

The University of the State of New York
Education Department



ONEIDA COMMUNITY MANSION HOUSE

ABSOLUTE CHARTER

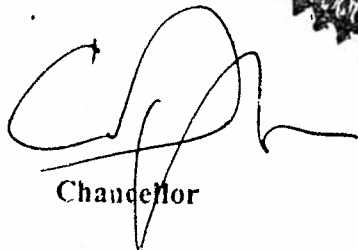
This Instrument Witnesseth That the Board of Regents for and on behalf of the Education Department of the State of New York at their meeting of February 8, 2000,

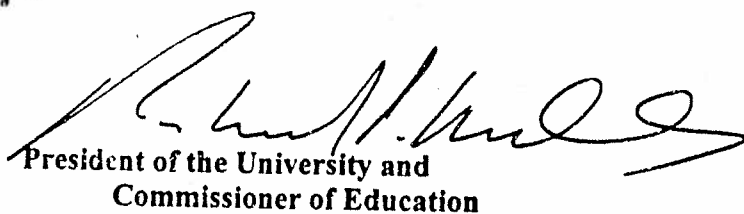
An application having been made by and on behalf of the trustees of the Oneida Community Mansion House, for its provisional charter to be made absolute, and it appearing to the satisfaction of the Regents that the conditions for an absolute charter have been met, it was

Voted, that the provisional charter of the Oneida Community Mansion House, located in Oneida, county of Madison, state of New York, which was granted by action of the Board of Regents on July 24, 1987; which provisional charter was extended by Regents action on March 26, 1993 be, and the same hereby is, made absolute.



Granted, February 8, 2000, by the Board of Regents of The University of the State of New York, for and on behalf of the State Education Department, and executed under the seal of said University and recorded as Number 22,829.


Chancellor


President of the University and
Commissioner of Education

The University of the State of New York
Education Department



ONEIDA COMMUNITY MANSION HOUSE
EXTENSION OF PROVISIONAL CHARTER

This Instrument Witnesseth That the Board of Regents for and on behalf of the Education Department of the State of New York at their meeting of March 26, 1993,


An application having been made by and on behalf of the trustees of the Oneida Community Mansion House, for an absolute charter, and it not appearing to the satisfaction of the Regents that the conditions for an absolute charter have been met, it was

Voted, that the provisional charter of the Oneida Community Mansion House, located in Oneida, county of Madison, state of New York, which was granted by action of the Board of Regents on July 24, 1987; be, and the same hereby is, extended to March 26, 1998; and prior to that date, an application for the further extension of such provisional charter or for an absolute charter will be entertained by the Regents, but, in the event that such application is not made, then after March 26, 1998 and upon notice by the Regents, such provisional charter shall terminate and become void and shall be surrendered to the Regents.



Granted, March 26, 1993, by the Board of Regents of The University of the State of New York, for and on behalf of the State Education Department, and executed under the seal of said University and recorded as Number 21,399.


Chancellor


President of The University and
Commissioner of Education

The University of the State of New York
Education Department

Provisional Charter

ONEIDA COMMUNITY MANSION HOUSE

THIS INSTRUMENT WITNESSETH That the Regents of The University of the State of New York have granted this provisional charter valid for a term of three years,

1. Incorporating Squire N. Bozorth, Vivian L. Cavalieri, York Chi Lau Harder, Francis H. Musselman, and Carroll L. Wainwright, Jr. and their associates and successors as an education corporation under the corporate name of Oneida community Mansion House, to be located at Oneida, county of Madison, state of New York.

2. The purposes for which such corporation is to be formed are:

a. Exclusively charitable, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States Internal Revenue Law). In furtherance, but not in limitation, of such charitable, literary and educational purposes, the corporation is being formed to promote and encourage historical research, to acquire by purchase, gift, devise, or otherwise, the title to, or the custody and control of historic places, to preserve and protect building and sites of historic interest; to collect, publish and preserve records, relics and other things of historic interest; to mark places of historic interest with suitable monuments and markers; to foster and to promote public knowledge of and interest in local and national history;

b. To maintain, improve and manage the operation of the Oneida Community Mansion House and its grounds; to conduct tours of the Oneida Community Mansion House and other activities for the instruction and information of the general public; to publish books and other literary materials relating to the Oneida Community; and to discover, purchase, restore or otherwise obtain writings, newspapers, antique furniture, art works, scholarly materials and the like which are related to the Oneida Community or are related to other areas of study established by the trustees; and

c. To do any other act or thing incidental to or in connection with the foregoing purposes or in advancement thereof, including the solicitation of grants and contributions for the foregoing purposes.

3. The persons named as incorporators shall constitute the first board of trustees. The board shall have power to adopt bylaws, including therein provisions fixing the method of election and the term of office of trustees, and shall have power by vote of two-thirds of all the members of the board of trustees to change the number of trustees to be not more than twenty-five nor less than five.

Provisional Charter
ONEIDA COMMUNITY MANSION HOUSE
Page Two

4. The corporation hereby created shall be a nonstock corporation organized and operated exclusively for educational purposes, and no part of its earnings or net income shall inure to the benefit of any individual; and no officer, member, or employee of the corporation shall receive or be entitled to receive any pecuniary profit from the operations thereof, except reasonable compensation for services.

5. 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

6. No substantial part of the activities of the corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, (except to the extent authorized by Internal Revenue Code section 501(h) as amended, or the corresponding provision of any future United States Internal Revenue Law, during any fiscal year or years in which the corporation has chosen to utilize the benefits authorized by the statutory provision) and the corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

7. During such periods of time as the corporation is treated as a "private foundation" pursuant to the Internal Revenue Code, the trustees must distribute the corporations income at such time or times and in such manner so as not to subject the corporation to tax under section 4942 of the Code, and the corporation is prohibited from engaging in any act of self-dealing (as defined in section 4941 (d) of the Code), from retaining any excess business holdings (as defined in section 4943 (c) of the Code) which would subject the corporation to a tax under section 4943 of the Code, from making any investments or otherwise acquiring assets in such manner so as to subject the corporation to a tax under section 4944 of the Code, from retaining any assets which would subject the corporation to a tax under section 4944 of the Code if the trustees had acquired such assets, and from making any taxable expenditures (as defined in section 4945 (d) of the Code).

8. Upon dissolution of the corporation, the board of trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the remaining assets of the corporation exclusively for one or more exempt purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Federal tax code), or shall distribute the same to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by order of the Supreme Court of the State of New York in the judicial district where the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, organized and operated exclusively for such purposes, as said Court shall determine.

9. The principal office of the corporation shall be located at Oneida, county of Madison, state of New York.

**Provisional Charter
ONEIDA COMMUNITY MANSION HOUSE
Page Three**

10. The Commissioner of Education is designated as the representative of the corporation upon whom process in any action or proceeding against it may be served.

11. This provisional charter will be made absolute if, within three years after the date when this charter is granted the corporation shall acquire resources and equipment which are available for its use and support and which are sufficient and suitable for its chartered purposes in the judgment of the Regents of The University, and shall be maintaining an institution of educational usefulness and character satisfactory to the Regents. Prior to the expiration of said three year period, an application for the extension of this provisional charter or for an absolute charter will be entertained by the Regents, but in the event that such application is not made, then at the expiration of said term of three years, and upon notice by the Regents, this provisional charter shall terminate and become void and shall be surrendered to the Regents.



Granted July 24, 1987, by the Board of Regents of The University of the State of New York, for and on behalf of the State Education Department, and executed under the seal of said University, and recorded as Number 20,137.

Walter Bauer
Chancellor

Thomas S. ...
President of The University
and Commissioner of Education