

Section F

**GFWC FLORIDA FEDERATION OF WOMEN'S CLUBS  
ARTICLES OF INCORPORATION**

**ARTICLE I**

The name of the corporation shall be "GFWC Florida Federation of Women's Clubs, Inc." (hereinafter referred to as the corporation). The headquarters and principal office of this organization shall be located in the State of Florida at 4444 Florida National Drive, Lakeland, Florida.

**ARTICLE II**

The object of the corporation shall be educational, literary, scientific, and charitable; to acquire, by purchase, or otherwise hold, use and maintain a suitable location or locations and building or buildings for holding meetings for the use of the corporation and its members; to acquire, hold, rent, lease, convey, mortgage or otherwise dispose of or encumber such other real and personal property as the corporation may from time to time acquire or be possessed of; to execute all necessary notes, obligations, mortgages, leases, deeds and instruments of conveyance and to perform all the powers and duties incident to corporations; to hold and to administer all funds of said corporation and of its departments; and generally to bring into relations of mutual helpfulness the organizations which shall be members of said corporation, provide for unity in their action and to promote in general higher moral conditions.

**ARTICLE III**

The term for which the corporation shall exist shall be perpetual.

**ARTICLE IV**

The names and residents of the subscribers and incorporators of said corporation are as follows:

Mrs. William Hocker	Ocala, Florida
Mrs. Henry Wright	Sanford, Florida
Mrs. Frank E. Jennings	Jacksonville, Florida
Mrs. J. W. Dickens	Sanford, Florida
Mrs. Harry R. Minium	Jacksonville, Florida
Mrs. N. C. Warnboldt	Jacksonville, Florida
Mrs. W. S. Jennings	Jacksonville, Florida

Mrs. Charles T. Harper, of Ft. Pierce, Florida, was chairman of the committee that prepared the proposed charter.

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### **ARTICLE V**

The officers of the corporation shall be president, vice-president, a recording secretary, and such other officers as the bylaws may provide. The board of directors shall consist of the officers of GFWC Florida Federation of Women's clubs and such other members as are prescribed in the bylaws. The executive committee shall consist of the elected officers, and such other members as prescribed in the bylaws.

The corporation shall hold an annual meeting in the State of Florida each year, the time to be fixed by the bylaws. All officers of the corporation, except as prescribed in the bylaws, shall be elected biennially at the annual meeting in the even-numbered years. They shall hold office for the term of two years, except as prescribed in the bylaws, or until their successors are elected.

### **ARTICLE VI**

The names of the officers who shall manage the affairs of the corporation until the first election under the charter, are as follows: (REFER TO ORIGINAL CHARTER).

### **ARTICLE VII**

The bylaws of the corporation shall be made, altered, or rescinded by a 2/3 vote of any legal meeting of the corporation, after such notice as shall be prescribed in the bylaws stating that such matter will be considered at such meeting.

### **ARTICLE VIII**

The highest amount of indebtedness or liability to which the corporation may at any time subject itself shall be twenty thousand dollars (\$20,000), but the amount of such indebtedness or liability shall at no time be greater than 2/3 of the value of the property of the corporation.

### **ARTICLE IX**

The corporation may hold real estate to the value of five hundred thousand dollars (\$500,000).

### **ARTICLE X**

In case this corporation wishes to dissolve and by due process of law shall dissolve, all assets of whatever nature, or their equivalent in value, which remain after the just debts and liabilities of this corporation have been satisfied, shall be used for such educational or public purpose or purposes, within the State of Florida, as will complete or continue undertaking for the public's benefit which have already begun by the corporation, and any remaining assets shall be distributed for purpose or purposes within the scope of Internal Revenue Service

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501 © (3). No part of the net income earnings of the corporation shall inure to the benefit of any individual member or be distributed to its members or officers.

### ARTICLE XI

The charter and bylaws may be amended at any annual convention by a two-thirds (2/3) vote of those present and voting, provided the proposed amendment has been appended to the Call to the convention. Amendments may be proposed by the board of directors, the executive committee, a federated club or by the bylaws committee, and shall be submitted to the bylaws committee not later than January 1<sup>st</sup>.

Revised	April	1973	Amended	April	1988
Amended	May	1979	Amended	May	1990
Amended	April	1980	Amended	May	1992
Amended	April	1985	Amended	April	1993
Amended	April	1986	Amended	April	1996