

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



FILED
Date 2/17/2023 11:28 AM
Corp No 740272
Cert No FT0244476

Articles of Incorporation - Nonprofit

Information

CODE 504 REVISED DOMESTIC NON-PROFIT

Chapter

DCG Track & Field Club

Name of Corporation

02/17/2023 11:00:00 AM

Effective Date

Perpetual

Expiration Date

Yes

Members

See Article VI of Article of Incorporation. all assets shall be disposed of exclusively to 501(c)(3) qualifying organization.

Upon dissolution

No

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

Registered Agent

Benjamin L Rouse

Full Name

502 15th Street

Address1

PO Box 250

Address2

Dallas Center

City

IA

State

50063

Zip

USA

Country

Incorporator

Adam Tjeerdsma

Full Name

1200 NW 4th Ct

Address1

Address2

Grimes

City

IA

State

50111

Zip

USA

Country

Principal Office

1200 NW 4th Court

Address1

Address2

Grimes

City

IA

State

50111

Zip

USA

Country

Officers & Directors

President

Officer Type

Adam Tjeerdsma

Full Name

1200 NW 4th Court

Address1

Address2

Grimes

City

IA

State

50111

Zip

USA

Country

Signature(s)

Adam Tjeerdsma

Incorporator

02/17/2023 11:28:33

Date

ARTICLES OF INCORPORATION
OF THE
DCG TRACK & FIELD CLUB

I, the undersigned, acting as incorporator of a corporation under the provisions of the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the 2021 Code of Iowa, does hereby adopt the following Articles of Incorporation for this corporation.

ARTICLE I
NAME

The name of this corporation shall be the DCG TRACK & FIELD CLUB.

ARTICLE II
DURATION AND FISCAL YEAR

The duration of the corporation shall be perpetual. The corporation shall operate its books and records on a calendar year beginning January 1st and ending on December 31st.

ARTICLE III
PURPOSES OF THE CORPORATION

DCG Track & Field Club is organized for the purpose of providing a supervised program of youth track and field within the Dallas Center Grimes Community School District, to support the school boys and girls track and field programs, and promote healthy activities for the youth of the school district in a structured environment. The Board of Directors, Officers and Members shall bear in mind that stressing exceptional athletic skills or winning of competitions is secondary and that participation and good sportsmanship is of prime importance. Notwithstanding the foregoing, however, the Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended, or corresponding provisions of any later Federal tax laws.

ARTICLE IV
MISSION

The mission of the DCG Track & Field Club shall be to promote interest in the sport of track and field within the Dallas Center Grimes Community School District. Our goal is to educate and develop competitive track and field athletes in grades K-12. Club participants develop fundamentals of athletics, good sportsmanship, honesty and respect for their coaches and fellow teammates.

ARTICLE V NON-PROFIT STATUS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 III 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 or in opposition to any candidate for public office. Notwithstanding any other provision 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for 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 qualifying as an exempt organization within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by the Polk County District Court, 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 VII POWERS

This corporation shall have all powers conferred on it by Chapter 504 of the 2021 Code of Iowa, provided, however, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code, as amended, or corresponding provisions of any later Federal tax laws.

ARTICLE VIII MEMBERS

The corporation shall have members. A member belongs by virtue of being an adult who has a child participating in the club and by paying a membership participation fee for that child as determined by the Board of Directors.

**ARTICLE IX
REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent of the corporation is:

Benjamin L. Rouse
502 15th Street, P.O. Box 250
Dallas Center, Iowa 50063

**ARTICLE X
OFFICERS**

The officers of this corporation shall be Four (4), a President, a Vice-President, a Secretary, and a Treasurer. These four (4) officers shall constitute the Executive Committee. Each office shall be elected every other year beginning January 1 and ending December 31 of the following year. The four (4) officers shall each hold one seat on the Board of Directors. The election of officers and board members shall be held at the annual meeting in November. The names of the initial officers of the corporation are:

