

CONSTITUTION

CONNECTICUT STATE CHAPTER OF THE AMERICAN CHESTNUT FOUNDATION, INC.

Article I - Name

This organization shall be known as the Connecticut State Chapter of the American Chestnut Foundation, Inc. (hereinafter referred to as the “Chapter”).

Article II - Objective

The objective of this Chapter shall be to work toward the restoration of the American Chestnut tree in the forests of Connecticut and North America in affiliation with the American Chestnut Foundation.

Article III - Duration

The period of duration of the Chapter shall be perpetual and consistent with the existence of the American Chestnut Foundation. In the event of the Foundation’s dissolution, the Chapter will continue as an independent entity.

Article IV - Address

The address of the Chapter shall be Haddam Extension Center, 1066 Saybrook Road, P.O. Box 70, Haddam, CT 06438-0070. The Board of Directors shall have the power to carry on the affairs of the Chapter at such other places as they may from time to time designate.

Article V- Genera/Powers

The Chapter is organized exclusively to promote charitable, educational and scientific purposes, and to do all things as may be necessary and proper to carry out any of the foregoing purposes for which the Chapter is organized.

Article VI

The Chapter shall have no capital stock. No part of the net earnings of the Chapter shall inure to the benefit of, or be distributable to its Directors, Officers or other private persons, except that the Chapter 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 V hereof. Subject to the provisions of Section 501 of the Internal Revenue Code of 1954, as amended, governing expenditures by public charities to influence legislation, no substantial part of the activities of the Chapter shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Chapter shall not participate or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Chapter shall not carry on any activities not permitted to be carried on by (1) an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 as amended, or the corresponding provision of any future United States internal revenue law; (2) an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States internal revenue law; or (3) an organization exempt from taxation under Connecticut General Statute 12-412 (8) or the corresponding provision of any future income tax act of said state.

Article VII

No Director or Officer of the Chapter shall in any way be personally liable or responsible for any debt or obligation incurred by, or on behalf of, or imposed upon the Chapter.

Article VIII

The affairs of the Chapter shall be managed by a Board of Directors consisting of not less than six persons. The Chapter shall have such members and such classes of membership as may be specified from time to time in the Chapter's Bylaws. The Board of Directors shall be elected from time to time in the manner provided in the Bylaws.

Article IX

Upon dissolution of the Chapter, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Chapter, dispose of all the assets of the Chapter to the American Chestnut Foundation as long as it exists, or to such organization or organizations organized and operated exclusively for charitable, religious, educational and scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the State internal revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the appropriate Court of the State of Connecticut 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 X

These Articles may be amended by a majority vote of the membership of the Board of Directors at any duly called meeting providing that notices of proposed amendments have been provided to the Board of Directors as prescribed in the Bylaws.

Prepared by:

Robert M. Ricard

University of Connecticut Cooperative Extension

Urban and Community Forestry

Reviewed by:

Interim Executive Committee

- Bill Buonocore
- Krista Jackson
- Peter Devin
- Bob Ricard

Adopted December 7, 1991

**AMENDMENTS
to the
CONSTITUTION (CERTIFICATE OF INCORPORATION)
of the
CONNECTICUT CHAPTER OF THE AMERICAN CHESTNUT
FOUNDATION, INC.**

Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC 501(c)(3) or corresponding provisions of any subsequent tax laws.

No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the organization shall after payment of necessary expenses thereof be distributed to such organizations as shall qualify under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Connecticut.

In any taxable year in which the organization is a private foundation as described in IRC 509(a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self-dealing as defined in IRC 4941(d), (b) retain any excess business holdings as defined in IRC 4943(c), (c) make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) make any taxable expenditures as defined in IRC 4945(d) or corresponding provisions of any subsequent Federal tax laws.

Passed by a majority vote of the board of directors.

✓ Sept. 9, 1993
Date of meeting

✓ Don Sample
Don Sample, President

✓ Meg Enkler
Meg Enkler, Secretary