

The Commonwealth of Massachusetts

JOHN F.X. DAVOREN

Secretary of the Commonwealth

STATE HOUSE
BOSTON, MASS. 02133

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

NAME

RESIDENCE

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

Lee "S" Harris Leverett F-97 Harvard University, Cambridge, MASS.

Acts

The above-named incorporators ~~do hereby associate themselves~~ with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

1. The name by which the corporation shall be known is:

International Relations Council, Inc.

2. The purposes for which the corporation is formed are as follows:

To provide information regarding international affairs, to promote a greater understanding of the United States's role in world affairs, to promote, improve, and develop the education of all individuals, especially Harvard University undergraduates, by any appropriate means, including (i) sponsorship of conferences, meetings, and colloquia exclusively for educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954, as the same may be amended from time to time; (ii) sponsorship of an annual ~~Model United Nations conference~~ convention of college students known as the Harvard National Model United Nations, for the purpose of educating the attending college students in matters relating to United Nations through the experience of model United Nations sessions and through speakers on international relations; (iii) sponsorship of an annual convention of high school students known as the Harvard Model United Nations, for the purpose of educating the attending high school students in matters relating to the United Nations through the experience of model United Nations sessions and through speakers on international relations; sponsorship of periodic meetings and seminars dealing with international law and international relations, encouragement ~~of international relations~~
(See Continuation Sheet 2)

NOTE: If provisions for which the space provided under Articles 2, 3 and 4 is not sufficient, additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8 1/2" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

3. If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows:—

There are three (3) Classes of members; affiliate, associate and corporate.

The Board of Directors may at any time elect to the body of Affiliate Members, on such terms as they from time to time may determine, such persons as they consider eligible to become Affiliate Members. The Affiliate Members shall serve as advisers and consultants to the Corporation or Board of Directors. The Affiliate Members shall have the privilege and right to participate in all activities and programs of the Corporation. Affiliate Members shall not have voting rights. Any Affiliate Member may resign at any time by filing a written resignation with the Clerk or such other officer as the Board may from time to time designate.

Associate Membership may be extended to any student in good standing, enrolled in Harvard College or Radcliffe College, provided that he/she fulfills such other appropriate terms and conditions of Associate Membership as the Board of Directors may from time to time adopt, subject to reconsideration at a General Meeting. ~~Associate Membership~~ Associate Members shall not pay dues. Associate Members are entitled to participate in all activities and programs of IRCHU, subject to the guidelines and restrictions of said functions. Associate Members shall have speaking rights at General Meetings only upon the consent of a majority of the Corporate Members present. Associate Members shall not have voting rights.

- The Board of Directors shall establish a Membership Committee (C3)
- 4. Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:—

To operate exclusively for charitable, scientific, literary, and educational purposes, defined in accordance with the charitable provisions of the Internal Revenue Code of the United States; in general, to carry on any other activities in connection with these purposes, and to have and exercise all the powers conferred by the laws of Massachusetts as are in furtherance of the purposes herein set forth in the same manner and to the same extent as natural persons might or could do, consistent with Chapter 180 of the General Laws of Massachusetts.

To buy, lease, or otherwise acquire, and to construct own, occupy, operate, mortgage, lease, sell, convey, or otherwise dispose of, real estate, interests in real estate, and all other real and personal property, tangible or intangible, as may be necessary for or incidental to the purposes of this Corporation.

To purchase, acquire or sell securities of all kinds in connection with carrying out the purposes of this Corporation.

To borrow money or otherwise incur indebtedness and from time to time to make and issue promissory notes and other evidences of indebtedness of any kind for the accomplishment of the purposes of this Corporation; and to secure the same by mortgage, pledge, assignment or transfer in any other manner of any or all the property or assets of this Corporation.

To enter into, modify, rescind, cancel and perform contracts of any kind or description which may be necessary or convenient to accomplish the purposes of this Corporation.

This Corporation is organized and shall be operated exclusively for Charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954, as it may from (see Continuation Sheet 4)

of a broader understanding of international problems through study of the United Nations and other related institutions, through the study of international issues, through participation in programs modeled on these institutions, and through cooperation with local, regional, national and international organizations in fulfilling these functions.

or such other procedures as they may from time to time designate, subject to reconsideration at a General Meeting of the Corporate Members, to select qualified Associate Members to Corporate Membership.

An individual shall be qualified for Corporate Membership on the following conditions: Current enrollment in Harvard College or Radcliffe College, participation in no less than one (1) IRCHU function, committee, or activity, an interest in and a willingness to contribute towards the furtherance of the purposes and goals of the Corporation.

