

TRPLF Policy G-1: Articles of Incorporation
Filed: May 21, 2014
Amended and Restated: August 22, 2017

North Dakota Nonprofit Corporation
Amended and Restated Articles of Incorporation
for
Theodore Roosevelt
Presidential Library Foundation

The Board of Trustees of this corporation, organized under North Dakota Century Code Chapter 10-33, adopted the following Amended and Restated Articles of Incorporation on July 17, 2017:

Article 1

The name of the corporation is Theodore Roosevelt Presidential Library Foundation.

Article 2

The registered agent is Sharon Kilzer. The address of the registered agent and the principal executive office is PO Box 700, 291 Campus Drive, Dickinson, ND 58601.

Article 3

The Amended and Restated Articles of Incorporation shall be effective when filed with the Secretary of State.

Article 4

This corporation is established to develop and maintain a national interpretive center to gather and disseminate documents and artifacts related to Theodore Roosevelt.

Article 5

- a. This corporation is organized exclusively for, and will be operated exclusively for, charitable purposes.
- b. This corporation will not be operated for the benefit of private interests, and no part of the net income of the corporation shall inure to the benefit of its Trustees, officers, or other private persons.
- c. This organization will not, as a substantial part of its activities, attempt to influence legislation or participate to any extent in a political campaign for or against any candidate for public office.

d. This corporation shall not conduct or carry on any activities that are not permitted to be conducted or carried on by an organization exempt from tax under Section 501(c)(3) of the Internal Revenue Code.

e. In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary or by operation of law, no private interests shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be transferred to a tax-exempt corporation under 501(c)(3) of the Internal Revenue Code for the purposes set forth in Article 4.

f. The management of the corporation shall be vested in a Board of Trustees. The number of Trustees shall be fixed by the Bylaws and may be altered by amending the Bylaws, but shall never be less than five. The terms of office of the Trustees shall be fixed by the Bylaws and may be altered by amending the Bylaws.

g. The corporation shall have no members.

h. Any action may be taken by written action signed, or consented to by authenticated electronic communication such as email, by the number of Trustees that would be required to take the same action at a meeting of the board at which all Trustees were present.

i. The Bylaws may be amended by the board of Trustees in the manner set forth in the Bylaws.

j. These Articles may be amended upon approval of a proposed amendment by two-thirds of the Trustees after thirty days' notice has been given.

Article 6

The undersigned has read these Amended and Restated Articles of Incorporation, knows the contents, and believes the statements made therein to be true.

Article 7

These Amended and Restated Articles of Incorporation supersede the original articles and all amendments to them.

/s/

Murray G. Sagsveen
General Counsel
1277 Eagle Crest Loop
Bismarck, ND 58503-8849

MGS:20170814