

Mission Statement

The mission of the Terre Haute Oberlander Club is to celebrate our togetherness as German-Americans. This is accomplished by educating the community to our love of food, music, and language. The club is a place to come and have fun through dinners, dances, travel, scholarships, and festivals. The club is inclusive and for all peoples to come together and celebrate life.

Article I

Name, Offices, and Registered Agent

Section 1. Name: The name of this Corporation is Terre Haute German Oberlander Club, Inc., and such Corporation is hereinafter referred to as “the Corporation.”

Section 2. Offices: The post office address of the principal office of the Corporation is 1616 Lafayette Avenue, Terre Haute, Indiana 47804. The location of the principal office of the Corporation is 1616 Lafayette Avenue, Terre Haute, Indiana 47804. The Board of Directors may from time to time establish other offices of the Corporation or branches of the Corporation’s business at whatever place or places seem to be expedient.

Section 3. Registered Agent: The name of the present registered agent of the Corporation is the Treasurer of the Corporation and the post office address of the registered agent is the address of the present Treasury, on file with the Secretary of State in the Corporation’s annual report.

Article II

Seal, Records, and Accounting

Section 1. Seal: The seal of the Corporation shall have inscribed on it the name of the Corporation, the words “Corporate Seal Indiana”, and the year of incorporation.

Section 2. Records: The following records must be kept at the principal office of the Corporation: correct books of all business and transactions of the Corporation; a copy of this Code of By-Laws; and the membership list.

Section 3. Accounting Year: The accounting year of the Corporation begins on January 1 and ends on December 31.

Section 4. Accounting Method: The general accounting method of the Corporation is the cash method of accounting, except that the Corporation may use one or more of the special accounting methods, whenever appropriate, for the purpose of reporting, e.g., the income from installment sales or from discount bonds or from any other appropriate items of income and deductions.

Article III Meetings of Membership

Section 1. Place of Meetings: Every meeting of the membership must be held at the principal office or at such other place within or without the State of Indiana, that the Board of Directors, officers, or membership may select from time to time.

Section 2. Annual Meetings: Each annual meeting of the membership for the election of directors and for the transaction of such other business as may properly come before the meeting must be held at eight (8) o'clock in the evening of the fourth (4th) Wednesday of December in each year (or, if that day shall be a legal holiday, then the next succeeding business day). If an annual meeting has not been called and held for any reason, such meeting may be held at any time thereafter at a special meeting called for that purpose. Further, if an annual meeting has not been called and held within six (6) months after the time designated for the meeting, then any member may call the meeting.

Section 3. Special Meetings: Special meetings of the members, unless otherwise provided by law, may be called by the President or by a majority of the Board of Directors and shall be called by the President or Secretary at the request (which is in writing and which states the purpose or purposes of the meeting) of ten (10) or more members of record, who are entitled by the By-Laws to vote on the business proposed to be transactions at such special meeting.

Section 4. Notice of Meetings: Notice of every meeting of the membership must be in writing, usually in the Newsletter.

Section 5. Simple Majority for Meetings: A simple majority of those present and eligible to vote will determine the transaction of business.

Section 6. Organization of Meetings: At each meeting of the membership, the President, or in the absence of the President, a member of the Board of Directors shall act as chairman of the meeting. The Secretary shall act as secretary at each meeting of the membership, or in the absence of the Secretary, the President may appoint any person present to act as secretary of the meeting.

Section 7. Order of Business at Meetings: The order of business at all meetings of the membership shall be as determined by the president of the meeting, but the order of business to be followed at any meeting at which a simple majority is present may be changed by a majority of the members present. At any meeting of the membership, the Roberts Rules of Order shall be adopted as the rules of parliamentary procedure.

Section 8. Voting at Meetings: Unless otherwise provided by law or in the Articles on Incorporation, each member of record is entitled at each meeting of the membership to one (1) vote. Upon a demand by any member for a vote by ballot on any question or at the direction of the president that a vote by ballot be taken on any question, such vote must be taken.

