

FILED EFFECTIVE

ARTICLES OF INCORPORATION

2014 MAR 24 AM 9:06

OF

SECRETARY OF STATE
STATE OF IDAHO

IDAHO ORGANIZATION OF RESOURCE COUNCILS, INC.

The undersigned, in order to form a Non-Profit Corporation under the provisions of the Idaho Nonprofit Corporation Act, Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation to the Secretary of State.

ARTICLE I: The name of the corporation shall be Idaho Organization of Resource Councils, Inc.

ARTICLE II: The corporation is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purposes of the corporation include, but are not limited to promoting environmental conservancy and responsible stewardship of the distinct ecology of Idaho's water, land, and natural resources; advocating for local sustainable agriculture; and supporting the use of clean energy among Idaho residents through research, community engagement, and education of individuals and communities, conducted either alone or in cooperation with others in furtherance of one or more of the said purposes, all of which must be consistent with the requirements of Section 501(c)(3) of the Code.

In carrying out its purposes, the corporation shall not have or exercise any power or authority granted to it under the Idaho Nonprofit Corporation Act – nor engage directly or indirectly in any activity – that would prevent it from qualifying as a corporation described in section 501(c)(3) of the Internal Revenue Code. No part of the assets or earnings, current or accumulated, of the corporation shall at any time inure to the benefit of any private individual, except that the corporation shall be authorized and empowered to make payments as reasonable compensation for services rendered and/or as a reasonable allowance for authorized expenditures incurred on behalf of the corporation and to make payments and distributions in furtherance of its purposes.

The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it from tax exemption under section 501(c)(3) of the Internal Revenue Code by reason of attempting to influence legislation. The corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The corporation may exercise all power or authority granted to it under the Idaho Nonprofit

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Corporation Act or otherwise, including, but not limited to, the power to accept donations of money, property, or any interest therein, or any other thing of value, and to own or lease property, whether real or personal.

ARTICLE III:

The street address of the registered office is:

910 W. Main Street, Suite 244
Boise, ID 83702

The registered agent at such address is:

Breland Draper

ARTICLE IV:

The affairs of the corporation shall be managed by its Board of Directors. The Board of Directors shall consist of no fewer than four (4) people. The actual number of Directors shall be fixed by the bylaws of the corporation. The names and addresses of the initial directors are:

Janie Burns
9904 Southside Blvd.,
Nampa, ID 83686

Becky Ihli
3512 W. Kipling Rd.,
Boise, ID 83706

Zane Davis
987 Mann Creek Rd.,
Weiser, ID 83672

Amanda Buchanan
931 W. 5th St.,
Weiser, ID 83672

ARTICLE V:

The names and addresses of the incorporators are:

Janie Burns
9904 Southside Blvd.,
Nampa, ID 83686

Becky Ihli
3512 W. Kipling Rd.,
Boise, ID 83706

Zane Davis
987 Mann Creek Rd.,
Weiser, ID 83672

Amanda Buchanan
931 W. 5th St.,
Weiser, ID 83672

ARTICLE VI: The mailing address of the corporation shall be:

910 W. Main St., Suite 244
Boise, ID 83702

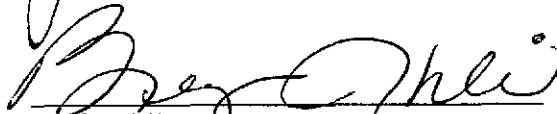
ARTICLE VII: The corporation shall have voting members.

ARTICLE VIII: Upon the termination, dissolution, or winding up of the corporation consistent with law, its assets, if any remain after payment (or provision for payment) of all liabilities, shall be distributed for, and only for, one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

I, the undersigned incorporator, certify that I am authorized to execute these articles of incorporation and that the information in these articles is true and correct.


Janie Burns

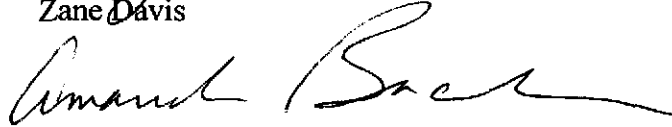
March 17, 2014
Date


Becky Ihli

3-17-14
Date


Zane Davis

3-17-14
Date


Amanda Buchanan

3/17/2014
Date