

**Current Article****Proposed Article****Explanation****Art. 1 Name**

Same. No changes.

**Art. 2 Purpose**

This corporation is organized for the purpose of forming a society of elderly persons, 60 years of age or older, whose objectives is to fulfill the promise of the Older Americans Act of 1965 covered by Public Law 89-173, 89<sup>th</sup> Congress, H.R. 3708 of July 14, 1965, this bill having been recommended by President Lynden B. Johnson on January 23, 1967, and presented to Congress, Amendments having been added in 1967, the Act became law on July 1, 1967.

Homer Senior Center will assist in providing housing, meals and social connectivity through educational and recreational opportunities as stated in the Older Americans Act of 1965. All applicable Federal, State, and local statutes for Title 10--and those maintaining a non-profit status--will be strictly followed.

The sake of clarity and brevity

A. To achieve the full and free enjoyment of life in retirement and later years that this society seeks.

B. An adequate income in retirement in accordance with the American Standard of living.

C. The best physical and mental care that science can produce.

D. Suitable attractive housing keyed to the income of the elderly person.

E. Opportunity for

employment based on ability and not age.

F. Retirement in health, honor and dignity not stigmatized by the words “POOR” or “POVERTY”, or other degrading phrases.

G. Pursuit of meaningful activity within the range of civic, cultural and recreational activities.

H. Efficient community services available when needed.

I. Freedom and independence to exercise individual initiative to manage their own affairs.

J. Efficient community service which provide social assistance in coordinated manner and readily available when needed.

**Art. 3 Profits and Assets**

This corporation is not organized for profit, and no dividends shall be declared or paid, nor shall it have the power to issue certificates of stock, and no part of its net earnings shall inure to the benefit of any person or organization. The balance, if any, of all money received by the corporation from its

The Corporation is organized exclusively for religious, charitable, scientific literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the Corporation will not carry on any other activities not permitted to be carried on by an organization exempt from

This is substantially the same. The new language is updated and is what is currently recommended by the Foraker Group, an Alaskan nonprofit

operations, after payment in full of all debts and obligations of the corporation, shall be used and distributed exclusively for the purposes set forth in Article II of these Articles. In the event of termination or dissolution of this corporation, any remaining assets must be distributed to one or more organizations which have a charitable status under Section 501 of the Federal Revenue Code of 1954 as of the Federal Internal Code.

Federal income tax under Section 501(c)(3) of the Internal Revenue Code.

agency.

The Corporation will have all the powers granted a Corporation by AS 10.20.005.725. The provisions set forth in AS 10.20.153 (applicable to private foundations) will not apply to this Corporation. Notwithstanding anything herein to the contrary, the Corporation will exercise only such powers are in furtherance of the exempt purposes of organizations set forth in Subsection 501(c)(3) of the Internal Revenue Code under which the Corporation chooses to qualify for exemption, as the same now exists, or as it may be amended from time to time.

In the event of dissolution of the Corporation, no member will be entitled to any distribution or division of its remaining property or proceeds, and the balance of all money or property received by the Corporation from any source, after the payment of all debts and obligations, will be used and distributed exclusively within the intention of Section 501(c)(3) of the Internal Revenue Code, as now exists, or as it may be amended from time to time.

**Art. 4** Place of business

The principal place of business shall be Homer,

The corporate headquarters address is Homer Senior Center, Inc., 3935 Svedlund

We are just adding the address.

Alaska.

Street, Homer, Alaska. 99603

**Art. 5**

This corporation shall be perpetual.

Same. No changes.

**Art. 6 Membership**

Membership in the corporation shall be available to any American citizen 55 years or older.

The Corporation will have members. The conditions of membership will be defined in the bylaws.

The articles must define that we have members. Under Alaskan law, the conditions of membership should be in bylaws rather than in the Articles.

**Art. 7. Indebtedness**

The highest amount of indebtedness or liability to which the corporation may be subject at any time is One Hundred Thousand Dollars (\$100,000).

Delete

An indebtedness provision is not typically found in the Articles and would often become outdated.

**Art. 8 Board of Trustees**

The affairs of this corporation shall be managed by a Board of Trustees of not less than three nor more than nine members who shall be elected and serve pursuant to the by-laws of the corporation. The number of Directors constituting the initial Board of Trustees shall

Delete

This is for the initial board of directors and will remain on record with the State. We do not need to list them again in our newly restated articles.

be five and the names and addresses are as follows:

George Dahlgreen, Box 581  
Homer, AK 99603

Sam Pratt, General Delivery.  
Homer, AK

Lowell Cooper, Star Rt. A  
Homer, AK 99603

Gus Lofgren, Star Rt. B  
Homer, AK 99603

Ed Nordby, Star Rt. A Homer,  
AK 99603

The number of directors is stated in our bylaws.

**Art. 9 Officers**

Delete

The officers who shall manage the corporation shall be elected by a majority vote of the members of the corporation. The officers shall be a president, vice-president, and secretary-treasurer. The Board of Directors may in its discretion create other offices and provide for the terms and define the duties and powers of such offices.

This is important in the initial articles (which are still on record with the State) before bylaws are adopted.

It is now stated in the bylaws.

**Art. 10 Bylaws**

Delete

Before transacting any business or acquiring property the members of the corporation shall meet and vote on the adoption of the by-laws of this corporation. If

This is for creating initial bylaws and is language only found in our initial Articles of

a majority of all members in good standing vote to approve the by-laws submitted at the meeting, the by-laws shall be placed in a book kept by this corporation and shall be signed by all persons who become members of the corporation.

Incorporation.

**Art. 11 Liability**

Same. No changes.

The private and personal liability of the Board of Directors and members shall be exempt free from corporate liability, except and to the extent provided by law.

**Art. 12 Amendment**

These Articles may be amended at a regular or special meeting of the members of the corporation called for that purpose. No amendment of the Articles shall be made unless:

A. At least 30 days before the meeting notice is mailed to each voting member at his last address of record stating that it is proposed that the Articles be amended, and the specific nature of the amendments proposed.

B. The amendment is voted

**Amendment**

These Articles may be amended at a regular or special meeting of the members of the Corporation called for that purpose. No amendment of the Articles shall be made unless:

1) At least 30 days before the meeting, all members eligible to vote are provided a copy of the notice of the proposed amendment.

2) The amendment is voted for by 2/3 of the members who are eligible to vote and

This makes two small changes. First, it will allow for notice to be sent electronically to those members who choose to go paperless and receive notice digitally.

Secondly, it is more accurate to describe a “voting member” as a “member who

for by 2/3 of the voting  
members present or  
represented at the meeting.

who are participating at the  
meeting.

is eligible to  
vote”.