



ARTICLES OF INCORPORATION WITH BYLAWS

As amended May 2015

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**ARTICLES OF INCORPORATION OF LUTHER COLLEGE
DECORAH, IOWA**

ARTICLE I

Name

1.01. The name of this corporation shall be Luther College.

ARTICLE II

Duration

2.01. Duration for the corporation shall be perpetual.

ARTICLE III

Purposes and Objects

3.01. The purposes and objects of the corporation include any legitimate activity, but primarily the corporation shall:

(a) Establish and maintain a Lutheran educational institution of collegiate rank at Decorah, Iowa that shall give men and women a liberal and thorough Christian college education which will prepare them for service to society and, in particular, to the Evangelical Lutheran Church in America by helping to supply faithful servants ordained and lay, in every field of Christian endeavor; provide suitable grounds and buildings therefor; engage teachers; provide libraries, apparatus and equipment; grant academic degrees, both honorary and in course; establish and administer endowment funds for the benefit of the institution.

(b) Own, hold, control, mortgage, sell and otherwise dispose of real, personal, and mixed property, incident to the carrying on of said business, and convenient in the accomplishment of the purposes for which the corporation is created and organized, and to receive gifts, devises and bequests.

(c) Purchase, own, hold, improve, cultivate, manufacture, lease, sell, assign, transfer, convey, partition, or otherwise dispose of; mortgage, pledge or otherwise encumber; and to deal in and with property of every nature and description whether located within or without the State of Iowa, including but not being limited to lands and any interest or estate therein, buildings, structures, warehouses, factories, and any kinds of types of commodities or merchandise, and notes, accounts, bonds and stocks; all as may be necessary for this corporation to promote and carry out the purposes for which it is organized.

(d) Guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock of, or any bond, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of this State or any other state, country, nation or government, and while the owner thereof, to exercise all rights, powers and privileges of ownership; all as may be incident to the purposes of this corporation.

(e) Issue bonds, debentures, or obligations of this corporation from time to time for any of the objects or purposes of the corporation and to secure the same by mortgage, pledge, deed of trust, or otherwise.

3.02. It is expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

3.03. The corporation shall be operated exclusively for those purposes allowed an exempt organization under §501(c)(3) of the Internal Revenue Code as amended in its regulations as they now exist or as they may hereafter be amended. Specifically,

(a) No substantial part of the activities of the corporation shall be for the carrying on of propagand or otherwise attempting to influence legislation; nor shall this corporation participate in or intervene in (including the publishing or distributing of statement) any political campaign on behalf of any candidate for public office, nor shall this corporation engage in any transactions, accumulations of funds or any other activities prohibited to taxes and charitable corporations at that time by the Internal Revenue laws and other laws of the United States of America, or of any laws of the State of Iowa, or any other state where such activities of this corporation are conducted.

(b) This is a corporation without stock, no part of the net earnings shall inure to the benefit of any private individual except as reasonable compensation for services rendered, goods received, and other property of or valuable things which may be acquired by the corporation for the accomplishment of these objects.

(c) No dividends shall be declared by this corporation. Upon the dissolution of the corporation assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal Tax Code or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation has been located exclusively for such purposes.

ARTICLE IV

Membership

4.01. The members of this corporation shall be those individuals holding the following positions and offices:

(a) The voting members of the Churchwide Assembly of the Evangelical Lutheran Church in America entitled to vote at such meetings chosen in accordance with the discipline and usage of such Church, or its successor. Such members shall remain members of the corporation until the convening of the succeeding Churchwide Assembly of the Evangelical Lutheran Church in America at which time such members shall give place to the voting members at such succeeding Churchwide Assembly, in accordance with the discipline and usage of said Church, or its successor.

(b) The members of the Board of Regents of this corporation.

(c) The president of the College operated by this corporation.

(d) The officers of the administration of the College.

4.02. Advisory members and official visitors of the corporation shall be those designated by the constitution of the Evangelical Lutheran Church in America in accordance with its usage and practice.

ARTICLE V

Principal Office and Registered Agent

5.01. The location of the principal office of the corporation shall be 700 College Drive, Decorah, Iowa. The name of its current registered agent at such address is Paula J. Carlson.

ARTICLE VI

Meetings

6.01. The regular meetings of the members of the corporation shall be held in conjunction with the Churchwide Assembly of Evangelical Lutheran Church in America at the time and place designated by the Presiding Bishop of the Evangelical Lutheran Church in America. Special meetings may be called at anytime to be held at any place by the presiding Bishop of the Evangelical Lutheran Church in America.

