

8017 Sycamore Lane
Richmond, VA 23228
804-262-1380
ebriggs@i2020.net
June 24, 1997

Cecile Holmes
Houston Chronicle
FAX 713-217-1328

Cecile:

Here is a copy of the Religion Newswriters Association charter, including its articles of incorporation. As you can see they were approved in the state of Virginia on Feb. 20, 1986.

I retyped them for your use. The original copy I have, I think, is too light for a FAX. It's tough for me to read.

As your resident agent, I have filed annual reports with the commission and paid the fees. (While a tad more than the annual RNA dues, I have done this in lieu of my own annual membership fees.)

If you can make out the articles, you will notice that it is a non-profit organization.

Non-profit status was worked out later and you possess the IRS number for our status.

The articles point out that the Supple Board of the RNA determines financial matters and the method of making awards to contest recipients. Directors are elected for two-year terms. No part of the corporation's earnings go to the benefit of members, officers or other persons, except for compensation for services rendered, except for the annual awards.

And, of course, we don't get involved in political lobbying, etc.

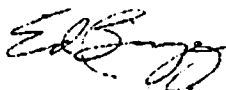
If we dissolve, the Supple officers will give assets away to another 501(c)(3) organization.

That's a distillation as I see it.

If there's anything more I can help you with, please give me a call or email me at the above address.

It was great talking with you again. I hope everything is going well. Say hello to Richard for me.

Your friend and colleague,



Ed Briggs

Commonwealth of Virginia



State Corporation Commission

I, Nancy W. McCoy, Assistant Clerk of the State Corporation Commission, do hereby certify that

the foregoing is a true copy of all documents constituting as of this date the charter of RELIGION NEWSWRITERS ASSOCIATION :

Nothing more is hereby certified.

In Testimony Whereof I hereunto set my hand and affix the Official Seal of the State Corporation Commission, at Richmond, this 21st day of February A. D. 19 86



Nancy W. McCoy
Assistant Clerk of the Commission

Commonwealth of Virginia



STATE CORPORATION COMMISSION

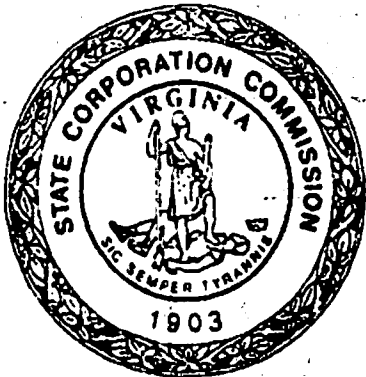
Richmond,

February 20, 1986

This is to Certify that the certificate of incorporation of

RELIGION NEWSWRITERS ASSOCIATION

*was this day issued and admitted to record in this office
and that the said corporation is authorized to transact its
business subject to all the laws of the State applicable to the
corporation and its business.*



State Corporation Commission

George M. Bryant
Clerk of the Commission

ARTICLES OF INCORPORATION
OF
RELIGION NEWSWRITERS ASSOCIATION

The undersigned intends to form a nonstock corporation under the provisions of Chapter 10 of Title 18.1 of the Code of Virginia and to that end sets forth the following:

1. The name of the corporation is Religion Newswriters Association.
2. There are two classes of members: Active members, who are employed by secular newspapers, wire services and news magazines regularly employed reporting the news of religion, and associate members. Each has voting privileges in RNA business. Only active RNA members have voting privileges in voting on matters of the Supple Board, that body which determines the overall organization's financial matters and the method of determining annual financial awards to rewarding recipients.
3. The directors are to be elected or appointed in the following manner: Biennial election for a term of two years.
4. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, 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 set forth in Article Second hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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).
5. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Service Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Managers shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the corporation is then located, exclusively for such purposes to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.


6. The address of the initial registered office is:
Edward B. Briggs
8017 Sycamore Lane
Richmond, VA 23228

7. The registered office is located in the County of Henrico.

8. The name of the initial registered agent is Edward B. Briggs who is a resident of Virginia, a director of the corporation.

9. The director and his address is as follows:

Edward B. Briggs
8017 Sycamore Lane
Richmond, Va. 23228

A handwritten signature in black ink, appearing to read "Ed Briggs", written in a cursive style.

Edward B. Briggs
Incorporator

RELIGION NEWSWRITERS ASSOCIATION

CONSTITUTION AND BYLAWS

(In its operation and administration, the Religion Newswriters Association utilizes two constitutions and one set of bylaws. One constitution is that of the RNA. The other constitution is that of the James O. Supple Memorial Fund. The bylaws govern only the operation of the RNA. There are no bylaws attached to the Supple constitution.

