

Chinese Family Camp, Inc.  
EIN: 26-1268264  
4515 N. Hamilton Ave., #3E  
Chicago, IL 60625

Attachment 1: Articles of Incorporation  
Form 1023, Part II, Item 1



FORM **NFP 102.10** (rev. Dec. 2003)  
**ARTICLES OF INCORPORATION**  
General Not For Profit Corporation Act

Doc#: **0725039065** Fee: **\$32.50**  
Eugene "Gene" Moore  
Cook County Recorder of Deeds  
Date: 09/07/2007 11:32 AM Pg: 1 of 5

Jesse White, Secretary of State  
Department of Business Services  
501 S. Second St., Rm. 350  
Springfield, IL 62756  
217-782-9522  
www.cyberdriveillinois.com

Remit payment in the form of a  
cashier's check, certified check,  
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or C.P.A.'s check payable  
to Secretary of State.

**FILED: 8/1/2007 JESSE WHITE SECRETARY OF STATE**

File # 6571-0269 Filing Fee: \$50 Approved: SR

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

**Article 1.**

Corporate Name: Chinese Family Camp, Inc



**SR**

**Article 2.**

Name and Address of Registered Agent and Registered Office in Illinois:

Registered Agent: <u>Allen</u>	<u>Ejun</u>	<u>Yang</u>
<small>First Name</small>	<small>Middle Name</small>	<small>Last Name</small>
Registered Office: <u>4515 N. Hamilton Ave. #3E</u>	<u>Chicago</u>	<u>IL 60625</u>
<small>Number</small>	<small>City</small>	<small>State</small>
		<small>ZIP Code</small>
		<small>Suite # (P.O. Box alone is unacceptable)</small>
		<small>Cook</small>
		<small>County</small>

**Article 3.**

The first Board of Directors shall be NINE (9) in number, their Names and Addresses being as follows  
Not less than three

Director Name	Street Address	City	State	Zip Code
<u>See Attachment A</u>				

**Article 4.**

Purpose(s) for which the Corporation is organized:

See Attachment B

060

(continued on back)

JUN-15-2007 13:19 From:Baxter EHS OccHealth 9479492031

To:18016408738

P.1/1

Article 4. (continued)

Is this Corporation a Condominium Association as established under the Condominium Property Act? (check one)

Yes  No

Is this Corporation a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? (check one)

Yes  No

Is this Corporation a Homeowner's Association, which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure? (check one)

Yes  No

Article 5.

Other provisions (For more space, attach additional sheets of this size):

Article 6.

Names & Addresses of Incorporators

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true

Dated January 1st, 2007  
Month & Day Year

Signatures and Names	Post Office Address
1. <u><i>Alan Yang</i></u> Signature Alan Yang Name (print)	1. <u>4515 N. Hamilton Ave. #3E</u> Street <u>Chicago, IL 60625</u> City, State, ZIP
2. <u><i>Vivian Yang</i></u> Signature Vivian Yang Name (print)	2. <u>407 W. Main St.</u> Street <u>Hamilton, MT 59840</u> City, State, ZIP
3. <u><i>David Ten</i></u> Signature David Ten Name (print)	3. <u>635 Thirtle Lane</u> Street <u>Prospect Heights, IL 60070</u> City, State, ZIP
4. <u><i>Frank Chao</i></u> Signature Frank Chao Name (print)	4. <u>1115 N. Lincoln Ave.</u> Street <u>Park Ridge, IL 60068</u> City, State, ZIP
5. _____ Signature Name (print)	5. _____ Street City, State, ZIP

Signatures must be in BLACK INK on the original document.

Carbon copies, photocopies or rubber stamped signatures may only be used on the duplicate copy.

- If a corporation acts as Incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by a duly authorized corporate officer. Please print name and title beneath the officer's signature.
- The registered agent cannot be the corporation itself.
- The registered agent may be an individual, resident in Illinois, or a domestic or foreign corporation, authorized to act as a registered agent.
- The registered office may be, but need not be, the same as its principal office.
- A corporation that is to function as a club, as defined in Section 1-3.24 of the "Liquor Control Act" of 1934, must insert in its purpose clause a statement that it will comply with the State and local laws and ordinances relating to alcoholic liquors.

