

Articles of Incorporation

Of Second Unitarian Church of Omaha

The undersigned, for the purpose of forming and becoming a religious corporation under the laws of the State of Nebraska, hereby adopt these Articles of Incorporation.

I

This Corporation shall be called Second Unitarian Church of Omaha, and shall have its location in the City of Omaha, in Douglas County and the State of Nebraska. It is a single church which is incorporated as an entity and is legally independent of any superior denominational organization or authority.

II

The Corporation is organized primarily for religious, charitable, and educational purposes. The Corporation shall cooperate with, and be a part of, the Unitarian Universalist Association, and conduct business according to the laws of the State of Nebraska. The corporation shall have the specific power to hold property of any nature in trust for itself or for the carrying out of any of its authorized purposes. In carrying out the foregoing purposes, the corporation shall have all the powers given to and possessed by a corporation under the Nebraska Nonprofit Corporation Act; provided, however, that its powers, purposes and activities shall be limited to those of an organization described in Section 501- (c) (3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

III

Any person who meets the membership qualifications and follows the membership process as provided in the Bylaws may become a member of this church. Any member who meets the qualifications of a voting member as provided in the Bylaws may vote at meetings. The designation of additional classes of members and the qualifications and rights of the members of each class may be set forth or amended in the Bylaws.

IV

The affairs of this Corporation shall be conducted by a Board of Trustees, consisting of at least three (3) voting members of this church, elected by the voting members, or as otherwise provided in the Bylaws.

V

There shall be an annual meeting of the membership for the election of Trustees and the transaction of other business. Special meetings of the membership may be called as provided in the Bylaws. Notice of all membership meetings shall be given to members as provided in the Bylaws.

VI

Any purchase of, encumbrance upon, or conveyance of real property which this corporation shall make must be by the voting members at an annual or special meeting as provided in the Bylaws.

VII.

The ultimate authority in all matters in this corporation shall rest with the membership. Recognizing that certain powers are granted to the Board of Trustees in the Bylaws, and without prejudice to any other areas with which the membership might concern itself, the resolution of the following matters in this corporation is reserved to the exclusive jurisdiction of the membership meetings: (1) Election and dismissal of members of the Board of Trustees; (2) Election and dismissal of the minister; (3) Adoption and amendment of the Articles of Incorporation and the Bylaws; (4) The purchase of, encumbrance upon or conveyance of real property; (5) expenditures in excess of the amount specified in the Bylaws, (6) Dissolution of the Corporation.

VIII

These Articles may be amended by two-thirds (2/3) of the voting members as provided in the Bylaws.

IX

The street address of the initial registered office shall be 2135 South 108th Street, Omaha, Nebraska 68124. Subsequent street address of the registered office and the name of the registered agent shall be as provided in the Bylaws. The address of the registered office and the registered agent are identical.

Signed this 23rd day of May 1976.

Natalie Fischer
N.P. Dodge
James L. Brown
Pam Galligar
Robert Baker
Noreen J. Baker

X

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable 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 Article II hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

XI

Upon Dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code. Should the Corporation dissolve, the assets of the Corporation will be transferred upon dissolution to: The Unitarian Universalist Association, a Unitarian Universalist Association District, a Unitarian Universalist Association member society, the Canadian Unitarian Council, an associated member organization or an independent affiliate organization of the Unitarian Universalist Association.

On May 18, 2003, the members in good standing of Second Unitarian Church of Omaha voted unanimously in favor of these Articles of Amendment.

Signed this 1st day of October 2003.

Clyde Anderson
Chair, Board of Trustees