

AMENDED ARTICLES OF INCORPORATION  
of the  
MORRISON COUNTY HISTORICAL SOCIETY

ARTICLE I - NAME

The name of this corporation is the Morrison County Historical Society (hereinafter called Society).

ARTICLE II – REGISTERED OFFICE ADDRESS

The registered office of the Society is 2151 Lindbergh Drive South, Little Falls, Minnesota.

ARTICLE III - PURPOSE

The general purpose of the Society is educational, social and civic in discovery, preservation and dissemination of historical knowledge, especially about, but not restricted to, historic knowledge of Morrison County and Minnesota. It is the duty of the Society to operate in a manner that is for the public good of Morrison County, Minnesota.

ARTICLE IV - POWERS

The Society has all of the authority necessary or proper to accomplish its general purpose including, though not limited to, the powers specified in Minnesota Statutes Chapter 317A.161, and the power to acquire or construct and to own and maintain a history center.

ARTICLE V – EXEMPTION REQUIREMENTS

No part of the net earnings of the Society shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Society 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 III hereof.

No substantial part of the activities of the Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Society 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 Society shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future tax code or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or corresponding provision of any future tax code.

ARTICLE VI – CAPITAL STOCK

The Society does not, and may not, have capital stock.

ARTICLE VII - MEMBERSHIP

The conditions, rights and responsibilities of membership are defined in and may be altered from time to time by the Society's Bylaws. Unless the Bylaws provide otherwise, members may vote by mail or electronically at any regular or special meeting of the members.

ARTICLE VIII – BOARD OF DIRECTORS

The management of the Society is in a Board of Directors composed of the number of persons stated in the Bylaws. The officers of the Society are its President, its Vice President, its Secretary, and its Treasurer, and such other officers as may be created in the Bylaws. The officers are elected by the Board of Directors. The qualifications and terms are defined by the Bylaws, consistent with these Articles.

ARTICLE IX – ANNUAL MEETING

There is an annual meeting of the members for the election of directors and for the transaction of other business at the time and place stated in the Bylaws.

ARTICLE X – AFFILIATION WITH MINNESOTA HISTORICAL SOCIETY

The Society is authorized to affiliate with the Minnesota Historical Society.

ARTICLE XI – DURATION/DISSOLUTION

The Society has perpetual existence until dissolution.

In the event of dissolution, any remaining assets shall be distributed for the purposes of the Society or to such organizations organized and operated exclusively for such purposes as shall at the time qualify as an exempt organization or exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future federal tax code.

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These Amended Articles of Incorporation of the Morrison County Historical Society supersede and replace any and all previous versions of the Society’s Articles of Incorporation. They were adopted at a special meeting of Morrison County Historical Society members on May 4, 2021.

Original Morrison County Historical Society Articles of Incorporation adopted September 15, 1936.  
Amended: 2/1964, 8/30/1971, 3/27/1973, 2/21/1974, 9/15/1996, 8/29/1998.