

**Application for Recognition of Exemption
 Under Section 501(a)
 or for Determination Under Section 120**

OMB No. 1545-0057
 Expires 5-31-95

If exempt status is approved,
 this application will be open
 for public inspection.

145768

Read the instructions for each Part carefully.
A User Fee must be attached to this application.
 If the required information and appropriate documents are not submitted along with Form 8718 (with payment of the appropriate user fee), the application may be returned to the organization.
Complete the Procedural Checklist on page 5 of the instructions.

**Part I. Identification of Applicant (Must be completed by all applicants; also complete appropriate schedule.)
 Submit only the schedule that applies to your organization. Do not submit blank schedules.**

Check the appropriate box below to indicate the section under which the organization is applying:

- a Section 501(c)(2)—Title holding corporations (Schedule A, page 7)
- b Section 501(c)(4)—Civic leagues, social welfare organizations (including certain war veterans' organizations), or local associations of employees (Schedule B, page 8)
- c Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule C, page 9)
- d Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C, page 9)
- e Section 501(c)(7)—Social clubs (Schedule D, page 11)
- f Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits (Schedule E, page 13)
- g Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F, page 14)
- h Section 501(c)(10)—Domestic fraternal societies, etc., not providing life, sick, accident, or other benefits (Schedule E, page 13)
- i Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G, page 15)
- j Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H, page 16)
- k Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I, page 17)
- l Section 501(p)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J, page 18)
- m Section 501(c)(19)—A post, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K, page 19)
- n Section 501(a)(20)—Trust/organization for prepaid group legal services (Parts I, II, and Schedule M, page 23) See Change To Note on page 1 of the instructions.
- o Section 501(c)(25)—Title holding corporations or trusts (Schedule A, page 7)
- p Section 120—Qualified group legal services plans (Part I and Schedule L, page 21) See Change To Note on page 1 of the instructions.

1a Full name of organization (as shown in organizing document) **REC'D WITH REMITTANCE** 2 Employer identification number (if none, see Specific Instructions)
American Civil Liberties Union, Inc. 13 4921750

1b c/o Name (if applicable) **DEC 06 1993**

1c Address (number and street) **DIR. INT. REV. EPEU-SPB**
132 West 43rd Street **BROOKLYN, N.Y.**

1d City or town, county, state, and ZIP code **New York, NY 10036** 3 Name and telephone number (including area code) of person to be contacted during business hours if more information is needed
Jerome D. Sorkin **202 662-5569**

4 Month the annual accounting period ends **December** 5 Date incorporated or formed **October 28, 1993** 6 Activity codes (see back cover)
430 480 516

7 Did the organization previously apply for recognition of exemption under this Code section or under any other section of the Code? Yes No
 If "Yes," attach an explanation.

8 Has the organization filed Federal income tax returns or exempt organization information returns? Yes No
 If "Yes," state the form numbers, years filed, and Internal Revenue office where filed.
Form 990, 1994, Hicksville, New York

9 Check the box for the type of organization. BE SURE TO ATTACH A CONFORMED COPY OF THE CORRESPONDING DOCUMENTS TO THE APPLICATION BEFORE MAILING.

- a Corporation—Attach a copy of the Articles of Incorporation (including amendments and restatements) showing approval by the appropriate state official; also attach a copy of the bylaws. See Exhibit A.
 - b Trust—Attach a copy of the Trust indenture or Agreement, including all appropriate signatures and dates.
 - c Association—Attach a copy of the Articles of Association, Constitution, or other creating document, with a declaration (see instructions) or other evidence that the organization was formed by adoption of the document by more than one person. Also include a copy of the bylaws.
- If this is a corporation or an unincorporated association that has not yet adopted bylaws, check here

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization, and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

PLEASE SIGN HERE **James H. A...** **Representative** **11-29-95**
 (Signature) (Title or authority of signer) (Date)

13-3871360

Part II. Activities and Operational Information (Must be completed by all applicants other than those applying under section 120.)

- 1 Provide a detailed narrative description of all the activities of the organization—past, present, and planned. Do not merely refer to or repeat the language in the organizational document. Describe each activity separately in the order of importance. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

See Exhibit B...

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- 2 List the organization's present and future sources of financial support, beginning with the largest source first.

Membership dues, gifts from foundations, gifts from individuals.

Part II. Activities and Operational Information (continued)

3 Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.

b Annual compensation

See Exhibit E.

None of the officers or directors of the ACLU are compensated for their services.

4 If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.

See Exhibit F.

5 If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the other organization and explain the relationship (e.g., financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).

See Exhibit H.

6 If the organization has capital stock issued and outstanding, state: (1) class or classes of the stock; (2) number and par value of the shares; (3) consideration for which they were issued; and (4) whether any dividends have been paid or whether your organization's creating instrument authorizes dividend payments on any class of capital stock.

N/A

7 State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.

See Exhibit I.

8 Explain how your organization's assets will be distributed on dissolution.

On dissolution, the American Civil Liberties Union, Inc. will distribute its assets as permitted under the District of Columbia Nonprofit Corporate Act and under Section 501(c)(4) of the Internal Revenue Code.

Part II. Activities and Operational Information (continued)

- 9 Has the organization made or does it plan to make any distribution of its property or surplus funds to shareholders or members? Yes No
 If "Yes," state the full details, including: (1) amounts or value; (2) source of funds or property distributed or to be distributed; and (3) basis of, and authority for, distribution or planned distribution.

- 10 Does, or will, any part of your organization's receipts represent payments for services performed or to be performed? Yes No
 If "Yes," state in detail the amount received and the character of the services performed or to be performed.

- 11 Has the organization made, or does it plan to make, any payments to members or shareholders for services performed or to be performed? Yes No
 If "Yes," state in detail the amount paid, the character of the services, and to whom the payments have been, or will be, made.

- 12 Does the organization have any arrangement to provide insurance for members, their dependents, or others (including provisions for the payment of sick or death benefits, pensions, or annuities)? Yes No
 If "Yes," describe and explain the arrangement's eligibility rules and attach a sample copy of each plan document and each type of policy issued.

- 13 Is the organization under the supervisory jurisdiction of any public regulatory body, such as a social welfare agency, etc.? Yes No
 If "Yes," submit copies of all administrative opinions or court decisions regarding this supervision, as well as copies of applications or requests for the opinions or decisions.

- 14 Does the organization now lease or does it plan to lease any property? Yes No
 If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement.

See Exhibit J.

- 15 Has the organization spent or does it plan to spend any money attempting to influence the selection, nomination, election, or appointment of any person to any Federal, state, or local public office or to an office in a political organization? Yes No
 If "Yes," explain in detail and list the amounts spent or to be spent in each case.

- 16 Does the organization publish pamphlets, brochures, newsletters, journals, or similar printed material? Yes No
 If "Yes," attach a recent copy of each.
 See Exhibit K.

Part III. Financial Data (Must be completed by all applicants other than those applying under section 501(c)(20) or 120.)
 Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

A. Statement of Revenue and Expenses See Note 1

	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From 1/1/95 To 9/30/95	(b) 1994	(c) 1993	(d) 1992	
Revenue					
1 Gross dues and assessments of members	6,862,176	9,798,997	9,011,367	8,821,713	34,494,253
2 Gross contributions, gifts, etc.					
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule)					
4 Gross amounts from unrelated business activities (attach schedule)					
5 Gain from sale of assets, excluding inventory items (attach schedule)					
6 Investment income (see instructions)	21,284	107,448	49,283	55,899	233,914
7 Other revenue (attach schedule). See Note 2	173,367	162,473	112,366	106,114	554,320
8 Total revenue (add lines 1 through 7)	7,056,827	10,068,918	9,173,016	8,983,726	35,282,487
Expenses					
9 Expenses attributable to activities related to the organization's exempt purposes					
10 Expenses attributable to unrelated business activities					
11 Contributions, gifts, grants, and similar amounts paid (attach schedule)					
12 Disbursements to or for the benefit of members (attach schedule)					
13 Compensation of officers, directors, and trustees (attach schedule)	See Note 3	231,450	227,226		458,676
14 Other salaries and wages	1,521,156	1,439,125	1,428,119	1,609,968	5,998,368
15 Other					
16 Other	30,000	55,000	55,000	55,000	195,000
17 Depreciation and depletion					
18 Other expenses (attach schedule) See Note 4	6,030,615	7,786,539	7,576,489	7,317,190	28,710,833
19 Total expenses (add lines 9 through 18)	7,581,771	9,412,114	9,286,834	8,982,158	35,362,817
20 Excess of revenue over expenses (line 8 minus line 19)	(524,944)	556,804	(113,818)	1,568	(80,390)

B. Balance Sheet (at the end of the period shown)

	Current Tax Year as of 9/30/95
Assets	
1 Cash	228,959
2 Accounts receivable, net	4,847,172
3 Inventories	
4 Bonds and notes receivable (attach schedule)	
5 Corporate stocks	
6 Mortgage loans (attach schedule)	
7 Other investments (attach schedule) See Note 5	2,101,278
8 Depreciable and depletable assets (attach schedule)	
9 Land	
10 Other assets (attach schedule)	
11 Total assets	7,177,409
Liabilities	
12 Accounts payable	3,983,572
13 Contributions, gifts, grants, etc., payable	
14 Mortgages and notes payable (attach schedule)	
15 Other liabilities (attach schedule)	
16 Total liabilities	3,983,572
Fund Balances or Net Assets	
17 Total fund balances or net assets	3,193,8
18 Total liabilities and fund balances or net assets (add line 16 and line 17)	7,177,409

If there has been any substantial change in any aspect of the organization's financial activities since the end of the period shown above, check the box and attach a detailed explanation.

Part IV. Notice Requirements (Sections 501(c)(9) and 501(c)(17) Organizations Only)
See Change To Note on page 1 of the Instructions

1 Section 501(c)(9) and 501(c)(17) organizations:

Are you filing Form 1024 within 15 months from the end of the month in which the organization was created or formed as required by section 505(c)? Yes No

If "Yes," skip the rest of this Part.

If "No," answer question 2.

2 If you answer "No" to question 1, are you filing Form 1024 within 27 months from the end of the month in which the organization was created or formed? Yes No

If "Yes," your organization qualifies under section 4.01 of Rev. Proc. 92-85, 1992-42, I.R.B. 32, for an automatic 12-month extension of the 15-month filing requirement. Do not answer questions 3 through 5.

If "No," answer question 3.

3 If you answer "No" to question 2, has the organization been contacted by the IRS regarding its failure to file Form 1024 within 27 months from the end of the month in which the organization was created or formed? Yes No

If "No," your organization qualifies for an extension of time to apply under the "reasonable action and good faith" requirements of section 5.01 of Rev. Proc. 92-85. Do not answer questions 4 and 5.

If "Yes," answer question 4.

4 If you answer "Yes" to question 3, does the organization wish to request relief from the 15-month filing requirement? Yes No

If "Yes," give the reasons for not filing this application prior to being contacted by the IRS. See Specific Instructions, Part IV, Line 4, before completing this item. Do not answer question 5.

If "No," answer question 5.

5 If you answer "No" to question 4, your organization's qualification as a section 501(c)(9) or 501(c)(17) organization can be recognized only from the date this application is filed with the key District Director. Therefore, does the organization want us to consider its application as a request for recognition of exemption as a section 501(c)(9) or 501(c)(17) organization from the date the application is received and not retroactively to the date the organization was created or formed? Yes No

Schedule A Organizations described in section 501(c)(2) or 501(c)(25) (Title holding corporations or trusts)

1 State the complete name, address, and employer identification number of each organization for which title to property is held and the number and classes of shares of the applicant organization's stock held by each organization.

2 State whether the annual excess of revenue over expenses is or will be turned over to the organization for which title to property is held and, if not, the purpose for which the excess (income) is or will be held.

3a In the case of a corporation described in section 501(c)(2), state the purpose of each organization for which title to property is held (as shown in its governing instrument) and the Code sections under which each is classified as exempt from income tax.

3b In the case of a corporation or trust described in section 501(c)(25), state the basis whereby each shareholder is described in section 501(c)(25)(C).

Instructions

Line 1.—Provide the requested information on each organization for which the applicant organization holds title to property. Also indicate the number and types of shares of the applicant organization's stock that are held by each.

Line 2.—For purposes of this question, "excess of revenue over expenses" is all of the organization's income for a particular tax year as operating expenses.

Line 3a.—Give the exempt purpose of each organization that is the basis for its exempt status and the Internal Revenue Code section that describes the organization (as shown in its IRS determination letter).

Line 3b.—Indicate if the shareholder is one of the following:

1. A qualified pension, profit-sharing, or stock bonus plan that meets the requirements of the Code;
2. A government plan;
3. An organization described in section 501(c)(3); or
4. An organization described in section 501(c)(25).

Section 3 Organizations described in section 501(c)(4) (Civic leagues, social welfare organizations (including posts, councils, etc., of veterans' organizations not qualifying or applying for exemption under section 501(c)(19)) or local associations of employees.)

