

# State of Idaho



## 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

*HAYDEN VIEW WATER ASSOCIATION, INC.*

was filed in the office of the Secretary of State on the *sixth* day  
of *May* A. D. One Thousand Nine Hundred *seventy-six* and  
is ~~fully~~ <sup>to be</sup> recorded on ~~Film-Non~~ *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  
*Rathdrum, Idaho* in the County of *Kootenai*  
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 *May*  
A.D., 19 *76*

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
HAYDEN VIEW WATER ASSOCIATION, INC.

WE, THE UNDERSIGNED, full age citizens of the United States of America and all of whom are residents of the State of Idaho, do hereby voluntarily associate ourselves together for the purpose of forming a non-stock cooperative Association under the provisions of Chapter 10, Title 30, Idaho Code Annotated, and amendments thereto.

ARTICLE I.

The name of this association shall be the HAYDEN VIEW WATER ASSOCIATION, INC.

ARTICLE II.

The nature of the business of the Association and the objects and purposes for which, or for any of which, this association is formed are:

A. To associate its members together for their mutual benefit, and to that end to construct, maintain, and operate a private water system for the supplying of water for domestic and garden purposes for its members, and to engage in any activity related thereto, including, but not limited to, the acquisition of water by appropriation, drilling, pumping and/or purchase, and the purchase, laying, installation, operation, maintenance, and repair of wells, pumping equipment, mains, pipe lines, valves, meters, and all other equipment necessary to the construction, maintenance, and operation of the system.

B. To borrow from any source, money, goods, or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.

C. To acquire, and to hold, own and exercise all rights of ownership in, and to sell, transfer and/or pledge shares of capital stock or bonds, or become a member or a stockholder of any Corporation or Association engaged in any related activities.

D. To buy, lease, hold or exercise all privileges of ownership in and to the real or personal property as may be necessary or convenient for the conduct and operation of the business of the Association or incidental thereto.

E. To establish reserves and to invest the funds thereof in stocks, bonds, and other property as the Board of Directors may deem satisfactory.

F. To levy assessments in such manner and in such amount as may be provided in the By-Laws of this Association.

G. To have and to exercise all powers, privileges, and rights conferred on corporations by the laws of the State of Idaho and all powers and rights incidental in carrying out the purposes for which this Association is formed, except such as are inconsistent with the express provisions of the act under which this Association is incorporated.

H. The foregoing shall be construed both as objects and powers and the enumeration hereof shall not be held to limit or restrict in any manner the general powers conferred on this Association by the laws of the State of Idaho, all of which are hereby expressly claimed.

### ARTICLE III.

The place where the principal business of this Association is to be transacted is <sup>Rathdrum, in</sup> the County of Kootenai, State of Idaho, but the Association may maintain offices and places of business at such other places within the State of Idaho as the Board of Directors may determine.

ARTICLE IV.

The period of existence of this Association shall be perpetual.

ARTICLE V.

The private property of the members shall not be subject to payment of Association debts to any extent whatsoever.

ARTICLE VI.

Section 1. This Association shall not have capital stock, but its capital shall be represented by membership certificates.

Section 2. Under the terms and conditions prescribed in its By-Laws this Association shall admit as members only such persons, groups of persons, organizations or corporations owning the property to which the service is desired and having a reasonable accessibility to the source of and need for the service of the system constructed, maintained and operated by the Association; provided, however, the Association shall not be required to admit members if the capacity of its system is exhausted by the needs of its existing members.

Section 3. The membership fee in this Association shall be fixed and determined by its By-Laws. The voting power and property rights and interest of each member whose fees are fully paid and who is in good standing shall be equal and each member shall be entitled to one vote only. New members upon their admission in this association shall be entitled to one vote and to share in the property of the Association equally with the old members. When a member has paid his membership fee in full he shall receive a certificate of membership. Assessments against members and a determination of their liabilities shall be fixed by the By-Laws of the Association.

Section 4. The members present or represented by proxy at any meeting of members regularly called shall constitute a quorum for the conduct of business at such meeting in accordance

with the notice thereof.