Section 9. Inspectors for Voting at Meetings: At each meeting of the membership, the chairman of such meeting may appoint two (2) inspectors of election to act thereat. Such chairmen may require that each inspector of election so appointed, before entering upon the discharge of the inspector's duties, shall be sworn to faithfully execute the duties of inspector at such meeting with strict impartiality and according to the best of the inspector's ability, and the oath so taken shall be subscribed by such inspectors. Such inspectors of election shall take charge of the polls and after the voting on any question shall make a certificate of the results of the vote taken.

Article IV Directors

Section 1. Number, Election, and Term of Office: The business of the Corporation must be managed by the Board of Directors as from time to time constituted. All the directors must be of legal age and must be active members of no less than 2 years. The date for the Executive Board Meeting will be the second Wednesday of each month unless notified otherwise. The Board of Directors shall consist of five (5) to nine (9) directors. Such elections may be by ballot. The term of office of each director shall be from the time of his/her election and qualification until the annual meeting of the membership, or the special meeting of the membership at which directors are elected, next succeeding his/her election and until his/her successor is duly elected and qualified, or until his/her death, or until he/she resigns, or until he/she has been removed in the manner hereinafter provided. The directors shall meet only as a board and the individual directors shall have no power as such.

Section 2. Place of Meeting: The Board of Directors may hold its meeting at such place or places within or without the State of Indiana as the Board of Directors may from time to time by resolution determine or as may be specified or fixed in the respective notices or waivers of notice thereof.

Section 3. First Meeting: After each election of directors, whether at an annual or a special meeting of the membership, on the same day and at the conclusion of the meeting of the membership which such election shall be held, and at the place where such election is held, the newly elected Board of Directors shall meet for the purpose of organization, the appointment of officers and the transaction of other business. Notice of such meeting need not be given. Such meeting may be held at any other time or place which is specified in a notice given as hereinafter provided for special meetings of the Board of Directors, or in a waiver of notice thereof signed by all the directors.

Section 4. Regular Meetings: Regular Meetings of the Board of Directors must be held at the principal office, or at such other place, within or without the State of Indiana, and at such times as the Board of Directors by resolution may determine.

Section 5. Special Meetings: Special meeting of the Board of Directors must be held whenever called by the President or by the Secretary at the request of any two (2) directors. Any meeting of the Board of Directors shall be a legal meeting without any notice thereof having been given, if all the directors then in office are present there or have waived notice thereof. Except as otherwise specifically provided by law or in the Articles of Incorporation or in this Code of By-Laws, the notice or waivers of notice of any meeting of the Board of Directors need not contain a statement of purpose of the meeting or any specification of the business to be transacted thereat.

Section 6. Quorum for Meetings: Unless otherwise provided by law or in the Articles of Incorporation, the presence of at least a majority of the actual number of directors elected and qualified, from time to time, is necessary to constitute a quorum for the transaction of business. In the absence of a quorum at any such meeting, a majority of the directors present thereat may adjourn such meeting from time to time unless to quorum is present thereat. Notice of any adjourned meeting need not be given. At any adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting originally called.

Section 7. Organization of Meetings: At each meeting of the Board of Directors, the Chairmen of the Board of Directors, if there be one, or, in his/her absence, the President, or in the absence of both the Chairman and the President, a director chosen by a majority of the directors present, shall act as chairman. The Secretary, or in his or her absence any person appointed by the chairman, shall act as secretary of the meeting. Any meeting of the Board of Directors may be adjourned by the vote of a majority of the directors present at such meeting.

Section 8. Order of Business at Meetings: The order of business at all meetings of the Board of Directors shall be determined by the chairman of the meeting, but the order of business to be followed at any meeting at which a quorum is present may be changed by a majority of the directors present and entitled to vote thereat. At any meeting of the Directors, the Robert's Rule of Order shall be adopted as the rules of parliamentary procedure.

