

ARTICLES OF INCORPORATION  
OF  
SOUTHEASTERN ARIZONA GOVERNMENTS ORGANIZATION

KNOW ALL MEN BY THESE PRESENTS:

That the Executive Board of the SouthEastern Arizona Governments Organization on August 23, 1975 did agree to form a non-profit corporation under the provisions of Title X, Chapter 1, Article 16, Arizona Revised Statutes, and we hereby certify:

ARTICLE I - Name and Acronym

The name of the corporation shall be SouthEastern Arizona Governments Organization, which may be known also by its acronym, "SEAGO" and its principal place of business shall be located at Bisbee, Arizona or such other locations which shall be selected pursuant to the corporation's Bylaws.

ARTICLE II - Purposes

The purposes for which this corporation is formed are as follows:

A. To provide a regional organization to discuss problems of mutual interest to the members of SEAGO.

B. To combine the resources and ideas of SEAGO members to attain maximum efficiency and economy in inter-governmental operations and to anticipate and solve regional problems which require multi-city, town and county cooperation.

ARTICLE III - Non-Profit Nature

This corporation, organized for purposes other than monetary profit, shall have no authorized or outstanding stock of any kind, class or description, and no monies or funds of this corporation and no property rights shall inure to the benefit of any private individual but all such monies, if any, shall be used for the furtherance of purposes of the corporation, and no substantial part of the activities of this corporation shall ever be used for the purpose of attempting to influence legislation by means of legislative advocacy or otherwise, nor shall any of the activities of this corporation involve intervention in, or participation in, political campaigning on behalf of any candidate or political party for public office. This corporation has tax exempt status under regulation 501 (c) <sup>(3)</sup>~~(4)~~ of the Internal Revenue Service.

ARTICLE IV - General Nature of Business

The general nature of the business proposed to be transacted by this corporation is as follows:

A. To promote a spirit of cooperation among the various eligible political subdivisions of the State of Arizona.

B. To receive bequests, donations, grants and gifts of all kinds of property, in fee simple or otherwise, and to do all acts necessary to carry out the purposes of such bequests, gifts, grants and donations with power to manage, sell, convey, contract, lease or otherwise dispose of same in accordance with the terms of the bequests, gifts, grants or donations of trust or absolutely in case such bequest, grant, gift, donation or trust be unconditional. To enter into contracts with the United States of America, the State of Arizona or any political subdivision thereof, and with any person, firm or corporation incidental to properly carry out the purposes of this corporation.

C. To appoint such officers and agents as the purposes of the corporation shall require and to pay them suitable compensation. The corporation may provide for an annual budget by assessing membership dues if it so desires.

#### ARTICLE V - Commencement

The time of the commencement of this corporation shall be the date of the filing of the Articles of Incorporation with the Arizona Corporation Commission and the term thereof shall be twenty-five (25) years thereafter, with privilege of renewal as allowed by law.

ARTICLE VI - Membership

A. Membership of this corporation shall consist of the hereinafter named incorporators and elected officials representing units of local government within the counties of Cochise, Santa Cruz, Graham and Greenlee and their successors as provided in the SEAGO Bylaws. Membership in this corporation may be increased in a manner provided for in the Bylaws but not more than one (1) member may represent any unit of government located within the territorial boundaries of the regional organization nor shall any member reside outside of the counties described herein.

B. Each member of the corporation is entitled to one (1) vote on all matters coming before any meeting of the organization and each member of the corporation entitled to vote at any meeting of the membership may be represented in vote by proxy as provided in the Bylaws.

C. The authorized number, election, qualifications and removal of members by this corporation shall be as set forth in the Bylaws.

ARTICLE VII - Annual Meeting and Election

The annual meeting of the members for the election of officers on a calendar year basis shall be held not earlier

than November 1st and not later than December 31st in the year preceding the calendar year for which the terms of office apply. The election shall be conducted in such manner and form as may be described in the Bylaws.

ARTICLE VIII - Board of Directors

A. The business and affairs of this corporation shall be conducted by the Board of Directors consisting of not less than three nor more than eighteen (18) directors. Each county and each incorporated city or town located within the boundaries of SEAGO shall select a director who shall service for a one-year term or until their successors have been duly elected and qualified pursuant to the Bylaws.

