

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

OCT 20 2014  
Date:

RURAL OKLAHOMA MUSEUM OF POETRY INC  
6619 S 4382  
LOCUST GROVE, OK 74352

Employer Identification Number:  
46-5665884  
DLN:  
17053147360024  
Contact Person:  
GERRY R MCLAUGHLIN ID# 31115  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Public Charity Status:  
170(b)(1)(A)(vi)  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
May 16, 2014  
Contribution Deductibility:  
Yes  
Addendum Applies:  
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

For important information about your responsibilities as a tax-exempt organization, go to [www.irs.gov/charities](http://www.irs.gov/charities). Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,

  
Tamara R. Rigsby  
Director, Exempt Organizations

BYLAWS  
OF  
OKLAHOMA MUSEUM OF POETRY INC  
A NON-PROFIT CORPORATION

**ARTICLE I**

**NAME AND OFFICE**

**1.01 NAME:** The name of this corporation is: RURAL OKLAHOMA MUSEUM OF POETRY INC.

**1.02 OFFICE:** The principle office of this corporation shall be located at the following address 6619 S 4382 LOCUST GROVE, OKLAHOMA 74352 .

**ARTICLE II**

**PURPOSE**

**2.01 PURPOSE:** Said corporation is organized exclusively for charitable, religious, educational, literary, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as well as any lawful purpose, as authorized by state law.

**ARTICLE III**

## ARTICLE III

### DIRECTORS

- 3.01 **NUMBER & QUALIFICATIONS:** This corporation shall be governed by a Board of Directors of not less than (3) three or not more than (7) seven persons.
- 3.02 **APPOINTMENT & ELECTION & TERM:** The Directors shall be appointed by the Executive Director, and thereafter shall be appointed by the majority of existing Directors upon the nomination of the Executive Director. Said appointments shall be made at the meeting of the Board of Directors. Directors, other than the Executive Director pursuant to the Articles of Incorporation, shall serve a term of two years, and shall be eligible to succeed themselves in consecutive terms provided they meet the requirements enumerated in the Articles of Incorporation. The terms of the Directors shall be established so that their terms expire in different years.
- 3.03 **RESPONSIBILITIES AND LIABILITY:** The Directors shall be trustees of the corporation and its assets, both real and personal, and shall fulfill functions and duties ascribed them by all applicable laws. In addition, they shall advise the Executive Director in matters of the operation of the corporation. Directors shall in no way encumber personal liability from the actions of the corporation and shall be entitled to indemnification according to the provisions of the OKLAHOMA Non-Profit Corporation Act and state laws exempting nonprofit officials from liability.
- 3.04 **RESIGNATION OR REMOVAL:** Any Director may resign at any time by giving prior written notice of such resignation to the Board of Directors. Furthermore, Directors may be removed from the Board of Directors by resignation, or pursuant to the Articles of Incorporation. Vacancies on the Board will be filled by a majority of the remaining Board of Directors. The new Director elected to fill the vacancy will serve for the unexpired term of the predecessor in office.
- 3.05 **ANNUAL MEETINGS:** The Board of Directors shall meet at least twice annually in a location specified by the Executive Director, who shall, in the case of regular meetings, give written or oral notice of the time and location of the meeting to all Directors at least 30 days before the meeting. The location of said meetings may be any location within or outside the State of OKLAHOMA. The corporation shall reserve the right to reimburse all Directors for all reasonable travel expenses incurred in attending the meetings, and shall so stipulate the decision for said reimbursements in a resolution passed at the meeting being considered for reimbursement. Said reimbursements shall be subject to the

corporations official reimbursement plan in force at the time of the transaction. A simple majority shall constitute a quorum sufficient to conduct business.

- a. The primary regular meeting shall be held in the month of October or November, at which time the Executive Director shall report on the activities of the corporation during the previous year, and shall relate his or her plans and goals for the coming year. The Board of Directors shall establish the annual budget and rates of compensation for the Executive Director and all other staff and employees.
- b. The next primary regular meeting shall be held in the month of MAY 2015, whereupon, the President shall give a general state of the corporation address to the Directors and Officers.

**3.06 SPECIAL MEETINGS:** Special meetings may be called as needed by the Executive Director and/or a majority of the Directors. Oral or written notice of the meeting, the time, and place shall be presented to each director in person at least three days before an emergency meeting of the Directors.

