

# **COAST GUARD MUTUAL ASSISTANCE**

## **ARTICLES OF INCORPORATION**



**August 2002**

## **Table of Contents**

<b>Article</b>	<b>Subject</b>	<b>Page</b>
<b>I</b>	<b>Name</b>	<b>1</b>
<b>II</b>	<b>Purposes</b>	<b>1</b>
<b>III</b>	<b>Rights and Restrictions</b>	<b>1</b>
<b>IV</b>	<b>Dissolution</b>	<b>2</b>
<b>V</b>	<b>Membership</b>	<b>2</b>
<b>VI</b>	<b>Board of Directors</b>	<b>2</b>
<b>VII</b>	<b>Registered Office and Registered Agent</b>	<b>2</b>
<b>VIII</b>	<b>Indemnification</b>	<b>3</b>
<b>IX</b>	<b>Internal Revenue Code</b>	<b>3</b>

# **Articles of Incorporation**

## **Coast Guard Mutual Assistance, Inc.**

### **Article I Name**

The name of the corporation is Coast Guard Mutual Assistance, Inc. Coast Guard Mutual Assistance, Inc. is hereinafter referred to as the “Corporation”.

### **Article II Purposes**

The 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 amended (hereinafter referred to as the “Code”) and may make expenditures for one or more of the these purposes. Without limiting or expanding the foregoing, the Corporation’s specific purposes shall be:

- (a) to relieve the distress of eligible personnel of the United States Coast Guard, as may be further defined in the Bylaws, facing certain unique hardships, through the provision of financial assistance, counseling and other related means;
- (b) to provide for educational assistance to eligible personnel of the United States Coast Guard, as defined in the Bylaws; and
- (c) to perform any other activities or services necessary or desirable to carry out such purposes to the extent permitted by Section 501(c)(3) of the Code.

### **Article III Rights and Restrictions**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporator, Board of Control members, Regional Directors, Representatives, 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 II 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.

**Article IV  
Dissolution**

Upon the dissolution of the Corporation, and after all of its liabilities and obligations have been paid, satisfied and discharged or adequate provisions made therefor, all of the Corporation's remaining assets shall be distributed to one or more organizations that are organized and operated exclusively for charitable purposes within the meaning of Sections 501(c)(3) and 170(c)(2)(B) of the Code.

**Article V  
Membership**

The Corporation shall have no members.

**Article VI  
Board of Directors**

The affairs of the corporation shall be managed by a Board of Directors, also called the Board of Control ("BOC"). The Commandant of the Coast Guard, and two (2) other individuals appointed by the Commandant shall serve on the Board of Control. The number of and qualifications for other BOC members of the Corporation shall be fixed in the Bylaws. Elected members shall be elected at the first annual meeting of the Board of Control and thereafter as specified by the Bylaws. A decrease in the number of BOC members shall not shorten an incumbent's term. The Board shall always consist, at a minimum, of the Commandant of the Coast Guard and the two other individuals appointed by the Commandant. No individual shall be named or elected as a BOC member without his or her prior consent. The number of elected BOC members shall be divided into three (3) groups with each group being as nearly equal in number as possible. The terms of the BOC members in the first group shall expire at the second annual meeting of the Board of Control. The term of the second group shall expire at the third annual meeting of the Board of Control, and the terms of the third group shall expire at the fourth annual meeting of the Board of Control. BOC members shall be elected for a term of three (3) years to succeed those whose terms expire.

**Article VII  
Registered Office and Registered Agent**

The address of the initial registered office of the Corporation, which is located in Arlington County, Virginia, is CT Corporation, Arlington, Virginia The initial registered agent of the Corporation is \_\_\_\_\_ whose business office is identical with the initial registered office and who is a resident of Virginia and is a member of the Virginia State Bar.

**Article VIII**  
**Indemnification**

The Corporation shall indemnify officers, board members, regional directors, agents and staff to the maximum extent allowed by law.

**Article IX**  
**Internal Revenue Code**

Each reference in these Articles of Incorporation to a Section of the Internal Revenue Code means such Section of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax law.