1 Has the Internal Revenue Service previously issued a ruling or determination letter recognizing the applicant organization (or any predecessor organization listed in item 4 of Part II) to be exempt under section 501(c)(3) and later revoked that recognition of exemption on the basis that the applicant organization (or its predecessor) was carrying on propaganda or otherwise attempting to influence legislation or on the basis that it engaged in political activity? Yes No

If "Yes," indicate the earliest tax year for which recognition of exemption under section 501(c)(3) was revoked and the IRS district office that issued the revocation.

2 Does the organization perform or plan to perform (for members, shareholders, or others) services, such as maintaining the common areas of a condominium; buying food or other items on a cooperative basis; or providing recreational facilities or transportation services, job placement, or other similar undertakings? Yes No

If "Yes," explain the activities in detail, including income realized and expenses incurred. Also, explain in detail the nature of the benefits to the general public from these activities. (If the answer to this question is explained in Part II (pages 2, 3, and 4), enter the page and item number here.)

3 If the organization is claiming exemption as a homeowners' association, is access to any property or facilities it owns or maintains restricted in any way? Yes No

If "Yes," explain.

4 If the organization is claiming exemption as a local association of employees, state the name and address of each employer whose employees are eligible for membership in the association. If employees of more than one plant or office of the same employer are eligible for membership, give the address of each plant or office.

N/A

COVINGTON & BURLING
1201 PENNSYLVANIA AVENUE, N. W.
P. O. BOX 7566
WASHINGTON, D. C. 20044-7566
(202) 662-6000

JEROME D. SORKIN
DIRECT DIAL NUMBER
(202) 662-5569

TELEFAX: (202) 662-8291
TELEX: 89-893 (COVING WSH)
CABLE: COVING

LEGONFIELD HOUSE
CURSON STREET
LONDON W1Y 6LS
ENGLAND
TELEPHONE 071-488-9995
TELEFAX 071-495-3101
BRUSSELS CORRESPONDENT OFFICE
44 AVENUE DES ARTS
BRUSSELS 1040 BELGIUM
TELEPHONE 32-2-534-9880
TELEFAX 32-2-503-1888

November 29, 1995

Internal Revenue Service
EP/EO Division
P.O. Box 1680, GPO
Brooklyn, NY 11202

RECEIVED WITH REMITTANCE

DEC 06 1995

DIR. INT. REV. EP/EO-SP4
BROOKLYN, N.Y.

Re: Application for Recognition of Exemption
for The American Civil Liberties Union, Inc.

To Whom It May Concern:

Enclosed please find Form 1024, Application for Recognition of Exemption for the American Civil Liberties Union, Inc., a District of Columbia nonprofit corporation with its national headquarters in New York City. Also enclosed are a Form 8718 (User Fee For Exempt Organization Determination Letter Request), a check in the amount of \$465, and a Form 2848 (Power of Attorney).

If you have any questions regarding the application, please contact me at the address and phone number listed above.

Thank you for your assistance in this matter.

Sincerely,


Jerome D. Sorkin

Enclosure

cc: Ms. Dalince
Mr. Halvorson
Mr. Hoffenberg

Notes To Part III. Financial Data
Form 1024 -- Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Note 1:

As discussed in Exhibits B and F, the applicant is the ACLU, a District of Columbia nonprofit corporation. The ACLU is the successor to the American Civil Liberties Union, Inc., a New York not-for-profit corporation, incorporated in 1927.

The New York and District of Columbia corporations merged, effective September 19, 1994. The Statement of Revenue and Expenses reflects the financial data of the New York corporation until the date of the merger and of the District of Columbia corporation after the merger.

Note 2, Line 7 (Other Revenue)

All of the ACLU's "other revenue" is "List Rental Revenue" -- revenues received by the ACLU from organizations that have used the ACLU's membership list for solicitation or other purposes.

Note 3, Line 13 (Compensation of Officers, Directors and Trustees)

	<u>1994</u>	<u>1993</u>
Ira Glasser, Executive Director	\$130,250	\$127,950
Alma Montclair, Assistant Secretary & Treasurer	<u>\$101,200</u>	<u>\$ 99,276</u>
Total	<u>\$231,450</u>	<u>\$227,226</u>

Note 5, Line 7 (Other Investments)

Fidelity Spartan Money Market Fund	\$1,049,927
The Reserve Fund (Money Market)	232,054
U.S. Treasury Notes	500,313
D.F.A. Mutual Fund	<u>318,924</u>
Total	<u>\$2,101,278</u>

Notes To Part III, Financial Data
Form 1024 - Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Note 4, Line 18 (Other Expenses):

	1/1-9/30/85	1984	1993	1992	TOTALS
Pension Plan Contributions	103,000	143,418	125,382	149,229	521,129
Other Employee Benefits	210,963	244,820	285,459	313,507	1,054,749
Payroll Taxes	107,198	114,504	120,029	105,085	446,796
Supplies	24,108	-	-	39,409	63,517
Telephone	213,559	210,482	172,835	175,121	771,997
Postage & Shipping	847,368	1,075,968	967,000	839,852	3,730,208
Equipment Rental & Maintenance	14,302	20,810	27,101	12,923	75,136
Printing & Publications	519,936	686,566	597,173	502,908	2,306,603
Travel	212,538	234,778	210,639	252,569	910,522
Courier	15,547	18,060	-	18,253	49,860
Consultants & Outside Services	183,303	290,666	291,280	322,549	1,087,798
Membership Lists	223,233	384,137	412,822	201,368	1,221,560
Computer	33,811	23,905	26,915	32,937	117,568
Mailing	117,004	193,476	152,239	143,908	606,627
Miscellaneous	137,228	146,897	173,981	82,107	540,213
Conferences	700	10,565			11,265
Payments To Affiliates	3,066,717	3,989,449	4,013,634	4,125,485	15,195,285
TOTAL	6,030,615	7,786,539	7,576,489	7,317,190	28,710,833

List of Exhibits to Form 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

- Exhibit A (1) Articles of Incorporation, (2) Articles of Merger and (3) By-Laws.
- Exhibit B Answer to Part II, Question 1.
- Exhibit C Letter, dated May 27, 1994, verifying that the American Civil Liberties Union, Inc. (New York not-for-profit corporation) is tax-exempt under Section 501(c)(4) of the Internal Revenue Code.
- Exhibit D 1994-1995 Annual Report for the American Civil Liberties Union, Inc.
- Exhibit E List of Officers and Directors of the American Civil Liberties Union, Inc.
- Exhibit F Answer to Part II, Question 4.
- Exhibit G Certificate of Incorporation for the American Civil Liberties Union, Inc., dated November 7, 1927.
- Exhibit H Answer to Part II, Question 5.
- Exhibit I Answer to Part II, Question 7.
- Exhibit J Answer to Part II, Question 14.
- Exhibit K Samples of pamphlets, brochures, newsletters, journals, etc.

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with and accordingly, this **CERTIFICATE of INCORPORATION** is hereby issued to

A.C.L.U., INC.

as of **OCTOBER 26TH, 1993.**

Hampton Cross
Director

Barry K. Campbell
Administrator
Business Regulation Administration


Ericine M. Cross
Assistant Superintendent of Corporations
Corporations Division

Sharon Pratt Kelly
Mayor

**ARTICLES OF INCORPORATION
OF
A.C.L.U., INC.**

We, the undersigned natural persons of the age of eighteen years (18) or more, acting as incorporators of a corporation under Title 29, Chapter 5 of the District of Columbia Code ("District of Columbia Nonprofit Corporation Act") adopt the following Articles of Incorporation for such Corporation:

FIRST: The name of the Corporation is:

A.C.L.U., Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the Corporation is organized is to maintain and advance civil liberties, including, without limitation, the freedoms of association, press, religion, and speech, and the rights to the franchise, to due process of law, and to equal protection of the laws for all people throughout the United States and its possessions or subject to its jurisdiction. The Corporation's objects shall be sought wholly without political partisanship.

The Corporation shall serve as a nonprofit corporation and in furtherance of the purposes hereinabove set out, shall have the power to solicit, accept, and receive funds from any person, organization, or other entity, including but not limited to other nonprofit, charitable or educational organizations, profit-making corporations, and individuals.

Consistent with the objectives and purposes set forth hereinabove, the Corporation may exercise all powers available to

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OCT 28 1968

BY: _____

corporations formed under the District of Columbia Nonprofit Corporation Act, subject to the restrictions, if any, contained in these Articles of Incorporation and the Corporation's Bylaws, including full power and authority to take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise any property, real or personal, tangible or intangible, or any individual interest therein, without limitation as to amount or value; to sell, convey or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall exercise only such powers and shall conduct or carry on only such activities as are consistent with the exempt status of organizations described in Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any succeeding statute).

FOURTH: Upon dissolution or final liquidation the Corporation may make distributions as permitted under the District of Columbia Nonprofit Corporation Act and under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any succeeding statute).

FIFTH: The Corporation shall neither authorize nor issue shares of stock, and no dividends shall be declared.

SIXTH: The affairs of the Corporation shall be managed by its Board of Directors. The number of the directors shall be

fixed in the Bylaws of the Corporation, except that they shall be not less than three (3) in number.

SEVENTH: The designation of the classes of members of the Corporation and the manner of election and appointment and the qualifications and rights of the members of each class are set forth in the Bylaws of the Corporation. Affiliate Voting Members shall be entitled to vote in any election of the Board of Directors of the Corporation and in any referendum vote on a Board of Directors action or a rejection or adoption of a proposed amendment to the Bylaws of the Corporation or a decision not to adopt a Binding Recommendation (as such Binding Recommendation may be described in the Bylaws of the Corporation), in the manner and to the extent provided in the Bylaws of the Corporation. Affiliate Voting Members shall also be entitled to vote in connection with the amendment of these Articles of Incorporation as provided in Article Eleventh hereof. The Board Voting Members shall be entitled to vote in any election of the Board of Directors of the Corporation, in the manner and to the extent provided in the Bylaws of the Corporation. Biennial Conference Delegates shall be entitled to vote on all matters before a Biennial Conference (as such conference may be described in the Bylaws of the Corporation), in the manner and to the extent provided in the Bylaws of the Corporation. General Members of the Corporation shall have no voting rights in their capacity as members to vote for the election of directors, or in connection with any matter, except in connection with election of the boards of directors of Affiliates

(as such term is defined in Article Twelfth hereof), in the manner and to the extent provided in the Bylaws of the Corporation.

EIGHTH: The address, including street and number, of the initial registered office of the Corporation is 1025 Vermont Avenue, N.W., Washington, D.C. 20005 and the name of the initial registered agent at such address is CT Corporation System.

NINTH: The number of directors constituting the initial Board of Directors of the Corporation is eighty-three (83) and the names and addresses, including street and number, if any, of the persons who are to serve as directors until their successors are elected and shall qualify are:

FRANK ASKIN
Rutgers Law School
Constitutional Litigation
Clinic
15 Washington Street
Newark, NJ 07102

RICHARD AXELROD
Box 189, 33 Main Street
St. Johnsbury, VT 05819

ALICE BENDHEIM
1542 W. McDowell Road
Phoenix, AZ 85007

JUDITH BENDICH
Bendich, Stobaugh & Strong
506 Second Avenue, #2010
Seattle, WA 98104

ANN K. BENFIELD
1113 Holly Springs Drive
Louisville, KY 40242

VIVIAN BERGER
20 West 64th Street, #32D
New York, N.Y. 10023

A. STEPHEN BOYAN, JR
UMBC Political Science Dept.
5401 Wilkens Avenue
Baltimore, MD 21228

JEFFREY O. BRAMLETT
3900 One Atlantic Center
1201 West Peachtree Street
Atlanta, GA 30309

JAY BRAUSE
POB 104682
Anchorage, AK 99510

BARBARA A. BRENNER
Remcho, Johansen & Purcell
220 Montgomery Street, Suite
800
San Francisco, CA 94104

JOHN CARROLL
5 Paquin Road
Barrington, RI 02806

KENNETH B. CLARK
615 Broadway
Hastings on Hudson, NY 10706

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New York Law School
57 Worth Street
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PHILIPPA STRUM
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RICHARD ZACKS
123 Dyer Street
Providence, RI 02903

MONICA ZUCKER
3825 Northeast 155th Place
#403, Seattle, WA 98155

TENTH: The name and address, including street and number, if any, of each incorporator is:

NADINE STROSSEN
New York Law School
57 Worth Street
New York, N.Y. 10013

IRA GLASSER
ACLU National Office
132 West 43rd Street
New York, NY 10025

ALMA MONTCLAIR
ACLU National Office
132 West 43rd Street
New York, NY 10023

ELEVENTH: Amendments to these Articles of Incorporation may be made as provided by law. For the purpose of the approval required by members, only Affiliate Voting Members shall be entitled to vote.

TWELFTH: The Corporation may establish or recognize non-profit organizations which shall be known as "Affiliates," as provided in the Bylaws of the Corporation, and the members of which shall be General Members of the Corporation.

THIRTEENTH: General Members shall have no right to inspect or copy the books and records of the Corporation except as may be authorized by the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the incorporators hereof have signed these Articles of Incorporation on this 16th day of October, 1993.

Nadine Strosser
Nadine Strosser

Ira Glasser
Ira Glasser

Alma Montclair
Alma Montclair

Incorporators

State of NY)
County of NY) ss.

