

April 6, 2021

Bryan Staples, Commander  
District 1, Department of Nevada, VFW  
PO Box 824  
Virginia City, NV 89440

Re: Proposed Articles of Incorporation

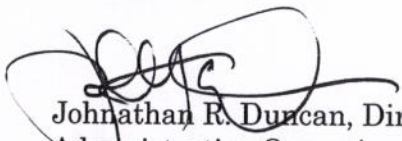
Dear Comrade Staples:

Receipt is acknowledged of the proposed Articles of Incorporation for District No. 1, Department of Nevada, submitted through channels for the review of the Commander-in-Chief in accordance with Section 708 of the Manual of Procedure.

A review of the proposed Articles of Incorporation discloses that they are in compliance with the Congressional Charter, Bylaws, Manual of Procedure, Ritual, and laws and usages of the Veterans of Foreign Wars of the United States.

A copy of the reviewed Articles of Incorporation has been retained for our files, another forwarded to your Department Headquarters, and two sets herewith returned.

Sincerely,



Johnathan R. Duncan, Director  
Administrative Operations

JRD: cl  
Enc: Articles of Incorporation (2)  
cc: Department Adjutant (1)

**NATIONAL HEADQUARTERS**

406 W. 34th Street  
Kansas City, MO 64111  
Office 816.756.3390  
Fax 816.968.1157

**WASHINGTON OFFICE**

200 Maryland Ave., N.E.  
Washington, D.C. 20002  
Office 202.543.2239  
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info@vfw.org  
www.vfw.org

## Zach Schwenk

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**From:** Tony Yarbrough <tonyy@tonyy.com>  
**Sent:** Friday, April 2, 2021 3:03 PM  
**To:** Zach Schwenk; Johnathan Duncan  
**Cc:** asstadj@vfwnv.com  
**Subject:** [EXTERNAL] FW: NV District 1 Articles of Incorporation  
**Attachments:** Dist 1 Dept of NV Articles of Incorporation.pdf  
  
**Categories:** Reformatted

Johnathan, Zach,

Please review and advise for approval the NV District 1 Articles of Incorporation.

Be Well! Stay Safe!

Respectfully,  
In Service to Veterans,

s/Tony Yarbrough,  
VFW State Adjutant 2020-2021 [8084]  
VFW State Legislative Representative  
VFW PSC 2019-2020  
UVLC Chairman 2017-2019

102 S Whitacre St  
Yerington, NV 89447-2531

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**ARTICLES OF INCORPORATION**  
**DISTRICT # 1, DEPARTMENT OF NEVADA**  
**VETERANS OF FOREIGN WARS OF THE UNITED STATES**

In accordance with the provisions of the State of Nevada, relating to corporations not for profit, the undersigned persons do hereby constitute themselves into a non-profit corporation and adopt the following Articles of Incorporation in accordance with said Statutes.

**ARTICLE I - NAME:**

The name of this corporation shall be: District # 1, Department of Nevada, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INC.

**ARTICLE II - PURPOSES:**

The general nature and purposes of this corporation shall be:

Fraternal, patriotic, historical, charitable and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate the memory and history of our dead and to assist their surviving spouses and orphans; to maintain true allegiance to the government of the United States of America and fidelity to its Constitution and laws; to foster true patriotism; to maintain and extend the institutions of American freedom and to preserve and defend the United States from all her enemies.

This incorporated subordinate unit of the VETERANS OF FOREIGN WARS OF THE UNITED STATES, shall at all times remain under the jurisdiction of, and be governed according to the Congressional Charter and Bylaws of the Veterans of Foreign Wars of the United States. If any provision of this Certificate of Incorporation conflicts with the National Charter and Bylaws of the Veterans of Foreign Wars of the United States, such conflicting provisions shall be deemed null and void, and the National Charter and Bylaws shall, at all times, govern.

**ARTICLE III - MEMBERSHIP:**

The active and voting membership of this corporation shall at all times consist of and be confined to the active membership in good standing in District # 1, Department of Nevada, VETERANS OF FOREIGN WARS OF THE UNITED STATES, with eligibility to, acquiring of, suspension from, and discontinuance of membership being in accordance with the National Charter and Bylaws of the Veterans of Foreign Wars of the United States.

**ARTICLE IV - INCORPORATORS:**

The names and residences of the incorporators of this Corporation are as follows:

District Commander:       Bryan C. Staples       P.O. Box 824 Virginia City, NV 89440

District Sr. Vice Commander:   James R. Smiley   220 Red Wing Dr, Dayton, NV 89403

District Quartermaster:       Toby Tatum       21565 Dortort Dr, Reno, NV 89521

**ARTICLE V - MANAGEMENT & ELECTIONS:**

The Board of Directors shall manage the affairs of this Corporation and shall consist of the District Commander, the District Sr. Vice Commander, and the District Quartermaster, and they shall be elected at the District Convention to be held during the month of April or May each and every year in accordance with the Bylaws of the Veterans of Foreign Wars of the United States. Actions of the Board of Directors as set forth herein shall be at all times subject to the approval of the District.

