

Iowa Secretary of State
321 East 12th Street
Des Moines, IA 50319
sos.iowa.gov



FILED

Date 8/23/2023 01:36 PM
Corp No 760636
Cert No FT0284329

Articles of Incorporation - Nonprofit

Information

CODE 504 REVISED DOMESTIC NON-PROFIT

Chapter

DCG Girls Basketball Club, Inc.

Name of Corporation

08/23/2023 12:01:00 AM

Effective Date

Perpetual

Expiration Date

No

Members

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation to its members who shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or Section 170(b)(1)(A)(v) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court 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.

Upon dissolution

No

Does the corporation hold an interest in agricultural land in Iowa?

Registered Agent

Courtney Strutt Todd

Full Name

Dentons Davis Brown PC

Address1

215 10th Street, Suite 1300

Address2

Des Moines

City

IA

50309

USA

State

Zip

Country

Incorporator

Courtney Strutt Todd

Full Name

215 10th Street, Suite 1300

Address1

Address2

Des Moines

City

IA

50309

USA

State

Zip

Country

Principal Office

215 10th Street, Suite 1300

Address1

Address2

Des Moines

City

IA

50309

USA

State

Zip

Country

Officers & Directors

Director

Officer Type

Nick Finkenauer

Full Name

800 NE Bridge Creek Xing

Address1

Address2

Grimes

City

IA

50111

USA

State

Zip

Country

Director

Officer Type

Jannae Lane

Full Name

1504 NW Calista Street

Address1

Address2

Grimes

City

IA

50111

USA

State

Zip

Country

Director

Officer Type

Matthew Janssen

Full Name

301 SW Kennybrook Drive

Address1

Address2

Grimes

City

IA

50111

USA

State

Zip

Country

Director

Officer Type

Adam Jones

Full Name

2506 NE Chevalia Ct.

Address1

Address2

Grimes

City

IA

50111

USA

State

Zip

Country

Director

Officer Type

Janelle Steinkamp

Full Name

650 NE Bridge Creek Ct.

Address1

Address2

Grimes

City

IA

50111

USA

State

Zip

Country

Director

Officer Type

Courtney Strutt Todd

Full Name

215 10th Street, Suite 1300

Address1

Address2

Des Moines

City

IA

50309

USA

State

Zip

Country

Signature(s)

Courtney Strutt Todd

Incorporator

08/23/2023 12:24:14

Date

**ARTICLES OF INCORPORATION
OF
DCG GIRLS BASKETBALL CLUB, INC.**

To The Secretary of State
of the State of Iowa:

The undersigned, acting as incorporator of a corporation organized under the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the Code of Iowa, as amended, hereby adopt the following Articles of Incorporation for such a corporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is the DCG Girls Basketball Club, Inc. (hereinafter referred to as the "**Corporation**").

**ARTICLE II
DURATION OF CORPORATION**

The Corporation shall have perpetual duration.

**ARTICLE III
MEMBERS OF THE CORPORATION**

The Corporation shall have no members.

**ARTICLE IV
PURPOSES OF CORPORATION**

The Corporation is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and in this connection, the purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

- (a) To benefit the community through the development of its youth participant's leadership abilities in a positive atmosphere of teamwork and good sportsmanship;
- (b) To educate youth participants on the qualities of leadership, teamwork, sportsmanship and physical wellbeing;
- (c) To educate youth participants about basketball and to help them develop the skills associated with the game;

(d) To engage in activities that promote the Dallas Center-Grimes High School Girls Basketball team; and

(e) To perform any and all acts which are proper for an organization exempt from tax under Section 501(a) of the Internal Revenue Code of 1986, and are reasonably necessary to accomplish its exempt purposes.

The Corporation shall have all powers enumerated in the Revised Iowa Nonprofit Corporation Act, set forth at Chapter 504 of the Code of Iowa, that are reasonably necessary to fulfill and meet these purposes and which are not prohibited from being possessed or exercised by an organization exempt from income tax pursuant to Section 501(a) of the Internal Revenue Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE V REGISTERED AGENT AND OFFICE

The address of its initial registered office in the State of Iowa is 215 10th Street, Suite 1300, Des Moines, Iowa 50309 and the name of the initial registered agent at such address is Courtney Strutt Todd.

