

Osteopathic Physicians and Surgeons of California

ARTICLES OF INCORPORATION

ARTICLE I: Name

1. The name of this corporation is Osteopathic Physicians and Surgeons of California, hereinafter designated OPSC.
2. OPSC is a chartered divisional society of the American Osteopathic Association and shall be subject to the Constitution, Bylaws, and Code of Ethics of the American Osteopathic Association, now in effect or as hereafter amended.
3. OPSC does not contemplate the distribution of gains, profits or dividends to the members thereof and is organized pursuant to Part 1 of Division 2 of Title 1 of the Corporations Code of the State of California.

ARTICLE II: Purposes and Objectives The specific and primary purposes for which OPSC is formed are:

1. To publicly register and record the "system, method or science of osteopathic medicine" as a "school of medicine" and/or the practice of same, to be known and designated as osteopathic medicine, coordinate with and of equal rank and grade as lawfully accorded the other schools of medicine, under the laws of California, pertaining to same; to advance the science of osteopathic medicine as an independent, scientific and complete system and/or school of "medicine and/or healing art" for the restoration and preservation of health. The term school as here used means system and not an educational institution.
2. To carry on programs of education and information for the benefit of all members of the osteopathic medical profession and to stimulate and maintain high morale and pride in all persons engaged in the practice of osteopathic medicine with the end in view of contributing towards the efficiency and service to the public of doctors engaged in the practice of that branch of the healing arts known as osteopathic medicine and those aspiring to become so engaged.
3. To develop, stimulate and encourage the fraternal and social relations and goodwill among the members of the profession.
4. To keep members of the osteopathic medical profession informed pertaining to pertinent matters of an educational or professional nature.
5. To keep doctors of osteopathic medicine informed as to the progress, direction, and accomplishments of the American Osteopathic Association.

ARTICLE III: Principal Office The principal office for the transaction of business of OPSC is to be located in the County of Sacramento, State of California.

ARTICLE IV: Membership The membership of this Association shall consist of the present members of the Osteopathic Physicians and Surgeons of California and of such others as shall be accepted in the manner prescribed in the Bylaws.

ARTICLE V: Officers and Directors The names and addresses of those who are to act in the capacity of directors until the selection of their successors are as follows:

Richard E. Eby
1030 Hillcrest Dr., Pomona, CA 91766

David Dobreer
1924 Westmont Dr., Alhambra, CA 91800

J. Gordon Hatfield
630 S. Mariposa, Burbank, CA 91500

Howard K. Gifford
2902 Glencrest St., Pomona, CA 91766

Joseph P. Linden, Jr.
1908 W. Hellman Ave., Alhambra, CA 91800

William Fay Neugebauer
1115 Woodbury Rd., Pasadena, CA 91100

H. Kay Dooley
1195 N. Washington, Pomona, CA 91766

William G. Stahl
Val Vista & Cleveland Sts., Pomona, CA 91766

Alex B. Wilcox
#6 Johns Canyon Rd., Rolling Hills, CA 90207

2. Only an Active member who has been in good standing for two consecutive years preceding an election and continues that membership shall serve as an officer or Director of OPSC.
3. The officers of OPSC shall be President, President-Elect, Vice President, Immediate Past President, and Secretary--Treasurer. They shall be elected and perform such duties as prescribed in the Bylaws.
4. There shall be eleven (11) elected Directors. They shall be chosen and perform the duties as provided in the Bylaws.

ARTICLE VI: Board of Directors and Executive Committee

1. The Board of Directors shall be fifteen in number, consisting of the President, President-Elect, Vice-President, Immediate Past President, and eleven (11) Directors, two of which will be presidents of OPSC Student Clubs of Touro and Western Universities. The student members will be appointed by the Board of Directors, will have one vote each and will not hold elective office.
2. The Executive committee shall consist of the President, President-Elect, Immediate Past President, Secretary/Treasurer, and Chair of the committee on Educational Programs. The committee shall perform such duties as provided in the Bylaws.

ARTICLE VII: OPSC Charitable Trust

1. The Corporation shall possess the power to contribute monies to a charitable trust which is as trustor may create, provided that the terms of the declaration of said trust to which such monies are contributed shall not permit the trustees of said trust to carry on any 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 of 1954 or
 - (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954. Said Declaration of Trust shall provide that upon dissolution of the trust the trustees shall, after paying or making provision for payment of all liabilities of the trust, dispose of the remaining assets if the trust exclusively for the purpose of the trust in such manner or to such organization or organizations organized and operating exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE VIII: Amendments

1. These Articles may be amended at any Annual Meeting of OPSC, or at a special meeting or mail vote called by the Board of Directors for the purpose of amending these Articles. If voting occurs at a special or an Annual meeting, passage shall require an affirmative vote of two-thirds (2/3) of the voting membership present or represented by mail ballot, a quorum being present. If voting occurs by mail ballot only, passage shall require an affirmative vote of two-thirds (2/3) of the votes cast. Not less than thirty (30) or more than ninety (90) days' notice of the proposed amendment shall have been given to the membership by the Secretary-Treasurer, either in the official publication of OPSC or by regular U.S. mail. Any amendment brought before the membership for a vote must be approved by the Board of Directors.
2. In addition to other procedures for amendments, the Articles may be amended by any other procedure authorized by law, provided, however, that such amendment shall be approved by two-thirds (2/3) of the voting membership present or represented by mail ballot, a quorum being present.