Section 9. Voting at Meetings: Unless otherwise provided by law or in the Articles of Incorporation, at all meetings of directors, a quorum being present, all matter shall be decided by the affirmative votes of at least a majority of the directors present at such meetings. The vote, affirmative or negative, of each director must be recorded in the minutes of such meeting.

Section 10. Removal of Directors: Any director may be removed, either with or without cause, at any time by the affirmative vote of the members of record of at least fifty-one percent (51%) of the total membership entitled to vote, at a special of the membership called for that purpose.

Section 11. Vacancies on Board of Directors: Any vacancy on the Board of Directors, whether arising from death, resignation, an increase in the number of directors or any other cause (except the removal of a director), may be filled by the majority of the remaining directors or by the members at a special meeting of the membership called for that purpose. In the event that any such vacancy is not filled by the majority vote of the remaining directors within a period of thirty (30) days after such vacancy arises, the Board of Directors shall, within a period of thirty (30) days, call a special meeting of the membership for the purpose of filling such vacancy. The vacancy in the Board of Directors caused by the removal of a director in the manner herein provided shall be filled by the membership at the special meeting of the membership after such director is removed.

Section 12. Compensation: Directors as such shall not receive any standard salary for their services, but by resolution of the Board of Directors expenses of attendance at any meeting; provided, however, that nothing herein contained shall be construed so as to preclude any director from serving the Corporation in any other capacity as an officer, agent, or otherwise and receiving compensation therefor.

Article V Officers

Section 1. Number: The executive officers of the Corporation are: a Presider, who shall be a member of the Board of Directors; one (1) or more Vice-Presidents; a Secretary; and a Treasurer. In addition, there may be such subordinate officers, agents, and employees as shall be appointed in accordance with the provisions of the Code of By-Laws. One (1) person may hold any two (2) or more offices, except the offices of President and Vice-President or of President and Secretary.

Section 2. Election, Term of Office, and Qualifications: The executive officers of the Corporation shall be chosen by the Board of Directors as soon as practicable after the annual or special election of directors, each such executive officers to hold office until his successor is

duly chosen and qualified, or until his death, or until he resigns, or until he has been removed in the manner hereinafter provided.

Section 3. Removal: Any officer of the Corporation may be removed, either with or without cause, at any time by resolution adopted by the Board of Directors at a special meeting thereof called for that purpose.

Section 4. President: The President is the chief executive officer of the Corporation and has general and active supervision and direction over the business and efforts of the Corporation and over the Corporation's several officers, subject, however, to the direction and control of the Board of Directors. The President shall, if present, preside at each meeting of the membership and of the Board of Directors. The President shall sign, with the Treasurer or assistant Treasurer, or the Secretary, or the Assistant Secretary, certificates of membership of the Corporation and checks of the Corporation. Unless otherwise provided by law or in the Articles of Incorporation or by the Board of Directors, the President may sign, execute, and deliver, in the name of the Corporation all deeds, mortgages, bonds, contracts, or other instruments authorized by the Board of Directors, and he/she may affix the seal of the Corporation to any instrument which requires the seal. In general, the President shall perform all duties incident to the office of President and such other duties as may from time to time be assigned to him/her by this Code of By-Laws or by the Board of Directors.

Section 5. Vice-President: Each Vice-President has such powers and may perform such duties as the Board of Directors may from time to time prescribe and shall perform such duties as may be prescribed by the Code of By-Laws.

At the request of the President, or in case of his/her absence or inability to act, the Vice-President or, if there is more than one (1) Vice-President then in office that one (1) ~~of them~~ who is designated for the purpose by the President or by the Board of Directors shall perform the duties of President and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President.