ARTICLE VI BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed under the direction of, and subject to the oversight of, its Board of Directors. The number of Directors may vary from time to time as set forth in the Bylaws. All Directors must be individuals.

The number of directors constituting the initial Board of Directors of the Corporation is six (6), and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Nick Finkenauer	800 NE Bridge Creek Xing Grimes, IA 50111
Jannae Lane	1504 NW Calista Street Grimes, IA 50111
Matthew Janssen	301 SW Kennybrook Drive Grimes, IA
Adam Jones	2506 NE Chevalia Ct. Grimes, IA 50111

Janelle Steinkamp

650 NE Bridge Creek CT
Grimes, IA 50111

Courtney Strutt Todd

215 10th Street, Suite 1300
Des Moines, IA 50309

The Corporation's Bylaws may provide that one or more persons may exercise some or all of the powers which would otherwise be exercised by the Board of Directors. To the extent so authorized, any such person or persons shall have the duties and responsibilities of the Board of Directors, and the Directors shall be relieved to that extent from such duties and responsibilities.

ARTICLE VII CORPORATE EXISTENCE

The date on which the corporate existence shall begin is the date that this document is filed at the office of the Iowa Secretary of State.

ARTICLE VIII INCORPORATOR INFORMATION

The name and address of the incorporator are:

Courtney Strutt Todd
215 10th Street, Suite 1300
Des Moines, Iowa 50309

ARTICLE IX PRIVATE INUREMENT AND OTHER PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation to its members who shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or Section 170(b)(1)(A)(v) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court 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.

ARTICLE XI NON-LIABILITY

Except as otherwise provided by law, a director, officer, employee, or member of the Corporation is not liable for the Corporation's debts or obligations and a director, officer, member or other volunteer is not personally liable in that capacity, for a claim based upon any action taken or failure to take any action in the discharge of the person's duties, except liability for: (1) the amount of any financial benefit to which the person was not entitled; (2) an intentional infliction of harm on the Corporation or its members; (3) a violation of Section 835 of the Revised Iowa Nonprofit Corporation Act; or (4) an intentional violation of criminal law. If Iowa law is hereafter changed to permit further elimination or limitation of the liability of directors, officers, employees, members or other volunteers for monetary damages to the Corporation, then the liability of such director, officer, employee, member or other volunteer of the Corporation shall be eliminated or limited to the full extent then permitted. The directors, officers, employees, members or other volunteers of the Corporation have agreed to serve in their respective capacities in reliance upon the provisions of this Article.

ARTICLE XII INDEMNIFICATION

Except as otherwise provided by law, a director, officer, employee, member or other volunteer of this Corporation, as well as each director, officer, employee, member or volunteer of this Corporation who is serving or who has served at the Corporation's request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, shall be indemnified to the fullest extent possible by the Corporation for liability, as defined in Section 851, subsection 5, of the Revised Iowa Nonprofit Corporation Act, to any person for any action taken, or any failure to take any action, as a director, officer, employee, member or other volunteer of this Corporation, or as a director, officer, partner,

trustee, employee or agent of another corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, except with regard to any action, suit or proceeding by or in the right of the Corporation or with respect to any liability for any of the following: (1) receipt of a financial benefit to which the person is not entitled; (2) an intentional infliction of harm on the Corporation or its members; (3) a violation of Section 835 of the Revised Iowa Nonprofit Corporation Act; or (4) an intentional violation of criminal law. In order to be eligible for indemnification, a person must satisfy any and all applicable standards of conduct and liability set forth in the Revised Iowa Nonprofit Corporation Act.

As provided in Section 859(1) of the Revised Iowa Nonprofit Corporation Act, the Corporation's obligation to provide indemnification hereunder shall include the obligation to advance funds to pay for or reimburse the reasonable expenses incurred by a person who is a party to any proceeding for which indemnification is required. A person who seeks an advancement of funds hereunder must satisfy any applicable requirements therefor which are set forth in the Revised Iowa Nonprofit Corporation Act.

The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation or Bylaws of the Corporation, agreement, vote of disinterested directors or otherwise. Any repeal or amendment of this Article shall not adversely affect any right or protection of a director, officer, employee, member or other volunteer existing at the time of such repeal or amendment.

Dated this 23rd day of August, 2023.

Courtney Strutt Todd

Courtney Strutt Todd, Incorporator