Madison Co. Chautauqua Association
to
The Public

#2055
Fee $1.70

Filed for record the 5 day of September A. D. 1930 at 8:05 o'clock A. M.
Mildred E. Knott, Recorder

ARTICLES OF INCORPORATION

We, The Madison County Chautauque Association, Citizens of the State of Iowa, together with such others as have subscribed for stock in this corporation and such other persons as may hereafter associate themselves with us, hereby form a corporation under the provisions of Chapter Three Hundred Ninety-four (394) of Title Number Nine (9) of the Code of Iowa of 1927, and acts amendatory thereto, and adopt the following Articles of Incorporation.

Article One.

Name and Place of Business

The name of the corporation shall be the Madison County Chautauqua Association, and its principal place of Business shall be Winterset, Iowa.

Article Two.

SEAL.

The Seal of this corporation shall be a circular seal with the words "The Madison County Chautauqua Association-Seal" and shall be in the custody of the Secretary.

Article Three.

Management.

The affairs of the corporation shall be managed by a Board of Fifteen (15) Directors, Five (5) of whom shall serve until the next annual meeting of the Association, Five (5) of whom shall serve until the second annual meeting of the Association, and Five (5) of whom shall serve until the third annual meeting of the Association, or until their successors are elected. At each annual meeting of the Association Five (5) Directors shall be elected for a term of three (3) years each, and the following memebers shall be the Board of Directors elected at the last annual meeting of the Association, in the order herein designated:-

Dr. R. S. Cooper,
Mrs. C. W. Aikins,
Mrs. Della James,
Harry Olson, and
Mrs. Lester Stemen. — To serve until the first Annual Meeting:

V. M. Ritter,
W. E. Macumber,
Mrs. W. H. Blake,
Mrs. P. J. Cunningham,
Frank Zeller — To serve until the Second Annual Meeting:

Dr. J. F. Veltman,
Mrs. Frank Hamilton,
Miss. Jennette Beck,
Rev. John Hall,
W. C. Johnson,

To serve until the Third Annual Meeting:

Article Four.

OBJECT.

The object of this corporation shall be to hold an Annual Public Assembly for Scientific, Religious, and Educational Purposes and to employ talent to entertain and instruct the public in science, philosophy, literature, music, religion and art: To take and hold by purchase, gift, donation or bequest real estate and personal property, and to sell, transfer and convey the same: To improve, build, construct and maintain a Pavillion, building or buildings, or other structures necessary, suitable or convenient for the purposes of this association. To employ talent and to effect the object of its organization, it may charge admission fees to its entertainments. The members of the organization shall derive no pecuniary profit therefrom and shall be entitled to draw no dividends or distributive share in the property until final dissolution.

ARTICLE FIVE.

MEMBERSHIP.

The Corporation shall be composed of those who hold shares of Stock in said corporation.

Article Six.

Shares - Voting - and Liability.

Shares of Stock shall be issued in amounts of Ten ($10.00) Dollars each and each share shall entitle the holder to one vote, which may be voted in person or by proxy, provided that no member is permitted to vote more than Ten (10) proxies. The indebtedness of this corporation shall at no time exceed Three-fourths (3/4) of its Capital Stock.

Article Seven.

Revenue:

Nothing shall be paid on these shares of stock until after the First Annual Assembly is held, and then only so much shall be assessed as shall be needed to defray the expenses of the Assembly, if any, over and above the receipts: Within thirty days after each annual meeting the directors shall meet and if there has not been sufficient revenue collected to pay all the liabilities incurred by the corporation, they shall provide for the deficiency, either by making a loan or by a pro rata assessment upon the stock: the stock shall not be assessed for more than Ten ($10.00) Dollars per share, and when any share shall have paid a total of Ten ($10.00) Dollars into the corporation, said share shall not be further assessed and its owners financial liability to the corporation shall cease.

Article Eight.

Private Property:-

The private property of the Stockholders shall be exempt from corporate liability of any and all kinds, except for the purpose of paying the assessment referred to in Article Seven, hereof.

Article Nine.