**Attachment A to Form NFP 102.10**  
**Articles of Incorporation dated July 15, 2007**  
**Chinese Family Camp, Inc.**

**Initial Board of Directors**

Name	Address	City	State	ZIP
Allen Yang	4515 N. Hamilton Ave.	Chicago	IL	60625
Lawrence Wang	5757 Spinnaker Bay Drive	Long Beach	CA	90803
David Tan	635 Thistle Lane	Prospect Hts	IL	60070
Lillian Chen-Byerley	171 Lagoon Drive	Northfield,	IL	60093
Frank Chao	1115 N. Lincoln Ave.	Park Ridge	IL	60068
Clarence Chen	180 Cabini Blvd #9	New York	NY	10033
Debbie Lin-Dyken	5673 Morse Road NE	Solon	IA	52333
Lynn Kriser	2314 Dillingham Ave	Lansing,	MI	48906
Virginia Yang	823 N. Oak Park Ave.	Oak Park	IL	60302

**Attachment B to Form NFP 102.10  
Articles of Incorporation dated July 15, 2007  
Chinese Family Camp, Inc.**

**ARTICLE FOUR  
Purposes**

**Section 4.1:** The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 4.2:** The corporation shall have and exercise all rights and powers conferred on corporations under the Illinois General Not for Profit Act, provided, however, that the Corporation is not empowered to engage, other than as an insubstantial part of its activities, in any activity which does not further the purposes set forth in Section 4.1 of this Article 4.

**ARTICLE FIVE  
Other Provisions**

**Section 5.1: EXEMPTION REQUIREMENTS.** At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 hereof.

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

(c) 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Attachment B to Form NFP 102.10**  
**Articles of Incorporation dated July 15, 2007**  
**Chinese Family Camp, Inc.**

**Section 5.2: DISSOLUTION.** Upon the dissolution of the corporation, assets 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 section 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

Chinese Family Camp, Inc.  
EIN: 26-1268264  
4515 N. Hamilton Ave., #3E  
Chicago, IL 60625

Attachment 2: Bylaws  
Form 1023, Part II, Item 5

**AMENDED AND RESTATED BYLAWS**

**OF**

**CHINESE FAMILY CAMP, INC.**

DATED FEBRUARY 23, 2008

**ARTICLE I**

**Identification and Miscellaneous**

Section 1. **NAME.** The name of the corporation is Chinese Family Camp, Inc., an Illinois not for profit corporation (the "Corporation").

Section 2. **REGISTERED OFFICE.** The registered office for the transaction of business of the Corporation is fixed and located in the State of Illinois. The Board of Directors may at any time or from time to time change the location of the registered office from one location to another within Illinois by duly adopted resolution and submission of the appropriate statement to the Secretary of State of Illinois.

Section 3. **REGISTERED AGENT.** The registered agent of the Corporation shall be an individual resident of the State of Illinois. Such an agent will be continuously maintained by the Corporation in the State of Illinois. A new registered agent may be appointed if the office of such agent becomes vacant for any reason, or such agent becomes disqualified or incapacitated to act, or if the Corporation through the Board of Directors revokes the appointment of such agent by duly adopted resolution of the Board of Directors. The appointment of a new registered agent requires the submission of the appropriate statement to the Secretary of State. Such registered agent will be recognized as an agent of the Corporation on whom any process, notices, or demand required or permitted by law to be served on a corporation may be served.

Section 4. **FISCAL YEAR.** The fiscal year of the Corporation shall begin on the 1st day of January in each year and end on the last day of December in the same year; provided, however, that the Board of Directors may, within its sole discretion, designate any other period allowable under the Internal Revenue Code, as amended (or any future federal tax code) (the "Internal Revenue Code") as the fiscal year of the Corporation.

Section 5. **BOOKS AND RECORDS.** The Corporation shall keep correct, accurate minutes of the proceedings of its Board of Directors and committees having any of the authority for the Board of Directors. The Corporation shall also keep the original copy of these bylaws, including all amendments and alterations there to date (the "Bylaws"). Such books and records shall be kept at the registered office of the Corporation. All books and records of the Corporation may be inspected by any director for any purpose at any reasonable time. The right to inspect includes the right to copy; however, the costs of copying are to be paid by the person inspecting the books and records.



Section 6. SEVERABILITY. If any portion or provision of these Bylaws shall for any reason be held by a court of competent jurisdiction to be invalid or unenforceable, the remaining portions or provisions hereof shall nevertheless remain in full force and effect, as if such unenforceable portion of provision had never been a part hereof.

