

# The **Voter**

December 2024

## League of Women Voters of the Perrysburg Area

### President's Letter

Season's Greetings League Members!

Hope you are enjoying your Holiday Season! Because this is a busy time of year, I will keep this brief.

Due to busy schedules, this month's *The Voter* is much shorter than usual – but has very important information. Next month we will be back to our usual format. In the meantime, please make note of the following:

#### **Save-the-Date – Members-Only Meeting**

#### **January 25, 2025 – 10:30 AM – Way Public Library, lower level**

We'll start the day's activities with a short business meeting where we will vote to adopt *Amended and Restated Articles of Incorporation* for our League. The LWVPA Board reviewed these *Articles* at our December Board Meeting and agreed the *Articles* should be presented to you, the Membership, for adoption. Please find the *Articles* below on pages 2 and 3.

The remainder of the Members-Only Meeting will be devoted to our annual Program Planning activities. This year our League will be providing input to LWVO on the statewide *Agenda for Action*. Stay tuned for details. If you would like to help with the planning of this meeting (we already have an outline), please contact me! We would appreciate your ideas and your help!

Please add this Members-Only Meeting to your calendar! We want to see as many of you as possible!

Looking forward to working with you next year!

*Debra Greenley Gorman*

President – [Debra.GreenleyGorman@gmail.com](mailto:Debra.GreenleyGorman@gmail.com)

*(See Amended and Restated Articles of Incorporation below.)*

**EXHIBIT A**  
**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**LEAGUE OF WOMEN VOTERS OF THE PERRYSBURG AREA**

**FIRST.** The name of the Corporation shall be League of Women Voters of the Perrysburg Area.

**SECOND.** The place in the State of Ohio where the principal office of the Corporation is to be located is the City of Perrysburg, Wood County.

**THIRD.** The Corporation is organized and shall be operated for public social welfare purposes. The Corporation may engage in the following activities, among others, in carrying out its purposes:

(1) Promote political responsibility through informed and active participation of citizens in government and to act on selected governmental issues.

(2) Acquiring or receiving from any individuals, estates, associations, corporations, trusts, foundations, or other entities, or any governmental subdivision, unit, or agency, by gift, purchase, bequest, devise, or otherwise, cash, securities, and other property tangible or intangible, real or personal, and holding, managing, investing, reinvesting, distributing, and disbursing the income and/or principal thereof solely for the purposes identified in this Article THIRD; and

(3) Doing whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, to carry out any of the purposes of the Corporation described in this Article THIRD, including the exercise of all other authority enjoyed by corporations generally by virtue of the provisions of the Ohio Nonprofit Corporation Law.

The Corporation shall carry on only such activities as are consonant with the purposes set forth in this Article THIRD.

**FOURTH.** No part of the net earnings of the Corporation shall inure to the benefit of any incorporator, Member, or Director of the Corporation, or of any other private individual, except that the Corporation is 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 THIRD. The Corporation shall not support or oppose any political party or candidate, and no activity of the Corporation shall consist of participating in or intervening in (including the

publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

It is intended that the Corporation shall have the status of an organization that is exempt from federal income tax under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(4) of the Internal Revenue Code. These Articles shall be construed, and all authority and activities of the Corporation shall be limited, accordingly.

**FIFTH.** The qualifications for membership in the Corporation shall be as provided for in the Bylaws of the Corporation.

**SIXTH.** The Corporation may be dissolved (i) at a meeting held for the purpose of adopting a resolution of dissolution, at which meeting a quorum is present, upon the affirmative vote of a majority of the quorum, or (ii) without a meeting, by the written consent of two-thirds (2/3) of the Members. Upon the dissolution of the Corporation, the Directors, after paying or making provision for the payment of all the liabilities of the Corporation, shall distribute all of the assets of the Corporation to the League of Women Voters of Ohio, provided it then qualifies as an organization exempt from federal income taxation and described in Section 501(c)(4) of the Internal Revenue Code; if it does not so qualify then the Directors shall distribute all assets of the Corporation to the League of Women Voters of the United States, provided it then qualifies as an organization exempt from federal income taxation and described in Section 501(c)(4) of the Internal Revenue Code. If it does not so qualify then the Directors shall distribute all assets of the Corporation to the League of Women Voters (of the United States) Education Fund, provided it then qualifies as an organization exempt from federal income taxation and described in Section 501(c)(3) of the Internal Revenue Code. Any assets of the Corporation not so distributed shall be distributed by the Court of Common Pleas of the county in which the principal office of the Corporation is located at the time of dissolution, for purposes consistent with the social welfare purposes of the Corporation as described in Article THIRD, to such organizations or entities described in Section 501(c)(4) or Section 501(c)(3) of the Internal Revenue Code and Section 509(a)(1) or 509(a)(2) of the Internal Revenue Code as the Court shall determine.

**SEVENTH.** These Amended and Restated Articles may be amended, or new Articles of Incorporation may be adopted (i) at any Annual Meeting of the Corporation or any Special Meeting held for that purpose, at which meeting a quorum is present, upon the affirmative vote of a majority of the quorum, or (ii) without a meeting, by the written consent of two-thirds (2/3) of the Members.

#####