A Corporate Member shall retain his/her Membership as follows: until severing relations with the undergraduate body of either Harvard College or Radcliffe whether by graduation, leave of absence, or otherwise. A former Corporate Member, upon returning to either Harvard College or Radcliffe College after an absence, shall regain Corporate Membership upon his/her request. A Corporate Member shall retain his/her Membership during official vacations or recesses of Harvard College or Radcliffe College. A Corporate Member shall lose his Corporate Membership upon being placed on probation by either Harvard College or Radcliffe College. Upon his/her restoration to good standing, a former Corporate Member shall regain full Corporate Membership upon his/her request. A Corporate Member shall lose his/her Membership when he/she resigns. Any Corporate Member may resign at any time by filing a written request with the Clerk or some other officer of the Corporation who shall forward the same to the Clerk. A Corporate Member shall lose his/her Membership upon his/her expulsion from Membership. A Corporate Member may be expelled only by a 2/3 vote of those present and voting, at two (2) successive General Meetings called, at least in part, for the purpose of considering such expulsion.

Each Corporate Member has the right and privilege to participate in all activities and programs of the Corporation, subject to the guidelines and restrictions of said functions; to exercise such rights and powers as are conferred on Corporate Members in the Bylaws; and to vote at any regular or special meetings of the Corporate Members. Each Corporate Member shall have one (1) vote. Only Corporate Members may vote at any regular or special meeting of the Corporate Members.

Each Corporate Member shall pay such annual dues, if any, as the Board of Directors may adopt, subject to reconsideration by a General Meeting.

time to time be amended, and it is only in furtherance of those purposes that it shall utilize the powers hereinbefore enumerated; no part of any net earnings of the Corporation shall incur to the benefit of any private member or individual; no substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation; the Corporation shall not participate in, or intervene, directly or indirectly, in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Upon any liquidation or dissolution of this Corporation, whether voluntary or involuntary, no private member or individual shall receive any share of the profits, property, or funds of the Corporation; upon any liquidation or dissolution of the Corporation all funds and property of the Corporation shall be transferred to or applied for the benefit of one or more corporations or institutions which meet the following conditions: has purposes cognate to the purposes for which this Corporation is formed, formed under Chapter 180 of the General Laws of the Commonwealth of Massachusetts or under similar laws of another jurisdiction, and which are entitled to exemption from taxation under Section 501 (c)(3) of the Internal Revenue Code of 1954, as it may from time to time be amended, or similar provisions of any subsequent legislation, and as selected and approved by vote of the Board of Directors of this Corporation and by any court exercising jurisdiction over such liquidation or dissolution.

To have such other purposes as are permitted to a Corporation organized under Chapter 180 of the Massachusetts General Laws.

5. By-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers whose names are set out below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date, (not more than 30 days after date of filing.)
7. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.
 - a. The post office address of the initial principal office of the corporation in Massachusetts is:
International Relations Council, Inc.
Harvard University
Cambridge, Mass. 02138
 - b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

	NAME	RESIDENCE	POST OFFICE ADDRESS
President:	Lee S Harris	Leverett P-97 Harvard University,	Cambridge Ma.
Treasurer:	Mark J. Penn	Leverett P-58 Harvard University,	Cambridge Ma.
	Robert P. Wasson, Jr.	37 Summer Street,	Bedford, Mass. 01730
Clerk:	Robert P. Wasson	37 Summer St.	Bedford Mass. 01730

Directors: (or officers having the powers of directors)

Marvin N. Bagwell Mather 320 Harvard University, Cambridge, Ma.
 Jane Borthwick Eliot D-42 Harvard University, Cambridge, Ma.
 William Bryant Mather 433 Harvard University, Cambridge, Ma.
 Vivien Chang Stoughton 4 Harvard University, Cambridge, Ma.
 Jarius L. DeWalt Wolbach 18 North House Harvard University, Cambridge, Ma.
 Manuel Glynias, Wigglesworth H-31 Harvard University, Cambridge, MA.
 Henry J. Lambertz Leverett D-22 Harvard University, Cambridge, Ma.
 Clifford Lewis Quincy 626 Harvard University, Cambridge, Ma.
 Joseph Mirms Leverett B-21 Harvard University, Cambridge Ma
 Don Nicholson Mather 424 Harvard University, Cambridge, Ma.
 (See Continuation Sheet 7b.)

- c. The date initially adopted on which the corporation's fiscal year ends is:
April 30
- d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:
Second Thursday in April
- e. The name and business address of the resident agent, if any, of the corporation is:

IN WITNESS WHEREOF and under the penalties of perjury the above-named INCORPORATOR(S) sign(s) these Articles of Organization this 15th day of May 1974

Lee S Harris

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization.

14193

RECEIVED

MAY 15 1974

THE COMMONWEALTH OF MASSACHUSETTS

CORPORATION DIVISION
SECRETARY'S OFFICE

**ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 180**

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$30.00 having been paid, said articles are deemed to have been filed with me this
17th day
of
May 1974

John F. X. Davoren

JOHN F.X. DAVOREN
Secretary of the Commonwealth

Effective date

**TO BE FILLED IN BY CORPORATION
CHARTER TO BE SENT TO**

Lee S. Harris
International Relations Council, Inc.
Harvard University
Cambridge, Mass. 02138

FILING FEE \$30.00

CHARTER MAILED 7-29-1974 MDEC
DELIVERED

Bedford & Cambridge

5-28-74

OK