

Articles of Incorporation
The Ohio Association of Collegiate Registrars and Admissions Officers

First

The name of the Corporation is The Ohio Association of Collegiate Registrars and Admissions Officers (OACRAO).

Second

The period of its duration is perpetual.

Third

The purposes for which the Corporation is organized are:

1. The mission of the Ohio Association of Collegiate Registrars and Admissions Officers (Hereinafter, the Association) is to provide professional development regarding best practices, and standards and guidelines in records management, admissions, enrollment management, administrative information technology and student services to higher education officials in Ohio, and, but not limited to:
 - a. Provide a forum for the exchange of information and ideas among members.
 - b. Provide mentoring and professional development opportunities for the membership.
 - c. Foster a spirit of unity, cooperation, and professional pride among our members and others in the higher education community.
2. To do all and everything, including the making and carrying out of any contracts, necessary, suitable and proper for the accomplishment of the purposes or the furtherance of said purposes and any of the powers heretofore set forth and as may otherwise be authorized by law, provided the same are not inconsistent with the provisions of law under which this Corporation is organized.
3. The purposes for which this Corporation is formed are to be promoted, transacted and carried on without pecuniary profit.
4. The Corporation is organized exclusively for educational and charitable purposes.

Fourth

The Corporation shall have members of various classifications, as determined by its Board of Directors in furtherance of the objectives of the corporation, and as provided in Article Fifth, and also provided that all members of the predecessor related unincorporated nonprofit voluntary professional association, named the Ohio Association of Collegiate Registrars and Admissions Officers, shall be members of the Corporation and subject to such further terms and conditions as shall be provided under the corporation bylaws.

Fifth

The Corporation shall be divided into at least two classes of members:

1. Regular institutional members shall be collegiate-level, degree-granting institutions of higher education situated in the State of Ohio, and to other institutions of higher education as approved by the Board of Directors and shall designate voting representatives as specified under the corporation bylaws, and such members shall have the right to vote and hold office.
2. There shall be additional classes of members under such terms and conditions as established by the Board of Directors. These classes shall be without the right to vote or hold office in the corporation, unless permitted under the corporation bylaws.

Sixth

Directors of the Corporation shall be elected in the manner provided by the bylaws.

Seventh

The regulation of the internal affairs of the Corporation is vested in the Board of Directors as provided in the bylaws and as follows:

1. The Corporation, by resolution of its Board of Directors, may provide for indemnification by the Corporation of any and all of its officers and directors as provided in its Bylaws.
2. The Corporation shall use its funds only to accomplish the objectives and purposes specific in these Articles, and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for service rendered and other expenses and to make payments and distributions in furtherance of the purposes set forth herein.
3. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes.
4. 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 any political campaign on behalf of any candidate for public office.
5. The Corporation shall not adopt any practice, policy or procedures that would result in discrimination against any individual or group of individuals, and adheres to policies of non-discrimination and equity with its membership programs and activities.
6. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of

1986 or by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

Eighth

The address of the initial registered office of the Corporation is:

Office of the University Registrar
The Ohio State University
730 Lincoln Tower
1800 Cannon Drive
Columbus, OH 43210-1288

Ninth

The number of directors constituting the initial Board of Directors is eight. The names of the persons who are to serve as the initial directors until the first Annual Business Meeting or until their successors be elected and qualified are:

- a. Amy Adams
- b. Connie Goodman
- c. Allen Cole
- d. Kathleen DiFranco
- e. Steven Midkiff
- f. Susan Schillings
- g. Marian Hogue
- h. Robert Kubat

Tenth

The Corporation shall be specifically prohibited from engaging in the following transactions:

1. Loaning any part of the Corporation's income or corpus without the receipt of adequate security and a reasonable rate of interest (but under no circumstances shall a loan be made to any officer or director of the Corporation).
2. Paying any compensation in excess of a reasonable allowance.
3. Making any substantial purchase of securities or any other property for more than adequate consideration in money or money's worth.
4. Selling any substantial part of the Corporation's securities or other property for less than adequate consideration in money or money's worth.
5. Making any part of the Corporation's services available on a personal basis or engaging in any other transaction which results in a substantial diversion of the Corporation's income or corpus, to any of the directors or officers.