



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

IDAHO WOMEN'S NETWORK, 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 WOMEN'S NETWORK, 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 August 16, 19 88.



Pete T. Cenarrusa

SECRETARY OF STATE

Ann J. Clark

Corporation Clerk

ARTICLES OF INCORPORATION
OF THE
IDAHO WOMEN'S NETWORK, INC.

DEC 16 2 40 PM '88
CLERK OF STATE

These Articles of Incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit, educational, and research corporation under the provisions of Chapter 3, Title 30, Idaho Code as follows:

ARTICLE I
NAME

The name of this corporation is IDAHO WOMEN'S NETWORK, INC. This corporation is a non-profit corporation.

ARTICLE II
PURPOSES

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

A. The Idaho Women's Network, Inc, is a statewide, broad-based nonpartisan coalition of organizations and individuals, and will take action to improve quality and opportunity in women's lives. The network will strengthen the advocacy voice for women through shared information, ideas and action.

B. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any interest therein, wherever situated, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business for profit, to exercise any power, or to do any act which a corporation formed under Chapter 3, Title 30, Idaho Code or any amendment thereto or substitute for, may not at that time lawfully carry on or do.

ARTICLE III
TERM

The term of existence of this corporation shall be perpetual.

ARTICLE IV
LOCATION OF REGISTERED OFFICE AND AGENT

The location of this corporation is in the City of Boise, in the County of Ada and in the State of Idaho. The street address of the registered corporation shall be 720 W. Washington, Boise, Idaho 83702; The name and address of the initial registered agent at this address is Betsy Dunklin, 720 W. Washington, Boise, Idaho 83702.

ARTICLE V
ASSETS

Said corporation is organized on a non-stock basis. The amount of assets which said corporation possesses is:

Real property - none: and

Personal property - Two thousand dollars and no cents (\$2,000.00).

Said corporation is to be financed under the following general plan: By contributions to it of funds and property absolutely or in trust for its purposes as herein stated and for no other purposes.

ARTICLE VI
FINANCES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 in Article Two hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda. 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) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code) 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 provision of any future United States Internal Revenue Law).

ARTICLE VII MEMBERSHIP

The corporation has members and the management of its affairs is to be vested in its members pursuant to section 30-314(c), Idaho Code, and as indicated in the corporate By-Laws.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of this corporation shall be governed by a body chosen from its membership which shall be called the Board of Directors. The Board shall consist of at least five (5) members, each of which shall be elected by the membership with each member serving a one-year term. The officers of the corporation shall be chosen by the board, and shall consist of a Chair, Membership, Communications/public relations, Secretary and Treasurer; and shall serve a term of one year or until their successors are chosen. The Board shall delegate duties or responsibilities to the officers, as set forth in the corporation By-laws. Elections shall be held annually at a time and place to be fixed by the Board of Directors; in the election, the individuals receiving the largest number of votes shall be deemed elected. Only a single vote shall be cast by a member for an individual, and all procedures shall be as set in the By-laws of this corporation. The number of members of the Board of Directors may be changed by the corporation according to the terms of the Corporate By-laws.

ARTICLE IX DISSOLUTION

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for such purposes as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X INCORPORATORS

The name and places of residences, or businesses, of each of

the Incorporators are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Susan M. Graham	512 West Bannock, Boise, Idaho 83702
Betsy Dunklin	720 W. Washington, Boise, Idaho 837024
Margie Strong	4000 N. Cloverdale, Boise, Idaho 83704

ARTICLE XI
FIRST BOARD

The names and addresses of the first named Board of Directors elected by the membership are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Susan M. Graham, Chair,	512 West Bannock, Boise, Idaho 83702
Susan Morris, Vice-Chair,	P.O. Box 372, Mt. Home, Idaho 83647
Claire Turner, Membership,	213 E. Bayview, Boise, Idaho 83606
Maria Eschen, Public Relations,	115 Provident, Boise, Idaho 83706
Kathy Russell, Communications,	3410 Summerset Way, Boise, Id. 83709
Margie Strong, Treasurer,	4000 Cloverdale, Boise, Idaho 83704
Vetty Van Gheluwe, Secretary,	2930 Cherry Ln, Boise, Idaho
Betsy Dunklin, Fundraising,	720 W. Washington, Boise, Idaho 83702

ARTICLE XII
BY-LAWS

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-laws.

IN WITNESS WHEREOF, the Incorporators have signed these Articles of Incorporation this ____ day of August, 1988.

Susan M. Graham
Susan M. Graham
Betsy Dunklin
Betsy Dunklin
Margie Strong
Margie Strong