

**Wednesday Morning Group Lecture Series
Articles of Association for IRS 501(c)(7) Status as a Social Club**

The Wednesday Morning Group Lecture Series is organized under these Articles of Association as a non-profit social club to further the purposes set forth herein.

Article 1: Name

The name of this Association shall be the Wednesday Morning Group Lecture Series, herein after referred to as the Wednesday Morning Group or WMG.

Article 2: Principal Office of the Association

The street address for the principal office of WMG shall be:
WMG, 6141 Tuckerman Lane, Rockville, MD 20852

Article 3: Purpose

WMG is established to provide an opportunity for adults to convene regularly for social interaction and stimulating intellectual discussions built around lectures delivered by invited guests who are knowledgeable on a wide-range of topics.

Article 4: Powers

The Association shall have all the powers necessary to conduct activities to fulfill its purposes including, but not limited to, the power to collect membership dues, fees, and assessments; to develop and implement contracts and arrangements as needed to support the purposes of WMG; to disperse funds for the membership; and to hold and disseminate information consistent with the purposes and responsibilities of the organization.

Article 5: Membership

The number of annual memberships shall be limited and based on the capacity of the lecture venue chosen for the year. WMG shall have only one class of members; rights, interests, and privileges of each member in good standing shall be equal. The rights, privileges and responsibilities of members, their responsibility for dues, fees, and assessments, and the

termination of membership shall be as stated in the By-laws. Members shall be adults over 21 years of age. No applicant for membership may be denied on the basis of race, color, religious affiliation, sex or sexual orientation.

Article 6: Governing Body

The government of WMG shall be vested in a Board of Directors comprised of at least seven members. The Board shall be organized and decided as specified in the By-laws. Standing and Ad Hoc committees shall be established at the discretion of the Board to further the purposes and responsibilities of the Association as specified in these Articles.

Article 7: Officers

At a minimum, the Board of Directors shall appoint the following officers to manage the overall operation of the Association: Chairperson, Secretary, Treasurer, and two Program Planning Coordinators. The Board shall appoint additional officers to serve in supplementary positions, as needed, to support and implement the purposes of this Association. Officers must be current members in good standing and be willing to attend Board meetings twice a year.

Article 8: Funding and Funds Management

- A. Funding:** WMG activities shall be funded through the use of annual membership dues, fees, and assessments. WMG shall use all funds collected from these sources to provide for the various activities permitted by these Articles.

As a 503(c)(7) social club organization supported by membership dues, fees, and assessments, WMG may receive up to 35 percent of its gross receipts, including any potential investment income, from sources outside of its membership without losing its tax-exempt status.

- B. Prohibited Distributions:** No part of the net assets of this Association, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, or officers except to reimburse for expenses incurred in furtherance of the purposes of the Association and as stipulated in the By-laws.

- C. Fiscal Year:** The fiscal year for the Association will be July 1 to June 30.

Article 9: Personal Liability

No director, officer or member of WMG shall be personally liable for the debts or obligations of any nature whatsoever of WMG, nor shall any of the property or assets of the directors, officers or members be subject to the payment of the debts or obligations of this social club.

Article 10: Amendments

The Board of Directors shall amend these Articles, as needed, based on input from the WMG membership as specified in the By-laws. The Board shall be responsible for developing and submitting any paperwork required by federal, state, or other authorities in order to incorporate amendments into these Articles.

Article 11: By-laws

The Board of Directors shall develop and adopt By-laws based on input from the WMG membership. Such By-laws may be amended or repealed, in whole or in part, in the manner provided by the By-laws, and the amendments shall be binding on all members.

Article 12: Dissolution

The Association shall be dissolved and its affairs concluded based on a three-fourths affirmative vote by the Board of Directors, followed by a two-thirds affirmative vote by current WMG members in good standing who are present at a General Membership meeting called for the purpose of voting on the dissolution of the Association.

Article 13: Distribution of Property on Dissolution

In the event of dissolution of the WMG, the Board of Directors shall, after paying or making provisions for the payment of all the Association's liabilities, distribute any assets lawfully available for distribution to such organization(s) selected by the Board of Directors, with a three-fourths affirmative vote, and qualified as exempt under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law).

Founding Organizers and Registered Agent

1. Founding Organizers

The Founding Organizers of the WMG as a social club under the provisions of 501(c)(7) of the Internal Revenue Code are the following current members:

Ilene Rosen, Chairperson
Victoria Hall, Chairperson-Elect
Frederika Granger, Co-Treasurer/Secretary
Julie Frye, Co-Treasurer
Joan Wolf, Co- Program Coordinator
Julie Goodman, Co-Program Coordinator

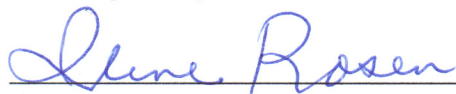
2. Registered Agent

The Registered Agent for WMG shall be:

Frederika Granger, 6141 Tuckerman Lane, Rockville, MD 20852

CERTIFICATE OF ADOPTION OF ARTICLES OF ASSOCIATION

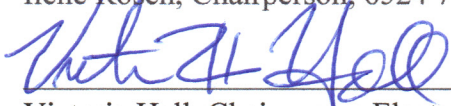
We, the undersigned, do hereby certify that the above-stated Articles of Association for the Wednesday Morning Group Lecture Series were approved by the Founding Organizers on June 3, 2015, and constitute a complete copy of Articles of Association of the Wednesday Morning Group Lecture Series.



Ilene Rosen, Chairperson, 6524 77th St., Cabin John, MD 20818

Date

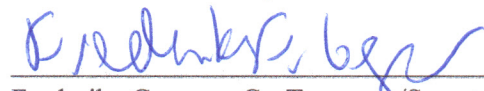
6/3/15



Victoria Hall, Chairperson Elect, 4404 Gladwyne Dr., Bethesda, MD 20814

Date

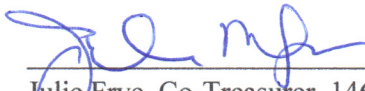
6/3/2015



Frederika Granger, Co-Treasurer/Secretary, 6141 Tuckerman Lane, Rockville, MD 20852

Date

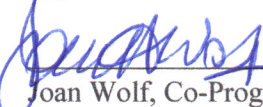
6/7/15



Julie Frye, Co-Treasurer, 14600 Drum Hill Ct., N. Potomac, MD 20878

Date

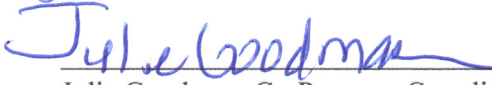
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Joan Wolf, Co-Program Coordinator, 7005 Rainswood Ct., Bethesda, MD 20817

Date

6/3/15



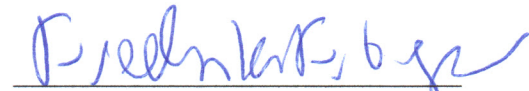
Julie Goodman, Co-Program Coordinator, 7004 Armat Dr., Bethesda, MD 20817

Date

6/3/15

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Frederika Granger, agree to be the registered agent for the Wednesday Morning Group Lecture Series as appointed herein.



Frederika Granger, Registered Agent

Date: 6/3/15