

**RESOLUTION TO AMEND THE
ARTICLES OF INCORPORATION
OF THE LAKE COUNTY JUVENILE OFFICERS ASSOCIATION**

WHEREAS, the Lake County Juvenile Officers Association (“Corporation”), is a not-for-profit corporation organized under the *Illinois Not For Profit Corporation Act*; and

WHEREAS, Section 110.05 of the *Not For Profit Corporation Act* (805 ILCS 105/110.05) permits a corporation to amend its articles of incorporation at any time and from time to time to add a new provision or to change or remove an existing provision; and

WHEREAS, the Corporation is currently exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code; and

WHEREAS, the Board of Directors of the Corporation desires to apply for public charity status with the Internal Revenue Service under Section 501(c)(3) of the Internal Revenue Code so that future contributions made to the Corporation qualify as tax deductible; and

WHEREAS, in order for the Corporation to be eligible as a public charity under Section 501(c)(3), the Corporation must amend Articles Four and Five of its Articles of Incorporation (“Articles”) to conform to the organizational requirements of Section 501(c)(3); and

WHEREAS, the Board of Directors of the Corporation desires to amend Articles Four and Five of its Articles of Incorporation in accordance with the amendment attached hereto as Exhibit “A”; and

WHEREAS, the Corporation has members entitled to vote who must approve the proposed amendment to the Articles in accordance with Section 110.20 of the *Not For Profit Corporation Act* (805 ILCS 105/110.20).

NOW, THEREFORE, IT IS HEREBY RESOLVED by the Board of Directors of the Corporation as follows:

Section 1: That the Directors hereby propose that Articles 4 and 5 of the Articles of Incorporation of the Lake County Juvenile Officers Associations be amended as set forth on Exhibit “A” attached hereto.

Section 2: That the proposed amendment to the Articles of Incorporation shall be submitted to the Members of the Corporation for approval by vote at an annual or special meeting.

Section 3. That upon approval of the proposed amendment by the Members, the President of the Corporation, or other officer of the Corporation, shall prepare and file Articles of Amendment with the Secretary of State, along with the appropriate filing fee, and take such further action as may be necessary to effectuate the amendment.

Section 4. That upon amendment of the Articles of Incorporation and the corresponding amendment of the Corporation's By-Laws to conform to the organizational requirements of Section 501(c)(3) of the Internal Revenue Code, the Corporation shall make application to the Internal Revenue Service for status as a public charity under Section 501(c)(3). Any officer of the Corporation is hereby individually authorized to execute and any file any forms necessary to apply for such status.

Section 5. That the amendment shall become effective upon the filing of the Articles of Amendment by the Illinois Secretary of State.

Section 6. That all resolutions or parts of resolutions in conflict herewith be and the same are hereby repealed, and this Resolution shall be in full force and effect immediately and forthwith upon its passage.

ADOPTED this ____ day of December, 2018, by the following vote:

AYES:

NAYS:

ABSENT:

By: _____
President

ATTEST:

By: _____
Secretary

EXHIBIT “A”

Proposed Amendment to Articles of Incorporation

Article Four:

The Lake County Juvenile Officers Association (“Corporation”) is established exclusively for charitable, civic, benevolent and educational purposes as defined by Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

More specifically, the Corporation is organized and operated to: (i) encourage and promote participation in and understanding of the problems of juveniles in the Lake County, Illinois; (ii) improve law enforcement of the Illinois Juvenile Court Act in the Lake County, Illinois; (iii) encourage and promote more efficient prevention and control of juvenile delinquency within Lake County, Illinois; and (iv) encourage and promote understanding and cooperation of other organizations concerned with juvenile problems in Lake County, Illinois.

Article Five:

The purposes for which the Corporation is organized as set forth in Article 4 in these Articles of Incorporation, are subject to the limitations set forth below:

(a) No part of the earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation or to the benefit of any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in connection with one or more of its purposes), and no member, director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution.

(b) No substantial part of the activities of the Corporation shall consist of carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including by publication or distribution of statements) in any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or by an organization to which contributions are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of such Code and Regulations as they now exist or as they may be hereafter amended.

(d) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable or educational organizations

which would then qualify for exemption under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or exclusively for public purposes to a governmental unit as defined in Section 170 (c)(1) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or partly to said organizations or governmental unit. Any such assets not disposed of shall be disposed of by the Circuit Court of the 19th Judicial Circuit, Lake County, Illinois, exclusively for such purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purpose.

