



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

IDIAHO SECTION OF THE SOCIETY FOR RANGE MANAGEMENT, INC.

was filed in the office of the Secretary of State on the **6th** day
of **January** A. D. One Thousand Nine Hundred **Seventy Six** and
~~will be~~ is duly recorded on ~~film~~ **microfilm** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
St. Anthony in the County of **Fremont** .
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **6th** day of **January**
A.D., 19 **76** .

Secretary of State.

ARTICLES OF INCORPORATION

OF

IDAHO SECTION OF THE SOCIETY FOR RANGE MANAGEMENT, INC.

KNOW ALL MEN BY THESE PRESENTS: That We, the undersigned, being of full age and citizens of the United States, do hereby associate ourselves together for the purpose of forming an association under Title 30, Chapter 10, of the laws of the State of Idaho, and to that end we do hereby certify and declare:

ARTICLE I

The name of this association shall be the "Idaho Section of the Society for Range Management, Inc."

ARTICLE II

The purposes for which this association is formed are as follows: To foster advancement in the science and art of grazing land management, to promote progress in the conservation and greatest sustained use of forage and soil resources, to stimulate discussion and understanding of scientific and practical range and pasture problems, to provide a medium for the exchange of ideas and facts among members and with allied technologists, and to encourage professional improvements of its members.

ARTICLE III

The duration of this association shall be perpetual.

ARTICLE IV

Membership in this association shall be open to any person who is a member in good standing of the Society for Range Management.

ARTICLE V

Officers of the association shall be President, President-Elect, Secretary, Treasurer, and Councilpersons. The Secretary and Treasurer shall be appointed by the President, subject to conformation by the Council.

The association shall have a governing body known as the Council which shall be composed of the President, the President-Elect, the

Immediate Past President, and four (4) elected Councilpersons, one (1) from each chapter. The Secretary and Treasurer shall be non-voting members of the Council.

The term of office of President, President-Elect, and Secretary shall be for a period of one (1) year. The term of office of Treasurer shall be for an indefinite period as determined by the Council. The elected Councilpersons terms shall be for two (2) years.

No officer or council member shall be eligible for re-election to the same office until at least one (1) year has elapsed after the end of that persons respective term.

Vacancies in the unexpired term of Secretary or Treasurer shall be filled by the President, subject to conformation by the Council. Vacancies in the unexpired term of Councilperson shall be filled by the Council after conferring with the respective Chapter Officers for a list of eligible candidates. A vacancy in the office of President-Elect shall be filled pro-tempore by the Council for the current year only, at the end of which time this office and the office of the President shall be filled for the ensuing year by the due process of nomination and election of officers, Article VI.

Four (4) members of the governing body shall constitute a quorum provided one member is President or President-Elect.

ARTICLE VI

This association shall not have any corporate stock, but the persons composing the same shall be known as members, and entitled to membership upon payment of such dues and under such rules and regulations as may be provided by the by-laws of the association.

ARTICLE VII

This association is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, officer or individual. All properties and funds of this association, legal or equitable, shall be and continue as trust

properties or funds to be used solely for carrying out the objectives and purposes of this association, and no member of this association shall acquire or have any interest in any of its properties or funds, and none of its properties or funds shall ever be diverted from the purposes and objectives of this association.

No substantial part of the activities of this association shall be carrying on of propoganda or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (a) by an association 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 law).

Upon the dissolution of the association, the Council shall, after paying or making provision for the payment of all of the liabilities of the association, dispose of all the assets of the association in such a manner, or to such organization or organizations organized and operating exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(C)(3) of the Internal Revenue of 1954 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE VIII

The rights and interests of all members in the association shall be equal, and no member can have or acquire a greater interest therein than any other member.

ARTICLE IX

Amendments of these articles or by-laws may be proposed at any business meeting of the association provided they are submitted in writing and bear the written endorsement of at least ten (10)

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members. Such proposed amendments will not be voted on at that meeting. They may be discussed at that meeting but modified only at the consent of the signers of the petition. Proposed amendments will be referred to the entire membership for a vote by letter ballot. A two-thirds affirmative vote of members voting shall be required for amendment.

ARTICLE X

A chapter of the association may be authorized by the Council upon written petition of ten (10) or more members of the association resident in an area where a strong local organization may be affected. The boundaries of a chapter shall be established by the association on recommendations from the members concerned.

Chapters shall hold at least one (1) meeting each year to retain their authorization. Open meetings are specifically authorized. The association shall encourage chapters to hold a business shortly prior to the annual association meeting in order to carry petitions or other items of business to the association for consideration by the Council.

The officers of each Chapter shall include a President, President-Elect, and a Secretary-Treasurer, who shall be voting members of the association, serving concurrently with the officers of the association, and elected by the members of the Chapter. A current list of the officers and the members of each Chapter shall be filed with the Secretary of the association and with the Executive Secretary of the Association.

The association is authorized to appropriate funds each year to chapters from the association treasury for the conduct of Chapter business as is stated in the by-laws. These funds will be requested each year by each chapter on a need basis only. Chapters responsible for conducting the annual business meeting or the summer field meeting will set registration fees and other charges so as not to incur a deficit. Net proceeds over expenses will be distributed over an equitable basis approximately 1/3 - 2/3 split to the Chapter and association respectively. Advance of funds to individual chapters as host to association meetings may be requested on a need basis.

Actions or recommendations of a Chapter on association matters will be transmitted to the President of the association with recommendations of the association. The association shall have the right to rescind the authorization of any Chapter and to terminate its existence.

ARTICLE XI

The office and principal place of business of the Association shall be located at Box 445, St. Anthony, Idaho 83445 in the county of Fremont.

ARTICLE XII

The officers and councilpersons of this association shall serve without compensation.

IN WITNESS WHEREOF, We, the said incorporators have hereunto signed our names this _____ day of _____, 19 ____.

Lee S. Peterson John J. Finckelhor
Abbe H. Taylor Francis J. Carlson
Lincoln E. Burton

STATE OF IDAHO }
County of Ada } ss.

On this 5 day of January, 19 76, before me the undersigned, a Notary Public for Idaho, personally appeared above person, known to me be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Margaret Lawrence
Notary Public for Idaho

Residing at Bain, Idaho