

JUN 1 1983

ARTICLES OF INCORPORATION  
OF

FILING FEE: \$15.00  
(NON-PROFIT)  
BY: HILBRECHT, JONES,  
SCHRECK & BERNHAR  
600 EAST CHARLES-  
TON BOULEVARD  
LAS VEGAS, NEVADA  
89104

VIA SWACKHAMER SECRETARY OF STATE

3 UNIVERSITY OF NEVADA SYSTEM FACULTY ALLIANCE

NO. 3617-83

4 KNOW ALL MEN BY THESE PRESENTS:

5 That we, the undersigned, residents of the State of Nevada,  
6 being desirous of organizing a non-profit corporation under the  
7 provisions of NRS 81.410 to 81.540, inclusive, and acts amend-  
8 atory thereof, have this day voluntarily associated ourselves  
9 for such purpose.

10 AND WE DO HEREBY CERTIFY AS FOLLOWS:

11 ARTICLE I.

12 Name

13 The name of the corporation shall be:

14 UNIVERSITY OF NEVADA SYSTEM FACULTY ALLIANCE

15 ARTICLE II.

16 Objects and Purposes

17 The objects and purposes for which this corporation is  
18 formed are:

19 1. To work for the welfare and advancement of post secon-  
20 dary education within the State of Nevada, and the improvement  
21 of instructional opportunities for students who seek post secon-  
22 dary education within the State of Nevada.

23 2. To develop and promote the adoption of such ethical  
24 practices, personnel policies, and standards of preparation and  
25 participation as mark a profession.

26 3. To unify and strengthen the post secondary teaching  
27 profession in the State of Nevada and to secure and maintain  
28 appropriate compensation, hours, working conditions, and other

1 terms and conditions of employment for post secondary educators  
2 in the State of Nevada, through collective bargaining or any  
3 other process designed to support post secondary education within  
4 the University of Nevada System.

5 4. To enable members to speak with a common voice on matters  
6 pertaining to post secondary education and instruction and to  
7 present their individual and common interests before the Board  
8 of Regents of the University of Nevada System and other legal  
9 authorities.

10 5. To do all and everything necessary, suitable and proper  
11 for the accomplishment of any of the purposes, or the attainment  
12 of any of the objects, either alone or in association with other  
13 corporations, firms or individuals, and to do every other act  
14 or acts, thing or things, incidental or appurtenant to or  
15 growing out of or connected with the aforesaid powers, or any  
16 part or parts thereof; provided, the same is not inconsistent  
17 with the laws under which this corporation is organized.

18 6. To receive contributions or donations, to assess dues  
19 for members, and to handle, disburse or distribute the same in  
20 accord with the by-laws of the corporation.

21 7. To sue and be sued, and to prosecute and defend in  
22 any court.

23 8. To devise, adopt and use a seal, and to change the  
24 same at pleasure.

25 9. To purchase, accept by grant, gift or devise, hold, sell  
26 and convey such real and personal property, or estate, as the  
27 purposes of this corporation shall require.

28

1 10. To appoint, or elect, and remove such officers, agents  
2 and servants as the business of the corporation may require;  
3 to define their powers, prescribe their duties and fix their  
4 compensation.

5 11. To make by-laws, not inconsistent with the Constitution  
6 and laws of the State of Nevada, for the transaction of the  
7 business of the corporation, the management of its property, the  
8 regulation of its affairs, the admission and expulsion of members,  
9 and generally for the transaction of all such business as may  
10 be within the scope of its organization and original design.

11 The several clauses contained in this Article II shall be  
12 construed as both purposes and powers; the statement contained  
13 in each such clause shall in no wise be limited or restrained  
14 by reference to, or inference from, the terms of any other clause,  
15 but shall be deemed to be individual purposes and powers; and no  
16 recitation, expression or declaration or specific or special  
17 purposes or powers herein enumerated shall be deemed to be  
18 exclusive; but it is hereby expressly declared that all other  
19 lawful powers not inconsistent herewith are hereby included.

20 ARTICLE III.

21 Capital Stock; Nonprofit Business

22 This corporation shall not have a capital stock, and its  
23 business shall not be carried on for profit.

24 ARTICLE IV.

25 Principal Place of Business

26 The place where this corporation's business will be  
27 transacted is 600 East Charleston Blvd., Las Vegas, Nevada.

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ARTICLE V.

