

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

RIVERLAND TERRACE NONPROFIT WATER CORPORATION

For Office Use Only

-FILED-

File #: 0004788104

Date Filed: 6/14/2022 1:00:00 PM

Article I
Name

The name of the Corporation is Riverland Terrace Nonprofit Water Corporation.

Article II
Nonprofit Status

The Corporation is a nonprofit corporation.

Article III
Period of Duration

The period of duration of the Corporation is perpetual.

Article IV
Registered Office and Agent

The address of the Corporation's registered office is 1157 N Summerbrook Ave, Ste 110, Meridian, Idaho 83642 and the Registered Agent of the Corporation is *Joe Mick*. The registered office and registered agent may be changed from time to time as provided by applicable law.

Article V
Purposes

The purposes for which the Corporation is organized and will be operated are as follows:

A. To engage in the business of providing domestic water service to owners of real property located within the boundaries of Riverland Terrace Subdivision, Ada County, Idaho. Such domestic water service will be provided exclusively to the owners of real property in said subdivision and will not be offered to the public, nor shall the Corporation hold its water or supporting facilities open to use or purchase by the general public or any portion thereof.

B. To supply water at cost and not for profit to shareholders of the Corporation who reside in the Riverland Terrace Subdivision; to generally operate and carry on and do all things necessary or desirable to that general purpose and to purchase, take, receive, grant, deed, exchange or otherwise any equipment, facilities, water rights, land, rights, and buildings and any estate or interest in, or any rights connected with such equipment, facilities, water rights, land,

rights, and buildings; and to develop or turn to account any equipment, facilities, water rights, land, rights, property; and to prepare pipelines, storage tanks, reservoirs, pump houses, and other kinds of conveniences and necessities, and to manage all such properties belonging to the Corporation; and to drill for, produce and supply water for the above-stated purposes; to acquire, construct, erect, lay-down, maintain, enlarge, alter, work and use, lands, buildings, easements, franchises, machinery, plants, pipes, meters, fittings, appurtenances, materials and necessary equipment; and to supply all such materials, products, and constructions as may be necessary, incident or convenient in connection with the production, use, storage, sale and distribution of water to the shareholders of the Corporation; and generally do anything which is necessary, convenient, or appropriate to accomplish the above-stated purposes.

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes. Nothing herein contained shall be deemed to authorize or permit the Corporation to provide water service to the public for compensation or to carry on any business for profit, to exercise any power, or to do any acts that a Corporation formed under the Act, or any amendment thereto or substitute therefore may not at that time lawfully carry on or do.

Article VI **Members**

The Corporation shall have members, all of one class, who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Each person or entity owning a legal residential lot that existed as of January 1, 2020 within Riverland Terrace Subdivision, Ada County, Idaho (but excluding those having such interest merely as security for the performance of an obligation) shall be a member of the Corporation. Each member shall have one vote for each single family dwelling unit on their respective legal lots, and two votes for each duplex on their respective lots.

Article VII **Board of Directors**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under, the direction of its board of directors. The number of directors constituting the board of directors at the filing of these Articles is five (5). The number of directors may be increased or decreased from time to time as may be provided in the Bylaws; provided, however, that the number of directors constituting a board shall not be less than three (3).

Article VIII **Water Service Fees and Charges.**

The Corporation, acting in the manner provided in the Bylaws, shall fix the amount charged to members for connection fees, system maintenance fees, water service rates, and other amounts for the delivery of domestic water to the members, and shall make them payable at such times or intervals, and upon such notice, and by such methods as may be prescribed.

Article IX **Rules and Regulations**

The Board of Directors of the Corporation may recommend such rules and regulations for adoption by the Members, consistent with the Bylaws of the Corporation, governing the operation of the Corporation and its domestic water distribution system.

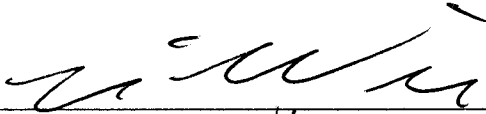
Article X
Distribution on Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation to the members.

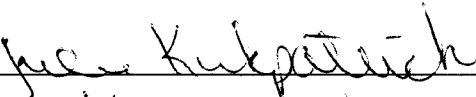
Article XI
Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws of the Corporation.

DATED this 13th day of June, 2022.



Eric Wilson, President

Attest: 
Julie Kirepatov, Secretary

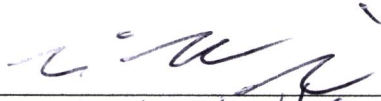
CERTIFICATE
PURSUANT TO
IDAHO CODE SECTION 30-30-705

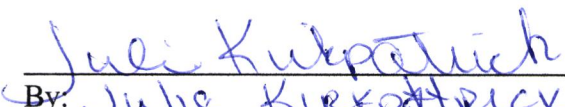
Riverland Terrace Nonprofit Water Corporation (the "Corporation"), a nonprofit corporation organized under and pursuant to the Idaho Nonprofit Corporation Act ("Act"), hereby amends in their entirety and restates the Articles of Incorporation ("Articles") of the Corporation. The amendments required approval by the members of the Corporation.

The Amended and Restated Articles of Incorporation were approved by the members of the Corporation in the manner required by Idaho Code Sections 30-30-703 and 30-30-704, at a meeting of members held on June 12, 2022 and called for that purpose. The Corporation has a single class of membership, consisting of twenty nine (29) members each having one vote for each single family dwelling unit on their respective lots, and two votes for each duplex on their respective lots, for a total of thirty three (33) votes; a total of 20 votes were indisputably cast on the amendments. There were 20 votes in favor of the amendments. The number of votes in favor of the amendments was sufficient for approval.

The Amended and Restated Articles of Incorporation of [name of corporation] are attached hereto and incorporated herein by reference.

RIVERLAND TERRACE NONPROFIT WATER
CORPORATION


By: Eric Wilson
Its: President


By: Julie Kierpatrick
Its: Secretary