

EngageNJ

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of New Jersey, do hereby certify:

ARTICLE I

Name and Principal Office of Corporation

The name of the Corporation shall be EngageNJ. The place in this state where the principal office of the Corporation is to be located is the City of Jersey City, Hudson County.

ARTICLE II

Purposes of Corporation

Said corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of financial contributions and other support to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE III

Type of Corporation

The Corporation is a public benefit corporation, which is organized for a public or charitable purpose. The period during which the Corporation shall continue is perpetual.

ARTICLE IV

Initial Trustees of Corporation

Sue Henderson , President, New Jersey City University
Harvey Kesselman, President, Stockton University
Steve Rose, President, Passaic County Community College
Rochelle Hendricks, Former Secretary of Higher Education for New Jersey
Michael McDonough, President, Raritan Valley Community College
Mark McCormick, President, Middlesex Community College
Rob Boyajieff, Key Market Lead, Higher Ed, Siemens Smart Infrastructure
Lamont Repollet, President, Kean University

ARTICLE V

Regulation of Affairs of Corporation

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be 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

hereof. 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 (including the 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 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI

Dissolution of Corporation

If the Corporation is liquidated or dissolved, all of the assets of the Corporation, remaining after payment and discharge of any debts and liabilities of the Corporation, shall be distributed to one or more corporations or organizations selected by the Board of Directors, that are organized and operated for purposes substantially the same as those of the Corporation, which are exempt organizations under section 501(c)(3) of the Code. 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, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Adopted by unanimous vote: April 12, 2021