

CHARTER

(translated, subject to the original version in Chinese)

Colorado American and Chinese Professional Association

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Chapter I General Provisions

Article 1 Colorado American and Chinese Professional Association (CAACPA) is a non-profit, non-political, non-religious, Colorado-registered (ID20021035032) and IRS-approved 501(C)3 community organization. It is comprised of a family of like-minded individuals with ties to Colorado, the United States, and China.

Article 2 The Association is established to serve and liaise with Chinese nationals, ethnic Chinese, professionals of any ethnicity (including school students) who live in Colorado, overseas Chinese, Chinese Americans, and their family members, or individuals and their family members who have ties with exchanges of US-Chinese culture, business, open scientific research. The purpose of the Association is to help and educate members about the Chinese culture and language, serve the community, promote culture exchange, and seek common development.

Article 3 The operation of the Association will follow the Articles of Association. This Charter and all operations of the Association must comply with the relevant laws and regulations of the United States.

Article 4 The physical address of the Association is temporarily located at 4025 Automation Way, Unit F4, Fort Collins, CO 80525; Website: www.caacpa.org; Email: caacpa2002@gmail.com.

Article 5 The Association currently includes Huaxing Chinese School (hereinafter referred to as "Huaxing"), a career and fitness training platform, and a number of interest groups, such as

cooking, photography, fishing, music, hiking and camping, viewing, skiing, etc., and organization of activities and celebrations.

Chapter II Membership

Article 6 Ethnic Chinese (with Chinese ancestry), professionals of any ethnicity (including school students) and family members who are associated with China-US interactions in the fields of culture, business, scientific research, and other fields in Colorado, who agree with and abide by the Articles of Association and are willing to actively participate in the activities organized by the Association and implement the resolutions of the Association, may become members of the Association. If there are special circumstances that do not meet the membership standards, the individual can also become a member with the approval of the board of directors of the association.

Article 17 Members must perform the following obligations: (1) Abide by the articles of association and implement the resolutions of the Association; (2) Actively participate in the activities of the association and conscientiously complete the work assigned by the association; (3) Donate to the Association to the best of their ability and act as a volunteer for the Association's activities; (4) Care about the work of the association and actively provide the association with community-related information; (5) Provide help and support to other members within their capacity.

Article 18 Rights of members: (1) The right to participate in various activities organized by the Association; (2) to enjoy the right to vote and to be elected; (3) The right to share and request information, and to be assisted by associations and members; (4) The right to criticize and make suggestions on the work of the association; (5) The right to publish information on the association's social platforms without slander or malicious intent; (6) The association has the right to seek information on financial expenditures.

Article 19 Members agree to fill in the "Member Registration Form" and provide non-confidential information such as name, place of residence, and communication method.

Article 10 Members have the freedom to withdraw from membership.

Chapter III: Organizational Structure

Article 11 The Council is the organizational and executive body of the Association. The Association has 7-9 directors. No more than 4 supervisors shall be established to supervise and guide the board of directors. Chairman and Principal of Huaxing School Board and CSU Chinese student representatives (including graduates of the last 3 years) automatically serve as Council members (directors) of the Association. The term of office of the directors of the Association is 4 years and can be re-elected. The new director shall be replaced by nomination by directors and

supervisors and 2/3 votes of the board of directors. The Council leads the Association in carrying out its daily work and is responsible for its members.

Article 12 The directors, supervisors and all members of the association (except Huaxing teachers) are volunteers

Article 13 Members of the board of directors must meet the following requirements: (1) Have a certain influence in the community; (2) Be enthusiastic about the work of the association, helpful, dedicated, and have the ability to work; (3) Be in good health and maintain normal functions;

Article 14 The Council shall convene at least once every six months, as well as other means of communications under special circumstances.

Article 15 The President of the Association shall be nominated and elected by the board of directors of the association. The term of office shall be four years with the possibility of re-election. The term of office shall reign until handover or completion of the presidency. The Board of Directors shall have the right to propose the removal of the President. Resolutions on election and recall must be passed by more than two-thirds of the votes of the Board of Directors before they can take effect. The Board of Directors shall have the right to amend the Articles of Association only if it is unanimously voted to take effect.

Article 16 The President of the Association shall exercise the following duties:

(1) Convene the board of directors of the association; (2) Organize daily work and implement the resolutions of the Council; (3) Liaising with government agencies and other community organizations on behalf of the association; (4) Strive to enhance the influence of the association.

Article 17 When the President of the Association is absent for any reason, he or she may designate a director or supervisor to act as the interim President to perform all duties.