**3.07 WAIVER OF NOTICE:** Attendance of a Director at any meeting of the Board of Directors constitutes a waiver of notice of such meeting except where Director attends a meeting for the purpose of objecting at the beginning of the meeting to the transaction of any business because the meeting is not lawfully called or convened. Whenever any notice is required to be given under the provision of the law, the Articles of Incorporation, or these Bylaws, a waiver of such notice in writing signed by the person or persons entitled to notice whether before or after the time stated is such waiver, will be deemed equivalent to the giving of such notice.

**3.08 QUORUM:** All meetings of the Board of Directors shall have a majority of directors necessary to constitute a quorum and the act of the majority of Directors present at any meeting in which there is a quorum shall be the act of the Board of Directors, except as may be otherwise specifically provided by statute or by these Bylaws.

**3.09 COMPENSATION:** Directors shall receive compensation commensurate with the time they devote to the affairs and leadership in the corporation as determined by a vote of the Board of Directors, as well as a reasonable sum for expenses incurred in services to the organization which are approved by the Board of Directors.

**3.10 ACTION BY CONSENT:** Any action by law or under the Articles of Incorporation of this corporation or these Bylaws, or any action which otherwise may be taken at a meeting of the Board of Directors may be taken without a meeting by a consent in writing, setting forth the action so taken, signed by all the

persons entitled to vote with respect to the subject matter of such consent, or all Directors in office, and filed with the Secretary of the corporation.

## ARTICLE IV

### MEMBERSHIP

4.01 This corporation shall have no members.

## ARTICLE V

### CORPORATE OFFICERS

5.01 **NUMBER:** The officers of the corporation shall be the President, Vice President, Secretary, Treasurer, and such other officers with such powers and duties as may be determined by the Board of Directors. Any two (2) offices may be held by the same person at any time, except the offices of President and Secretary must be held by two (2) separate persons.

5.02 **PRESIDENT:** The President will be the Chief Executive Officer and Executive Director of this corporation and will, subject to the control of the Board of Directors, supervise and control the affairs of the corporation. The President will perform all duties incident to such office and such other duties as may be provided in these Bylaws or as may be prescribed from time to time by the Board of Directors.

5.04 **VICE PRESIDENT:** The Vice President will perform all duties and exercise all powers of the President when the President is absent or is otherwise unable to act. The Vice President will perform such other duties as may be prescribed from time to time by the Board of Directors.

5.05 **SECRETARY:** The Secretary will keep minutes of all the meetings of the Board of Directors, will be the custodian of the corporate records, will give all notices as are required by law or by these Bylaws, and generally will perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned from time to time by the Board of Directors.

business transactions, will render reports and accountings to the Board of Directors, and will perform in general all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, by the Bylaws, or which may be assigned from time to time by the Board of Directors.

- 5.07 **RESIGNATION OF ANY OFFICERS:** Any Officer elected or appointed to office may resign at any time via writing sent to the President of the corporation or if the Officer resigning is the President, to the Secretary of the Board of Directors of the corporation.
- 5.08 **REMOVAL OF OFFICERS:** Any Officer elected or appointed to office may be removed by the persons authorized under these Bylaws to elect or appoint such Officers whenever in their judgment the best interest of the corporation will be served. However, such removal will be without prejudice to any contract rights of the Officer so removed.
- 5.09 **COMPENSATION OF OFFICERS:** Compensation of all Officers of the corporation shall be fixed by the Board of Directors.
- 5.10 **CONFLICTS OF INTEREST:** Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of meeting at which such votes are taken shall record such disclosure, abstention and rationale for approval.
- For purposes of this provision, the term "interest" shall include personal interest, interest as director, officer, member, manager, trustee or beneficiary of any concern and having an immediate family member who holds such an interest in any concern. The term "concern" shall mean any corporation, association, trust, partnership, limited liability entity, firm, person, or other entity other than this organization.

## ARTICLE VI

### FISCAL YEAR

- 6.01 **FISCAL YEAR:** The Fiscal Year of the corporation shall commence on January 1 of each year and end on December 31.

## ARTICLE VII

### MISCELLANEOUS

- 7.01 PROHIBITION AGAINST SHARING IN CORPORATE EARNINGS:** No director, trustee, officers or employee of or member of a committee of or person connected with the corporation shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the corporation in effecting any of its purposes as shall be fixed by the Board of Directors; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the corporation.
- 7.02 CONTRACTS WITH DIRECTORS AND OFFICERS:** The Directors and Officers of the corporation may be interested directly or indirectly in any contract relating to or incidental to the operations conducted by the corporation, and may freely make contracts, enter transactions, or otherwise act for and on behalf of the corporation, notwithstanding that they may also be acting as individuals, or as trustees, or as agents for other persons or corporations, or may be interested in the same matters as directors or otherwise; but shall be deemed "at arm's length" and not violative of proscriptions against the corporation's use or application of its funds for private benefit. In no event, however, shall any person or other entity dealing with the Directors or Officers be obligated to inquire into the authority of the Directors and Officers to enter into and consummate any contract, transaction, or other action.