(This constitution was revised at the 33rd annual meeting of the RNA in Los Angeles, Calif., June 6-7, 1981 and amended May 13, 1984. It encompasses and supersedes all prior revisions since the constitution was adopted at the 22nd annual meeting of the RNA in St. Louis, Mo., March 7-8, 1970. The 1970 constitution superseded the earlier RNA constitution adopted May 24, 1952, and revised in 1956, 1957 and 1959.)

CONSTITUTION OF THE RELIGION NEWSWRITERS ASSOCIATION

ARTICLE I -- Name

Section 1. The name of the organization shall be Religion Newswriters Association, hereinafter referred to as "Association."
Section 2. This Association shall be incorporated.

ARTICLE II -- Purpose

Section 1. The purpose of the Association is to advance the professional standards of religion reporting in the secular press.

Section 2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 set forth in Section One thereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2: Upon the dissolution of the corporation, the officers shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Service Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Managers shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the corporation is then located, exclusively for such purposes to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III -- Membership

Section 1. The Association shall consist of men and women who report religion for the secular press, which includes newspapers, wire services and news magazines.

a. Active membership. Application shall be limited to those individuals who are regularly employed in reporting religion for the secular press.

b. Associate membership. Affiliation shall be limited to former active members no longer employed as stipulated in Section 1.

c. Honorary membership. This classification shall be reserved for those who have given outstanding service in advancing religion reporting in the secular press, upon the unanimous recommendation of the executive committee.

Section 2. Only active members who are not more than one year in arrears in dues shall be eligible to vote or hold office.

Section 3. No member shall utilize or exploit in any way the name of the Association for personal, partnership or corporate gain or grandtreatment.

ARTICLE IV -- Financial Matters

Section 1. The regular financial support of the Association shall be derived from annual dues levied upon the active and associate memberships and/or by other sources authorized by the membership.

Section 2. Special projects shall be financed only of funds available to the Association or such means as may be determined by the voting membership.

ARTICLE V -- Officers

Section 1. The officers of the Association shall be a president, a first vice president, a second vice president, a secretary and a treasurer, elected biennially by the Association.

Section 2. No officer, except the treasurer, may serve more than one full two-year term in succession.

ARTICLE VI -- Committees

Section 1. The government and management of the Association shall be vested in an executive committee, consisting of the officers. In the interim between meetings of the Association, the executive committee shall carry forward the work of the Association, arrange for the execution of orders and resolutions of its meetings, and perform such duties as the Association may assign.

Section 2. Other committees may be established as the Association may determine.

ARTICLE VII

When a vacancy shall occur in any office, except that of president, the executive committee shall elect a member of the Association to fill such vacancy for the unexpired term. In the event the president is unable to serve, the first vice-president shall automatically become president. If the first vice-president cannot serve, then the seconded vice president shall become president.

ARTICLE VIII -- Meetings

Section 1. There shall be an annual meeting of the Association at a time and place designated by the executive committee after seeking the majority will of the membership by a poll or other means.

Section 2. Special meetings may be called by the executive committee.

ARTICLE IX -- Quorum

The quorum for the transaction of business at any duly called meeting of the Association shall consist of 10 active members.

ARTICLE X -- Final Appeal

Interpretation of this constitution shall rest with the executive committee.

ARTICLE XI -- Bylaws

Bylaws consistent with the constitution may be adopted or amended by a two-thirds vote of the active members present and voting at a duly called meeting of the Association, provided that notice of each proposed amendment shall have been sent to each member at least 30 days prior to the date of the meeting. A provision of the bylaws may be suspended by a three-fourths vote of the active members present and voting at any meeting.

ARTICLE XII -- Amendments

This constitution may be amended by a two-thirds vote of the active members present and voting at an annual meeting of the Association. Proposed amendments shall be submitted in writing to the entire membership at least one month prior to the annual meeting.

BYLAWS
OF THE
RELIGION NEWSWRITERS ASSOCIATION

(These bylaws were revised at the 33rd annual meeting of the RNA in Los Angeles, Calif., June 6-7, 1981. The following bylaws encompass and supersede all prior revisions since the RNA's bylaws were first adopted in about 1953 and later revised at the 12th annual meeting of the RNA in Denver, Colo., on April 24-26, 1960, and at the 22nd annual meeting of the RNA in St. Louis, Mo., March 7-8, 1970.)