B. Names of the incorporators and initial Board of Directors shall serve until the first annual meeting and until their successors have been elected and qualified are:

|    | <u>NAME</u>   | <u>RESIDENCE AND POST<br/>OFFICE ADDRESS</u>     |
|----|---|--|
| 1. | John F. Glass<br>Chairman<br>Cochise County<br>Board of Supervisors     | P.O. Box 225<br>Bisbee, AZ 85603                 |
| 2. | Dr. Hugh G. Hamman<br>Chairman<br>Graham County<br>Board of Supervisors | Graham County<br>Courthouse<br>Safford, AZ 85546 |

|     | <u>NAME</u>   | <u>RESIDENCE AND POST<br/>OFFICE ADDRESS</u> |
|-----|---|--|
| 3.  | Angel R. Cueto<br>Supervisor<br>Greenlee County<br>Board of Supervisors     | 341 Chase Creek<br>Clifton, AZ 85533         |
| 4.  | William G. Baffert<br>Chairman<br>Santa Cruz County<br>Board of Supervisors | P.O. Box 1925<br>Nogales, AZ 85621           |
| 5.  | Louise Rosell<br>Councilwoman<br>Town of Benson                             | P.O. Box 537<br>Benson, AZ 85602             |
| 6.  | Robert Holland<br>Councilman<br>City of Bisbee                              | 210 Azurite<br>Bisbee, AZ 85603              |
| 7.  | Larry Upton<br>Mayor<br>Town of Clifton                                     | 201 3rd Street<br>Clifton, AZ 85533          |
| 8.  | Ray Willcox<br>Mayor<br>City of Douglas                                     | 425 10th Street<br>Douglas, AZ 85607         |
| 9.  | William Lackey<br>Councilman<br>Town of Duncan                              | P.O. Box 861<br>Duncan, AZ 85534             |
| 10. | Harvey W. Jackson<br>Councilman<br>City of Huachuca City                    | P.O. Box 4438<br>Huachuca City, AZ 85616     |
| 11. | Ben Teyechea<br>Alderman<br>City of Nogales                                 | 225 Madison<br>Nogales, AZ 85621             |
| 12. | Mrs. Pat Forrest<br>Councilwoman<br>Town of Patagonia                       | P.O. Box 611<br>Patagonia, AZ 85624          |

|     | <u>NAME</u>  | <u>RESIDENCE AND POST<br/>OFFICE ADDRESS</u>  |
|-----|--|---|
| 13. | Rodell Weech<br>Mayor<br>Town of Pima                | Town of Pima<br>Pima, AZ 85543                |
| 14. | Gary Curtis<br>Mayor<br>City of Safford              | 717 Main<br>Safford, AZ 85546                 |
| 15. | Mary Waddell<br>Councilwoman<br>City of Sierra Vista | 400 Sherbundy, N.W.<br>Sierra Vista, AZ 85635 |
| 16. | Lawrence Innes<br>Councilman<br>Town of Thatcher     | P. O. Box L<br>Thatcher, AZ 85552             |
| 17. | Roy W. Young<br>Councilman<br>City of Tombstone      | City of Tombstone<br>Tombstone, AZ 85638      |
| 18. | Thelmer Smith, Jr.<br>Councilman<br>City of Willcox  | 358 N. Arizona Avenue<br>Willcox, AZ 85643    |

C. The above directors were publicly elected representing the political entities within the State of Arizona Planning District VI.

D. The following officers of the Board of Directors have been elected to serve until the corporation's first annual meeting to be held as specified in Article VII above: Ben Teyechea, Chairman; Angel Cueto, Vice-Chairman; and Robert Holland, Treasurer.

ARTICLE IX - Exemption of Members' Private Property

The property of the members of this corporation and the entities that they represent shall be wholly exempt from corporate liability.

ARTICLE X - Authority to Devise Bylaws and to Amend Articles of Incorporation

The corporation shall have power to make and to adopt bylaws and to alter them, and the corporation may amend bylaws and to alter them, and the corporation may amend its Articles of Incorporation as provided by the laws of the State of Arizona.

ARTICLE XI - Distribution of Assets Upon Dissolution

In the event of dissolution of this corporation, its assets shall be distributed as provided for in the Bylaws or in accordance with contractual agreements made by the corporation, but no assets, regardless of contractual agreements or otherwise, shall be distributed to the private benefit of any individuals.

