

**ARTICLES OF INCORPORATION
OF
WISCONSIN CHIROPRACTIC ASSOCIATION**

We, the undersigned adult residents of the State of Wisconsin, have associated, and do hereby appoint ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Wisconsin in the manner provided in Chapter 181 of the Wisconsin Statutes and acts amendatory thereof and supplementary thereto, and for the objects and purposes hereinafter stated; and said corporation, when so formed and organized, shall be a body corporate with all the general powers relating to such corporation conferred by law.

ARTICLE ONE: The objects and purposes of said corporation shall be to promote the Philosophy, Science and Art of Chiropractic in all legitimate ways; to maintain and promote suitable legislation regulating the practice of Chiropractic in the State of Wisconsin in the interest of Public Health and Welfare; to establish and promote a closer interest and cooperation professionally and socially between Chiropractors generally; to bring about a more general understanding of the true principles of Chiropractic and the benefit to be derived from the application thereof.

ARTICLE TWO: The name of said corporation shall be “WISCONSIN CHIROPRACTIC ASSOCIATION” and the location of its principal office shall be in the City of Madison, County of Dane and State of Wisconsin. The corporation shall have members.

ARTICLE THREE: This corporation shall be non-profit, organized without capital stock, and no dividends, profits or other pecuniary benefits shall be declared or paid to members thereof. However, upon dissolution of the corporation, the corporation shall be authorized to make distributions not otherwise permitted under Wis. Stat. § 181.1302 so long as the distributions are made in accordance with the stated purpose of the corporation.

ARTICLE FOUR: The officers of this corporation shall include a President, Vice President, Secretary and Treasurer. The officers of said corporation shall also be members of the Board of Directors, and shall be elected annually by the Board of Directors. The total number of Directors and the method by which they are elected by the membership shall be prescribed in the Bylaws of the corporation.

ARTICLE FIVE: The President shall be the chief executive officer of this corporation or shall delegate this function to an Executive Director. The President shall have the authority to create all committees not otherwise designated in these Articles or the Bylaws as well as designate the membership of those committees with approval from the Board of Directors. The President shall call special meetings of the Board of Directors at any time when in his or her judgment such meetings will be for the best interests of the corporation, and he or she shall direct the notification of all Directors of the time and place of such special meetings at least ten (10) days advance.

The Vice President shall perform the duties and exercise the powers of the President during the President’s absence.

ARTICLE SIX: The Board of Directors shall have full power in all matters in the interim of corporation meetings, including the power to change the bylaws of this corporation. Any change to the bylaws must be approved by at least two-thirds of the Board of Directors. The Board of Directors shall have the power to levy per capita assessments upon active members at such time and in such amounts as it may deem necessary to meet any deficiency in the Treasury of the corporation, or in order to carry out any program which is in the interest of the corporation and which has been previously approved by the membership. The Board of Directors shall perform such other duties as may be prescribed for it by the bylaws of the corporation.

ARTICLE NINE: These Articles of Incorporation may be amended by resolution adopted at any annual meeting or at any special meeting called for that purpose. All proposed amendments shall be sent to the President at least thirty (30) days prior to the date of the meeting. A copy of the proposed amendment shall, thereupon, be communicated by the WCA Executive Director to each member in good standing at least ten (10) days prior to such meeting.

ARTICLE TEN: The name of the registered agent shall be the WCA Executive Director, 2401 American Lane., Madison, Wisconsin 53704, which shall also be the mailing address of the principal office location of the corporation and the incorporators, listed below.

WE, the undersigned incorporators, approve of these Amended Articles of Incorporation on this ____ day of _____, 2020.

Chris Resch, D.C., President

Brenda Holland, D.C., Vice President

William Spontak, D.C., Secretary

Barbara Bradley, D.C., Treasurer

Bruce Davis, D.C., Director

Tom Edwards, D.C., Director

Alex Kocken, D.C., Director

Mick Polito, D.C., Director

Jennifer Waidelich, D.C., Director