

MINUTES OF  
THE ORGANIZATIONAL MEETING  
OF

\_\_\_\_\_  
(Organized as a 501(c)(3) corporation in the State of \_\_\_\_\_)

The organizational meeting of the Corporation was held at \_\_\_\_\_,  
in the State of \_\_\_\_\_ on \_\_\_\_\_, 2008, at  
\_\_\_\_\_.M. (*Insert time.*)

Roll Call

The following initial directors were present: \_\_\_\_\_,  
and \_\_\_\_\_. The following directors were absent \_\_\_\_\_,  
\_\_\_\_\_, and \_\_\_\_\_. The meeting was called to order. A quorum to do business  
was noted. (*List all Directors who are listed in Article 8 of your articles of incorporation who are  
present. If some are absent, list their names as absent.*)

Election of Chairman

On motion duly made and seconded, \_\_\_\_\_ was elected  
Chairman of the meeting.

Election of First Board of Directors

The Chairman then called for the election of the directors of the corporation. The following  
persons were nominated to serve as the first Board of Directors: (*List all members of your current  
board of directors.*)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

No further nominations being made, the nominations were closed and the initial Directors  
elected the nominees to serve as the first Board of Directors.

Ratification of Actions of Incorporators

The Chairman presented to the meeting the Articles of Incorporation.

On motion duly made and seconded, it was

RESOLVED that all action of every nature shown by the articles have been taken by the incorporators is in all respects ratified.

Adoption of Bylaws *(Present your club's current bylaws.)*

The Chairman then presented to the meeting the proposed bylaws of the corporation.

On motion duly made and seconded, it was

RESOLVED, that the bylaws are hereby adopted by this Board as the bylaws of this corporation.

Adoption of Conflict of Interest Policy

The Chairman then presented to the meeting the proposed conflict of interest policy of the corporation.

On motion duly made and seconded, it was

RESOLVED, that the conflict of interest policy is hereby adopted by this Board as the conflict of interest policy of this corporation.

Election of Officers

The Chairman then called for the election of the officers of the corporation. The following persons were nominated to the offices preceding their names: *(List only your officers of your current board of directors. If your officers have different titles, please change the titles below accordingly.)*

President: \_\_\_\_\_

Vice President/President-elect: \_\_\_\_\_

Secretary: \_\_\_\_\_

Treasurer: \_\_\_\_\_

No further nominations being made, the nominations were closed and the Directors elected the nominees to the respective offices for which they were nominated.

Authorization of Secretary to Establish and Maintain Corporate Books *(This gives authority to the Secretary to keep all the records of the organization.)*

The Chairman submitted to the meeting that the Secretary should be authorized to procure, establish and maintain all necessary corporate books.

Upon motion duly made, seconded, it was

RESOLVED, that the Secretary is authorized to procure, establish and maintain all necessary corporate books of the corporation.

Selection of Bank

The Chairman submitted that the Corporation open bank accounts with the Bank of \_\_\_\_\_ . *(Change to reflect the name of your current bank.)*

Upon motion duly made and seconded, it was

RESOLVED, that the Treasurer be and hereby is authorized to open a bank account on behalf of the corporation with the Bank of \_\_\_\_\_, located at \_\_\_\_\_ . *(Sign any bank documents necessary to open or modify your bank account.)*

Other Organizational Matters

Upon motion duly seconded, it was further resolved that:

RESOLVED, that the officers of the corporation are hereby generally authorized to conduct the activities of the corporation in the ordinary course of its business without additional special authority of this Board.

RESOLVED, that for the purpose of authorizing the corporation to do business in any state, territory, or dependency of the United States, or any foreign country, in which it is necessary or expedient for this corporation to transact business, the proper officers of this corporation are hereby authorized to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices, and, under the corporate seal, to make and file all necessary certificates, reports, powers of attorney, and other instruments as may be required by the laws of such state, territory, dependency, or country to authorize the corporation to

transact business therein.

The Chairman then suggested that the Board establish a time and place for its next meeting. After discussion, and upon motion duly made, seconded, and carried, that the next meeting of this Board shall be held on \_\_\_\_\_, 2008, at \_\_\_\_\_.

There being no further business before the meeting, on motion duly made, seconded, and carried, the meeting was adjourned.

Date: \_\_\_\_\_

Secretary

A true copy of each of the following papers referred to in the foregoing minutes is appended hereto:

Articles and Certificate of Incorporation

Bylaws

Conflict of Interest Policy