

# STATE OF NEBRASKA

United States of America,     } ss.  
State of Nebraska                }

Secretary of State  
State Capitol  
Lincoln, Nebraska

I, John A. Gale, Secretary of State of the  
State of Nebraska, do hereby certify that

**NEBRASKA CITY/COUNTY MANAGEMENT ASSOCIATION,**

**a Nonprofit Corporation filed Articles of Incorporation on October 17, 2014.**

**I further certify that attached is a true and correct copy of the above  
mentioned Articles of Incorporation.**

*This certificate is not to be construed as an endorsement,  
recommendation, or notice of approval of the entity's financial  
condition or business activities and practices.*

In Testimony Whereof,



I have hereunto set my hand and  
affixed the Great Seal of the  
State of Nebraska on this date of


**October 17, 2014**

*John A. Gale*  
Secretary of State

**ARTICLES OF INCORPORATION**

**OF THE**

**NEBRASKA CITY/COUNTY MANAGEMENT ASSOCIATION**

NE Sec of State John A Gale - CORP AP  
  
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NEBRASKA CITY/COUNTY MANAGEMEN  
Filed: 10/17/2014 11:42 AM

Pursuant to Section 21-19, 106 of the Nebraska Nonprofit Corporation Act, the undersigned nonprofit corporation adopts the following Articles of Incorporation:

**Article I. NAME**

The name of the Corporation is Nebraska City/County Management Association a mutual benefit corporation in accord with Section 21-1921, Nebraska Revised Statutes.

**Article II. Duration**

The Corporation's duration is perpetual.

**Article III. Purposes**

The purposes for which the Corporation is organized are:

(1) To perpetuate and develop the Corporation as an agency for the cooperation and interaction of appointed officials of all cities and villages and counties in the State of Nebraska in the practical study and conduct of municipal affairs; and,

(2) To promote the application of the most efficient methods of management of the affairs of the cities and villages and counties in the State of Nebraska by holding at least one statewide conference annually and by maintaining an effective communication system that will enable association members to engage in the discussion of mutual problems in city and village and county administration; and,

(3) To gather and circulate information and experience on the most efficient and accepted methods of city and village and county operations and administration; and,

(4) To participate in the process of developing and promoting general municipal legislation from the Nebraska Legislature which will be beneficial to the cities and villages of the State of Nebraska and citizens thereof; and to oppose legislation which the association members determine will be detrimental to such cities and villages; and,

(5) The rendering of such special and general advice and services as may be

deemed advisable and the recommendation of reliable agencies to undertake special services for the cities and villages and counties of the State of Nebraska and the appointed officials thereto; and,

(6) To support the development of qualified municipal management candidates to serve the cities and villages and counties of the State of Nebraska; and,

(7) All other purposes for which nonprofit corporations may be organized under the laws of the State of Nebraska from time to time in effect, which do not affect the tax exempt status of the Corporation organized under Code Section 501 (C) (6) of the Internal Revenue Code.

#### Article IV. Corporation Initial Registration

This is a mutual benefit Corporation which shall have members from the cities and villages and counties of the State of Nebraska. The address of the initial registered office shall be 2424 14<sup>th</sup> Street, Columbus, NE, 68601. The name of the initial registered agent at such address is Joseph A. Mangiamelli.

#### Article V. Initial Directors

The number of directors constituting the initial Board of Directors shall be five (5) and the names and addresses of the persons who will serve as initial directors are as follows:

NAME	ADDRESS
Joseph A. Mangiamelli	2424 14 <sup>th</sup> Street, Columbus, NE 68601
Joseph J. Johnson	1409 Central Avenue, Nebraska City, NE 68410
J. D. Cox	P. O. Box D, 324 Laramie Avenue, Alliance, NE 69301
Shane Weidner	309 North 5 <sup>th</sup> Street, Norfolk, NE 68701
Brett Baker	P. O. Box 64, Seward, NE 68434-0064

#### Article VI. Appointment

The manner in which the Board of Directors are appointed shall be stated in the By-Laws of the Corporation.

#### Article VII. Members

The Corporation shall have members who shall be municipal, village and county appointed officials residing and serving cities and villages and counties in the State of Nebraska.

## Article VIII. Incorporators

The names and address of the incorporators are as follows:

NAME	ADDRESS
Joseph A. Mangiamelli	2424 14 <sup>th</sup> Street, Columbus, NE 68601
Joseph J. Johnson	1409 Central Avenue, Nebraska City, NE 68410
J. D. Cox	P. O. Box D, 324 Laramie Avenue, Alliance, NE 69301
Shane Weidner	309 North 5 <sup>th</sup> Street, Norfolk, NE 68701
Brett Baker	P. O. Box 64, Seward, NE 68434-0064

## Article IX. Powers

The Corporation shall have and may exercise all powers and rights conferred upon corporations organized and existing under the Nebraska Nonprofit Corporation Act.

## Article X. Binding Effect

These Articles of Incorporation supersede any previous articles or agreements as may have been in effect from time to time governing the affairs of the Nebraska City/County Management Association and all amendments thereto.

## Article XI. Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations or organizations organized and operated exclusively for municipal management purposes, including but not limited to the League of Nebraska Municipalities, as shall at the time qualify as an exempt organization or organization under Section 501 (C)(6) or (1) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the County Court in which the principal office of the Corporation is then located, exclusively for the purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article XII. Adoption


These Articles of Incorporation have been duly adopted at the annual summer conference on June 6, 2014, by the members of the corporation entitled to vote on such Articles in accordance with the Section 21-19, 106 of the Nebraska Nonprofit Corporation Act.

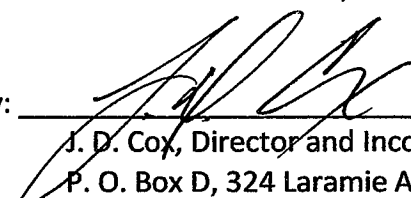
Dated: September 25, 2014.


We the undersigned residents of the State of Nebraska, being of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Nebraska.


NEBRASKA CITY/COUNTY MANAGEMENT ASSOCIATION

By:   
Joseph A. Mangiamelli, Director and Incorporator  
2424 14<sup>th</sup> Street, Columbus, NE 68601

By:   
Joseph J. Johnson, Director and Incorporator  
1409 Central Avenue, Nebraska City, NE 68410

By:   
J. D. Cox, Director and Incorporator  
P. O. Box D, 324 Laramie Avenue, Alliance, NE  
69301

By:   
Shane Weidner, Director and Incorporator  
309 North 5<sup>th</sup> Street, Norfolk, NE 68701

By:   
Brett Baker, Director and Incorporator  
P. O. Box 64, Seward, NE 68434-0064