

**ARTICLES OF AGREEMENT
OF
SPRING FORUM FOR ALTERNATIVE COMMUNITY, INC.**

Know all people by these presents that we, the undersigned incorporators do hereby associate together by these Articles of Agreement to form a voluntary corporation under the provisions of New Hampshire RSA Chapter 292.

ARTICLE I
Name

The name of this non-profit corporation shall be Spring Forum for Alternative Community, Inc. (herein known as “Spring FFAC”).

ARTICLE II
Objectives and Amendments

A. Objectives:

Through the planning and facilitation of conferences, workshops, and events Spring Forum For Alternative Community, Inc. seeks to build an accepting and open community in which attendees can make genuine and lasting personal connections, tap into their talents and innate creativity, and take on projects both collaborative and personal. Spring FFAC offers opportunities for attendees to challenge themselves in ways they otherwise wouldn't through a community-focused, alcohol and recreational drug-free environment.

The corporation may charge registration and other fees for conferences, workshops and other events and activities; however, the corporation shall not engage in any business for profit but shall function to provide structure and facilitation to attendance of said conferences, workshops, and other events, and the net proceeds from such fees shall be used for this purpose.

No part of the net income of the corporation shall inure to the benefit of any private member or individual, and no member, officer, or employee of the corporation shall receive or be lawfully entitled to receive any pecuniary profit of any kind therefrom, except reasonable compensation for services actually rendered in effecting one or more of its purposes.

The corporation shall not carry on or otherwise attempt to influence legislation, and it shall not participate or interfere in any political campaign on behalf of any candidate for public office.

The Objectives of these Articles of Agreement may be changed or amended only by the process laid out herein.

B. Amendments:

The first paragraph of the Article II of these Articles of Agreement may be changed or amended only by the following process:

1. All current members of the Board of Directors of the Corporation agree by consensus to the entirety of the proposed change to the Objectives.
2. Notice of the proposed change(s) shall be sent to all current members of the Corporation via email, or equivalent means of communication as deemed appropriate by the Board, and the proposed change posted to the Corporation's website (or equivalent) for a review and comment period of no less than thirty (30) days.
3. At the end of said thirty (30) day comment period the Board shall read and review all comments from the membership and integrate said comments into the proposed changes to the Purposes where appropriate.
4. Once all comments have been considered and integrated into the proposed changes and all members of the Board have agreed by consensus to the entirety of proposed changes, the proposed changes shall again be made available for review and comment as laid out in item 2 (two) above.
5. If, comments have been received during this subsequent thirty (30) day review period the Board will once again follow the process laid out in steps 3 (three) and 4 (four).
6. If, at the end of any thirty (30) day review period no new comments have been received the Board shall re-affirm their consensus agreement of said new Objectives and the Objectives of these Articles of Agreement shall be amended.

ARTICLE III Membership and Management

A. Membership

Membership and participation in the corporation shall be established by: The date that an individual attends their second (2nd) conference, workshop, or other event run by Spring Forum for Alternative Community, Inc. (Spring FFAC) after having previously attended a conference run by Spring FFAC shall be the beginning of the membership term. The term of membership shall continue for three (3) years from that date. Upon an individual's first registration they will be considered a 'guest' of Spring Forum for Alternative Community, Inc. The membership of any individual who has been asked to leave a conference, workshop, or event will be revoked. Membership may be revoked by the Board of Directors using the voting policy outlined in Section 6.8. of the Bylaws.

Any attendee of Spring 2015 shall be eligible to become a member at the first Spring conference they attend after incorporation.

B. Management

The corporation shall be governed by a Board of Directors. The incorporators shall serve as the initial members of the Board of Directors, and thereafter, board members shall be selected on an annual basis as follows:

Selection of Board Members: Board members shall be selected by the following process:

1. Prospective Board members will submit a completed application by the date provided on the application and related documentation unless otherwise agreed upon by all current Board members.

2. The current Board members at the time of the application submissions will review and evaluate all submitted applications in a manner agreed upon by all Board members ahead of time.
3. A slate of no less than five (5) and no more than nine (9) new board members will be proposed from the pool of applicants.
4. The current Board will approve the proposed slate of new board members by consensus.
5. If, after a reasonable and concerted effort to do so, consensus cannot be reached then the current Board will break the proposed new Board down into a smaller slates until all current Board members reach consensus on all members of the proposed slate of new Board members.
6. If the approved slate of new Board members does not contain a number of Board members deemed to be suitable by the current Board, the current Board shall then vote on individual applicants until the number of chosen new Board members is deemed to be suitable. This vote will be either a ballot vote of yes or no for each remaining candidate, with a three-quarter (3/4) majority of the current Board needed for approval of each applicant, or through another process as unanimously agreed upon by all current Board members.