Section 6. Treasurer: The Treasurer has custody of, and is responsible for, all the funds and securities of the Corporation and shall keep full and accurate accounts of receipts and disbursement belonging to the Corporation and shall deposit all moneys and other valuable effects in the name of and to the credit of the Corporation in such banks and other depositories as may be designated by the Board of Directors. The Treasurer in conjunction with the President shall disburse the funds of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the President or the Board of Directors, whenever the President or the Board may require him/her so to do, a statement of all his/her transactions as Treasurer and an account of the financial condition of the Corporation. In general, the Treasurer shall perform all the duties as may from time to time be assigned to him/her by the President of the Board of Directors.

Section 7. Secretary: The Secretary has the power to act as secretary of and keep the minutes of all meetings of the Board of Directors and of the members. The Secretary shall: cause to be given such notice of all meetings of the members and of the Board of Directors as required; be custodian of the seal of the Corporation and shall affix the seal or cause to be affixed to all documents requiring the impression of the seal; certificates, other books, records, and papers of the Corporation relating to its organization as a corporation; see that the reports, certificates, and other documents required by law are properly kept and filed; and perform all other duties incident to the office of Secretary. The Secretary has such powers and may perform such duties as are assigned to him/her by this Code of By-Laws, and he/she shall have such other powers and perform such other duties, not inconsistent with this Code of By-Laws, as the President or the Board of Directors may from time to time prescribe.

Section 12. Vacancies: Unless otherwise provided by law or in the intricacy of incorporation, in case the office of the President, any Vice-President, Secretary, Treasurer, or other officer or agent becomes vacant, the directors then in office may elect or appoint a successor who shall hold office for the unexpired term, or, if regular election or appointment to such office is, in the Code of By-Laws, provided to be in a manner other than by election or appointment by the Board of Directors, then the vacancy for the unexpired portion of the term may be filled in the manner provided herein for regular elections or appointments to such office.

Article VI Resignations

Section 1. Resignations: Any director or officer may resign his/her office at any time by giving written notice of his/her resignation to the President or the Secretary of the Corporation. Such resignation shall take effect at the time specified therein or, if no time be specified therein, then at the time of the receipt thereof, and the acceptance thereof shall not be necessary to make such resignation effective.

Article VII Contracts

Section 1. Authorization of end Execution of Contracts: Unless otherwise provided by law or in the Articles of Incorporation or in this Code of By-Laws or by the Board of Directors, no officer, agent, or employee has any power or authority to bind the Corporation by any contract or engagement or to pledge the Corporation's credit or to render it particularly liable for any purpose or to any amount, and, any contract or instrument so authorized may be executed and delivered in the name and on behalf of the Corporation by the two (2) persons of the President Vice-President or the Secretary. However, the Board of Directors may authorize any other officer or officers, agent or agents, in the name of and on behalf of the Corporation, to enter into any contract or to execute and deliver any instrument, and such authority may be general or confined to specific instances.

Section 2. Indebtedness: No loans may be contracted on behalf of the Corporation and no negotiable paper may be issued in the Corporation's name unless authorized by resolution of the Board of Directors. When authorized by the Board of Directors, any officer or agent of the Corporation may effect loans and advances at any time for the Corporation from any bank, trust company, or other institution, or from any firm, corporation, or individual, and for such loans and advances may not, execute, end deliver promissory notes, bonds, or other certificates or evidences of indebtedness of the Corporation, and may pledge, hypothecate, or transfer any securities or other property of the Corporation as security for any such loans or advances. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, Similar Payment Orders, end Notes: All checks, drafts, and other orders for the payment of moneys out of the funds of the Corporation, all notes or other evidences of indebtedness of the Corporation must be signed on behalf of the Corporation in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits: All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select or as may be selected by any officer, agent or agents, of the Corporation to whom such power may from time to time be delegated by the Board of Directors. For the purpose of such deposit, the President, Vice-President, the Treasurer, the Secretary, or any other officer or agent or employee of the Corporation to whom such power may be delegated by the Board of Directors may endorse, assign, and deliver checks, drafts, and other orders for the payment of money which is payable to the order of the Corporation.

