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# ARTICLES OF INCORPORATION FOR ATTIONAL COALITION FOR CRIMINAL JUSTICE REFORM, INC. AN IDAHO NON-PROFIT

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, a natural person over the age of twenty-one years, acting as the incorporator of this non-profit corporation pursuant to the provisions of the Idaho Nonprofit Corporation Act Title 30 of Idaho Code, does hereby adopt and verify the following Articles of Incorporation if this nonprofit corporation:

## ARTICLE 1 NAME

The name of this nonprofit corporation shall be the NATIONAL COALITION FOR CRIMINAL JUSTICE REFORM, INC.

## ARTICLE II DURATION

The period of duration of this nonprofit corporation shall be perpetual.

## ARTICLE III PURPOSES, POWER AND TAX EXEMPT STATUS

This entity is a public benefit corporation, organized to conduct any lawful activity, including without limitation, to convene leaders from government, business, academia and the nonprofit sector, to discuss, develop consensus on, and help implement practical solutions to benefit the criminal justice system. The National Coalition for Criminal Justice Reform seeks to improve criminal justice practices by mobilizing individuals, communities, organizations and lawmakers. Our goals include reformation of the criminal justice and corrections system to make it more fair and effective, repealing of the death penalty, raising the accuracy rate in judgments of guilt and innocence, resolving credible post-conviction claims of innocence, remedying the tragic impact of wrongful convictions and the reintegration of ex-offenders as productive members of their communities.

The NCCJR draws upon the combined experiences of the exonerated, innocence projects, criminal justice scholars, and other organizations and individuals working to advance complimentary reforms. All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation

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managed under the direction of the board, which shall consist of at least THREE (3) directors. No officer or director of this nonprofit corporation shall be paid or receive directly or indirectly any profit or pecuniary advantage, without a majority vote and subject to the discretion of the Board of Directors. This corporation will have a membership base that will not be involved directly in any affairs requiring corporation management.

The activities of this corporation shall include carrying on of propaganda and the attempt to influence or change existing legislation or propose new legislation. However, this corporation shall not participate in, or intervene in (including 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 corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal tax under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are tax deductable under section 170 (c)(2) of the Internal Revenue code, or the corresponding section of any future federal tax code.

## ARTICLE IV REGULATION OF INTERNAL AFFAIRS

The provisions relative to the regulation of the internal affairs of this Corporation shall be set forth in the Bylaws of the Corporation.

## ARTICLE V INDEMNIFICATION

In addition to other powers now or hereafter conferred upon the Corporation by these Articles of Incorporation, the Idaho Business or Nonprofit Corporation Act or otherwise, the Corporation shall possess and may exercise all powers to indemnify directors, officers, employees, fiduciaries and other persons and all powers whatsoever incidental thereto (including, without limitation, the power to advance expenses and the power to purchase and maintain insurance with respect thereto), without regard to whether such powers are expressly provided for by the Idaho Business or Nonprofit Corporation Acts. The board of directors is hereby authorized on behalf of the Corporation to exercise all of the Corporation's power of indemnification, whether by provision in the Bylaws or otherwise.

#### ARTICLE VI ELIMINATION OF CERTAIN LIABILITIES

There shall be no personal liability, either direct or indirect, of any director or officer of the Corporation to the Corporation for monetary damages for breach or breaches of fiduciary duty as a director or officer: provided, however, that this provision shall not eliminate or limit the liability of a director or officer to the Corporation for monetary damages for any breach, act, omission, or transaction as to which the Idaho Business or nonprofit Corporation Acts (as in effect from time to time) expressly prohibits the elimination of liability. This provision shall not limited the rights of directors or officers of the Corporation for indemnification or other assistance from the Corporation. Any repeal or modification of the foregoing provisions of this Article by Corporate action, or any repeal or modification of the provisions of the Idaho Business or Nonprofit Corporation Acts that permit the elimination of liability of directors of this Article shall not affect adversely any elimination of liability, right or protection of a director or officer of the Corporation with respect to any breach, act omission, or transaction of such director or officer occurring prior to the time of such repeal or modification.

# ARTICLE VII DISTRIBUTION OF ASSETS UPON DISSOLUTION AND TAX EXEMPT STATUS

This Corporation may be dissolved pursuant to the applicable sections of the Idaho Nonprofit Corporation Act Title 30 of the Idaho Code. 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 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 competent jurisdiction of the county in which the principal office of the corporation is then located, or to such organization, as such court shall determine.

## ARTICLE VIII INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent is Wendy Norbom and the physical address of the initial registered office is 110 Tendoy Street, Bellevue, Idaho, 83313.

## ARTICLE IX INCORPORATOR

The name and address of the incorporator of this Corporation is:

Wendy Norbom 110 Tendoy Street, Bellevue, ID 83313 208-788-7737

## ARTICLE X

FISCAL Year

The fiscal year of the Corporation shall begin January  $1^{st}$  of each year and end on December  $31^{st}$  of each year.

### **ARTICLE XI**

Directors

The Names and addresses of the initial Directors are:

William Newmiller 7645 Hickorywood Drive Colorado Springs, CO 80920-6617 (719) 548-9205

Mary Ellen Digiacomo 589 Studio Rd Ridgefield, NJ 07657

Gloria Killian 1249 N. Holliston Avenue, Pasadena, CA 91104 (626) 710-7543

Darcy Lagana PO Box 135, Tetonia, ID 83452 (208) 569-2909

Wendy Norbom 110 Tendoy Street, Bellevue, ID 83313 (208) 788-7737

#### **ARTICLE XII SEAL**

The Board of Directors may provide a corporate seal.

IN WITNESS WHEREOF, the undersigned incorporator has hereto affixed her signature on the day of Corpez, 2009.

ndv Norbom STATE OF IDAHO ) COUNTY OF BLAINE ) a Notary Public in and for Blaine County, Idaho, hereby certify that on the 16 day of 10ch Personally appeared before me Wendy Norbom, who being by me first duly sworn, declared that she is the person who signed the foregoing Articles of Incorporation as incorporator and that she further verified that the statements contained therein are true to the best of her knowledge and belief. Witness my hand and official seal.

My commission expires:

Attention:

Ben Ysursa

Secretary of State

State of Idaho Idaho State Capitol 700 West Jefferson Street, Boise, ID 83720

# CONSENT TO APPOINTMENT BY REGISTERED AGENT

- 1. Wendy Norbom voluntary consents to serve as the registered agent for the National Coalition for Criminal Justice Reform, Inc. on the date shown below.
- The registered agent certifies that she is:
  - a. An individual who resides in this state and those business office is identical with the registered office.

Dated this 17th day of October 2009.

Registered Agent