There shall be no fewer than five (5) and no more than nine (9) Board members at any given time and it is strongly recommended that the new Board shall contain no fewer than three (3) members of the previous Board but ideally will contain at least half returning Board members.

All Board members, regardless of time served on the Board, must submit an application and their application go through the above approval process once a year to continue as Board members.

Termination of Board Members: Any Board member may be terminated at any time for any cause deemed sufficient by consensus of all members of the Board of Directors then in office (except the member to be removed) acting at a meeting of the Board, the notice of which has specified the proposed termination. Such a vote may only be held at a meeting for which notice has been given to all Board members at least fourteen (14) days prior to the meeting.

Replacement Board Members: In the event that a current board member is removed or resigns, the remaining board members may appoint a replacement board member for the remainder of the annual term by unanimous vote of the remaining board members. If, after a board member resigns, less than five (5) board members remain the remaining board members must appoint a replacement board member so that the number of board members equals five (5) or more.

ARTICLE IV Authority and Dissolution

A. Authority

The corporation shall have authority to receive, by purchase, gift, grant, devise, bequest or in any other lawful manner, any real or personal property, and to hold, use, improve, operate, manage, lease, convey, convert, invest, dispose of by gift, sale, lease, or otherwise, and transfer any or all of such real or personal property, and to use the same in any lawful manner for the furtherance of its general purposes, and to do and perform generally and anywhere all acts and things reasonably incident to such purposes, including the establishment, augmentation and administration of any fund or funds which may be reasonably advantageous or convenient to the carrying out of the

corporation's purposes and to disburse and expend the same and the income and earnings thereof, to promote its purposes either for itself or as an agent, trustee or representative of others.

The corporation shall have the power to transfer, assign and convey any assets or property which it may receive by gift or devise in accordance with the provisions or conditions authorizing such transfer contained in the instrument evidencing the gift or devises of such property.

B. Dissolution

In the event of dissolution of the corporation, no distribution of any kind of the property or assets of the corporation shall be made to its members, directors, or officers, or to any individual. Upon dissolution, after satisfaction of all claims of creditors and expenses of dissolution, all of the property and assets of the corporation shall be applied to the continued furtherance of the aforementioned purposes by distribution of all assets to a similar non-profit organization as agreed by the consensus of all members of the Board of Directors at the time of dissolution at a meeting as set forth in the Bylaws. If, after a reasonable and concerted effort to do so, consensus cannot be reached then such matter shall be decided by affirmative vote of all members of the Board of Directors save one (1). Voting by proxy shall not be permitted.

ARTICLE V Address

The business of the corporation shall be carried on at 659 Darling Hill Road, Greenville, New Hampshire 03048 or at a location as selected by unanimous agreement of the Board of Directors. The mailing address of the corporation shall be 659 Darling Hill Road, Greenville, New Hampshire 03048.

ARTICLE VI Capital Stock

There shall be no capital stock of the corporation.

ARTICLE VII Limited Liability

Members, directors and officers of the corporation shall not be personally liable for damages for bodily injury, personal injury, or property damage if the claim for such damages arises from an act committed in good faith and without willful, wanton or gross negligence in the course of an activity carried on to accomplish the purposes of the corporation pursuant to RSA 508:16 and 508:17.

To the extent permitted by law, members, directors and officers shall not be personally liable for breach of fiduciary duty for acts committed in good faith on behalf of the corporation, except for willful, wanton or grossly negligent misconduct.

ARTICLE VIII Incorporators

The names, addresses and signatures of the incorporators are set forth below.

IN WITNESS WHEREOF, we do hereby set our hands as incorporators on this _____ day
of _____, 2015.

Jake Alper
25 Lake St #3
Somerville, MA 02143

Kelly Taylor
62 Willow Ave., Apt. 2
Somerville, MA 02144

David Wasch
185 Weir St.
Glastonbury, CT 06033

Lorraine Gilman
140 West River Rd.
Brattleboro, VT 05301

Thor Thomforde
659 Darling Hill Road
Greenville, NH 03048

April Walker
659 Darling Hill Road
Greenville, NH 03048