

ARTICLES OF INCORPORATION

Tri-state Library Users Inc.

ARTICLE I. NAME AND LOCATION:

Section 1. Name: The name of this Corporation shall be the Tri-state Library Users Inc.

Section 2. Location: The principal office of this Corporation shall be at 155 N. Bellaire Avenue, Louisville, Jefferson County, Kentucky. The Corporation may also have offices at other such places as the Board of Directors may appoint or the purposes of the Corporation may require.

Section 3. Registered Office: The registered office of the Corporation shall be at 155 N. Bellaire Avenue, Louisville, KY 40206.

Section 4. Registered Agent: The registered agent of the Corporation shall be Adam Ruschival, 155 N. Bellaire Avenue, Louisville, KY 40206.

ARTICLE II. PURPOSE: The Tri-state Library Users Inc. is organized exclusively to conduct charitable, educational, literary, and research activities that are beneficial to the blind and visually impaired. The Corporation may encourage the use of National Library Service for the Blind and Physically Handicapped services, public libraries, and other sources of accessible reading materials, and may encourage literacy through education, history, discussion, and research. In pursuit of the foregoing, the Corporation may do anything lawful and proper for a nonprofit organization exempt from Federal income taxes under Section 501(c)(3) of the Internal Revenue Code and the Kentucky Revised Statutes Chapter 273.

ARTICLE III. MEMBERSHIP:

Section 1. Membership in the Tri-state Library Users is open to blind, visually impaired and sighted individuals. Blind and visually impaired persons must at all times constitute a majority of the membership. Each individual member of TLU has the right to cast one vote at meetings and to hold office.

Section 2. Nonvoting members: The General Assembly may establish, as it deems appropriate, classes of supporting, sustaining and honorary memberships. Members in these classes may participate in all activities of the organization and shall pay dues as established by the General Assembly, but shall not have the right to vote or to hold office.

ARTICLE IV. GENERAL ASSEMBLY: The General Assembly shall be the ultimate authority within this organization on all matters except those delegated to the final authority or discretion of the Officers, Board of Directors, or standing committees by the organization's Constitution and/or Bylaws. Regular meetings of the General Assembly shall be held at least quarterly for the purpose of conducting the business of the

organization, with the time and place to be determined by the Board of Directors. Special membership meetings and activities may be scheduled by the Board of Directors.

ARTICLE V. BOARD OF DIRECTORS:

Section 1. The Board of Directors shall consist of officers and directors, as determined by the General Assembly, and is the governing body of this organization between meetings of the General Assembly. The Board may take no action that is contrary to the decided policy of the General Assembly or to the laws of the state of Kentucky. The majority of the voting members of the Board of Directors, including the President and Vice President, must be blind or visually impaired.

Section 2. Initial Board of Directors: The following individuals shall comprise the initial Board of Directors:

Bill Wright, 2110 Vernon Ct., Louisville, KY 40206

Natalie Couch, 319 Crescent Spring Dr., Louisville, KY 40206

Adam Ruschival, 148 Vernon Avenue, Louisville, KY 40206

Section 3. Incorporator: The incorporator of the Tri-state Library Users is Adam Ruschival, 148 Vernon Avenue, Louisville, KY 40206

Section 4. Compensation: Members of the Board of Directors shall serve without compensation. The Board may authorize reimbursement for reasonable expenses incurred by officers and directors in the performance of their duties.

Section 5. Liability: Officers and directors of the Corporation shall not be personally liable for any debts or obligations of the organization.

ARTICLE VI. NO STOCK: 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 described in section 501(c)(3). 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. This Corporation is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or declare dividends.

ARTICLE VII. DISSOLUTION: Upon dissolution of the Corporation, the Board of Directors

shall make provision for the payment of all liabilities of the Corporation. The remaining assets, if any, shall be distributed for civic and educational purposes which are consistent with the purposes for which this Corporation was formed, with the provisions of Kentucky Revised Statutes Chapter 273, and with the exempt purposes enumerated in Section 501(c)(3) of the Internal Revenue Code, as amended. Any such assets not distributed by the Board of Directors shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located to such organizations organized and operated exclusively for civic, charitable, educational, religious or scientific purposes as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended.

Signature of Incorporator: Adam Ruschival

Date: May 23, 2018