

CHARTER

THE UNIVERSITY OF THE STATE OF NEW YORK EDUCATION DEPARTMENT

ABSOLUTE CHARTER OF COLLEGE ENTRANCE EXAMINATION BOARD

THIS INSTRUMENT WITNESSETH THAT THE BOARD OF REGENTS FOR AND ON BEHALF OF THE EDUCATION DEPARTMENT OF THE STATE OF NEW YORK HAS GRANTED THIS ABSOLUTE CHARTER

1. Incorporating Archibald MacIntosh, Bernard P. Ireland, Katharine E. McBride, Edward S. Noyes, and B. Alden Thresher and their associates and successors as an educational corporation under the corporate name of College Entrance Examination Board, the operations of the Corporation to be conducted anywhere within or without the United States of America.
2. The purposes for which such Corporation is formed are:
 - a. To take over, carry on and continue the affairs, property, obligations, contracts, and activities of the unincorporated association known as the College Entrance Examination Board and to pursue the general objectives of that association, to wit, to serve educational organizations in connection with the transition of students from secondary schools to colleges and other institutions of higher learning and in the coordination of secondary school and higher educational activities relating to the identification and evaluation of student capacities, the admission of students and their educational guidance;
 - b. Without limiting the generality of the foregoing, the purposes of the Corporation include:
 - (1) To provide for the continuance and development of a program of tests and examinations;
 - (2) To provide for a continuing program of research;
 - (3) To provide a medium for the cooperation of secondary schools, colleges, and other institutions of higher learning and for the discussion of their common problems; and
 - (4) To further the development of representative opinion with respect to educational standards.
3. Wilbur J. Bender, Frank H. Bowles, Claude M. Fuess, George H. Gilbert, Bernard P. Ireland, A. Blair Knapp, Douglas Knight, Otto F. Kraushaar, Archibald MacIntosh, Katharine E. McBride, Lloyd S. Michael, Karl G. Miller, Jean Fair Mitchell, Edward S.

Noyes, Anne G. Pannell, William L. Pressly, Catherine R. Rich, Russell H. Rupp, Edward Sanders, Walter F. Sheehan, Robert J. Slavin, Rixford K. Snyder, Herman A. Spindt, B. Alden Thresher, and Eugene S. Wilson shall constitute the first Board of Trustees. The members of the Corporation shall have power to adopt, amend, or rescind Bylaws, and to include therein provisions fixing the method of election and term of office of Trustees, and shall have power also, by such vote as said Bylaws may require, to change the number of Trustees, to be not more than 35 nor less than five.

4. The Corporation hereby created shall be a nonstock corporation organized and operated exclusively for educational purposes, and no part of its earnings or net income shall inure to the benefit of any individual, and no officer, member, or employee of the Corporation shall receive or be entitled to receive any pecuniary profit from the operations thereof, except reasonable compensation for services. In case of the dissolution of the Corporation no dividends or other distribution of any of the property or assets of the Corporation shall be made to any member, Trustee, officer, or employee of the Corporation, but all such property and assets shall be applied to accomplish the general purposes for which the Corporation is organized, subject to Section 220 of the Education Law.
5. All educational institutions and associations which are members of the College Entrance Examination Board at the time of its incorporation and such new members as may be elected, in accordance with the Bylaws of the Corporation, shall be members of the Corporation. The members shall be entitled to such representatives and votes as the Bylaws may provide.
6. The principal office of the Corporation is to be located in the city, county, and State of New York.
7. The Commissioner of Education is designated as the representative of the Corporation upon whom process in any action or proceeding against it may be served.

Granted April 25, 1957, and amended April 27, 1999, by the Board of Regents of The State University of New York, for and on behalf of the State Education Department, and executed under the seal of said University and recorded as Number 22,715

(Seal of the University
of the State of New York)

(signed) CARL HAYDEN
Chancellor

(signed) RICHARD P. MILLS
President of the University
and Commissioner of Education