On this 18 day of October, 1993, before me personally appeared John J. [unclear], [unclear], and [unclear], to me known to be the persons named in and who executed the foregoing Articles of Incorporation as incorporators, and severally acknowledged that they executed the same freely and for the intents and purposes therein stated.

MAXINE LOWELL
NOTARY PUBLIC, State of New York
No. 435243
Qualified in Suffolk County
Cert. Filed in New York County
Commission Expires October 31, 1995

Maxine Lowell
Notary Public

My commission expires: _____

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with and accordingly, this **CERTIFICATE of MERGER** is hereby issued to

AMERICAN CIVIL LIBERTIES UNION, INC. (N.Y.)

MERGED INTO:

**A.C.L.U., INC. (D.C.) AND NAME CHANGED TO:
AMERICAN CIVIL LIBERTIES UNION, INC.**
as of **September 19th, 1994.**

Hampton Cross
Director

Barry K. Campbell
Administrator
Business Regulation Administration

Desires M. Jones
Desires M. Jones
Act. Asst. Superintendent of Corporations
Corporations Division

Sharon Pratt Kelly
Mayor

**ARTICLES OF MERGER
OF
AMERICAN CIVIL LIBERTIES UNION, INC.
(a New York Not-for-Profit Corporation)
INTO
A.C.L.U., INC.
(a District of Columbia Nonprofit Corporation)**

**UNDER SECTION 546 OF THE NOT-FOR-PROFIT
CORPORATION LAW**

The undersigned, Nadine Strossen and Alma Montclair, being the President and Secretary of American Civil Liberties Union, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of New York, and Nadine Strossen and Alma Montclair, being the President and Secretary of A.C.L.U., Inc., a corporation, duly organized and existing under and by virtue of the laws of the District of Columbia, hereby certify:

1. The names of the constituent corporations are American Civil Liberties Union, Inc. ("Old ACLU") and A.C.L.U., Inc. ("New ACLU").
2. The Plan of Merger is set forth as Exhibit A attached hereto.
3. The Plan of Merger was approved by a majority vote of the Board of Directors of Old ACLU at a meeting on January 22, 1993 and by a referendum vote by the members of the Affiliate boards of directors on August 31, 1993. Members of the Old ACLU have no voting rights in their capacity as members.
4. The Plan of Merger was approved by a majority vote of the Board of Directors of New ACLU at a meeting on January 22, 1994. Prior to the effective time of the merger of Old ACLU into New ACLU, the New ACLU had no members.
5. As set forth in the Plan of Merger, the Articles of Incorporation of New ACLU will be amended to change the name of New ACLU to "American Civil Liberties Union, Inc." and the name of the surviving corporation will be American Civil Liberties Union, Inc.

FILED

SEP 19

BY: *Amg*

EXHIBIT A

PLAN OF MERGER

OF

AMERICAN CIVIL LIBERTIES UNION, INC.
(a New York Not-for-Profit Corporation)

INTO

AMERICAN CIVIL LIBERTIES UNION, INC.
(a District of Columbia Nonprofit Corporation)

ARTICLE I

**NAMES OF CONSTITUENT CORPORATIONS AND
OF SURVIVING CORPORATION**

The names of the constituent corporations are American Civil Liberties Union, Inc. (a New York not-for-profit corporation) ("Old ACLU") and American Civil Liberties Union, Inc. (a District of Columbia non-profit corporation) ("New ACLU" or the "Surviving Corporation"). The name of the surviving corporation is American Civil Liberties Union, Inc.

ARTICLE II

The membership, including their number, classification, and voting rights, as to each constituent corporation, are described as follows:

1. Old ACLU. Members have no voting rights in their capacity as members. Members of the Affiliate Boards are entitled to vote in any election of the Board of Directors of Old ACLU and in any referendum vote on a Board of Directors action or a rejection or adoption of a proposed amendment to the Bylaws of Old ACLU or a decision not to adopt a Binding Recommendation of the Biennial Conference. Members of the Board

are entitled to vote in any election of the Board of Directors of Old ACLU. Biennial Conference Delegates shall be entitled to vote on all matters before a Biennial Conference.

2. *New ACLU.* Affiliate Voting Members shall be entitled to vote in any election of the Board of Directors of New ACLU and in any referendum vote on a Board of Directors action or a rejection or adoption of a proposed amendment to the Bylaws of New ACLU or a decision not to adopt a Binding Recommendation (as such Binding Recommendation may be described in the Bylaws of New ACLU). Affiliate Voting Members shall also be entitled to vote in connection with the amendment of the Articles of Incorporation of New ACLU. The Board Voting Members shall be entitled to vote in any election of the Board of Directors of New ACLU, in a manner and to the extent provided in the Bylaws of New ACLU. Biennial Conference Delegates shall be entitled to vote on all matters before a Biennial Conference (as such conference may be described in the Bylaws of New ACLU), in the manner and to the extent provided in the Bylaws of New ACLU. General Members of New ACLU shall have no voting rights in their capacity as members to vote for the election of directors, or in connection with any matter, except in connection with election of the boards of directors of Affiliates, in the manner and to the extent provided in the Bylaws of New ACLU.

The name of the surviving corporation is American Civil Liberties Union, Inc.

ARTICLE III

TERMS AND CONDITIONS OF PROPOSED MERGER

The manner and basis of converting membership of Old ACLU into membership in the Surviving Corporation shall be as follows:

On the effective date of the merger of the Old ACLU into the Surviving Corporation, the separate existence of Old ACLU shall cease, all then current members of Old ACLU shall become General Members of the Surviving Corporation, all then current members of the boards of the Affiliates shall become Affiliate Voting members, all then current members of the Board of Directors shall become Board Voting Members, and all then biennial conference delegates shall become Biennial Conference Delegates, and the Surviving Corporation shall succeed to all of the properties, rights, and other assets, and shall assume all of the liabilities and obligations of Old ACLU, without further action by either corporation. There are no holders of capital, certificates or subventions.

ARTICLE IV

AMENDMENTS OR CHANGES IN CERTIFICATE OF INCORPORATION OF SURVIVING CORPORATION

On the effective date of the merger of Old ACLU into the Surviving Corporation, the Articles of Incorporation and the Bylaws of New ACLU shall become the Articles of Incorporation and Bylaws of the Surviving Corporation, except that Article First of the Articles of Incorporation of New ACLU shall be amended by deleting therefrom the present Article FIRST and substituting therefor the following new Article FIRST:

FIRST: The name of the Corporation is: American Civil Liberties Union,
Inc.

ARTICLE V

AMENDMENTS BY SURVIVING FOREIGN CORPORATION REGARDING SERVICE OF PROCESS AND SUIT

Because the surviving corporation is to be a foreign corporation, organized and existing under and by virtue of the laws of the District of Columbia, the following statement of agreements on the part of said surviving corporation will, under section 906(d)(2)(D) of the Not-for-Profit Corporation Law, be required to be set forth in the certificate of merger which is to be delivered to the Department of State for filing:

"The surviving corporation, American Civil Liberties Union, Inc., hereby agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any domestic corporation or of any foreign corporation previously amenable to suit in the State of New York which is a constituent corporation in this merger, and American Civil Liberties Union, Inc. further agrees that it may be sued in the State of New York in respect of any property transferred or conveyed to it as provided in paragraph (c) of section 907 of the Not-for-Profit Corporation Law, or the use made of such property, or any transaction in connection therewith."

ARTICLE VI

MISCELLANEOUS PROVISIONS

1. *Effective Date of Merger.* The proposed merger shall become effective upon the filing of the Certificate of Merger by the Department of State.
2. *Abandonment of Plan.* Notwithstanding approval of the Plan by the members of either of the constituent corporations, if at any time prior to the filing of the Certificate of Merger by the Department of State it becomes the opinion of the board of

directors of either of the constituent corporations that events or circumstances have occurred which render it inadvisable to consummate the merger, this Plan of Merger shall be deemed abandoned. The filing of the Certificate of Merger shall conclusively establish that no action to terminate this Plan has been taken by the board of directors of either of the constituent corporations.

ARTICLE VII

ADOPTION OF PLAN OF MERGER

This Plan has been duly approved and adopted by the Board of Directors of each constituent corporation.

ORGANIZATIONAL POLICIES

Policy #501

BYLAWS OF A.C.L.U. INC.

ARTICLE I

NAME

Section 1. Name. The name of the corporation shall be A.C.L.U., Inc. (hereinafter the "Union").

ARTICLE II

OFFICES

Section 1. Registered Office. The registered office of the Union shall be located at such place in the District of Columbia as the Board of Directors of the Union (the "Board") may decide. The registered agent of the Union shall be appointed by and serve at the pleasure of the Board.

Section 2. Other Offices. The Union may also have offices at such other places both within and without the District of Columbia as the Board, may determine or the business of the Union may require. The national headquarters (the "National Office") shall be maintained in the City, County and State of New York or at such other place as may be determined by the Board.

ARTICLE III

MEMBERS AND CLASSES OF MEMBERS

Section 1. Classes. Members of the Union shall consist of two classes, General Members and Voting Members, who may be Affiliate Voting Members, Board Voting Members, or Biennial Conference Delegates (collectively, "Voting Members").

Section 2. General Members. A general member of the Union shall be an individual paying such membership dues as may be prescribed by the Board (a "General Member"). General Members shall have no right to vote in such capacity for the election of the Board, or in connection with any other matter, except as provided in Article VI, Sections 1 and 4 of these Bylaws in connection with election of the boards of directors of the Affiliates (as such term is hereinafter defined in Article VI).

Section 3. Voting Members.

(a) Affiliate Voting Members. The "Affiliate Voting Members" shall be all of the members of the boards of the Affiliates during the time they hold office. The Affiliate Voting Members shall be entitled to vote in any election of directors of the Board of the Union, any referendum vote on a Board decision not to adopt a Binding Recommendation pursuant to Article VIII, Section 4, any referendum vote on a Board rejection

or adoption of a proposed amendment to these Bylaws pursuant to Article IX, Sections 1 and 2 of these Bylaws or any referendum vote on a Board action pursuant to Article X, Section 1 of these Bylaws. Affiliate Voting Members shall also be entitled to vote in connection with the amendment of the Articles of Incorporation of the Union as provided therein.

(b) Board Voting Members. The members of the Board of Directors of the Union shall be entitled to vote in any election of directors of the Board.

(c) Biennial Conference Delegates. (i) The Biennial Conference Delegates ("Delegates") shall be the following: (a) all members of the Board, (b) all members of the National Advisory Council (as defined in Article VII), and (c) the Affiliate Delegates, as provided in subsection (ii) below. The Delegates shall be entitled to vote on all matters before a Biennial Conference (as such term is hereinafter defined in Article VIII), but only during the Conference for which they have been elected or during which they serve on the Board or National Advisory Council. Delegates to a Biennial Conference shall not in such capacity have power to vote in any election or on any subject not before a Biennial Conference.

(ii) The individuals selected by Affiliates to be Delegates shall be General Members of the Union, and the number of such Delegates from each Affiliate shall be determined according to the following formula:

<u>No. of members in Affiliate</u>	<u>Voting Delegates</u>
1-499	1
500-1199	2
1200-2199	3
2200-3499	4
3500-6499	5
6500-9999	6
10,000-13,999	7
14,000-up	8

Section 4. Notice of Meetings. Written or printed notice stating the place, day, and hour of a meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than 10 nor more than 120 days before the date of the meeting, either personally or by mail, by or at the direction of the President, or the Secretary, or the persons calling the meeting, to each member entitled to vote at such meeting (whether Affiliate Voting Members, Board Voting Members, or Biennial Conference Delegates). If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to a member at his or her address as it appears on the records of the Union, with postage thereon prepaid. The attendance of a member at any meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 5. Suspension; Removal. A General Member may be suspended or removed from the Union, or a prospective General Member may be excluded, by vote of a majority of the directors in office. In such event, the General Member or prospective General Member shall be entitled to a hearing, at the request of such General Member or prospective General Member. The hearing shall be conducted pursuant to such procedures as the Board may adopt.

ARTICLE IV

DIRECTORS

Section 1. General. (a) The affairs of the Union shall be managed by or under the direction of the Board, which may exercise all such powers of the Union and do such acts and things as may be permitted by law to be done by a District of Columbia not-for-profit corporation.

(b) Notwithstanding anything in these Bylaws to the contrary, pursuant to the nonprofit corporation law of the District of Columbia, the Board shall have the exclusive power and authority to manage the financial and administrative affairs of the Union and shall have the power to elect, by resolution, not to adopt, without the right of the Affiliate Voting Members to vote on, any Binding Recommendation, amendment to these Bylaws or referendum on action taken by the Board, which would result in a policy or decision which (i) is ultra vires or does not conform to the object of the Union as stated in its Articles of Incorporation, (ii) contravenes the nonprofit corporation law of the District of Columbia, (iii) threatens the continuation of the Union's business, (iv) unduly interferes with the power and authority of the Board to manage the financial and administrative affairs of the Union, or (v) is inconsistent with the exempt status of the Union under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any succeeding statute).

