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Secretary of State
State of California

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Articles of Incorporation

CAL POLY POMONA PHILANTHROPIC FOUNDATION A Nonprofit Public Benefit Corporation

ARTICLE I. Name

The name of this corporation is: Cal Poly Pomona Philanthropic Foundation.

ARTICLE II. Purposes

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.

The charitable purposes for which this corporation is organized and will be operated exclusively are to perform authorized auxiliary functions, including the active promotion, pursuit and stewardship of private support, for the benefit of the California State Polytechnic University, Pomona (University). This corporation is organized exclusively for charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as amended, and classified under §509(a) as a public charity.

The corporation is and at all times hereafter shall be operated as an auxiliary organization under §89900 *et seq.*, of the California Education Code, and within regulations adopted by the Board of Trustees of the California State University.

The foregoing provisions shall be construed as both purposes and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, and it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE III. Exempt Status and Limitation of Activities

This corporation is organized and operated exclusively for the charitable purposes described in Article II, and it shall be nonprofit and nonpartisan.

Nothing in Article II shall be construed as allowing the corporation to carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1986, as amended, or (2) by corporation contributions which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), 2522(a)(2), or 2522(b)(2) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

ARTICLE IV. Principal Office

The principal office for the transaction of the business of this corporation will be located at 3801 W. Temple Avenue, Pomona, CA 91768, in Los Angeles County, State of California.

ARTICLE V. Dedication and Dissolution

The property of this corporation is irrevocably dedicated to charitable purposes. No part of the net income or assets of this corporation shall ever inure to the benefit of its directors or officers, or to any private person, except that the corporation is 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 II.

On the winding up and dissolution of this corporation, net assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, other than trust funds shall be distributed to the University or to one or more nonprofit corporations organized and operated for the benefit of the University, as approved by this corporation's governing Board, the President of the University and by the Chancellor of California State University. Such nonprofit corporation or corporations must be qualified for Federal income tax exemption under §§501(c)(3) and 509(a) of the Internal Revenue Code of 1986, as amended, and have established its tax exempt status under §23701d of the California Revenue and Taxation Code, as amended, be organized and operated exclusively for charitable or educational purposes, and meet the requirement for exemption specified in §214 of the California Revenue and Taxation Code.

ARTICLE VI. Initial Agent for Service of Process

The name and address in the State of California of this corporation's initial agent for service of process is:

Daniel E. Montplaisir
California State Polytechnic University, Pomona
3801 West Temple Avenue
Pomona, CA 91768

ARTICLE VII. Officers and Directors

The Officers and number of Directors, their qualifications, powers, duties, terms of office, manner of removal and filling vacancies on the governing Board, and the manner of calling and holding meetings of the Board, shall be stated in the Bylaws.

ARTICLE VIII. Members

This corporation shall have no members other than the persons constituting its governing Board. The governing Board shall, under any statute or rule of law, be the members of this corporation and shall have all the rights and powers members would otherwise have.

ARTICLE IX. Voting

Each voting member of this governing Board shall have one vote. There shall be no proxy voting permitted for the transaction of any of the business of this corporation.

ARTICLE VII. Amendments

The Articles of Incorporation of this corporation shall be amended only by a majority vote of the qualified directors then in office, subject to the approval of the University President.

DATE: 10/8/2018



Daniel E. Montplaisir, Incorporator



I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

OCT 18 2018

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State