



**State of Rhode Island  
Office of the Secretary of State**

Fee: \$20.00

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

**Non-Profit Corporation  
Annual Report**

Filing Period: June 1 - June 30

*In accordance with R.I.G.L. 7-6-94, each corporation failing or refusing to file its annual report within the time prescribed by law (R.I.G.L. 7-6-91) is subject to a penalty fee of \$25.00.*

**ANNUAL REPORT YEAR:** 2021

**1. Corporate ID No.** 001713244

**2. Name of Corporation** SRBA Historic Building And Environmental Preservation Foundation

**3. State of Incorporation**

State: RI

**ARTICLE III**

Using the dropdown labeled NAICS Code below, select the classification title that describes the primary type of activity in which your entity engages. The box to the right of the dropdown will populate a NAICS Code based on the chosen selection. If the NAICS Code is known, enter it into the box on the right. For further assistance with selecting a classification [click here](#).

NAICS Code

**4. Principal Office Address**

No. and Street: 34 OCEAN AVENUE  
City or Town: NEWPORT State: RI Zip: 02840 Country: USA

**5. Foreign Corporation. Enter Principal Office Address**

No. and Street:  
City or Town: State: Zip: Country:

**5. Brief Description of the Character of the Affairs Conducted in Rhode Island**

ARTICLE 1. THE PRESERVATION AND MAINTENANCE OF HISTORIC BUILDINGS LISTED IN THE NATIONAL REGISTER OF HISTORIC PLACES, AND IDENTIFIED AS A CONTRIBUTING RESOURCE IN THE OCEAN DRIVE NATIONAL REGISTER HISTORIC DISTRICT AND THE OCEAN DRIVE NATIONAL HISTORIC LANDMARK DISTRICT, INCLUDING THE PROTECTION, PRESERVATION, AND CONSERVATION OF ENVIRONMENTALLY, INCLUDING ECOLOGICALLY, SENSITIVE LAND

SURROUNDING SAID HISTORIC BUILDINGS, AND GENERALLY FOR THE CHARITABLE, EDUCATIONAL, ENVIRONMENTAL, CULTURAL AND OTHER PURPOSES SET FORTH IN SECTION 7-6-4 OF THE RHODE ISLAND NONPROFIT CORPORATION ACT, AND IN ACCORDANCE WITH SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AND SHALL HAVE ALL THE POWER AND AUTHORITY PROVIDED UNDER THE ACT.

ARTICLE 4.

SECTION I: (A) THE MEMBERS OF THIS CORPORATION INITIALLY SHALL CONSIST OF THE PERSONS NAMED AS INCORPORATORS, AND, SUBSEQUENTLY,

SUCH OTHER PERSONS AS MAY BE MEMBERS IN THE MANNER PROVIDED BY THE BY-LAWS.

(B) MEMBERS SHALL BE PERSONS WHO HAVE EXPERIENCE, EXPERTISE OR DEMONSTRABLE INTEREST IN THE PRESERVATION AND PROTECTION OF HISTORIC STRUCTURES AND THE ENVIRONMENT SURROUNDING THE SAME. ADDITIONAL QUALIFICATIONS OF MEMBERSHIP MAY BE SET FORTH IN THE BY-LAWS

OF THE CORPORATION.

(C) THE MEMBERS OF THE CORPORATION SHALL BE THE TRUSTEES THEREOF, AND THE NUMBER OF TRUSTEES SHALL BE NOT LESS THAN FIVE (5) AND NO MORE THAN NINE (9).

(D) NO MORE THAN ONE QUARTER (1/4) OF THE MEMBERS OF THE CORPORATION SHALL CONSIST OF MEMBERS, DIRECTORS OR OFFICERS OF SPROUTING ROCK BEACH ASSOCIATION.

(E) A MEMBER'S TERM SHALL CEASE WHEN HIS OR HER TERM AS A TRUSTEE CEASES, AND VICE-VERSA.