Section 2. Eligibility. All directors must be General Members of the Union. Directors of the Union need not be residents of the District of Columbia. No person who is a paid employee of the Union, or any of its Affiliates, subsidiaries, or related bodies shall be eligible to be a candidate for or serve as a member of the Board.

Section 3. Number. The number of directors constituting the Board shall be eighty-three (83), and shall consist of Affiliate Representatives, At-large Representatives and Ex-Officio Representatives (as such terms are hereinafter defined), subject to Article IX, Section 3.

Section 4. Election and Term. The Board shall consist of the following persons:

(a) **Affiliate Representatives.** There shall be the same number of Affiliate Representatives as there are Affiliates. The Affiliate Representatives on the Board shall be elected by

their respective Affiliate boards (the "Affiliate Representatives") to serve for terms of one to three years from the date of their election, with such terms to be determined in the discretion of the respective Affiliate board electing such Affiliate Representatives.

(b) At-Large Representatives. There shall be thirty directors who shall be elected at-large (the "At-large Representatives") in the following manner:

(1) Nominations shall be made by the Nominating Committee after seeking suggestions from all General Members of the Union. The Nominating Committee shall circulate its list of nominees for the Board at least four weeks prior to the closing date set by the Nominating Committee for nominations by petition. Further nominations may be made by petition of any five members of the Board, any ten members of the National Advisory Council, the boards of any three Affiliates, or any fifty General Members of the Union.

(2) The electors of the At-large Representatives shall be the following persons, voting by mail:

a. The members of the boards of the Affiliates, voting individually and each casting as many votes as there are members of his or her Affiliate divided by that Affiliate's actual board membership; and

b. The members of the Board, voting individually and each casting as many votes as one-third of the membership of the Union divided by the actual membership of the Board, provided that a member of the Board who is also a member of an Affiliate board may choose in which capacity to vote, but shall not vote in more than one capacity.

The terms of At-large Representatives shall be three years, beginning when their election is certified by the Executive Director pursuant to policies adopted by the Board, and ending on the third subsequent annual certification of at-large elections. No more than one-third of any At-large Representatives, exclusive of vacancies, shall be elected in any one year. A vacant term of one or two years may be filled at an annual election.

(c) Ex-Officio Representatives. There shall also be the following ex-officio members:

(i) The treasurer of the Union, if he or she is not an Affiliate or an At-large Representative, and

(ii) the chairperson of the National Advisory Council.

(d) Term. Each director shall hold office until his or her successor is duly elected and qualified, or until his or her earlier resignation or removal.

Section 5. Vacancies. (a) Any vacancy among the At-large Representatives arising between annual elections may be filled by a majority vote of the directors then in office, although less than a quorum, or by a sole remaining director. If no such

majority vote of directors is obtained, a run-off election shall be held between the two nominees receiving the most votes. If there are no directors in office, then an election of directors may be held in the manner provided by statute.

(b) Any vacancy among the Affiliate Representatives arising between annual elections may be filled by the respective Affiliate.

(c) Each director filling a vacancy shall hold office only until the next annual election and his or her successor is duly elected and qualified, or until his or her earlier resignation or removal.

Section 6. Resignation. A director may resign at any time by delivering written notice to the President or Secretary of the Union. The resignation of any director shall take effect at the time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Absence by any director from three consecutive regular meetings of the Board, without the grant of leave of absence by the Board, shall constitute a resignation from the Board, provided that the Board, in its discretion, may reinstate any director who has resigned in such manner.

Section 7. Suspension; Removal. A member of the Board may not be suspended or removed because of substantive policy disagreements. A member of the Board may be suspended or removed only for violations of fiduciary responsibilities. In such event, the director is entitled to a hearing before the Board at his or her request. The hearing shall be conducted pursuant to such procedures as the Board may adopt.

Section 8. Regular Meetings. An annual meeting of the Board shall be held at such time and at such place, within or without the District of Columbia, as may be determined by the Board. Regular meetings of the Board may be held at such time and at such place as shall be determined by the Board, but the Board shall hold no fewer than four meetings during each calendar year. In the event of a grave organizational or national emergency, the Board may cancel no more than one Board meeting in any year, by resolution stating the reasons for such cancellation, adopted by vote of three-quarters of the directors present, provided that a quorum for purposes of such vote will be a majority of the directors in office. Such vote may be taken at a meeting by telephone or by unanimous consent, pursuant to Sections 12 and 13 of this Article IV.

Section 9. Quorum; Voting; Agenda. (a) One-third of the directors in office shall constitute a quorum, except as provided in Article VIII, Section 4(a) (Decision not to adopt a Binding Recommendation) and in Article IX (Amendment of Bylaws).

(b) Members of the National Advisory Council and Affiliate boards shall be entitled to attend and, with consent of the Board, to participate in discussion at regular meetings of

the Board pursuant to procedures adopted by the Board, but shall not be entitled to vote. On request of any three directors, the Board vote on any motion shall be taken by name and be so recorded in the minutes. The affirmative vote of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board, except where the act of a greater number is required by law or by these Bylaws.

(c) By petition, any resolution adopted by the boards of any five Affiliates shall be placed upon the agenda of the next following meeting of the Board for action.

Section 10. Special Meetings. Special meetings of the Board may be called by the President or the Executive Committee.

Section 11. Notice. Meetings of the Board or any committee thereof, may be held within or without the District of Columbia upon reasonable notice to each director or committee member, as the case may be. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 12. Electronic Participation. Pursuant to procedures adopted by the Board, any or all directors may participate in a meeting of the Board or a committee of the Board by means of conference telephone or by any means of communication by which all persons participating in the meeting are able to communicate with one another, and such participation shall constitute presence in person at such meeting.

Section 13. Action Without Meeting. Any action required or permitted to be taken at a meeting of the Board, or any committee thereof, may be taken without a meeting if all members of the Board, or any committee thereof, consent thereto in writing. Such writing or writings shall be submitted to the Secretary and shall be filed with the minutes of proceedings of the Board or the Committee, as the case may be.

Section 14. Committees.

(a) Committees other than the Executive Committee may be designated by a resolution adopted by the Board. The general counsel do not constitute a committee.

(b) Members of committees need not be directors and shall be appointed by the President, subject to the approval of the Board.

(c) The designation and appointment of any such committee shall not operate to relieve the Board, or any individual director, of any responsibility imposed upon it or the director by law.

(d) Unless otherwise specified in a resolution of the Board or these Bylaws, at all meetings of each committee of the

Board, a majority of the total number of members of the committee shall constitute a quorum for the transaction of business, each member of the committee shall have one vote, and the affirmative vote of a majority of the members of the committee present at any meeting at which there is a quorum shall be the act of the committee.

Section 15. Executive Committee. (a) The Executive Committee shall have and may exercise all the power and authority of the Board in the management and affairs of the Union as to any matters which require disposition in intervals between meetings of the Board. The Executive Committee shall promptly report its actions to the Board.

(b) The Executive Committee shall consist of the President of the Union and ten additional members of the Board. The general counsels, treasurer of the Union, and treasurer of the ACLU Foundation if not elected members of the Executive Committee, shall be ex officio members of the Executive Committee, without vote. The Executive Director and any staff member whom he or she designates shall attend and shall be permitted to participate in the meetings of the Executive Committee but shall not be permitted to vote.

(c) Nominations for membership on the Executive Committee shall be made by the Special Nominating Committee. The report of the Special Nominating Committee shall be distributed within a reasonable period prior to the meeting at which the election of the Executive Committee is to be held. Additional nominations may be made by any member of the Board.

(d) The election of the members of the Executive Committee shall be held at a regular meeting of the Board. The members shall be selected under a method of preferential voting adopted by the Board, provided that after a slate of nominees is selected by the Board pursuant to such method of preferential voting, the Board will vote a second time on the entire slate in order to elect the slate. Such election shall require an affirmative vote by a majority of the directors in office.

(e) The terms of all elected Executive Committee members shall be two years. No more than five members shall be elected in any year, except as may be necessary to fill any vacancies.

(f) Any vacancy in the Executive Committee arising between annual elections may be filled at a regular meeting of the Board by a majority vote of the directors in office.

(g) An Executive Committee member will hold office until his or her successor is duly elected and qualified, or until his or her earlier resignation or removal.

Section 16. Nominating Committee. (a) The Nominating Committee shall be responsible for nominations of persons to be elected to the National Advisory Council and to the Board.

(b) The Nominating Committee shall consist of five persons: two members of the Nominating Committee shall be members of Affiliate boards, two members shall be members of the Board, and one shall be a member of the National Advisory Council. Nominations for the Nominating Committee shall be made

by the President, and the Nominating Committee shall be elected by resolution adopted by a majority of the directors present and voting at a meeting at which a quorum is present, and one person shall be designated as chairperson. Such election shall be held at the first meeting of the Board after the annual election of At-Large Representatives of the Union.

(c) The terms of the members of the Nominating Committee shall be one year. No more than two members of the Nominating Committee shall be appointed for a second consecutive term and none shall be appointed for more than two consecutive terms.

Section 17. Special Nominating Committee. (a) The Special Nominating Committee shall be responsible for nominating officers of the Union (other than the Executive Director) and the National Advisory Council and the members of the Executive Committee.

(b) The Special Nominating Committee shall consist of at least three but no more than five members of the Board who shall be nominated by the President, and shall be appointed by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Members of the Special Nominating Committee shall serve for one-year terms.

Section 18. Biennial Conference Committee.

(a) The Biennial Conference Committee shall act as an advisory committee to the Board and shall not have the authority to act in place of the Board. The Biennial Conference Committee shall be responsible for overall planning and conduct of each Biennial Conference:

(1) It shall act as an arrangements committee with respect to a Biennial Conference, receiving from Affiliates, the Board, the National Advisory Council, and other interested parties suggestions and proposals in respect to the program, agenda, and structure of the Conference.

(2) It shall establish and propose for adoption by each Biennial Conference an agenda and such rules as it considers necessary or appropriate.

(b) The Biennial Conference Committee shall consist of seven persons to be appointed by the President of the Union, subject to the approval of the Board. The President will appoint the Chair of the Biennial Conference Committee. Appointment of the Biennial Conference Committee shall take place at the next Board meeting following a Biennial Conference. No more than three of the seven members of the Biennial Conference Committee shall be members of the Board, and one shall be a member of the National Advisory Council. The remaining members of the Biennial Conference Committee shall be recommended by the immediately preceding Biennial Conference. The members of the Biennial Conference Committee shall hold office until their successors are chosen and qualified or until their earlier removal, resignation or death. No member of the Biennial Conference Committee shall be appointed for more than two consecutive terms, and no more

than three members shall be appointed for a second consecutive term.

Section 19. Compensation of Directors. The members of the Board shall not be compensated for service on the Board or as officers of the Union, but may be reimbursed for reasonable expenses for attending meetings or conducting the business of their offices, pursuant to policy adopted by the Board.

ARTICLE V

OFFICERS

Section 1. Positions. The Board shall elect the officers of the Union. The officers of the Union, who shall be General Members of the Union, shall be a President, one or more Vice Presidents, a Secretary and one or more Assistant Secretaries, a Treasurer and one or more Assistant Treasurers, one or more general counsels, and such other officers and agents as the Board may appoint. Any two or more offices may be held simultaneously by the same person, except for the offices of President and Secretary and except that the Executive Director may not be President, Vice President, Secretary or Treasurer. The Executive Director and any officer who is an employee of the Union shall not be members of the Board. The President and Vice Presidents and Secretary must be members of the Board. The offices of the Union shall be set forth by resolution of the Board.

Section 2. Nomination and Election. (a) The Special Nominating Committee shall nominate the officers of the Union. The report of the Special Nominating Committee shall be distributed within a reasonable period prior to the meeting at which the election of the officers is to be held. Additional nominations may be made by any member of the Board at the meeting at which the election is held.

(b) The annual election of officers shall be held at the first regular meeting of the Board after the annual election of At-Large Representatives of the Union. The President shall be elected by a majority of the directors in office.

Section 3. Term of Office. The officers of the Union shall hold office for a term of one year and until their successors are chosen and qualified or until their earlier removal, resignation or death.

Section 4. Removal. Any officer may be removed at any time by majority vote of the directors in office, pursuant to procedures adopted by the Board.

Section 5. President. The President shall preside at all meetings of the Board and of the Executive Committee, ensure that all orders and resolutions of the Board are carried into effect, and in general perform all duties normally incident to

the office of President and presiding officer of the Board and such other duties as may be prescribed by the Board.

Section 6. Vice President. In the absence of the President or in the event of the President's inability or refusal to act, the Vice President (or in the event there is more than one Vice President then in the order designated by the Executive Committee) shall perform the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice Presidents shall perform such other duties and have such other powers as the Board or, if authorized by the Board to do so, the President, may prescribe.

