



**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 LIM Booster Club

ARTICLE II

The period of its duration is X Perpetual

ARTICLE III

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

SECTION 1. PURPOSE. THE PURPOSE OF THE LIM BOOSTER CLUB IS TO PROVIDE FINANCIAL SUPPORT TO COMPANY DANCERS AT LIM STUDIO FOR PERFORMANCE-RELATED EXPENSES.

SECTION 2. MISSION. CREATING FUNDRAISING OPPORTUNITIES FOR PARENTS OF STUDENTS AT LIM.

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:

ARTICLE III. MEMBERSHIP

SECTION 1. ELIGIBILITY. MEMBERSHIP IS STRONGLY SUGGESTED FOR AT LEAST ONE

ADULT FAMILY MEMBER OF EACH DANCER. MEMBERSHIP TO LIM BOOSTER CLUB SHALL BE

PARENTS/GUARDIANS/ADULT FAMILY MEMBERS OF COMPANY MEMBERS, PERFORMANCE TEAM

DANCERS, OR REC DANCERS AT LIM, OR THE SAME DANCERS AT LIM WHO ARE 18 YEARS

OF AGE OR OLDER. MEMBERSHIP IS EFFECTIVE UPON SUBMISSION OF THE MEMBERSHIP

APPLICATION FORM AND PAYMENT OF DUES AND/OR COMMITMENT TO VOLUNTEER HOURS AS STATED IN THE MEMBERSHIP TABLE BELOW. (SEE APPENDIX A – MEMBERSHIP LEVELS)

SECTION 2. DUES. ANNUAL MEMBERSHIP DUES SHALL BE DETERMINED BY THE BOARD OF DIRECTORS. THE COST OF DUES SHALL BE PER DANCER AND WILL BE THE SAME FOR EACH DANCER JOINING, INCLUDING DANCERS WHO ARE RELATED. VARIATION OF DUES FOR ANY DANCER REQUIRES A VOTE OF THE OFFICERS OF THE BOARD. DUES ARE NOT REFUNDABLE.

SECTION 3. COMMITMENT. COMMITMENT TO THE STUDIO BOOSTER CLUB SHALL BE THE SAME AS THE FISCAL YEAR OF THE ORGANIZATION.

SECTION 4. VOTING. ALL MEMBERS IN ATTENDANCE IS ALLOWED A VOTE. EACH ADULT MEMBER IS ENTITLED TO ONE VOTE WHEN PERSONALLY IN ATTENDANCE AT MEETINGS OF THE BOOSTER CLUB.

SECTION 5. UNUSUAL TERMINATION:

A. THE BOARD OF DIRECTORS, BY MAJORITY VOTE, MAY TERMINATE THE MEMBERSHIP OF ANY MEMBER FOR REASONABLE CAUSE. REASONABLE CAUSE MAY BE CONSIDERED, BUT NOT LIMITED TO, ANY BEHAVIOR THAT IS UNBECOMING TO A MEMBER REPRESENTING THE LIM BOOSTER CLUB.

B. ANY MEMBER MAY TERMINATE MEMBERSHIP BY FILING A WRITTEN NOTICE WITH THE SECRETARY; HOWEVER, SUCH TERMINATION SHALL NOT RELIEVE THE MEMBER OF THE OBLIGATION TO PAY ANY DUES OR OTHER CHARGES INCURRED AND UNPAID.

ARTICLE IV. OFFICERS

SECTION 1. GOVERNANCE. GOVERNANCE OF THE LIM BOOSTER CLUB SHALL BE VESTED IN A BOARD OF DIRECTORS WHICH SHALL INCLUDE THE OFFICERS OF THE

CORPORATION. THE NUMBER OF DIRECTORS SHALL BE FIXED BY RESOLUTION OF THE BOARD OF DIRECTORS WITHIN A RANGE OF NO LESS THAN THREE OR MORE THAN FIVE.

SECTION 2. ELECTION OF OFFICERS. LIM BOOSTER CLUB OFFICER SEATS ARE FILLED ON A VOLUNTEER BASIS; IF MULTIPLE, THEN A BALLOT VOTE WILL BE HELD. OFFICES SHALL INCLUDE A BOARD PRESIDENT, VICE PRESIDENT, TREASURER, AND SECRETARY.

SECTION 3. TERM OF OFFICE. OFFICERS WILL SERVE A ONE-YEAR TERM AND ARE ELIGIBLE FOR RE-ELECTION. TERM DATES SHALL BEGIN AUG 1 AND END JULY 31 EACH YEAR.

