

# ARTICLES OF ASSOCIATION

## ARTICLE I. NAME

The name of the Association shall be: Kentucky Group, NAEB

## ARTICLE II.

The place where the principal office of the Association is to be located is the City of Lexington, Fayette County, State of Kentucky.

## ARTICLE III. PURPOSES

The Association is organized exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code. (All references in these Articles to such Code are intended to include the corresponding section of any future federal tax code.) Within this general limitation, the specific purposes of the Association are to: (1) provide for the open interchange of information concerning the purchasing profession; (2) enhance the development and implementation of effective purchasing management among educational institutions; (3) actively encourage cooperative relationships among member institutions; (4) maintain communications with the National Association of Education Buyers (NAEB); (5) promote adherence to the NAEB Code of Ethics; (6) provide opportunities for the personal professional growth of members; (7) encourage and facilitate research and investigation; and (8) collect and disseminate useful information.

## ARTICLE IV. MEMBERSHIP

A. The voting membership of the Association shall consist of those institutions of higher education in the geographical areas served by the Association which are members in good standing of the NAEB. Each voting member institution shall be limited in voting to one vote by the member representative of record as designated by the institution.

B. Nonvoting membership shall be limited to individuals employed by voting member institutions.

C. A member may be removed from the Association by the Executive Committee for failure to meet the initial and continuing requirements of membership, upon the affirmative vote of two-thirds of all of the members of the Executive Committee.

## ARTICLE V. EXECUTIVE COMMITTEE

A. The names and addresses of the persons who are the initial Executive Committee of the Association are as follows:

Name: Sharon L. Wright  
President

Address: Dept. of Purchasing  
University of Louisville  
Louisville, Ky. 40292

Name: Marilyn Beverly  
Vice President

Address: Baptist Homes for Children, Inc.  
10801 Shelbyville Rd.  
Louisville, Ky. 40243

Name: Tom Fields  
Secretary-Treasurer

Purchasing Division  
Address: 322 Peterson Service Bldg.  
University of Kentucky  
Lexington, Ky. 40506-0005

Name: \_\_\_\_\_

Address: \_\_\_\_\_  
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B. Each member of the Executive Committee shall serve until his or her successor is elected by the voting membership at an annual meeting or otherwise in accordance with the bylaws.

#### ARTICLE VI. ORGANIZATIONAL RESTRICTIONS

A. No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

B. No substantial part of the activities of the Association shall be the carrying out of propaganda, or otherwise attempting to influence legislation, and the Association 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.

C. Notwithstanding any other provision of these articles, the Association 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 (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code.

#### ARTICLE VII. DISSOLUTION

Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for public purposes. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VIII. AMENDMENT

These Articles of Association may be amended by a majority vote of the members present at any meeting of the membership at which a quorum is present.

In witness whereof, the initial Executive Committee of the Association have hereunto subscribed their names this 23rd day of November, 1992.

Sharon L. Wright  
Mailez Beverly  
Tom Fields

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