

**ARTICLES OF INCORPORATION**

**OF**

\_\_\_\_\_ **POST NO.** \_\_\_\_\_  
**(Post Name)**

**VETERANS OF FOREIGN WARS OF THE UNITED STATES**

This corporation is a nonprofit mutual benefit corporation and is not organized for the private gain of any person. It is organized under the Non Profit Mutual Benefit Corporation Law for Charitable purpose. (California Corporations Code Section 7130(b)(1)).

**ARTICLE I – NAME OF CORPORATION, NAME AND ADDRESS OF INITIAL AGENT:**

The name of this corporation shall be \_\_\_\_\_ **POST**  
\_\_\_\_\_  
(Post Name)  
No. \_\_\_\_\_. Of Veterans of Foreign Wars of the United States, Inc.

The name of its initial agent is \_\_\_\_\_ and the address of its initial agent is  
\_\_\_\_\_, California Corporation Code Section 5130(c).

**ARTICLE II – SUBORDINATE CORPORATION:**

This incorporated subordinate unit of the Veterans of Foreign Wars shall at all times remain under the jurisdiction of and governed according to the National Charter and By-Laws of the Veterans of Foreign Wars of the United States. (California Code Section 5132 (a)(2)(A). 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 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 member’s thereof. (California Corporation Code Section 5130(a)(b).

**ARTICLE III - PURPOSE**

The 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 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.

**ARTICLE IV - 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 No. \_\_\_\_\_ 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 V - 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 or appointed and installed, are as follows:

Post Commander: \_\_\_\_\_,  
(Name) (Address)  
who shall serve as President.

Post Sr. Vice Commander: \_\_\_\_\_,  
(Name) (Address)  
who shall serve as Vice President.

Post Adjutant: \_\_\_\_\_,  
(Name) (Address)  
who shall serve as Secretary.

Post Quartermaster: \_\_\_\_\_,  
(Name) (Address)  
who shall serve as Treasurer.

All of the above shall be elected at a regular meeting of \_\_\_\_\_ Post No. \_\_\_\_\_ 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. Any and all actions of the Board of Directors shall be at all times subject to the approval of the membership.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS:**

This corporation shall have three (3) Directors and the initial Board of Directors shall be as follows:

Post Commander: \_\_\_\_\_, Director  
(Name) (Address)

Post Sr. Vice Commander: \_\_\_\_\_, Director  
(Name) (Address)

Post Quartermaster: \_\_\_\_\_, Director  
(Name) (Address)

The above Directors shall serve until the next election 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 VII - 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 VIII - AMENDMENTS TO ARTICLES OF INCORPORATION:**

Amendments to theses Articles of Corporation may be made after presentation at a meeting by the Board of Directors and by a two thirds (2/3) vote of the membership present and in good standing. A notice of the meeting will be provided each member and the VFW Commander-in-Chief at least twenty (20) days in advance and upon request, provided a copy of the proposed amendments(s),

**ARTICLE IX - MISCELLANEOUS:**

In the event of dissolution of this corporation all of the assets shall be the property of \_\_\_\_\_ POST NO. \_\_\_\_\_ 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.

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

\_\_\_\_\_  
Post Commander, Initial Director

\_\_\_\_\_  
Post Sr. Vice Commander, Initial Director

\_\_\_\_\_  
Post Quartermaster, Initial Director