

**ARTICLES OF INCORPORATION**  
**OF**  
**THE PERALTA COLLEGES FOUNDATION**

We, the undersigned, do hereby associate ourselves together for the purposes of forming a corporation not for profit in accordance with the laws of the State of California under the following proposed charter:

**ARTICLE I.**

The name of this corporation shall be the Peralta Colleges Foundation.

**ARTICLE II.**

The purposes for which this corporation is organized are as follows:

To receive and hold by gift, bequest or purchase any real or personal property and to manage, invest and reinvest the same and to use and dispose of the same for scientific, educational and charitable purposes, all for the advancement of the Peralta Colleges and their objectives and the encouragement and subsidation of its students and faculty; to hold, either absolutely or in trust for any of said purposes, funds and property of all kinds subject only to any limitations or conditions imposed by law or the instrument under which said property is received; to sell, lease, convey or otherwise dispose of any such property and to invest and reinvest the same or any proceeds thereof and to deal with and expend the principal and income for any of said purposes; to act as trustee; and, in general, to exercise any, all, and every power, including trust powers, which a corporation not for profit organized under the laws of the State of California for the foregoing purposes can be authorized to exercise.

Upon specific approval of the Board of Directors or executive committee to borrow such sums on such terms and with such security, if any, as may be prescribed in such approval.

All of the assets and income of the corporation shall be used only for the purposes hereinabove set forth, including the payment of expenses incident thereto, and no part of the assets or income of the corporation shall be distributable to its members, directors or officers and no substantial part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in any political campaign on behalf of any candidate for public office.

In the event of dissolution or other termination of the corporation, title to all of its assets shall vest in the California Community College Board of Governors, State of California, to be used exclusively for the purposes hereinabove set forth, it being intended that no distribution or payment shall be made which will impair or destroy the tax exempt status of the corporation or which will result in the denial of tax exempt status to donations, contributions, legacies or dues received by this corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation.

The general purpose for which this corporation has been formed is the promotion of the general welfare of the Peralta Colleges. This corporation shall have and may exercise all rights and powers conferred on corporations under the laws of the State of California.

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California and shall have the principal office of transaction of the business of this corporation located in the County of Alameda.

### **ARTICLE III.**

The qualification of members and the manner of their admission shall be as follows:

All persons interested in the scientific, education, and charitable purposes of the corporation and the advancement of Peralta Community Colleges and their objectives and who meet such additional qualifications as may be prescribed in the By-Laws of the corporation are eligible to become members of the corporation upon approval or acceptance in the manner authorized by the Board of Directors.



**ARTICLE IV.**

This corporation shall have perpetual existence.

**ARTICLE V.**

The names and residences of the subscribers to these Articles of Incorporation are:

<u>Maurice Barron</u>	<u>William Patterson</u>
<u>Lynn Baranco</u>	<u>Irene Sargent</u>
<u>"Chip" Brown</u>	<u>Art Scott</u>
<u>Steve Eigengerg</u>	<u>Kurt Shoeneman</u>
<u>Robert Harris</u>	<u>Amey Stone</u>
<u>Charles Lau</u>	<u>Robert Scannell</u>
<u>Ben Major</u>	<u>Cyril Tunis</u>
<u>Hugh McLoone</u>	
<u>Antonia Moore</u>	

**ARTICLE VI.**

The affairs of this corporation are to be managed by a President, one or more Vice Presidents, a Secretary and a Treasurer and such other officers as may be provided for by the By-Laws of the corporation. The offices of Secretary and Treasurer may be held by one individual. The officers of the corporation shall be elected by the Board of Directors at the annual meeting of the corporation.

**ARTICLE VII.**

The Board of Directors of this corporation shall consist of the number of members as shall be set forth in the By-Laws of the corporation, which number shall at no time be

