

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**THE INTERNATIONAL GAME FISH ASSOCIATION, INC.**

**PREAMBLE**

The Board of Trustees desiring to amend and restate the charter duly filed with the Secretary of State of the State of Florida under the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following as the Articles of Incorporation of the Corporation:

**ARTICLE I**  
**NAME**

The name of the Not for Profit Corporation shall be The International Game Fish Association, Inc. (the "Corporation").

**ARTICLE II**  
**DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE III**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be 300 Gulf Stream Way, Dania Beach, Florida 33004 or as otherwise designated by the Board of Trustees from time to time.

**ARTICLE IV**  
**REGISTERED AGENT AND OFFICE**

The Registered Agent and Registered Office of the Corporation are William H. D. Horton, President, 300 Gulf Stream Way, Dania Beach, Florida 33004 or as otherwise designated by the Board of Trustees from time to time.

**ARTICLE V**  
**PURPOSE**

The general nature of the objectives of the Corporation shall be:

A. To encourage the conservation of game fish and the promotion of responsible, ethical angling practices through science, education, rule-making, record-keeping and recognition of outstanding accomplishments in the field of angling.

B. To formulate, maintain and promote fair, uniform and ethical international angling rules.

C. To give recognition or awards to any persons for outstanding accomplishments in the field of angling.

D. To accumulate and compile angling world record statistics.

E. To assist and instruct the public in the proper and ethical use of international angling rules related to sport fishing.

F. To disseminate information and knowledge gained from scientific studies of fishes to the general public in such a manner that they will have a better understanding and knowledge of the fish, their habitats and life and the conservation of such resources.

G. To disseminate information and knowledge gained from game fish studies and activities to the general public by means of digital platforms, printed publications, radio, television and social media channels.

H. To stimulate a proper public attitude and appreciation regarding the use and management of game fish enabling the public to appreciate the aesthetic value and importance of game fish and the sport of recreational angling.

I. To provide grants, fellowships and assistance to game fish-oriented organizations and research institutions for the support of scientific research related to game fish and the sport of recreational angling.

J. To develop and maintain a library or online depository of publications on game fish, the sport of recreational angling and related subjects.

K. To accept donations of real estate and interests thereon, funds and other items of value; to hold title to property, both real and personal in furtherance of these objectives and activities, and to negotiate loans for the purpose of fulfilling the aforementioned.

L. In furtherance of the foregoing objectives, the Corporation is empowered to engage in such activities and cooperation with local, state, provincial, and national governments, and such other agencies, including scientific and technical research societies, as may be helpful or necessary to fulfill these objectives.

**ARTICLE VI**  
**ACTIVITIES NOT PERMITTED**

A. The Corporation shall have no local, national or international political affiliations and shall not endorse any candidate for any local, state, national or international office. No substantial part of the activities of the Corporation shall be the carrying on of propoganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

B. The Corporation does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. The Corporation is committed to providing an inclusive and welcoming environment for all members of our staff, volunteers, subcontractors, vendors, and clients. The Corporation is an equal opportunity employer. The Corporation will not discriminate and will take affirmative action measures to ensure against discrimination in employment, recruitment, advertisements for employment, compensation, termination, upgrading, promotions, and other conditions of employment against any employee or job applicant on the bases of race, color, gender, national origin, age, religion, creed, disability, veteran's status, sexual orientation, gender identity or gender expression.

C. The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member or officer of the Corporation or any other private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes as set forth herein, and no member or officer of the Corporation or any other private individual shall be entitled to share in the distribution of any of the Corporate assets upon dissolution of the Corporation provided, however, that the Corporation may confer benefits in the form of distributions upon dissolution or otherwise in the manner set forth in herein.

D. The Corporation shall use or distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code or corresponding provision of any subsequent future tax code.

E. The Corporation shall not engage in any self-dealing as defined in Section 4941(D) of the Internal Revenue Code or corresponding provision of any subsequent future tax code.

F. The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

G. The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code or the corresponding provision of any future federal tax code.

H. The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

I. Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended or adopted, or by an organization contribution to which are deductible under Section 170(c)(2) of such code and regulation as they now exist or as they hereafter may be amended.

## **ARTICLE VII DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Corporation, the residual assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the appropriate court of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes.

## **ARTICLE VIII MEMBERSHIP**

Membership in the Corporation shall be open to all persons and accredited angling clubs of good reputation who are interested in the objectives of the Corporation. The By-Laws of the Corporation shall further define the membership fees, dues and privileges.

## **ARTICLE IX BOARD OF TRUSTEES**

The affairs of the Corporation are to be governed by a Board of Trustees which shall be comprised of not less than fifteen (15) and not more than thirty-five (35) persons. Trustees are to be elected to four (4) year terms with a limit of three (3) consecutive terms of service. The Board of Trustees shall elect the following permanent officers: Chairperson, Vice Chairperson, President, Executive Director, Secretary, Treasurer and Historian, together with such other officers as may be provided for in the By-Laws of the Corporation. The officers are to be elected by a simple majority of the Board of Trustees, and shall serve for a maximum of two (2) consecutive terms of four (4) years each, with the exception of the Chairperson, who may serve one (1) additional four (4) year term in special circumstances as approved by the Board of Trustees.

**ARTICLE X  
BY-LAWS**

The By-Laws of the Corporation shall be made, altered or rescinded by a three-quarters majority of the entire Board of Trustees at a duly called meeting.

**ARTICLE XI  
INDEBTEDNESS**

The Corporation may have indebtedness or liability as determined by the Board of Trustees.

**ARTICLE XII  
REAL PROPERTY**

The Corporation may hold real property as determined by the Board of Trustees.

Amended 4/3/2019