Section 7. GOVERNING LAW. These Bylaws shall be governed by and construed in accordance with the laws of the State of Illinois without regard to conflicts of laws principles.

## ARTICLE II

### Purposes

Section 1. PURPOSES. The purposes of the Corporation as stated in the Articles of Incorporation are only the following:

(a) The general purpose for which the Corporation is formed is to operate exclusively for such charitable, religious, scientific, or educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

(b) The specific purposes for which the Corporation is formed are charitable purposes within the meaning of Section 501(c)(3) of the Code, including, but not limited to: advancing education through promoting knowledge and awareness of Chinese culture, history, and art. No part of the Corporation's net earnings shall inure to the benefit of any director, officer or private individual.

(c) The Corporation shall have and exercise all rights and powers conferred on corporations under the Illinois General Not For Profit Act, provided, however, that the Corporation is not empowered to engage in any activity which in itself is not in furtherance of its purposes as set forth in Subparagraph (a) of this Section 1 of Article II.

(d) Upon the dissolution of the Corporation, any assets remaining after paying or providing for all debts and obligations 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 section 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 so disposed of shall be disposed of by a court of competent jurisdiction 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 III

### Members

Section 1. MEMBERS. The Corporation shall have no members.

## ARTICLE IV

### Board of Directors

Section 1. NUMBER AND QUALIFICATIONS. The affairs and general business of the Corporation shall be managed by a board of not less than five (5) and not more than ten (10) persons (the "Board of Directors"). The first Board of Directors shall be as designated in the Articles of Incorporation of the Corporation, and thereafter it shall be such number as shall have been last specified by resolution (if any) of the Board of Directors. The number of directors may be fixed or changed from time to time, within the minimum and maximum, by the directors without amendment to the Bylaws.

Section 2. QUORUM. A majority of the directors of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting to another time without further notice. Directors may participate in any meeting of the Board of Directors, and be counted for purposes of determining whether a quorum is present at such meeting, by appearing in person, by telephone or via electronic video; provided, however, that any director who will participate in any meeting by telephone or electronic video must give sufficient notice to the chairperson of the Board of Directors (the "Chairperson") to allow for the provision of the necessary communications equipment.

Section 3. POWERS OF DIRECTORS. Subject to limitations of the Articles of Incorporation and other sections of these Bylaws, all corporate powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be controlled by, the Board of Directors. Without limiting the general powers, the Board of Directors shall have the following powers:

- (a) to select one of their members as chairperson of the Board of Directors who shall call meetings of the Board of Directors and preside at such meetings;
- (b) to conduct, manage, and control the affairs and business of the Corporation, and to make rules and regulations not inconsistent with the Articles of Incorporation or these Bylaws;
- (c) to make appointments to committees as deemed desirable; and
- (d) to elect officers and directors of the Corporation.

Section 4. ELECTION OF DIRECTORS. The directors of the Corporation shall be elected at the annual meeting by a quorum of the Board of Directors then in office. Each director shall hold office for a two-year term following his or her election and until his or her successor shall have been elected and qualified.

Section 5. DIRECTOR CLASSES. The directors of the Corporation shall be divided into two classes, designated Class A and Class B, as nearly equal in number as the then total number of directors permits. The term of each director in Class A shall expire at the annual

meeting of the Board of Directors in odd years, beginning in 2009. The term of each director in Class B shall expire at the annual meeting of the Board of Directors in even years, beginning in 2010. The Board of Directors may designate the class of a director, or change the class of a director, by majority vote.

Section 6. **REGULAR MEETINGS.** The annual meeting of the Board of Directors shall be held each year to review operations during the immediately preceding year, elect directors, elect officers, and transact such other business as may be properly brought before the meeting. The Board of Directors shall set the time and place for the annual meeting. The Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings.

Section 7. **SPECIAL MEETINGS.** Special meetings of the Board of Directors may be called by or at the request of the Chairperson of the Board, the President or any two directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place for holding any special meeting of the Board of Directors called by them.

Section 8. **NOTICE.** Written or electronic notice of any meeting of the Board of Directors shall be given to each director at least two days before such meeting at his or her address as shown in the records of the Corporation, except that no meeting of directors may remove a director unless written notice of the proposed removal is delivered to all directors at least 20 days prior to such meeting.

