

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **OCT 30 2018**

ALLIANCE FOR TRANSPORTATION  
ELECTRIFICATION  
1402 THIRD AVE STE 1315  
SEATTLE, WA 98101

Employer Identification Number:  
82-3176034  
DLN:  
17053117310038  
Contact Person:  
DAVID V SCIAN ID# 31369  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Form 990/990-EZ/990-N Required:  
Yes  
Effective Date of Exemption:  
November 6, 2017  
Contribution Deductibility:  
No  
Addendum Applies:  
No

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(6). This letter could help resolve questions on your exempt status. Please keep it for your records.

If we indicated at the top of this letter that you're required to file Form 990/990-EZ/990-N, our records show you're required to file an annual information return (Form 990 or Form 990-EZ) or electronic notice (Form 990-N, the e-Postcard). If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to [www.irs.gov/charities](http://www.irs.gov/charities). Enter "4221-NC" in the search bar to view Publication 4221-NC, Compliance Guide for Tax-Exempt Organizations (Other than 501(c)(3) Public Charities and Private Foundations), which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,

*Stephen A. Martin*

Director, Exempt Organizations  
Rulings and Agreements

Letter 948

October 15, 2018

Mr. Scian, ID #0203330  
Internal Revenue Service  
Tax Exempt and Government Entities  
PO Box 2508  
Cincinnati, OH 45201

**Re: Alliance for Transportation Electrification**  
**EIN: 82-3176034**  
**Tax Form: 1024**

Dear Mr. Scian:

We are responding to your information request dated September 25. We respectfully submit the following information related to our application for tax-exempt status.

1. Attachment 1: Copy of IRS Information request, and Declaration signed and dated by a member of the governing body
2. Attachment 2: Complete copy of the organization's Articles of Incorporation, accepted by the Government of the District of Columbia on November 6, 2017, Certificate included as proof of filing.
3. Form 1024 Part III
  - a. Financial Data as originally filed. The organization has been in existence for less than one year, so financial information was provided for the current year and proposed budgets for the 2 years following. Balance sheet information was provided for the year ended 12/31/17.
  - b. Attachment 3b: Profit And Loss report for January 2018 – August 2018.
  - c. Attachment 3c: Balance Sheet as of August 31, 2018.
4. Attachment 4: Form 1024 Schedule C line 1, as originally filed, describing the services performed by the organization for its members:

"Nearly all of the Alliance's activities are focused on the regulatory policies for regulated utilities which are overseen by State Public Utility Commissions and other state agencies such as energy offices, departments of transportation, and departments of environmental quality. The Alliance leads with education and outreach activities on transportation electrification and regulatory benefits and costs with Commissioners, staff, and stakeholders. The Alliance's activities do not constitute lobbying as defined by IRC Sec. 4911(d) and it will not engage in any activity described in IRC Sec. 162(e). The Alliance does not attempt to

Internal Revenue Service

October 15, 2018

Page 2

influence legislation, although it is sometimes asked to testify or provide information as described in IRC Sec. 4911(d)(2)(B). The Alliance does not anticipate any communication with a covered executive branch official as defined by IRC Sec. 162(e)(5). The Alliance's Policy/Regulatory Committee and its Technical/Open Standards Committee focus on regulatory issues such as tariffs and rate design and other policies which arise when a regulated utility files a petition with a regulatory agency. The Alliance works to shape the agenda for engagement between members and state commissions and agencies. The Alliance offers verbal comments and advice and files formal written comments with commissions and state agencies under the Administrative Procedures Act in each State."

As detailed on Form 1024 Part II, as originally filed, the organization will function as a trade association for members wishing to advance transportation electrification nationwide. Under the direction of the organization's Executive Director, the organization will facilitate information sharing among its members by conducting meetings, holding monthly telephone conferences, forming various committees, and hosting an Annual Meeting. Organization representatives will provide expert advice and guidance to members, both those in the electric utility industry and those who service electric vehicle equipment. Members will receive education regarding best practices regarding electric vehicle infrastructure, educating and communicating with regulatory officials and their staff, and increasing consumer awareness.

We are also attaching Form 1024 Part II, Activities and Operational Information, and our Mission Statement and Guiding Principles, as originally filed. These provide important information about how the organization will serve its members.

