



**State of Rhode Island and Providence Plantations  
Office of the Secretary of State**

Fee: \$35.00

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

**Non-Profit Corporation  
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

**ARTICLE I**

The name of the corporation is Rhode Island Association of School Human Resources Professionals

**ARTICLE II**

The period of its duration is  Perpetual  \_\_\_\_\_

**ARTICLE III**

The specific purpose or purposes for which the corporation is organized are:

The purpose of the Rhode Island Association of School Human Resources Professionals (RIASHRP) shall be to promote effective, ethical, and progressive practices of Human Resource management within the public school systems of Rhode Island.

**ARTICLE IV**

Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:

CONSTITUTION

ARTICLE I - NAME

THE RHODE ISLAND ASSOCIATION OF SCHOOL HUMAN RESOURCES PROFESSIONALS SHALL BE THE NAME OF THIS ORGANIZATION.

ARTICLE II – PURPOSE

THE PURPOSE OF THE RHODE ISLAND ASSOCIATION OF SCHOOL HUMAN RESOURCES PROFESSIONALS (RIASHRP) SHALL BE TO PROMOTE EFFECTIVE, ETHICAL, AND PROGRESSIVE PRACTICES OF HUMAN RESOURCE MANAGEMENT WITHIN THE PUBLIC SCHOOL SYSTEMS OF RHODE ISLAND.

ARTICLE III – MEMBERSHIP

MEMBERSHIP IN THIS ASSOCIATION SHALL BE OPEN TO PERSONS WHO HAVE A MAJOR RESPONSIBILITY FOR HUMAN RESOURCES/PERSONNEL ADMINISTRATION IN RHODE ISLAND PUBLIC SCHOOLS. ONLY MEMBERS IN GOOD STANDING SHALL BE

AFFORDED THE RIGHT TO VOTE AND HOLD OFFICE.

ARTICLE IV – OFFICERS

SECTION 1 THE OFFICERS OF THIS ASSOCIATION SHALL BE A PRESIDENT, PRESIDENT-ELECT,

SECRETARY AND A TREASURER.

SECTION 2 THE TERM OF OFFICE FOR ALL OFFICERS SHALL BE ONE YEAR STARTING FROM SEPTEMBER 1 OF THE ELECTED YEAR TO AUGUST 31 OF THE FOLLOWING YEAR.

SECTION 4 THE OFFICERS SHALL BE ELECTED BY A MAJORITY AT THE ANNUAL ELECTIONS HELD

AT THE MAY MEETING.

ARTICLE V – MEETINGS

SECTION 1 A MINIMUM OF FOUR MEETINGS WILL BE HELD THROUGHOUT THE SCHOOL YEAR WITH ONE MEETING BEING THE ANNUAL MEETING IN THE MONTH OF MAY.

SECTION 2 THE MAY MEETING WILL BE DESIGNATED AS THE ANNUAL MEETING AT WHICH MEETING THE ELECTION OF OFFICERS WILL OCCUR BY MAJORITY VOTE OF THOSE PRESENT AND VOTING.

SECTION 3 SPECIAL MEETINGS OF THE ORGANIZATION MAY BE CALLED BY THE PRESIDENT AS DEEMED NECESSARY.

SECTION 4 A QUORUM FOR THE CONDUCT OF OFFICIAL BUSINESS SHALL BE DEFINED AS

TWO-THIRDS (2/3) OF THE VOTING MEMBERSHIP.

ARTICLE VI – AMENDMENTS

SECTION 1 AMENDMENTS TO THIS CONSTITUTION MAY BE PROPOSED BY EITHER THE OFFICERS OR VOTING MEMBERS OF THIS ASSOCIATION.

SECTION 2 CONSENT BY TWO-THIRDS (2/3) OF THE VOTING MEMBERS SHALL BE NECESSARY TO APPROVE AMENDMENTS TO THIS CONSTITUTION.

