

# 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

#### **CAMAS CREEK IMPROVEMENT ASSOCIATION, INC.**

was filed in the office of the Secretary of State on the **Seventh** day  
of **June** A. D. One Thousand Nine Hundred **Sixty-one** and  
is duly recorded on Film No. **114** 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  
**Terraton** in the County of **Jefferson,**  
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 **7th** day of **June**,  
A.D., 19**61**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
CAMAS CREEK IMPROVEMENT ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS: THAT WE, THE UNDERSIGNED, BEING NATURAL PERSONS OF FULL AGE AND CITIZENS OF THE UNITED STATES, IN ORDER TO FORM A CORPORATION FOR THE PURPOSES HEREINAFTER STATED, UNDER AND PURSUANT TO THE PROVISIONS OF CHAPTER 10, TITLE 30 OF THE IDAHO CODE, AND ACTS AMENDATORY THEREOF, AND SUPPLEMENTAL THERETO, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE "CAMAS CREEK IMPROVEMENT ASSOCIATION, INC."

ARTICLE II

THE PURPOSES AND OBJECTS FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

A. TO FORM AN ASSOCIATION OF MEMBERS WHO OWN WATER RIGHTS IN MUD LAKE, CAMAS CREEK AND ITS TRIBUTARIES AND WHO OWN LANDS BORDERING ON CAMAS CREEK AND ITS TRIBUTARIES.

B. TO CLEAN AND REMOVE OBSTRUCTIONS FROM CAMAS CREEK AND ITS TRIBUTARIES WHICH INTERFERE AND OBSTRUCT THE NATURAL FLOW OF WATER IN CAMAS CREEK AND ITS TRIBUTARIES.

C. TO INSTALL HEAD GATES AND OTHER DIVERSION WORKS ON CAMAS CREEK AND ITS TRIBUTARIES SO THAT THE WATERS OF CAMAS CREEK AND ITS TRIBUTARIES CAN BE LAWFULLY DIVERTED TO THE LEGAL OWNERS THEREOF.

D. TO COOPERATE AND ASSIST THE WATER MASTER OF WATER DISTRICT No. 66 IN DISTRIBUTING THE WATERS OF MUD LAKE AND CAMAS CREEK AND ITS TRIBUTARIES.

E. THE CORPORATION MAY DO ALL AND EVERYTHING, INCLUDING THE MAKING, THE CARRYING OUT OF CONTRACTS THAT ARE NECESSARY, SUITABLE AND PROPER FOR THE ACCOMPLISHMENT OF ANY OF THE PURPOSES AND OBJECTS OR THE FURTHERANCE OF ANY OF THE POWERS ABOVE SET FORTH.

F. To RENT, PURCHASE OR OTHERWISE ACQUIRE MACHINERY AND EQUIPMENT NECESSARY IN CARRYING OUT THE OBJECTS AND PURPOSES ABOVE SET FORTH.

G. To MAKE AND ADOPT BYLAWS, RULES AND REGULATIONS FOR THE ADMISSION, SUSPENSION AND EXPULSION OF ITS MEMBERS AND FOR ITS GOVERNMENT, AND FOR THE ELECTION AND APPOINTMENT OF ITS DIRECTORS AND OTHER OFFICERS AND TO DEFINE THEIR DUTIES AND FOR THE SAFEKEEPING AND PROTECTION OF ITS PROPERTY AND FUNDS, AND IN GENERAL TO REGULATE, MANAGE AND PRESERVE ITS PROPERTY AND INTERESTS, AND FROM TIME TO TIME TO ALTER, REPEAL, RESCIND OR VARY SUCH BYLAWS, RULES, REGULATIONS OR ANY OF THEM.

H. CORPORATIONS, ASSOCIATIONS AND CO-PARTNERSHIPS, AS WELL AS PERSONS MAY BECOME MEMBERS AND THE CORPORATION HEREBY FORMED IS NOT ORGANIZED AND SHALL NOT BE CONDUCTED FOR THE PURPOSE DIRECTLY OR INDIRECTLY FIXING THE PRICE OR REGULATING THE PRODUCTION OF ANY ARTICLE OF COMMERCE OR PRODUCE OF THE SOIL, OR OF CONSUMPTION BY THE PEOPLE.

### ARTICLE III

THE CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

### ARTICLE IV

THE LOCATION AND POST OFFICE ADDRESS OF THE REGISTERED OFFICE OF THE CORPORATION SHALL BE AT TERRETON, JEFFERSON COUNTY, IDAHO.