5. Attachment 5: Form 2848, Power of Attorney and Declaration of Representative

We very much appreciate your attention to this matter, and hope that this information will enable you to abate the penalty and resolve this issue in favor of the organization.

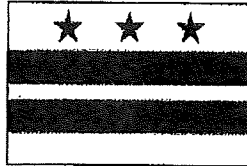
Under penalties of perjury, I declare that I have examined this information, including accompanying documents, and to the best of my knowledge and belief, the information contains all the relevant facts relating to the request for the information, and such facts are true, correct, and complete.

Sincerely,



Philip B. Jones, Executive Director  
Alliance for Transportation Electrification (ATE)  
<https://evtransportationalliance.org>  
1402 Third Avenue, Ste. 1315  
Seattle, WA 98101  
Mobile: 206-335-5451  
Office: 206-453-4157  
Attachments

**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
CORPORATIONS DIVISION



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

**ALLIANCE FOR TRANSPORTATION ELECTRIFICATION**

**Effective Date:** 11/6/2017

**IN WITNESS WHEREOF** I have hereunto set my hand and caused the seal of this office to be affixed as of 11/6/2017 2:19 PM



Business and Professional Licensing Administration

PATRICIA E. GRAYS  
Superintendent of Corporations  
Corporations Division

Muriel Bowser  
Mayor

Tracking #: vdbloP5x

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

► Go to [www.irs.gov/Form1024](http://www.irs.gov/Form1024) for instructions and the latest information.

OMB No. 1545-0057

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

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 that follows the form.**

**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)  
b ☐ Reserved for future use  
c ☐ Section 501(c)(5)—Labor, agricultural, or horticultural organizations (Schedule C)  
d ☒ Section 501(c)(6)—Business leagues, chambers of commerce, etc. (Schedule C)  
e ☐ Section 501(c)(7)—Social clubs (Schedule D)  
f ☐ Section 501(c)(8)—Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E)  
g ☐ Section 501(c)(9)—Voluntary employees' beneficiary associations (Parts I through IV and Schedule F)  
h ☐ Section 501(c)(10)—Domestic fraternal societies, orders, etc., not providing life, sick, accident, or other benefits (Schedule E)  
i ☐ Section 501(c)(12)—Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G)  
j ☐ Section 501(c)(13)—Cemeteries, crematoria, and like corporations (Schedule H)  
k ☐ Section 501(c)(15)—Mutual insurance companies or associations, other than life or marine (Schedule I)  
l ☐ Section 501(c)(17)—Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J)  
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)  
n ☐ Section 501(c)(25)—Title holding corporations or trusts (Schedule A)

1a Full name of organization (as shown in organizing document) <b>Alliance for Transportation Electrification</b>		2 Employer identification number (EIN) (if none, see <b>Specific Instructions</b> ) <b>82-3176034</b>
1b c/o Name (if applicable)		3 Name and telephone number of person to be contacted if additional information is needed  <b>Philip B. Jones</b> <b>206-335-5451</b>
1c Address (number and street) <b>1402 Third Avenue</b>	Room/Suite <b>1315</b>	
1d City, town or post office, state, and ZIP + 4. If you have a foreign address, see <b>Specific Instructions</b> for Part I. <b>Seattle, WA 98101</b>		
1e Web site address <b><a href="http://evtransportationalliance.org">http://evtransportationalliance.org</a></b>	4 Month the annual accounting period ends <b>December</b>	5 Date incorporated or formed <b>11/06/2017</b>

6 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.

7 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.

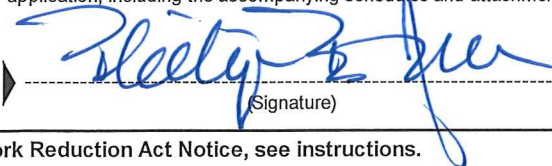
8 Check the box for the type of organization. ATTACH A CONFORMED COPY OF THE CORRESPONDING ORGANIZING DOCUMENTS TO THE APPLICATION BEFORE MAILING.