If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Notice of any meeting of the Board of Directors may be waived in writing by the person or persons entitled to the notice either before or after the time of the meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except when a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 9. **RESIGNATION AND REMOVAL.** Any director may resign at any time by giving written notice to the Board of Directors, to the President or to the Secretary. A resignation need not be accepted to be effective.

A director may be removed for cause by an affirmative vote of a majority of the Board of Directors then in office. "Cause" is defined as: (a) acting contrary to the purpose of the organization as determined by the majority vote of the Board of Directors, or (b) being disruptive during meetings as determined by a majority of the Board of Directors.

Section 10. **VACANCIES.** Vacancies on the Board of Directors created by reason of the resignation of a member of the Board of Directors, removal of a member of the Board of Directors, or an increase in the number of directors, shall be filled by appointment of a quorum of the directors then in office, even if less than a quorum of the Board of Directors, or by the sole remaining director. A successor director so elected shall serve for the unexpired term of his or her predecessor.

Section 11. COMPENSATION. No director shall receive any compensation for his or her services as director of the Corporation. Directors may be reimbursed for reasonable expenses incurred in the performance of their duties, pursuant to such policies and procedures as may be adopted by the Board of Directors.

Section 12. ACTION WITHOUT MEETING. Any action required by law or these Bylaws to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the directors. Such consent shall have the same force and effect as a unanimous vote and may be stated as such in any document filed with the Secretary of State under the Illinois General Not For Profit Corporation Act. Any such action may be signed in counterpart.

## ARTICLE V

### Officers

Section 1. OFFICERS. The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer and Camp Director. In addition to the powers and duties of the officers of the Corporation set forth in these Bylaws, the officers, agents and employees of the Corporation shall have such powers and perform such duties in the management of the Corporation as the Board of Directors from time to time may prescribe.

Section 2. ELECTION OF OFFICERS. The officers of the Corporation shall be elected for two-year terms by the Board of Directors at the annual meeting. Officers shall be elected from the newly-elected Board of Directors immediately after the election of such directors.

Section 3. TERM OF OFFICE. The officers shall serve for a two-year term and may be re-elected.

Section 4. VACANCIES. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors by a majority vote.

Section 5. REMOVAL OF OFFICERS. Any officer of the Corporation may be removed from office at any time by a vote of the majority of the Board of Directors then in office.

Section 6. PRESIDENT. The President shall be the principal operating officer of the Corporation and shall, in general, supervise and control all of the business and affairs of the Corporation. The President may sign contracts or other documents which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed.

Section 7. VICE PRESIDENT. In the event of the absence or disability of the President, the Vice President shall perform all the duties of the President and in so acting shall have all the powers of the President. The Vice President shall also perform such other duties as assigned by the President. The Vice President shall be in training to become the President.

Section 8. SECRETARY. The Secretary shall: (a) record the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be a custodian of the corporate records; (d) maintain the files, records and correspondence of the Corporation; and (e) perform all duties incident to the office of the Secretary and such other duties as from time to time may be designated to him or her by the President or by the Board of Directors. The Secretary may delegate the duties of recording and distributing minutes of the meetings of the Board of Directors to another person with the consent of all of the other officers then in office.

Section 9. TREASURER. The Treasurer's duties shall be to perform or oversee: (a) the collection of all monies; (b) all authorized payments; (c) maintenance of complete financial records of all receipts and expenditures of all funds; and (d) such other duties as assigned by the President or directed by the Board of Directors.

Section 10. CAMP DIRECTOR. The Camp Director is responsible for preparing for and coordinating the annual Chinese Family Camp session and all activities related thereto, including, but not limited to, registration of attendees, securing lodging and meals, organizing events and contracting with service providers. These activities shall be executed in coordination and consultation with the other officers of the Corporation.

Section 11. MULTIPLE OFFICES. One person may hold no more than two officer positions.

## ARTICLE VI

### Committees

Section 1. COMMITTEES. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees each of which will consist of two or more directors. The committees, to the extent provided in said resolution and not restricted by law, shall have and exercise the authority of the Board of Directors in the management of the Corporation; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it, him or her by law.

## ARTICLE VII

### Finances

Section 1. PAYMENT OF EXPENSES. The Board of Directors must approve by resolution all payments of expenses until such time as the Board of Directors by resolution adopts other policies and procedures for authorizing payment of expenses by the Corporation.