Section 7. Secretary. The Secretary shall attend all meetings of the Board and shall cause to be recorded all the proceedings of such meetings of the Board in a book to be kept for that purpose, and shall perform like duties for the committees of the Board and a Biennial Conference when so requested; when unable to perform such duties, the Secretary may delegate such duties to the Assistant Secretary. The Secretary shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law or as directed by the Board or the President, and shall perform such other duties as may be prescribed by the Board or by the President, under whose supervision the Secretary shall function. The Secretary shall have custody of the corporate seal of the Union, and the Secretary shall have authority to affix the same to any instrument requiring it, and when so affixed it may be attested by the signature of the Secretary. The Board may give general authority or specific authority to any other officer to affix the seal of the Union and to attest the affixing by such officer's signature. The Secretary may also attest all instruments signed on behalf of the Union by the President or any Vice President. The Secretary shall in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the Board or, if authorized by the Board to do so, the President.

Section 8. Assistant Secretary. The Assistant Secretary, or, if there be more than one, the Assistant Secretaries in the order determined by the Board (or if there be no such determination, then in the order of their election), shall, in the absence of the Secretary for any reason, including the failure of the Board to elect a Secretary, or in the event of the Secretary's inability or refusal to act, perform the duties and exercise the powers of the Secretary and perform such other duties and have such other powers as the Board or, if authorized by the Board to do so, the President, may prescribe. Any Assistant Secretary shall have authority to affix the corporate seal and attest by his or her signature to the same extent as the Secretary.

Section 9. Treasurer. The Treasurer shall be responsible for all funds of the Union and shall keep full and accurate accounts of receipts and disbursements in books

belonging to the Union, and shall deposit all moneys and other valuable effects in the name and to the credit of the Union in such depositories as may be designated by the Board. The Treasurer or his or her designee(s) shall disburse the funds of the Union as ordered by the Board, taking proper vouchers for such disbursements. The Treasurer shall render to the Board, at its regular meetings or when the Board so requires, an account of all financial condition of the Union. The Treasurer shall perform all other duties incident to the office of Treasurer and such other duties as may be assigned by the Board or, if authorized by the Board to do so, the President.

Section 10. Assistant Treasurer. The Assistant Treasurer, or, if there be more than one, the Assistant Treasurers in the order determined by the Board (or if there be no such determination, then in the order of their election), shall, in the absence of the Treasurer for any reason, including the failure of the Board to elect a Treasurer, or in the event of the Treasurer's inability or refusal to act, perform the duties and exercise the powers of the Treasurer and perform such other duties and have such other powers as the Board or, if authorized by the Board to do so, the President, may prescribe.

Section 11. Vacancies. A vacancy in any office of the Union because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board for the vacancy of the term.

Section 12. Fidelity Bonds. The Union may, but shall not be required to, secure the fidelity of any or all of its officers or agents by bond or otherwise.

Section 13. Compensation. The Board shall determine the compensation of the employees, officers and agents of the Union which such compensation shall be reasonable for the services rendered, except that officers who are members of the Board are subject to Article IV, Section 19 of these Bylaws.

Section 14. Execution of Documents. All deeds, mortgages, bonds, contracts, and other instruments may be executed on behalf of the Union by the President, the Executive Director, or any Vice President (unless such power is restricted by Board resolution or is required by law to be otherwise signed or executed) or by any other person or persons designated by the Board.

Section 15. Executive Director. The Executive Director shall manage the business of the Union as the chief executive officer of the Union, and shall perform such other duties as may be prescribed by the Board. The Executive Director shall be selected by the Board and shall serve until his or her successor is chosen and qualified or until his or her earlier removal, resignation or death.

ARTICLE VI

AFFILIATES

Section 1. General. Any group of General Members residing in the same geographic area of the United States or its possessions may form a nonprofit membership organization and apply for recognition as an affiliate of the Union (an "Affiliate"), and the Board shall so recognize the group when satisfied that the purposes of the Union will be so served. An Affiliate shall act in accordance with the policies of the Union, with the understanding that the purpose of this requirement is to obtain general unity rather than absolute uniformity. Each General Member who resides within the boundaries of an Affiliate shall be a voting member of that Affiliate and an Affiliate shall have no members who are not General Members.

Section 2. Structure. The structure and functioning of an Affiliate, including its relations with the Union and with its own chapters (if any), and any tax-exempt entities associated with the Affiliate, shall be governed by rules adopted by the Board.

Section 3. Suspension; Removal. By vote of two-thirds of the membership of the Board, an Affiliate may be suspended on those terms established by the Board or removed from the Union and/or a receiver appointed for it and its associated entities. In such event, the Affiliate is entitled to a hearing before the Board, at its request. The hearing shall be conducted pursuant to such procedures as the Board may adopt.

Section 4. Governing Bodies.

(a) The board of an Affiliate shall consist of persons who are General Members of the Union, and shall be electorally responsible to the Affiliate's membership. To establish such electoral responsibility, the Affiliate's constitution or bylaws shall provide that:

(1) Election of its board members shall be for reasonable terms and in a manner by which all the Affiliate's members have reasonable opportunity to vote, as by proxy or by a ballot mailed to each, if permitted by law. If the board members are delegates from chapters, they shall be reasonably apportioned taking into consideration the chapter membership in relationship to the Affiliate membership as a whole and the geographical distribution of the Affiliate's membership, and if they are elected indirectly by chapter boards, those chapter boards shall be electorally responsible to their respective chapter memberships.

(2) Reasonable opportunity shall be afforded the Affiliate's (or chapter's) membership to nominate candidates for the Affiliate (or chapter) board, and to initiate amendments to the Affiliate (or chapter) constitution and bylaws. Any vacancy in an Affiliate

(or chapter) board existing between regular elections may be filled by the board of the Affiliate (or chapter).

ARTICLE VII

NATIONAL ADVISORY COUNCIL

Section 1. Function. The National Advisory Council shall advise the Board but shall have no other rights or powers, except that its members shall be Biennial Conference Delegates (the "National Advisory Council").

Section 2. Members. The number of members of the National Advisory Council shall be determined by the Board. Each member of the National Advisory Council shall be a General Member of the Union.

Section 3. Election. One-third of the membership shall be elected each year for three-year terms in the following manner:

(A) Nominations shall be made by the Nominating Committee, after seeking suggestions from all members of the Union. Further nominations may be made by petition of any five members of the Board, any ten members of the National Advisory Council, the boards of any three Affiliates, or any fifty members of the Union.

(B) Election shall be by a majority of the total membership of the Board.

(C) In nominating and electing such members, the Nominating Committee and the Board shall take into account the aim of the Union that the members of the National Advisory Council shall be apportioned roughly according to the population of the main geographical sections of the United States and its possessions, and selected to obtain the widest possible distribution of support of persons currently active publicly in behalf of civil liberties -- if possible, to the extent of being readily recognized nationally.

Section 4. Vacancy. Any vacancy in the National Advisory Council existing between annual elections may be filled by the Board. Any person so elected will hold and serve for the remainder of the term.

Section 5. Suspension; Removal. Any member of the National Advisory Council may be removed or suspended at any time, by the affirmative vote of a majority of the directors then in office. In such event, the member is entitled to a hearing at his or her request. The hearing shall be conducted pursuant to such procedures as the Board may adopt.

Section 6. Officers. The officers of the National Advisory Council shall be a chairperson and two or more vice-chairpersons (distributed among the main geographical sections).

The Special Nominating Committee shall nominate the officers of the National Advisory Council and the Board shall elect such officers. The term of such office shall be one year. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board for the remainder of the term. Any officer may be removed at any time by majority vote of the Board.

ARTICLE VIII

BIENNIAL CONFERENCE

Section 1. Conference. A conference shall be held biennially in odd-numbered years and at a time and place to be fixed by the Board, provided that at least each second time it shall be held in a city other than that of the National Office (preferably in rotation among the main geographical sections) (the "Biennial Conference"). In the event of a grave organizational or national emergency, the Board may cancel a Biennial Conference by resolution stating the reasons for such cancellation, adopted by vote of three-quarters of the directors present, provided that a quorum for purposes of such vote will be a majority of the directors in office, and provided further that written notice of such proposed action be given at least ten days prior to the meeting at which the vote is proposed to be taken.

Section 2. Attendance; Voting. Members of the boards of Affiliates, other duly authorized representatives, and professional employees of the Union or Affiliates may attend the conference, and speak at the discretion of the Chair. Delegates shall be entitled to vote and to speak at a Biennial Conference. In voting at a Biennial Conference, no Delegate shall cast more than one vote; no proxy votes shall be cast or counted; and no Affiliate shall have authority to bind or impose any form of unit rule upon its Delegates. A roll-call vote shall be taken and recorded in the minutes at the request of ten or more Delegates.

Section 3. Agenda. (a) A Biennial Conference may consider any matter of concern to the Union, and may make binding recommendations thereon to the Board. No less than 120 days before a Biennial Conference, the Biennial Conference Committee shall circulate to the Affiliates and the Board, the agenda and the rules it will propose to a Biennial Conference. Should any Affiliate board or any ten members of the Board propose, no less than 45 days before a Biennial Conference, any addition or amendment to the agenda or the rules as circulated, the Biennial Conference Committee shall consider the proposal and either accept or reject it. In either case, the Biennial Conference Committee shall promptly notify the Affiliates and the Delegates to a Biennial Conference of the proposed addition or amendment and of the action the Biennial Conference Committee has taken in respect to each such proposal.

(b) A Biennial Conference shall, at its first meeting, consider the agenda and the rules proposed by the Biennial

Conference Committee. Adoption of any addition or amendment proposed 45 days or more before a Biennial Conference, if moved by any Delegate and seconded, shall be by a majority vote of the Delegates, a quorum being present (a quorum being a majority of the registered Delegates).

(c) The adoption of the agenda and of the rules shall be by a majority vote of the Delegates, a quorum being present. Once adopted, the agenda and the rules shall not be amended or suspended except by a two-thirds vote of the Delegates, a quorum being present.

(d) The Biennial Conference may consider any matter of concern to the Union and may make binding recommendations thereon to the Board (a "Binding Recommendation"). The substance of any Binding Recommendation that is not acted upon by the Board pursuant to Section 4 of this Article shall become policy of the Union as if adopted by affirmative Board vote.

Section 4. Decision Not To Adopt Binding Recommendation. (a) For the longer of: (i) a period of 18 months from the time such Conference adjourns, or (ii) a period during which the Board holds six regularly scheduled meetings, the Board shall have the power to decide not to adopt the substance of any Binding Recommendation made by a Biennial Conference. Such Board decision shall be by a majority of those present, a quorum being a majority of the directors in office, such vote to be taken by name and so recorded in the minutes.

(b) Subject to Article IV, Section 1(b), any decision not to adopt by the Board of a Binding Recommendation shall then be submitted for referendum vote by the Affiliate Voting Members, casting votes at respective meetings of the Affiliate boards, with notice given to the Affiliate Voting Members that the meeting is called for the purpose of considering the issues in the referendum. Each Affiliate shall certify to the National Office the names of Affiliate board members who attended and voted in the referendum. The ballots of members of the Affiliate board not present at the meeting shall be returned to the National Office. Each of the Affiliate Voting Members shall vote individually, casting as many votes as there are members of his or her Affiliate, divided by that number of Affiliate board members present and voting at the meeting. If the decision of the Board not to adopt is overridden by a two-thirds vote of the Affiliate Voting Members, then the Binding Recommendation shall be adopted.

ARTICLE IX

AMENDMENT

Section 1. Biennial Conference Proposal. Amendments to these Bylaws may be proposed as recommendations of a Biennial Conference. At the next following meeting of the Board, the Board shall vote on the proposed amendment, and such amendment shall be adopted by a majority vote of the Board, a quorum being a majority of its actual membership, such vote to be taken by name and so recorded in the minutes. If the Board determines to

not to adopt such amendment, such decision shall then be submitted for referendum vote by the Affiliate Voting Members voting by mail pursuant to the procedures set forth in Article IV, Section 4(b)(2)(a), and if the decision of the Board is overridden by a two-thirds vote, the proposed amendment shall be adopted, subject to Article IV, Section 1(b).

Section 2. Petition. (a) Amendments to these Bylaws may also be proposed by petition of any five members of the Board, any ten members of the National Advisory Council, the boards of any three Affiliates, or any fifty members of the Union. At the next following meeting of the Board, the Board shall vote on the proposed amendment, and such amendment shall be adopted by a majority vote of the Board, a quorum being a majority of its actual membership, such vote to be taken by name and so recorded in the minutes. If such an amendment is approved by the Board, it shall then be submitted for referendum vote by the Affiliate Voting Members voting by mail pursuant to the procedures set forth in Article IV, Section 4(b)(2)(a), and if approved by a two-thirds vote, shall be adopted, subject to Article IV, Section 1(b).

(b) Amendments to these Bylaws may also be proposed by petition of the board of any ten Affiliates. The proposed amendment shall be submitted, together with the proposed recommendation of the Board, if any, for referendum vote by the Affiliate Voting Members voting by mail pursuant to the procedures set forth in Article IV, Section 4(b)(2)(a), and shall be adopted if approved by a two-thirds vote, subject to Article IV, Section 1(b).

Section 3. Directors. Article IV, Section 3 of these Bylaws may be amended by a majority vote of the Board, a quorum being a majority of its actual membership, in order to reflect the admission or removal of an Affiliate and the corresponding addition or deletion of an Affiliate Representative.