ARTICLE XII - Statutory Agent

A. Corporation hereby appoints James Greenwood, 125 Naco Hwy., Bisbee, Arizona 85603, who has been a bona fide resident of this state for more than three (3) years, as its agent to accept and to acknowledge service of and



upon whom may be served all necessary process or processes in any action, suit or proceeding that may be had or brought against this corporation in any of the courts of the State of Arizona, and such services of process or notice, or the acceptance thereof by such agent endorsed thereon, to have the same force and effect as if served upon the chairman and secretary of this corporation.

B. The foregoing appointment may be revoked at any time by the appointment of a successor agent in the manner provided by law.

Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

William Baffert

William G. Baffert

(Signature)

STATE OF ARIZONA)  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 8<sup>th</sup> day  
of MAY, 1976.

Lee E. Robertson Jr.  
(Signature)

My Commission Expires:

June 11, 1977

\_\_\_\_\_  
(Notary Seal)

Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Louise Rosell

*Louise Rosell*  
(Signature)

STATE OF ARIZONA )  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 8<sup>th</sup> day  
of May, 1976.

*Del E. Robertson, Jr*  
(Signature)

My Commission Expires:

*June 11, 1977*

\_\_\_\_\_  
(Notary Seal)

Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Lawrence Innes

Lawrence Innes  
(Signature)

STATE OF ARIZONA)  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 24<sup>th</sup> day  
of July, 1976..

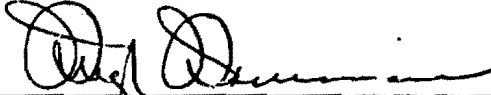
Ed E. Muecke, Jr.  
(Signature)

My Commission Expires: June 11, 1977

\_\_\_\_\_  
(Notary Seal)


Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Dr. Hugh Hamman

  
\_\_\_\_\_  
(Signature)

STATE OF ARIZONA)  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 27<sup>th</sup> day  
of July, 1976.

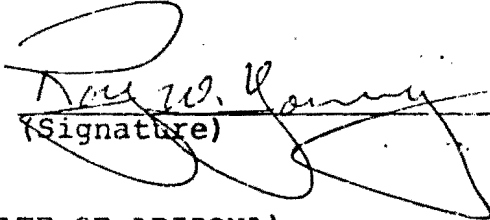
  
\_\_\_\_\_  
(Signature)

My Commission Expires: 6-10-79

\_\_\_\_\_  
(Notary Seal)

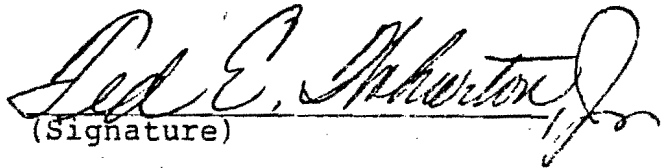
Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Roy Young

  
(Signature)

STATE OF ARIZONA)  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 24<sup>th</sup> day  
of July, 1976.

  
(Signature)

My Commission Expires: June 11, 1977

\_\_\_\_\_  
(Notary Seal)

Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Name

Harry D. Waddell  
(Signature)

STATE OF ARIZONA  
Cochise County  
City of Sierra Vista

Subscribed and sworn to before me this 2<sup>nd</sup> day  
of August, 1975.

Charles J. Davis  
(Signature)

My Commission Expires:

9 Oct 78  
(Notary Seal)

Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Pat Forrest

Patricia O. Forrest  
(Signature)

STATE OF ARIZONA)  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 5th day  
of August, 1976.

Margaret M. Seck  
(Signature)

My Commission Expires: My Commission Expires April 4, 1977.

\_\_\_\_\_  
(Notary Seal)



Articles of Incorporation of the  
SouthEastern Arizona Governments Organization

Willcox

Ray Willcox  
(Signature)

STATE OF ARIZONA)  
COUNTY OF COCHISE)

Subscribed and sworn to before me this 24<sup>th</sup> day  
of July, 1976.

Lee E. Robertson L  
(Signature)

M.

Commission Expires:

June 11, 1977

\_\_\_\_\_  
(Notary Seal)

A. C. C. - INCORPORATING DIV.  
RECEIVED  
AUG 6 '76  
RECEIVED

A. C. C. - INCORPORATING DIV.  
**FILED**  
AUG 6 1976  
*pc*

106217

ARIZONA CORPORATION COMMISSION  
INCORPORATING DIVISION

**FILED**

**AUG 6 1976**

At 10:30 A. M. at request of  
Southeastern Arizona Governments Organization  
Address P. O. Box 204  
Bisbee, AZ. 85603  
By Julie Baker  
Donald E. Vance, SECRETARY