Term and Existence

This corporation shall exist for a term of fifty (50) years.

ARTICLE VI.

Directors

The names and addresses of the persons who are to act in the capacity of Directors, for the first year of this corporation and until the election and qualification of their successors, and who shall be known as Directors are:

<u>NAME</u>	<u>RESIDENCE</u>
Christian E. Dolin	2021 Collins Ave, Las Vegas, NV 89121
Craig Walton	6140 Eisner Dr, Mt. Charleston, NV 89131
Francis X. Hartigan	1190 Grand View Avenue, Reno, NV 89503
M. Richard Ganzel	570 W. Riverview Circle, Reno, NV 89509

The number of Directors may be changed by by-laws duly adopted or amended by the members, authority for which is hereby expressly conferred, but in no event shall the number of Directors be less than three (3).

ARTICLE VII.

Voting Power, Interests of Members

The voting power and the property rights and interest of each member shall be equal.

ARTICLE VIII.


Membership

Membership in the corporation shall be on such terms and conditions and open to such individuals as may be prescribed in the by-laws of the corporation. Membership shall not be transferable or assignable by any member to any other persons.

1 nor shall any assigns thereof be entitled to membership in the  
2 corporation, or to any property rights or interest therein, unless  
3 provision for such transfer or assignment of membership is made in  
4 the by-laws of the corporation.

5 IN WITNESS WHEREOF, we have hereunder set our hands this

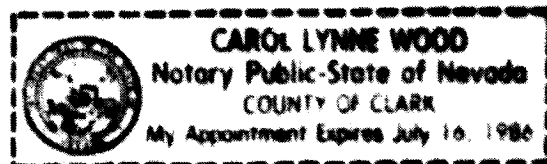
6 9th day of May, 1983.

7   
8 Craig Walton  
9 Francis X. Hartigan  
10 Mr. Richard Gangel  
11

12  
13 STATE OF NEVADA )  
14 COUNTY OF CLARK ) SS:

15 On this 9th day of May, 1983, personally appeared before me,  
16 the undersigned, a Notary Public in and for said County and State,  
17 Mr. Richard Gangel, Francis X. Hartigan, Christina E.  
18 Dolin, and Craig Walton known to me to be  
19 the persons described in and who executed the foregoing instrument,  
20 who acknowledged to me that they executed the same freely and  
21 voluntarily and for the uses and purposes therein mentioned.

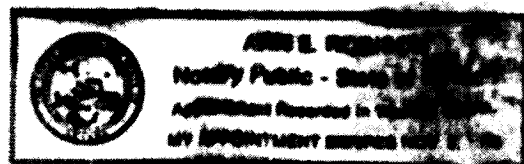
22  
23 Carol Lynne Wood  
24 NOTARY PUBLIC



1 STATE OF NEVADA )  
2 COUNTY OF ) SS:

3  
4 On this 18<sup>th</sup> day of May, 1983, personally appeared before  
5 me, the undersigned, a Notary Public in and for said County and  
6 State, M. Richard Lenzel and Francis X. Hartigan  
7 known to me to be the persons described in and who executed the  
8 foregoing instrument, who acknowledged to me that they executed  
9 the same freely and voluntarily and for the uses and purposes  
10 therein mentioned.

11  
12 *Ana E. Robinson*  
13 NOTARY PUBLIC





IN WITNESS WHEREOF, we have hereunto executed this Certificate of Amendment of Articles of Incorporation this 5<sup>th</sup> day of June, 1984.



CHRISTIAN E. DOLIN



CRAIG WALTON



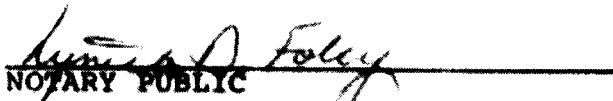
FRANCIS X. HARTIGAN



M. RICHARD GANZEL

STATE OF NEVADA )  
                          ) SS:  
COUNTY OF CLARK )

On this 5<sup>th</sup> day of June, 1984, personally appeared before me, the undersigned, a Notary Public in and for said County and State, Christian E. Dolin and Craig Walton, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

