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CITY RECORDER

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ARTICLES OF INCORPORATION

OF THE

CENTRAL 9<sup>TH</sup> COMMUNITY COUNCIL

Utah Div. of Corp. & Comm. Code

The undersigned adult natural persons, acting as incorporators, hereby establish a nonprofit corporation pursuant to the Utah Nonprofit Corporation and Co-operative Association Act and adopt the following articles of incorporation:



**Article I NAME:** The name of the Corporation is the **Central 9<sup>th</sup> Community Council**.

**Article II DURATION:** The Council shall have perpetual existence.

**Article III PURPOSES:** The specific purposes and objectives of the Council shall include but not be limited to the following:

- (a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah on issues affecting the Central 9<sup>th</sup> Community, the boundaries of which shall be as set forth in the Council's Bylaws.
- (b) To preserve and enhance the quality of life of residents of the Central 9<sup>th</sup> Community, and to promote the improvement of the Central 9<sup>th</sup> Community.
- (c) To provide forums for residents and businesses in the Central 9<sup>th</sup> Community to communicate and address issues affecting the Central 9<sup>th</sup> Community as a whole and the individuals and businesses residing therein.
- (d) To represent the interests and concerns of the Central 9<sup>th</sup> Community before elected officials and all governing commissions, boards and agencies of governmental and private organizations whose services or activities may affect the Central 9<sup>th</sup> Community and the individuals and businesses residing therein.
- (e) The Council is organized as a nonprofit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.
  - a. No part of the net earnings of the Council shall inure to the benefit of, or be distributable to its members, directors, officers, or other persons, except that the Council shall be authorized and empowered to pay reasonable compensation for services rendered to the Council and to make payments and distributions in furtherance of the purposes set forth herein.
  - b. No substantial part of the activities of the Council shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Council shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended.

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- c. The Council shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).
- d. To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for purposes, and to engage in any activity in furtherance of, incidental to, or connected with any of the other purposes.
- e. Such other powers as may be exercised by nonprofit organizations under the applicable laws of the State of Utah and are consistent with those powers described in the Utah Nonprofit Corporation and Co-operative Association Act, as amended and supplemented.

**Article IV MEMBERSHIP:** The Council shall have members as prescribed by its Bylaws.

**Article V BYLAWS:** The initial bylaws of the Council shall be as adopted by the Board of Directors. Such directors shall have power to alter, amend or repeal the bylaws and from time to time enforce and adopt new bylaws. Such bylaws may contain any provisions for the regulation or management of the affairs of the Council that are not inconsistent with the law or these Articles of Incorporation, as the same may from time to time be amended. However, no bylaw at any time in effect, and no amendment to these articles shall have the effect of giving any director or officer of the Council any proprietary interest in the Council's property or assets, whether during the term of the Council's existence or as an incident to its dissolution.

**Article VI BOARD OF DIRECTORS:** The number of members on the Board of Directors of the Council shall be five, or more than three, as fixed from time to time by the bylaws of the Council. The number of directors constituting the present Board of Directors of the Council is five, and the names and addresses of the persons who are to serve as directors are:

<u>Name</u>	<u>Address</u>
Mary Gordon	161 West 900 South, Salt Lake City, Utah 84101
Jen Gilroy	165 West 900 South, Salt Lake City, Utah 84101
Kristen Lavelett	910 South Jefferson Street, Salt Lake City, Utah 84101
Memorie Morrison	908 South Jefferson Street, Salt Lake City, Utah 84101
Sean Neves	163 West 900 South, Salt Lake City, Utah 84101

**Article VII INCORPORATORS:**

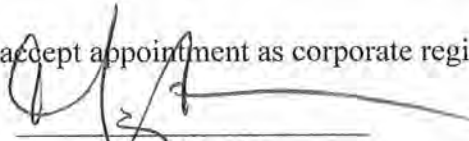
The names and addresses of the incorporators are:

- Mary Gordon 161 West 900 South, Salt Lake City, Utah 84101
- Jen Gilroy 165 West 900 South, Salt Lake City, Utah 84101
- Kristen Lavelett 910 South Jefferson Street, Salt Lake City, Utah 84101
- Memorie Morrison 908 South Jefferson Street, Salt Lake City, Utah 84101
- Sean Neves 163 West 900 South, Salt Lake City, Utah 84101

**Article VIII REGISTERED OFFICE AND AGENT:**

The address of the Council’s initial registered office shall be **161 West 900 South, Salt Lake City, Utah 84101**. Such office may be changed at any time by the Board of Directors without amendment of these Articles of Incorporation. The Council’s initial registered agent at such address shall be **Mary Gordon**.

I acknowledge and accept appointment as corporate registered agent:



\_\_\_\_\_  
Mary Gordon

**Article IX PRINCIPAL PLACE OF BUSINESS:**

The principal place of business of the Council shall be **161 West 900 South Salt Lake City, Utah 84101**.

**Article X DISTRIBUTIONS:**

No part of the net earnings of the Council shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Council 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 III hereof.

No substantial part of the activities of the Council shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Council 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. Notwithstanding any other provision of these Articles of Incorporation, the Council 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, as amended or supplemented, or (b) by a corporation,



contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

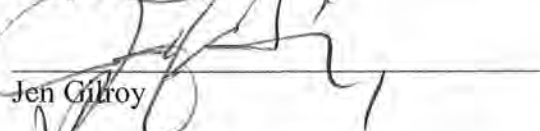
**Article XI DISSOLUTION:** Upon the dissolution of the Council, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Council is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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In witness whereof, the undersigned have executed these Articles of Incorporation this 13<sup>th</sup> day of August, 2018 and say that we are all incorporators herein; that we have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, expecting as to matters herein alleged upon information and belief and as to those matters we believe to be true.



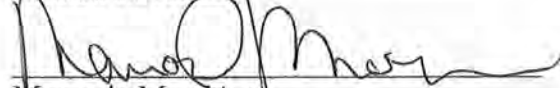
Mary Gordon



Jen Gilroy



Kristen Lavelett



Memorie Morrison



Sean Neves