

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Jane Nelson  
Secretary of State

## Office of the Secretary of State

### CERTIFICATE OF FILING OF

ABILENE CHRISTIAN UNIVERSITY  
1650101

The undersigned, as Secretary of State of Texas, hereby certifies that a Restated Certificate of Formation for the above named domestic nonprofit corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 02/16/2023

Effective: 02/16/2023



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson  
Secretary of State

## **RESTATED ARTICLES OF INCORPORATION**

### **ABILENE CHRISTIAN UNIVERSITY**

#### **ARTICLE I.**

The name of this corporation is "ABILENE CHRISTIAN UNIVERSITY."

#### **ARTICLE II.**

The corporation is a non-profit corporation.

#### **ARTICLE III.**

This corporation is created for the following purposes, to wit: the establishment and maintenance of a university for the advancement of education in which the arts, sciences, languages and Holy Scriptures shall always be taught, together with such other courses of instruction as shall be deemed advisable by the Board of Trustees and which shall be managed and controlled as hereinafter set forth by a Board of Trustees, each of whom shall be a member of a congregation of the church of Christ, which takes the New Testament as its only and sufficient rule of faith, worship and practice, and rejects from its faith, worship and practice everything not required by either precept or example, and which does not introduce into the faith, worship and practice, as a part of the same or as adjuncts thereto any supplemental organization or anything else not clearly and directly authorized in the New Testament by either precept or example.

#### **ARTICLE IV.**

The principal location of this university and the business office of this corporation shall be in the county of Taylor in or near the City of Abilene, State of Texas.

#### **ARTICLE V.**

This corporation shall have perpetual existence.

#### **ARTICLE VI.**

This corporation shall have power through the Board of Trustees to do all lawful acts including to grant diplomas, appoint officers and employ teachers or other agents; to procure grounds suitable for the university and to procure donations and subscriptions; and shall have the right to exercise all such powers as may be necessary or desirable to execute the purposes for which it is created and such as are usually exercised in the establishment and maintenance of first class institutions of learning.

#### **ARTICLE VII.**

The number of members of the Board of Trustees shall be determined from time to time by the Board of Trustees either by resolution of the Board of Trustees or by provision in the Bylaws of the corporation. A majority of those serving at any given time shall constitute a quorum. No meeting of the Board, either regular or special, shall be held without a quorum as herein defined. Every member of the trustees, at the time of his or her election and during his or her entire term of office, shall be a member of a congregation of the church of Christ, as defined in Article III hereof, in good standing, said standing to be determined by the congregation of which the Trustee is a member.

The Board of Trustees shall have the power to appoint an Executive Committee of five or more trustees who shall exercise all powers of the Board between meetings of the Board, except that the Executive

Committee shall not elect members of the Board, Officers of the Board, or Officers of the University, other than an interim Chief Executive Officer of the University, and except that the Executive Committee shall comply with the Bylaws of the University.

#### ARTICLE VIII.

The Board of Trustees of the corporation shall be self-perpetuating, with the members of the Board electing their successors pursuant to the Bylaws.

#### ARTICLE IX.

The street address of the registered office of the corporation is Abilene Christian University, 1695 Campus Ct Rm 111, Abilene, Texas 79601, and the name of its registered agent at such address is Slade Sullivan. The mailing address of the corporation is Abilene Christian University, ACU Box 29125, Abilene, TX 79699.

#### ARTICLE X.

There shall be elected by a vote of the Board of Trustees a Chair of such Board, a Chief Executive Officer of the University, and such other officials as the Board may deem advisable.

#### ARTICLE XI.

The Board of Trustees shall have the power and authority to incur debt for all corporate purposes and to issue and execute appropriate evidences of such debt, and as security therefor may mortgage or otherwise encumber any property owned by the corporation.

#### ARTICLE XII.

The corporation will not have members.

#### ARTICLE XIII.

No part of the net earnings of the corporation shall inure to the benefit of any trustee of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no trustee or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporation assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 of the Internal Revenue Code and Regulations as they now exist or as they may hereafter be amended.

Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, or religious educational organizations associated with the church of Christ which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

#### ARTICLE XIV.

This Charter shall never be changed or amended as to religious qualifications of the Board of Trustees defined in Article VII of this Charter, but in other respects, said Charter may be amended as occasion may require upon written notice to the Board of Trustees sent at least fourteen (14) days prior to the meeting at which the amendment is to be presented and provided the amendment is approved by a two-thirds majority of the Trustees present at a meeting where a quorum is present. The notice shall state the nature of the proposed amendment.

#### ARTICLE XV.

To the fullest extent permitted by the Texas Miscellaneous Corporation Law Act or any other applicable laws as presently or hereafter in effect, no person shall be liable to Abilene Christian University for monetary damages for or with respect to any acts or omissions in his or her capacity as a Trustee of Abilene Christian University. No amendment to or repeal of this Article XV shall apply to or have any effect on the liability or alleged liability of any Trustee for or with respect to any acts or omissions of such Trustee occurring prior to such amendment.