

APPENDIX A

GENERAL CONFERENCE

Articles of Incorporation

BE IT KNOWN, that the undersigned, at least three of whom are residents of the Commonwealth of Pennsylvania and citizens of the United States of America, and all of whom are of full age, being all of the members of a committee authorized by the requisite vote of the members of the General Conference of the Evangelical Congregational Church, an unincorporated society, to incorporate said society in accordance with the provisions and requirements of the Non-profit Corporation Law of May 5, 1933, P.L. 289, as amended, do hereby declare, set forth and certify as follows:

1. Name. The name of the corporation is the General Conference of the Evangelical Congregational Church. Such name has been registered with the Department of State within six months of the date of the application for this charter. The Certificate to the Department of State evidencing said registration is attached hereto and marked Exhibit "A."

2. Address. The location and post office address of the initial registered office of the corporation is: 1005 Barberry Road, Wyomissing Park, Reading, Pennsylvania.

3. Purposes. Said corporation is formed for the purpose of promoting and supervising the denominational interests of the Evangelical Congregational Church in promoting the Christian faith, and the spread of Christ's kingdom throughout the world in accordance with the Discipline of the Evangelical Congregational Church doctrines and worship of the Evangelical Congregational Church. It does not contemplate pecuniary gain or profit, incidental or otherwise, to its members.

4. Term. The corporation is to exist perpetually.

5. Incorporation. The name, place of residence and post office address of each of the incorporators is: C. J. Yoder ..... 207 W. Maple St., Myerstown, Pa. G. A. Raker..... 1515 N. 12th St., Reading, Pa. H. E. Kettering ..... 1306 Museum Rd., Wyomissing Park, Reading, Pa. Don C. VanLiew ..... 121 New Holland Ave., Shillington, Pa. Lloyd W. Schlegel.....1040 Reading Blvd., Wyomissing, Pa.

6. Directors. The names and addresses of the persons who are to act as directors, until the election of their successors, are:

C. J. Yoder ..... 207 W. Maple St., Myerstown, Pa. G. A. Raker..... 1515 N. 12th St., Reading, Pa. H. E. Kettering ..... 1306 Museum Rd., Wyomissing Park, Reading, Pa. Don C. VanLiew ..... 121 New Holland Ave., Shillington, Pa. Lloyd W. Schlegel.....1040 Reading Blvd., Wyomissing, Pa.

7. Stock. The corporation is to be organized on a non-stock basis.

8. By-Laws. The affairs of the corporation shall be regulated in accordance with the Creed, Ritual and Discipline of the Evangelical Congregational Church as they are or as they may be lawfully changed or amended from time to time, and by such by-laws of the corporation non-inconsistent therewith as may be adopted from time to time.

9. Attached hereto and marked Exhibit "B" is the affidavit required by Section 217 of Article II of the "Non-profit Corporation Law" approved May 5, 1933, P.L. 289 as amended, in the case of the incorporation of an unincorporated society.

10. Attached hereto and marked Exhibit "C" is a copy of those sections of the Discipline of the Evangelical Congregational Church covering the present unincorporated society and its trustees. The unincorporated society has no other organic by-laws or regulations.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 9th day of November A.D. 1962.

C. J. Yoder
G. A. Raker
Don C. VanLiew
H. E. Kettering
Lloyd W. Schlegel

Effective May 27, 2003, the Eastern Conference of the Evangelical Congregational Church, the Western Conference of the Evangelical Congregational Church, and the Division of Missions of the Evangelical Congregational Church, all non-profit corporations, were merged into the General Conference of the

Evangelical Congregational Church as the surviving corporation, by Articles of Merger, filed with the Pennsylvania Corporation Bureau on April 22, 2003 (Entity No. 136838) and the name of the General Conference was changed to National Conference of the Evangelical Congregational Church.

**THE EVANGELICAL SCHOOL OF THEOLOGY**

**Charter - August 12, 1957**

1. That the name of the Corporation is the EVANGELICAL SCHOOL OF THEOLOGY, and that said name has been registered with the Department of State within six (6) months of the date of the application of this Charter.
2. That the location and post office address of its registered office in this Commonwealth is 121 South College Street, Myerstown, Lebanon County, Pennsylvania.
3. The purposes for which this Corporation is formed are: To provide an institution of training where candidates for the Christian ministry, mission field, and for various specialized functions in the Christian Church, may obtain instructions in the doctrines and practices of the Christian Faith; to award the Bachelor of Divinity Degree and such other degrees as may be approved from time to time by the State Council of Education for its successors; and to acquire and hold estate for the above purposes.
4. The proposed Corporation shall have perpetual existence.
5. The names and places of residence and post office addresses of each of the incorporators are:

Name	Addresses
Charles H. Mengel.....	734 Turner St., Allentown, Pa.
John A. Smith.....	38 S. Fulton St., Allentown, Pa.
Robert S. Wilson.....	100 W. Park Ave., Myerstown, Pa.
Lloyd F. Brownback.....	434 Main St., Royersford, Pa.
Raymond M. Guckes.....	300 Clement Rd., Jenkintown, Pa.
A. Z. Bodey.....	807 Center St., Bethlehem, Pa.
H. S. Heffner.....	950 N. Fifth St., Reading, Pa.
Radcliffe Robinson.....	505 King Ave., Columbus 1, Ohio
Herald C. S. Samuels.....	530 N. 30th St., Allentown, Pa.
Walter Q. Bunderman.....	2038 Bellevue St., Harrisburg, Pa.
Harold H. Scanlin.....	21 S. West St., Allentown, Pa.

6. The names and places of residence and post office addresses of each of the directors are the same as above in item 5.
7. The proposed corporation will be organized upon a non-stock basis.
8. The amount of assets in the possession of the incorporators which are to be devoted to the purpose of establishing and conducting the intended corporation are as follows:
  - a) Real Estate (Land and buildings) \$300,000.00
  - b) Permanent Endowment Fund 30,000.00
9. The minimum number of persons the said corporation intends to employ as members of the faculty of the corporation are as follows:
  - a) Three (3) full time professors, and
  - b) Two (2) part time instructors.
10. The requirements for admission to the intended corporation are:
  - a) For the first year theological degree course – College Bachelor’s degree from an accredited college or university;
  - b) For Diploma Course in Theology – High School Diploma (Note – students who cannot present a high school diploma will, upon favorable vote of the faculty, be accepted as special students, until such deficiency is made up);
  - c) For Christian Worker’s Course – no basic requirements;
  - d) Requirement for Graduation – 96 semester hours, with minimum average of C;
  - e) Requirement for Graduation for Christian Worker’s Course – 12 units successfully completed.
11. Any By-Laws adopted shall not be inconsistent with the Constitution of the United States, the Constitution of Pennsylvania and the **Discipline of the Evangelical Congregational Church.**

**HISTORICAL SOCIETY**

**Charter**

1. The name of the corporation is The Historical Society of the Evangelical Congregational Church which name has been registered with the Department of State within six months of the date of the application for this charter.

2. The location of its initial registered office and its post office address are Evangelical Congregational School of Theology, 121 S. College Street, Myerstown, Pennsylvania 17067.

3. The purpose of the corporation is to gather, preserve and organize historical data, records, books, literature, artifacts and other property related to the origin and development of the Evangelical Congregational Church; own real estate, receive and administer gifts of money or other property, and stimulate and encourage historical research and appreciation.

The corporation does not contemplate pecuniary gain or profits, incidental or otherwise, to its members.

4. The term for which the corporation shall exist is perpetual.

5. The names and places of residence of each of the incorporators are as follows:

Name	Address
Rev. Harrison S. Heffner .....	1004 Daffodil Dr., Lebanon, Pa.
Dr. Walter Q. Bunderman .....	2038 Bellevue Ave., Harrisburg, Pa.
Rev. J. Creighton Christman .....	R.D. 3, Myerstown, Pa.
Rev. Robert S. Wilson.....	110 W. Park Ave., Myerstown, Pa.
Rev. Robert G. Hower .....	37 N. 7th St., Shamokin, Pa.
Andrew H. Hummer .....	42 Market Square, Manheim, Pa.
Herman Hart.....	151 N. Charlotte St., Manheim, Pa.
Rev. Harold H. Scanlin .....	Lyncrest, Myerstown, Pa.
Rev. Paul K. Cressman .....	1005 Barberry Rd., Reading, Pa.
Rev. John A. Smith .....	27 N. 11th St.,Akron, Pa.
Dr. Kenneth R. Maurer .....	113 W. Park Ave., Myerstown, Pa.
Rev. Harold P. Scanlin.....	212 W. Park Ave., Myerstown, Pa.
Rev. Ralph H. Bornman.....	36 N. College St., Palmyra, Pa.

6. The corporation is to be organized on a non-stock basis.

7. The affairs of the corporation shall be regulated in accordance with its By-Laws.

Witness our hands and seals this 11th day of November, A.D. 1967:

Rev. J. Creighton Christman  
Rev. Harrison S. Heffner  
Rev. Robert S. Wilson  
Dr. Walter Q. Bunderman  
Rev. Robert G. Hower

## **BOARD OF PENSIONS**

### **Charter**

In the Court of Common Pleas of Berks County, Pennsylvania.

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 29th day of April, A.D. 1874, and the supplements thereto, the undersigned, all of whom are citizens of Pennsylvania, having associated themselves for the purpose of providing retirement, health and accident benefits for ministers of the Evangelical Congregational Church and their families and desiring that they may be incorporated according to law, do hereby testify:

First: The name of the Corporation is The Board of Pensions of The Evangelical Congregational Church.