Article VIII Membership

Section 1. Record: All membership of this Corporation shall be duly recorded numerically and chronologically into a permanent ledger, to be maintained by the Membership Chairman of the Corporation. This record shall provide for the initial and terminal dates of membership and classes.

Section 2. Classes: Members of this Corporation shall consist of the following class:

Active Members. Any person of good character and habits, over twenty-one (21) years of age, and of Germanic decent *and/heritage*, who shows a genuine interest in Terre Haute German Oberlander Club, Inc., and its progress may be eligible for active membership. Active members of the corporation shall be the only members entitled to vote at elections for directors, members, or any other elections provided by law, the Articles of Incorporation or Code of By-Laws of Terre Haute German Oberlander Club, Inc. Active members must attend at least five (5) meetings during the year in order to vote or hold office.

Section 3. Admission Rules: Every candidate for membership may become a member under at least, but not limited to, the following procedures and regulations:

Every Candidate for membership must be sponsored by two (2) active members not in the same family. The sponsors must attest to the candidate's background and character. With the candidate's application, the required initiation fee must be submitted to the Membership Chairman.

The candidate's name will be submitted to the Board of Directors and Membership Committee before the candidate is voted upon by the active membership. The purpose of the Board of Directors is to report to the membership their recommendation: such recommendation is not binding upon the membership.

The Membership Chairman will present all applications to the members at a regular meeting after qualifications and admission can only be achieved with a $\frac{3}{4}$ majority vote of the members present to be counted by the Board of Directors. If accepted, the sponsors will present the candidate at the following meeting to the President and membership. At this time he or she will pay his or her dues. The President then will welcome and introduce the new member to the club.

If the applicant's membership is denied, his or her initiation fee will be returned with the letter of denial by the Membership Chairman. A candidate who has not been accepted for membership may be reconsidered only at the Annual Meeting.

Section 4. Rights of Members: All active members have the right to voice and vote. All members shall share equally in the privileges and benefits of the club at all social functions and outings.

A majority of the Board of Directors shall have the power to expel members for a willful infraction of the rules or regulations or of any By-Law of the Corporation or for any act or acts of conduct or misconduct which may be deemed by the Board to be hostile or injurious to the character and interest of the Corporation of its members. The offender may appeal from the expulsion as hereinafter provided; but prior to the expulsion of a member, he/she shall be entitled to seven (7) days notice and to a hearing before the Board of Directors, or before a committee of the same, as may be elected. Such notice of hearing shall be in writing, mailed by certified United States mail to the member's home address and be signed by any two (2) of the members of the Board of Directors. The written notice shall state in general terms the charges against such member which are to be considered by the Board at the hearing. At said hearing, it will take a vote of the majority of the members of the Board of Directors to expel such member.

The member shall be entitled to appear in person and by counsel, if he/she so desires. A member expelled from the Corporation by the Board of Directors may appeal from such expulsion within fifteen (15) days after he/she is notified of such expulsion, by filing with the Secretary of the Corporation a written notice of his/her appeal and the reasons therefor, but in case of no appeal within the time united, the expulsion shall become final. All appeals shall be

tried by a special meeting of the members of the Corporation to be duly called for that purpose by the Board of Directors within twenty (20) days after notice of appeal shall be filed with the Secretary. The President or the Vice-President shall preside at such election and the cause of expulsion shall be reported in writing by the Board of Directors, with a statement of the facts on which their decision to expel was founded, to be filed with the Secretary, and a copy furnished to the appealing member at least ten (10) days before the meeting.

The appealing member, if he so desires, may have counsel present at such hearing before the membership to defend himself against charges made against him/her.

