



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

CAPITAL VIEW IRRIGATION DISTRICT, INC.

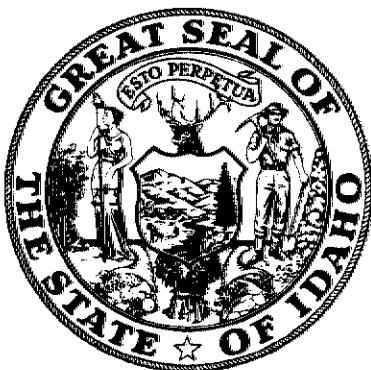
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

CAPITAL VIEW IRRIGATION DISTRICT, 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 \_\_\_\_\_ April 7 \_\_\_\_\_, 19 87 .



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Andy J. Clark*  
Corporation Clerk

ARTICLES OF INCORPORATION

OF

CAPITAL VIEW IRRIGATION DISTRICT, INC.

AN IDAHO NON-PROFIT ORGANIZATION

Apr 7 1 55 PM '87

SECRETARY OF STATE

KNOWN ALL MEN BY THESE PRESENTS: That we the undersigned, each of whom are of legal age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Idaho, including Idaho Code Sections 30-301, et seq. Pursuant thereto we certify as follows:

ARTICLE I

The name of this non-profit corporation is " CAPITAL VIEW IRRIGATION DISTRICT, INC. " ; that this corporation is not organized for pecuniary profit and that this corporation is hereby designated to be a non-profit corporation.

ARTICLE II

This corporation shall have perpetual existence as an Idaho corporation.

ARTICLE III

The objects and the purpose for which this non-profit corporation is formed are, to do in the State of Idaho and in any other state, territory and or county, as principal, agent or otherwise, and to the same extent as natural person, any and every of the things herein set forth.

In furtherance of the general powers conferred by the laws of the State of Idaho, and not in limitation thereof, we do hereby expressly provide that the corporation shall have the power:

A. To own, hold and manage irrigation water and water rights including, but but not necessarily limited to, irrigation water and water rights and to distribute the water for irrigation purposes, recreational purposes and aesthetics to members of the corporation who are record title holders of decreed or permitted water rights with points of diversion on the Boise River, delivered by the Farmers Union Canal Company.

The said decreed water rights now held by he or she are considered those water rights allotted to the land now known as the Capital View Irrigation District that was formed and allowed rights given to said land in about 1921.

The Corporation shall own, hold, manage, develop, construct, operate, maintain and improve an irrigation water distribution system, including ditches, diversion works, maintenance access, easements and other personal property and easements and rights-of way as may be necessary in the conduct of its business for the purposes herein specified.

B. To enter into, make, perform and carry out contracts of every kind, amount and character with any person, firm, association or corporation.

C. To purchase, own, sell, convey, acquire by operation of law or otherwise, property of every kind, and character, relating to the ownership and operation of the water rights.

D. To borrow money from any person, firm or association, and to draw, make, accept, endorse, assign, guarantee, execute and issue notes, checks, drafts, negotiable and other instruments for the payment of money and to secure payment thereof by any lawful manner or means.

E. To make assessments and charges to members for water and water system appurtenances furnished in connection therewith, which assessments and charges shall be disbursed by the corporation only in payment for expenses of such water system and water system appurtenances.

F. To build, repair, reconstruct, locate or relocate any and all necessary buildings of any kind or character and at any place proper or convenient to carry on any or all of the business of said corporation.

G. To enter into any sort of partnership with any person, corporate or otherwise.

H. To do and perform every act necessary to carry out the above enumerated purposes, or which may be calculated, directly or indirectly, to advance the

interest of the company, or to enhance the value of its holdings and property of every kind and character, which such act is not repugnant to the laws of the State of Idaho or anyother state or territory.

I. To also have in addition to said foregoing powers, all authority, powers, and rights necessary to the operation of a irrigation water company, which rights are not repugnant to water right laws within the State of Idaho or any other state or territory, and any amendments thereof.