SECTION II: THE CONTROL AND MANAGEMENT OF THE AFFAIRS OF THIS CORPORATION SHALL BE VESTED IN A BOARD OF TRUSTEES COMPRISED OF THE MEMBERSHIP OF THE CORPORATION. THE BOARD OF TRUSTEES SHALL ELECT A PRESIDENT, A VICE PRESIDENT, A SECRETARY, AND A TREASURER. THE TIME AND METHOD OF ELECTING THE OFFICERS AND THE LENGTH OF THE TERM OF THEIR

OFFICE SHALL BE FIXED IN THE BY-LAWS. THE BOARD OF TRUSTEES MAY ENGAGE THE SERVICES OF OTHER EMPLOYEES AS MAY FROM TIME TO TIME BE DEEMED NECESSARY OR ADVISABLE TO ACCOMPLISH THE OBJECTS AND PURPOSES OF THE CORPORATION.

SECTION III: THE CORPORATION MAY DISSOLVE OR BE DISSOLVED AS PROVIDED IN SECTION 7-6-50 OF THE GENERAL LAWS OF THE STATE OF RHODE ISLAND. UPON THE DISSOLUTION OF THE CORPORATION, THE BOARD OF TRUSTEES SHALL, AFTER PAYING OR MAKING PROVISION FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISPOSE OF ALL OF ITS ASSETS EXCLUSIVELY FOR THE PURPOSES OF THE CORPORATION IN SUCH MANNER, OR TO SUCH ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE,

EDUCATIONAL, RELIGIOUS, OR SCIENTIFIC PURPOSES AS SHALL AT THE TIME QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501 (C)

(3) OF THE INTERNAL REVENUE CODE OF 1986 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAWS), AND WHICH

HAS ITS PRINCIPAL PLACE OF BUSINESS ON AQUIDNECK ISLAND, COUNTY OF NEWPORT, STATE OF RHODE ISLAND, THEIR SUCCESSORS AND ASSIGNS, AS THE BOARD OF TRUSTEES SHALL DETERMINE. ANY OF SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE SUPERIOR COURT FOR THE COUNTY OF

NEWPORT

EXCLUSIVELY FOR SUCH PURPOSE OR TO SUCH ORGANIZATION OR ORGANIZATIONS,

AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

SECTION IV: 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 FOURTH HEREOF.

SECTION V: 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 ANY CANDIDATE FOR PUBLIC OFFICE.

SECTION VI: NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON, (A) BY CORPORATIONS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS AMENDED FROM TIME TO TIME; AND, (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, AS AMENDED FROM TIME TO TIME.

**6. Names and Addresses of the Officers and Directors:**

**All Directors and Officers must be listed individually. The number of DIRECTORS of a Rhode Island Corporation shall not be less than 3.**

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
INCORPORATOR	WILLIAM R. LANDRY ESQ.	30 EXCHANGE TERRACE PROVIDENCE, RI 02903 USA
DIRECTOR	PETER D. KIERNAN	428 ROUND HILL ROAD GREENWICH, CT 06831 USA
DIRECTOR	KAITY RYAN	200 FARNUM PIKE SMITHFIELD, RI 02917 USA
DIRECTOR	LESLIE B. JONES	333 GIBBS AVENUE NEWPORT, RI 02840 USA
DIRECTOR	RICHARD C. YOUNGKEN	P.O. BOX 326 PEACE DALE, RI 02883 USA
DIRECTOR	ELENA T. KISSEL	211 CARROLL AVENUE NEWPORT, RI 02840 USA

**7. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER  
Changes Require Filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78**

WILLIAM R. LANDRY 30 EXCHANGE TERRACE PROVIDENCE , RI 02903

**8. This report must be signed by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, duly Authorized Representative, Receiver, or Trustee.**

**Signed this 14 Day of June, 2021 at 2:51:55 PM by the authorized person.** *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 company, 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.*

By WILLIAM R. LANDRY  
Signature of Authorized Person

Form No. 631  
Revised 09/07

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