

COPY

ARTICLES OF INCORPORATION  
OF  
SONOMA STUDENT UNION CORPORATION

ENDORSED  
FILED  
In the office of the Secretary of State  
of the State of California

FEB 13 1975

MARCH FONG EU, Secretary of State

By BILL HOLDEN  
Deputy

FIRST: The name of this corporation is SONOMA STUDENT UNION CORPORATION.

SECOND: The purposes for which this corporation is formed are:

A. The specific and primary purpose for which the corporation is formed is to promote and furnish facilities for the educational development and academic services of California State College, Sonoma

B. The general purposes and powers are:

(1) To acquire and operate such facilities as are necessary and convenient for the furtherance of the primary purposes including, but not limited to, college unions, auditoriums, child care centers, student lounges and activities areas, and other educationally related needs of the College, and to acquire, hold, sell and deal in, all goods, services and property of all kinds.

(2) To act as a partner or joint venturer or in any other legal capacity in any transaction

which is necessary or appropriate to the furtherance of the primary purposes of this corporation.

(3) To have and exercise all the powers conferred by the California General Nonprofit Corporation Law on nonprofit corporations, as that law is now in effect or at any time hereafter may be amended.

(4) To conduct its business anywhere in the world.

The foregoing clauses conferring powers shall not be limited by reference to or inference from one another, but each such clause shall be construed as a separate statement conferring independent powers upon the corporation.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

This corporation is formed, and shall operate, as an auxiliary organization of the California State University and Colleges, as defined in Education Code Section 24054.5.

THIRD:

A. The directors and officers of this corporation shall be drawn from the administrative staff and the nonacademic staff and the faculty of California State College, Sonoma and

the registered students of California State College, Sonoma, California State College, Sonoma Alumni Association, Inc., and the off-campus community at large. The corporation shall have no members other than the persons who constitute the board of directors.

B. The number of directors of the corporation is twelve (12) which number may be fixed or changed from time-to-time by amendment of the articles of incorporation, or by amendment of the bylaws of this corporation adopted by vote or written consent of the members of the corporation entitled to exercise a majority of the voting power, or the vote of a majority of a quorum at a meeting of the members called for that purpose and which is the vote of the majority of those present and voting.

FOURTH: The names and addresses of the persons who were the first directors until the election of their successors were:

Dr. Marjorie Downing Wagner President	California State College, Sonoma 1801 East Cotati Ave., Rohnert Park, CA 94928
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Richard M. D. Childs Business Manager	255 Sequoia Drive San Anselmo, CA 94960
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Robert C. Joseph Dean for Student Affairs	2426 Vallejo Street Santa Rosa, CA 94905
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Louis McBride	8020 Beverly Drive, No. 2 Rohnert Park, CA 94928
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Donald Dixon	1105 Furlong Road Sebastopol, CA 95472
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Stanley Piascik	1431 Berkely Way, Apt. C Berkely, CA
Lawrence S. Swenson	6950 Commerce Blvd. Rohnert Park, CA 94928
Elaine Pine	458 Alta Avenue Rohnert Park, CA 94928
Miguel Molina	916 University Avenue Healdsburg, CA
Avreayl Jacobson	Goodrich Farm, 4245 Petaluma Blvd.No. Petaluma, CA
Suzanne Martinez	1802 Adobe Road Petaluma, CA
Peter Rosenwald	California State College, Sonoma 1801 East Cotati Avenue Rohnert Park, CA 94928

FIFTH: The principal office of this corporation for the transaction of business will be located in the County of Sonoma, State of California.

SIXTH: This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof and is organized pursuant to the General Nonprofit Corporation Law of the State of California.

No substantial part of the activities of this corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation; nor shall this corporation participate or intervene in any political campaign on behalf of any candidate for public office.

SEVENTH: Upon dissolution of the corporation net

assets other than trust funds shall be distributed in the alternative either to California State College, Sonoma or to one or more nonprofit corporations organized and operated for the benefit of the students of California State College, Sonoma, such corporation or corporations to be selected by the board of directors and must be qualified for federal income tax exemption under Sections 501(a) and 501 (c) (3) of the Internal Revenue Code and organized and operated exclusively for charitable, scientific, literary or educational purposes.

If this corporation holds any assets in trust, or the corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which the corporation has its principal office, upon petition therefor by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

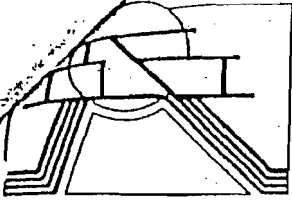
IN WITNESS WHEREOF, we the undersigned, being the persons named above as the first directors, have executed the Articles of Incorporation this 31<sup>st</sup> day of JANUARY,

1975

Michael R. Medina

Edward Lopez

Edward Lopez



# sonoma student union

April 26, 1985

The following motion was adopted at a full meeting of the Board of Directors on December 15, 1982 and changes article seven of the Articles of Incorporation to read as follows:

"SEVENTH: Upon dissolution of this corporation, net assets, other than trust funds, shall be distributed to a successor approved by the President of the University and by the Board of Trustees from the successors nominated by the Sonoma Student Union Corporation Board of Directors. All nominees by the Sonoma Student Union Corporation Board of Directors shall be tax exempt under either Section 115 or 501(c) (3) of the Internal Revenue Code."

Laurie Heckathorn  
Laurie Heckathorn  
Secretary

4/30/85  
Date

STATE OF CALIFORNIA



OFFICE OF THE SECRETARY OF STATE

I, MARCH FONG EU, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

FEB 13 1975



March Fong Eu

Secretary of State