

## ASTM CHARTER

*To the Honorable the Judges of the Court of Common Pleas No. 2 in and for the City and County of Philadelphia: of March Term, 1902, No. 2056:*

In compliance with the requirements of an Act of the General Assembly of the Commonwealth of Pennsylvania, entitled "An Act to Provide for the Incorporation and Regulation of Certain Corporations," approved the twenty-ninth day of April, A.D. one thousand eight hundred and seventy-four, and the supplements thereto, the undersigned, Henry M. Howe, Charles B. Dudley, Edgar Marburg, Robert W. Lesley, Mansfield Merriman, Albert Ladd Colby, and William R. Webster, six of whom are citizens of Pennsylvania, having associated themselves together for the purposes hereinafter set forth, and desiring that they may be incorporated according to law, hereby certify:

1. The name of the corporation is the "American Society for Testing and Materials." (*As amended September 18, 1961.*)
2. The corporation is formed for the development of standards on characteristics and performance of materials, products, systems, and services; and the promotion of related knowledge. (In ASTM terminology, standards include test methods, definitions, recommended practices, classifications and specifications.) (*As amended March 17, 1971.*)
3. The business of the said corporation is to be transacted in Philadelphia.
4. The said corporation is to exist perpetually.
5. The names and residences of the incorporators are as follows:  
  
HENRY M. HOWE, 27 West Seventy-third Street, New York  
CHARLES B. DUDLEY, Altoona, PA  
EDGAR MARBURG, 517 South Forty-first Street, Philadelphia  
ROBERT W. LESLEY, 22 South Fifteenth Street, Philadelphia  
MANSFIELD MERRIMAN, South Bethlehem, PA  
ALBERT LADD COLBY, South Bethlehem, PA  
WILLIAM R. WEBSTER, "The Bartram," Thirty-third and Chestnut Streets, Philadelphia
6. The management of the said corporation shall be vested in a Board of Directors to consist of such number of members (not fewer than fifteen and not more than thirty) as may be prescribed from time to time in the Bylaws. (*As amended Dec. 10, 1945, Feb. 6, 1959, and May 22 1967.*)
7. The corporation has no capital stock, and the members thereof shall be composed of the subscribers and their associates and of such persons as may from time to time be admitted to vote in such manner and upon such requirements as may be prescribed by the Bylaws. The

corporation shall nevertheless have power to exclude, expel, or suspend members for just or legal causes, and in such legal manner as may be ordained and directed by the Bylaws.

8. The Bylaws of this corporation shall be admitted and taken to be its law subordinate to the statute aforesaid: this charter; Constitution and Laws of the Commonwealth of Pennsylvania, and the Constitution of the United States; they shall be altered and amended as provided for by the Bylaws themselves; and shall prescribe the power and functions of the Board of Directors herein mentioned and those to be hereafter elected, the times and places of meetings of the Board and this corporation; the number of members who shall constitute a quorum at the meetings of the corporation, and the Board; the qualifications and manner of electing members; the manner of electing officers; and the powers and duties of such officers; and all other concerns and internal arrangements of the said corporation. *(As amended Dec. 10 1945.)*
9. Notwithstanding any future construction of any of the foregoing provisions to the contrary, the Corporation shall not engage in any activity which is not educational, technical, scientific or charitable within the meaning of Section 501 (c) (3) of the Internal Revenue Code, 1954, or equivalent provisions of any amendment of such Code, or of a superseding Internal Revenue Code, or other Federal law of like import, and on dissolution of the Corporation its assets shall be distributed to an organization or organizations organized and operated for similar educational, technical, scientific, or charitable purposes. *(Added by amendment September 18, 1961).*

Witness our hands and seals this twenty-first day of March, A.D. 1902.

(Signed)

Edgar Marburg,

Wm. R. Webster,

Mansfield Merriman,

R.W. Lesley,

Albert Ladd Colby.

**DECREE (for Original Charter)**

And now, this third day of June, A.D., 1902, the within Charter and Certificate of Incorporation having been presented to me, the law Judge of said County, accompanied by due proof of publication of the notice of application as required by the Act of Assembly and Rules of Court in such case made and provided. I certify that I have examined and perused the said writing and have found the same to be in proper form and within the purposes named in the first class specified in section second of the Act of the General Assembly of the Commonwealth of Pennsylvania entitled "An Act to Provide for the Incorporation and Regulation of Certain Corporations," approved the twenty-ninth day of April, A.D., 1874, and the supplements thereto, and the same appearing lawful and not injurious to the community. I do hereby on motion of J. Levering Jones, Esq., on behalf of the petitioners, order and direct that the said Charter and Certificate of Incorporation aforesaid be and the same are hereby approved and that upon the recording of the same and this order and subscribers thereto and their associates shall be a corporation by the name of the "American Society for Testing Materials" for the purposes and upon the terms therein stated.

