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**ARTICLES OF INCORPORATION
OF
IOWA STORM WATER EDUCATION PARTNERSHIP**

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

The undersigned, acting as incorporators of a nonprofit corporation organized under the Revised Iowa Nonprofit Corporation Act, Chapter 504, hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME OF THE CORPORATION**

The name of this corporation is IOWA STORM WATER EDUCATION PARTNERSHIP.

**ARTICLE II
PURPOSE OF THE CORPORATION**

The purpose of the corporation is to operate a nonprofit entity for the education, promotion, and administration of storm water education; and any lawful act that may be necessary, convenient, or incidental to said purpose.

**ARTICLE III
REGISTERED OFFICE & REGISTERED AGENT**

The street address of the initial registered office of the corporation and its principal place of business, and the name of its initial registered agent at that office is: Patricia Sauer, 5215 Maryland Street, Ames, IA 50014.

**ARTICLE IV
NAME & ADDRESS OF INCORPORATORS**

The name and address of the incorporators: (i) Patricia Sauer, 5215 Maryland St., Ames, IA 50014; (ii) Stacie Johnson, 4007 Lexington Dr. NE, Unit D, Cedar Rapids, IA 52402

ARTICLE V
MEMBERS PERMITTED

The Corporation shall have members, which may vary in number, but which shall not be fewer than one (1). The requirements for membership shall be as provided in the by-laws.

ARTICLE VI
ORGANIZED FOR CHARITABLE & EDUCATIONAL PURPOSES

The Corporation is not organized for profit. 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 Article II 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 or in opposition to 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, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future federal tax code).

ARTICLE VII
DISTRIBUTION UPON DISSOLUTION

Upon the Dissolution of the corporation, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of, shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII
BOARD OF DIRECTORS

The Corporation shall have a Board of Directors, which shall consist of not more than thirteen (13) and not less than nine (9). The number of directors constituting the initial Board of

Directors is six (6), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the members or until their successors are elected and shall qualify are:

Name	Address
Patricia Sauer	Ames, IA
Brian Stineman	Davenport, IA
Tracy Warner	Ames, IA
Mark Augustine	Council Bluffs, IA
Stacie Johnson	Cedar Rapids, IA
Jenny Corkrean	Waukee, IA
Steve Cooper	Marion, IA
Phillip Schuppert	Waterloo, IA
Darice Baxter	Iowa City, IA
Dan Holderness	Coralville, IA
Matt Greiner	Johnston, IA
Karen Oppelt	Altoona, IA
Amy Bryant	Ankeny, IA

The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the articles of incorporation or the bylaws of the corporation.

ARTICLE IX
AMENDMENT OF ARTICLES & BYLAWS

In addition to the general powers provided under the laws of the State of Iowa, the Board of Directors is expressly authorized and empowered to adopt, alter, amend, or repeal the Articles or Bylaws of the corporation, by a two-third's majority vote, subject to the provisions of these Articles of Incorporation and applicable law.

ARTICLE X
NON-LIABILITY OF DIRECTORS

A director of this corporation shall not be personally liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director, except for liability (a) for any breach of the director's duty of loyalty to the corporation or its members, (b) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (c) for any transaction from which the director derived an improper personal benefit, (d) for any unlawful distribution voted for or assented to by a director, or (e) for the failure of the director to comply with the standards of conduct for directors set forth under section 490.833 of

the Code of Iowa. If applicable state law is amended after the effective date of these Articles to authorize the further elimination or limitation of the liability of directors, then the liability of directors shall be eliminated or limited to the full extent authorized by such amendment. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or appeal.

ARTICLE XI
CORPORATE SEAL

The Corporation shall not have a corporate seal.

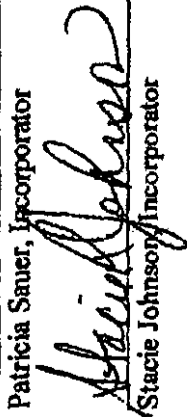
ARTICLE XII
DATE OF CORPORATE EXISTENCE

Corporate existence shall begin on the 28 day of December, 2015.

Dated this 28 day of December, 2015.



Patricia Sauer, Incorporator



Stacie Johnson, Incorporator

FILED
IOWA
SECRETARY OF STATE

12-30-15 8:29am

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