



## **Caroline Cavaliers Football Club**

A Virginia Non-profit Corporation

# **ARTICLES OF INCORPORATION**

### **ARTICLE I NAME**

#### **1.01 Name**

The name of this corporation shall be Caroline Cavaliers Football Club. The business of the corporation may be conducted as Caroline Cavaliers Football Club or CCFC.

### **ARTICLE II DURATION**

#### **2.01 Duration**

The period of duration of the corporation is perpetual.

### **ARTICLE III PURPOSE**

#### **3.01 Purpose**

Caroline Cavaliers Football Club is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Our purpose is to:

- o Promote, support, service and enhance the Caroline High School Football Program and its coaches. Examples include assistance with team meals, fundraising, activities, and school spirit in a professional manner.
- o Promote positive attitudes, work ethic, discipline, and sportsmanship.

o Provide financial, physical, and emotional support and service for the Caroline High School Football Program.

### **3.02 Non-Profit**

Caroline Cavaliers Football Club is designated as a non-profit corporation.

## **ARTICLE IV NON-PROFIT NATURE**

### **4.01 Non-profit Nature**

Caroline Cavaliers Football Club is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Caroline Cavaliers Football Club shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Caroline Cavaliers Football Club is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of Caroline Cavaliers Football Club of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

### **4.03 Dissolution**

Upon termination or dissolution of the Caroline Cavaliers Football Club, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding

provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Caroline Cavaliers Football Club hereunder shall be selected by the discretion of a majority of the managing body of the Caroline Cavaliers Football Club and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Caroline Cavaliers Football Club by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Virginia.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Virginia to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### **4.05 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE V** **BOARD OF DIRECTORS**

### **5.01 Governance**

Caroline Cavaliers Football Club shall be governed by its board of directors.

### **5.02 Initial Directors**

The initial directors of the corporation shall be Aimee Fletcher, Deborah Frank, Susan Sili, and Julianna Brannigan.

## **ARTICLE VI MEMBERSHIP**

### **6.01 Membership**

Caroline Cavaliers Football Club shall offer membership to active parents and community members who wish to have any right to vote or title or interest in or to the corporation, its properties and franchises. Members must be 18 years of age or older and attend, in person, 75% of monthly meetings in a fiscal year (August – July). The application for membership must be submitted to Secretary via email (carolinecavaliersfc@gmail.com) at least 10 days prior to monthly meeting for review at that next meeting. The management of the affairs of the corporation shall be vested in a board of directors and its members, as defined in the corporation's bylaws.

## **ARTICLE VII AMENDMENTS**

### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

## **ARTICLE VIII ADDRESSES OF THE CORPORATION**

### **8.01 Corporate Address**

The address of the corporation is:

Caroline Cavaliers Football Club  
19155 Rogers Clark Blvd  
Milford, VA 22514

The mailing address of the corporation is:

Caroline Cavaliers Football Club  
PO Box 231  
Ladysmith, VA 22501

**ARTICLE IX**  
**APPOINTMENT OF REGISTERED AGENT**

**9.01 Registered Agent**

The registered agent of the corporation shall be:

Aimee Fletcher  
922 Jones Dr.  
Ruther Glen, VA 22546

**ARTICLE X**  
**INCORPORATOR**


The incorporators of the corporation are as follows:

Aimee Fletcher  
922 Jones Dr.  
Ruther Glen, VA 22546

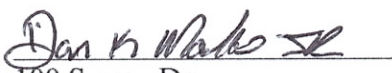
**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Caroline Cavaliers Football Club were approved by the board of directors on 09/17/2020, amended on 03/06/2023, and constitute a complete copy of Articles of Incorporation of the Caroline Cavaliers Football Club.

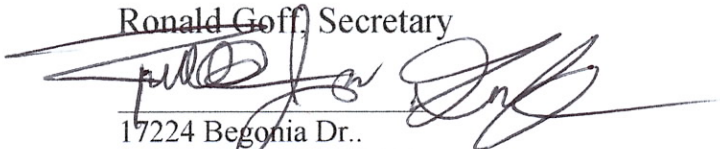
Aimee Fletcher, President

  
922 Jones Dr.  
Ruther Glen, VA 22546

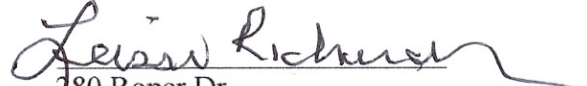
Dan Marks, Vice President

  
100 Surrey Dr.  
Ruther Glen, VA 22546

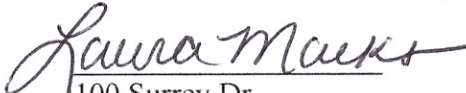
Ronald Goff, Secretary

  
17224 Begonia Dr.  
Ruther Glen, VA 22546

Leissa Richardson, Treasurer

  
280 Roper Dr.  
Bowling Green, VA 22427

Laura Marks, Fundraising & Sponsorship Director

  
100 Surrey Dr.  
Ruther Glen, VA 22546

**ACKNOWLEDGMENT OF CONSENT  
TO APPOINTMENT AS REGISTERED AGENT**

I, Aimee Fletcher, agree to be the registered agent for Caroline Cavaliers Football Club as appointed herein.

  
Aimee Fletcher, Registered Agent

Date: 3/27/2023