(Signed) Sam'l. W. Pennypacker,  
*President Judge*

Recorded at Philadelphia, June 4, 1902  
Charter Book No. 27, page 282, etc.

**DECREE** (for Amendments)

And now, to wit, this tenth day of December, 1945, the American Society for Testing Materials, by Harry Rosenblum, Esq. its attorney, having presented its application for amendment of its Charter and Articles of Amendment, as set forth in the annexed petition, together with a certified copy of the resolution authorizing the proposed amendments and Proof of Publication as required by Order of this Court heretofore entered the Court having considered the application and being of the opinion that the amendments are lawful, will be beneficial and not injurious to the community and do not conflict with the requirements of the Non-Profit Corporation Law, certifies accordingly and orders and decrees that the Articles of Amendment are approved and upon recording of the Articles and this Decree the amendments specified in the petition shall be a part of the Charter.

BY THE COURT:

(Signed) James Gay Gordon, Jr.  
*Judge*

Recorded at Philadelphia, January 15, 1946.  
Charter Book No. 139, page 543, etc.

**DECREE** (for Amendments)

And not, to wit, this sixth day of February, 1959, the American Society for Testing and Materials, by Harry Rosenblum, Esq., its attorney, having presented its application for amendment of its Charter and Articles of Amendment, as set forth in the annexed petition, together with a certified copy of the resolution authorizing the proposed amendments and Proof of Publication as required by Order of this Court heretofore entered, the Court having considered the application and being of the opinion that the amendments are lawful, will be beneficial and not injurious to the community and do not conflict with the requirements of the Non-Profit Corporation Law, certifies accordingly and ORDERS and DECREES that the Articles and Amendment are approved and upon recording of the Articles and this decree the amendments specified in the petition shall be a part of the Charter.

BY THE COURT:

(Signed) Vincent A. Carroll,  
*P.J*

Recorded in Office of the Commissioner of Records of Philadelphia, February 17, 1959.

**DECREE** (for Amendments)

AND NOW, to wit, this 18<sup>th</sup> day of September 1961, the American Society for Testing and Materials, by Harry Rosenblum, Esq. its attorney, having presented its application for amendment

of its Charter and Articles of Amendment, as set forth in the annexed petition, together with a certified copy of the resolution authorizing the proposed amendments and Proof of Publication as required by Order of this Court heretofore entered, the Court, having considered the application and being of the opinion that the amendments are lawful, will be beneficial and not injurious to the community and do not conflict with the requirements of the Non-Profit Corporation Law, CERTIFIES accordingly and ORDERS and DECREES that the Articles of Amendment are approved and upon recording of the Articles and this Decree the amendments specified in the petition shall be a part of the Charter.

BY THE COURT:

(Signed) Sporkin  
*J.*

Recorded at the Philadelphia, PA, October 9, 1961 in the Office of the Commissioner of Records, Miscellaneous Book No. 432, page 491, etc.

**DECREE (for Amendments)**

AND NOW, to wit, this 22<sup>nd</sup> day of May, 1967, the American Society for Testing and Materials, by Harry Rosenblum, Esq., its Attorney, having presented its application for amendment of its Charter and Articles of Amendment, as set forth in the annexed petition, together with a certified copy of the resolutions authorizing the proposed amendments and Proof of Publication as required by Order of this Court heretofore entered, the Court, having considered the application and being of the opinion that the amendments are lawful, will be beneficial and not injurious to the community and do not conflict with the requirements of the Nonprofit Corporation Law, CERTIFIES accordingly and ORDERS and DECREES that the Articles of Amendment are approved and upon recording of the Articles and this Decree the amendments specified in the petition shall be a part of the Charter.

BY THE COURT:

(Signed) Vincent A. Carroll,  
*P.J.*

Recorded at Philadelphia, PA, June 2, 1967, in the Office of the Commissioner of Records, Miscellaneous Book C.A.D. No. 803, page 459, etc.

**DECREE (for Amendments)**

AND NOW, to wit, this 17<sup>th</sup> day of March, 1971, the American Society for Testing and Materials, by Harry Rosenblum, Esq., its attorney, having presented its application for amendment of its Charter and Articles of Amendment, as set forth in the annexed petition, together with a certified copy of the resolutions authorizing the proposed amendments and Proof of Publication as required by Order of this Court heretofore entered, the Court, having considered the application and being of the opinion that the amendments are lawful, will be beneficial and not injurious to the community and do not conflict with the requirements of the Non-profit Corporation Law, CERTIFIES accordingly and ORDERS and DECREES that the Articles of Amendment are approved and upon

recording of the Articles and this Decree that amendments specified in the petition shall be a part of the Charter.

BY THE COURT:

(Signed) Hirsh  
*J.*

Recorded at Philadelphia, PA., April 16 1971, in the Office of the Commissioner of Records,  
Miscellaneous Book No.1042, page 525, etc.