- 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.  
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

  
(Signature)

**PHILIP B. JONES**  
(Type or print name and title or authority of signer)

**4-23-2018**  
(Date)



**Part II. Activities and Operational Information (Must be completed by all applicants)**

- 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. List each activity separately in the order of importance based on the relative time and other resources devoted to the activity. Indicate the percentage of time for each activity. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose and how each activity furthers your exempt purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

The Alliance for Transportation Electrification is a broad and diverse coalition of many organizations that advocates for an acceleration of transportation electrification in all States across the country. The Alliance believes that a diverse coalition to educate and promote the benefits of transportation electrification is necessary and benefits the public welfare in the States for several reasons. First, the acceleration of electrification of both light duty and heavy vehicles results in reduced carbon and other air pollution in existing internal combustion engines (ICEs). Together with an increasingly non-fossil generation fleet, this unquestionably benefits public health through improved air quality. Second, the efforts of the Alliance enhance more innovation both in distribution grid technologies and in more efficient transportation, thereby spurring economic development in States and Cities throughout the country. Thirdly, together with the likely movement toward more autonomous, connected, and shared driving for light duty vehicles, the Alliance's efforts help to reduce traffic congestion in Cities and States and utilize our transportation system more efficiently. Finally, if State Commissions are encouraged to adopt time-of-use rates and other mechanisms to spur "smart charging" of electric vehicles (EVs), this should result in lower electricity and energy costs for the consumer through better utilization of distribution grid assets and avoidance of peak pricing.

The Alliance will engage in robust efforts in outreach and education efforts to consumers who wish to purchase, own, and drive EVs. As this market develops, there are several challenges that EV owners must address and overcome, including "range anxiety", the location and dwelling times of charging stations, and how interoperable the EVs are among the systems of different third-party providers and utilities. Moreover, consumers are not sufficiently aware of time-of-use and other electricity pricing schemes whose goal is to make better use of the assets of the distribution grid and provide benefits to consumers. The Alliance will develop and offer a variety of educational tools and information to potential EV buyers so that they understand the potential rate benefits to them, as well as the overall societal and environmental benefits.

The Alliance intends to focus its efforts on State Commissions, Governors, and other decision-makers at the state and local government who have authority over the real policies in transportation electrification and generally future transportation planning functions. The Alliance believes that real progress and advancements will occur mostly at the state and local government level in multiple jurisdictions across the country, rather than the federal level, due to nature of our federalist governmental structure.

The Alliance believes that a collaborative approach of all stakeholders, including industry, related trade associations, public interest groups, and environmental NGOs, is the fairest and most efficient way to achieve the principles and goals of all concerned. Instead of focusing on the narrow interests of a company or group of companies or groups, the Alliance will focus on the collective interests of transportation electrification overall. Since this is a nascent industry and an emerging technology, State-level regulators and policy-makers have must address these issues at scale and incorporate them into a fair and just regulatory and policy paradigm. The Alliance will help educate the regulators and policymakers about the nature of these technologies and set forth ways in which these two previously separate industries, transportation and electricity/energy, can be integrated fairly and effectively. The Alliance will work across multiple States and local governments in a proactive way to ensure that, to the extent possible, a consistent and predictable regulatory policy can be developed at Commissions and governing bodies. The Alliance will encourage its Members to share best practices and innovative regulatory treatments across all jurisdictions and states, conduct webinars, facilitate targeted conferences, and publish white papers and studies.

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

The Alliance will recruit members from electric utilities regulated by State Public Utility Commissions, auto manufacturers, bus manufacturers who supply public transit agencies, and environmental NGOs who wish to reduce pollutants and greenhouse gases (GHGs). The Board of Directors shall from time to time determine the dues and fees to be assessed for Members and the method of collection. Each Member must pay timely in accordance with the dues established by the Board of Directors.

The Alliance also expects to generate revenue from various meetings and events, including qualified convention and trade show activities as described in IRC Sec. 513(d).





**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
Philip Jones, Executive Director, Ex-officio	180,000
Mark Lantrip, Board Chair	0
Patricia DiOrio, Director	0
James Laurito, Treasurer, Director	0
Clark Gillespy, Director	0
Brett Hauser, Director	0
Mahi Reddy, Director	0
Mark Fronmuller, Director	0
Britta K. Gross, Director	0
Caroline Choi, Secretary, Director	0
All Directors and Officers c/o Alliance for Transportation Electrification 1402 Third Avenue, Ste 1315 Seattle, WA 98101	

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.