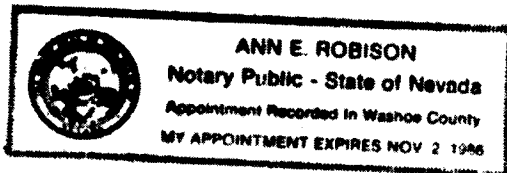
  
NOTARY PUBLIC

LYNETTE D. FOLEY  
Notary Public State of Nevada  
CLARK COUNTY  
My Appointment Expires Sept. 7, 1988



STATE OF NEVADA )  
                          ) SS:  
COUNTY OF CLARK )

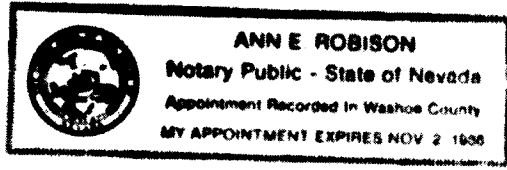
On this 15 day of June, 1984, personally appeared before me, the undersigned, a Notary Public in and for said County and State, M. Richard Ganzel, known to me to be the person described in and who executed the foregoing instrument, who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.



*Ann E. Robison*  
\_\_\_\_\_  
NOTARY PUBLIC

STATE OF NEVADA )  
                  ) SS:  
COUNTY OF CLARK )

On this 15 day of June, 1984, personally appeared before me, the undersigned, a Notary Public in and for said County and State, Francis X. Hartigan, known to me to be the person described in and who executed the foregoing instrument, who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.



*Ann E. Robison*  
\_\_\_\_\_  
NOTARY PUBLIC



**BARBARA K. CEGAVSKE**  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 (775) 684-5708  
 Website: [www.nvsos.gov](http://www.nvsos.gov)  
[www.nvsilverflume.gov](http://www.nvsilverflume.gov)

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number <b>C3617-1983</b>
Secretary of State State Of Nevada	Filing Number <b>2022288497</b>
	Filed On <b>04/29/2022 14:20:19 PM</b>
	Number of Pages <b>3</b>

**Non-Profit Corporation:**  
**Certificate of Amendment** (PURSUANT TO NRS 81, 82 & 84)  
**Certificate to Accompany Restated Articles or Amended and Restated Articles** (PURSUANT TO NRS 82.371)  
**Officer's Statement** (PURSUANT TO NRS 80.030)

**TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT**

<b>1. Entity information:</b>	Name of entity as on file with the Nevada Secretary of State : <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> Entity or Nevada Business Identification Number (NVID) : <span style="float: right; border: 1px solid black; padding: 2px;"><b>NV19831006823</b></span>								
<b>2. Restated or Amended and Restated Articles</b> (Select one):  (If <u>amending and restating only</u> , complete section 1, 2 and 6.)	<input type="checkbox"/> Certificate to Accompany Restated Articles or Amended and Restated Articles <ul style="list-style-type: none"> <li><input type="checkbox"/> Restated Articles - No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on: The certificate correctly sets forth the text of the articles or certificate as amended to the date of the certificate.</li> <li><input type="checkbox"/> Amended and Restated Articles</li> </ul> * Restated or Amended and Restated Articles must be included with this filing type.								
<b>3. Type of amendment filing being completed:</b> (Select only one box):  (If amending, complete section 1,3,5 and 6.)	<input type="checkbox"/> Certificate of Amendment to Articles of Incorporation (Pursuant to NRS Chapters 81 and 82 - Before First Meeting of Directors)  The undersigned are a majority of the original incorporators of the nonprofit corporation, or the majority necessary for the approval as otherwise provided by NRS.  As of the date of this certification no meeting of the directors has taken place and the corporation has no members other than the incorporators.								
	<input checked="" type="checkbox"/> Certificate of Amendment to Articles of Incorporation (Pursuant to NRS Chapters 81 and 82 - After First Meeting of Directors)  The directors (or trustees) and the members, if any, and such other persons or public officers, if any, as may be required by the articles, have approved the amendment. The vote by which the amendment was adopted by the directors and members, if any, is as follows: * Vote of Directors: <span style="border: 1px solid black; padding: 0 5px;"><b>10-0</b></span> Vote of Members: <span style="border: 1px solid black; padding: 0 5px;"><b>0</b></span>								
	<input type="checkbox"/> Officer's Statement (foreign qualified entities only) - Name in home state, if using a modified name in Nevada: <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div> Jurisdiction of formation: <span style="border: 1px solid black; display: inline-block; width: 100px; height: 15px; vertical-align: middle;"></span>  Changes to takes the following effect: <table style="width: 100%; margin-top: 5px;"> <tr> <td><input type="checkbox"/> The entity name has been amended.</td> <td><input type="checkbox"/> Dissolution</td> </tr> <tr> <td><input type="checkbox"/> The purpose of the entity has been amended.</td> <td><input type="checkbox"/> Merger</td> </tr> <tr> <td><input type="checkbox"/> The authorized shares have been amended.</td> <td><input type="checkbox"/> Conversion</td> </tr> <tr> <td colspan="2"><input type="checkbox"/> Other: (specify changes)</td> </tr> </table> <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div>	<input type="checkbox"/> The entity name has been amended.	<input type="checkbox"/> Dissolution	<input type="checkbox"/> The purpose of the entity has been amended.	<input type="checkbox"/> Merger	<input type="checkbox"/> The authorized shares have been amended.	<input type="checkbox"/> Conversion	<input type="checkbox"/> Other: (specify changes)	
<input type="checkbox"/> The entity name has been amended.	<input type="checkbox"/> Dissolution								
<input type="checkbox"/> The purpose of the entity has been amended.	<input type="checkbox"/> Merger								
<input type="checkbox"/> The authorized shares have been amended.	<input type="checkbox"/> Conversion								
<input type="checkbox"/> Other: (specify changes)									
	* Officer's Statement must be submitted with either a certified copy of or a certificate evidencing the filing of any document, amendatory or otherwise, relating to the original articles in the place of the corporations creation.								



