

South Atlantic Association of Obstetricians & Gynecologists
Articles of Incorporation

Adopted January 28, 1997

Article I

The name of the corporation is the South Atlantic Association of Obstetricians and Gynecologists.

Article II

The period of duration of the corporation is perpetual.

Article III

The purposes for which the Corporation is organized and operated shall be to operate solely for charitable, scientific and educational purposes solely within the exemption provided for by 26 U.S.C.A., Internal Revenue Code, Section 501(c)(3), and any amendments thereto, namely:

- a. To promote the common professional interests of obstetricians and gynecologists in the states of Florida, Georgia, North Carolina, South Carolina, Virginia, and West Virginia (the States”);
- b. To encourage the study of the problems of obstetrics and gynecology;
- c. To improve the quality of obstetrical and gynecological practice both of its Fellows and of all other physicians residing in its territory; to cooperate with other similar organizations, both local and national, in the study and in the management of problems pertaining to obstetrical and gynecological practice;
- d. To grant recognition for unusual attainment or service in obstetrical and gynecological problems by the inclusion in its membership, as Fellows, specialists who reside within its territory and, as Honorary Fellows, specialists who reside without its boundaries, who may be so elected;
- e. To foster a spirit of comradeship and mutual helpfulness among those included in its Fellowship; and,
- f. In general, to foster and stimulate improvements in all aspects in the health care of women which properly comes within the scope of obstetrics and gynecology.

Article IV

The corporation shall have members which may be divided into such classes as shall be provided in the Bylaws. All members shall be accepted, appointed, elected or designated in the manner provided in the Bylaws.

Article V

The directors of the corporation shall be elected by the members in the manner provided in the Bylaws.

Article VI

Notwithstanding the foregoing or any other provision of these Articles of Incorporation, no part of the earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees,

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 Section 501(c)(3) purposes. 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 distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. The Corporation shall not at any time engage in a regular business of a kind ordinarily carried on for profit, nor shall the Corporation carry on other activities not permitted to be carried only a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of the United States, as the same may be hereafter amended.

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute all of the assets remaining to such charitable, educational, or scientific organizations as shall from time to time qualify as exempt organizations pursuant to Sections 501(c)(3) of the Internal Revenue Code, as the same may be hereafter amended.

Article VII

In order to promote and accomplish its purposes, the corporation shall have all powers set forth in North Carolina General Statutes, Chapter 55-A, Section 15; provided, however, that no power shall be exercised in a manner which is inconsistent with the provisions of these Articles or with Section 501(c)(3) of the Internal Revenue Code of 1954 and the regulations thereunder as the same now exist or as they may hereafter be amended.

Article VIII

Electronic Communication shall be deemed to be the official communication method of the organization. Members who wish to be informed and notified by regular mail will need to notify the Association by Email, fax or letter of that election. After 2013 this option will not be available.