ARTICLE X

POLICY REFERENDUM SYSTEM

Section 1. General. Upon petition of the boards of any ten Affiliates, any action taken by the Board shall be submitted to a referendum of the Affiliate Voting Members in accordance with the procedures set forth in Article VIII, Section 4(b) of these Bylaws and subject to Article IV, Section 1(b) of these Bylaws.

ARTICLE XI

INDEMNIFICATION

Section 1. Indemnification. The Union shall indemnify, to the fullest extent permitted by the laws of the District of Columbia as those laws presently exist or hereafter may be amended, any director, officer, or former director or officer, of

the Union, or any person who may have served at its request as a director or officer of another corporation, whether for profit or not for profit, against expenses actually and necessarily incurred by him, including attorney's fees, judgments, fines and amounts paid in settlements in connection with the defense of any action, suit, or proceeding in which he or she is made a party by reason of being or having been such director or officer, except in relation to matters as to which he or she shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. Advances against reasonable expenses may be made by the Union on terms fixed by the Board subject to an obligation to repay if indemnification proves unwarranted. Such indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled, under any agreement, vote of the Board, or otherwise, including rights under any insurance policy that may be purchased by the Union to the extent permitted by the laws of the District of Columbia as they presently exist or hereafter may be amended.

ARTICLE XII

GENERAL PROVISIONS

Section 1. Fiscal Year. The fiscal year of the Union shall be fixed by resolution of the Board.

Section 2. Checks, Notes, Etc. All notes, drafts, checks, acceptances, orders for the payment of money, and negotiable instruments obligating the Union for the payment of money shall be signed by the President, the Executive Director, the Treasurer or by such other officer or officers or employee or employees as the Executive Committee or Board may direct.

Section 3. Loans. No loans shall be contracted for or on behalf of the Union and no evidence of indebtedness shall be issued in the name of the Union unless authorized by a resolution of the Executive Committee or Board. Such authority may be general or may be confined to specific instances.

Section 4. Voting Securities of Other Corporations. The Executive Director or such other person as may be designated by the Board or the Executive Committee shall have the authority to vote on behalf of the Union those securities of any other corporation which are owned or held by the Union and may attend meetings of stockholders or execute and deliver proxies for such purpose.

Section 5. Form of Records. Any records maintained by the Union in the regular course of its business, including its books of account and minute books, may be kept on, or be in the form of, punch cards, magnetic tape, photographs, microphotographs, or any other information storage device, provided that the records so kept can be converted into clearly legible written form within a reasonable time. The Union shall

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so convert any records so kept upon the request of any person entitled to inspect the same. [Board Minutes, January 23-24, 1993]

EXHIBIT B TO FORM 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Part II. Activities and Operational Information

1. Provide a detailed narrative description of all the activities of the organization - past, present, and planned. Do not merely refer to or repeat the language in the organizational document. Describe each activity separately in the order of importance. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

The applicant is the American Civil Liberties Union, Inc. ("ACLU"), a District of Columbia nonprofit corporation. The ACLU is the successor to the American Civil Liberties Union, Inc., a New York not-for-profit corporation, which was recognized as tax-exempt under Section 501(c)(4) of the Internal Revenue Code (see Exhibit C).

For almost seventy years, the ACLU has been dedicated to preserving and defending the principles set forth in the Bill of Rights. To this end, the ACLU engages in various legislative and educational activities intended to further civil rights and civil liberties. The ACLU engages in lobbying activities on the federal and state level, and in public education efforts to (i) support civil rights, (ii) end the death penalty, (iii) protect the constitutional rights of artists, (iv) advocate for the adoption of legal safeguards in the workplace to ensure that workers are judged solely on their job performance, (v) advocate for legal remedies to redress and prevent electronic invasions of privacy, and (vi) support the separation of church and state. The ACLU also contributes money to its local affiliate organizations to support similar activities.

In recent years, the predecessor organization helped to pass the Civil Rights Act of 1991, assisted in drafting legislation that would allow students to sue a college that disciplined them under codes that penalize "hate speech," organized a "pro-choice" voter education drive to defeat a ballot proposal for a parental notification abortion law, and lobbied to defeat a congressional initiative that would have imposed content-based restrictions on projects funded by the National Endowment for the Humanities.

Attached as Exhibit D is a copy of the 1994-1995 annual report describing in greater detail the activities of the ACLU.

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Internal Revenue Service

District
Director

American Civil Liberties
Union, Inc.
132 West 43rd Street
New York, NY 10036-8508

Department of the Treasury

10 MainTech Center
625 Finken Street
Brooklyn, NY 11201

Date: MAY 27 1994

Person to Contact:
Patricia Holub
Contact Telephone Number:
(718) 486-2383
EIN: 13-4921750

Dear Sir or Madam:

Reference is made to your request for verification of the
tax exempt status of American Civil Liberties Union, Inc.

A determination or ruling letter issued to an organization
granting exemption under the Internal Revenue Code remains in
effect until the tax exempt status has been terminated, revoked
or modified.

Our records indicate that exemption was granted as shown below.

Sincerely yours,

(Patricia Holub)

Patricia Holub
Manager, Customer
Service Unit

Name of Organization: American Civil Liberties Union, Inc.

Date of Exemption Letter: December 1970

Exemption granted pursuant to section 501(c)(4) of the
Internal Revenue Code.

Foundation Classification (if applicable): Not applicable.

This organization is tax exempt under the
Group Exemption Number 2131.

EXHIBIT F TO FORM 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Part II. Activities and Operational Information (continued)

4. If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.

The American Civil Liberties Union, Inc. was incorporated in the state of New York on November 7, 1927 (see Exhibit G). To allow for greater flexibility under corporate law, the applicant was incorporated in the District of Columbia on October 28, 1993. The New York and District of Columbia organizations merged, effective September 19, 1994. At that time, the New York corporation ceased to exist. The applicant, a District of Columbia nonprofit corporation, is the surviving corporation of the merger. (See Exhibit A(2).)

EXHIBIT G TO FORM 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Certificate of Incorporation for the American Civil
Liberties Union, Inc., dated November 7, 1927

CERTIFICATE OF INCORPORATION

-of-

AMERICAN CIVIL LIBERTIES UNION, INC.

Pursuant to the Membership Corporations Law.

We, THE UNDERSIGNED, desiring to form a Membership Corporation pursuant to the provisions of the Membership Corporations Law, all being of full age; at least two-thirds being citizens of the United States; at least one a resident of the State of New York and at least one of the persons named as a director being a citizen of the United States and a resident of the State of New York, HEREBY CERTIFY and state as follows:

FIRST: The name of the proposed corporation shall be AMERICAN CIVIL LIBERTIES UNION, INC.

SECOND: The purposes for which it is to be formed are as follows:

To maintain throughout the United States and its possessions, the rights of free speech, free press, free assemblage and other civil rights, and to take all legitimate action in furtherance of such purposes.

THIRD: The operations of said corporation are principally to be conducted in the United States of America, and in the territories and possessions of the United States of America.

FOURTH: The principal office of said corporation shall be located in the City, County and State of

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New York.

FIFTH: The number of directors of said corporation shall be twenty (20).

SIXTH: The names and residences of the directors until its first annual meeting are:

NAME	RESIDENCE
ROGER W. BALDWIN	100 Fifth Avenue, New York City
FORREST BAILEY	18 East 10th Street, New York City
ROBERT W. BURN	27 Commerce Street, New York City
MORRIS ERNST	288 Madison Avenue, New York City
WALTER FRANK	25 Broad Street, New York City
ELIZABETH GURLEY FLYNN	Room 411, 70 Fifth Avenue, N.Y. City
JOHN HAYNES HOLMES	12 Park Avenue, New York City
BENJAMIN W. HUBBSCH	30 Irving Place, New York City
ARTHUR GARFIELD HAYS	43 Exchange Place, New York City
HENRY R. LINVILLE	70 Fifth Avenue, New York City
LUCILLE B. MYLNER	17 East 71st Street, New York City
WOLCOTT H. PITKIN	41 Broad Street, New York City
JOHN NEVIN SAYRE	104 East 9th Street, New York City
HELEN PHILIPS STOKES	90 Grove Street, New York City
JOSEPH SCHLOSSBERG	15 Union Square, New York City
REX STOUT	66 Fifth Avenue, New York City
NORMAN THOMAS	70 Fifth Avenue, New York City
HARRY Y. WALD	16 Bridle Way, Palisades, N.J.
B. CHARNEY VLADICK	175 East Broadway, New York City
FRANK P. WALSH	225 Broadway, New York City.

SEVENTH: All persons shall be eligible to membership in the American Civil Liberties Union, Inc. and shall be accepted under such conditions, including payment of dues, as shall be formulated by the directors.

EIGHTH: The corporation shall have a National Committee, which committee shall act in an advisory capacity to the directors. The members of said National Committee, until the election of their successors, shall be as follows:

NAME	RESIDENCE
JANE ADAMS	800 S. Balsted St., Chicago, Ill.
HARRY ELMER BARNES	108 Maynard St., Northampton, Mass.
HERBERT S. BIGELOW	211 Odd Fellows Temple, Cincinnati,
RICHARD C. CABOT	101 Brattle St., Boston, Mass.
JOSEPH D. CANNON	136 West 64th Street, New York City
JOHN S. COOMAN	120 High Street, Boston, Mass.

NAMES	RESIDENCE
LINCOLN COLCORD	2203 Aldrich Ave., S., Minneapolis, Minn
CLARENCE DARROW	Chicago Temple Bldg., Chicago, Ill.
JAMES H. DILLARD	Box 416, Charlottesville, Va.
JAMES A. DUNCAN	965 Second Avenue, Seattle, Wash.
ROBERT W. DUNN	27 Commerce Street, New York City
JOHN LOVEJOY ELLIOTT	436 West 27th Street, New York City
EDWARD W. EVANS	6014 Chew Street, Germantown, Philadelphia, Pa.
ELIZABETH GLENDOWER EVANS	7 Wellington Terrace, Brookline, Mass.
ELIZABETH GURLEY FLYNN	Room 411, 70 Fifth Avenue, N.Y. City
WILLIAM Z. FOSTER	423E Michigan Avenue, Chicago, Ill.
FELIX FRANKFURTER	Harvard Law School, Cambridge, Mass.
ERNST FREUND	6730 Woodlawn Ave., Chicago, Ill.
KATE CRANE GARTZ	Altadena, California
NORMAN HAPGOOD	1285 Madison Avenue, New York City
ARTHUR GARFIELD HAYS	43 Exchange Place, New York City
MORRIS HILLQUIST	19 West 44th Street, New York City
JOHN HAYNES HOLMES	12 Park Avenue, New York City
FREDERICK C. HOWE	Century Club, 7 West 43rd St., N.Y.C.
B.W. HUESSCH	30 Irving Place, New York City
JAMES WELDON JOHNSON	69 Fifth Avenue, New York City
WILLIAM H. JOHNSTON	2615 New Hampshire Avenue, N.W., Washington, D.C.
DAVID STARR JORDAN	Stanford University, California
HELEN KELLER	Forest Hills, Long Island, N.Y.
GEORGE W. KIRCHNEY	106 East 22nd Street, New York City
JULIA C. LATHROP	1204 National Avenue, Washington, D.C.
AGNES BROWN LEACH	170 East 64th Street, New York City
ARTHUR LE SEUER	719 Metropolitan Life Building, Minneapolis, Minn.
HENRY R. LINVILLE	70 Fifth Avenue, New York City
ROBERT MORSE LOVETT	421 West 21st Street, New York City
MARY E. McDOWELL	139 West Clark Street, Chicago, Ill.
OSCAR MADDAUS	Manhasset, Long Island, New York
ANNE MARTIN	Carmel, California
JAMES H. MAURER	1365 North 11th Street, Reading, Pa.
ALEXANDER MEYER JOHN	University of Wisconsin, Madison, Wis.
HENRY R. MUSSEY	20 Lovewell Road, Wellesley, Mass.
A. J. MUSTE	Brockwood, Katonah, New York
SCOTT NEARING	Ridgewood, N.Y.
WALTER NELLER	Com. Cob., Connecticut
FREMONT OLDER	San Francisco Call, San Francisco, Cal.
JULIA S. O'CONNOR PARKER	1110 Fremont Building, Boston, Mass.
WILLIAM PICKENS	69 Fifth Avenue, New York City
JEANETTE RANZIN	23 Bank Street, New York City
EDWARD A. ROSS	336 Sterling Hall, Madison, Wis.
JOHN A. RYAN	1312 Massachusetts Avenue, Washington, D.C.
JOHN NEVIN SAYRE	104 East 9th Street, New York City
JOSEPH SCHLOSSBERG	16 Union Square, New York City
ROSE SCHNEIDERMAN	247 Lexington Avenue, New York City
YIDA D. SCUDER	Wellesley College, Wellesley, Mass.
ABBA HILLET SILVER	The Temple, East 106th Street at Arsenal Road, Cleveland, Ohio.

