

ARTICLES OF INCORPORATION

OF

TEXAS CITIZEN POLICE ACADEMY ALUMNI ASSOCIATION

We, the undersigned natural people over the age of eighteen (18), acting as incorporators, **desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Texas, do hereby certify and** adopt the following Articles of Incorporation of Texas Citizen Police Academy Alumni Association (referred to herein as the "TCPAAA") under the Texas Non-Profit Corporation Act (referred to herein as the "Act").

ARTICLE I NAME

The name of the Corporation is TEXAS CITIZEN POLICE ACADEMY ALUMNI ASSOCIATION, **is also known as the TCPAAA and herein after may be used as "TCPAAA" or "Association".**

ARTICLE II NON-PROFIT CORPORATION

TCPAAA is a non-profit corporation and does not contemplate pecuniary gain or profit.

MISSION

The mission and objective of the TCPAAA shall be

- a. to present and promote a continuing positive image of all law enforcement, and its constitutionally mandated functions.
- b. to support and assist all law enforcement by lessening the burdens of government fighting crime and delinquency.

PURPOSE

This organization is organized exclusively for charitable, religious, educational or scientific purposes within the meaning of section 501(c)3 of the Internal Revenue Code.

No part of the net earnings of the organization will inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of these purposes.

ARTICLE III DURATION

The period of its duration is perpetual.

ARTICLE IV PURPOSES

The purposes for which TCPAAA is organized are to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations set forth in these Articles of Incorporation, to use and apply the whole or any part of the income and principal exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (referred to herein as "Code") and its regulations as they now or hereafter may be amended. **Duplicate below will be stricken**

It is the principal purpose of TCPAAA to provide an organization for an educational forum for the exchange of information and ideas between local and/or regional Alumni Associations at an annual convention; to assist in the growth and development each annual convention; and to direct communications, services and mutual aid among its members which will improve their ability to serve the needs of their local community and law enforcement.

ARTICLE V POWERS

Except as otherwise provided in these Articles TCPAAA shall have all of the powers provided in the Act.

ARTICLE VI RESTRICTIONS AND REQUIREMENTS

TCPAAA shall not pay dividends or other corporate income to its directors or officers or other private individuals or otherwise accrue distributable profits or permit the realization of private gain. However, reasonable compensation may be paid for services rendered to or for TCPAAA affecting one or more of its purposes. TCPAAA shall have no power to take any action prohibited by the Act.

TCPAAA shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Section 501(c)(3) of the Code and related regulations, rulings and procedures. TCPAAA shall have no power to take any action that would be inconsistent with the requirements for receiving tax deductible charitable contributions under Section 170(c)(2), and

related regulations rulings, and procedures. Regardless of any other provision in these Articles of Incorporation or state law, TCPAAA shall have no power to:

1. Engage in activities or use its assets in any manner that is not in furtherance of one or more exempt purposes, as defined by the Code, and related regulations, rulings, and procedures, except to an insubstantial degree.

2. Serve a private interest other than one that is clearly incidental to an overriding public interest.

3. Devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise, except as provided by the Code and related regulations, rulings, and procedures.

4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities. ~~Will be stricken and replaced with the following~~

~~Campaigning~~

~~No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future Federal tax code or (b) by an organization, contributions to which are deductible under section 10(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code.~~ Latest addition

5. Have objectives that characterize it as an “action organization” as defined by the Code and related regulations, rulings, and procedures.

6. Distribute its assets, on dissolution, other than for one or more exempt purposes. On dissolution, TCPAAA’s assets shall be distributed exclusively to an organization which would then qualify under the provisions of Section 501(c)(3) of the Code and its regulations as they now exist or as they may hereafter be amended, for charitable, religious, scientific, literary, or educational purposes or for any other purpose which would qualify under Section 501(c)(3) of the Code. ~~Stricken for following~~

6. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or 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 exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for 501(c)3 purposes.

7. Permit any part of the net earnings of TCPAAA to inure to the benefit of any private individual.

8. Carry on an unrelated trade or business except as a secondary purpose related to TCPAAA's primary, exempt, purposes.

TCPAAA shall make distributions at such time and in such manner as to avoid the tax under Section 4942 of the Code. TCPAAA shall not engage in any act of self-dealing as defined in Section 4941 of the Code. TCPAAA shall not retain excess business holdings as defined in Section 4943 of the Code. TCPAAA shall not make any investments that would subject it to the tax described in Section 4944 of the Code. TCPAAA shall not make any taxable expenditures as defined in Section 4945 of the Code.

ARTICLE VII MEMBERSHIP

TCPAAA shall have one or more classes of members as provided by the By Laws.

ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the TCPAAA is 135 Koali Dr., Bastrop, TX 78602, and the name of the registered agent of such address is Charlotte Thomas.

ARTICLE IX BOARD OF DIRECTORS

The qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors shall be provided by the By Laws. The initial Board of Directors shall consist of seven persons. The number of directors may be increased or decreased by adoption or amendment of the By Laws. The initial Board of Directors shall consist of the following persons at the following address:

<u>Name of Director</u>	<u>Street Address</u>
President	Ben Hernandez, Route 4, Box 1150, Dickinson, TX 77539
1 st Vice President	David Miller, 3825 Meadowlark Way, Pearland, TX 77584
2 nd Vice President	Vacant at this point
3 rd Vice President	Joe Munoz, P. O. Box 689001, Austin, TX 78768-9001
4 th Vice President	Dorris Murdock, 1400 Bradford Trace Drive, Allen, TX 75002
Treasurer	Marlynn Melara, 805 Dogwood Trail, Cedar Park, TX 78613
Secretary	Charlotte Thomas, 201 N, Perkins., Bastrop, TX 78602
Sergeant at Arms	Vacant at this point

**ARTICLE X
LIMITATION ON LIABILITY OF DIRECTORS**

A director shall be liable to TCPAAA or members for monetary damages for an act or omission in the director's capacity or neglect as a director to the extent otherwise provided by a statute of the State of Texas.

**ARTICLE XI
INDEMNIFICATION**

TCPAAA may indemnify a person who was or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to TCPAAA as provided by the provisions in the Act governing indemnification.

**ARTICLE XII
CONSTRUCTION**

All references of these Articles of Incorporation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time.

**ARTICLE XIII
INCORPORATOR**

The name and address of the incorporators are:

Name of Incorporator Street Address

To be filled in with correct addresses of all

These Articles of Incorporation are executed on this ____ day of _____, 2009.

STATE OF TEXAS)(
COUNTY OF _____)(

Before me, a Notary Public, on this day personally appeared known to me to be the person whose names are subscribed to the foregoing Articles of Incorporation of Texas Citizen Police Academy Alumni Association, TCPAAA and being by me first duly sworn, severally declared the statements therein contained are true and correct.

Given under my hand and seal of office on this the _____ day of _____, 2009.

NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS