

State of New Hampshire

Recording fee: \$25.00
Use **black print** or type.

Form NP-1
RSA 292:2

Form must be single-sided, on 8 ½ " x 11" paper and have one inch margins on both sides. Double sided copies will not be accepted.

ARTICLES OF AGREEMENT
OF
A NEW HAMPSHIRE NONPROFIT CORPORATION
Amended April 29, 2013

THE UNDERSIGNED, BEING PERSONS OF LAWFUL AGE, ASSOCIATE UNDER THE PROVISIONS OF THE NEW HAMPSHIRE REVISED STATUTES ANNOTATED, CHAPTER 292 BY THE FOLLOWING ARTICLES:

FIRST: The name of the corporation shall be **Polaris Educational Foundation**

SECOND: The object for which this corporation is established is:

Said corporation is organized to support the mission and vision of the Polaris Charter School through fundraising and programs designed to support the entire school community. All funds raised by the Polaris Educational Foundation will be used for the benefit of the Polaris Charter School, which qualifies as tax-exempt under section 501(c)(3) of the Internal Revenue Code.

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

THIRD: The provisions for establishing membership and participation in the corporation are:

Any parent, guardian, or other adult standing in loco parentis for a student at the Polaris Charter School may be a member and shall have voting rights. The director, teachers, and staff employed at the school may be members and have voting rights. There shall be one vote per household

FOURTH: The provisions for disposition of the corporate assets in the event of dissolution of the corporation including the prioritization of rights of shareholders and members to corporate assets are:

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 of by a Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

FIFTH: The address at which the business of this corporation is to be carried on is

100 Coolidge Avenue, Manchester, NH 03102, Hillsborough County

SIXTH: The amount of capital stock, if any, or the number of shares or membership certificates, if any, and provisions for retirement, reacquisition and redemption of those shares or certificates are:

There will be no stock, shares, or certificates. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Second hereof.

SEVENTH: Provision eliminating or limiting the personal liability of a director, an officer or both, to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, an officer or both is:

Section 1. The trustees and Officers of the Corporation shall not be personally liable for any debt, liability or obligation of the Corporation. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the Corporation, may look only to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment, or decree, or of any money that may otherwise become due and payable to them from the Corporation.

Section 2. To the fullest extent now or hereafter permitted by law, no Trustees or officers shall be personally liable to the Corporation or its members for any bodily injury, personal injury, or property damage if the claim for such damage arises from an act committed in good faith and without willful negligence in the course of an activity carried on to accomplish the purposes of the Corporation.

Section 3. The above limitations shall not apply to:

- a. Any breach of the director's or officer's duty of loyalty to the corporation or its shareholders.
- b. Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law.
- c. Any transaction from which the director, officer, or both, derived an improper personal benefit.

EIGHTH: Signatures and post office address of each of the persons associating together to form the corporation:

<u>Signature and Name</u>	<u>Post Office Address</u>
1. Signature	Street
Name (please print)	City/Town Zip State
2. Signature	Street
Name (please print)	City/Town Zip State
3. Signature	Street

Name (please print)	City/Town Zip State
4. Signature	Street
Name (please print)	City/Town Zip State
5. Signature	Street
Name (please print)	City/Town Zip State

DISCLAIMER: All documents filed with the Corporate Division become public records and will be available for public inspection in either tangible or electronic form.
 Mail fee and SIGNED ORIGINALS to: Corporate Division, Department of State, 107 North Main Street, Concord NH 03301-4989.