N/A

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 (for example, financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).

N/A

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) if 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.

The Alliance has established the following classes of membership:  
Gold, Silver, and Bronze Members representing utility corporations, electric vehicle infrastructure corporations, automotive and other for-profit industrial and technology sectors. Dues will reflect the size of the company, the size of its commitment to the Alliance, and the Member's participation in the leadership of the Alliance.  
EVSE Members represent the EV supply equipment companies, and are generally smaller in size and scope. Due to their nature as early-stage companies with financial constraints, EVSE Members are expected to pay a reduced dues rate reflective of their financial position but may still be active in the leadership of the Alliance.

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

ARTICLE TWELFTH of the organization's Articles of Incorporation provides that, "upon dissolution of the Alliance or the winding up of its affairs, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Alliance, distribute the remaining assets and property to the members in proportion to the total amount of dues paid by each member in the preceding 12-month period."



**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.

Other than the Dissolution Clause of the Articles of Incorporation, there is no provision to distribute property or funds to any member.

- 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.

Membership dues will support the organization's educational and advocacy activities, but will not, in general, provide benefits directly to the members. See Schedule C, Line 1.

- 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. (If the organization is a party, as a lessor, to multiple leases of rental real property under similar lease agreements, please attach a single representative copy of the leases.)

- 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.



**Part III. Financial Data** (Must be completed by all applicants)

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**

Revenue	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From 01/18 To 12/18	(b) 2019	(c) 2020	(d)	
1 Gross dues and assessments of members . . . . .	495,000	618,750	668,250		1,782,000
2 Gross contributions, gifts, etc. . . . .					0
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule) (Include related cost of sales on line 9.) <b>STMT 1</b> . . . . .	12,000	13,200	13,860		39,060
4 Gross amounts from unrelated business activities (attach schedule)					0
5 Gain from sale of assets, excluding inventory items (attach schedule) . . . . .					0
6 Investment income (see instructions) . . . . .					0
7 Other revenue (attach schedule) . . . . .					0
8 Total revenue (add lines 1 through 7) . . . . .	507,000	631,950	682,110		1,821,060
<b>Expenses</b>					
9 Expenses attributable to activities related to the organization's exempt purposes . . . . .					0
10 Expenses attributable to unrelated business activities					0
11 Contributions, gifts, grants, and similar amounts paid (attach schedule) . . . . .					0
12 Disbursements to or for the benefit of members (attach schedule)					0
13 Compensation of officers, directors, and trustees (attach schedule) <b>STMT 2</b> . . . . .	180,000	234,000	257,400		671,400
14 Other salaries and wages . . . . .	113,000	146,900	161,590		421,490
15 Interest . . . . .					0
16 Occupancy . . . . .					0
17 Depreciation and depletion . . . . .					0
18 Other expenses (attach schedule) <b>STMT 3</b> . . . . .	193,000	228,700	241,760		663,460
19 Total expenses (add lines 9 through 18) . . . . .	486,000	609,600	660,750		1,756,350
20 Excess of revenue over expenses (line 8 minus line 19) . . . . .	21,000	22,350	21,360		64,710

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

Assets		Current Tax Year as of 12/31/17	
1 Cash . . . . .		1	0
2 Accounts receivable, net . . . . .		2	0
3 Inventories . . . . .		3	0
4 Bonds and notes receivable (attach schedule) . . . . .		4	0
5 Corporate stocks (attach schedule) . . . . .		5	0
6 Mortgage loans (attach schedule) . . . . .		6	0
7 Other investments (attach schedule) . . . . .		7	0
8 Depreciable and depletable assets (attach schedule) . . . . .		8	0
9 Land . . . . .		9	0
10 Other assets (attach schedule) . . . . .		10	0
11 Total assets . . . . .		11	0
Liabilities			
12 Accounts payable . . . . .		12	0
13 Contributions, gifts, grants, etc., payable . . . . .		13	0
14 Mortgages and notes payable (attach schedule) . . . . .		14	0
15 Other liabilities (attach schedule) . . . . .		15	0
16 Total liabilities . . . . .		16	0
Fund Balances or Net Assets			
17 Total fund balances or net assets . . . . .		17	0
18 Total liabilities and fund balances or net assets (add line 16 and line 17) . . . . .		18	0

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 ☐



**Schedule C****Organizations described in section 501(c)(5) (Labor, agricultural, including fishermen's organizations, or horticultural organizations) or section 501(c)(6) (business leagues, chambers of commerce, etc.)**

- 1 Describe any services the organization performs for members or others. (If the description of the services is contained in Part II of the application, enter the page and item number here.)