Section 2. CONTRACTS. The Board of Directors may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 3. LOANS. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 4. CHECKS, DRAFTS, ETC. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall be determined from time to time by resolution of the Board of Directors.

Section 5. 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.

## ARTICLE VIII

### Amendments

Section 1. AMENDMENTS. The Articles of Incorporation and Bylaws of the Corporation may be amended or revised by the affirmative vote of a quorum of the Board of Directors of the Corporation.

## ARTICLE IX

### Miscellaneous

Section 1. INDEMNIFICATION. Any person made or threatened to be made a party to any action, suit, or proceeding by reason of the fact that he or she is or was a director or officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorneys' fees and disbursements, incurred by him or her in connection with the defense or settlement of such action, suit, or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such director or officer is liable for negligence or misconduct in the performance of his or her duties. Such rights of indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled apart from this provision.

Section 2. INSURANCE AND OTHER INDEMNIFICATION. The Board of Directors shall have the power to (i) purchase and maintain, at the Corporation's expense, insurance on behalf of the Corporation and on behalf of others to the extent that power to do so has been or may be granted by statute and (ii) give other indemnification to the extent permitted by law.

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Attachment 3: Description of Past, Present and Planned Activities  
Form 1023, Part IV

Chinese Family Camp, Inc. was incorporated as an Illinois Not-For-Profit Corporation on August 1, 2007. Although the entity was recently created, its organizers and their predecessors have been laying the foundation for Chinese Family Camp, Inc. for many years. The primary function of Chinese Family Camp, Inc. is to organize a week-long summer camp that focuses on educating participants about Chinese culture and heritage.

For nearly 50 years, various families have been getting together for one week each summer to learn about Chinese culture, history, and art through participation in educational, social, and recreational activities. Organized activities at the camp have included: lectures on various aspects of Chinese history, Chinese arts and crafts, traditional Chinese games, and other activities that promote interaction between the camp attendees. While the percentage of each day that is devoted to the aforementioned planned activities varies from day to day, attendees spend at least a couple hours of each day participating in such activities. Now that the camp has grown, and attendees now include families that have adopted Chinese children looking for ways to learn about and experience Chinese culture, the group is now seeking to formalize the organization. The activities that have taken place in the past are expected to continue in the future.

The planned activities have been and will continue to be led by attendees who volunteer to lead an activity. Many of the volunteers each year, including the current camp director, have been attending the camp annually for many years. Many of the planned activities were initiated approximately 50 years ago, when an unorganized group of families first started getting together each summer. The camp has always taken place in the Midwest, usually close to a lake. The current camp location is on Lake Wawasee in northern Indiana.

Fellowship among attendees has been further encouraged by sharing meals together and commingling in the main dining room at the camp. Every night from 7:30 p.m. to 10:00 p.m., all attendees take part in a group activity. Some of these activities have enabled attendees to celebrate Chinese culture and heritage, while others have simply facilitated commingling among attendees (for example, playing board games). On the last night of the camp, the Festival Banquet occurs at which a special Chinese meal is served. In addition, numerous special educational activities take place at the Festival Banquet, such as stories, music, and skits. The director of the camp organizes the Festival Banquet.

All of the activities have furthered and will continue to further the educational purpose of Chinese Family Camp, Inc. by combining recreation with pleasure and promoting camaraderie among attendees in an educational setting. Many of the planned activities combine socializing and fun with learning about Chinese culture, history, and arts while encouraging the attendees to share their experiences as Chinese-Americans with the other attendees. Camp attendees have always spanned multiple generations, and the camp affords the younger generations the

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opportunity to hear about and learn from the experiences of the elders. Great emphasis is put on promoting interaction between the children and the seniors who attend the camp.

The camp has and will continue to be funded by fees paid by each attendee. In the event that all costs for the educational and cultural activities of the camp cannot be covered by the fees paid by attendees, the organization will cover the costs for those activities. If there is a surplus of fees from the camp, they will be deposited into the organization's account. Under no circumstances will fees paid by an attendee to the camp be treated as tax-deductible for the attendee.

The organization has not, does not and does not expect to employ or compensate any individual for services provided to the camp. All services have been and will continue to be provided on a volunteer basis. No goods or services for the camp are purchased from any officer or director of the camp, or any business in which an officer or director has a direct financial interest.



