

4742584

**ARTICLES OF INCORPORATION  
OF  
CAPITAL VALLEY CONFERENCE**

FILED  
SECRETARY OF STATE  
STATE OF CALIFORNIA

APR 23 2021 CHT

**ARTICLE I**

The name of this corporation is Capital Valley Conference.

**ARTICLE II**

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purpose.

The specific purpose of this corporation is to serve as an organization through which member high schools in the San Juan Unified School District, Natomas School District, Roseville Joint High School District and the Yuba City Unified School District, and member charter schools and private schools may (a) foster high school athletics through uniform interscholastic competition; (b) enforce policies and regulations that protect the health of high school athletes; (c) enforce rules and regulations that govern interscholastic athletic activities; and (d) promote educational athletic programs for high school athletes and personnel involved in athletics.

**ARTICLE III**

The initial address of this corporation is 8141 Rose Vine Lane, Fair Oaks, California 95628.

**ARTICLE IV**

The name and address in the State of California of this corporation's initial agent for service of process is Al Hooker, 8141 Rose Vine Lane, Fair Oaks, California 95628.

**ARTICLE V**

A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. 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 (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign, (including the publishing or distribution of statements), on behalf of any candidate for public office.

ARTICLE VI

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The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private person.

ARTICLE VII

Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debt and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VIII

A. The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under the California Nonprofit Public Benefit Corporations Laws (the "Law"), including, without limitation, as provided in Section 5239 thereof with respect to volunteer directors and volunteer executive officers.

B. This corporation is authorized to provide for, whether by an agreement or otherwise, the indemnification of "agents," as that term is defined in Section 5238 of the Law. Notwithstanding the immediately preceding sentence, the directors and executive officers of this corporation shall be entitled to indemnification to the fullest extent permitted under, and in accordance with, Section 5238 of the Law.

C. This corporation shall have the power to purchase and maintain insurance on behalf of any agent pursuant to, and to the fullest extent permitted under, Section 5238 of the Law.

D. Any repeal or modification of this Article VIII shall be prospective only and shall not adversely affect any right or protection of a director, executive officer or other agent of this corporation existing at the time of such repeal or modification.

Dated: April 22, 2021

Marilyn L. Jacobs.  
Marilyn L. Jacobs, Incorporator



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I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

MAY 28 2021 *Am*

A handwritten signature in black ink, appearing to read "S. N. Weber".

SHIRLEY N. WEBER, Ph.D., Secretary of State