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BYLAWS

ARTICLE I – DUTIES OF OFFICERS

SECTION 1 THE DUTIES OF THE PRESIDENT SHALL BE TO:

A. PRESIDE OVER ALL REGULAR MEMBERSHIP MEETINGS.

B. CALL FOR SPECIAL MEETINGS WHEN NECESSARY.

C. SIGN ALL FINANCIAL DOCUMENTS OF THE ORGANIZATION.

D. SERVE AS THE ORGANIZATIONAL REPRESENTATIVE.

E. APPOINT AND SUPERVISE ALL COMMITTEES AND THEIR WORK.

SECTION 2 THE DUTIES OF THE PRESIDENT-ELECT SHALL BE TO:

A. SUCCEED THE PRESIDENT SHOULD HE OR SHE FOR ANY REASON BE UNABLE TO CARRY OUT THE PRESIDENTIAL DUTIES.

B. ASSIST THE PRESIDENT IN ADMINISTERING THE BUSINESS OF THE ORGANIZATION.

- C. PRESIDE AT MEETINGS IN THE ABSENCE OF THE PRESIDENT.
- D. PLAN PROGRAMS FOR THE ANNUAL MEETING IN MAY.

SECTION 3 THE DUTIES OF THE SECRETARY SHALL BE TO:

- A. MAINTAIN A COMPLETE AND ACCURATE RECORD OF ALL REGULAR MEETINGS OF THE ASSOCIATION.
- B. RECORD MINUTES OF EACH MEETING AND TAKE CARE OF ANY MAJOR CORRESPONDENCE CONCERNING THE ORGANIZATION AS A WHOLE.
- C. NOTIFY THE MEMBERSHIP OF ALL MEETINGS AND SPECIAL EVENTS.

SECTION 4 THE DUTIES OF THE TREASURER SHALL BE TO:

- A. KEEP AN ACCURATE RECORD OF ALL ASSOCIATION FINANCIAL AND HISTORICAL DOCUMENTS.
- B. PAY ALL AUTHORIZED EXPENSES.
- C. MAINTAIN MEMBERSHIP ROLL.
- D. SIGN ALL FINANCIAL DOCUMENTS.
- E. PRESENT A FINANCIAL REPORT TO THE MEMBERSHIP AT THE MAY MEETING.
- F. TURN IN ALL FINANCIAL RECORDS FOR RE-ISSUE TO THE NEW TREASURER WHEN REQUIRED OR APPROPRIATE.

ARTICLE III – COMMITTEES

SECTION 1 AD-HOC COMMITTEES SHALL BE FORMED BY THE PRESIDENT, AS DEEMED NECESSARY, TO COMPLETE THE BUSINESS OF THE ASSOCIATION.

ARTICLE VIII – AMENDMENTS

SECTION 1 AMENDMENTS TO THESE BYLAWS MAY BE PROPOSED BY EITHER THE OFFICERS OR VOTING MEMBERS OF THIS ASSOCIATION.  
SECTION 2 CONSENT BY TWO-THIRDS (2/3) OF THE VOTING MEMBERS SHALL BE NECESSARY TO APPROVE AMENDMENTS TO THESE BYLAWS.

**ARTICLE V**

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 81 FIELDSTONE DRIVE  
 City or Town: COVENTRY, RI State: RI Zip: 02816

The name of its initial registered agent at such address is JACQUELINE S. LUCIA

**ARTICLE VI**

The number of directors constituting the initial Board of Directors of the Corporation is 3 and the names and addresses of the persons who are to serve as the initial directors are:

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
DIRECTOR	SUSAN ROGERS	455A SWITCH ROAD WOOD RIVER JUNCTION, RI 02894 USA
DIRECTOR	JACQUELINE LUCIA	81 FIELDSTONE DRIVE COVENTRY, RI 02816 USA

DIRECTOR	ERIC BANVILLE	1624 LONSDALE AVENUE LINCOLN, RI 02865 USA
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**ARTICLE VII**

The name and address of the incorporator is:

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
INCORPORATOR	JACQUELINE LUCIA	81 FIELDSTONE DRIVE COVENTRY, RI 02816 USA

**ARTICLE VIII**

Date when corporate existence is to begin 09/24/2015  
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

**Signed this 21 Day of September, 2015 at 11:09:08 AM by the incorporator(s).** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

**Enter signature(s) below.**  
JACQUELINE LUCIA

Form No. 200  
Revised 09/07

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State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