#### ARTICLE IV

The Registered Agent of this corporation is hereby designated as Calvin H. Williams, and the Registered Office of this corporation is hereby designated as 3285 $\frac{1}{2}$  Sycamore Drive, Boise, Idaho 83703, which address is the business office of the Registered Agent designated as above set forth.

#### ARTICLE V

One ( 1 ) Certificate of Membership shall be issued to and stand in the name of the record title holder of each ( <sup>Acre</sup>~~.502~~ ) miners inches of decreed or premitted water rights, with points of diversion on the Boise River at the diversion ditch of the Farmers Union Canal Company and said water is diverted from Farmers Union Canal ditch on Beacon Light Road into Capital View Irrigation District ditch and **pumps**, pumped up into a higher delivery ditch for land within the district.

The certificates shall constitute the denominated " Class A " Certificates.

One ( 1 ) Certificate of Membership shall be issued and stand in the name of the record title holder of each parcel of property within the district. The Certificate shall show the total Miner Inches of water each person holds for said parcel of property . The Certificates and or water rights of Miner Inches of water may be transfered to other lands within the Capital View Irrigation District; however the expense of issueing new Certificates shall be the expense of those persons wishing to sell or transfer their water rights and in no instance of sale or transfer of water rights shall Capital View Irrigation District, Inc. be obligated to deliver the water if their facilities is not sufficient to carry the amount of water being transfered within the district.

The water rights shall remain constant with the record title holder of each

seperate decreed water right within the corporation, and shall remain constant and shall run with the land as an appurtenant right, subject, however, to suspension of service or of use of the facilities of the corporation for the period of times that bills of obligations to the corporation are not paid.

To the extent that bills or obligations to the corporation are not paid by the respective members, such bills and obligations shall constitute a lien on the water rights, parcels of real property served by said water rights or any parcel of land owned by holder of said water rights, regardless of use of said water from the Capital View Irrigation District, Inc. Those who sell or transfer water rights within the Capital View Irrigation District, Inc. shall inform the buyer of such water rights of all conditions relating to transferring water rights that have been outlined in the Articles of Incorporation and of all conditions that may be modified and or changed in the By-Laws of the Capital View Irrigation District, Inc., and in no instance shall any water rights be honored for service if said transfer of those rights is not within the boundaries of the Capital View Irrigation District, Inc. and if the means of service is not adequate to deliver the water said Certificate holder holds. Means of delivery shall be those established main ditches and or pumping stations now in place.

Payment of delinquency on the obligation for which service has been suspended shall entitle the member to prompt restoration of service and use of the Corporation's facilities. **Prompt Service is subject to non disturbance of delivery system.**

Certificate holders, members, within the Capital View Irrigation Districts, Inc. Irrigation District, shall not be subject to approval of the Board or other members. New members shall be entitled to vote their certificate shares and share in the property of the Corporation equally with the old members in accordance with all the provisions of these Articles of Incorporation. Only the persons holding Membership Certificates in this corporation shall be granted voting rights

as member of this corporation. The voting rights in this corporation shall be one vote for each Miners Inch of water the Certificate is issued for. If the certificate issued is allotted by acres, then the vote shall be one vote for each acre the Certificate represents.

In all elections of this Corporation for Directors, every voting member shall have the right to vote, in person or by proxy, the number of Miners inches of water, and or acres of water shall be entitled to one vote and those votes may be voted for as many persons as there are Directors of the Class to be elected, or to accumulate said number of votes he or she may own and give any one candidate as many votes as the number of the Directors to be elected multiplied by the number of votes held in his or her certificate membership shall equal, or to distribute them on the same principle among as many candidates as he or she should think fit, and such Director shall not be elected in any other manor. The members of this Corporation holding membership, shall elect five directors ( 5 ).