Article 18 The elected directors of the association promise to contribute to the Association and the community financially and with enthusiasm. Directors are required to actively participate in the activities organized by the Association. During the term of office, the incumbent director shall participate in at least half of the activities sponsored by the association. Directors have the freedom to withdraw from the board of directors on their own, and may apply to the board of directors for suspension of their qualifications at the annual general election for special reasons, as well as reinstatement when conditions permit.

Chapter IV Management of Association Funds and Information

Article 19 Sources of Funds of the Association (1) The Association does not charge membership fees. The association, including Huaxing's operation and other activities, is mainly funded by donations and matching donations from all companies;

(2) Members should donate within their ability and elected directors should take the lead in donating and actively seek social sponsorship

(3) Other income generation and social sponsorship of the association

Article 20 Management of the association's funds and information

- (一) The funds of the association are limited to the administrative procedures related to the association, the development of member activities, the maintenance of the website, and external liaison. The use of funds shall be determined by the Council of the Association. Financial records such as account channels, income and expenditure, taxes, etc. are the responsibility of the president and at least one other director or supervisor of the association.
- (二) Huaxing Chinese School is relatively independent and financially separated and is managed by the Huaxing School Board of Directors. Major expenses include school rent and insurance, teacher compensation, volunteer and student incentives, school activities, etc. Huaxing Finance maintains coordination and communication with the association's accounts. Huaxing's financial records such as account channels, income and expenditure, etc. are the responsibility of the principal and at least one board of directors of Huaxing School and one director of the Association for the management of income and expenditure such as donation allocation, taxes, insurance, and activity costs.
- (三) Huaxing Finance maintains coordination and communication with the association's accounts. The annual community Spring Festival-Lantern Festival Gala is jointly organized by Huaxing and the Association. Summer bazaars, barbecues, Mid-Autumn Festival parties, interest group activities, etc. are organized by the association and Huaxing separately or in coordination with each other.
- (四) The Association and Huaxing have two separate websites, which link to each other. The management, maintenance and updating of the association's website shall be maintained by at least 2 directors or supervisors with full authority. Huaxing website management, maintenance and update maintain at least two school directors with full authority. The security of the website and background information is very important, in which relevant personnel are responsible and must develop sound operating procedures.

Chapter V: Service Content and Activity Direction

Article 21 The Association mainly organizes the following services and activities: (1) Organizing traditional Chinese festivals and seasonal gatherings in the community, strengthening members' mutual connections, sharing hometown feelings, creating a community, and promoting multiculturalism.

- (2) Support and expand Huaxing Chinese schools to provide Chinese and cultural training for Chinese and non-Chinese communities;
- (3) Rely upon the strengths of community members for any inquiries for assistance, such as **non-binding** consultation and answering questions on further in education, tax, finance, education, medical care, etc.;
- (4) Establish and promote professional exchanges among community members; Organize various trainings, lectures, and communication activities. Enrich community life and enhance the professional standards of members while raising awareness among the Chinese community in the United States;
- (5) Establish internal and external contact and communication platforms, help new members of the community to settle down, and provide service consultation for international students;
- (6) Organize and support various types of interest groups and activities to enrich community culture, sports, and entertainment.

Chapter VI Supplementary Provisions

Huaxing Chinese School Charter Summary:

- (1) The chairman of Huaxing School shall be nominated by the board of directors of the association and approved by 2/3 of the vote. The chairperson of the school Board forms the school board of directors. At least 2 members of the Association have served on the Board of Directors. The term of office of the chairman and director of the school is 4 years with the possibility of re-election
- (2) The school board shall formulate various systems of Huaxing, but they must be consistent with the content of the association's charter.
- (3) Principal of Huaxing shall be nominated by the Board of Trustees and approved by 2/3 of the vote. The Vice-Principal is nominated by the Principal and approved by a majority vote of the Board of Trustees. The Principal serves a term of four years and can be re-elected or removed by the Board of Trustees.
- (4) The school board is responsible for teacher appointment and evaluation, including due diligence such as background, qualifications, and work permits. The school board may vote by majority to dismiss and replace teachers.
- (5) School finances and taxes are jointly responsible for the directors and directors of the relevant association to ensure compliance with the relevant requirements of the association 501C3.

This charter was discussed and approved by the association's board of directors ZOOM on November 10,2022 and is enforced. The Board of Directors shall have the right to amend the Articles of Association with an unanimous vote.

Participating directors and supervisors:

CHEN Long, JIANG Weiqin, JIN Song, LEI Chun, LI Shanshan, PAN Weiwen, SHEN Yangbo, YUAN Guangwei, ZHANG Jun, ZHAO Zebin, ZHOU Yongcheng, ZHU Zongjian, Zhu Zhubiao