

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

IDAHO YACHT CLUB, 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 _____

IDAHO YACHT CLUB, 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 April 17, 19 86.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

IDAHO YACHT CLUB, INC. ^{MRS}
ARTICLES OF INCORPORATION ^{CAK}
(NONPROFIT, NONSTOCK) ^{OK}
STATE OF IDAHO

WE, THE UNDERSIGNED residents of the state of Idaho, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the state of Idaho.

ARTICLE 1
NAME AND LOCATION

The name of the corporation shall be the Idaho Yacht Club, INC. ^{MRS} and its ^{CAK} location shall be 1128 El Pelar Drive, city of Boise, county of Ada, state of Idaho.

ARTICLE 2
DURATION

The duration of this nonprofit corporation shall be perpetual.

ARTICLE 3
PURPOSE

The business and purpose of this corporation shall be:

- a. To encourage and promote yachting and yacht racing in the southern Idaho region, focusing particularly on the sailing and racing of monohull sailboats in PHRF handicap and one-design racing format.
- b. To formulate rules governing competitions and the conduct of competitions among the members.
- c. To foster education programs for the training of members in the science of seamanship and navigation.

ARTICLE 4
NONSTOCK CORPORATION

The corporation shall be nonstock, and no dividends or pecuniary profit shall be declared or paid to the members thereof.

ARTICLE 5
DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as initial directors are as follows:

Matthew R. Broad	1128 El Pelar Drive, Boise, ID
Cathy A. King	1128 El Pelar Drive, Boise, ID
Howard King	4980 Wildrye Road, Boise, ID

The initial board of directors shall serve for a three-year term ("Initial Term"). Following the Initial Term, all directors shall have terms of one year, and shall be elected as provided in Article 6 herein.

ARTICLE 6
ELECTION OF DIRECTORS

Following the Initial Term, the manner in which the directors are to be elected is as follows. The existing board of directors shall nominate their successors and shall vote from among those nominated. Each director shall have one vote, and the winners shall be determined by a simple majority. Each position shall be voted upon separately.

ARTICLE 7
CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice president, secretary, treasurer and measurer.

The principal duties of the president shall be to preside at all meetings.

The principal duties of the vice president shall be to assist the president in the discharge of his duties and preside in his absence.

The principal duties of the secretary shall be to keep a record of all proceedings of the board of directors and to safely and systematically keep all books, papers, records and documents belonging to the corporation or in any way pertaining to the business thereof, except the books and records incidental to the treasurer. The secretary shall compile and maintain the annual yearbook and a membership roster and shall be available for the preparation of race notices. The secretary shall supply to the press such matters necessary to give proper publicity to each race and the general work of the corporation.

The principal duties of the treasurer shall be to keep an account of all monies, credits and property of any and every nature which shall come into his hands and to keep an accurate account of all monies received and disbursed in the proper vouchers for monies disbursed and to render such accounts, statements and inventories of monies received and disbursed and of money and property on hand and generally of all matters pertaining to his office as shall be required by the board of directors.

The principal duties of the measurer shall be to set and maintain handicap ratings for all yachts to oversee the operation of the handicapping system.

The board of directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

The officers of the corporation shall hold office for a period of one year.

Whenever the board of directors may so order any two offices, the duties of which do not conflict, may be held by one person.

The officer shall perform such additional or different duties as shall from time to time be imposed or required by the board of directors or as may be prescribed from time to time by the bylaws.

ARTICLE 8
ELECTION OF DIRECTORS

The general officers of the corporation shall be elected by the directors as follows. The directors shall nominate the officers and shall vote from among those nominated. Each director shall have one vote, and the winners shall be determined by a simple majority. Each position shall be voted upon separately.

ARTICLE 9
AGENT

The initial registered agent for the corporation shall be Matthew R. Broad, 1128 El Pelar Drive, Boise, Idaho 83702.

ARTICLE 10
INCORPORATORS

The names and residences of the persons forming this corporation are as follows:

Matthew R. Broad	1128 El Pelar Drive, Boise, ID
Cathy A. King	1128 El Pelar Drive, Boise, ID
Howard King	4980 Wildrye Road, Boise, ID

Matthew R Broad

Cathy A. King

Howard King

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

On this 16th day of April, 1986, before me, Carol Hoke, a notary public, personally appeared Matthew R. Broad, Cathy A. King and Howard King, known to me to be the persons whose names are subscribed on the within instrument and acknowledged that they executed the same.