The following are the Articles of Incorporation of the Chelan County Volunteer Search and Rescue; a corporation organized under Chapter 24.03 of the Revised Code of Washington, as a non-profit, Non-stock Corporation, solely for educational and charitable purposes. The undersigned, a majority of the Directors of the corporation's Board of Directors, hereby adopt and execute the following Articles of Incorporation.

### Article I

#### Name

The name of the corporation shall be the Chelan County Volunteer Search and Rescue (CCVSAR).

### **Article II**

#### Duration

The duration of this corporation shall be perpetual.

## **Article III**

# **Purposes**

- 1. To form and train emergency workers & commissioned personnel:
  - a. to perform Search and Rescue (SAR) operations, in Chelan & Douglas Counties. CCVSAR would be the core resource for addressing any SAR operations within the counties, and will assist other agencies though mutual-aid requests;
  - b. to perform emergency and/or auxiliary communications service to public safety, public service, and community organizations
  - c. to partner with government agencies and with the private sector around the common goal of providing a coordinated emergency response plan to support rescue operations during disasters;
  - d. to develop and deliver training opportunities for agencies and individual volunteers / emergency workers to facilitate a safe, environmentally sound and efficient response to support operations during emergencies on the local, county, tribal, state, and federal level; to convene meetings of public and private stakeholders to constructively talk about issues and common interests and encourage collaborative action in matters related to any issues concerning emergencies within the State;
  - e. to encourage collaborative partnerships in national, state, regional, tribal and local support agencies' emergencies and decision making;
  - f. to actively participate in the projects and activities of other agencies and organizations to communicate and further CCVSAR objectives;

Chelan County Volunteer Search and Rescue Association (CCVSAR) Ver 1.1 | Updated: 5/3/2016

- g. to work to ensure that CCVSAR acquires or has access to necessary equipment, safety gear, clothing, vehicles (such as 4WD, boats, trailers, etc.), medical supplies, sheltering resources, etc., for its personnel.
- 2. Such teams would act under the jurisdiction of the counties' Department of Emergency Management and the Sheriff's Office, and would include individual volunteer emergency worker professionals, and personnel from agencies, including but not limited to, Sheriff's Offices, Fire Departments, Emergency Medical Services, US Forest Service, BLM, DNR, Law Enforcement, wildlife/parks, FEMA, State DEM, and non-profit organizations.
- 3. To explore funding sources from fundraising activities, grants, etc., or cooperative agreements with appropriate agencies or organizations to obtain needed supplies, equipment, vehicles, etc., and other such acquisitions; to fulfill a public education role for informed decision making by researching and publishing factual information and hosting regular public meetings with invited guest speakers to talk about current affairs and topics of interest in rescue, law/fire/agency enforcement support, ground operations, and medical response; to communicate its actions and activities on a consistent and regular basis via newsletters, press releases, flyers, seminars, e-mail broadcasts, displays at public events, and its website; to organize community projects, events, and activities for purposes such as fund-raising and volunteer work parties; to work with national partners and other states to address common goals of CCVSAR programs; to work with Washington State Emergency Management Department, and other appropriate government departments in the effort to obtain a county, state, or federally funded budget.
- 4. CCVSAR would be comprised of a network of trained individual volunteers; emergency workers, appropriate government entities, appropriate non-profit organizations, businesses, and resources that are available for the mitigation, planning, mobilization, response, rescue, recovery and matters related to emergency incidents involving Search and Rescue, Emergency/Auxiliary Communications, & Emergency Operations Center, operations within the region. CCVSAR would be an inter-agency State organization and its mission would be dedicated to preparing, planning, responding, rescuing / recovering, evacuating, and supporting multi hazard operations during emergencies in the state due to natural, human-made, or technological disasters such as flooding, fires, volcanic eruptions, earthquakes, terrorism or chemical spills, etc. CCVSAR would be organized under the auspices of state and local emergency management utilizing the principles of the Incident Command System (ICS). To engage in any other lawful activity which may hereafter be authorized from time to time by the Board of Directors; provided, however, that the purposes for which the corporation is formed shall at all times be consistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

## **Article IV**

# **Distributions Upon Dissolution**

Upon any dissolution of this corporation under provisions of the laws of the State of Washington for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Directors which are qualified as exempt from taxation under the provisions of Sections 501(a) and 501(c)(3) of the Code, or any successor statutes, and which

further the purposes set forth in Article II. In no event shall any of the corporation's assets be distributed to officers, directors, or members of the corporation.

