

285 TECHCONNECT RADIO CLUB, INC.
ADDITIONAL ARTICLES OF INCORPORATION

ARTICLE I - Name

Section 1. The corporate name of our said Corporation shall be 285 Techconnect Radio Club, Inc., located at 58 Conestoga Ct., Bailey, CO 80421-2335, hereinafter referred to as the Corporation.

ARTICLE II - Duration

This Corporation shall exist in perpetuity, from the data of the filing of these Articles of Incorporation with the Secretary of the State of the State of Colorado, unless dissolved according to law.

ARTICLE III - Purpose and Powers

Section 1. This Corporation shall be organized and operated exclusively for charitable, scientific, testing for public safety, literary, or educational purpose within the meaning of Internal Revenue Code of 1954 Section 501(c)(3) as amended from time-to-time. The general nature, purposes, objectives and goals of the Corporation shall be:

A. To conduct a social and technical membership organization for the purpose of furthering the knowledge of its members in the art of radio communication, and in furtherance of such purpose to hold meetings, social gatherings, outings and other similar activities.

B. To provide emergency and voluntary non-commercial amateur radio communication assistance upon request to non-profit agencies, organizations, and municipalities including the American Red Cross and other public disaster assistance and public welfare organizations primarily in the Jefferson, Park, Clear Creek County area.

C. To develop a favorable understanding and relationship between its members and the general public and other specialized groups whose objectives are compatible with those of the Corporation and can be complemented by the activities of the Corporation.

D. To organize, promote, and support training, study, research, operation and evaluation in the techniques, arts and sciences of radio and the related means of communication; the construction, operation and maintenance of radio and associated equipment of whatever kind that may be an adjunct to the activities of the Corporation and/or its members, and to provide programs and activities exclusively for charitable and educational purposes relating to amateur radio, radio communications, public service and emergency communications, all within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

E. In general, to carry on any activities not contrary to the laws of the State of Colorado relating to not-for-profit corporations and not contrary to the United States Internal Revenue Code Section 501 (c)(3), of 1954 as amended from time-to-time, or such other provisions as may be applicable to such activity.

Section 2. Rights and Duties of Members

A. Voting Members may vote upon all business brought before the General Membership, and may vote by proxy upon written notice to the Secretary at least 24 hours in advance of the start of the meeting. The General Membership may participate in all aspects of radio operation and other functions sponsored and endorsed by the Corporation, as outlined by the Executive Committee, and consistent with FCC regulation Part 97 governing the Amateur Radio Service.

B. Members may hold more than one office and/or chairperson position.

ARTICLE IV - Membership

Section 1. Membership in the Corporation is open to any person who agrees to support the purposes of the Corporation as outlined in Article III and who meets the criteria as outlined in the By-laws.

ARTICLE V - Officers

The Officers of the Corporation shall be members of the Corporation and elected by the membership as outlined in the By-Laws. The Officers shall consist of a President, Vice-President, Secretary, and Treasurer. Their duties, terms of office, and manner of designation or selection shall be as outlined in the By-Laws. The Officers of the Corporation shall have all powers and authority enumerated in C.R.S. 7-20-100, et Seq. relating to Colorado Non-Profit Corporations, including but not limited to, amending the Articles of Incorporation and making and publishing Bylaws for the regulation and government of the affairs of the Corporation and changing, altering or amending said Bylaws upon vote of the membership.

ARTICLE VII - Bylaws

The initial Bylaws of the Corporation shall be adopted by its Officers. The power to alter, amend, or repeal the By-laws or adopt new By-laws shall be vested with the Officers unless otherwise provided in the By-laws.

ARTICLE VIII - Dissolution

The Corporation is organized to operate exclusively for purposes consistent with Section 501 (c)(3) of the Internal Revenue Code. The Corporation may be dissolved by a three fourths (3/4) majority vote of the Full Members (as defined in the By-Laws) present at any meeting, provided that notice of the dissolution has been given at the preceding meeting, that notice has been delivered to all Full Members (as defined in the By-Laws) at least 30 days in advance of the meeting. and provided that a quorum of at least fifty percent (50%) of the membership is present. In the event of dissolution, all assets remaining after payment of all just debts will be paid over to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations exempt under Section 501 (c)(3) of the Code, of 1954 as amended from time-to-time, such organizations to be selected by the Officers of the Corporation. Distribution shall be to an organization or organizations with similar purposes relating to amateur radio or emergency communications. The Officers will decide how the assets are to be distributed. If the Officers can't agree, then the President will decide how to distribute the assets.

ARTICLE IX - Prohibited Activities

Section 1. This Corporation shall have no capital stock.

Section 2. No part of the income or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors or officers of the Corporation or any other private individuals (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes, and reimbursement may be made for any expenses incurred for the Corporation by any officer, director, agent or employee, or any other person or Corporation, pursuant to and upon authorization of the Board of Directors); and provided further that no member, director or officer of the Corporation, or any other private individual shall be entitled to share in any distribution of any of the corporate assets on dissolution of the Corporation or otherwise.

Section 3. 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 any political campaign on behalf of or in opposition to any candidate for public office.

Section 4. 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 the Internal Revenue Code Section 501(c)(3) of, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under the Internal Revenue Code Section 170(c)(2), or the corresponding section of any future federal tax code.