Section 5. This association is organized on a non-profit basis for the mutual benefit of its members and consequently will not have profits from which to pay dividends on its capital. After all expenses of the Association have been paid and reasonable reserves as determined by the Board of Directors set aside, the net earnings of the Association shall be accumulated in a surplus fund for the purpose of replacing, enlarging, extending and repairing the system and property of the Association, and for such other purposes as the Board of Directors may determine to be for the best interests of the Association. The said surplus fund or any portion thereof may from time to time at the discretion of the Board of Directors be distributed to the members as provided in the By-Laws on the basis of the assessments and charges made and levied against and paid by such members during the year.

ARTICLE VII.

These Articles may be amended in any manner permitted or authorized by law by the favorable vote of a majority of the members present or represented by proxy at a meeting of the members duly called upon notice of the specific purpose thereof and containing a statement of the proposed amendment.

ARTICLE VIII.

The number of directors shall be five (5) and the names and addresses of those who are to serve as incorporating directors for the first term and until their successors are elected and qualified are:

NAME	ADDRESS
<u>Leon C. Boller</u>	<u>Rt 2 Box 117 Hayden Lake</u>
<u>Melva J. Boller</u>	<u>Rt 2 Box 117 Hayden Lake</u>
<u>Charles H. Kempall</u>	<u>Box 687, Cam &amp; Alon</u>
<u>Joseph W. Marshall</u>	<u>'</u>
<u>Dwight Long</u>	<u>11234 E. Maple - Council Bluffs</u>
<u>by J. M. King - Secy of City</u>	<u>Ill. Ill.</u>

IN WITNESS WHEREOF, we, the incorporators, and named herein as the first Board of Directors, have set our hands and seals this 30 day of April, 1976.

Leon C. Boller  
Melva J. Boller  
Anna H. Keapell  
Elizabeth M. Jubilee  
Dorothy L. Lord  
by F. Bruce K. Long personal to  
Notary of Attorney

STATE OF IDAHO )  
County of ) ss.

BE IT REMEMBERED, that on this 30<sup>th</sup> day of April, 1976, personally appeared before me, a Notary Public in and for the State of Idaho, all of the parties to the foregoing Articles of Incorporation, known to me personally to be such and severally acknowledged to me that said Articles of Incorporation be the act and deed of the signers respectively, and that the facts therein stated are truly set forth.

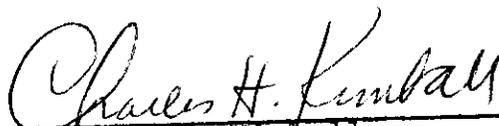
GIVEN under my hand and seal of office the day and year last above written.

Frank Banta  
Notary Public in and for the  
State of Idaho  
Residing at: Coeur d'Alene  
My commission expires: life term

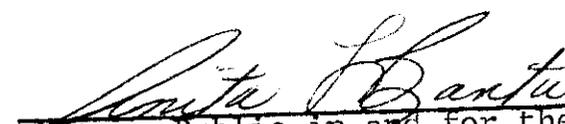
STATE OF IDAHO                    )  
  ) ss.  
County of Kootenai            )

CHARLES H. KIMBALL, being first duly sworn on his oath  
deposes and says:

That on the 3e day of April, 1976, the previously  
named directors were elected at a special meeting of the  
Association attended by more than a majority of the members  
who were present and voted at such election; that prior to  
holding said election notice of the time and place thereof  
was published for two (2) weeks in the Coeur d'Alene Press,  
a daily newspaper published in Coeur d'Alene, Kootenai  
County, Idaho.

  
\_\_\_\_\_  
Charles H. Kimball,  
Presiding officer

ON the 30 day of April, 1976, before me, a duly qualified  
Notary Public in and for the State of Idaho, personally appeared  
CHARLES H. KIMBALL, Presiding Officer at the above meeting  
of April 20, 1976, and verified the facts as appearing above  
indicating compliance in all respects with Idaho Code 30-1102.

  
\_\_\_\_\_  
Notary Public in and for the  
State of Idaho  
Residing at: Coeur d'Alene  
My commission expires: life term