#### ARTICLE VI

The voting membership shall be authorized to set the amount of levy and collect assessments to finance the operation of the Corporation for the coming year of 1988,

#### ARTICLE VII

The number of Directors constituting the initial Board of Directors of non-profit Corporation is five ( 5 ), their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Calvin H. Williams	3285 Sycamore Drive Boise, Idaho 83703
Rex LaBrie	3255 Holl Drive Eagle, Idaho 83616
Robert Hanson	2452 Beacon Light Rd. Eagle, Idaho 83616
Lester G. Hill	Rt. 2 Beacon Light Rd. Eagle, Idaho 83616
Fred Granden	Rt. 3, Eagle, Idaho 83616

#### ARTICLE VIII

Members holding twenty percent ( 20 % ) of the votes entitled to be cast, represented in person shall constitute a quorum at any meeting of this non-profit Corporation.

#### ARTICLE IX

The private property of the members of this Corporation shall not be subject to the payment of any Corporation debt, but shall be subject to any debt the member owes to the Corporation.

#### ARTICLE X

No member, director or officer of this non-profit Corporation shall receive any portion of the income of this non-profit Corporation, but the foregoing shall not bar such person from receiving payments for services rendered, materials furnished, actual expenses incurred or money loaned to the Corporation and each member agrees that all funds of this Corporation shall be used solely and exclusively to carry out the objectives of this Corporation.

#### ARTICLE XI

The officers of the Corporation shall be 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 confirmed by the By-Laws of the Corporation. Officers shall be chosen in accordance with the provisions stated in the By-Laws.

#### ARTICLE XII

In the event of a dissolution of the Corporation, the disposal of assets or property shall be determined at the time of such dissolution in the manner provided by Idaho Law. Provided, however, that the assets of property may be transferred only to another non-profit corporation duly qualified under the regulations of Section 501 ( C ), Internal Revenue Code, having objectives or similar objectives and purposes of this corporation or to public agency or to another non-profit corporation duly qualified under regulations of Section

501(C ), Internal Revenue Code.

Provided further, that in the event of dissolution no asset or property shall be distributed to the members, either for reimbursement for any sums subscribed, donated or contributed by such member, or for any other purpose, it being the intent that in the dissolution of this corporation, or upon its ceasing to carry out the objectives and purposes herein set forth, the property and assets then owned by the corporation shall be to the carrying on of the functions and purposes of the corporation.

#### ARTICLE XIII

The Board of Directors shall have the right to make and amend By-Laws, not inconsistent with any existing law and not inconsistent with these Articles of Incorporation, for the government of the affairs of the corporation and the management of its properties.

#### ARTICLE XIV

An annual meeting of the membership of the corporation shall be held upon a date provided for in the By-Laws of this corporation in the manner therein prescribed.

#### ARTICLE XV

These articles may be amended by a two-thirds (  $\frac{2}{3}$  ) majority vote of the certificates entitled to vote, represented in person or by proxy, at a meeting of the membership duly called for that purpose and at which a quorum is present.

#### ARTICLE XVI

The names and addresses of the incorporators are as follows:

Name	Address
Calvin H. Williams	3285 Sycamore Dr., Boise, Idaho 83703
Rex LaBrie	3255 Holl Dr., Eagle, Idaho 83616
Robert Hanson	2452 Beacon Lt. Rd. Eagle, Idaho 83616
Lester G. Hill	Rt. 2, Beacon Light Rd. Eagle, Idaho 83616
Fred Granden	Rt. 3, Eagle, Idaho 83616



IN WITNESS WHEREOF, we have hereunto set our hands and seals this 24th.  
day of January, 1987.

Calvin H. Williams  
Calvin H. Williams

Rex LaBrie  
Rex LaBrie

Robert Hanson  
Robert Hanson

Lester G. Hill  
Lester G. Hill

Fred Granden  
Fred Granden

STATE OF IDAHO )  
( )  
County of Ada )

On this 24th. day of January, 1987, before me the undersigned Notary,  
in and for said State, personally appeared, Calvin H. Williams, Rex LaBrie,  
Robert Hanson, Lester G. Hill and Fred Granden, known to me to be the persons  
whose names are subscribed to the within instrument, and who acknowledged to  
me that they executed the same.

IN WITNESS WHERE, I have hereunto set my hand and affixed my official  
Seal the day and year first above written.

Notary Public of Idaho

J. L. Chapman  
Residing at Boise, Idaho  
My Commission expires

1/1/91