## Article V

### **Board of Directors**

The management of this corporation shall be vested in a Board of Directors. Directors must be members of the corporation and any member who ceases to be a member of the corporation shall cease being a director of the corporation. The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation.

The Directors of the corporation are as follows:

President:

Terry Fike

Vice-President:

Matthew Kozma

Secretary: Treasurer: Laura Kozma Nancy Fike

Trustee:

Del Schauer

### Article VI

# Registered Office & Agent

The corporation shall have and continuously maintain in this state a registered office and a registered agent whose office is identical with such registered office. The name and address of the registered agent is:

The registered agent is:

Terry Fike

The business address is:

1586 Hinman Drive

Cashmere, WA 98815

I consent to serve as Registered Agent in the State of Washington for the above named corporation. I understand it will be my responsibility to accept Service of Process on behalf of the corporation; to forward mail to the corporation; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

/signature/

/printed Name/

\_\_\_\_ /date/\_\_\_\_ 5 4 16

## **Article VII**

## **Incorporators**

## **Article VIII**

#### Stock

The corporation shall have no capital stock. No part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(3) of the Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III.

# Article IX

#### **Powers**

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act and Section 501(c)(3) of the Code.

## Article X

# **Influence Legislation**

No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

## **Article XI**

## **Bylaws**

The Bylaws of this corporation shall be altered, amended, or repealed according to the procedures outlined in the Bylaws of the corporation.

## **Article XII**

# **Transactions Involving Directors**

- 1. No contracts or other transactions between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any director of this corporation is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other corporation.
- 2. Any director, individually, or any firm of which any director may be a member, may be a party to, or may pecuniarily or otherwise interested in, any contracts or transactions of the corporation; provided, that the fact that such director or such firm is so interested shall be disclosed to or shall have been known by the Board of Directors or a majority thereof.
- 3. A director shall have no liability to the corporation for monetary damages for conduct as a director, except for acts or omissions that involve intentional misconduct by the director, or a knowing violation of law by a director, where the director votes or assents to a distribution which is unlawful or violates the requirements of these articles of incorporation, or for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. If the Washington Nonprofit Corporation Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the full extent permitted by the Washington Nonprofit Corporation Act, as so amended. Any repeal or modification of this paragraph shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.
- 4. The corporation may maintain insurance at its expense to protect itself and any director, trustee, officer, employee or agent of the corporation or another corporation, partnership, joint venture, trust or

other enterprise against any expense, liability or loss, whether or not the corporation would have the power to indemnify such persons against such expense, liability or loss under the Washington Business Corporation Act, as applied to nonprofit corporations. The corporation may, without further membership action, enter into contracts with any director or officer of the corporation in furtherance of the provisions of this article and may create a trust fund, grant a security interest or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification as provided in this paragraph.

### **Article XIII**

#### **Books and Records**

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members and Board of Directors, and shall keep at registered or principal office a record giving the names and addresses of the members. Any member, their agent or attorney may inspect all books and records of the corporation, for any proper purpose at any reasonable time.

## **Article XIV**

#### Members

The members of the corporation shall be the persons who are in good standing on the books of the corporation. Such members shall be governed by the Bylaws as promulgated by the Board of Directors.

## **Article XV**

#### **Amendments**

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the directors present at a meeting of the Board of Directors.

## **Article XVI**

# **Proceedings**

Robert's Rules of Order will govern all proceedings for Chelan County Volunteer Search and Rescue (CCVSAR).