**BARBARA K. CEGAVSKE**  
 Secretary of State  
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 Carson City, Nevada 89701-4201  
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**Non-Profit Corporation:**  
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**Certificate to Accompany Restated Articles or Amended and**  
**Restated Articles** (PURSUANT TO NRS 82.371)  
**Officer's Statement** (PURSUANT TO NRS 80.030)

<b>3. Type of amendment filing being completed continued:</b> (If amending, complete section 1, 3, 5 and 6.)	<input type="checkbox"/> Certificate of Amendment to Articles of Incorporation For Corporation Sole (Pursuant to NRS Chapter 84)  The undersigned is the person authorized to represent the corporation sole.
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<b>4. Effective date and time:</b> (Optional)	Date: <input type="text" value="04/29/2022"/> Time: <input type="text"/>  (must not be later than 90 days after the certificate is filed)
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<b>5. Information Being Changed:</b> (Domestic corporations only)	Changes to takes the following effect: <ul style="list-style-type: none"> <li><input type="checkbox"/> The entity name has been amended.</li> <li><input type="checkbox"/> The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)</li> <li><input type="checkbox"/> The purpose of the entity has been amended.</li> <li><input type="checkbox"/> The authorized shares have been amended.</li> <li><input type="checkbox"/> The directors, managers or general partners have been amended.</li> <li><input type="checkbox"/> IRS tax language has been added.</li> <li><input type="checkbox"/> Articles have been added.</li> <li><input type="checkbox"/> Articles have been deleted</li> <li><input checked="" type="checkbox"/> Other.</li> </ul> <p>The articles have been amended as follows: (provide article numbers, if available)</p> <div style="border: 1px solid black; padding: 5px;"> <p><b>5. Article IV is amended to change the principal place of business of the corporation; and Article V is amended to provide for perpetual existence of the corporation.</b></p> </div> <p align="center">(attach additional page(s) if necessary)</p>
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<b>6. Signature:</b> (Required)	<table style="width: 100%;"> <tr> <td style="width: 60%;"><b>X Kent Ervin</b></td> <td style="width: 40%;"><input type="text" value="Officer"/></td> </tr> <tr> <td>Signature of Officer, Incorporator or Authorized Signer</td> <td>Title</td> </tr> </table> <p>* A majority of a quorum of the voting power of the members, or as may be required by the articles, must vote in favor of the amendment. If any proposed amendment would alter or change any preference or any relative or other right given to any class of members, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of a majority of a quorum of the voting power of each class of members affected by the amendment regardless of limitations or restrictions on their voting power. An amendment pursuant to NRS 81.210 requires approval by a vote of 2/3 of the members.</p>	<b>X Kent Ervin</b>	<input type="text" value="Officer"/>	Signature of Officer, Incorporator or Authorized Signer	Title
<b>X Kent Ervin</b>	<input type="text" value="Officer"/>				
Signature of Officer, Incorporator or Authorized Signer	Title				