Chinese Family Camp, Inc.  
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Attachment 4: Organization's Governing Body  
Form 1023, Part V, Item 1a

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>Annual compensation</u>
Allen Yang	President and Director	4515 N. Hamilton Ave., #3E Chicago, IL 60625	None
Stanley Chow	Co-Treasurer and Director	56 Westchester View Lane White Plains, NY 10607	None
Lawrence Wang	Vice President and Director	400 West Ocean Blvd., Unit 306 Long Beach, CA 90802	None
Richard Yang	Co-Treasurer and Director	10021 W. 146 <sup>th</sup> St. Orland Park, IL 60462	None
Lillian Chen- Byerley	Secretary and Director	171 Lagoon Drive Northfield, IL 60093	None
Clarence Chen	Director	180 Cabrini Blvd, Apt. 9 New York, NY 10033	None
Deborah Lin- Dyken	Director	5673 Morse Road NE Solon, IA 52333	None
Frank Chao	Director	1115 N. Lincoln Ave. Park Ridge, IL 60068	None
Lynn Kriser	Director	2314 Dillingham Ave. Lansing, MI 48906	None

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Attachment 5: Organization's Governing Body  
 Form 1023, Part V, Item 3a

<u>Name</u>	<u>Qualifications</u>	<u>Average Hours Worked (per year)</u>	<u>Duties</u>
Allen Yang	Camp attendee for 45 years; volunteer organizer for 30 years. BSEE, U of IL 25 years of work in IT consulting and business analysis	150	CFC Inc President 2006-2008 Camp director, 1988, 1999-2006
Stanley Chow	Camp attendee for approximately 10 years; MBA, U. of IL 20 years experience as Real Estate Analyst, CitiGroup	150	CFC Inc Treasurer, 2007-2009
Lawrence Wang	Camp attendee for 20 years	100	CFC Inc. Vice-President, 2006-08 Camp director, 2007-2008
Lillian Chen-Byerley	Child development therapist	100	CFC Inc. Secretary, 2006-2008
Clarence Chen	Founding camp member in 1958 MD, psychiatrist	50	Camp director
Deborah Lin-Dyken	Camp attendee since 1970's	50	
Frank Chao	MD Camp attendee since 1970's	50	Camp director Camp doctor
Lynn Kriser	Camp attendee since 2003 Volunteer organizer since 2004 Ass't General Counsel, Michigan State U. BA, SE Bible College MA Ed, U of Alabama JD, Cooley Law School	50	
Richard Yang	Founding camp member in 1958; camp attendee for approximately 20 years; volunteer organizer for 10 years. Ph.D, EE, U. of Illinois	100	Camp director Investment committee

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Attachment 6: Description of Family Relationship of Officers  
Form 1023, Part V, Item 2a

The board president, Allen Yang, is the son of the co-treasurer, Richard Yang. This relationship will not create any conflict of interest because board positions are strictly voluntary, and no member of the board is compensated for their service.

Chinese Family Camp, Inc.  
EIN: 26-1268264  
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Chicago, IL 60625

Attachment 7: Description of Compensation Policy  
Form 1023, Part V, Item 4g

Chinese Family Camp, Inc. has no need to set reasonable compensation for its officers because board positions are strictly voluntary, and no member of the board is compensated for their service. There is no expectation that any position with the organization or the camp will be compensated.

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Attachment 8: Conflict of Interest Policy  
Form 1023, Part V, Item 5a

The conflict of interest policy set forth in Attachment 8 was adopted by resolution of the governing board of Chinese Family Camp, Inc.

**CHINESE FAMILY CAMP, INC.  
CONFLICT OF INTEREST POLICY**

**ARTICLE I  
PURPOSE**

1.1 The purpose of this conflict of interest policy is to protect the interest of Chinese Family Camp, Inc., an Illinois not for profit corporation (the “Organization”) when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

**ARTICLE II  
DEFINITIONS**

2.1 “Interested Person.” Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2.2 “Financial Interest.” A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

(a) an ownership or investment interest in any entity with which the Organization has a transaction or arrangement;

(b) a compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement; or

(c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Section 3.2 of Article III, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

**ARTICLE III  
PROCEDURES**

3.1 Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

3.2 Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3.3 Procedures for Addressing the Conflict of Interest.

