

**ARTICLES OF INCORPORATION**  
**OF**  
**FAIRVIEW PARK ATHLETIC CLUB, INC., aka**  
**FPAC SPORTS COLLECTIVE**

The undersigned, all of whom are citizens of the United States, desiring to form a corporation, not for profit, under the General Corporation Act of Ohio, do hereby certify:

**ARTICLE I - NAME**

The name of said Corporation shall be FAIRVIEW PARK ATHLETIC CLUB, INC., aka, FPAC Sports Collective.

**ARTICLE II - LOCATION**

The place in this State where the principal office of the Corporation is to be located is City of Fairview Park, County of Cuyahoga, State of Ohio.

**ARTICLE III - PURPOSES**

The Corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States tax laws. The Corporation is not organized, nor shall be operated, for pecuniary gain or profit. In furtherance of the being organized exclusively for charitable and educational purposes, as described above, the purposes for which FAIRVIEW PARK ATHLETIC CLUB, INC. is formed are also hereby as follows:

- a. To serve as a collective (hereinafter "FPAC Sports Collective") to provide, foster, support, and advance the endeavors and the common good of the student-athletes and coaches participating in the athletic programs of Fairview High School and Lewis F. Mayer Middle School in a positive and collective manner;
- b. To use resources and assets of the FPAC Sports Collective to provide positive support which recognizes the inherent value of the individual teams of the Fairview Park School District and their female and male student-athlete participants in an equal and non-discriminating manner to achieve success embodied by good sporting and ethical conduct;
- c. To provide a single collective mechanism for which parents, relatives, friends, relatives, of Fairview Park student-athletes can aggregate and maximize support - financial and otherwise - in a positive and ethical manner which best exemplifies and represents the Fairview Park School Community and the Community of Fairview Park;

- d. To work cooperatively with the Fairview Park Board of Education, School Administration, and other district stakeholders to create the best possible environment for success of Fairview Park School district student-athletes embodied by good sporting and ethical conduct.

#### **ARTICLE IV – TRUSTEES**

The following individuals, all of whom are residents of the Fairview Park School District, shall serve the corporation as trustees - holding the positions of officers in trust as fiduciaries - until the election of officers, pursuant to the process so stated in the by-laws of the corporation takes place, said election taking place no later than September 30, 2018:

- 1) D.J. Eidson - President Pro-Tem;
- 2) Stephanie Carson – Treasurer Pro-Tem;
- 3) Dennis Rehor – Vice-President Pro-Tem;
- 4) Linda Cook – Membership Secretary Pro-Tem; and
- 5) James Sassano – General Secretary Pro-Tem.

Furthermore, as the corporation will be seeking support, including funds, from the general public in furtherance of its stated purposes - and in an effort to gain full, faith, credit, and confidence of the public at large and all stakeholders impacted - the said individuals serving as trustees will under undergo criminal background and credit checks, including those involving tax liens, judgments liens, and bankruptcies filed or taken part in as petitioner or debtor.

Furthermore, as incorporators of the corporation and after serving the cooperation as trustees until the election of officers, as described above, incorporators Dennis Rehor, Linda Cooke, and James Sassano, agree to forego running for, or holding any of the officer positions for the corporation for a period of at least 2 years.

#### **ARTICLE V – NON-PROFIT STATUS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, 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 these Articles.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, except as otherwise provided in subsection 501(h) of the Code, and the Corporation shall not participate or intervene in, including the publication or distribution of statements, any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

The Corporation will:

- (a) distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax laws.
- (b) not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal laws.
- (c) not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal laws.
- (d) not make any investments in a manner that would subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal laws.
- (e) not make any taxable expenditure as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal laws.

#### **ARTICLE VI - MEMBERSHIP**

Memberships in this Corporation are subject to the qualifications set forth in the Code of Regulations (Bylaws).

#### **ARTICLE VII - DURATION**

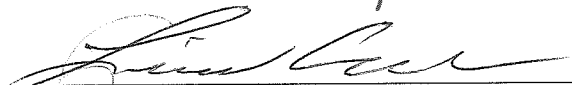
The existence of the Corporation shall be perpetual, however in the event of dissolution of the Corporation for any reason, the Corporation's net assets, after paying or making provisions for the payment of the Corporation's liabilities, if any, shall be distributed to Fairview High School Athletic Department.

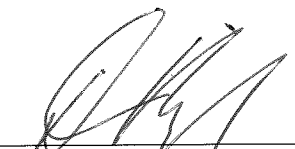
#### **ARTICLE VIII - AMENDMENTS**

The Articles of Incorporation may be amended only by a majority vote of the Executive Board of Directors of the Corporation unless otherwise prohibited by the Corporation's Bylaws.

IN WITNESS WHEREOF, we have hereunto subscribed our names as incorporators, this

6<sup>th</sup> day of May, 2018.

  
\_\_\_\_\_  
Linda Cook

  
\_\_\_\_\_  
Dennis Rehor

  
\_\_\_\_\_  
James Sassano

ORIGINAL APPOINTMENT OF AGENT

THE UNDERSIGNED, being all the Incorporators of the Fairview Park Athletic Club, Inc., do hereby appoint and designate Stephanie Carson, who is a resident of the county in which the said corporation has its principal place of business, upon whom process, notice, or demand, required or permitted by statute to be served upon the said corporation, may be served.

Her complete address is:

20937 Stanford Avenue  
Street address

Stow/oh Fairview Park, OH 44126  
City, state, zip code

Fairview Park Athletic Club, Inc.,

  
Linda Cook

  
James Sassano


  
Dennis Rehor

May 6, 2018

Fairview Park Athletic Club, Inc.,  
Fairview, Park, Ohio 44126

Ms. Cook, Mr. Sassano, and Mr. Rehor,

I hereby accept appointment as agent of your corporation described above, upon which any process, notice or demand upon the said corporation may be served.

  
Stephanie Carson

**AMENDMENT TO ARTICLES OF INCORPORATION OF  
FAIRVIEW PARK ATHLETIC CLUB, INC., aka  
FPAC SPORTS COLLECTIVE**

Article VII of the Articles of Incorporation is hereby deleted and the following is substituted therefor:

**ARTICLE VII – DISSOLUTION**

Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, public-safety testing, literary, or education organizations that would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code.

April 17, 2019

**CERTIFIED RESOLUTION OF THE EXECUTIVE BOARD  
OF FAIRVIEW PARK ATHLETIC CLUB, INC.**

I, Donna Belko, President of Fairview Park Athletic Club, do hereby certify that the Executive Board of the Fairview Park Athletic Club adopted the following resolution at a meeting of the Executive Board held April 17, 2019:

RESOLVED, that the Executive Board hereby ratify and approve the amended Articles of Incorporation.

Signed on April 17, 2019.

*Donna Belko*

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Donna Belko, President