

**ARTICLES OF INCORPORATION
OF THE HARMONY AREA HISTORICAL
SOCIETY**

We the subscribers, for the purposes of forming *a* nonprofit corporation pursuant to the Minnesota Statutes 1989, Chapter 317A, do hereby bind ourselves together as a body corporate and adopt the following Articles of Incorporation.

ARTICLE I - NAME

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The name of this corporation shall be the **Harmony Area Historical Society**.

ARTICLE H -- CORPORATE PURPOSES

This organization is formed exclusively for the purpose of the collection, preservation, dissemination and interpretation of historical knowledge about the Harmony, Minnesota, area and its unique geology.

The corporation shall have power to discover and collect any and all material which may establish or illustrate the history of the organization, its members, and their activities.

The corporation shall have power to publish any and all material which may bear upon this history.

The corporation shall have power to provide for the preservation of any and all material necessary to fulfill its mission statement.

The corporation shall have the power to disseminate historical information by any means it deems advisable, including the operation of a museum. A museum, for these purposes, follows the International Council of Museums (ICOM) definition: A museum is "a nonprofit making, permanent institution in the service of society and its development, and open to the public, which acquires, conserves, researches, communicates, and exhibits, for the purposes of study, education and enjoyment, material evidence of people and their environment".

The corporation shall have the power to apply for and receive grants, accept bequests and establish and maintain an endowment fund.

The corporation shall have the power to own property in order to carry out the above purposes.

The corporation shall conduct its activities in accordance with Section 501 C (3) of the Internal Revenue Code of 1986.

ARTICLE III - PECUNIARY GAIN

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political

campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 C (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV - DURATION

The period of duration of this corporation shall be perpetual.

ARTICLE V - LOCATION

The registered address of the corporation shall be 15 2nd St NW P O Box 291 ^
Harmony, MN 55939, located within Fillmore County, Minnesota.

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators:

Mark Bishop	Niagara Cave Rd, PO Box 444, Harmony, MN 55939
Marjorie Ivers	635 1st Av SW, RR 1 Box 940, Harmony, MN 55939
Joyce Jacobson	525 Main Av N, PO Box 656, Harmony, MN 55939
Ann Johannessen	RR 2 Box 42, Harmony MN 55939
Marilyn Trouten	335 2nd Av SW, PO Box 298, Harmony MN 55939

ARTICLE VII - DISSOLUTION AND PERSONAL LIABILITY

Upon the dissolution of the corporation, the officers and/or board, after paying or making provisions for the payment of all the liabilities of the corporation, shall offer to the Fillmore County Historical Society, first, and then to the Minnesota Historical Society or another organization that the board deems appropriate (non-profit, tax-exempt organizations), the right of first refusal to all collections in the corporation's possession. No disposition may be made which would not qualify as a charitable contribution under Section 170 C (1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. Should the assets not be so disposed of, they shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as said court shall determine, which are organized and operated exclusively for such purposes and are qualified as an exempt organization under Section 170 C (1) or (2) of the Internal Revenue Code of 1986.

The members, officers & trustees of the corporation shall have no personal liability for the debts of the corporation,

ARTICLE Vin - CAPITAL STOCK

The corporation shall have no capital stock and shall have no authority to issue shares.

ARTICLE IX - BOARD OF TRUSTEES

The Board of Trustees shall consist of seven (7) members of the corporation, each elected for the term of three (3) years at the regular annual meeting of the corporation. All of the members of the board shall be members in good standing. Should any vacancy occur in the board the vacancy may be filled by a majority vote of the remaining members of the board.

ARTICLE X -- OFFICERS

The officers shall be a president, a vice president, a secretary and a treasurer. All the officers shall be elected by the membership and shall serve terms as established in the society's Bylaws. Any officer may be removed for cause by the board and, upon any vacancy, the board may fill such vacancy by a majority vote for the unexpired term of the officer.

The names and addresses of the officers:

- President - Marilyn Trouten 335 2nd Av SW, PO Box 298, Harmony, MN 55939
- Vice Pres. - Ann Johannessen RR 2 Box 42, Harmony, MN 55939
- Secretary - Joyce Jacobson 525 Main Av N, PO Box 656, Harmony, MN 55939
- Treasurer - Ralph Beastrom 140 Center St E, PO Box 132, Harmony, MN 55939

ARTICLE XI - MEMBERSHIP

Membership shall be open to all persons interested in the history of the Harmony area upon payment of their annual dues in such an amount as prescribed by the Board of Trustees at the annual meeting.

Honorary members may be elected by a two-thirds vote of the members at any regular meeting of the corporation. The honorary members shall not be required to pay annual dues.

ARTICLE XII - ASSOCIATION WITH THE MINNESOTA HISTORICAL SOCIETY

The Harmony Area Historical Society shall be associated with the Minnesota Historical Society under such terms and conditions as are required by the Minnesota Historical Society.

This corporation shall be enrolled as an institutional member of the Minnesota Historical Society, paying such dues as prescribed by that society, and shall when possible send a delegate or delegates to represent it at all meetings of the Minnesota Historical Society.

IN WITNESS WHEREOF, we have subscribed our signatures and seals this

Mark Bishop
 Ann Johannessen
 Marilyn Trouten
 Joyce Jacobson
 FILED

Seventeenth day of May, 2000.

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Marilyn Trouten