(a) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(b) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(c) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

3.4 Violations of the Conflicts of Interest Policy.

(a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**ARTICLE IV**  
**RECORDS OF PROCEEDINGS**

4.1 The minutes of the governing board and all committees with board delegated powers shall contain:

(a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## **ARTICLE V** **COMPENSATION**

5.1 A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

5.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

5.3 No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

## **ARTICLE VI** **ANNUAL STATEMENTS**

6.1 Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- (a) has received a copy of the conflicts of interest policy;
- (b) has read and understands the policy;
- (c) has agreed to comply with the policy; and
- (d) understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.



**ARTICLE VII**  
**PERIODIC REVIEWS**

7.1 To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

**ARTICLE VIII**  
**USE OF OUTSIDE EXPERTS**

8.1 When conducting the periodic review as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

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Attachment 9: Benefits Received  
Form 1023, Part VI, Items 1a, 2 and 3

**Item 1a**

The officers, directors and volunteers of the camp provide services in the form of organizing group activities and general logistics of the camp. These services include the registration process, making reservations at the camp location, purchasing supplies, organizing meals, conducting the camp's educational activities, and any other service necessary to run the camp.

**Item 2**

The camp has been, and will continue to be, generally open to anyone who wishes to attend. Attendees to the camp typically include many of the same families, but each year there have been and are expected to be additional families. The services described in Item 1a above are provided for the benefit of the camp attendees who go through the registration process. While it has not been an issue in the past, it is possible that a family may not be welcome to attend camp the following year if they were found to be disruptive in some way. In this way, it recipients of the benefits of the camp could be limited.

**Item 3**

Many of the camp attendees are related to directors and officers of the camp, but this has no impact on the provision of goods or services by the camp. Each camp attendee – regardless if he or she is related to an officer or director of the camp – is equally eligible for the goods and services provided by the camp.

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Attachment 10: Financial Data

Form 1023, Part IX

Section A. Statement of Revenues and Expenses

Item 15 – Contributions, gifts, grants, and similar amounts paid out

<b>Tax year</b>	(a) 2008	(b) 2009	(c) 2010
<b>Amount</b>	\$500	\$500	\$500
<b>Recipient name</b>	Oakwood Foundation	Oakwood Foundation	Oakwood Foundation
<b>Purpose</b>	Donation	Donation	Donation

Item 16 – Disbursements to or for the benefit of members

<b>Tax year</b>	(a) 2008	(b) 2009	(c) 2010
<b>Amount</b>	\$39,000	\$35,000	\$37,000
<b>Recipient name</b>	Oakwood Park	Oakwood Park	Oakwood Park
<b>Purpose</b>	Summer Camp Room & Board	Summer Camp Room & Board	Summer Camp Room & Board

Form 1023, Part IX

Section B. Balance Sheet

Item 7 – Other investments

<b>Asset</b>	<b>Value</b>
Fidelity Asset Manager FASMXX	\$24,194
Fidelity Puritan FPURX	\$63,774
<b>Total</b>	<b>\$87,968</b>

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Attachment 11: Public Charity Status  
Form 1023, Part X, Item 1b

The organization is relying on the operation of the laws of the State of Illinois to satisfy the requirements of section 508(e).

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Attachment 12: Description of Predecessor Organization  
Form 1023, Schedule G, Item 2a, b, c, d, e

In 1958, the first summer camp for Chinese families was held as an activity of an entity called Midwest Chinese Student and Alumni Services (CSAS). A summer camp has been held every year since then.

The only documentation known to the directors of Chinese Family Camp, Inc. regarding CSAS is shown on the following page. It indicates that the Internal Revenue Service determined that CSAS is exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954. CSAS eventually disbanded in 2001.

We assume that the 501(c)(3) status of the predecessor organization was suspended by the IRS, but we have been unable to determine when that might have occurred.

The Chinese Family Camp portion of the assets of CSAS, which consisted of \$92,875.35 in cash, was put into a bank account under the name of CSAS Chinese Family Camp in 1992. Pursuant to the wishes of the original contributors of these funds to CSAS, the funds have only gone to the benefit and support the activities of the camp. When excess funds were available at the conclusion of a camp, they were deposited into the account. The account continued to earn interest and is now approximately \$117,000. To the knowledge of the directors, no contributions to this account (after 1992) were claimed as tax exempt by a camp attendee or any other individual.

The summer camp is the only activity of CSAS that has continued. The organizers of the camp were under the impression that the corporate existence and tax-exempt status of CSAS continued to apply to the camp. Upon the realization that no entity in good standing existed, the process of creating a new legal entity began.