6.02. If the regular meeting or a special meeting of the members is so designated to be held in conjunction with the regular or special Churchwide Assembly of the Evangelical Lutheran Church in America, notice that such meeting shall be held shall be given to the members at least ten (10) days before such meeting in the same manner as notice is given to the voting members of the Churchwide Assembly. Proxy voting is prohibited at a regular or special meeting of the members of the corporation that is held in connection with the regular or special Churchwide Assembly of the Evangelical Lutheran Church in America.

6.03. If the regular meeting or a special meeting is designated by the Presiding Bishop of the Evangelical Lutheran Church in America to be held at a time and place other than in conjunction with the Churchwide Assembly, the Presiding Bishop shall cause written notice thereof to be given to the members of the corporation specifying the time and place of the meeting, and if a special meeting the purpose thereof, at least thirty (30) days before a regular meeting and at least ten (10) days before a special meeting. Proxy voting is permitted at a regular or special meeting of the members of the corporation that is not held in conjunction with a regular or special Churchwide Assembly of the Evangelical Lutheran Church in America.

6.04. All matters submitted to a vote of the members at any regular or special meeting shall be decided by a majority of the votes cast.

6.05. The Presiding Bishop of the Evangelical Lutheran Church in America, or his or her designee, shall preside at meetings of members of the corporation.

ARTICLE VII

Management and Control

7.01. The management of the business and affairs of this corporation and the supervision of the curriculum and instruction and policies of the College shall be vested in a Board of Regents.

7.02. The Board shall consist of not less than twelve nor more than thirty-one members, including the President of the College and a Bishop designated by the Bishops of the Evangelical Lutheran Church in America, Region 5. The President will be an ex-officio member, without vote. A representative from the Evangelical Lutheran Church in America Churchwide Organization is welcome to attend Board meetings.

7.03. Regents are elected by the Board and their election shall be submitted for ratification by the Corporation.

7.04. The President of the College shall be elected by the Board of Regents for a term of six years and shall be an active member of a congregation of the Evangelical Lutheran Church in America. A newly elected President who is not currently part of the Evangelical Lutheran Church in America must have experience within the Lutheran tradition and must be willing to become an active member of a local Evangelical Lutheran Church in America congregation upon election as president.

7.05. Candidates for the Board of Regents shall be nominated by a process set forth in the bylaws.

7.06. At least fifty (50) percent of the members of the Board of Regents shall be members of congregations of the Evangelical Lutheran Church in America.

7.07. A vacancy in the membership of the Board of Regents shall be filled by the Board. Ratification will occur at the next meeting of the corporation.

7.08. The Bylaws may provide for the awarding of regent emeritus status based on years of service and contributions to the Board of Regents. A regent emeritus shall have no voting rights.

ARTICLE VIII

Capital Stock

8.01. This corporation shall have no capital stock and shall issue no capital stock.

ARTICLE IX

Exemption from Liability for Debt

9.01. The private property of the members, regents and officers of this corporation shall not be liable for any of the debts or liabilities of the corporation.

9.02. Members of the corporation performing volunteer services for the corporation are not liable on the debts and obligations of the corporation and the same persons are not personally liable for a claim based upon an act or admission of the person and the performance of the person's duties within the corporation, except for the acts or admissions which involve intentional misconduct or knowing violation of the law or for transactions in which the person derives an improper personal benefit.

Indemnification

Every person who is or has been an officer, regent, or member of the corporation shall be indemnified and held harmless by the corporation from and against all costs and expenses which may be imposed upon or reasonably incurred by him or her in connection with or arising out of any claim, action, suit, or proceeding of which he or she may be involved by reason of being director, or officer, or regent, whether or not continuation of the director, or officer at the time such costs and expenses are imposed or incurred. As used herein the term cost and expenses shall include but not limited to council fees and amounts of judgment against and amount paid in settlement by any such director or officer other than amounts paid to the corporation provided that no such officer or director shall be so indemnified.

ARTICLE X

Amendments

10.01. Following approval by the Board of Regents of Luther College, any amendments to these Articles of Incorporation shall be approved at a meeting of the members of the corporation by a majority of those present and voting.

ARTICLE XI

Bylaws

11.01. Bylaws not inconsistent with these Articles of Incorporation may be adopted, amended or repealed by the Board of Regents without referral to, or action by, the members of the corporation.

BYLAWS OF LUTHER COLLEGE

I. BOARD OF REGENTS

1.01. The Board of Regents shall be elected in the manner prescribed in the Articles of Incorporation. Candidates for membership on the Board of Regents shall be nominated by the Institutional Planning and Board Affairs Committee of the Board.