Nearly all of the Alliance's activities are focused on the regulatory policies for regulated utilities which are overseen by State Public Utility Commissions and other state agencies such as energy offices, departments of transportation, and departments of environmental quality. The Alliance leads with education and outreach activities on transportation electrification and regulatory benefits and costs with Commissioners, staff, and stakeholders. The Alliance's activities do not constitute lobbying as defined by IRC Sec. 4911(d) and it will not engage in any activity described in IRC Sec. 162(e). The Alliance does not attempt to influence legislation, although it is sometimes asked to testify or provide information as described in IRC Sec. 4911(d) (2) (B). The Alliance does not anticipate any communication with a covered executive branch official as defined by IRC Sec. 162(e) (5).

The Alliance's Policy/Regulatory Committee and its Technical/Open Standards Committee focus on regulatory issues such as tariffs and rate design and other policies which arise when a regulated utility files a petition with a regulatory agency. The Alliance works to shape the agenda for engagement between members and state commissions and agencies. The Alliance offers verbal comments and advice and files formal written comments with commissions and state agencies under the Administrative Procedures Act in each State.

- 2 Fishermen's organizations only.—What kinds of aquatic resources (not including mineral) are cultivated or harvested by those eligible for membership in the organization?

N/A

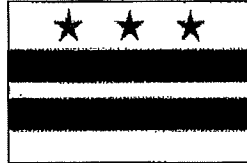
- 3 Labor organizations only.—Is the organization organized under the terms of a collective bargaining agreement? . . . ☐ Yes ☐ No

If "Yes," attach a copy of the latest agreement.





**GOVERNMENT OF THE DISTRICT OF COLUMBIA**  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
CORPORATIONS DIVISION



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

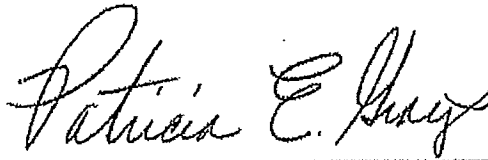
**ALLIANCE FOR TRANSPORTATION ELECTRIFICATION**

**Effective Date:** 11/6/2017

**IN WITNESS WHEREOF** I have hereunto set my hand and caused the seal of this office to be affixed as of 11/6/2017 2:19 PM



Business and Professional Licensing Administration



PATRICIA E. GRAYS  
Superintendent of Corporations  
Corporations Division

Muriel Bowser  
Mayor

Tracking #: vdbloP5x



NOV - 6 2017

ARTICLES OF INCORPORATION

File Copy  
McKinnan

OF

ALLIANCE FOR TRANSPORTATION ELECTRIFICATION

---

A District of Columbia Nonprofit Corporation

---

**FIRST (NAME):** The name of the corporation is Alliance for Transportation Electrification (the "Alliance"). The Alliance is incorporated as a nonprofit corporation under Title 29, Chapter 4 of the District of Columbia Code (the "District of Columbia Nonprofit Corporation Act").

**SECOND (TERM):** The period of duration of the Alliance is perpetual.

**THIRD (PURPOSES):** The Alliance is organized and shall be administered and operated for the following purposes:

(a) to promote the common business interest of electrifying the transportation sector, to support and advocate for the acceleration of electrification, and to promote the deployment of open standards for electric vehicle charging;

(b) to do anything permitted to be done by a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code (the "Code"); and

(c) to conduct any and all other lawful activities as may be carried on by a nonprofit corporation under the District of Columbia Nonprofit Corporation Act, as now in effect or as hereafter may be amended.

**FOURTH (MEMBERS):** The Alliance shall have one or more classes of members, as set forth in the Bylaws. The conditions of membership and the rights and obligations of each class of members shall be as provided in the Bylaws. The Alliance shall not issue any capital stock.

