



Incorporating your Lions Club

It is strongly recommended that all Lions Clubs incorporate. Doing so protects individual club member in lawsuits against the club. Liability would be limited to the capital or assets of the club. There are 5 simply steps to take to incorporate your Lions Club.

#1 Board of Directors votes to incorporate as a Non-Profit.

The Lions Club Board of Directors should formally vote to incorporate the club as a nonprofit corporation. The Board should authorize the \$125 expense to file the Initial Articles of Incorporation. This money may be taken out of the administrative or activities fund, whichever the Board approves. The Board should authorize 3 officers to serve as initial directors of the corporation. This is usually the President, Secretary and Treasurer if held by 3 different individuals. The Board should also determine the club's statutory agent, which is a contact person that State will use in 5 years to send its renewal. This may be one of the 3 officers or someone different.

#2 Obtain the Required Form.

Incorporating as a non-profit corporation is covered under section 1702 of the Ohio Revised Code and is handled by the Ohio Secretary of State. All forms can be obtained, and inquires should be directed to:

Ohio Secretary of State
180 E. Broad St. 16th Floor
Columbus, OH 43215
(877) 767-3453
www.sos.state.oh.us

The name of the form required is Form 532 or the "Initial Articles of Incorporation."

If obtaining the form on-line, note that except for the signatures and any attachments, you can fill out the entire form on line and then print it out. However, there is no way to file the form electronically.

#3 Fill out the form.

When using the name of your Lions Club, it is important to include the word incorporated. You can call your club the “_____ Lions Club, Incorporated” or the “Lions Club of _____, Incorporated.”

On the Initial Articles of Incorporation, you will:

- a) Check box 2 for Nonprofit status
- b) Fill in the name of your Lions Club Incorporated, your city and county (skip the effective date)
- c) To answer the question, “Purpose for which corporation formed,” write “See Attached” in the box and attach a separate page that states the following:

Purpose for which corporation is formed

The Lions Club of _____ is chartered by and under the supervision of, The International Association of Lions Clubs of Oak Brook, Illinois, and is governed by the Constitution and Bylaws of said Association.

The purposes of this Association shall be:

- a) To organize, charter and supervise services clubs to be known as Lions Clubs.
- b) To coordinate the activities and standardize the administration of the Lions Clubs.

The Objects of this Association shall be:

TO CREATE and foster a spirit of understanding among the peoples of the world.
TO PROMOTE the principles of good government and good citizenship.
TO TAKE an active interest in the civic, cultural, social and moral welfare of the community.
TO UNITE the clubs in the bonds of friendship, good fellowship, and mutual understanding.
TO PROVIDE a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members.
TO ENCOURAGE service minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors.

- d) Skip the fourth box.
- e) In the Fifth box, list 3 club officers along with their street addresses.
- f) Below the fifth box, the 3 club officers sign and date where indicated, their printed names also appear.
- g) On the “Original Appointment of Statutory Agent” fill in the name of the Lions Club Incorporated, the name and street address of the appointed statutory agent. The 3 officers that signed below the fifth box also sign and date here where indicated. Finally, print the name of the statutory agent and name of the Lions Club Incorporated and have the statutory agent sign the last line.

#4 Send a copy of your form to the Legal Department at Lions Clubs International for approval.

The Legal Department at Lions Clubs International must approve the Initial Articles of Incorporation prior to filing. After approval, Lions Clubs International will mail a “Letter of Authorization” to be signed by the club president and returned. This is in order to continue to include the incorporated club as a “Subordinate of Exemption” granted under IRS rules.

The Legal Department at Lions Clubs International may be contacted at:

Legal Division /Lions Clubs International
300 22nd Street
Oak Brook, IL 60521-8842
(630) 571-5466 Ext 202 or FAX (630) 571-8890
www.legal@lionsclubs.org

#5 After receiving approval, file your original form.

After you receive approval from Lions Clubs International, mail your original Form (including Original Appointment of Statutory Agent) and your check for \$125 made payable to the Ohio Secretary of State, to the address below:

Ohio Secretary of State
PO Box 670
Columbus, OH 43216

That’s it! You should receive your certification of incorporation in a couple of weeks.

Once incorporated, the Secretary of State issues a **Statement of Continued Existence** every five years to the Statutory Agent (any Lion so named in the Initial Articles of Incorporation). This update of records is required by the Secretary of State in order to maintain the incorporation status of the organization. There is a \$25.00 fee to file this form once every five years. Failure to file such a statement will result in the cancellation of the articles of incorporation. You may contact the Secretary of State (a search engine is available on their web site) to make sure your club’s corporation status is still active, and see the renewal date and statutory agent’s address on file.

There is a special form to file called the **Statutory Agent Update** to change the appointment of the statutory agent or change the mailing address of the current agent. There is a \$25.00 fee to file this form.

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