3462-6

<u>NAME</u>	<u>RESIDENCE</u>
JOHN P. SINCLAIR	6014 First Ave. S., Minneapolis, Minn.
CLARENCE R. SKINNER	Tufts College, Mass.
SEYMOUR STEDMAN	6532 Greenwood Ave., Chicago, Ill.
HELEN PHELPS STOKES	90 Grove Street, New York City
NORMAN THOMAS	70 Fifth Avenue, New York City
EDWARD D. TITMAN	First National Bank Building, El Paso, Texas.
ALBERT M. TODD	Kalamazoo, Mich.
WILLIAM S. U'REN	Oregonian Bldg., Portland, Oregon
OSWALD GARRISON VILLARD	20 Vesey Street, New York City
B. CHARNEY VLADICK	175 East Broadway, New York City
DAVID WALLERSTEIN	Land Title Building, Philadelphia, Pa.
FRANK F. WALSH	225 Broadway, New York City
HARRY F. WARD	16 Bridle Way, Palisades, N.J.
GEORGE P. WEST	Sausalito, California
PETER WITT	860 Leader Bldg., Cleveland, Ohio
L. HOLLINGSWORTH WOOD	601 Fifth Avenue, New York City.

NINTH: The duration of said corporation shall be perpetual.

TENTH: The name and Post Office address of each subscriber to this Certificate of Incorporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Harry F. Ward	16 Bridle Way, Palisades, N.J.
Arthur Garfield Hays	43 Exchange Place, New York City
Henry R. Linville	70 Fifth Avenue, New York City
Walter Frank	25 Broad Street, New York City
John Haynes Holmes	12 Park Avenue, New York City

IN WITNESS WHEREOF, we have made and acknowledged this Certificate in triplicate, this 24 day of November, in the year One thousand nine hundred and twenty-seven.

Arthur Garfield Hays
Henry R. Linville
Walter Frank
John Haynes Holmes

534-62-7

EXHIBIT K TO FORM 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Part II, Activities and Operational Information (continued)

5. If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the organization and explain the relationship (e.g., financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).

The American Civil Liberties Union, Inc. ("ACLU") grants money to affiliate organizations around the country, and the members of the local affiliate organizations are also members of the ACLU.

The ACLU shares facilities with the ACLU Foundation, a related organization that is recognized as exempt under Section 501(c)(3). The ACLU rents office space in a building owned by the ACLU Foundation. The officers of the ACLU Foundation are members of the Executive Committee of the ACLU.

EXHIBIT I TO FORM 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.
Membership Classifications

Part II. Activities and Operational Information (continued)

7. State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.

The American Civil Liberties Union ("ACLU") has two classes of members: General Members and Voting Members. Any individual who pays membership dues, which are voluntary (most contribute \$20 to \$35), may be a General Member. No group or class of persons is required to join the ACLU and the ACLU does not issue membership certificates.

There are three classes of voting members: Affiliate Voting Members, Board Voting Members, and Biennial Conference Delegates. Affiliate Voting Members are those who are members of the board of the affiliate organizations around the country, all of whose members must be General Members of the ACLU. Affiliate Voting Members may vote in any election of directors of the board of the ACLU, any referendum vote on a decision of the Board of Directors not to adopt a Binding Recommendation of the Biennial Conference of the ACLU, any referendum vote on a Board of Directors rejection or adoption of a proposed amendment to the Bylaws, or any referendum vote on a Board of Directors action.

Board Voting Members are members of the Board of Directors of the ACLU and are entitled to vote in any election of directors to the Board.

Biennial Conference Delegates include members of the Board of Directors, the members of the National Advisory Council, and Affiliate Delegates. The Delegates are entitled to vote on all matters that come before a Biennial Conference.

Copies of membership solicitation material and sample membership cards are attached.

ACLU

Ira Glasser
Executive Director

132 West 43rd Street
New York, New York 10036

Dear _____:

Thank you for inquiring about the American Civil Liberties Union. The ACLU is a non-profit organization chartered to maintain those constitutional liberties guaranteed by the Bill of Rights --

- * Freedoms specified in the First Amendment including freedom of speech, freedom of the press, and freedom of religion;
- * Freedom from police abuses, domestic spying and illegal intelligence activities guaranteed by the Fourth Amendment;
- * Equal treatment and due process before the law, guaranteed by the Fifth Amendment;
- * A fair trial as guaranteed by the Sixth Amendment;
- * The rights of privacy and personal autonomy implicit in the Fourth, Fifth and Ninth Amendments.

The ACLU acts on behalf of a group or individuals not because we are in agreement with their views or politics. We act because of our duty to defend constitutional rights.

Our litigation and legislative efforts are supported entirely by contributions and the dues of our members. Our mailing list is limited to our roster of current members and donors. I am enclosing information about our substantive program and a membership application. I welcome any questions you might have and look forward to including you among our current members.

Sincerely,



Ira Glasser
Executive Director



AS AN
ACLU

MEMBER
YOU WILL RECEIVE:

Civil Liberties newsletter.
It is a lively, fascinating report
of recent ACLU cases, and
other legal and political
developments, affecting your
civil liberties.

Yes, I want to help defend my rights.

My contribution is enclosed for ACLU membership in the category I have indicated.
I understand this contribution will also make me a member of my state ACLU, and that
I will receive the newsletter, *Civil Liberties*.

- Individual \$20 Joint \$30
 Limited Income \$5
 \$35* \$50 \$75 \$125 Other

**Please give this amount or more
if you possibly can.*

Name(s) _____

Address _____

City _____

State _____

Zip _____

Amount Enclosed: \$ _____

Contributions to the ACLU are not tax-deductible.





IRA GLASSER
EXECUTIVE DIRECTOR

"KEEPING FREEDOM'S FLAME ALIVE 1920-1995"

Dear ACLU Member:

Today we are witnessing the authoritarian takeover of one of this nation's two major political parties ...

... and if you care about the Bill of Rights, and about such bedrock principles as fairness, equality and privacy, you should be deeply alarmed by this stunning development.

Because the goal of extremists like Pat Robertson and Pat Buchanan, who are driving the Republican party toward their own agendas, is to establish religiously driven government authority over many of our individual freedoms.

And that's why I'm writing to you today to ask you for a special contribution to help us meet the overwhelming expenses we now face.

Your help is urgently needed to counter the most serious and insidious threat to the separation of church and state and to the basic principles of justice and equality we've seen in 40 years.

We truly have no choice but to confront this stark escalation of attacks on everything you and I believe in -- and everything the ACLU has fought for throughout all 75 years of our existence.

But to do so means expanding literally everything we are doing -- from litigation to legislative lobbying to grassroots public education. And that takes resources we don't have.

So, we desperately need your help to meet the overwhelming costs of the workload created by this extraordinary attempt to impose religious beliefs and authoritarian values on the American people through the force of government.

Believe me, I don't make such a claim lightly. But when I consider what has occurred in this country in just the past two months alone, this conclusion is unavoidable:

- ▶ At a news conference called by Pat Robertson's Christian Coalition, House Speaker Newt Gingrich pledged to support their reactionary agenda for Congress -- unveiled under the deceptive name, "Contract with the American Family."

To explain his support, Gingrich told the press that the Christian Coalition's electoral activities in 1994 were "a vital part of why we had a revolution at the polls on November 8th."

- ▶ Bob Dole and Phil Gramm, the two leading Republican

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132 WEST 43RD STREET ■ NEW YORK, NY 10036-6599

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presidential hopefuls, are competing fiercely for the support of the extremists in their party. And as a result, they're pushing the GOP further and further to the right with every speech and public appearance.

- ▶ James Dobson, head of the fervently reactionary, two-million-member Focus on the Family, warned Republican leaders that they risk losing the support of religious conservatives if they "ignore the concerns that burn within our hearts," referring particularly to the need to outlaw abortion.
- ▶ At the same time, the Democratic party appears totally intimidated by the tactics of the extreme right, with politicians from the President on down offering little or no principled opposition to authoritarian assaults on our most fundamental rights.

In fact, no major political leader of any persuasion -- Democrat, Republican or Independent -- appears willing to step forward and challenge what amounts to a coup by the authoritarian wing of the Republican party or to expose the real goals behind the extremists' agenda.

That's why your ACLU must sound the alarm to concerned citizens of all political persuasions that the time has come to put political partisanship aside and to defend the Bill of Rights -- before it's too late.

But to do this, we must have your strongest support.

Make no mistake about it. The kind of sectarian, authoritarian influence on electoral politics we are now seeing -- from the grassroots to the highest level of presidential politics -- is unprecedented in American history.

And we know that if the radical right's full agenda should ever become the law of the land, there's no question what it would mean:

A radical shift toward government control of the most personal areas of our lives -- and away from policies that preserve religious liberty and free expression, protect privacy or promote equal opportunity, especially for the most vulnerable members of society.

Here's what they intend to do:

- ▶ Deny women reproductive rights.

Right now, the Christian Coalition is moving its anti-choice agenda to center stage in Congress in order to eliminate a woman's right to choose abortion as a necessary health procedure. It is trying to eliminate all federal support for abortion whether for women receiving Medicaid (even for victims of rape and incest) or

women in federal prisons or women who are federal employees.

The gloves have come off. And although no proposal carries the weight of an outright ban, the reality is that party activists such as Pat Buchanan and Focus on the Family will not be placated until all abortions are outlawed.

- ▶ **Censor speech and expression, and control the content of music, T.V., movies and telecommunications.**

The extreme right has proposed a constitutional amendment to outlaw desecration of the flag -- even though the Supreme Court has already ruled that burning the flag, for example, is a form of expression protected by the First Amendment. The House has already passed this amendment overwhelmingly, and by the time you read this, the Senate may have passed it as well. Then we will need to fight in all 50 states to prevent ratification!

In addition, recent attacks on Hollywood and the entertainment industry by Republican presidential candidates demonstrate just how willing men like Dole and Gramm are to sacrifice the Constitution for votes from extremists. What this will lead to is another "blacklist," like we had in the 50s.

Finally, the Senate has already voted to restrict computer speech on the Internet which is approximately like restricting pamphlets after the invention of the printing press.

- ▶ **Establish religion in the schools and in other public or government-controlled forums.**

They are trying to win this particular goal by hiding it behind the reasonable-sounding "Religious Equality Amendment" to the Constitution -- instead of calling for a "School Prayer Amendment," which is what they intend to impose.

The truth is, they don't need a constitutional amendment to get "religious equality." That's what the First Amendment has guaranteed for more than 200 years.

- ▶ **Push gay men and lesbians back into the closet.**

Pat Buchanan continues to lead the anti-gay crusade, regularly contending in his campaign speeches that AIDS is nature's "awful retribution" against gays. There is no question that we will face new anti-gay state ballot measures in 1996, with the full support of right-wing extremists at every level.

- ▶ **Wipe out affirmative action and other remedies for racial and gender discrimination.**

In Congress, Dole and Gingrich and others are attempting to demonize affirmative action, characterizing it as "reverse" discrimination against white males, when in fact it is a remedy for centuries of discrimination against minorities and women,

much of which persists today.

In California, Governor Pete Wilson, another presidential opportunist, has shucked his "moderate" Republican credentials to join the reactionary attack on fairness, equal opportunity and affirmative action. Encouraged by Gov. Wilson, California is preparing to vote on a state constitutional amendment in 1996 that would outlaw affirmative action in all public institutions.

And, thanks to the efforts of the Christian Coalition and other right-wing groups, anti-affirmative action sentiment is spreading throughout the country. We expect several other states to follow California's lead and hold similar referenda.

So, what does all this mean for you and me?

First of all, although the right-wing agenda is being pursued in the context of partisan politics, the true victim will not be any political party, candidate or presidential "wannabe." In any case, the ACLU is non-partisan and takes no electoral positions.

The true victim of the authoritarian takeover of politics will be our Constitution -- the embodiment of our democracy, our founding principles and our real values as a pluralistic nation.

And here at the ACLU, our only agenda is to protect the Constitution, and the rights it guarantees.

That's why I'm asking for your help today -- so that the ACLU can continue to expose and challenge the threats posed by zealots like Robertson, Buchanan and Dobson and by opportunistic political candidates who have chosen increasingly to dance to their authoritarian tune.

Because the right-wing onslaught against our most fundamental rights and liberties has really only just begun.

We need your help more than ever before. And we need it now.

So please, while my letter is in front of you, help us turn back one of the most dangerous reactionary movements against civil liberties in our 75-year history. Thank you.

For the Bill of Rights,

Ira Glasser

Ira Glasser
Executive Director

P.S. Our efforts on your behalf to respond to the authoritarian and sectarian influence of the extreme right so far this year has put us in serious financial jeopardy. That's why I must turn to you and other ACLU members for help. Your generous gift today will make a big difference in our ability to fight back. Don't let them win. Thank you.

ACLU

132 WEST 43RD STREET
NEW YORK, NY 10036-6599

SPECIAL REPLY

TO: Ira Glasser

FROM:

|||||

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5433132L

I am deeply concerned that we now face the most serious authoritarian threat to the Bill of Rights and to the basic principles of justice and equality we've seen in more than 40 years. I want to help the ACLU confront that threat.

I agree we must sound the alarm to concerned citizens of all political persuasions that the time has come to put political partisanship aside and to defend the Bill of Rights from anti-liberty extremists — before it's too late.

