

ARTICLES OF INCORPORATION

FRIENDS OF MILL CREEK WATERSHED ASSOCIATION INCORPORATED

Article I – Name

The name of the corporation is:

Friends of Mill Creek Watershed Association Incorporated

ARTICLE II – TYPE OF CORPORATION

This corporation is a nonprofit corporation organized pursuant to the laws of the State of West Virginia.

ARTICLE III – PURPOSE

This corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

The specific purposes of the corporation include, but are not limited to:

- Protecting and improving the water quality and natural resources of the Mill Creek watershed;
- Promoting environmental education and community stewardship;
- Supporting conservation, restoration, and public awareness initiatives;
- Engaging volunteers and community partners in watershed improvement efforts.

The corporation shall have all powers permitted to nonprofit corporations under the laws of the State of West Virginia that are consistent with Section 501(c)(3).

ARTICLE IV – MEMBERSHIP

The corporation shall have members. The qualifications, rights, and obligations of members shall be as set forth in the Bylaws.

ARTICLE V – DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors.

The number of directors shall be not fewer than five (5) and not more than eleven (11), as determined by the Bylaws.

The names and addresses of the initial directors are:

1. Sally Blessing

Address: 202 Lee Street, Ripley, West Virginia 25271

2. Richard Buckley

Address: 115 Lynn Circle, Ripley, West Virginia 25271

3. Frank Crum

Address: 104 Hillcrest Drive, Ripley, West Virginia 25271

4. Kelley Adcock

Address: 659 Plum Orchard Road, Ripley, West Virginia 25271

The initial directors shall serve until their successors are elected and qualified in accordance with the Bylaws.

ARTICLE VI – LIMITATION ON PRIVATE BENEFIT

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members, 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 its exempt purposes.

ARTICLE VII – POLITICAL AND LEGISLATIVE ACTIVITIES

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as permitted under Section 501(c)(3) of the Internal Revenue Code.

The corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VIII – DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so

disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes.

Article IX – Registered Office and Agent

The street address of the registered office in the State of West Virginia is:

202 Lee Street, Ripley, West Virginia 25271

The name of the registered agent at such address is: Sally Blessing

Article X – Incorporator

The name and address of the incorporator is:

Name: Sally Blessing

Address: 202 Lee Street, Ripley, West Virginia 25271