**FIFTH (POWERS):** In furtherance of its purposes, the Alliance shall have all of the general powers enumerated in the District of Columbia Nonprofit Corporation Act, as now in effect or as hereafter may be amended.

**SIXTH (NET INCOME):** No part of the net income of the Alliance shall inure to the benefit of or be distributable to its directors, officers or other private persons, except that the Alliance shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article THIRD hereof.



**SEVENTH (BOARD OF DIRECTORS):** The affairs of the Alliance shall be managed by a Board of Directors. The number of directors, the manner of their election or appointment and qualifications for membership on the Board of Directors shall be as provided in the Bylaws; provided that the number of directors shall be not be less than three.

**EIGHTH (INTERNAL AFFAIRS):** The Board of Directors shall determine corporate policy and shall be responsible for the overall management and operation of the Alliance within the framework of applicable law, these Articles and the Bylaws.

**NINTH (INDEMNIFICATION):** The Alliance shall, without the requirement of any additional authorization by the Board of Directors, indemnify and advance expenses to any director or officer of the Alliance as provided in the Bylaws. In no case, however, shall the Alliance indemnify, reimburse or insure any person if such payment would adversely affect the Alliance's status as an organization described under Section 501(c)(6) of the Code.

**TENTH (DIRECTOR LIABILITY):** No director of the Alliance shall be liable to the corporation or its members for money damages for any action taken, or any failure to take any action, as a director, except liability for:

- (a) the amount of a financial benefit received by the director to which the director is not entitled;
- (b) an intentional infliction of harm;
- (c) a violation of District of Columbia Nonprofit Corporation Act §29-406.33; or
- (d) an intentional violation of criminal law.

**ELEVENTH (NOT FOR PROFIT):** Notwithstanding any other provision of these Articles, the Alliance shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation which is exempt from federal income taxation under Section 501(a) of the Code or as an organization described in Section 501(c)(6) of the Code.

**TWELFTH (DISSOLUTION):** Upon the dissolution of the Alliance or the winding up of its affairs, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Alliance, distribute the remaining assets and property to the members in proportion to the total amount of dues paid by each member in the preceding 12 month period.

**THIRTEENTH (CORPORATE DEBTS):** Except as required by law, the incorporator, the members and the directors and officers of the Alliance shall not be liable for any debt, liability or obligation of the Alliance. All persons or other entities extending credit to, contracting with or having a claim against, the Alliance may only look to the funds and property of the Alliance for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or for any money that may otherwise become due or payable to them from the Alliance.

**FOURTEENTH (AMENDMENTS):** The Alliance reserves the right to amend, change or repeal any provision contained in these Articles or to merge or consolidate the Alliance with any



other nonprofit corporation in the manner now or hereafter prescribed by statute; provided, however, that any such action shall be undertaken exclusively to carry out the objects and purposes for which the Alliance is formed, and all rights herein conferred or granted shall be subject to this reservation.

**FIFTEENTH (SOLE INCORPORATOR):** The name and address of the sole incorporator are as follows:

Philip B. Jones  
c/o Phil Jones Consulting LLC  
1402 Third Avenue, Ste. 1315  
Seattle, WA 98101

**SIXTEENTH (REGISTERED AGENT):** The name and address of the Alliance's initial registered agent are as follows:

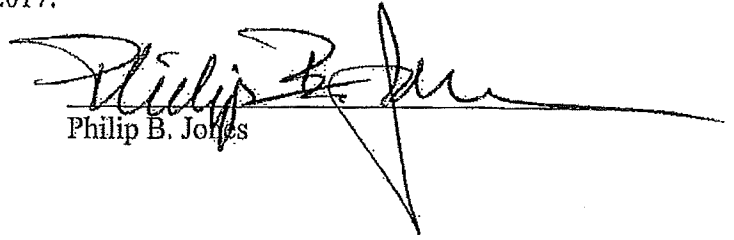
Corporation Service Company  
1090 Vermont Avenue N.W.  
Washington, DC 20005

*[Signature page follows]*





IN WITNESS WHEREOF, the sole incorporator hereof has signed these Articles of  
Incorporation on this 30<sup>th</sup> day of November, 2017.

  
Philip B. Jones

