

**ARTICLES OF INCORPORATION
of The Presbytery of Huntingdon, Inc.
amended November 17, 2009**

PREAMBLE

The original Articles of Incorporation of the Presbytery of Huntingdon, were filed in the office of the Prothonotary of the Court of Common Pleas in and for Huntingdon County, March 8, 1895. In order to accommodate certain changes that have naturally evolved, it is the desire of the Presbytery of Huntingdon to amend its Charter, and its Articles of Incorporation the Charter to read as follows:

**Article I:
Name**

The name of the corporation is "The Presbytery of Huntingdon, Inc.", hereinafter referred to as the "Corporation."

**Article II
Type**

The Corporation is a non-profit religious corporation.

**Article III
Duration**

The period of duration of the Corporation is perpetual.

**Article IV
Purposes**

The purposes for which the Corporation is formed are more fully set forth in the Constitution of the Presbyterian Church (U.S.A.), the proclamation of the gospel for the salvation of humankind; the shelter, nurture, and spiritual fellowship of the children of God; the maintenance of divine worship; the preservation of the truth; the promotion of social righteousness and the exhibition of the Kingdom of Heaven to the world. In furtherance of the Constitution of the Presbyterian Church (U.S.A.) and the purposes stated above, the Corporation shall exercise powers as set out herein.

**Article VI
All Property Held in Trust for the Presbyterian Church (U.S.A.)**

All property, both real or personal, held by or for the Presbytery, whether title is lodged in the Corporation, the Board of Trustees or a trustee, or an unincorporated association, and whether the property is used in programs of the Presbytery or retained for the production of income, is held in trust nevertheless for the use and benefit of the Presbyterian Church (U.S.A.)

**Article VII
Powers and Duties**

The Corporation shall have the powers and duties granted by the Constitution of the Presbyterian Church (U.S.A.)

To receive, hold, encumber, manage and transfer property, real or personal for the Presbytery;

To accept and execute deeds of title to such property;

To hold and defend title to such property; and

To manage any permanent special funds for the furtherance of the purposes of the Presbytery.

The powers and duties of the Trustees shall not infringe upon the powers and duties of the Presbytery of Huntingdon and such powers and duties shall be exercised in conformity with the Constitution of the Presbyterian Church (U.S.A.).

**Article VIII
Restriction on Corporations; Exempt from Federal Taxation**

No part of the assets of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 of the Corporation. 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on

(a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or

(b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue code, or corresponding section of any future federal tax code.

**Article IX
Private Inurement of Surplus Funds in the Event of Sale of Assets or Dissolution of the Corporation is Prohibited**

In the event of the dissolution, liquidation, or abandonment of the Corporation, its property shall not go to its trustees, directors, members, or officers, nor shall it inure, directly or indirectly, to the benefit of any trustee, director, member, officer, or other private individual to any extent whatsoever. In such event, all such property shall go to The Presbyterian Church (U.S.A.), or its successor, which shall then, and in that event be charged with using all such property for a charitable or religious purpose then exempt under Section 501(c)(3) of the Internal Revenue Code. Any assets not so distributed by the Trustees shall be distributed by the Court of Common Pleas of the county in which the Corporation's principal office is then located exclusively for purposes described in Section 170(c)(2)(B) of the Code. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the Corporation is expressly prohibited.

**Article X
Members**

Only minister members on the active roll or member-at-large rolls of the Presbytery and communicant

members on the active roll of a member church of the Presbytery shall be members of the Corporation and eligible for election as Trustees.

Article XI Trustees

The directors of the Corporation are designated Trustees. The Trustees shall be those persons who are elected and serving as members of the Administrative Umbrella Team of the Presbytery of Huntingdon. They must be eligible under civil law.

Article XII Officers

The following offices are hereby established for the Corporation: chairperson of the Administrative Umbrella Team–President; a trustee to be elected by the Administrative Umbrella Team–Vice President; Stated Clerk–Secretary; and Treasurer–Treasurer. The bylaws identify and provide for the method of election or appointment of the officers of the Corporation.

Article XIII Bylaws

The bylaws of the Corporation shall be in conformity with the Constitution of the Presbyterian Church (U.S.A.) as it is now or shall be, from time to time, amended, established, made, and declared by the authority of the Presbyterian Church (U.S.A.). The bylaws will be adopted by the members of the Corporation and may be amended or repealed by the members of the Corporation but must at all times and in all respects remain in conformity with the Constitution of the Presbyterian Church (U.S.A.)

Article XIV Registered Office and Agent

The address of the Corporation's Registered Office and the name of its initial Registered Agent at this address is

Virginia F. Rainey, Stated Clerk
Presbytery of Huntingdon
323 Main Street
Bellwood, PA 16617

Article XV
Amendments

The Articles of Incorporation of the Corporation may be amended or added to or new Articles of

Incorporation may be adopted, by the affirmative vote of two-thirds of the members of the Corporation, present and voting at a regularly called meeting of the Corporation; provided that the Articles of Incorporation must at all times and in all respects remain in conformity with the Constitution of the Presbyterian Church (U.S.A.) and the laws of the Commonwealth of Pennsylvania.