

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

SOUTHEAST IDAHO LIBRARY AGENCY, INC.

was filed in the office of the Secretary of State on the **Twenty-fourth** day of **February** A. D. One Thousand Nine Hundred **Sixty-four** and is duly recorded on Film No. **127** 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 **Pocatello** in the County of **Bannock,** 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 **24th** day of **February**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION OF
SOUTHEAST IDAHO LIBRARY AGENCY, INC.

KNOW ALL MEN BY THESE PRESENTS That we, the undersigned, citizens of the United States and of lawful age, have today voluntarily associated ourselves for the purpose of forming a non-profit, cooperative association under the provisions of Chapter 10 Title 30, Idaho Code, and all other laws of the State of Idaho pertaining thereto, and we hereby certify as follows:

ARTICLE I

The name of this corporation shall be the "Southeast Idaho Library Agency, Inc."

ARTICLE II

The purpose of this corporation shall be to provide improved library service; to receive donations and contributions from any person, firm, corporation, government agency, or other source to carry out the purpose of this corporation; to acquire title and hold title to such real and personal property as may be necessary or desirable to carry out its purpose, and to manage and operate any real or personal property given and devised to or acquired by the corporation; to sell, convey, dispose of, or exchange both real or personal property; and to do any and all things convenient and incidental to the purpose of the corporation, and generally to have and to exercise all such powers as are by law conferred upon such corporations of like character, and in carrying out the purpose of the corporation to do any and all things and exercise any and all powers not prohibited by law, but not for pecuniary profit.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

Charter membership in this corporation shall consist in the trustees of the public libraries of Preston and Pocatello; the trustees of the district libraries of Oneida County, Grace District, and Portneuf

District; and representatives chosen by the Idaho State Library Board from those rural areas of Bannock, Franklin, and Caribou Counties presently without a tax-supported public library. Future membership shall be provided for in the By-laws of this corporation. A membership certificate shall be issued to each member. The rights and interests of all members shall be equal, and no member shall have or acquire greater interest therein than any other member, and no member shall hold more than one certificate of membership in this corporation. This corporation shall never issue any capital stock. No member of the corporation shall ever receive any part of the net earnings of said corporation, but he shall not be debarred from receiving payment for services actually rendered or material furnished, and each member agrees that all funds of this corporation shall be used solely and exclusively for carrying out and attaining the objective of this corporation.

ARTICLE V

The number of directors of this corporation shall be not less than five nor more than thirty, each of whom shall be a member of this corporation, 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 in the By-laws of the corporation. The board of directors shall have power to conduct all of the affairs of the corporation.

ARTICLE VI

The officers of this corporation shall be a president, vice-president, secretary, and treasurer, and such other officers as the board of directors shall deem necessary. Each of the officers shall have such powers as are conferred by the By-laws of the corporation. Officers shall be chosen by and shall hold office during the pleasure of the board of directors.

ARTICLE VII

An annual meeting of the membership of the corporation shall be held upon a date provided for in the By-laws of the corporation.

ARTICLE VIII

In the event of dissolution of this corporation, the disposal of assets or property shall be determined at the time of such dissolution by the Idaho State Library Board, provided that such assets or property may be transferred only to a non-profit corporation or an agency of government having objects or purposes similar to those to which this corporation is devoted; provided further that in no event shall any of the assets or property of this corporation, or the proceeds of any said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members, or for any other such purpose, it being the intent that in the dissolution of this corporation, or upon its ceasing to carry out the objects and purposes herein set forth, the property and assets then owned by the corporation shall be devoted to the carrying on of the function and the purposes of a library, as the state board shall determine and direct.

ARTICLE IX

These articles of incorporation may be amended after approval by the board of directors by a simple majority of the voting members of the corporation at a special meeting called for the purpose or at a regular meeting upon notice to each member of at least ten (10) days prior to such regular or special meeting of the intention to consider such amendment.

ARTICLE X

The registered office of this corporation is at Pocatello, Idaho.

The names and addresses of the incorporators are:

<u>Ray F Miller</u>	<u>Pocatello Idaho</u>	<u>P.O. Box 1090</u>
<u>DORIS H LYMAN</u>	<u>✓</u>	<u>✓ Rt. 1, South</u>
<u>William G. Jenkins</u>	<u>Malad,</u>	<u>Idaho</u>
<u>Rex Whitehead</u>	<u>Grace,</u>	<u>Idaho</u>
<u>Ellen B. Greaves</u>	<u>Preston,</u>	<u>Idaho</u>

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and caused this instrument to be executed in triplicate this 20th day of February, 1964.

Ray D. Meier

James H. Lyman

William B. Jenkin

Rex Whitehead

Ellen S. Greaves

STATE OF IDAHO)
County of Bannock) ss.

On this 19th day of Feb., in the year 1964, before me, Roy F. Miller, Jr., a Notary Public in and for said State, personally appeared Roy F. Miller known to me to be a person whose name is subscribed to the within instrument, and acknowledged to me that he/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.

Roy F. Miller Jr.
Notary Public for Idaho
Residing at Locatella, Idaho

STATE OF IDAHO)
County of Bannock) ss.

On this 19th day of February, in the year 1964, before me, Roy F. Miller, Jr., a Notary Public in and for said State, personally appeared Doris H. Lyman known to me to be a person whose name is subscribed to the within instrument, and acknowledged to me that he/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.

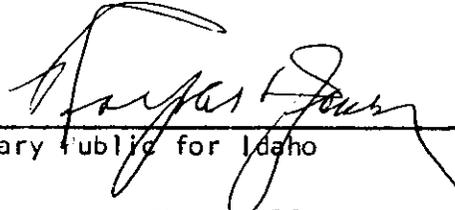
Roy F. Miller, Jr.
Notary Public for Idaho

Residing at Laatele, Idaho

STATE OF IDAHO)
County of BANNOCK) ss.

On this 19th day of February, in the year 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM G. JENKINS known to me to be a person whose name is subscribed to the within instrument, and acknowledged to me that he/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.



Notary Public for Idaho
Residing at Pocatello, Idaho

STATE OF IDAHO)
County of CARIBOU) ss.

On this 20 day of February, in the year 1964, before me, Alvin Whitehead, a Notary Public in and for said State, personally appeared Rex Whitehead known to me to be a person whose name is subscribed to the within instrument, and acknowledged to me that he/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.


Notary Public for Idaho

Residing at Grace, Idaho

STATE OF IDAHO

County of

Franklin

} ss.

On this 30 day of February, in the year 1964, before me, A. K. Swainston, a Notary Public in and for said State, personally appeared Ellen B. Seaver known to me to be a person whose name is subscribed to the within instrument, and acknowledged to me that he/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.

A. K. Swainston
Notary Public for Idaho

Residing at Preston, Idaho