SECTION 4. COMPENSATION AND EXPENSES. NO COMPENSATION WILL BE PAID TO ANY MEMBER OF THE BOARD FOR SERVICES AS A MEMBER OF THE BOARD. BY RESOLUTION OF THE BOARD, REASONABLE EXPENSES MAY BE ALLOWED FOR SPECIAL SERVICES RENDERED BY ANY DIRECTOR AND FOR ATTENDANCE AT REGULAR AND SPECIAL MEETINGS OF THE BOARD.

SECTION 5. DUTIES. THE DUTIES OF EACH OFFICER SHALL BE THOSE ORDINARILY ASSOCIATED WITH THAT OFFICE. THEY INCLUDE, BUT ARE NOT LIMITED TO:

A. PRESIDENT: THE PRESIDENT SHALL PRESIDE AT ALL MEETINGS OF LIMBC, DEVELOP THE AGENDA FOR EACH GENERAL MEETING, APPOINT COMMITTEE CHAIRPERSONS, ACT AS THE PRIMARY LIAISON BETWEEN THE LIM BOOSTER CLUB AND THE OWNER/DIRECTOR OF LIM, DELEGATE BOARD RESPONSIBILITIES AS NEEDED, AND OVERSEE THE OPERATIONS OF THE CORPORATION.

B. VICE PRESIDENT: THE VICE PRESIDENT SHALL ASSUME DUTIES OF THE PRESIDENT IN HIS/HER ABSENCE, OR WHEN CALLED UPON TO DO SO, ACT AS TIMEKEEPER AT MEETINGS, AND PERFORM DUTIES AS ASSIGNED.

C. SECRETARY: THE SECRETARY SHALL RECORD MINUTES OF ALL BOARD

MEETINGS AND

DISTRIBUTE THEM TO THE BOARD OF DIRECTORS. THE SECRETARY SHALL COORDINATE

ALL CORRESPONDENCE CONCERNING LIMBC AND KEEP A HISTORICAL FILE OF ALL

POLICIES AND PROCEDURES, LETTERS, RECORDS, AND REPORTS.

D. TREASURER: THE TREASURER SHALL MANAGE TSBC FINANCIAL TRANSACTIONS

(INCLUDING EARMARKED FUNDS SUCH AS DANCER ACCOUNTS), MAINTAIN FINANCIAL

RECORDS, PROVIDE COMPREHENSIVE FINANCIAL REPORTS AT MEETINGS, AND PREPARE

(OR ARRANGE PREPARATION OF) STATE AND FEDERAL TAX FORMS/REPORTS.

THE

TREASURER SHALL ALSO ASSIST THE PRESIDENT IN THE DEVELOPMENT OF THE ANNUAL

BUDGET.

ARTICLE VI. MEETINGS/ACTION APPROVAL

SECTION 1. MEETINGS. LIM BOOSTER CLUB BOARD OF DIRECTORS SHALL MEET THE

FIRST THURSDAY OF EACH MONTH. THE LOCATION OF MEETINGS WILL VARY AND WILL

BE PUBLISHED AND SENT TO MEMBERS AT LEAST TWO WEEKS PRIOR TO EACH MEETING.

MEMBERS SHALL NOTIFY THE PRESIDENT IF UNABLE TO ATTEND A MEETING.

SECTION 2. QUORUM. A MAJORITY OF MEMBERS SHALL CONSTITUTE A QUORUM FOR THE

TRANSACTION OF BUSINESS.

SECTION 3. VOTING. AT A MEETING AT WHICH A QUORUM IS PRESENT, DECISIONS SHALL BE DECIDED BY A SIMPLE MAJORITY VOTE OF DIRECTORS PRESENT. THE PRESIDENT MAY ONLY VOTE IN THE EVENT OF A TIE VOTE OF THE MEMBERSHIP.

A. ACTIONS REQUIRING A VOTE INCLUDE ELECTION OF OFFICERS, REVISION OF THE

BYLAWS, APPROVAL OF NEW EXPENDITURES, ADDITION OR REVISION OF POLICIES AND

PROCEDURES, AND COMMITMENT TO A PROJECT, EVENT, OR GOAL. OTHER ISSUES MAY

BE BROUGHT TO A VOTE AT THE DISCRETION OF THE PRESIDENT.

B. BOARD MEMBERS MAY BE POLLED BY TELEPHONE OR E-MAIL. RESULTS MUST BE GIVEN TO THE SECRETARY AND RECORDED IN THE MINUTES OF THE FOLLOWING GENERAL MEETING.

