

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

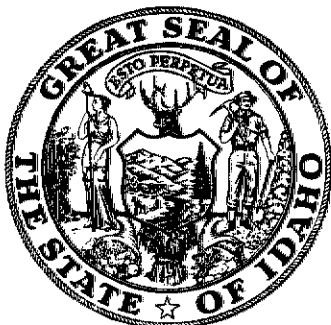
CAMAS COUNTY MEDICAL SERVICES BOARD, INC.

File number C 116249

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 CAMAS COUNTY MEDICAL SERVICES BOARD, 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 29, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*[Signature]*

**ARTICLES OF INCORPORATION  
OF  
CAMAS COUNTY MEDICAL SERVICES BOARD, INC.**

Aug 14 1996  
SECRETARY OF STATE  
DATE 08/14/96 0900 18251  
CK #: 9418500000 37571  
INC. NO. 2210  
30.00  
10.00  
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**ARTICLE I.**

**Section 1.** This corporation shall be called the Camas County Medical Services Board, Inc..

**Section 2.** This corporation shall be a non-profit corporation organized under the laws of the State of Idaho for non-profit corporations as set forth in Title 30, Chapter 3.

**Section 3.** The purposes of this organization are as follows:

- A. In response to public input, provide general strategic oversight of Camas County medical and dental services, especially as it relates to the local clinic. This work will be largely advisory in nature to the Camas County Board of Commissioners for as long as the county retains primary ownership of the clinic.
- B. Serve as a non-profit entity for the purpose of receiving and disbursing grants, endowments, charitable donations and related monies for the maintenance, operations and expansion of medical (primary care and emergency medical) and dental services in Camas County, Idaho.
- C. Cooperate with the Camas County Emergency Medical Services to facilitate coordinated services for the benefit of the residents of Camas County, Idaho.

**ARTICLE II.**

**Section 1.** This corporation shall not have any members.

**Section 2.** The initial registered office of the corporation shall be C/O Deby Hibbard, Route 1, Box 1175, Fairfield, ID 83327.

**Section 3.** The initial registered agent of the corporation is Deby Hibbard.

**Section 4.** The following constitutes the names and addresses of the initial Board of Directors:

Robbie Miller,	P.O. Box 257,	Fairfield, Idaho 83327
Deby Hibbard,	Route 1, Box 1175,	Fairfield, Idaho 83327
Vicki Bennett,	P.O. Box 113,	Hill City, Idaho 83337
Fred Marolf, III,	P.O. Box 188,	Fairfield, Idaho 83327
Ernest W. Weatherly, Jr.	P.O. Box 366,	Fairfield, Idaho 83327

### **ARTICLE III.**

The Board of Directors of this organization shall consist of five (5) persons. The Board shall be able to nominate persons to the Board to replace any outgoing Directors. Names of nominees shall be presented to the Camas County Board of Commissioners for their approval. If, and when, ownership of the Camas County medical clinic should pass from Camas County to the Camas County Medical Services Board, Inc., then the Board of Directors shall be the only entity required to approve nominations to the Board.

### **ARTICLE IV.**

All amendments to these articles shall be made under the requirements of Idaho Code 30-3-89 through 30-3-95.

### **ARTICLE V.**

This corporation shall be governed and operated through and by the Board of Directors in accordance with a set of by-laws hereinafter to be adopted, which said by-laws shall be in harmony with these Articles of Incorporation and/or the laws of the State of Idaho. The by-laws must be approved before they become effective by a 2/3 majority vote of the Directors present at the meeting called for such purpose.

### **ARTICLE VI.**

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 regulated for tax exempt or other purposes by provisions of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) if this corporation is required by its action or otherwise to come under specific provisions of the Internal Revenue Service Codes this corporation will comply with all rules and regulations required of it by Internal Revenue Rules and Regulations to which it may be subject.

### **ARTICLE VII.**

Upon the dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation. No Director or anyone else associated with the Camas County Medical Services Board, Inc. may receive assets from this corporation except as required as compensation for daily performed services. All dissolution procedures shall be in keeping with Idaho Code 30-3-110 through 30-3-113.

IN WITNESS WHEREOF, these Articles of Incorporation have been accepted this  
29 day of Dec, 1995.

BOARD OF DIRECTORS

Robbie Miller  
Robbie Miller, President

Deby Hibbard  
Deby Hibbard, Secretary

Vicki Bennett  
Vicki Bennett, Treasurer

Fred Marolf, III  
Fred Marolf, III

Ernest Weatherly, Jr.  
Ernest W. Weatherly, Jr.