## ARTICLE VIII

### AMENDMENTS

- 8.01 AMENDMENTS BY DIRECTORS:** The directors shall have the power to make, alter, amend and repeal the Articles or Bylaws of the corporation by affirmative vote of the majority of the Board of any regular or specially called meeting for the purpose of amending the Articles or Bylaws. Written notice of any meeting where the Articles are to be amended shall be given to each member of the Board of Directors by certified or registered mail by (30) days before the meeting.



CERTIFICATE

We, the undersigned being all of the Officers and Directors of the above named corporation, do hereby ratify and adopt the foregoing Bylaws as the Bylaws for the regulation of the affairs of said corporation.

Dated this 28th day of May, \_\_\_\_\_.

SS Flair  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

OFFICE OF THE SECRETARY OF STATE



**NOT FOR PROFIT  
CERTIFICATE OF INCORPORATION**

*WHEREAS, the Not For Profit Certificate of Incorporation of*

**RURAL OKLAHOMA MUSEUM OF POETRY INC**

*has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.*

*NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.*

*IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed  
the Great Seal of the State of Oklahoma.*



*Filed in the city of Oklahoma City this  
15th day of May, 2014.*

A handwritten signature in black ink, appearing to read "Chin Benge".

*Secretary of State*

**CERTIFICATE OF INCORPORATION  
DOMESTIC NOT FOR PROFIT CORPORATION**  
Document Number: 24479400002 Submit Date: 5/15/2014

**CORPORATION NAME**

The name of the corporation is:  
RURAL OKLAHOMA MUSEUM OF POETRY INC

**PURPOSE**

The purpose of this organization is operate a non-profit museum of poetry, focusing on Oklahoma talent; and any lawful act or activity for which a non-profit corporation may be organized under the corporation laws of Oklahoma.

This corporation does not have authority to issue capital stock.

This corporation is not for profit, and as such the corporation does not afford pecuniary gain, incidentally or otherwise, to its members.

**EFFECTIVE DATE**

**Effective Date:**  
Same as filing date.

**DURATION**

Perpetual

**REGISTERED AGENT AND REGISTERED OFFICE ADDRESS**

**Agent Name**  
STACEY SHAUN PERKINS  
**Address**  
6619 SOUTH 4382  
LOCUST GROVE, OK 74352 USA

**INCORPORATOR INFORMATION**

<b>Name</b> STACEY SHAUN PERKINS	<b>Title</b> Incorporator
<b>Address</b> 6619 SOUTH 4382 LOCUST GROVE, OK 74352 USA	

<b>Name</b> KELLY ANN PALMER	<b>Title</b> Incorporator
<b>Address</b> 3210 EAST 555 LOCUST GROVE, OK 74352 USA	

<b>Name</b> ROXANNE MIKA PERKINS	<b>Title</b> Incorporator
<b>Address</b> 6550 SOUTH 4382 LOCUST GROVE, OK 74352 USA	

**DIRECTOR INFORMATION**

**Name**  
STACEY SHAUN PERKINS  
**Address**  
6619 SOUTH 4382  
LOCUST GROVE, OK 74352 USA

**Title**  
Director

**Name**  
KELLY ANN PALMER  
**Address**  
3210 EAST 555  
LOCUST GROVE, OK 74352 USA

**Title**  
Director

**Name**  
ROXANNE MIKA PERKINS  
**Address**  
6550 SOUTH 4382  
LOCUST GROVE, OK 74352 USA

**Title**  
Director

The Number of Directors to be Elected at the First Meeting: 3

**ATTACHMENTS**

<b>File Label</b>	<b>File Name and Path</b>
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**SIGNATURE**

I hereby certify that the information provided on this form is true and correct to the best of my knowledge and by attaching the signature I agree and understand that the typed electronic signature shall have the same legal effect as an original signature and is being accepted as my original signature pursuant to the Oklahoma Uniform Electronic Transactions Act, Title 12A Okla. Statutes Section 15-101, et seq.

Dated - 5/15/2014

**Corporation Name**

**Signature Name**  
STACEY SHAUN PERKINS  
KELLY ANN PALMER  
ROXANNE MIKA PERKINS

**Title**

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