

# Compliance with the Ohio Secretary of State

It is strongly recommended that all Lions Clubs incorporate. Doing so helps protect individual club members in lawsuits against the club. Liability would be limited to the capital or assets of the club. Checking to ensure your club's incorporation status is current is the single most important item a board can do to protect its members. There is a search engine on the Ohio Secretary of State's website.

Incorporating as a non-profit corporation is handled by the Ohio Secretary of State. The cost to file the Initial Articles of Incorporation is \$99. 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). 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 corporation. There is also a special form called the **Statutory Agent Update** to change the appointment of the statutory agent or to change the mailing address of the current agent. There is a \$25.00 fee to file this form.

After the club votes to incorporate for the first time, there are 4 simple steps to take:

1. **Obtain the required form** from the Secretary of States' website: [www.sos.state.oh.us](http://www.sos.state.oh.us). Search for "Filing forms fee schedule." Under "domestic nonprofit corporations", download the PDF version of "Initial Articles of Incorporation. Nonprofit, Domestic Corporation." It will be form 532B. Print this out, do not file on-line.
2. **Fill the form out.** Skip the Effective Date. The corporation will begin when the form is filed. Have 3 officers sign the form. Assign a statutory agent. This is the person who will receive the renewals 5 years later. This may be one of the signing officers if you wish. For the purpose of the corporation box, write:  
"The (fill in name of your club) Lions Club 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 purpose of this corporation is to take an active interest in the civic, cultural, social, and moral welfare of the community and to encourage service-minded men and women to serve their community without personal financial reward."
3. **Send a copy** to the Legal Department of Lions Club International by fax 1-(630) 571-8890 or email ([legal@lionsclubs.org](mailto:legal@lionsclubs.org)) and wait for approval.
4. **Submit the form.** After receiving your approval from Lions Clubs International, mail your form and \$99 check to the Secretary of State address on the form.