

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
CALVIN COOLIDGE PRESIDENTIAL FOUNDATION,  
INC.

For the purpose of amending and restating the Articles of Association of the above-captioned corporation, a nonprofit corporation under the provisions of the Vermont Nonprofit Corporation Act (V.S.A., Title 11, Chapter 19), the corporation hereby adopts the following Articles:

ARTICLE I

Name

The name of the corporation shall be Calvin Coolidge Presidential Foundation, Inc.

ARTICLE II

Public Benefit Corporation

This corporation is a public benefit corporation, formed pursuant to Title 11B of the Vermont Statutes Annotated.

ARTICLE III

Purposes

The corporation is organized exclusively for charitable, educational, historical and cultural purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Code"), including for such purposes the making of distributions to organizations that qualify as exempt under Section 501(c)(3) of the Code including, (a) perpetuating the memory of Calvin Coolidge, the thirtieth (30th) President of the United States of America, and of the era in which he lived; (b) promoting public understanding and appreciation of his services to his country; (c) publishing periodicals and books concerning President Coolidge, his family, his public activities in the town of Plymouth, Vermont, the region and the Nation including, but not limited to, publishing The Coolidge Quarterly and newsletters, and maintaining an active website with educational materials; (d) owning, maintaining and improving the church building adjacent to the site of President Coolidge's birth and opposite the Coolidge Homestead; (e) conducting research into the life of President Coolidge, his service in local, state, and National government, and the history of the town of Plymouth and the region; (f) disseminating information to visitors to

Plymouth and the general public wherever they may reside; (g) encouraging and assisting the operation and improvement of the Calvin Coolidge Visitor Center, the Plymouth historic district, generally, and of the operation of any meetings or offices dedicated to the work of the Foundation; (h) collecting documents and memorabilia of President Coolidge and his family and to encourage others to do the same; (i) conducting educational programs and activities that seek to perpetuate knowledge of President Coolidge, his Presidency and life, his era, and his values, including, but not limited to, a Coolidge-themed event/lecture series, a Washington, DC summit for students, national and state-wide high school debate programs focused on Coolidge-related topics, writing and speech competitions, and history education programs at the President Calvin Coolidge state historic site and wherever the Foundation shall develop such programs, and other activities focused on encouraging a deep and lasting knowledge and appreciation of the Coolidge Presidency; (j) conducting a merit-based scholarship program designed to introduce applicants to President Coolidge and his values; (k) preparing programs, publications, exhibits or other forms of outreach for important anniversaries relating to President Coolidge (l) conducting its activities nationally including within Vermont, Washington, DC or any other place within the United States, as well as establishing bases in appropriate sites (m) engaging in any other activity in furtherance of the foregoing purposes, that may be lawfully conducted by a corporation organized under Title 11B of the Vermont Statutes and qualifying as an exempt purpose under Section 501(c)(3) of the Code, or any successor statute or the corresponding provisions of any future federal tax code, exclusively for charitable, educational, historical and cultural purposes.

#### ARTICLE IV

##### Conditions, Restrictions, and Limitations

- 4.1 No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, or officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), and no trustee or officer of the corporation or any other private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.
- 4.2 No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

- 4.3 The corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.
- 4.4 Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Code and the regulations promulgated thereunder (or any successor statute or the corresponding provisions of any future federal tax code), or by an organization, contributions to which are deductible under Sections 170, 2055, and 2522 of the Code and the regulations promulgated thereunder (or any successor statutes or the corresponding provisions of any future federal tax code).
- 4.5 All powers of the corporation shall be exercised only in such manner as will assure the operation of the corporation exclusively for the purposes set forth in Article III, as so defined, it being the intention that this corporation shall be exempt from federal income tax and contributions to it shall be deductible pursuant to Section 501(c)(3) of the Code, and all purposes and powers herein shall be interpreted and exercised consistently with this intention.
- 4.6 Upon the dissolution of the corporation and the winding up of its affairs, the assets of the corporation remaining after providing for the payment of its debts and obligations shall be distributed by the board of trustees for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code and the regulations promulgated thereunder (or any successor statute or the corresponding provisions of any future federal tax code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any remaining assets not so distributed by the board of trustees shall be so distributed 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 such court shall determine, which are organized and operated exclusively for such exempt purposes.
- 4.7 The Calvin Coolidge Presidential Foundation, Inc. does not discriminate on the basis of race, color, national or ethnic origin, gender, age, pregnancy, religion,

disability, or sexual orientation.

ARTICLE V  
Board of Trustees

- 5.1 The corporation shall be governed by a Board of Trustees. The number of Trustees and their manner of election and the terms of office for them shall be determined by the By-Laws.
- 5.2 The Trustees of the corporation may make by-laws for the governance of the corporation, and may, from time to time, alter and amend the same, provided, however, they may not increase the annual membership dues without the consent of a majority of the members present at an annual meeting, the notice of which shall contain a warning of any proposal to increase the dues.

ARTICLE VI  
Trustee Liability

To the extent permitted by the Vermont Nonprofit Corporation Act, as the same may be supplemented, replaced, or amended, no director of the corporation shall be personally liable to the corporation or its members for monetary damages for any action taken, or any failure to take action, solely as a director, based on a failure to discharge his or her own duties in accordance with the Vermont Nonprofit Corporation Act, as the same may be supplemented, replaced, or amended.

ARTICLE VII  
Effective Date

These Amended and Restated Articles of Incorporation shall be effective upon their filing with the Vermont Secretary of State.

Executed on behalf of the corporation this 30th day of August, 2019.

CALVIN COOLIDGE PRESIDENTIAL FOUNDATION, INC.

By: Matthew Denhart  
Matthew Denhart, Executive Director