SECTION 1 --Duties of officers

ITEM 1. The president of the Association shall preside at all meetings of the Association or its executive committee and shall discharge all duties imposed upon him by the association, by the executive committee, and by the constitution of the James O. Supple Memorial Fund of the RNA. He may, however, delegate duties to the vice presidents or some other executive committee member. He shall set the date, time and place for all meetings of the executive committee member. He shall set the date, time and place for all meetings of the executive committee. He shall be a member ex-officio of all special committees of the Association.

ITEM 2. The first vice president shall be president of the Supple Board of Managers and shall oversee the annual contests.

ITEM 3. The second vice president shall be the membership chairman and available to take on whatever duties assigned to him or her by the president.

ITEM 4. The secretary shall record the minutes of both the Association and the executive committee in a minute book or other permanent form; prepare Association minutes to all members of the committee; maintain custody of the archives; and perform such other duties as are normally required of secretaries. The secre-

ary may ask assistance of the executive committee if correspondence becomes excessively heavy.

ITEM 5. The treasurer shall have custody of all funds and securities of the Association, including those of the Supple Memorial Fund. He shall enter in the books of the Association a full and accurate account of monies received and paid out, and shall give and receive a receipt for same. He shall pay out of the funds on hand all just debts and obligations of the Association as authorized by the Association or the executive committee. He shall prepare an accurate written statement of the financial status of the Association for its annual meeting and for all regular meetings of the executive committee. He shall be bonded should the funds of the Association reach or exceed \$1,000.

ITEM 6. In specific situations not covered by these bylaws, Robert's Rules of Order shall be followed.

SECTION II -- Executive Committee

ITEM 1. The executive committee shall hold a regular meeting during the annual meeting of the Association. Other meetings may be held at the call of the president.

ITEM 2. In the event of a vacancy in the office of the president and disability on the part of both vice presidents to assume the post, the other members of the executive committee shall meet on call of the secretary and name a temporary president.

ITEM 3. The executive committee shall have the following duties and powers:

- a. To establish such committees and sub-committees as the Association may require, including standing committees on research and survey, membership, nominations, and annual meetings.
- b. To keep the membership informed of the Association's progress through a news letter to be issued not less than five times a year, and to appoint an editor with full power to prepare and distribute said news letter.
- c. It is one of the duties of the executive committee to maintain an annually prepared list of active, associate, life and honorary members and to distribute same to the membership.
- d. To provide for assistance to the secretary and/or treasurer in the discharge of their duties when so required.
- e. To bond the treasurer when and if the funds of the Association exceed \$1,000.
- f. To seek the advice and counsel of the Association in annual meeting in fixing the time and place of the next annual meeting.
- g. To appoint persons not active members of the Association to carry out specific tasks in the conduct of Association business. Such persons may, at the committee's discretion, be invited to attend and participate in meetings.

h. By unanimous vote of its full membership, to suspend a member of the Association for just and sufficient cause and also to expel a member after a proper hearing, at which the accused member shall have the right to appear and present a defense. Notice of such hearing shall be sent to the accused member at least one month in advance of the hearing.

i. To authorize by Nov. 1 of each year one person or a group of persons to organize and executive the annual year-end poll of the RNA.

SECTION III -- Financial Matters

Annual dues shall be assessed for both active and associate members, payable annually, beginning the first day of each calendar year. Members who fall two years in arrears in payment of dues shall, after proper notice, be automatically dropped from the roll. No dues shall be required of life or honorary members.

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alif.,
The constitution of the James O. Supple Memorial Fund of the Religion Newswriter Association was revised at the 33rd annual meeting of the RNA in Los Angeles, California, June 6-7, 1981. The following constitution encompasses and supersedes all prior revisions since the fund's constitution was first adopted April 1, 1952, and later revised at annual meetings of the RNA on May 3, 1955 and May 13, 1984.)

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The undersigned members of the Religion Newswriters Association, together with other persons who may hereafter become members of the Supple Memorial Fund, hereinafter described, in order to advance education in the field of religion journalism, and in order to improve the standards of religion journalism, do hereby establish an organization to be operated exclusively for charitable, literary and educational purposes in the field of religion journalism and, to that end, do hereby ordain and establish the following as its constitution:

ARTICLE I -- Name

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pple
The name of this organization shall be The James O. Supple Memorial Fund of the Religion Newswriters Association, which may also be known and designated as the Supple Memorial Fund, R.N.A., and which is hereinafter referred to as the Fund.

ARTICLE II -- Purpose

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Section 1. The purpose of this organization shall be to collect funds and therefrom to make three awards annually for excellence in the field of religion journalism the object of raising the quality of religion reporting in the secular press. These three awards shall be made in memory of the late James O. Supple, Harold Schachern and Louis Cassels.