And to make certain the ACLU has the financial resources to expand every aspect of our work on behalf of fundamental rights and liberties, I have enclosed a special contribution to the ACLU in the amount of:

- \$20 \$30 \$40 Other \$ _____

Please make your check payable to the American Civil Liberties Union (ACLU) and return it with this reply form in the enclosed envelope or mail to: ACLU, 132 West 43rd Street, New York, New York 10036-6599.

Contributions to the ACLU are not tax deductible.

A copy of the annual Financial Report and Registration filed by this organization may be obtained by sending a stamped self-addressed envelope to: American Civil Liberties Union, 132 West 43rd Street, New York, NY 10036-6599; the Office of Charities Registration, 162 Washington Avenue, Albany, NY 12231; Maryland — FOR THE COST OF COPIES AND POSTAGE, Office of the Secretary of State, State House, Annapolis, MD 21401; Virginia — State Division of Consumer Affairs, Dept. of Agriculture & Consumer Services, P.O. Box 1163, Richmond, VA 23209; Washington — Charities Division, Office of the Secretary of State, State of Washington, Olympia, WA 98504-0422; (within Washington, 1-800-332-4483); West Virginia — Secretary of State, State Capitol, Charleston, WV 25305. Florida — A COPY OF THE OFFICIAL REGISTRATION AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DIVISION OF CONSUMER SERVICES BY CALLING TOLL-FREE 1-800-HELP-FLA (1-800-435-7352) WITHIN THE STATE OF FLORIDA. Pennsylvania — The official registration and financial information of the American Civil Liberties Union may be obtained from the Pennsylvania Department of State by calling toll-free within the state, 1-800-732-0999. NORTH CAROLINA — A COPY OF THE LICENSE TO SOLICIT CHARITABLE CONTRIBUTIONS AS A CHARITABLE ORGANIZATION OR SPONSOR AND FINANCIAL INFORMATION MAY BE OBTAINED FROM THE DEPARTMENT OF HUMAN RESOURCES, SOLICITATION LICENSING BRANCH, BY CALLING (919) 733-4510. NEW JERSEY — INFORMATION FILED WITH THE ATTORNEY GENERAL CONCERNING THIS CHARITABLE SOLICITATION MAY BE OBTAINED FROM THE ATTORNEY GENERAL OF THE STATE OF NEW JERSEY BY CALLING (201) 504-6215. REGISTRATION DOES NOT IMPLY ENDORSEMENT, APPROVAL, OR RECOMMENDATION BY ANY STATE. MICS 9845.

Revised 1989





Dear Friend of Freedom:

A firestorm is sweeping across the country that threatens us all.

Now that the Radical Right has won political power in Congress and in state legislatures across the country ...

... newly empowered extremist groups in nearly every state are fanning the flames of intolerance and bigotry, igniting fierce legal battles and triggering explosive social conflicts.

Groups like Pat Robertson's Christian Coalition and his American Center for Law and Justice (ACLJ) now feel like they have permission to set fire to the Bill of Rights in courtrooms from coast to coast.

In fact, a whole new industry has sprung up solely to advocate and advance right-wing causes in courtrooms and in the public arena. There's the National Legal Foundation, the American Family Association Law Center, the Western Center for Law and Religious Freedom, the Rutherford Institute, the American Spiritual Liberties Union, the U.S. Justice Foundation, and the Christian Educators' Association -- just to name a few!

This assault from the extreme right is unprecedented in both its scope and strategy. And it is particularly successful in advancing the religious agenda of the Radical Right.

Prayer in public schools ... religious symbols on government property ... teaching creationism and prohibiting sex education classes ... denying basic rights to homosexuals ... banning books ... censoring art and music -- these are some of the legal challenges that are burning holes in our Constitution even as I write.

AND ... there is only one organization -- on the ground in every state -- responding to these challenges. That's the American Civil Liberties Union (ACLU). But frankly, as you can see on the enclosed map, we are stretched to our limits!

That's why I'm writing to urge you to become a member of the ACLU today. After 75 years of defending liberty, we know of only one way to guarantee that you can exercise your rights and freedoms when you need to: fight for them every time they're threatened.

These are dangerous times for our basic freedoms --

(over, please)

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Recycled paper

particularly the freedom to practice, or not practice religion as you choose ... the freedom to speak your mind ... the freedom to express yourself ... and the right to be different from the majority of people.

With religious right leaders like Pat Robertson fanning the fires of destruction with extremist rhetoric and Radical Right lawyers putting the torch to years of judicial precedent, the demands on the ACLU are overwhelming.

Why should you care that the ACLU is in danger of being overwhelmed?

Because the reality of our constitutional system is that just having a right on paper is meaningless unless someone is there to protect your ability to exercise that right.

And today, particularly because of the rightward shift in Congress, providing that protection has become even more difficult. Not only must we face the threat of a school prayer amendment to the Constitution, but such a proposal has energized the nationwide axis of right-wing lawyers and religious right activists to step up their efforts to dismantle the wall of separation between church and state.

Just look at what they've done so far:

- ** Legislatures in Virginia, Alabama, Georgia, Arkansas, Tennessee, and Mississippi have already enacted laws that mandate prayer in public schools.
- ** Similar laws requiring some form of prayer in public schools are being debated in Idaho, Texas, Florida, and New Jersey.
- ** In California, the school board majority that sought to mandate the teaching of creationism was voted out of power, but three other school boards with radical right majorities are seeking to change curricula and textbooks to reflect a sectarian religious viewpoint.
- ** Books explaining homosexuality were burned in Kansas and a library aide was fired in Montana for helping students with an approved project because parents believed the books she loaned them "reflected feminism and satanism."
- ** Public schools in West Virginia allow proselytizing of students by the local Crusade for Christ during the school day. And one school board in Virginia voted to use the Bible for the study of grammar, history and literature, a pretext for sectarian indoctrination.

(next page, please)

** And in Wisconsin, a law has been passed that would divert taxpayer funds from public schools to private religious schools.

The Bill of Rights promises religious liberty, and free speech and expression, promises to keep you free from the government's pressure to support someone else's religion, but in all these states people will be denied those freedoms -- unless someone fights to defend them.

And that someone is the American Civil Liberties Union and our 275,000 members -- people like you who care enough to fight back.

We've been doing it for 75 years, and many of the rights you take for granted today were won as the result of ACLU cases.

The ACLU in Action:
A Fire Department for Your Endangered Rights

Every time the ACLU is alerted to a threat to someone's liberty, we rush to the scene like a volunteer fire brigade and take whatever action is necessary.

And, with an ACLU affiliate or chapter in every state and the District of Columbia, we're the only national organization capable of responding wherever and whenever someone's civil liberties are threatened.

For example, Lisa Herdahl of Ecu, Mississippi, called on the ACLU to help her after her children were harassed -- by both teachers and classmates -- for not participating in daily prayer and Bible classes in their local public school. When Mrs. Herdahl protested the treatment of her children, her concerns were dismissed by school officials as either exaggerated or fictional. So she turned to us for help.

And, in April, a federal court in Oxford, Mississippi, ruled that the religious practices that take place in Ecu's public school violate the Constitution -- just as we had argued in court.

But, rather than defusing the school prayer movement, the court decision only served to fan the movement's flames. And now the Radical Right is more determined than ever to pass a constitutional amendment that will allow public schools to conduct religious ceremonies and impose religious beliefs on children whose families believe differently.

Furthermore, Robertson's cadre of lawyers at his ACLJ have not let up for a minute in their litigation strategy. So here at the ACLU, we've had to rush forward constantly to stop them.

** Local ACLU affiliates are bringing court cases against states that have enacted school prayer laws. Litigation is planned in Tennessee and Arkansas, and

(over, please)

we fear that more lawsuits -- expensive and time-consuming -- will be necessary.

- ** For school districts being badgered by Radical Right propaganda, the national ACLU prepared and distributed a video called "Our Constitutional Heritage" that explains how the separation of church and state is essential to religious liberty.
- ** The ACLU represented students and others in Loudoun County, Virginia, who objected to a policy in which high school students were asked to vote on whether or not prayer should occur at high school ceremonies. The court also ruled in our favor in this case, explaining:

"The notion that a person's constitutional rights may be subject to a majority vote is itself anathema. The graduating classes in Loudoun County could not have voted to exclude from the ceremonies persons of a certain race. To be constructively excluded from graduation ceremonies because of one's religion or lack of religion is not a great deal different."

These two recent legal victories prove that if we are given enough resources, we can prevail in court. We can stop religious tyranny. But there are cases like these all across the country -- fires that must be put out.

Moreover, the more we win in court, the more the extremists push for a constitutional amendment that would take away our legal weapons. So while we fight in court over the Constitution we have, we also have to fight in Congress to keep the Constitution from being changed.

That is why we simply cannot prevail in our defense of your fundamental rights without your support as a member of the ACLU.

Rights never stay won unless those who mean to keep them contribute to their defense.

And now, with agents of the Radical Right such as Newt Gingrich using their new power in Congress to push for a constitutional amendment that would shatter the wall separating church and state, we must be able to fight back -- both nationally and locally where extremist groups have launched dozens of dangerous schemes to remake America in their own right-wing, religious image.

- ** Pat Robertson's American Center for Law and Justice (ACLJ) has been initiating lawsuits all over the country on behalf of "student-initiated" prayer at graduation ceremonies to stir up support for the

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effort to amend the Constitution to allow public schools to conduct religious ceremonies.

- ** The extremist Rutherford Institute defended a public school teacher who wanted to teach creationism instead of evolution. The case was dismissed by a federal judge, but Rutherford lawyers are appealing it. The school district estimates it will spend \$100,000 to defend itself. "This is one of the scariest phenomena I've seen in my 30 years of education," said school superintendent James Fleming.
- ** The Christian Educators Association exists to help public school teachers stretch the limits of the laws governing church/state relations -- to avoid going to court. They hold seminars entitled, "How to Share Judeo-Christian Perspective Without Being Sued."

Only the ACLU Can Put Out All the Fires --
But We Can't Do It Alone!

The Radical Right has been pushing for school prayer since the mid-1960s when the Supreme Court first ruled that government-endorsed public school prayer is unconstitutional. And they are getting closer to what they want every day.

They've been trying to overturn Roe v. Wade for nearly as long -- and as a result of their efforts, millions of poor women and young women have lost the right to choose abortion.

And their latest campaign to deny basic rights to men and women who are discriminated against in housing and employment solely because of their sexual orientation is equally vehement and dangerous.

These are not their only intended victims. Read their publications and it becomes crystal clear: they mean to create a theocracy in America, to impose their sectarian views through law on you.

These are your rights that are under fire.

Whenever a court denies anyone's rights, you lose those same rights, too. Maybe you don't have children in schools where the Crusade for Christ comes to visit. Or you've never tried to check a censored book out of a library. Maybe no one in your family ever had an unwanted pregnancy. Or you don't know anyone who's lost his job because he's gay.

BUT ... you can no longer assume that when such things happen to people, they -- or you! -- will be automatically protected by the constitutional guarantees of individual liberty contained in the Bill of Rights.

(over, please)

You need a strong ACLU to protect your rights.

Because only the ACLU has the expertise and the legal staff to take constitutional challenges to a successful conclusion in all the areas covered by the Bill of Rights.

Only the ACLU is capable of bringing suits in both state and federal courts and following them all the way to the Supreme Court if necessary because we have affiliates and chapters in every state in the Union, backed up by strong central offices in New York and Washington, D.C.

And only the ACLU has the combination of skill, experience and resources to mount whatever tactical approach -- litigation, legislative lobbying or public education -- is required to secure your rights now and for the future.

That's why I'm asking you today to help us stay strong by becoming a member of the ACLU. Just complete the enclosed form and then return it to me with your most generous membership contribution.

Your membership contribution of \$20, \$35, \$50 or \$100 will help guarantee our ability to continue defending your rights wherever and whenever they're threatened.

With your help -- and on your behalf -- we'll go to court, we'll speak out publicly, and we'll do whatever is necessary to counter the Radical Right's assault on our fundamental freedoms.

Together, we can stand for tolerance, diversity and equality -- the uniquely American values expressed by our Bill of Rights. And together, we can fight to protect our rights today and to preserve them for future generations of Americans.

Don't sit on the sidelines while your rights go up in smoke. Join the ACLU and help us put out the fires that threaten to consume the Constitution.

Sincerely,



Ira Glasser
Executive Director

P.S. The ACLU is the only national organization on the ground in every state responding to right-wing assaults on the Bill of Rights. When you are a member of the ACLU, approximately 75% of your membership contribution goes directly to the ACLU affiliate in your state to help defend your rights. Please help us.

EXHIBIT J TO FORM 1024
Application for Recognition of Exemption
for the American Civil Liberties Union, Inc.

Part II. Activities and Operational Information (continued)

14. Does the organization now lease or does it plan to lease any property? If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement.

The American Civil Liberties Union, Inc. ("ACLU") leases office space from the ACLU Foundation in New York City and Washington, D.C. The ACLU leases one floor of office space at 132 West 43rd Street, New York, for \$15,000 per year. The ACLU leases office space in adjacent buildings at 122 Maryland Avenue, N.E., Washington, D.C., for \$40,000 per year. There is no written lease agreement for either property.