SECTION 4. SPECIAL MEETINGS. SPECIAL MEETINGS OF THE BOARD OF DIRECTORS SHALL MEET AT THE CALL OF THE PRESIDENT, OR ON WRITTEN CALL SIGNED BY ANY THREE BOARD MEMBERS.

ARTICLE VII. FISCAL YEAR

SECTION 1. FISCAL YEAR. THE FISCAL YEAR OF LIM BOOSTER CLUB SHALL BE AUG 1 THROUGH JULY 30 OF EACH YEAR.

ARTICLE VIII. INDEMNIFICATION

SECTION 1. INDEMNIFICATION. THE OFFICERS SHALL NOT BE PERSONALLY LIABLE FOR THE DEBTS, LIABILITIES, OR OTHER OBLIGATIONS OF THE CORPORATION. THE OFFICERS AND MEMBERS OF THE CORPORATION SHALL BE INDEMNIFIED BY THE CORPORATION TO THE FULLEST EXTENT PERMISSIBLE UNDER THE LAWS OF THE STATE OF RHODE ISLAND. EXCEPT AS MAY BE OTHERWISE PROVIDED UNDER PROVISIONS OF LAW, THE BOARD OF DIRECTORS MAY ADOPT A RESOLUTION AUTHORIZING THE PURCHASE AND MAINTENANCE OF INSURANCE ON BEHALF OF ANY AGENT OF THE CORPORATION (INCLUDING A DIRECTOR, OFFICER, EMPLOYEE, OR OTHER AGENT OF THE CORPORATION) AGAINST LIABILITIES ASSERTED AGAINST OR INCURRED BY THE AGENT IN SUCH CAPACITY OR ARISING OUT OF THE AGENTS STATUS AS SUCH, WHETHER OR NOT THE CORPORATION WOULD HAVE THE POWER TO INDEMNIFY THE AGENT AGAINST SUCH LIABILITY UNDER THE ARTICLES OF INCORPORATION, THESE BYLAWS, OR PROVISIONS OF LAW.

ARTICLE IX. NONDISCRIMINATION

SECTION 1. NONDISCRIMINATION POLICY. THE LIM BOOSTER CLUB IS

COMMITTED TO A
POLICY OF FAIR REPRESENTATION ON THE BOARD OF DIRECTORS AND WILL NOT
DISCRIMINATE ON THE BASIS OF RACE, DISABILITY, COLOR, RELIGION, SEX,
SEXUAL
ORIENTATION, AGE, OR GEOGRAPHY.

ARTICLE X. DISSOLUTION

SECTION 1. DISSOLUTION. IN THE EVENT OF THE DISSOLUTION OF THE LIM
BOOSTER
CLUB AND AFTER THE PAYMENT, OR PROVISION FOR PAYMENT, OF ALL DEBTS
AND
LIABILITIES OF THE CORPORATION, THE BOARD OF DIRECTORS IN ITS SOLE
DISCRETION SHALL CAUSE THE NET ASSETS OF THE CORPORATION TO BE
DISTRIBUTED
FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION
501(C)(3) OF
THE INTERNAL REVENUE CODE OR SHALL BE DISTRIBUTED TO THE FEDERAL
GOVERNMENT
OR TO A STATE OR LOCAL GOVERNMENT FOR PUBLIC PURPOSE. SUCH
DISTRIBUTION
SHALL BE MADE IN ACCORDANCE WITH ALL APPLICABLE PROVISIONS OF THE
LAWS OF
THE STATE OF RHODE ISLAND.

ARTICLE V

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

No. and Street: 75 FARM STREET
City or Town: WOONSOCKET State: RI Zip: 02895

The name of its initial registered agent at such address is CATHERINE LAROCHE

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	CATHERINE LAROCHE	75 FARM ST WOONSOCKET, RI 02895 USA
DIRECTOR	JENNIFER CONANT	46 BERKLEY ST WOONSOCKET, RI 02895 USA

DIRECTOR	AMANDA LOZEAU	159 EARLE ST WOONSOCKET, RI 02895 USA
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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	CATHERINE A LAROCHE	75 FARM ST WOONSOCKET, RI 02895 USA

ARTICLE VIII

Date when corporate existence is to begin 08/01/2023
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 19 Day of July, 2023 at 10:33:27 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.

CATHERINE A LAAROCHE

Form No. 200
Revised 09/07

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State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, 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 19, 2023 10:31 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State

