

**ARTICLES OF INCORPORATION**  
**OF**  
**Oregon Springfield Lions Foundation**  
**A NON-PROFIT CORPORATION**

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Oregon, adopt the following Articles of Incorporation:

ONE: The name of this corporation shall be: Oregon Springfield Lions Foundation

TWO: The principle place of business and mailing address of this corporation shall be:

876 Leigh St., Eugene, OR 97401

THREE: This corporation is organized exclusively for one or more of the purposes as specified in Section 501 (c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal revenue Code, or corresponding section of any future federal tax code.

And shall adhere to the following considerations:

- (1) At least a majority of its board of directors are Lions club members in good standing;
- (2) Amendments to its governing documents shall be approved by the general membership of the foundation at a district convention or regular annual meeting;
- (3) Membership consists of Lions clubs or club members in good standing;
- (4) Proxy voting is not permitted; and
- (5) Mandatory dues are not assessed against its member Lions clubs or club members.

The specific purposes for which this corporation is organized are:

A. The purposes for which the Oregon Springfield Lions Foundation is organized are exclusively charitable and educational within the meaning of section 501 (c)(3) of the Internal Revenue Code of 2019, and the corresponding provision of any future United States Revenue law. The Oregon Springfield Lions Foundation is chartered by, and under the jurisdiction of , the International Association of Lions Clubs of Oak Brook, Illinois and is governed by the Constitution and By-Laws of said Association.

B. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of Internal Revenue Code of 2019 or the corresponding provision of any future United States Internal Revenue Law.

C. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes with the meaning of section (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principle office of the corporation is then located, exclusively for

such purposes or to such organizations, as said Court shall determine which are organized and operated under section 501 (c)(3) of Internal Revenue Code of 2019 or the corresponding provision of any future United States Internal Revenue law.

D. To solicit, collect and otherwise raise money to fund those aims and goals of the Oregon Springfield Lions Foundation which are exclusively charitable and within the meaning of section 501 (c)(3) of Internal Revenue Code of 2019 or the corresponding provision of any future United States Internal Revenue law.

E. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

F. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

FOUR: The manner in which the Directors are elected are as follows:

The Officers and Directors will be elected in the same manner as the Officers and Directors of the Oregon Springfield Lions Foundation and hold the same office as held in the Oregon Springfield Lions Foundation as per By-Laws Article V.

FIVE: The corporate powers of this corporation are as provided in section 65.077 General powers and 65.081 Emergency powers of Oregon Statutes, unless limited as follows:

No additional limits.

SIX: These Articles of Incorporation may be amended as follows:

A. At any regular or special meeting of the Corporation, at which a quorum is present, by affirmative vote two-thirds of the members present and voting, providing the Trustees have previously considered the merits of the amendments.

B. No amendment shall be put to a vote unless written notice thereof stating the proposed amendment shall have been given to each member, by mail or personal delivery, at least two weeks prior to the meeting at which the vote on the proposed amendment is to be taken.

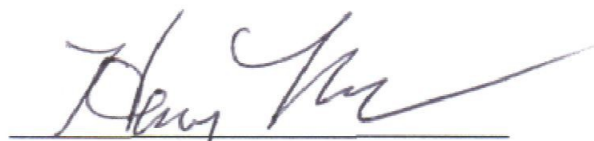
SEVEN: The name and street address of the initial registered agent of this corporation Oregon Springfield Lions Foundation is: Judy Potter, 876 Leigh St., Eugene, OR 97401


EIGHT: The names and the street address of the 3 initial directors and 3 incorporators are:

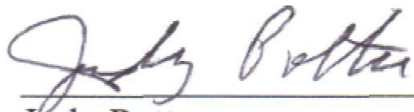
The undersigned incorporators have executed the Articles of Incorporation this 1 day of October, 2019.

Signatures of Original Incorporators (2019):

Initial Directors

  
Henry Miller  
235 17<sup>th</sup> St.  
Springfield, OR 97477

  
Dale Bachman  
858 Old Orchard Lane  
Springfield, OR 97477



Judy Potter  
876 Leigh St.,  
Eugene, OR 97401

The undersigned 2023-2024 Board Of Directors have executed REVISED Articles of Incorporation this 15TH day of JANUARY, 2024.

2023-2024 Board Of Directors: Revision Ratified 01/15/24

Henry Miller, Past President 2022-23  
235 17<sup>th</sup> St.  
Springfield, OR 97477

Darrell Scott President 2023-24  
39684 Wendling Rd  
Marcola 97454

Judy Potter Secretary 2023-24  
876 Leigh St.,  
Eugene, OR 97401

Paul Pevehouse Treasurer 2023-24  
760 A Street, #1307  
Springfield, 97477

Dale Howard Member / 501(c)3 consultant  
1064 Oak Meadows PL.  
Springfield, OR 97477