Full discussion shall be allowed by all present, and after the discussion is closed, the presiding officer shall then put forth the question, "Shall the determination of the Board of Directors for the expulsion of (none of member charged) be affirmed?" If a majority of the meeting shall vote in the affirmative, the expulsion shall stand as the final judgement of the corporation and the appealing member shall thereupon forfeit all the rights and privileges of membership, which forfeiture shall be effective upon the return of such member of his membership fee. If less than a majority of the meeting vote in the affirmation, then the determination of the Board as to expulsion shall be reversed and appealing member shall thereupon be restored to membership. When a person shall cease to be a member from any cause, all the interest he/she may have in property of the Corporation by reason of his/her membership shall be vested in the Corporation.

Section 5. Obligation of the Members: It is the duty of every member to support the society in all its work, ideals and air's, to be the best of his or hers ability, to further respect for the club, and to contribute to the success and welfare – of the Oberlander in any way possible. To attend meetings and activities on time, and to act with friendliness and harmony at all times.

To handle all club matters in a businesslike manner, to give the President and officers and other members the due respect, and to support and live up to the By-Laws of the club.

Section 6. Dues: The amount of annual dues shall be determined by a ¾ majority vote of the members present at the annual meeting.

Membership dues must be paid for the full year or semi-annually before the 31st of January and July in order to maintain active membership.

Any member who becomes delinquent for a period of one (1) month after due notification by the Secretary will automatically lose his or her membership privileges and must then be reinstated as a new member, only after payment of dues.

Article IX

Waiver of Notice

Section 1. Waiver of Notice: Unless otherwise provided by law or in the Articles of Incorporation or in this Code of By-Laws, any person entitled to any corporate notice may waive such notice by appearance in person, or, in the case of a member, by his/her authorized attorney, or waive such notice in writing ,

whether before or after the meeting or other matter or event in respect of which such notice is to be given, and in such event, such waiver shall be equivalent to such notice and such notice need not be given to such person and any action to be taken after such notice or after the lapse of a proscribed period of time may be taken without such notice and without the lapse of any period of time. However, an appearance in person or by a duly authorized proxy shall not be construed as a waiver of notice if such appearance is stated to be for the expressed purpose of objecting to the fact that no notice was sent to the person who was entitled to receive the notice.

Article X

Amendments

Section 1. Amendments: Unless otherwise provided by law or in the Articles of Incorporation, the power to amend, alter, or repeal the Code of By-Laws is vested in the members of the Board of Directors. As such the Board may repeal, alter, amend, or adopt new By-Laws by a majority of the Board of Directors, following a written specific notification of at least thirty (30) days to the general active membership.

Article XI

Dissolution of the Terre Haute German Oberlander Club

In the event of insurmountable challenges facing the Terre Haute German Oberlander Club's continued sustainability, a voluntary dissolution process must be followed as governed by Indiana law (Indiana Code chapter 23-17-22).

Dissolution proposal:

- Consultation with the accountant is highly recommended. Although not required, engaging an attorney to assist with the dissolution may be warranted.
- A motion to dissolve will be made by a member of the board and must be approved by majority vote of the membership. In special cases a majority vote of the Board will suffice.
- Notification of a membership meeting must be sent to all members, whether or not entitled to vote, stating the purpose of the meeting is to consider dissolving the club.
- The board must recommend dissolution to the members unless the board of directors determines that because of conflict of interest or other special circumstances the board should not make a recommendation and communicates the basis for the board's determination to the members.
- The members entitled to vote must approve the proposal by majority vote.
- Assign people to be responsible for "what" and "when" to maintain accountability
- After the proposal for dissolution is adopted, the club must give notices required under Indiana Code IC 6-8.1 – 10-9; IC 22-4-32-23; and IC 32-34-1-25.