President	Adam Tjeerdsma
Vice-President	Jay Burkenbine
Secretary	Heather Droppert
Treasurer	Heather Droppert

**ARTICLE XI
DIRECTORS**

The business of the corporation shall be conducted by a board of directors. The number of directors constituting the initial board of directors of the corporation shall be seven (7). The Board of Directors shall consist of the duly elected President, Vice-President, Secretary, and Treasurer. Additionally, two (2) non-voting seats on the Board of Directors shall be filled by the Dallas Center Grimes Varsity Boys and Girls Track and Field Coaches. Finally, at-large directors shall be elected to fill the remaining seats to result in a seven (7) member board of directors. The terms for each Director and the Board's composition shall be dictated by the requirements set forth in the Bylaws.

**ARTICLE XII
INCORPORATOR**

The name and address of each incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Adam Tjeerdsma	1200 NW 4 th Ct Grimes, IA 50111

**ARTICLE XIII
ANNUAL MEETING**

The annual meeting shall be held the second Wednesday in November at 6:00 p.m. at Grimes, Iowa, or such other time and location as may be designated by the Board of Directors.

**ARTICLE XIV
INSTRUMENTS AFFECTING REAL ESTATE AND
BORROWING OF MONIES**

Deeds, mortgages, and all instruments affecting the borrowing of monies or the title to real estate shall be signed by the President and countersigned or attested by the Secretary.

**ARTICLE XV
ELIMINATION OR LIMITATION OF DIRECTOR'S AND OFFICER'S LIABILITY**

A director, officer, employee or volunteer of this corporation is not liable for the corporation's debt or obligations and a director, officer, employee or volunteer is not personally liable in that capacity to any person for any action taken or failure to take any action in the discharge of the person's duties except liability for any of the following:

1. The amount of any financial benefit to which the person is not entitled.
2. An intentional infliction of harm on the corporation or the directors and officers of the corporation.
3. An unlawful distribution as defined by the Iowa Code.
4. An intentional violation of criminal law.

No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director or officer of the corporation for or with respect to any acts or omissions of such director or officer occurring prior to such amendment or repeal.

**ARTICLE XVI
INDEMNIFICATION**

This corporation shall indemnify a director, former director, officer, employee, or volunteer of the corporation to the fullest extent possible against expenses, including attorneys' fees, judgments, penalties, fines, settlements, and reasonable conduct in connection with this corporation, except that the indemnification required by this Article shall not apply to:

1. Liability in connection with a proceeding by or in the right of the corporation other than for reasonable expenses incurred in connection with the proceeding.
2. Liability arising out of conduct that constitutes any of the following: (a) receipt by the officer of a financial benefit to which the officer is not entitled; (b) an intentional infliction of harm on the corporation or the directors and officers of the corporation; and (c) an intentional violation of criminal law.

ARTICLE XVII PROPERTY OF DIRECTORS AND OFFICERS

The property, both real and personal, of the directors and officers, collectively and individually, shall be forever exempt from liability of any kind for the debts, obligations, or liabilities of this corporation, in the absence of fraud or bad faith.

ARTICLE XVIII AMENDMENTS

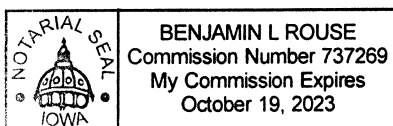
The Articles of Incorporation may be altered or amended by a majority affirmative vote of two-thirds (2/3) of the Board of Directors present at any regular or special meeting, provided due notice of such proposed amendment has been given to each member of the Board of Directors.


IN WITNESS WHEREOF, I have hereunto affixed my name this 17th day of February, 2023.


Adam Tjeerdsma, Incorporator

STATE OF IOWA :
: ss
COUNTY OF DALLAS :

On this 17th day of February, 2023 before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Adam Tjeerdsma to me known to be the person named in and who executed the foregoing instrument as Incorporator, and whose signature and name are affixed thereto, and acknowledged that they executed the same as their voluntary act and deed.




Benjamin L. Rouse, Notary Public
in and for the State of Iowa