Second: The purpose for which the said Corporation is formed, is to provide for retirement, health and accident benefits for ministers of the Evangelical Congregational Church and their families.

Third: The place where the business of the said Corporation is to be transacted is in the City of Reading, County of Berks, and State of Pennsylvania, and at such place or places as the Corporation shall direct.

Fourth: The said corporation is to exist perpetually.

Fifth: The Corporation may adopt By-Laws to govern its operation.

IN TESTIMONY WHEREOF, the applicant has caused these Articles of Amendment to be signed by its President or Vice President and its corporate seal, duly attested by its Secretary or Treasurer, to be hereunto affixed this 17th day of May, 1971.

THE PREACHERS' AID SOCIETY OF THE EAST PENNSYLVANIA CONFERENCE OF THE UNITED EVANGELICAL CHURCH

By J. A. Smith  
President

(Original Charter recorded January 26, 1910, Albert M. Sampsel Recorder, Berks County. Amended June 15, 1930 and June 1971.)

## **EVANGELICAL CONGREGATIONAL CHURCH RETIREMENT VILLAGE**

### **CORRECTED, AMENDED AND RESTATED**

#### **ARTICLES OF INCORPORATION EVANGELICAL CONGREGATIONAL CHURCH RETIREMENT VILLAGE**

By action taken by unanimous vote of the Board of Trustees of the Corporation, the Amended and Restated Articles of Incorporation filed of record on July 15, 1999 are declared to be null and void and of no force and effect as though such Amended and Restated Articles of Incorporation of the corporation had never been filed, such Amended and Restated Articles of Incorporation of the Corporation never have been presented to or adopted by the Trustees of the Corporation, and the following shall constitute the restated Articles of Incorporation of the corporation:

1. The name of the corporation is EVANGELICAL CONGREGATIONAL CHURCH RETIREMENT VILLAGE.
2. The address of this corporation's registered office in this Commonwealth is 440 East Lincoln Avenue, Myerstown, Pennsylvania 17067.
3. The corporation is incorporated for the following purpose or purposes:  
To undertake such activities as are permitted to be undertaken by a nonprofit corporation under Pennsylvania law. Without limiting the generality of the foregoing, the Corporation shall relieve the burden of the aged and infirm members of the Evangelical Congregational Church and other persons regardless of race, color, creed, ancestry, age, sex, national origin, handicap or disability and plan, construct, operate maintain and improve housing and medical care for the elderly or handicapped individuals.
4. The corporation is organized exclusively for charitable, scientific, and educational purposes as defined in Section 501 (c)(3) of the Internal Revenue Code, including, but not limited to any such activity which may be permitted by corporations formed under and pursuant to the Pennsylvania Nonprofit Corporation Law of 1988.
5. 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 Section 501(c)(3) purposes. The corporation shall be authorized and empowered to make payments and distributions to other Section 501(c)(3) organizations. No 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 or in opposition to any candidate for public office.

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (I) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Code (or corresponding provisions of any future United States Internal Revenue Law) or (ii) by a corporation, contributions to which are deductible under Section 170 (e)(2) of the Internal Revenue Code (or corresponding provisions of any future United States Internal Revenue Law.)

It is intended that the corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Section 501 (c)(3) of the Internal Revenue Code. All terms and provisions of these Articles of Incorporation and Bylaws of the corporation and all authority and operation of the corporation, shall be construed, applied and carried out in accordance with such intent.

Upon the dissolution of the corporation, the Board of Trustees shall, shall after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation to one or more organizations described in Section 170 (b)(1)(A) of the Internal Revenue Code (other than clauses (vii) and (viii) thereof) which have been in existence and so described for a period of at least the immediately preceding 60 months or one or more private foundations. Any assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is located, exclusively for such organization(s), as said Court shall determine, which are so described. In the event of a sale or dissolution of the corporation, surplus funds shall not be used for private inurement to any person, and such use of surplus funds is expressly prohibited.

6. The Corporation does not contemplate pecuniary benefit or gain, incidental otherwise.
7. The corporation shall not have members.
8. The Corporation is organized upon a nonstock basis.
9. The term of the corporation's existence is perpetual.
10. All references in these Articles of Incorporation to sections of Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any applicable future United States Internal Revenue Law, and to all regulations issued under such sections and provisions.
11. The Board of Trustees of the Corporation, the number and composition of which shall be as set forth in its Bylaws, shall have the power to make Bylaws and regulations for the corporation and to alter or repeal the same.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be sign a duly authorized officer, thereof this 23<sup>rd</sup> day of October 2000.

