augustana Pension and Aid Fund #1701

To
The Public

Fee $ 2.00

Filed for record the 24 day of April A.D. 1943 at 8:35 o'clock A.M.

Pearl E. Shetterly, Recorder

Fee $1.50

#6292 / 5-1-1933

ARTICLES OF INCORPORATION

AMENDED AND SUBSTITUTED ARTICLES OF INCORPORATION OF

Filed for Record Mar.22,1921 at 10 A.M.
Geo. B. Hepburn, Recorder

THE BOARD OF THE MINISTERIAL PENSION
AND AID FUND OF THE EVANGELICAL LUTHERAN AUGUSTANA SYNOD OF NORTH AMERICA.

KNOW ALL MEN BY THESE PRESENTS: That at the special meeting of the Board of Directors of "The Board of the Ministerial Pension and Aid Fund of the Evangelical Lutheran Augustana Synod of North America" a corporation duly organized under the laws of the State of Iowa, held at Des Moines, Polk County, Iowa, on the 24th day February 1921, after due and legal notice has been given to all the members thereof, and at which the requisite majority of said members were present, the following amended and substituted articles of incorporation were adopted by four votes of the members present, being the unanimous vote of all members present:-

AMENDMENT

Each and all of the Articles of Incorporation of this corporation as heretofore adopted together with all amendments thereto are hereby set aside and repealed and the same said corporation is hereby continued and the following Amended and Substituted Articles of Incorporation are hereby adopted as the substitute and full and only articles of incorporation of this corporation, to-wit:

AMENDED AND SUBSTITUTED ARTICLES OF INCORPORATION
Of The
AUGUSTANA PENSION AND AID FUND

ARTICLE I

Section 1. The name of this corporation shall be THE AUGUSTANA PENSION AND AID FUND. It shall be owned, maintained and controlled by the Evangelical Lutheran Augustana Synod of North America.

Section 2. The purpose of this corporation shall be the support of disabled and aged ministers, permanent professors, lay missionaries, and their families, within the Evangelical Lutheran Augustana Synod of North America for its conferences.

Section 3. In order to carry out the above named purposes, the Board of Directors shall have power to receive and administer funds of whatsoever kind and nature.

ARTICLE II

Section 1. The principal place of transacting business of this corporation shall be Des Moines, Polk County, Iowa.

ARTICLE III

Section 1. This corporation shall be managed by a Board of Directors of not less than eight members, nor more than twelve members, who shall be elected by the Synod of the Evangelical Lutheran Augustana Synod of North America at its regular meeting.

Section 2. The members of the Board of Directors shall be not less than four nor more than six laymen and not less than three nor more than five ministers, and there shall always be one minister not including the President of the Synod, less than laymen elected. In addition thereto, the President of the Synod shall be ex-officio member of the Board of Directors.

Section 3. Until the next regular meeting of the Synod in 1921, the present directors, shall constitute the Board of Directors, to-wit:

Olof Mattson	V. A. Johnson
A. Norrbom	Karl Peterson
J. E. Liljedahl	T. A. Conrad

The office of director now held by Olof Mattson and Reverend A. Norrbom shall expire upon election of their successors in 1921, and the office of directors now held by V. A. Johnson and Reverend J. E. Liljedahl shall expire upon the election of their successors in 1922, and the office of directors now held by Karl Peterson and Reverend T. A. Conrad shall expire upon election of their successors in 1923.

Section 4. The Synod shall elect at its regular meeting in 1921, directors, so as to have on the board, directors, as follows: One minister and two laymen for the term of three years; and one minister and two laymen for the term of two years and two ministers and one layman for the term of one year. Thereupon directors shall be elected for a term of three years in the same order as the office expires. Short term vacancies will be filled by duly elected minister or layman in accordance with the vacancy.

Section 5. Vacancies occuring between synodical meetings shall be filled by the Board of Directors until the next meeting of the Synod.

ARTICLE IV.

Section 1. The Board of directors shall elect from its own members, a President a Vice president, and a Recording Secretary who shall serve for one year or until their successors are elected and have qualified.

Section 2. The Board of Directors shall elect a permanent General Secretary, who shall be ex-officio Treasurer.

Section 3. The Board of Directors shall elect such other officers as by the by-laws may be provided.

ARTICLE V.

Section 1. The annual meeting of the Board of Directors shall be held within thirty days after the annual meeting of the Synod. Other meetings shall be called by the President of the Board when he deems it necessary or on the written request of at least three members of the Board.

