

**ARTICLES OF INCORPORATION
OF**

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: _____

ARTICLE II – PROPOSESES:

The general nature and purposes of the corporation shall be: fraternal, patriotic, historical, chartable 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 widows 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 whomsoever.

This incorporated subordinate unit of the VETERANS OF FOREIGN WARS OF THE UNITED STATES, shall at all times remain under the jurisdiction of, and 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 _____
POST _____ 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 the Corporation are as follows:

Post Commander: _____

Post Sr. Vice Commander: _____

Post Quartermaster: _____

ARTICLE V – MANAGEMENT AND ELECTIONS:

The Board of Directors shall manage the affairs of this Corporation and shall consist of the Post Commander, the Post Sr. Vice Commander and the Post Quartermaster, and they shall be elected at a regular meeting of the Post to be held during the month of April 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 Post.

ARTICLE VI – OFFICERS:

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

Post Commander, who shall serve as President: _____

Post Sr. Vice Commander, who shall serve as Vice President: _____ Post

Adjutant, who shall serve as Secretary: _____ Post

Quartermaster, who shall serve as Treasurer: _____

All of the above shall be elected at a regular meeting of the Post to be held during the month of April of each and every year, except the Post Adjutant who shall be appointed by the Post 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 a director of the corporation. This corporation shall have not less than three (3) Directors and the initial Board of Directors shall be as follows:

Post Commander: _____ - Director

Post Sr. Vice Command: _____ - Director

Post Quartermaster: _____ - Director

The above Directors shall serve until the next elections of Post Officers during the month of April 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 Post by any member in good standing and approved by a two-thirds (2/3) vote of the Post Membership present and in good standing at a noticed meeting provided each member had been notified at least twenty (20) days in advance and upon request, provided a copy of the proposed By-Laws. 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 INCORP.

Amendments to these Articles of Incorporation may be made after presentation to the Post by any member in good standing and approved by two-thirds (2/3) vote of the Post Membership present and in good standing at a noticed meeting provided each member had been notified at least twenty (20) days in advance and upon request, provided a copy of the proposed amendments. 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 a dissolution of this corporation all of the assets shall be the property of POST _____ VETERANS OF FOREIGN WARS OF THE UNITED STATES and in 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:

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 notarized).

_____ 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 executed the same freely and voluntarily.

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

Notary Public for Oregon

My commission expires _____

for Veterans of Foreign Wars National Headquarters use