

# **Articles of Incorporation**

**Trails Club of Oregon**

**Restated November 2024**

# **Articles of Incorporation Trails Club of Oregon**

## **Article 1 Name**

The name of this corporation shall be Trails Club of Oregon.

## **Article 2 Registered Agent**

The name of the Initial Registered Agent of the corporation is Lori Leach, and the street address of the initial agent of this corporation is 10880 Main St. NE, Donald, OR 97020.

## **Article 3 Address for Mailing Notices:**

10880 Main St. NE  
Donald, OR 97020

## **Article 4 Purpose**

The specific purpose for which the corporation is organized is to be a community development organization serving our local community by engaging in a broad range of strategies that promote outdoor activities, education and safety, and the exploration of nature, , primarily in the Pacific Northwest, by providing activities and training opportunities related to the wilderness environment; collecting, preserving, and disseminating information, memorabilia, data, and knowledge concerning the same; supporting the conservation and preservation of the natural environment; and providing and promoting hiking, backpacking, outings, and other activities. And, to also engage in activities which are necessary, suitable, or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501(c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

## **Article 5 Members**

This corporation shall have members.

## **Article 6 Term and Dissolution**

The term for which the corporation is to exist shall be perpetual. In the event of dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(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 disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **Articles 7 Directors**

The Board of Trustees of the corporation shall consist of no less than four (4) officers and other trustees as determined by the Bylaws. Officers and trustees shall be elected annually by the membership, and term of office is specified in the corporation's Bylaws.

The names and addresses of the officers of the Board of Directors are as follows:

Beverly Drottar 18 SW 148th Ave Beaverton, OR 97006	Nicole Rogers 4235 NW Grass Valley Ct Camas, WA 98607	Rebecca Knudeson 13125 SW Bull Mountain Rd Tigard, OR 97224
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Jennifer Samuels  
2944 NE 44th Ave  
Portland, OR 97213

## **Article 8 Non-Profit Organization**

No part of the net earnings of the corporation shall ever inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation 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 article 4. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or: (b) by a corporation, contributions to which are deductible under Section 170(C) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue laws.

## **Article 9 Bylaws**

The bylaws of the corporation shall be recommended by the Board of Trustees and adopted by a vote of the membership and may be amended, altered, or rescinded by the membership in the manner provided by such bylaws.

## **Article 10 Amendments to Articles of Incorporation**

These articles of incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be recommended by the Board of Trustees and approved by a vote of the membership.

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of any person including officers, directors, employees, members, managers or agents. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

This \_\_\_\_\_ day of November, 2024

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Beverly Drottar, President