**ARTICLE VI - OFFICERS:**

The names and addresses of the Officers of the District, who are to serve as Officers of the Corporation until their successors are duly elected and installed, are as follows:

District Commander:           Bryan C. Staples                     P.O. Box 824, Virginia City, NV 89440,

who shall serve as President.

District Sr. Vice Commander:       James R. Smiley             220 Red Wing Dr, Dayton, NV 89403,

who shall serve as Vice President.

District Adjutant:           Toby Tatum                     21565 Dortort Dr., Reno., NV 89521,

who shall serve as Secretary.

District Quartermaster:    Toby Tatum                                     21565 Dortort Dr, Reno., NV 89521,

who shall serve as Treasurer.

All the above shall be elected at the District Convention to be held during the month of April or May of each and every year, except the District Adjutant who shall be appointed by the District Command on the night of installation or as soon thereafter as possible.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS:**

This corporation shall have not less than three (3) Directors and the initial Board of Directors shall be as follows:

District Commander:       Bryan C. Staples                 P.O. Box 824, Virginia City, NV 89440, Director

District Sr. Vice Commander:    James R. Smiley              220 Red Wing, Dr, Dayton, NV 89403   , Director

District Quartermaster:    Toby Tatum                                     21565 Dortort Dr., Reno, NV 89521   , Director

The above Directors shall serve until the next election of District Officers during the month of April or May of each and every year and who, by virtue of their office, shall serve as Directors of the Corporation.

**ARTICLE VIII - BYLAWS:**

Bylaws for this corporation may be made, altered, or rescinded after presentation to the District by any member in good standing and approved by a two-thirds (2/3) vote of the District Delegates in good standing present and voting at a District Convention. However, said Bylaws shall not conflict with the National Charter, Bylaws and Manual of Procedure of the Veterans of Foreign Wars of the United States, nor shall they conflict with the Bylaws of the Department having jurisdiction and providing further a copy of same shall be forwarded, through channels, and reviewed by the Commander-in-Chief before becoming effective.

**ARTICLE IX - AMENDMENTS TO ARTICLES OF INCORPORATION:**

Amendments to these Articles of Incorporation may be made after presentation to the District by any member in good standing and approved by a two-thirds (2/3) vote of the District Delegates in good standing present and voting at a noticed meeting. However, said Amendments to the Articles of Incorporation shall be in accordance with the Laws of the State, and in accordance with the National Charter, Bylaws and Manual of Procedure of the Veterans of Foreign Wars of the United States and further they shall be in accordance with the Department having jurisdiction and provided further a copy of same shall be forwarded, through channels, and reviewed by the Commander-in-Chief before becoming effective.


**ARTICLE X - MISCELLANEOUS:**

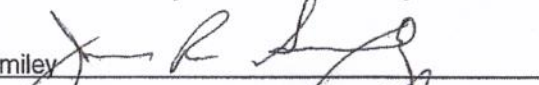
In the event of dissolution of this corporation all of the assets shall be the property of District # 1, Department of Nevada, VETERANS OF FOREIGN WARS OF THE UNITED STATES and in the event of the simultaneous dissolution of this corporation and the forfeiture of the charter issued by the Veterans of Foreign Wars of the United States to said subordinate unit then, and in that event, title to all of the assets of this corporation shall pass to the Veterans of Foreign Wars of the United States to be disposed of in accordance with the National Bylaws, rules and regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of the corporation be distributed among the individual members thereof.

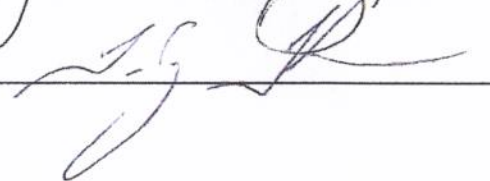
**ARTICLE XI - ADDRESS AND REGISTERED OFFICE AND AGENT (QM):**

The address of its initial Registered Office is P.O. Box 824, Virginia, City, NV 89440 and the name of its initial Registered Agent is Bryan C. Staples.

IN WITNESS WHEREOF we have hereunto set our hands and seals this 1st day of April, 2021. (All incorporators (Article IV), must sign.)


Bryan C. Staples 

James R. Smiley 

Toby Tatum 



APR 06 2021  
REVIEWED  
FOR THE COMMANDER-IN-CHIEF

  
BY JOHNATHAN R. DUNCAN, DIRECTOR  
ADMINISTRATIVE OPERATIONS