

**ARTICLES OF INCORPORATION**  
**OF**  
**OHANA SWIM TEAM**

I, the undersigned person, acting as the Incorporator of a corporation under the Washington Nonprofit Corporation Act (Revised Code of Washington 24.03) hereby adopt and execute the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of this corporation is OHANA SWIM TEAM.

**ARTICLE II**

**Duration**

The period of duration of this corporation shall be perpetual.

**ARTICLE III**

**Purposes**

This corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall:

- A. Provide an opportunity for all eligible membership to engage in a whole-some, lifesaving, lifetime sport, and recreational activity;
- B. Promote physical fitness and good patterns of physical and moral development and to encourage proper conditioning and health habits;
- C. Provide opportunities for social, emotional, moral, and educational development and to encourage peer and family participation; and,
- D. Promote the involvement in age-group programs and provide an opportunity for members to compete in organized amateur swimming competitions.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

## **ARTICLE IV**

### **Powers**

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act and Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE V**

### **Limitations**

1. This corporation shall have no capital stock and no part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(3) of the Internal Revenue Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III.
2. No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

## **ARTICLE VI**

### **Registered Agent**

The registered agent for this corporation shall be Mr. Mike McCullough. The street address of the registered agent, as well as the registered office address of the corporation, shall be at 6204 43<sup>rd</sup> Ave NW, Gig Harbor, WA 98335.

## **ARTICLE VII**

### **Membership**

Membership in the corporation shall be open to all members of the community who agree to promote the purposes of Ohana Swim Team as set forth in Article III. A member, for voting purposes, shall be defined as the parent, legal guardian, or person having custody of any child who is swimming on any swim team sponsored by Ohana Swim Team. This shall include all participating swimmers 18 and over, as well as all paid coaches.

Time and place of meetings shall be as described in the bylaws of the corporation. Membership shall be promoted to insure the representation from all user groups, who shall be informed and invited to join. The Board of Directors shall have the right to set membership fees as approved by the membership.

## **ARTICLE VIII**

### **Board of Directors**

The management of this corporation shall be vested in a Board of Directors. The election and number of directors, terms of office, and powers and duties of the Directors shall be fixed by the Bylaws of this corporation; provided, that the initial directors shall be the minimum of five (5) in number. The names of the Initial Directors are as follows:

1. Liz Jones
2. Megen McCullough
3. Joan Rasmussen
4. Mike McCullough
5. Dr. Jane Moore

## **ARTICLE IX**

### **Debt Obligations and Personal Liability**

No member, officer, employee, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, employees, or Directors be subject to the payment of the debts or obligations of this corporation.

## **ARTICLE X**

### **Bylaws**

The Authority to make bylaws for the corporation is hereby vested in the membership. Passage of bylaws and subsequent amendments shall be by a simple majority vote of the members voting.

## **ARTICLE XI**

### **Distributions upon Dissolution**

Upon any dissolution of this corporation under provisions of the laws of the State of Washington for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Directors which are qualified as exempt from taxation under the provisions of Sections 501(a) and 501(c)(3) of the Internal Revenue Code, or any successor statutes, and which further the purposes set forth in Article III. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 no event shall any of the corporation's assets be distributed to the officers, directors, or members of the corporation.

## **ARTICLE XII**

### **Amendments**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the voting membership.

## **ARTICLE XIII**

### **Incorporator**

The name and address of the incorporator is:

Mr. Mike McCullough; 6204 43<sup>rd</sup> Ave NW; Gig Harbor, WA 98335.

IN WITNESS THEROF the incorporator has affixed his signature on this 25<sup>th</sup> day of February, 2007.

Witnessed by Jim Raygor

## **CONSENT TO APPOINTMENT OF REGISTERED AGENT**

I, Mike McCullough, hereby consent to serve as registered agent, in the State of Washington, for the Ohana Swim Team. I understand that as agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

IN WITNESS THEROF the incorporator has affixed his signature on this 25<sup>th</sup> day of February, 2007.

Witnessed by Jim Raygor