INTERNAL REVENUE SERVICE

U. S. TREASURY DEPARTMENT  
INTERNAL REVENUE SERVICE  
District Director  
Chicago, Illinois

July 3, 1958

Midwest Chinese Student and  
Alumni Services  
5408 Blackstone Avenue  
Chicago, Illinois

Gentlemen:

It is the opinion of this office, based upon the evidence presented, that you are exempt from Federal income tax under the provisions of Section 501(c) (3) of the Internal Revenue Code of 1954, as it is shown that you are organized and operated exclusively for charitable and religious purposes.

Accordingly, you are not required to file income tax returns unless you change the character of your organization, the purposes for which you were organized, or your method of operation. Any such changes should be reported immediately to this office in order that their effect upon your exempt status may be determined.

You are required, however, to file an information return, Form 990-A, annually, with this office so long as this exemption remains in effect. This form may be obtained here and is required to be filed on or before the fifteenth day of the fifth month following the close of your annual accounting period.

It is the practice to mail Form 990-A in duplicate, shortly after the first of each year and such forms will be mailed to you at the address shown above. However, failure for any reason to receive the forms, will not relieve you of the necessity of filing.

Contributions made to you are deductible by the donors in computing their taxable net income in the manner and to the extent provided by Section 170 of the Internal Revenue Code of 1954.

Bequests, legacies, devises, or transfers, to or for your use are deductible in computing the value of the net estate of a decedent for estate tax purposes in the manner and to the extent provided in Sections 2055 and 2106(a) (2) of the Code. Gifts of property you are deductible in computing gifts for gift tax purposes in the manner and to the extent provided in Sections 2522(a) (2) and (3) of the Internal Revenue Code of 1954.

Liability is incurred by you for the taxes imposed under the Federal Insurance Contributions

Act (social security taxes) unless you have filed a waiver of exemption certificate in accordance with the applicable provisions of such Act. In the event you desire social security coverage for your employees or have any questions relating to the filing of a waiver of exemption certificate, you should take the matter up with this office. No liability is incurred by you under the Federal Unemployment Tax Act by virtue of Section 3306(c) (8) of such Act.

Your attention is called to the provisions of Section 501(c) (3) of the Internal Revenue Code of 1954 under which the exemption hereby granted will be revoked if any substantial part of your activities consists of carrying on propaganda, or otherwise attempting to influence legislation, or if you participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Very truly yours,

H. Alan Long  
District Director

CSAS ANNUAL MEETING

The Annual Meeting of CSAS took place on Saturday, July 13th, at the Arie Crown Forest Preserve, through the efforts of Edith Yang, who was in charge of the program.

There was a gratifying turnout of approximately 150 people, adults and children. A "pot luck" dinner was enjoyed by all. It was a very informal but happy get-together of a big family. People stayed on from 1 to 7 P.M.



Family

Seventeen members of the Midwest Chinese Student and Second Session met at the new and old of Professor and West Lafayette, Indiana, day afternoon, for a program planning of Adelphi, Maryland, Washington, D.C. meeting. Dr. P. Mr. Joseph Wang on the Family Campaign activity indicated that received approximately in pledges and former at \$10,000 been some other tions mailed di Y. Wang.

At present the has about \$7,000 prior contribution operations. Our \$30,000 is still The general con people present can achieve our our camp fund re failure.

The Joint Committee to the Chinese Council that (1) A report be sent to parties. (2) The deadline be extended to Aug. 24, 1968 efforts made to

At present there (105 adults and ed for the first to Aug. 10 and 1 people) for the Aug. 10 to 17.

The theme of the Camp is "Ten years but a hundred to It is further a camp session must financially. If food cost will be the rising price

Under the able Mrs. Hsu Lo, pre plans for our ed Camp Operation as follows:

The date is Saturday 1968 from 3 to 9 Lake Wawasee. 1 families will be celebration with campers and the arrangements for e timers are made day night at Cal with the first The afternoon pi 6 P.M. consists

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Attachment 13: Asset Transfer  
Form 1023, Schedule G, Item 6

The Chinese Family Camp portion of the assets of CSAS, which consisted of \$92,875.35 in cash, was put into a bank account under the name of CSAS Chinese Family Camp in 1992.

The only restriction placed on the use of the cash originally contributed to CSAS was that the funds be used to sustain the annual camp. No documentation exists of the transfer of cash or the intended purpose of the funds.