



State of Rhode Island  
Department of State - Business Services Division

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2023 SEP 11 P 3:32

### Articles of Amendment

DOMESTIC Non-Profit Corporation

→ Filing Fee: \$10.00

Pursuant to the provisions of RIGL 7-6-40, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Entity ID Number:  001746926	2. The name of the corporation is:  Green & Healthy Homes Initiative - Rhode Island
3. If the entity's name is changing, state the new name:  <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>	
4. If the period of its duration is changing complete the following section: <b>CHECK ONE BOX ONLY</b>	
<input type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____	
<div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>	
5. If the entity's purpose is changing complete the following section: <i>*The new purpose should include ALL activity to be transacted in the State of Rhode Island.</i>	
ARTICLE III: The specific purpose or purposes for which the Corporation is organized are: 01 – Programs of the Corporation are to address the social determinants of health and racial equity through healthy housing in under resourced communities with an emphasis on communities of color in the State of Rhode Island. 02 – Provide programs, services and technical assistance that support the creation of healthy, safe and energy efficient homes for low to moderate income communities throughout the State of Rhode I	
<div style="display: flex; justify-content: space-between;"> <span>Check the box to indicate an attachment <input checked="" type="checkbox"/></span> <span>Check the box to indicate no change <input type="checkbox"/></span> </div>	
6. If the number of directors is increasing or decreasing (not less than 3 directors), state the number of directors in this section: 5	
<i>*List ALL directors as of this amendment</i>	
NAME	ADDRESS
Douglas Nelson	9549 Lee Valley Road Blanchardville, Wisconsin 53516
Inez Robb	918 N. Fulton Avenue, Unit C, Baltimore, Maryland 21217
Ruth Ann Norton	2714 Hudson Street, Baltimore, Maryland 21224-4716
<div style="display: flex; justify-content: space-between;"> <span>Check the box to indicate an attachment <input checked="" type="checkbox"/></span> <span>Check the box to indicate no change <input type="checkbox"/></span> </div>	

#### MAIL TO:

Division of Business Services  
148 W. River Street, Providence, Rhode Island 02904-2615  
Phone: (401) 222-3040  
Website: [www.sos.ri.gov](http://www.sos.ri.gov)

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7. If adding or amending additional provisions, complete the following section:

ARTICLE IV: The Corporation shall have the authority to amend its Articles of Incorporation as said Amendments are adopted by a majority vote of the Board of Directors. The Corporation desires to amend its Charter as it is currently in effect. Such other and further Amendments to the Articles of Incorporation are contained herein and were approved and adopted by Resolution by a majority of the Board of Directors of the Corporation at a meeting of the Board of Directors on September 7, 2023.

See attached Articles of Amendment for full listing of additional and amended provisions.

Check the box to indicate an attachment ☒

Check the box to indicate no change ☐

8. The amendment was adopted in the following manner: CHECK ONE BOX ONLY

- ☐ The amendment was adopted at a meeting of the members held on \_\_\_\_\_, at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- ☐ The amendment was adopted by a consent in writing on \_\_\_\_\_, signed by all members entitled to vote with respect thereto.
- ☒ The amendment was adopted at a meeting of the Board of Directors held on 9/7/23 and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

9. Date when these Articles of Amendment will be effective: CHECK ONE BOX ONLY

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 30 days from the date of filing) \_\_\_\_\_

10. Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

Type or Print the Name of the Non-Profit Corporation

Green & Healthy Homes Initiative - Rhode Island

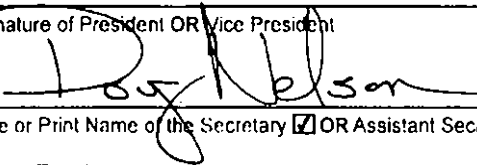
Type or Print Name of the President ☒ OR Vice President ☐

Douglas Nelson

Date

9/7/23

Signature of President OR Vice President



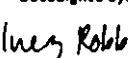
Type or Print Name of the Secretary ☒ OR Assistant Secretary ☐

Inez Robb

Date

9/7/23

Signature of the Secretary OR Assistant Secretary



TWO SIGNATURES ARE REQUIRED

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email [corporations@sos.ri.gov](mailto:corporations@sos.ri.gov).

