

Network Working Group
Request for Comments: 2134
Category: Informational

ISOC Board of Trustees
ISOC
April 1997

ARTICLES OF INCORPORATION
OF
INTERNET SOCIETY

Status of this Memo

This memo provides information for the Internet community. This memo does not specify an Internet standard of any kind. Distribution of this memo is unlimited.

Abstract

These are the articles of incorporation of the Internet Society. They are published for the information of the IETF community at the request of the poisson working group.

1. ISOC articles of incorporation

To: Department of Consumer and Regulatory Affairs
Washington, D.C. 20001

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Non-Profit Corporation Act:

1. The name of the corporation is Internet Society.
2. The period of its duration is perpetual.
3. The purpose or purposes for which the corporation is organized are as follows:

To be a non-profit corporation (without capital stock), which shall be operated exclusively for educational, charitable and scientific purposes. Such educational, charitable, and scientific purposes shall include carrying on activities:

- A. To facilitate and support the technical evolution of the Internet as a research and education infrastructure, and to stimulate the involvement of the scientific community, industry, government and others in the evolution of the Internet;

- B. To educate the scientific community, industry and the public at large concerning the technology, use and application of the Internet;
- C. To promote educational applications of Internet technology for the benefit of government, colleges and universities, industry, and the public at large;
- D. To provide a forum for exploration of new Internet applications, and to stimulate collaboration among organizations in their operational use of the global Internet.

To exercise all the powers conferred upon corporations formed under the District of Columbia Non-Profit Corporation Act in order to accomplish the corporation's educational, charitable and scientific purposes; and to take other actions necessary or convenient to effect any or all of the purposes for which the corporation is organized.

- 4. The corporation shall not issue any capital stock.
- 5. The corporation shall have classes of members, and the qualifications and rights of the members, including any right to vote, shall be as provided in the by-laws.
- 6. The board of directors of the corporation shall be known as the Board of Trustees. Except for the initial Board of Trustees, whose names are set forth in these Articles of Incorporation, the manner in which the Trustees are to be elected or appointed shall be as provided in the by-laws.
- 7. Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or liquidation, are:
 - A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any of the Trustees or officers or members of the corporation, or any other person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

- B. The Articles of Incorporation may be amended by the affirmative vote of at least four-fifths of the members of the Board of Trustees then in office, except that unanimous consent of the members of the Board of Trustees then in office shall be required for any amendment of this Article 7.
- C. Upon the liquidation, dissolution, or winding up of the corporation, after all of its liabilities and obligations have been paid, satisfied and discharged, or adequate provision has been made therefor, all of the assets of the corporation shall be distributed exclusively for such educational, charitable and scientific purposes as the Trustees (or such other persons as may be in charge of liquidation) shall determine, provided that such distributions shall be made to one or more organizations which qualify as exempt organizations under Section 501(c)(3) of the United States Internal Revenue Code as amended (or corresponding provisions of any future United States Internal Revenue law).
8. The address, including street and number, of the initial registered office of the corporation is c/o C T Corporation System, 1030 15th Street, N.W., Washington, D.C. 20005, and the name of its initial registered agent at such address is C T Corporation System.
9. The number of Trustees constituting the initial Board of Trustees of the corporation is fourteen, and the names and addresses, including street and number, if any, of the persons who are to serve as the initial Trustees until the first annual meeting or until their successors be elected and qualify are:

Charles N. Brownstein
National Science Foundation
1800 G Street, N.W.
Washington, DC 20550

Vinton G. Cerf
CNRI
1895 Preston White Drive, Suite 100
Reston, Virginia 22091

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Princeton, New Jersey 08544

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Michael M. Roberts
EDUCOM
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Washington, DC 20036

Anthony M. Rutkowski
Sprint International
12490 Sunrise Valley Drive
Reston, Virginia 22096

10. The name and address, including street and number, if any, of each incorporator is:

NAME	ADDRESS
Robert E. Kahn	1895 Preston White Drive Reston, Virginia 22091
Kenneth M. King	1112 16th Street, N.W. Washington, DC 20036
Juergen Harms	24 rue Ge'ne'ral Dufour Geneva CH-1204, Switzerland

2. Security Considerations

Documents of this type do not directly impact the security of the Internet infrastructure or its applications.

3. Author's Address

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