ARTICLE VI.

Section 1. In order to carry out the purpose of this corporation, it shall have power to receive money, personal property, real estate, either by sale, gift, donations, bequests or devise, or by assessment of its own members or admission fee and annual fee, also endowment contributions and contributions from congregations, individuals and other sources.

Section 2. The Board of Directors shall judiciously invest all money which shall come into their hands as such in first mortgage loans on farm real estate and no loan shall exceed fifty per cent of the appraised value of the property mortgaged.

Section 3. All conveyances of real estate or release of mortgage shall be made by and in the name of the corporation and shall be signed and acknowledged by the President or Vice President and Secretary, and have affixed thereto the seal of the corporation.

ARTICLE VII

Section 1, Private property of the members of this corporation shall not be liable for corporate debts.

ARTICLE VIII

Section 1. The duties of the President shall be those usually appertaining to that office. He shall also submit an annual report to the Augustana Synod, said report having been previously submitted to the Board.

Section 2. In the absence of the president, the Vice President shall take his place.

Section 3. The Recording secretary shall keep accurate records of the proceedings of the Board of Directors.

Section 4. The General Secretary-Treasurer shall exercise general supervision of the fund and shall keep correct accounts of all receipts and disbursements, together with all assets and liabilities of the Fund.

Section 5. The officers shall have such other duties and perform such other functions as by the by-laws may be provided.

ARTICLE IX.

Section 1. By-laws may only be made by the Augustana Synod at any annual meeting and the by-laws now existing shall remain until regularly and duly altered and amended.

ARTICLE X.

Section 1. These articles of incorporation may hereafter be amended by a proposed amendment submitted by the Board of Directors and adopted by at least a two-thirds majority of the vote of the Augustana Synod at its annual meeting provided such proposed amendment has been submitted in writing to the President of the Synod not less than forty days previous to such regular annual meeting and have been published in the official organ of the Synod at least one month before said meeting.

By authority of a resolution of the Board of Directors of The Board of the Ministerial Pension and Aid fund of the Evangelical Lutheran Augustana Synod of North America duly and regularly passed at a special meeting called for that purpose February 24,1921.

This amendment is filed for and on behalf of The Board of the Ministerial Pension & Aid Fund of the Evangelical Lutheran Augustana Synod of North America.

Des Moines, Iowa, this 11th day of March A.D. 1921.

A. Norrbom President
J. E. Liljedahl Secretary

STATE OF IOWA POLK COUNTY SS.:

On this 15th day of March A.D. 1921, before me personally appeared, A. Norrbom President, to me personally known to be the identical person who signed the foregoing instrument and who being by me duly sworn did on his oath state that he is the President of The Board of the Ministerial Pension and Aid Fund of the Evangelical Lutheran Augustana Synod of North America, and the foregoing instrument was executed by him for and on behalf of said corporation under authority of a resolution of the Board of Directors duly and regularly passed at a special meeting called for that purpose and he, for himself and on behalf of said corporation, acknowledged the execution of said instrument to be his voluntary act and deed and the voluntary act and deed of said corporation.

Eskil C. Carlson
NOTARIAL SEAL Notary Public in and for Polk County, Iowa.

STATE OF KANSAS SALINE COUNTY SS.:

On this 11th day of March A.D. 1921, before me personally appeared, J. E. Liljedahl Secretary, to me personally known to be the identical person who signed the foregoing instrument and who being by me duly sworn did on oath state that he is the Secretary of the Board of the Ministerial Pension and Aid Fund of the Evangelical Lutheran Augustana Synod of North America, and the foregoing instrument was executed by him for and on behalf of said corporation under authority of a resolution of the Board of Directors duly and regularly passed at a special meeting called for that purpose, and he, for himself and on behalf of said corporation acknowledged the execution of said instrument to be his voluntary act and deed and the voluntary act and deed of said corporation.

B/F

Anna L. Bengtson
Notarial Seal Notary Public in and for Saline County, Kansas.
My Commission expires May 1, 1922.

STATE OF IOWA COUNTY OF POLK SS.

I, Jene Hammill, Recorder of said County, Hereby certify that the foregoing writing is a Photographic copy from the original record in this office and from the whole thereof, which is recorded in Book 30 page 562 to 565 Inc.

Dated at Des Moines, Iowa, in said County on the 21 day of Apri 1942

Polk County Recorder Seal COMPARED

Jene Hammill
Recorder of Polk County, Iowa