

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

THE NEZ PERCE NATION ATHLETIC ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **Twenty-ninth** day of **October** A. D. One Thousand Nine Hundred **Sixty-five** 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 **Lapwai,** in the County of **Nez Perce.** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative 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 **29th** day of **October**, A.D., 19**65**.

Secretary of State.

ARTICLES OF ASSOCIATION

OF

NEZ PERCE NATION ATHLETIC ASSOCIATION, INC.

We, the undersigned, being adult citizens of the United States and residents of the State of Idaho, hereby associate ourselves together for the purpose of forming a non-profit co-operative association, pursuant to Chapter 10 of Title 30 of Idaho Code, and all laws supplemental thereto and amendatory thereof, and we do hereby adopt and certify the following Articles of Association, to-wit:

ARTICLE I
(Name)

The name of this Association shall be "THE NEZ PERCE NATION ATHLETIC ASSOCIATION, INC."

ARTICLE II
(Terms)

The term of existence of this Association shall be perpetual.

ARTICLE III
(Purposes)

The purposes for which this Association is formed are:

To promote and encourage all kinds of field and indoor athletic sports among its members, and especially among young Nez Percés and the youth of other Indian tribes; to promote and encourage the sport, pleasure, exercise and recreation of its members; to promote sociability and friendship among its members; to manage and conduct entertainments, excursions and social meetings of its members;

To promote and conduct boxing, wrestling, and athletic contests and exhibitions of every kind and description and to license others to conduct and present the same on the premises of this corporation, or on any premises leased by them or under their control.

To acquire real and personal property of all kinds by gift, donation, loan, lease, or purchase.

To receive donations and contributions from any person, firm, or corporation or other source to carry out the purposes of the association;

To borrow money, to lend money, and to evidence the indebtedness of the association by notes, bonds, or other instruments, and to secure the same by pledge, mortgage, trust deed, or such other instruments as to the association may seem proper;

To do any and all things convenient and incidental to the purposes herein expressed, and generally to have and exercise all such powers as are by law conferred on associations of like character, and, without in any part limiting any of the objects or purposes or powers of the association, the business and purposes of the association shall be from time to time to do any one or more, or all of the acts and things herein set forth, and all such other acts, things and business in any manner connected therewith or necessary, incidental, convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the association, or enhance the value of any of its property or rights as such association may lawfully do; and in carrying out the purposes of association, to do any and all things and exercise any and all other powers not prohibited by law, and either as or by and through principals, agents, attorneys, trustees, contractors, factors, lessors, lessees or otherwise, either alone or in connection with others, but not for pecuniary profit.

ARTICLE IV
(Principal Office)

The place where the principal office of this Association is maintained, and its principal place of business is at Lapwai, Nez Perce County, Idaho; but the association may maintain offices and transact business in any other county of the State of Idaho, and in any other state in the United States, when authorized by the laws of such state so to do, and the registered address of this association in the State of Idaho shall be Lapwai, Nez Perce County, Idaho.

ARTICLE V
(Membership)

This association shall never issue any capital stock. Membership in the association shall consist of the subscribers hereto and such persons, firms or corporations as shall hereafter be elected to membership. Any person, firm or corporation may be duly admitted to membership in this association upon election by a majority vote of the existing members at any meeting, or upon election by the Board of Directors of the association. A membership certificate when requested shall be issued to each member. The rights or interests of all members in said association shall be equal and no member can have or acquire a greater interest therein than any other member, and no member shall hold more than one certificate of membership in said association. No member shall have the right to ~~sell~~^S or transfer his membership in this association, or his rights or privileges as such, or to substitute another person as a member in his place; and no person can become a member of this association except by resolution of the Board of Directors or election by the members, and under such regulations as the By-Laws of the association may prescribe. Membership in the association shall be non-assessable and no person or persons shall be assessed in any manner by reason of membership in this association. No member of this association shall ever receive any part of the net earnings of said association, and each member agrees that no part of the net earnings of said association shall inure to the benefit of any member, private shareholder or individual, and no substantial part of the activities of said association shall involve carrying on propaganda, or otherwise attempting to influence legislation; and each member agrees that all funds of said association shall be used solely and exclusively for the establishment and maintenance of the museum mentioned in Article III hereof, and for such athletic, social or educational purposes as may properly be incidental

to the establishment and maintenance thereof.

ARTICLE VI

The names and post office addresses of the associators forming this association are as follows:

<u>Member</u>	<u>Post Office Address</u>
Austin Corbett	Lapwai, Idaho
William Stevens, Jr.	Juliaetta, Idaho
Herman Reuben	Lapwai, Idaho
Phil Types	Lapwai, Idaho
Jesse Greene	Box 37, Spalding, Idaho
Henry W. Penney	Lapwai, Idaho
Harry P. McCormack	Lapwai, Idaho
Benjamin Arthur	Lapwai, Idaho
Arthur Moore	Lapwai, Idaho
Victor E. Sisson	Lapwai, Idaho

The associators shall serve as directors and shall manage and control the affairs of the Association until the first meeting of members for the adoption of By-Laws and the completion of the organization of the Association.

ARTICLE VII
(Directors)

The number of directors of this Association shall not be less than three (3) and not more than fifteen (15) and the number, qualifications and terms of office; manner of election, time and place of calling meetings and powers and duties of the directors shall be prescribed by the By-Laws.

ARTICLE VIII
(Officers)

The officers of this Association shall consist of a president, vice-president, secretary and treasurer, and such other officers as the Board of Directors of the Association shall deem necessary. All

officers shall be members of the Association. All officers shall hold office during the pleasure of the Board of Directors. Each of the officers shall have such powers as may be conferred upon him by the By-Laws of the Association.

The first officers of the Association shall be:

President:- - - - - Austin Corbett, Lapwai, Idaho

Vice-President:- - - - - William Stevens, Jr., Juliaetta, Idaho

Secretary:- - - - - Herman Reuben, Lapwai, Idaho

Treasurer:- - - - - Phil Types, Lapwai, Idaho

In Witness Whereof, we have hereunto set our hands and seals this _____ day of _____, 1965.

<u>Austin Corbett</u> (Seal)	<u>Henry W. Penney</u> (Seal)
<u>William N. Stevens Jr</u> (Seal)	<u>Harry P. McCormack</u> (Seal)
<u>Herman Reuben</u> (Seal)	<u>Benjamin Arthur</u> (Seal)
<u>Phil Types</u> (Seal)	<u>Arthur Moore</u> (Seal)
<u>Jesse Greene</u> (Seal)	<u>Victor E. Sisson</u> (Seal)

STATE OF IDAHO }
County of Nez Perce } ss.

On this 28th day of October, 1965, before me, the undersigned, a Notary Public in and for the said State, personally appeared AUSTIN CORBETT, WILLIAM STEVENS, JR., HERMAN REUBEN, PHIL TYPES, JESSE GREENE, HENRY W. PENNEY, HARRY P. MCCORMACK, BENJAMIN ARTHUR, ARTHUR MOORE, AND VICTOR E. SISSON, personally known to me to be the persons whose names are subscribed to the foregoing Articles of Association, and severally acknowledged to me that they 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.

William N. Stevens
Notary Public in and for said State
residing at Lapwai, therein.
My commission expires January 24, 1968

(Seal)