Meetings of Stockholders:-

The Stockholders shall meet annually on the last secular day of the Annual Assembly immediately following the conclusion of the afternoon program of said day and shall elect directors of said association and transact such other business as may properly come before said meeting.

Special meetings of the association may be held as provided in the by-laws hereof, at which meeting such business may be transacted as shall be provided for in the notice of such meeting.

Article Ten.

Amendment:-

These articles of incorporation may be amended at any Annual or Special Meeting of the Association, if a two-thirds (2/3) vote of the Stock represented is cast in favor of such amendment.

These by-laws may be amended by a two-thirds (2/3) vote of the members of the association represented at any regular or special meeting of this association.

Article Eleven.

Termination:-

This corporation shall continue for a period of Fifty (50) years from the date of the certificate of the Secretary of State to this corporation, unless sooner terminated by a Three-fourths (3/4) vote of all the members.

We, the undersigned, whose names are hereby subscribed, for the purpose of transacting the business herein set forth and as a renewal of the former Articles of Incorporation of the Madison County Chautauqua Association of Madison County, Iowa, do hereby associate ourselves into a body corporate under the provisions of Chapter Three Hundred Ninety-four (394) of Title Nineteen (19) of the Code of Iowa of 1927 and acts amendatory thereto, assuming all the powers and obligations granted bodies corporate not for pecuniary profit under said Chapter and Title, and do adopt the above above Articles of Incorporations, in the Reincorporating of said Association.

Dated and signed this 25th day of August, A. D. 1930.

Attest by,

Mrs. Lester Stemen
Mrs. P. J. Cunningham
V. M. Ritter
Robt.. S. Cooper

John T. Hall President.
F. C. Farquhar Secretary.

----: CERTIFICATE OF RENEWAL:----

Be It Remembered, that at a duly and legally called meeting of the Board of Directors of the Madison County Chautauqua Association, of Madison County, Iowa, a corporation duly organized and existing under the laws of the State of Iowa, and having its principal place of business at Winterset, Iowa, held on the 25th day of August, A. D. 1930, after due and proper notice had been given, the said Board of Directors duly and legally passed and adopted the following resolutions under section Number 8592 of the 1927 Code of Iowa, and acts amendatory thereto, as follows, to-wit:-

Resolved, That the corporate period of the Madison County Chautauqua Association, of Madison County, Iowa, is hereby extended for a further period of Fifty (50) years from the date the Secretary of State issued his certificate of incorporation to said Association, unless sooner dissolved by a three-fourths (3/4) vote of all the members of said Association.

Be It Further Resolved, That the present Articles of Incorporation be and the same are hereby adopted as the Articles of Incorporation of said corporation under the renewal herein provided for.

Resolved Further, That the President and Secretary of this corporation be and they are hereby authorized and directed to sign, acknowledge, record, publish, and do any and all things which are required by law, to execute, complete and carry into effect the above resolutions and renew said Articles of Incorporation.

We, John Hall and F. C. Farquhar, President and Secretary of said corporation, do hereby certify the above to be a true and correct statement of the proceedings of the Board of Directors at the above meeting.

John T. Hall President.
F. C. Farquhar Secretary.

Attest by:-

Mrs. Lester Stemen
Mrs. P. J. Cunningham
V. M. Ritter
Robt. S. Cooper

State of Iowa)
) ss:
Madison County,)

BE IT REMEMBERED, That on this 25th day of August, A. D., 1930, before me S. A. Hays, a Notary Public in and for Madison County and State of Iowa, personally appeared John Hall and F.C. Farquahar, President and Secretary, respectively of the said Madison County Chautauqua Association of Madison County, Iowa, and each for himself acknowledged the same to be his free and voluntary act and deed and the free and voluntary act and deed of the said Madison County Chautauqua Association of Madison County, Iowa, by them voluntarily executed, being duly authorized by the Board of Directors of said corporation.

Witness my hand and Notarial Seal at Winterset, in the County of Madison, State of Iowa, on the day and year last above written.

NOTARIAL SEAL

S. A. Hays,

Notary Public in and for Madison County, Iowa.