**CERTIFICATE OF AMENDMENT  
OF THE ARTICLES OF INCORPORATION OF THE  
NEVADA FACULTY ALLICANCE**

Nevada Faculty Alliance, a Nevada nonprofit corporation (“the Corporation”) under its corporate seal and the hands of its President does hereby certify:

That at a regular meeting of the Board of Directors of the Corporation regularly convened at Reno, Nevada, on April 2, 2022, at which there was at all times present and acting a quorum, a resolution was regularly adopted by a vote of 10 in favor and 0 against, setting forth the amendment herein, to wit:

RESOLVED, that Articles IV and V of the Articles of Incorporation be amended to read in their entirety as follows:

“IV

The Corporation’s principal place of business is Las Vegas, Nevada. The principal place of business may be changed by the Board of Directors.”

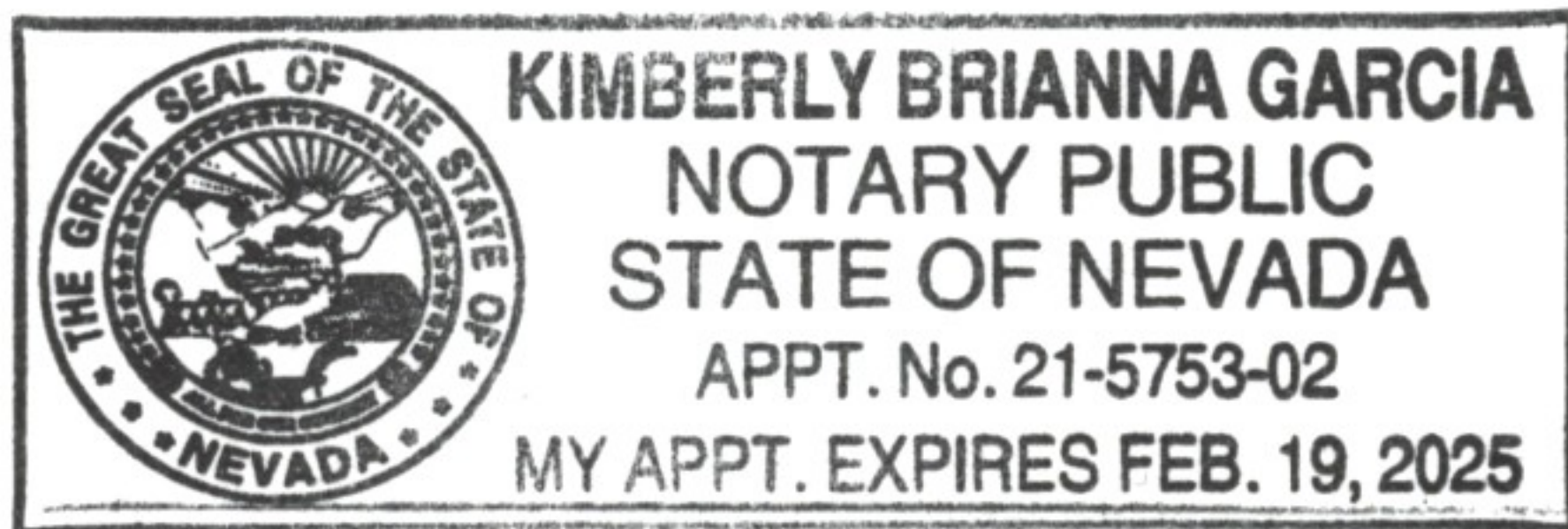
and

“V

The Corporation shall have perpetual existence.”

RESOLVED FURTHER, that the Corporation shall, under the hands of its President, file the certificate required by NRS 82.356, and do all other things necessary to effect the amendment.

DATED this 05 day of April, 2022.



NEVADA FACULTY ALLICANCE  
A Nevada nonprofit corporation

By Kent M Ervin  
Kent Ervin, President

STATE OF NEVADA            )  
  ) ss:  
CARSON CITY                 )

This CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF THE NEVADA FACULTY ALLIANCE was acknowledged before me on this 05 day of April, 2022, by Kent Ervin, as President, of the Nevada Faculty Alliance.

Kagan  
Notary Public