### ARTICLE V

THE RIGHTS AND INTERESTS OF ALL MEMBERS OF THE CORPORATION SHALL BE EQUAL, AND NO MEMBER SHALL HAVE OR ACQUIRE A GREATER INTEREST THEREIN THAN ANY OTHER MEMBER; SAID CORPORATION SHALL ISSUE MEMBERSHIP CERTIFICATES TO EACH MEMBER THEREOF, WHICH CERTIFICATE OF MEMBERSHIP SHALL NOT BE ASSIGNED IN SUCH MANNER THAT THE TRANSFEREE THEREOF CAN BY SUCH TRANSFER BECOME A MEMBER OF THE ASSOCIATION, EXCEPT BY RESOLUTION OF THE BOARD OF DIRECTORS AND UNDER SUCH REGULATIONS AS THE BYLAWS MAY PRESCRIBE; THE NUMBER AND QUALIFICATION OF MEMBERS, THE TERM AND CONDITIONS OF ADMISSION, FEES FOR ADMISSION AND OTHER REGULATIONS CONSONANT WITH THE OBJECTS OF THE CORPORATION AND NOT

REPUGNANT TO THE LAWS OF THE STATE OF IDAHO, SHALL BE AS PRESCRIBED BY THE BYLAWS.

#### ARTICLE VI

THE NAMES AND PLACES OF RESIDENCE OF THE ORIGINAL INCORPORATORS ARE AS FOLLOWS:

JACK GERARD	TERRETON, IDAHO
FRANK JACKETT	TERRETON, IDAHO
SYLVESTER SCHMITT	TERRETON, IDAHO
JAY FURNESS	HAMER, IDAHO
<del>XXXXXXXXXXXXXX.</del>	
BILL K. YEARSLEY	TERRETON, IDAHO

#### ARTICLE VII

THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO ACT IN THE CAPACITY OF DIRECTORS, UNTIL THE SELECTION OF THEIR SUCCESSORS, ARE AS FOLLOWS:

JACK GERARD	TERRETON, IDAHO
FRANK JACKETT	TERRETON, IDAHO
SYLVESTER SCHMITT	TERRETON, IDAHO
JAY FURNESS	HAMER, IDAHO
BILL K. YEARSLEY	TERRETON, IDAHO

#### ARTICLE VIII

THE NUMBER OF PERSONS ABOVE SHALL CONSTITUTE THE NUMBER OF DIRECTORS OF THE CORPORATION, UNTIL CHANGED BY AN AMENDMENT TO THE BYLAWS INCREASING OR DECREASING THE NUMBER OF DIRECTORS, AS MAY BE DESIRED, AND THE DIRECTORS SHALL BE ELECTED FOR SUCH TERM AS SHALL BE PROVIDED FOR IN THE BYLAWS.

#### ARTICLE IX

THE EXECUTIVE OFFICERS OF THE CORPORATION SHALL BE A PRESIDENT, VICE-PRESIDENT, SECRETARY AND TREASURER; THE OFFICE OF SECRETARY AND TREASURER MAY BE HELD BY THE SAME PERSON. THE CORPORATION MAY HAVE SUCH OTHER OFFICERS AS MAY BE DESIGNATED IN THE BYLAWS. SUCH EXECUTIVE OFFICERS SHALL BE ELECTED BY THE BOARD OF DIRECTORS IMMEDIATELY FOLLOWING THEIR ELECTION AT THE ANNUAL MEETING OF THE MEMBERS.

#### ARTICLE X

THE BYLAWS MAY BE ALTERED, AMENDED OR NEW BYLAWS ADOPTED AT ANY REGULAR MEETING OR AT ANY SPECIAL MEETING OF THE MEMBERS THEREOF, CALLED FOR THAT PURPOSE, BY THE AFFIRMATIVE VOTE OF

TWO-THIRDS OF THE MEMBERS PRESENT AT SUCH MEETING; PROVIDED, THAT A QUORUM AS SPECIFIED IN THE BYLAWS OF THE CORPORATION OR THE LAWS OF THE STATE OF IDAHO WILL BE PRESENT.

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE HEREUNTO SET THEIR HANDS AND SEALS THIS 9TH DAY OF MAY, 1961.

Jack Gerard  
Sylvester Schmitt  
Frank Jackett  
Jay A. Furness  
Bill K. Yearley

STATE OF IDAHO                    )  
COUNTY OF BONNEVILLE        ) ss.

ON THIS 9TH DAY OF MAY, 1961, BEFORE ME, THE UNDERSIGNED, A NOTARY PUBLIC IN AND FOR SAID COUNTY AND STATE, PERSONALLY APPEARED JACK GERARD, FRANK JACKETT, ~~XXXXXXXXXXXXXXX~~, JR., JAY A. FURNESS, SYLVESTER SCHMITT, AND BILL K. YEARELEY, KNOWN TO ME TO BE THE PERSONS WHOSE NAMES ARE SUBSCRIBED TO THE WITHIN INSTRUMENT, AND 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.

Dorothy Hinman  
NOTARY PUBLIC  
FOR THE STATE OF IDAHO  
RESIDING AT IDAHO FALLS, IDAHO

(SEAL)

MY COMMISSION EXPIRES:

May 10, 1961