

CITY OF CAMBRIDGE

CITY HALL, CAMBRIDGE, MASSACHUSETTS 02139 • TEL. 876-6800

LAW DEPARTMENT

PHILIP M. CRONIN
CITY SOLICITOR

EDWARD D. MCCARTHY
ROWENA E. TAYLOR
ASSISTANT CITY SOLICITORS

JOHN A. SERINO
LEGISLATIVE AGENT

February 16, 1972

Mr. John H. Corcoran
City Manager
City Hall
Cambridge, Massachusetts

Dear Mr. Corcoran:

Pursuant to a communication from the Secretary of State Re: "Bcston Area Seminar for International Students, Inc.," I made an investigation. The locus is suitable.

The applicant lives at the address given and has not been engaged in the illegal sale of alcoholic beverages as defined in Chapter 138, Section One nor has he been engaged in any other business or vocation prohibited by law.

"The above named applicant has not been engaged in the illegal selling of alcoholic beverages, as defined in Section One of Chapter 138, or in keeping places or tenements used for illegal gaming, or in any other business or vocation prohibited by law, or is a person of ill repute."

Respectfully submitted,

William J. FitzMaurice
Chief Investigator

WJF:jm
Encs.

The Commonwealth of Massachusetts

JOHN F. X. DAVOREN

Secretary of the Commonwealth

CORPORATION DIVISION

STATE HOUSE, BOSTON

January 26, 1972

City Manager -- Cambridge, Massachusetts

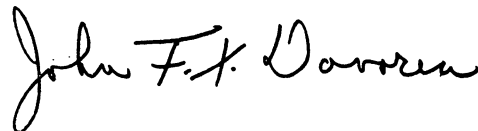
Robert J. Holden 100 Memorial Drive Cambridge, Mass.
(and others not of Cambridge)

have filed in this office an application for a certificate of incorporation, as provided for in chapter 180 of the General Laws, Tercentenary Edition, under the name of
Boston Area Seminar for International Students, Inc.
for the purpose of -see attached purposes-

to be located in the city of Cambridge -33 Garden Street-

In accordance with the provisions of section five of said chapter 180 of the General Laws, Tercentenary Edition, I request that you forward forthwith to this office a statement of the facts called for by said section.

Very truly yours,



Secretary of the Commonwealth

BOSTON AREA SEMINAR
for
INTERNATIONAL STUDENTS, INC.

Purposes for which the Corporation is formed:

1. To promote international understanding by stimulating and supporting intercultural activities and projects through providing activities and services for students from abroad, for students from the United States interested in intercultural activities, for faculty and administrators of colleges and universities who are involved or interested in intercultural activities, and for community residents interested in intercultural activities, and by engaging in any other activities consistent with the promotion of international understanding.
2. To solicit and receive gifts, grants, contributions, and bequests, and to engage in fund raising activities which are designed to raise funds, all such receipts and funds to be used for the promotion of international understanding and for such other activities as are consistent therewith.
3. The Corporation shall have, and may exercise in the furtherance of the foregoing purposes, the powers specified in Section Nine of Chapter 156B of the General Laws of the Commonwealth of Massachusetts (except the powers specified in paragraph (m) thereof) and the power to be a partner in any enterprise which the Corporation would have the power to conduct by itself, provided that no such power shall be exercised in a manner inconsistent with Chapter 180 or any other chapter of said General Laws, and further provided that no part of the net earnings of the Corporation shall inure to the benefit of any individual; no substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; and the Corporation shall not in any manner participate

BOSTON AREA SEMINAR
for
INTERNATIONAL STUDENTS, INC.

Other Lawful Provisions

1. The Board of Directors shall have the power to make, amend, or repeal the By-Laws.

2. Meetings of Members may be held anywhere within the United States.

3. Neither the Board of Directors, nor any Member or officer, shall have power to bind the Members or the individual Directors or officers of the Corporation, personally. All persons or corporations extending credit to, contracting with, or having any claims against the Corporation, shall look only to the funds and property of the Corporation for payment of any such contract or claim or for the payment of any debt, damage, judgment or decree, or of any money that may otherwise become due and payable to them from the Corporation, so that neither the Members nor the Directors nor the officers, present or future, shall be personally liable therefor.

4. Each person at any time a director, officer, employee or agent of the Corporation and any person who serves at its request as a director, officer, employee or other agent

of another organization in which the Corporation has an interest (including any person who is no longer a director, officer, employee or agent of the Corporation or of said other organization) shall, to the extent permitted by law and without prejudice to any other rights he might have, be entitled to be reimbursed by the Corporation for, and indemnified by the Corporation against, all costs and expenses reasonably incurred by him in connection with or arising out of any claims made, or any action, suit or proceeding threatened or brought against him or in which he may be involved as a party or otherwise by reason of any action alleged to have been taken or omitted by him as such director, officer, employee or agent, whether or not he continues to be such director, officer, employee or agent at the time of incurring such costs and expenses, including amounts paid or incurred by him in connection with reasonable settlements (other than amounts paid to the Corporation itself) of any claim, action, suit or proceeding. Any rights to reimbursement and indemnification granted under this section to any such director, officer, employee or agent shall extend to his heirs, executors and administrators. No such reimbursement or indemnification shall be provided for any person with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best

interests of the Corporation. Reimbursement or indemnification hereunder may in the discretion of the Board of Directors include payments by the Corporation of costs and expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding upon receipt of an undertaking by the person indemnified to repay such payment if he shall be adjudicated to be not entitled to indemnification hereunder. Nothing herein contained is intended to, or shall, prevent a settlement by the Corporation prior to final adjudication of any claim, including claims for reimbursement or indemnification hereunder, against the Corporation when such settlement appears to be in the interests of the Corporation.. Each such person shall, by reason of his continuing such service or accepting such election or employment, have the right to be reimbursed and indemnified by the Corporation, as above set forth with the same force and effect as if the Corporation, to induce him to continue so to serve or to accept such election or employment, specifically agreed in writing to reimburse and indemnify him in accordance with the foregoing provisions of this section. No director or officer of the Corporation shall be liable to anyone for making any determination as to the existence or absence of liability of the Corporation hereunder or for making or refusing to make any payment hereunder in reliance upon advice of counsel.

in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, it being intended that this Corporation have only such purposes and engage in only such activities as are described in Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent Federal tax laws.



CITY OF CAMBRIDGE

CAMBRIDGE, MASSACHUSETTS 02139
Tel. 876-6800

EXECUTIVE DEPARTMENT
JOHN H. CORCORAN
City Manager

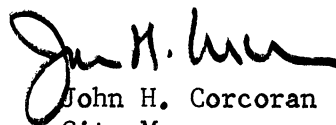
February 28, 1972

To the Honorable, the City Council,

I transmit herewith communication from John F.X. Davoren, Secretary of the Commonwealth relative to application from Robert J. Holden, 100 Memorial Drive, Cambridge and others not of Cambridge for a certificate of incorporation under the name of "Boston Area Seminar for International Students, Inc." to be located at 33 Garden Street in the City of Cambridge.

Also enclosed is report from Mr. FitzMaurice.

Yours truly,


John H. Corcoran
City Manager

JHC/mg

COMMUNICATION
from the City Manager trans-

mitting one from John F. X. Davoren,
Secretary of the Commonwealth, together
with enclosures relative to the applica-
tion of Robert J. Holden, 100 Memorial
Drive, Cambridge et als for incorporation
under the name of "Bosgon Area Seminar
for International Students, Inc." to be
located at 33 Garden St., Cambridge

February 28, 1972