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 LEAD21 Alumni Association, Inc.

ARTICLE II

The period of its duration is X Perpetual __

ARTICLE III

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

THE SPECIFIC PURPOSE OR PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

(A) THE MISSION THE LEAD21 ALUMNI ASSOCIATION, LLC IS TO FACILITATE CONTINUED
LEADERSHIP AND PROFESSIONAL DEVELOPMENT OPPORTUNITIES AND BUILD A NETWORK OF
ALUMNI TO ADDRESS CHALLENGES FACING AGRICULTURAL, ENVIRONMENTAL, AND HUMAN
SCIENCES. LEAD21 IS A 1-YEAR PROGRAM THAT PROVIDES LEADERSHIP AND PROFESSIONAL DEVELOPMENT TRAINING FOR FACULTY AND PROFESSIONALS WITHIN THE
LAND-GRANT SYSTEM.

(B) THE CORPORATION IS IRREVOCABLY DEDICATED TO AND OPERATED EXCLUSIVELY FOR,
NONPROFIT PURPOSES AND NO PART OF THE INCOME OR ASSETS OF THE CORPORATION
SHALL BE DISTRIBUTED, TO, NOR INURE TO THE BENEFIT OF, ANY INDIVIDUAL.

(C) THIS CORPORATION IS ORGANIZED EXCLUSIVELY FOR THE PROMOTION OF A COMMON
BUSINESS INTEREST AND NOT TO ENGAGE IN A REGULAR BUSINESS OF A KIND ORDINARILY CARRIED ON FOR PROFIT, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF
DISTRIBUTIONS TO ORGANIZATIONS WHICH QUALIFY AS EXEMPT ORGANIZATIONS UNDER
SECTION 501(C)(6) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR THE CORRESPONDING SECTION OF ANY FUTURE UNITED STATES INTERNAL REVENUE

LAW.

(D) THE PROPERTY OF THE CORPORATION IS IRREVOCABLY DEDICATED TO THE PURPOSES
DESCRIBED IN THIS ARTICLE THIRD HEREOF AND NO PART OF THE NET INCOME OR ASSETS OF THE CORPORATION SHALL EVER INURE TO THE BENEFIT OF ANY PRIVATE

PERSONS, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED TO PAY REASONABLE
COMPENSATION FOR SERVICES RENDERED.

(E) NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT
OF OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND
EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES ACTUALLY RENDERED AND
TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS EXEMPT PURPOSES. NO
SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSIST OF 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. NOTWITHSTANDING ANY
OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY
OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON

(1) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAXATION UNDER SECTION 501(C)
(6) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR THE CORRESPONDING
SECTION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW, OR

(2) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCIBLE UNDER SECTION
170(C)(2) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR THE CORRESPONDING SECTION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW.

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:

(A) A DIRECTOR OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION OR ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF THE DIRECTOR'S
DUTY AS A DIRECTOR, EXCEPT FOR LIABILITY (I) FOR ANY BREACH OF THE

DIRECTOR'S
DUTY OF LOYALTY TO THE CORPORATION OR ITS MEMBERS, (II) FOR ACTS OR OMISSIONS
NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING
VIOLATION OF THE LAW, OR (III) FOR ANY TRANSACTION FROM WHICH THE DIRECTOR
DERIVED AN IMPROPER PERSONAL BENEFIT.

IF THE RHODE ISLAND NON-PROFIT CORPORATION ACT IS AMENDED TO AUTHORIZE

CORPORATE ACTION FURTHER ELIMINATING OR LIMITING THE PERSONAL LIABILITY OF
DIRECTORS, THE LIABILITY OF A DIRECTOR OF THE CORPORATION SHALL BE ELIMINATED
OR LIMITED TO THE FULLEST EXTENT PERMITTED BY THE RHODE ISLAND NON-PROFIT
CORPORATION ACT, AS SO AMENDED. ANY REPEAL OR MODIFICATION OF THE PROVISIONS
OF THIS ARTICLE BY THE CORPORATION SHALL NOT ADVERSELY AFFECT ANY RIGHT OR
PROTECTION OF A DIRECTOR OF THE CORPORATION EXISTING AT THE TIME OF SUCH
REPEAL OR MODIFICATION.

(B) UPON THE DISSOLUTION OF THE CORPORATION OR THE WINDING UP OF ITS AFFAIRS,
OR OTHER LIQUIDATION OF ITS ASSETS, THE CORPORATION'S PROPERTY SHALL NOT BE
CONVEYED TO ANY ORGANIZATION CREATED OR OPERATED FOR PROFIT OR TO ANY
INDIVIDUAL, AND ALL OF THE REMAINING ASSETS OF THE CORPORATION, AFTER THE
PAYMENT OF THE CORPORATION'S DEBTS, SHALL BE CONVEYED OR DISTRIBUTED ONLY TO
ONE OR MORE ORGANIZATIONS CREATED AND OPERATED FOR ONE OR MORE EXEMPT
PURPOSES WITHIN THE MEANING OF ARTICLE THIRD (C) HEREOF, OTHER THAN FOR
RELIGIOUS PURPOSES, ALL OF THE FOREGOING WITHIN THE MEANING OF SECTION 501(C)
(6) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, OR THE CORRESPONDING
SECTION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW. ANY SUCH ASSETS NOT
SO DISPOSED 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.

(C) BY-LAWS OF THE CORPORATION MAY BE ADOPTED BY THE INCORPORATOR OR THE
OFFICERS AT ANY REGULAR MEETING OR ANY SPECIAL MEETING CALLED FOR THAT

PURPOSE, AS LONG AS THEY ARE NOT INCONSISTENT WITH THE PROVISIONS OF THESE
ARTICLES.

ARTICLE V

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

No. and Street: C/O HANDY LAW, LLC
42 WEYBOSSET STREET
City or Town: PROVIDENCE State: RI Zip: 02903

The name of its initial registered agent at such address is HELEN D. ANTHONY, ESQ.

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	DEAN JOUSAN	DEPARTMENT OF ANIMAL SCIENCES, BOX 9815 MISSISSIPPI STATE, MS 39762 US
DIRECTOR	ANN DELAY	CALIFORNIA POLYTECHNIC STATE UNIV, BUILDING 10 ROOM 244 SAN LUIS OBISPO, CA 93407 US
DIRECTOR	ANDREW LAZUR	UNIV. OF MARYLAND EXTENSION, 2005 LARGO ROAD UPPER MARLBORO, MD 20774 US

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	ROCHELLE SAPP	14415 MAGNOLIA ST. BLAKELY, GA 39823 US

ARTICLE VIII

Date when corporate existence is to begin 07/12/2021
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 12 Day of July, 2021 at 2:57:45 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.
/S/ ROCHELLE SAPP

Form No. 200
Revised 09/07

© 2007 - 2021 State of Rhode Island
All Rights Reserved

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:

July 12, 2021 02:54 PM

Nellie M. Gorbea
Secretary of State