

## ASSOCIATION CERTIFICATE OF INCORPORATION

August 27, 1976

THIS AGREEMENT made this first day of September, 1976, by and between Suffolk County Community College, 533 College Road, Selden, New York, 11784, hereinafter referred to as the "College" and the Suffolk Community College Association, Inc., a not-for-profit membership corporation organized and existing under the laws of the State of New York, whose principal office or place of business is located at 533 College Road, Selden, New York, 11784, hereinafter referred to as the "Association".

W I T N E S S E T H:

WHEREAS, the Association intends to engage in activities and programs of an educational, cultural, recreational, or campus social nature, which programs directly benefit the students of Suffolk County Community College,

NOW, THEREFORE, in consideration of the mutual covenants and agreements herein contained, the parties agree as follows:

1. The College will assess and collect from each student enrolled at Suffolk county community College, except for students enrolled in special programs of limited duration, a college fee in an amount determined by the Trustees of the College

2. The college fees thus collected shall be transferred by the College to the Association at such times and in such amounts as necessary to fund the items in the duly approved annual budget.

3. The Association shall prepare and submit to the College Board of Trustees, no later than July 1. of each year, a detailed budget of all anticipated income and expense for the period September. 1 to August 31 of each year.

4. Approval of said Board of Trustees must be obtained prior to the expenditure of any funds.

5. The Association will receive and disburse funds necessary to provide the activities and programs described herein.

6. The Association will keep books of account and records of all its operations in accordance with generally accepted accounting practices.

7. The Association shall submit a financial accounting of all funds received and disbursed by December 31 of each year.

8. The Association shall, at its own expense have an annual audit by an independent. C.P.A. firm and copies of said audit shall. be presented to the college Board of Trustees no later than December 31 of each year.

9. The Association agrees to present concerts, recitals, readings, dramatic and musical productions, speakers and other like cultural and educational presentations of benefit to the College community in appropriate College facilities. The College shall have the sole determination of facility use and shall require reasonable payment for additional maintenance or security required.

10. The Association agrees to operate and manage programs of inter-collegiate competitions participated in by teams composed of students enrolled in the College. The College will provide appropriate facilities subject to the restrictions listed in 9. above.

11. The Association agrees to sponsor various student clubs and campus organizations and publications for the benefit of the College Community. The College will provide those facilities which it deems necessary for such activities.

12. The Association agrees to act as custodian agent for organizations of the College community by receiving and disbursing the monies of such organizations.

13. The President of the College, or his designee, may, from time to time, allow or permit the Association to use College facilities, fields, spaces, rooms, halls, lobbies, or other areas to operate activities or render services contemplated by this agreement which are not explicitly enumerated above. providing that such activities and/or services do not violate the rules, regulations, guidelines and/or laws promulgated by the State of New York, the County of Suffolk, the State University of New York, the University of the State of New York or any other legal entity having appropriate jurisdiction.

14. The College retains the right to review the use of any and all facilities granted to the Association and to revoke permission for such use where the Board of Trustees determine it to be in the best interest of the College community.

15. The Association shall protect, indemnify and forever save harmless the College and its agents from and against any damage, fine, judgment, expense or charge suffered, imposed, assessed or incurred for any violation or breach of any law, ordinance, order, rule or regulation or occasioned by any act of neglect or omission of the Association, its servants, employees, agents, visitors and licensees the Association shall obtain such insurance as required by the College or by the County of Suffolk and shall keep same in force during the life of this agreement.

16. This agreement may be terminated by either party on August 31 of any year provided that at least six months written notice of such impending termination has been given to or served upon the other party. If not terminated by either party at least six (6) months prior to August 31 of any year, this agreement will remain in force.

17. The Association shall not assign, transfer, convey, or otherwise dispose of this contract, or any portion thereof, or of its right, title, or interest therein, without the written consent of the College.

IN WITNESS WHEREOF, the parties hereto have set their hands the day and year first written above.

SUFFOLK COUNTY COMMUNITY COLLEGE

By

SUFFOLK COMMUNITY COLLEGE ASSOCIATION, INC.

By

September 1, 1976

**AMENDING CERTIFICATE OF INCORPORATION**  
for the Suffolk Community College Association  
(May, 1986)

Resolution No. 86.A6 was duly moved and seconded, and carried unanimously.

WHEREAS, the Internal Revenue Service is requiring that the Certificate of Incorporation of the Suffolk Community College Association, Inc. be amended in various respects, and

WHEREAS, the Association must make such amendments in order to maintain its exempt status under the tax laws, be it therefore

RESOLVED, that the Board of Directors of the Suffolk Community College Association, Inc. hereby amend the Certificate of, Incorporation by adding the following provisions:

Notwithstanding any other provision of these articles, the corporation is organized exclusively for one or more of the following purposes: educational, literary, charitable, testing for public safety or scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, and shall not carry on any activities not permitted to be carried on by a corporation exempt from income tax under section 501 (c)(3) of the Internal Revenue Code of 1954 or corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee or officer shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501 (h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Internal Revenue Code or corresponding section of any further Federal tax code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose.

and, be it further

RESOLVED, that the President of the Board execute and file a Certificate of Amendment encompassing the foregoing with the Secretary of State.

**AMENDING CERTIFICATE OF INCORPORATION**  
for the Suffolk Community College Association  
(September, 1988)

Resolution No. 86.A6 was duly moved and seconded, and unanimously.

WHEREAS, the Internal Revenue Service is requiring that the Certificate of Incorporation of the Suffolk Community College Association, Inc. be amended, and

WHEREAS, the Association must make such amendment in order to qualify as a governmental subdivision under the tax laws, be it therefore

RESOLVED, That the Board of Directors of the Suffolk Community College Association, Inc. hereby amend the Certificate of Incorporation by substituting the following provision for the fourth (unnumbered) paragraph of Article Eighth:

Upon the dissolution of this organization, assets shall be distributed to a state or local government, for a public purpose.

and be it therefore

RESOLVED, That the President of the Board execute and file a Certificate of Amendment encompassing the foregoing with the Secretary of State.

There being no further business, the meeting adjourned.

Respectfully submitted,

Arthur L. Plinardi  
Secretary/Treasurer

SUFFOLK COMMUNITY COLLEGE ASSOCIATION, INC.  
BOARD OF DIRECTORS MEETING  
MAY 5, 1989  
CONFERENCE ROOM - PECONIC BUILDING  
EASTERN CAMPUS  
RIVERHEAD, NEW YORK

A G E N D A

Approval of Minutes for the meeting held on March 23, 1989.

ITEM 1

RESOLUTION NO. 89.A8 AMENDING THE SUFFOLK COMMUNITY COLLEGE ASSOCIATION, INC., CERTIFICATE OF INCORPORATION TO INCLUDE STUDENT DIRECTOR

WHEREAS, by New York State Education Law Section 6306, one voting member of the Board of Trustees shall be elected by and from among the students of the College, and

WHEREAS, the inclusion of a student on the Association Board of Directors would provide valuable input in the governance of the Association, be it therefore

RESOLVED, That the Board of Directors of the Suffolk Community College Association, Inc., hereby amend the Certificate of Incorporation by substituting the following paragraph for the paragraph in article numbered "Fifth":

The number of its directors shall not be less than six nor more than ten.

and be it further

RESOLVED, That the President of the Board execute and file a Certificate of Amendment encompassing the foregoing with the New York Secretary of State, and be it further

RESOLVED, That the student trustee of the Suffolk Community College Board of Trustees serve as student director on the Suffolk Community College Association, Inc., Board of Directors, effective upon filing of the amendment.

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