



**State of Rhode Island
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 RI Clean Transportation Coalition

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

THE CORPORATION IS A NONPROFIT ORGANIZATION INCORPORATED AND OPERATED FOR THE PROMOTION OF SOCIAL WELFARE AS DESCRIBED IN SECTION 501(C)(4) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE"); (ALL REFERENCES TO SECTIONS OF THE CODE INCLUDE THE CORRESPONDING PROVISION OF ANY SUBSEQUENT FEDERAL TAX LAW). MORE PARTICULARLY, AND IN FURTHERANCE OF THIS PURPOSE, THE CORPORATION SHALL SUPPORT POLICIES AND PROGRAMS THAT WILL REDUCE TRANSPORTATION EMISSIONS AND IMPROVE THE LIVES OF RHODE ISLANDERS. THE CORPORATION WILL WORK TO ENABLE A CLEAN TRANSPORTATION FUTURE FOR RHODE ISLAND BUILD UPON THE CORE VALUES OF INNOVATION, EQUITY, PUBLIC HEALTH AND ECONOMIC DEVELOPMENT.

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:

1. NO DIRECTOR SHALL BE PERSONALLY LIABLE TO THE CORPORATION OR ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF THE DIRECTOR'S DUTY AS A DIRECTOR. HOWEVER, LIABILITY OF THE DIRECTOR WILL NOT BE LIMITED OR ELIMINATED:
(A) FOR ANY BREACH OF THE DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION OR ITS MEMBERS;
(B) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR THAT INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW; OR

(C) FOR ANY TRANSACTION FROM WHICH THE DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT, AND ALSO INCLUDING ANY PROVISION THAT UNDER THE LAW IS REQUIRED OR PERMITTED TO BE SET FORTH IN THE BYLAWS.

2. UPON THE DISSOLUTION OF THE CORPORATION, THE BOARD OF DIRECTORS SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL OF THE ASSETS OF THE CORPORATION EXCLUSIVELY FOR THE PURPOSES OF THE CORPORATION, IN SUCH MANNER, OR TO ONE OR MORE OTHER ORGANIZATIONS THAT ARE DESCRIBED IN CODE SECTIONS 501(C)(3) OR 501(C)(4), AS SELECTED BY THE BOARD OF DIRECTORS.

ARTICLE V

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

No. and Street: 260 WEST EXCHANGE STREET
SUITE 100

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of its initial registered agent at such address is CHRISTOPHER VITALE

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:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	COLLEEN QUINN	5 RENFREW PARK MIDDLETOWN, RI 02842 USA
DIRECTOR	NANCY RYAN	7030 DEVON WAY BERKELEY, CA 94705 USA
DIRECTOR	LLOYD ALBERT	133 CAMDEN ROAD NARRAGANSETT, RI 02882 USA

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	COLLEEN QUINN	5 RENFREW PARK MIDDLETOWN, RI 02842 USA

ARTICLE VIII

Date when corporate existence is to begin 04/05/2021

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 5 Day of April, 2021 at 1:56:21 PM 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.

COLLEEN QUINN

Form No. 200
Revised 09/07

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State of Rhode Island
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,
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:

April 05, 2021 01:56 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

