

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

AMERICAN CIVIL LIBERTIES UNION OF IDAHO FOUNDATION, 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 AMERICAN CIVIL LIBERTIES UNION OF IDAHO FOUNDATION, 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: December 29, 1993



Pete T. Cenarrusa  
SECRETARY OF STATE  
By Anna Seikel

*Act 29  
9/4/93  
SECRETARY OF STATE*

**ARTICLES OF INCORPORATION  
OF THE  
AMERICAN CIVIL LIBERTIES UNION OF IDAHO FOUNDATION, INC.  
A NONPROFIT CORPORATION**

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The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

**I. NAME**

The name of the Corporation is: American Civil Liberties Union of Idaho Foundation, Inc.

**II. NONPROFIT STATUS**

The Corporation is an Idaho nonprofit corporation organized under the provisions of the Idaho Nonprofit Corporation Act.

**III. DURATION**

The period of the Corporation is perpetual.

**IV. REGISTERED OFFICE AND AGENT**

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is 413 West Idaho St., Suite 305, Boise, Idaho, and the name of the initial registered agent at this address is Jack Van Valkenburgh.

**V. PURPOSES**

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

A. To maintain for all persons the right to free speech, free press, free assembly, and all other civil rights and liberties guaranteed to individuals by the United States Constitution and the Constitution of the State of Idaho.

B. Charitable, religious, educational or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including but not limited to, the power to accept donations of money, property, whether real or personal, or any other things 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 that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

## **VI. LIMITATIONS**

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

## **VII. MEMBERS**

This corporation is not a membership organization. The Corporation shall be governed by a Board of Directors, who will serve as trustees of this corporation, in administering corporation funds pursuant to the purposes of the Corporation.

## **VIII. BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors. The number of directors serving on the board shall be fixed in accordance with the Corporation's bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be determined in the manner and for the term provided in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

Elizabeth Barker Brandt, 1200 Chuck Wells Road, Deary, Idaho 83823  
Thomas Ryder, 489 Sandstone Court, Boise, Idaho 83702  
Susan Park, P.O. Box 547, Boise, Idaho 83701  
Kathy Yamamoto, P.O. Box 2638, Boise, Idaho 83701  
Douglas Jones, P.O. Box 88, Rupert, Idaho 83350

## **IX. DISSOLUTION**

**In the event of the dissolution of the Corporation, the Board of Directors shall, after making provision for the payment of all liabilities of the Corporation, distribute the assets to the American Civil Liberties Union Foundation, Inc., a New York corporation.**

## **X. INCORPORATOR**

**The name and address of the incorporator is Jack Van Valkenburgh, 1482 Shenandoah, Boise, Idaho 83712.**

## **XI. BYLAWS**

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

## **XII. AMENDMENTS**

**These articles may be amended by the affirmative vote of a majority of the directors of the corporation.**

**IN WITNESS WHEREOF, I have hereunto set my hand this 29 day of December, 1993.**

Jack Van Valkenburgh