## **GREEN & HEALTHY HOMES INITIATIVE – RHODE ISLAND**

### **ARTICLES OF AMENDMENT**

The Green & Healthy Homes Initiative - Rhode Island, a Rhode Island non-stock corporation, hereby certifies to the Rhode Island Office of the Secretary of State the following Amendments to the Articles of Incorporation that:

ARTICLE III: The specific purpose or purposes for which the Corporation is organized are:

01 – Programs of the Corporation are to address the social determinants of health and racial equity through healthy housing in under resourced communities with an emphasis on communities of color in the State of Rhode Island.

02 – Provide programs, services and technical assistance that support the creation of healthy, safe and energy efficient homes for low to moderate income communities throughout the State of Rhode Island.

03 – Provide education and promote standards and practices that support the creation of healthy, safe and energy efficient homes in the State of Rhode Island.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV: The Corporation shall have the authority to amend its Articles of Incorporation as said Amendments are adopted by a majority vote of the Board of Directors. The Corporation desires to amend its Charter as it is currently in effect. Such other and further Amendments to the Articles of Incorporation are contained herein and were approved and adopted by Resolution by a majority of the Board of Directors of the Corporation at a meeting of the Board of Directors on September 7, 2023.

ARTICLE VI: The number of directors constituting the Board of Directors is 5 and the names and addresses of the persons who are to serve as the Directors are:

Douglas Nelson	9549 Lee Valley Road Blanchardville, Wisconsin 53516
Inez Robb	918 N. Fulton Avenue, Unit C, Baltimore, Maryland 21217
Ruth Ann Norton	2714 Hudson Street, Baltimore, Maryland 21224-4716
Bertrand Cooper	460 Harris Avenue, Suite 202, Providence, Rhode Island 02909
Wesley Stewart	2714 Hudson Street, Baltimore, Maryland 21224-4716

ARTICLE IX: The Corporation shall adopt Bylaws for the further governance of the Corporation.

ARTICLE X: The Corporation shall have at least five (5) Directors unless the number is increased in accordance with the Bylaws of the Corporation. However, the number of Directors shall never be less than the minimum number required by the Rhode Island General Corporation Law.

ARTICLE XI: 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 Three hereof. 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 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XII: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of 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.

ARTICLE XIII: The Corporation shall have no capital stock and is not authorized to issue capital stock.

ARTICLE XIV: In order to carry out the purposes, the Corporation shall have the following powers within the stated limitations unless amended by the Board of Directors:

(A) To solicit and accept, acquire by gift, donation, devise, grant, purchase, loan or otherwise, any property without limitation;

(B) To make contributions, loans or grants which are consistent with the purposes of the Corporation;

(C) To make agreements and contracts and incur liabilities;

(D) To do all things necessary or desirable to carry on and accomplish the purposes for which the Corporation is organized as the Directors of the Corporation may from time to time deem appropriate and which are not inconsistent with powers conferred upon a non-stock corporation by the General Laws of the State of Rhode Island and the requirements of the Internal Revenue Code;


(E) The Corporation is not organized for pecuniary profit. The Corporation shall have no power to declare dividends. No part of the net earnings of the Corporation shall inure to the benefit of nor be distributed to any member, director, officer or other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments in furtherance of the purposes herein set forth.

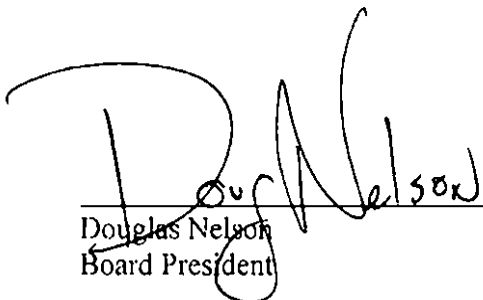
ARTICLE XV: The undersigned officer of the Corporation acknowledges these Articles of Amendment to be the corporate act of the Corporation and, as to all matters or facts required to be verified under oath, the undersigned officer acknowledges that, to the best of her knowledge, information and belief, these matters and facts are true in all material respects and that this statement is made under the penalties for perjury.

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

IN WITNESS WHEREOF, I have signed these Articles of Amendment and acknowledge the same to be my act on this 7th day of September, 2023.

ATTEST:

DocuSigned by:  
  
C162C611C0C034E1  
Inez Robb  
Board Secretary

  
Douglas Nelson  
Board President



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:

September 11, 2023 03:32 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore  
*Secretary of State*