EVANGELICAL CONGREGATIONAL CHURCH  
RETIREMENT VILLAGE  
BY: Rev. Bruce D. Hill  
TITLE: Executive Director

## TWIN PINES

### ARTICLES OF INCORPORATION OF TWIN PINES

In compliance with the requirements of the applicable provisions (relating to articles of incorporation or cooperative corporations generally), the undersigned, desiring to incorporate a nonprofit/nonprofit cooperation corporation, hereby state(s) that:

1. The name of the corporation is: Twin Pines
2. The address of this corporation's current registered office in this Commonwealth is: 3000 Twin Pines Road, Stroudsburg, PA 18360
3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes.  
See Exhibit "A".
4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.
5. The corporation is organized on a non-stock basis.
6. The incorporators constitute a majority of the members of the committee authorized to incorporate: Twin Pines.
7. Not applicable.
8. The names and addresses of each of the incorporators are:  
Reverend David A. Swift, 802 Broad Street, Akron, PA 17501  
Reverend Gordon R. Lewis, 7140 Somerset Street, Harrisburg, PA 17111  
Mrs. Janet Hague, 755 Forty Foot Road, Hatfield, PA 19440  
Mr. Jack Echternach, 575 Ridge Avenue, Ephrata, PA 17522
9. The specified effective date, if any, is: date of filing.
10. Additional provisions of the Articles are on attached Exhibit "A".

IN TESTIMONY WHEREOF, the incorporator(s) have signed these Articles of Incorporation this 1<sup>st</sup> day of April, 2003.

/s/ David A. Swift  
/s/ Gordon R. Lewis  
/s/ Janet Hague  
/s/ Jack Echternach

These Articles of Incorporation were filed on May 1, 2003.

### TWIN PINES ARTICLES OF INCORPORATION - NONPROFIT

#### EXHIBIT "A"

(Numbers refer to applicable sections of the accompanying application.)

3. PURPOSE: The Corporation is incorporated under the Non-Profit Corporation Law of 1988 for the purposes of providing a camp setting for the education and enlightenment of people of all ages so as to make Christ known as a the author of His Word and His World and to assist the Church with the mission of making Christ-like disciples by utilizing the resources of God's Word and God's Creation.
10. BOARD OF DIRECTORS: The membership of the Board of Directors shall be elected by, and any vacancies in the Board of Directors shall be filled by, the National Conference of the Evangelical Congregational Church and the Board of Directors as provided in the Bylaws of the Corporation, Article 7 MEMBERSHIP OF THE BOARD, Section 7.1 *Composition of the Board* for such terms and under such conditions as specified in the Bylaws.  
At all times a majority of the members of the Board of Directors shall be members in good standing of the Evangelical Congregational Church.
11. LIMITATION ON ACTIVITIES: The Corporation shall be organized and operated exclusively for religious, charitable, scientific or educational purposes within the meaning of Sections 501(a) and



501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

No part of the net earnings of the Corporation shall be used for the benefit of, or be distributable to, its board, 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 of the Corporation. 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) a 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: (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

The Corporation shall seek such sources of support, including the solicitation of grants and loans from private sources and direct or indirect contributions from the general public, as may be necessary to enable it to qualify as a publicly supported organization. In the event this Corporation is in any one year determined to be a "private foundation" as defined by Section 509(a) of the Internal Revenue Code it shall:

- a. Distribute its income for each tax year at such time and such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code.
- b. Not engage in any act of self-dealing as defined in Section 4941(d) of the Code.
- c. Not retain any excess business holdings as defined in Section 4943(c) of the Code.
- d. Not make any taxable investments as defined in Section 4944 of the Code.
- e. Not make any taxable expenditures as defined in Section 4945(d) of the Code.

12. **DISTRIBUTION ON LIQUIDATION OR DISSOLUTION:** In the event of the dissolution of this Corporation at any time or for any reason, all of the funds, properties, and assets of this Corporation shall be contributed to the National Conference of the Evangelical Congregational Church with offices presently at Myerstown, Pennsylvania, or any legal successor thereto, if at that time such recipient organization is wholly of a public and nonprofit nature, is organized and operated exclusively for religious, charitable, scientific or educational purposes, and qualified as an exempt organization under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). If the foregoing National Conference or its successor is not eligible to receive the funds under the restrictions provided in the preceding sentence, all of the assets of the Corporation shall instead be give or contributed to any other corporations, associations, entities or institutions affiliated with the Evangelical Congregational Denomination which do meet the foregoing restriction as may be determined by a majority of the Board of Directors. No contributor to this Corporation nor any member of the family of a contributor, nor any corporation controlled by a contributor shall ever derive or receive any financial or pecuniary gain or profit from this Corporation on dissolution, liquidation, winding up, or otherwise.
13. **RESTRICTION ON AMENDMENTS:** The provisions of these Articles of Incorporation may not be amended without the prior consent of the National Conference of the Evangelical Congregational Church, as that consent may be given under the provisions of its DISCIPLINE, rules and regulations.