

**ARTICLES OF INCORPORATION**

**FRIENDS OF CHABOT COLLEGE**

**A California Nonprofit Public Benefit Corporation**

**ARTICLE I: NAME OF CORPORATION**

1. The name of the corporation is the Friends of Chabot College.

**ARTICLE II: PURPOSE OF CORPORATION**

2. This corporation is a California nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for educational and charitable purposes.
3. The specific purpose of this corporation shall be to advance the interests and promote the welfare of Chabot Community College in Hayward, California, and to carry on other educational and charitable activities associated with this goal as allowed by law.
4. This corporation is organized exclusively for educational and charitable purposes within the meaning of United States Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law. Despite any other provision in these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Internal Revenue Code section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

**ARTICLE III: AGENT FOR SERVICE OF PROCESS**

5. The name and address in the State of California of the corporation's initial agent for service of process are Lorenzo Legaspi, Vice Chancellor, Business Services, Chabot-Las Positas Community College District, 7600 Dublin Blvd., 3rd Floor, Dublin, CA 94568.

**ARTICLE IV: ADDRESS**

6. The initial street and mailing address of the corporation is Friends of Chabot College, c/o Chabot Community College, 25555 Hesperian Blvd. Hayward, California 94545.

ARTICLE V: TAX-EXEMPT STATUS

7. Tax-exempt status

- (a) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of (or in opposition to) any candidate for public office.
- (b) All corporate property is irrevocably dedicated to the purposes set forth in Article II. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.
- (c) On the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to the Chabot-Las Positas Community College District for educational purposes solely benefiting Chabot College.

ARTICLE VI: GOVERNANCE

8. Board of Directors

- (a) The corporation shall be governed by a Board of Directors as provided in the corporation's Bylaws.
- (b) The Chabot College President shall appoint the founding members of the corporation's Board of Directors.
- (c) All elections or appointments to the corporation's Board of Directors are subject to the approval of the Chabot College President.

ARTICLE VII: AMENDMENTS TO THE ARTICLES OF INCORPORATION

- 9. Any amendment to these Articles of Incorporation or to the corporation's Bylaws must be approved by an affirmative vote of a majority of the corporation's Board of Directors, the President of Chabot College, and the Board of Trustees of the Chabot-Las Positas Community College District.

Date \_\_\_\_\_ Incorporator's Name \_\_\_\_\_  
Susan Sperling

Incorporator's Signature \_\_\_\_\_