Articles of Dissolution preparation:

- After a dissolution is authorized, the club may dissolve by delivering to the Indiana Secretary of State, articles of dissolution setting forth the following:
 - The name of the club, the EIN number and the tax-exempt number

- The date dissolution was authorized
- A statement that dissolution was approved by a sufficient vote of the board of directors.
 - If approval of members was not required, a statement to that effect and a statement that dissolution was approved by a sufficient vote of the board of directors.
- If approval by members was required the following:
 - The designation, number of memberships outstanding, number of votes entitled to be cast by each member entitled to vote separately on dissolution, and number of votes of each member indisputably voting on dissolution.
- The total number of:
 - Votes cast for and against dissolution by each member entitled to vote separately on dissolution; or
 - Undisputed votes cast for dissolution by each member and a statement that the number cast for dissolution by each member was sufficient for approval.
- Completion of a Schedule:
 - How the club will satisfy its liabilities
 - Which nonprofits will receive the remaining assets
 - The fair market value of the assets
- The club is dissolved upon the effective date of the articles of dissolution.

Winding up and liquidation:

- A dissolved club may not carry on activities except those appropriate to wind up and liquidate the club's affairs, including the following:
 - Preserving and protecting the club's assets and minimizing the club's liabilities and obligations.
 - Discharging or making provision for discharging the club's liabilities and obligations.
 - Disposing of the club's properties that will not be distributing in kind.
 - Returning, transferring, or conveying assets held by the club upon a condition requiring return, transfer, or conveyance that occurs by reason of the dissolution in accordance with the condition.
 - Transferring, subject to any contractual or legal requirements, the club's assets as provided in or authorized by the club's articles of incorporation or bylaws.
 - If no provisions exist within the articles of incorporation or bylaws and the club is not a 401(c)3, transferring the assets to members is acceptable.

Paying the club's liabilities:

- Identify all liabilities, including taxes and future contractual obligations.
 - Make a list of obligations including future accounting/legal fees for dissolution preparation
- Pay off all current debts and terminate recurring and future liabilities.
 - Use available cash first before selling assets to cover these obligations
- Claims against dissolved club; notice by publication; limitation of actions; enforcement
 - A dissolved club may also publish notice of the club's dissolution and request that persons with claims against the club present the claims in accordance with the notice.
 - The notice must do the following:
 - Be published one (1) time in a newspaper of general circulation in the resident county.
 - Describe the information that must be included in a claim and provide a mailing address where the claim may be sent.
 - State that a claim against the club will be barred unless a proceeding to enforce the claim is commenced within one (1) year after publication of the notice.

Distributing the assets:

- A written inventory of all assets of the club must be taken.
 - Items that can be removed without disturbing the integrity of the building, may be sold or donated (i.e. furniture, dishes, free-standing appliances)
- Seek a land valuation including clubhouse from a reliable appraiser
 - Determine what assets will remain with the land/building
 - Some assets may require external valuations by an appraiser familiar with such items to arrive at a fair-market value.
 - Marketing for the sale of the building and land must be agreed upon by the committee
 - An offer to purchase must be accepted by a majority vote of the board of directors.
- Determine the value of the liquor license and seek the sale of such license.
- Document all transfers and sales, noting the fact that transfers of assets are only to other tax-exempt qualified charities.

NOTE: Federal law requires a tax-exempt charitable nonprofit that is dissolving to distribute its remaining assets ONLY to another tax-exempt organization (see Schedule N [1] of the IRS 990) the dissolution process necessitates identifying other nonprofits(s) to ask whether those organizations will accept certain assets of the dissolving nonprofit. (“Assets” could include cash, or tangible property, such as vehicles and office equipment, and/or intangible property, such as the contents of a database, or intellectual property owned by the dissolving club.) The transfer of assets may also invoke legal documents such as property deeds, contracts, and trademark registrations. (An inventory of assets will be necessary.)

Final notification of appropriate agencies:

Once the Articles of Dissolution have been filed with the State, various individual agencies must be notified.

- Indiana Attorney General
- Alcohol, Tobacco and Firearms (liquor license)
- Indiana Department of Revenue
- IRS (Internal Revenue Service)
 - Proper filing of documentation (i.e. Form 990)
 - Box B must be marked “Final return/terminated”
- Insurance agent
- Utilities