Seal.
I.R. Stamp 10¢

State of Utah
County of Cache/ss

I. Hopkins J. Mathews, County Clerk in and for the County of Cache, and State of Utah, do hereby certify that the that the above and forgoing is a full, true and correct copy of the articles of Incorporation of the WEST CACHE IRRIGATION COMPANY which original articles of incorporation were filed in my office on the 19th day of October, 1898 and are now on file and of record therein. and I further certify that on the 19th day of October, 1898 the oaths of office required by law of the officers named in said articles of incorporations as the first officers of said corporation, were duly filed in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in Logan City, Cache County, Utah, this the 25th day of October, 1898.

Hopkin J. Mathews.

County Clerk Cache, County Utah.

By John W. Owen, deputy Clerk.

Seal
I.R. Stamp, 10 /

State of Idaho

County of Oneida /SS

I. D. J. Reynolds Clerk of the District Court of the Fifth Judicial District of Idaho in and for Oneida County Idaho, do hereby certify that the above and foregoing is a full true and correct copy of the Articles of Incorporation of the West Cache Irrigation Company, which original articles were filed in my Office February 14th 1899,

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In witness whereof I have hereunto set my hand and seal
. this the 21 St day of February 1899.



Clerk District Court Oneida Co Idaho.