

452628

APPROVED
FOR FILING
By _____
Date 4-26-74
Amount 2500
FOR OFFICIAL
USE ONLY

Articles of Incorporation

—OF— **B0965-1781**

21592

THE YELLOW SPRINGS COMMUNITY FOUNDATION

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, not for profit, under Sections 1702.01 et seq., Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be THE YELLOW SPRINGS COMMUNITY FOUNDATION

SECOND. The place in Ohio where the principal office of the corporation is to be located is Yellow Springs, Greene County.
(City, Village or Township)

THIRD. The purpose or purposes for which said corporation is formed are:

To accept gifts, grants, devises, or bequests for public, charitable, scientific and educational uses and purposes, including in such term all educational and charitable purposes of a public character or for the public welfare, created by any Last Will, conveyance, or other instrument, or any other means, and to hold title to and to administer, distribute and apply property and funds so received and the income therefrom in accordance with the purposes expressed herein, or if the donor, or restator as to the use and disposition of income and principal, SUBJECT, HOWEVER, in every case to the condition that if and whenever it shall appear to the Trustees of the Foundation that the circumstances have so changed since the execution of the instrument containing any gift, grant, devise or bequest as to render unnecessary, undesirable, impracticable, or impossible a direct complaince with the terms of such instrument, or that circum-

stances have so changed as to render said expressed desires no longer wise or beneficial, said Trustees by resolution adopted by the affirmative vote of four-fifths of their number, may at any time and from time to time, direct the application of any such gift to such other public, charitable, or educational purpose as herein provided as in their judgment will most effectively accomplish the general purposes of the Foundation, free from any specific restrictions, limitations, or direction contained in such instrument.

The charitable, benevolent, scientific or educational uses and purposes herein referred to shall be those which will assist, encourage, and promote the well being of mankind and primarily of the citizens of the Village of Yellow Springs and Greene County, Ohio, as now or hereafter constituted, regardless of race, color, or creed, and without in any way enlarging, extending, or limiting the generality of the foregoing, but rather in illustration and explanation thereof, for the following uses and purposes, among others:

- (a) For assisting public, charitable, benevolent or educational institutions, whether supported wholly or in part by private endowment or donations or by public taxation;
- (b) For promoting scientific research for the advancement of human knowledge and the alleviation of human suffering;
- (c) For providing scholarships or otherwise assisting worthy young men or women of slender means in obtaining an education;
- (d) For the care of the sick, aged, and helpless;
- (e) For the care of needy men, women and children;
- (f) For the improvement of living and working conditions;
- (g) For providing facilities for public recreation;
- (h) For the promotion of social and domestic hygiene;
- (i) For the promotion of sanitation and measures for the prevention of disease;

- (j) For research into the causes of ignorance, poverty and vice, preventing the operation of such causes, and remedying or ameliorating the conditions resulting therefrom.

FOURTH: The corporation shall have all of the powers which corporations not for profit may have and exercise under the laws of Ohio. The corporation shall, to the extent applicable, be subject to and in respect of its operations act in conformity with the provision of Sec. 1702.12(H) of the Revised Code of Ohio (or any similar provision hereafter enacted), to the end that the assets and income of the corporation shall be exempt from taxation, and such provisions are hereby incorporated herein by reference.

FIFTH: The following persons shall serve said corporation as Trustees until the first annual meeting or other meeting called to elect Trustees:

<u>Perry M. Stewart</u>	<u>Springfield Pike, Yellow Springs, Ohio</u>
<u>Mark H. Aultman</u>	<u>1101 Livermore St., Yellow Springs, Ohio</u>
<u>Dorothy H. Mitchell</u>	<u>350 Orton, Yellow Springs, Ohio</u>
<u>Hardy W. Trolander</u>	<u>1475 President, Yellow Springs, Ohio</u>
<u>George Asakawa</u>	<u>1333 President, Yellow Springs, Ohio</u>

SIXTH: The following persons are to be the members of the corporation upon organization, and shall continue and be such members until their successors are elected in accordance with the regulations of the corporation:

<u>Perry M. Stewart</u>
<u>Mark H. Aultman</u>
<u>Dorothy H. Mitchell</u>
<u>Hardy W. Trolander</u>
<u>George Asakawa</u>

EU006-1250

Number 452628
Approved By RP
Date 9-23-74
Fee 25.00
FOR OFFICIAL USE ONLY

CERTIFICATE OF AMENDMENT

TO ARTICLES OF

38065

THE Yellow Springs Community Foundation

Dorothy H. Mitchell, President, and Mark H. Aultman, Secretary, of THE Yellow Springs Community Foundation, an Ohio corporation,

organized not for profit, do hereby certify that * (at a meeting of the members of said corporation duly called and held on the ~~xx~~ day of ~~xx~~ 19~~xx~~ at ~~xx~~ o'clock, ~~AM~~ at which meeting a quorum of such members were present, and that by the affirmative vote of ~~xx~~ of the members present therein), * (in a writing signed by all the members who would be entitled to notice of a meeting or such other proportion not less than a majority as the articles or regulations permit), the following resolution of amendment was adopted:

- Article IV of the Articles of Incorporation is hereby amended by the addition of the following: "Notwithstanding any other provision of these articles, the corporation will not carry on any activities nor exercise any powers not permitted to be carried on or exercised by an organization exempt under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law)".
- The second paragraph of Article III, and subdivision "a" thereof are hereby amended to delete the word "benevolent" as it appears in both instances.
- The following provision is hereby adopted as Article VIII: "Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation 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.

IN WITNESS WHEREOF, said Dorothy H. Mitchell, President, and Mark H. Aultman, Secretary, of THE Yellow Springs Community Foundation, acting for and on behalf of said

corporation, have hereunto subscribed their names and caused the seal of said corporation to be hereunto affixed this 12th day of September, 1974.

By Dorothy H. Mitchell
Dorothy H. Mitchell President
By Mark H. Aultman
Mark H. Aultman Secretary

* Strike Phrase Inapplicable