

USAID Alumni Association

Articles of Association

We the undersigned individuals, hereby adopt the Articles of Association set forth herein below in Articles I-VIII and establish an unincorporated nonprofit association under the Uniform Unincorporated Nonprofit Association Act of the District of Columbia (District of Columbia Code, Title 29, Chapter 9A) to be known as the USAID ALUMNI ASSOCIATION. This Association and its Articles of Association shall be subject to, and governed by, the laws of the District of Columbia. The Association will come into existence upon the date specified below in Article VIII.

Article I- General Provisions

Section 1. Name: The name of the Association shall be USAID ALUMNI ASSOCIATION. Use of the abbreviation UAA is authorized.

Section 2. Offices: The principal office of the UAA shall be at 1801 F Street, N.W., Washington, D.C. 20006 The UAA may establish and maintain offices at any other place as the Board of Directors may determine from time to time.

Section 3. Records: All records of the UAA including, but not limited to Articles of Association, Bylaws, minutes of meetings, membership lists, and financial records shall be maintained at the UAA, s principal office.

Section 4. Fiscal Year: The fiscal year of the UAA shall begin on the first day of January of each year.

Article II- Resident Agent Address

The principal office of the USAID ALUMNI ASSOCIATION will be located in the District of Columbia. The association's Resident Agent will be the Firm of Sonenthal and Overall, P.C., located at 1120 Nineteenth St. N.W., Suite 600, Washington, DC. 20036

Article III-Purpose

The USAID ALUMNI ASSOCIATION is organized exclusively for charitable, educational, research, scientific, and social purposes, including, for such purposes, the making of distributions to organizations that qualify under section 501(c)(3) of the internal Revenue Code. The purpose of this association is:

- To harness the experience and expertise of the USAID alumni community for the purpose of providing sound and timely professional counsel and public education in support of U.S. foreign assistance to promote effective international development;
- To serve as an independent voice to support USAID and its development mission by facilitating professional development and the exchange of knowledge related to the effective use of foreign assistance;

- To foster a network of former USAID employees who wish to utilize their public service skills to promote international development in their current communities
- To provide opportunities for social interaction among the members

Article IV- Board of Directors

The management of the affairs of the UAA shall be vested in a Board of Directors, which shall be governed by the By-Laws of the UAA. No Director or any of the members of the UAA shall have a right, title, or interest in or to any property of the UAA. The UAA may be bound only in accordance with procedures set forth in the By-Laws. The method of selection of the Board of Directors, their succession and removal, and the method of decision making will be addressed in the Association's Bylaws. The number of directors constituting the initial board of directors is seven (7); their names and addresses are as follows:

Hank Bassford, 524 Harrison Circle, Locust Grove, Virginia 22508
 Patrick Fine, 2265 Compass Point Lane, Reston, Virginia 20191
 Stacy Rhodes, 1400 Kenmore Street, Arlington, Virginia 22201
 Aaron Williams, 12825 Tournament Drive, Reston, Virginia 20191
 Gary Merritt, 2706 Key Boulevard, Arlington Virginia 22201
 Jock Conly, 6116 Franklin Park Road, McLean, Virginia 22101
 Paula Goddard, 40 College Street, No. 509, Burlington, Vermont 05402

Qualifications of membership, the timing and setting of membership meetings, voting rules and other matters of UAA governance will be addressed in the By-Laws.

Article V- Duration/Dissolution

The duration of UAA's existence as an unincorporated nonprofit association shall be perpetual until dissolution. Upon the dissolution of the UAA, assets of the UAA shall be distributed for one or more exempt purposes within the meaning of Section 501(c) 3 of the International Revenue Code, or the corresponding section of the Uniform Unincorporated Nonprofit Association Act of the District of Columbia of 2001.

Article VI- Membership

The UAA shall have members. The requirements for membership and the role which members have in the UAA will be set forth in the By-Laws.

Article VII- Exemption Requirements

At all times, the following shall operate as conditions restricting the operation and activities of the UAA:

1. No part of the net earnings of the UAA shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
2. No substantial part of the activities of the UAA shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the UAA shall not participate in, or intervene in (including by publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provisions of this document, the UAA shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)3 of the Internal Revenue Code or corresponding section of the Uniform Unincorporated Nonprofit Association Act of the District of Columbia.

Article VIII

In witness whereof, we the undersigned as forming members and officers, have hereunto subscribed our names for the purpose of forming the USAID Alumni Association under the Uniform Unincorporated Nonprofit Association Act of the District of Columbia, and certify we executed these Articles of Association on May 27th of 2009.


Hank Bassford

524 Harrison Circle
Locust Grove, Virginia 22508


Patrick C. Fine


2265 Compass Point Lane
Reston, Virginia 20191


W. Stacy Rhodes

1400 N. Kenmore Street
Arlington, Virginia 22201


Aaron Williams

12825 Tournament Drive
Reston, Virginia 20191

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 27th DAY OF May, 2009.
BY 
NOTARY PUBLIC

My Commission Expires
September 14, 2010