

ARTICLES OF INCORPORATION

DISTRICT # _____ Department of Oregon

VETERANS OF FOREIGN WARS OF THE UNITED STATES

In accordance with the provisions of ORS Chapter 65, relating to corporations not for profit, the undersigned persons do hereby constitute themselves into a non-profit corporation for **mutual benefit** and adopt the following Articles of Incorporation in accordance with said Statutes.

ARTICLE I - NAME:

The name of this corporation shall be: District # _____ Department of Oregon, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC.

ARTICLE II - PURPOSES:

The general nature and purposes of this corporation shall be:

Fraternal, patriotic, historical, charitable and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate the memory and history of our dead and to assist their spouses and orphans; to maintain true allegiance to the government of the United States of America and fidelity to its Constitution and laws; to foster true patriotism; to maintain and extend the institutions of American freedom and to preserve and defend the United States from all her enemies.

This incorporated subordinate unit of the VETERANS OF FOREIGN WARS OF THE UNITED STATES, shall at all times remain under the jurisdiction of, and be governed according to the Congressional Charter and By-Laws of the Veterans of Foreign Wars of the United States. In the event that any provision of this Certificate of Incorporation conflicts with the National Charter and By-Laws of the Veterans of Foreign Wars of the United States, such conflicting provisions shall be deemed null and void, and the National Charter and By-Laws shall, at all times, govern.

ARTICLE III - MEMBERSHIP:

The active and voting membership of this corporation shall at all times consist of and be confined to the active membership in good standing in District # _____ Department of Oregon, VETERANS OF FOREIGN WARS OF THE UNITED STATES, with eligibility to, acquiring of, suspension from, and discontinuance of membership being in accordance with the National Charter and By-Laws of the Veterans of Foreign Wars of the United States.

ARTICLE IV - INCORPORATORS:

The names and residences of the incorporators of this Corporation are as follows:

District Commander: (Name) _____

(Address) _____

District Sr. Vice Commander: (Name) _____

(Address) _____

District Quartermaster: (Name) _____

(Address) _____

ARTICLE V - MANAGEMENT & ELECTIONS:

The Board of Directors shall manage the affairs of this Corporation and shall consist of the District Commander, the District Sr. Vice Commander, and the District Quartermaster, and they shall be elected at the District Convention to be held during the month of _____ each and every year in accordance with the By-Laws of the Veterans of Foreign Wars of the United States. Actions of the Board of Directors as set forth herein shall be at all times subject to the approval of the District.

ARTICLE VI - OFFICERS:

The names and addresses of the Officers of the District, who are to serve as Officers of the Corporation until their successors are duly elected and installed, are as follows:

District Commander: (Name) _____,
who shall serve as President.
(Address) _____

District Sr. Vice Commander: (Name) _____,
who shall serve as Vice President.
(Address) _____

District Adjutant: (Name) _____,
who shall serve as Secretary.
(Address) _____

District Quartermaster: (Name) _____,
who shall serve as Treasurer.
(Address) _____

All of the above shall be elected at the District Convention to be held during the month of _____ of each and every year, except the Post Adjutant who shall be appointed by the District Commander on the night of installation or as soon thereafter as possible.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

Each director has consented to the appointment as director of the corporation.

This corporation shall have not less than three (3) Directors and the initial Board of Directors shall be as follows:

District Commander: (Name) _____, Director
(Address) _____

District Sr. Vice Commander: (Name) _____, Director
(Address) _____

District Quartermaster: (Name) _____, Director
(Address) _____

The above Directors shall serve until the next election of District Officers during the month of _____ of each and every year and who, by virtue of their office, shall serve as Directors of the Corporation.

ARTICLE VIII - BY-LAWS:

By-Laws for this corporation may be made, altered, or rescinded after presentation to the District by any member in good standing and approved by a two-thirds (2/3) vote of the District Delegates present and in good standing at a District Convention. However, said By-Laws shall not conflict with the National Charter, By-Laws and Manual of Procedure of the Veterans of Foreign Wars of the United States, nor shall they conflict with the By-Laws of the Department having jurisdiction and providing further a copy of same shall be forwarded, through channels, and reviewed by the Commander-in-Chief before becoming effective.

ARTICLE IX - AMENDMENTS TO ARTICLES OF INCORPORATION:

Amendments to these Articles of Incorporation may be made after presentation to the District by any member in good standing and approved by a two-thirds (2/3) vote of the District Delegates present and in good standing at a noticed meeting. However, said Amendments to the Articles of Incorporation shall be in accordance with the Laws of the State, and in accordance with the National Charter, By-Laws and Manual of Procedure of the Veterans of Foreign Wars of the United States and further they shall be in accordance with the Department having jurisdiction and provided further a copy of same shall be forwarded, through channels, and reviewed by the Commander-in-Chief before becoming effective.

ARTICLE X - MISCELLANEOUS:

In the event of dissolution of this corporation all of the assets shall be the property of District # _____ Department of Oregon VETERANS OF FOREIGN WARS OF THE UNITED STATES and in the event of the simultaneous dissolution of this corporation and the forfeiture of the charter issued by the Veterans of Foreign Wars of the United States to said subordinate unit then, and in that event, title to all of the assets of this corporation shall pass to the Veterans of Foreign Wars of the United States to be disposed of in accordance with the National By-Laws, rules and regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of the corporation be distributed among the individual members thereof.

ARTICLE XI - ADDRESS AND REGISTERED OFFICE AND AGENT (QM):

The address of its initial Registered Office is _____
and the name of its initial Registered Agent is _____.

IN WITNESS WHEREOF we have hereunto set our hands and seals this _____ day of _____, 20 _____.

(All incorporators (Article IV), must sign and their signatures acknowledged).

_____ L.S.

_____ L.S.

_____ L.S.

State of Oregon
County of _____

Be it remembered, That on this _____ day of _____, 20____, before me, the undersigned, a Notary Public in and for the State of Oregon, personally appeared the Within named persons known to me to be the identical individuals described in and who executed the within instrument and acknowledged to me that they execute the same freely an voluntarily.

In Testimony Whereof, I have hereunto set my hand an affixed my official seal the day and year last above written.

Notary Public of Oregon

My commission expires _____

For Veterans of Foreign Wars National Headquarters use