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ies.
Section 2. The Board of Managers shall set the rules governing each of the three awards, but the Board shall stay within these guidelines: The Supple Award shall be given for excellence in reporting of religion on all secular newspapers, news magazines and wire services. The Schachern Award shall be given for excellence in producing religion sections or pages in secular publications. The Cassels Award shall be given for excellence of reporting of religion on smaller secular dailies and weeklies.

rwise
Section 3. No part of the Fund shall be used in carrying on propaganda or otherwise attempting to influence legislation.

des-
Section 4. In the event of the dissolution of the Fund, its assets will, at the discretion of the officers of the Fund, be directed to a like non-profit organization

Section 1. Regular membership in the Fund shall be accorded all active members of the Religion Newswriters Association.

Section 2. Honorary memberships shall be accorded the subscribers and such other persons and organizations as may from time to time contribute to the Fund.

Section 3. Only regular members shall be eligible to vote at the annual meeting to serve on the Board of Managers.

ARTICLE IV -- Board of Managers

Section 1. The affairs of the Fund shall be under the direction of a Board of Managers consisting of not more than seven members, five of whom shall be the executive officers of the Religion Newswriters, and two of whom shall be appointed by the president of the Religion Newswriters Association.

Section 2. It shall be the duty of the Board annually, after consultation with impartial judges outside the active membership of the Religion Newswriters Association, to select a recipient for the Supple Memorial Association.

Section 3. It shall also be the duty of the Board to formulate rules governing the entry and receipt of articles or other materials to be judged, and to announce such rules annually as widely as possible among the publishers of secular newspapers and newsmagazines and to the wire services.

Section 4. Any vacancy in the place of any member of the Board may be filled by the Board for the unexpired term.

ARTICLE V -- Officers

The officers of the Fund shall be a president, vice president, secretary and treasurer. The president shall be the first vice president of the RNA. The vice president of the Fund shall be the second vice president of the RNA. The treasurer of the Fund shall be the treasurer of the RNA.

ARTICLE VI -- Duties of the Officers

Section 1. President. The president shall preside at the annual meeting and at

ecks
on drawn by the treasurer for payment of authorized debts of the Fund. He shall,
on the authorization of the treasurer, as provided in Section 4 of this article, end
orse checks for deposit to the account of the Fund, and shall give the treasurer a
of receipt for all such deposits. He shall present to the annual meeting a report
of his work of the, preceding year.

of Section 2. Vice President. The vice president shall in the absence of disability
her the president perform all the duties of the president, and shall perform such ot
duties as may be assigned to him by the Board of Managers.

ing Section 3. Secretary. The secretary shall act as secretary of the annual meet
e of the Fund and as secretary of the Board of Managers, and shall present to th
annual meeting a report of the work of the preceding year.

ies, Section 4. Treasurer. The treasurer shall receive, hold and safely keep all mon
full books of accounts, securities and financial papers of the Fund. He shall keep a
ns- and accurate account of all monies received and paid out of all the financial tra
bts actions of the Fund. He shall sign all checks given for payment of authorized de
und, of the Fund and endorse all checks received for deposit to the account of the F
provided, however, that he may authorize the president to endorsed checks for
deposit to the account of the Fund.

ions Section 5. The treasurer shall tender a full and accurate report of the transact
re- of his office annually at the annual meeting and at such other times as may be
on quired by the Board of Managers. His books and papers shall be open for inspecti
rd at all reasonable times by the president or other officers authorized by the Boa
of Managers.

ARTICLE VII -- Meetings

t its Section 1. The Board of Managers shall meet as often as necessary to carry ou
business, but no less than twice during the year.

e by Section 2. Special meetings of the Board of Managers shall be called at any tim
the president or vice president of the board.

Section 1. A quorum for the transaction of business at the annual meeting shall consist of 15 percent of the regular members.

Section 2. Five members of the Board of Managers shall constitute a quorum for meetings of the Board.

ARTICLE IX Amendments

Amendments may be made to this constitution at any annual meeting by a two-thirds vote of those present and voting. Notice of proposed amendments shall be mailed to the regular members of at least 30 days before the annual meeting.

In testimony whereof, the undersigned have hereunto set their hands and seals this first day of April, 1952.

PROPOSAL

That the RNA establish a nonprofit corporation for the purpose of the education of professional religion writers and for receiving funds for that purpose. Said corporation shall consist of a five-member board. Three of those board members shall be RNA officers as selected by the RNA Board and two shall be secular journalists as appointed by the RNA Board.