

**ARTICLES OF INCORPORATION  
FOR  
NATIONAL ASSOCIATION OF DISABILITY  
EXAMINERS**

**(A Not for Profit Corporation)**

The undersigned Incorporator, the name and address of which are shown below, being an individual legally competent to form a not for profit corporation under Section 10A-1-3.05 and 10A-3-3.02 of the Code of Alabama 1975 of the State of Alabama, and a citizen of the United States, hereby adopt and execute the following Articles of Incorporation:

**ARTICLE I**

The Name of the Corporation is: **National Association of Disability Examiners**

**ARTICLE II**

The Corporation shall have an effective date determine upon filing  
by the Alabama Secretary of State

**ARTICLE III**

The duration of the Corporation is perpetual.

**ARTICLE IV**

The purpose for which the Corporation is formed is as follows:

- a) To develop the art and science of disability evaluation and to enhance public awareness about disability evaluation, and to further public recognition of disability evaluation process.
- b) To operate exclusively for charitable, scientific and educational purposes under Section 501(c) (3) of the Internal Revenue code, or corresponding section of any future federal tax code.
- c) To engage in any lawful act or activity for which corporation may be organized under the general corporation law of Alabama in furtherance of the above purposes within the requirements of Section 501(c)(3) of the Internal Revenue code or corresponding section of any future federal tax code.

## ARTICLE V

The Corporation shall adhere to the following provisions:

- a) In the event of the dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, all assets shall be distributed by the National Association of Disability Examiners Board of Trustees with all remaining assets being distributed by the Corporation for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- b) The Corporation shall have no capital stock and shall not be authorized to issue capital stock. The Corporation is not formed for pecuniary or financial gain. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its Trustees, Officers, Members or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Corporation.
- c) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate of public office, including the publishing or distribution of statements.
- d) In any taxable year in which the Corporation has been found by the Internal Revenue Service to be a private foundation as described in Section 509(a) of the Internal Revenue Code, the Corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.
- e) The Trustees shall not be personally liable for the debts, liabilities or other obligations of the corporation. The Trustees and officers of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of Alabama. However, the corporation shall make no indemnification in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable to the corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.



## ARTICLE VI

The Corporation shall be a membership organization. Members, whose dues are current, shall have the right to amend this Articles of Incorporation and to determine Membership voting rights, Membership duties and Membership dues as set forth in the Bylaws of the Corporation. In addition, the number, qualification and manner of election of the Trustees shall be provided for in the Bylaws of the Corporation. The Corporation may by its Bylaws or policies make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same are not inconsistent with this Articles of Incorporation nor contrary to the laws of the state of Alabama or the United States. The number of Trustees of the Corporation to be elected at the first meeting shall be 13. The name and mailing address of each Trustee is as follows:

Jennifer Pounds –President  
1004 Shae Court  
Garner, NC 27529

Sharon Bland-Brady  
5500 Nottingham Rd  
Detroit, MI 48224

Marcia Shantz- Regional Director  
1134 Claremont Street  
Dearborn, MI 48124

Meredith Rogan – Regional Director  
121 Elwood St  
Roanoke, VA 24019

Marjorie Garcia- Regional Director  
3150 Lancaster Drive  
Salem, OR 97305

Billie Thomas-Regional Director  
9801 N Kelly Ave  
Oklahoma City, OK 73131

Ayanna Conley-Chair Council of Chapter Presidents  
1551 Juliette Road  
Stone Mountain, GA 30083

Tonya Scott –Past President and Secretary  
PO Box 1887  
Stockbridge, GA 30281

Julie Kujath-Treasurer  
2101 Forest Drive  
Jefferson City, MO 65109

Patricia Chaplin-Regional Director  
7545 South Lindberg, Suite 220  
St Louis, MO 63125

Alice Rich – Regional Director  
31 Hollis Road  
East Brunswick, NJ 08816

Thomas Gautier-Regional Director  
2530 Old English Ln  
Kinston, NC 28504

ARTICLE VII

The address of the Corporation's principal and registered office in the State of Alabama is:

2545 Rocky Ridge Lane Vestavia Hills, AL Jefferson County 35216

The name of its registered agent at such address is: Maria Whiting at (205) 960-1681

ARTICLE VIII

WE, THE UNDERSIGNED, for the purpose of forming a not for profit corporation under the laws of the State of Alabama, certify that the facts herein stated are true, and have accordingly hereunto set our hands this 20<sup>th</sup> day of NOVEMBER, 2017.

Maria E Whiting  
Incorporator

The State of Alabama

JEFFERSON County

I, DAPHNE D. MCGORMECK, a Notary Public, in and for said County in said State,

hereby certify that MARIA E. WHITING whose name

as INCORPORATOR of the NATIONAL ASSOCIATION OF DISABILITY EXAMINERS, a corporation, is signed to the foregoing conveyance and who is known to me, acknowledged before me on this day that, being informed of the contents of the conveyance, she, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal this 20<sup>th</sup> day of NOVEMBER, 20 17.

Daphne D. McGormeck  
Notary Public

Print Name: DAPHNE D. MCGORMECK

My Commission Expires: JANUARY 9, 2021