1.02. Regular meetings of the Board of Regents shall be held three times each year, the exact time and place of said meetings to be determined by the President of the College or the Chair of the Board of Regents.

Special meetings shall be called by the President of the College or by the Chair with written notice emailed or mailed at least five days previous to the day of meeting to each member of the Board at the last known email or mailing address specifying the purpose, time and place of meeting. Special meetings may be held at any time or place if a majority of the members are present and waive notice as to purpose, time and place of meeting. The Chair is required to call a special meeting of the Board whenever five or more members request in writing that such a meeting be called.

Notwithstanding the preceding paragraph, any action may be taken by the Board of Regents without a meeting if such action is recorded in a written consent signed by all members of the Board of Regents, in one document or in separate identical counterparts thereof, including emailed and/or facsimile signature, filed in the corporation's minute book, all as authorized and prescribed by Section 504.822 of the Code of Iowa, as the same may be amended from time to time.

1.03. Regents whose elections have been ratified at the meeting of the corporation and Regents elected to fill vacancies shall assume office forthwith.

1.04. At the May meeting of even numbered academic years, the Board shall elect officers, an Executive Committee and an Institutional Planning and Board Affairs Committee. Officers assume office on June 1 of that same year.

1.05. Except as otherwise provided in the Articles of Incorporation or in these Bylaws or by resolution of the corporation, The Board of Regents and the officers of the College shall have the general management of the affairs of the College; shall oversee the quality of all academic and student life programs and services consistent with the College's educational mission and standards of excellence; shall have charge of the disposition and management of funds, gifts, and legacies belonging to the College; shall keep the buildings and other property of the College in good repair; shall procure needed land, buildings, libraries, apparatus, and equipment; shall establish the policies and rules and regulations which may be necessary for the efficient organization and administration of the College; shall authorize the granting of degrees, both honorary and in course, upon nomination by the Faculty and shall make provisions for the performance of such other services in connection with the conduct of the College as they deem necessary.

1.06. The Board of Regents shall have the accounts of all organizations at the College that handle funds audited at least once a year.

1.07. Deeds of conveyance, mortgages, satisfaction of mortgages, contracts and other such documents shall be executed according to guidelines established by the Board.

1.08. A quorum of the Board of Regents shall consist of a majority thereof.

1.09. In addition to other committees specifically outlined in the Bylaws, the Board of Regents may establish standing committees. Upon assuming office, the Chair of the Board shall appoint committee members and nominate committee chairs. The chairs of the standing committees shall be subject to ratification by the Board and shall assume office on June 1 of the year of election.

1.10. Members of the Board of Regents shall be elected for four-year terms. A regent may serve a total of three terms (12 years).

1.11. After completing three terms, regents may be renominated for an additional three terms but may not be renominated for election without interruption for at least a period of two years.

II. OFFICERS OF THE BOARD OF REGENTS

2.01. The officers of the Board of Regents shall be a Chair, a Vice-Chair, a Secretary and a Treasurer. The Treasurer need not be a member of the Board of Regents. Ex-officio members of the Board of Regents shall not be eligible for the offices listed above.

2.02. The said officers shall be elected by the Board of Regents for a term of two years and shall hold office until their successors have been elected and shall have qualified. The said officers shall be elected pursuant to the written process adopted and ratified by the Board of Regents.

III. CHAIR OF THE BOARD OF REGENTS

3.01. The Chair of the Board of Regents shall preside at the meeting of the Board.

IV. VICE-CHAIR OF THE BOARD OF REGENTS

4.01. The Vice-Chair of the Board of Regents shall execute the duties of the Chair in the Chair's absence or inability to act.

V. SECRETARY AND ASSISTANT SECRETARY

5.01. The Secretary shall keep a record of all the transactions of the Board of Regents and shall have responsibility for the seal. These documents shall at all times be open to the inspection of the Board of Regents or any member of the Board. Together with the Chair and the President, the Secretary shall sign all diplomas given in evidence of degrees granted by the College.

5.02. In the event that the Secretary is not available for executing a document, the Secretary can empower an Assistant Secretary, who has been duly appointed by the Board but who need not be a member of the Board, to sign the document.

VI. TREASURER

6.01. The Treasurer shall receive and shall have the custody of all moneys and securities of the College, except as otherwise provided by the College; shall take such measures for their safekeeping, and shall make payments therefrom under such conditions, as the Board of Regents may direct.

6.02. The Treasurer shall give a bond, to be approved by the Board of Regents, in such sum as the Board of Regents shall require.

6.03. The Treasurer shall prepare an annual statement of the financial condition of the College for the Board of Regents and at other times shall prepare a statement of such financial condition whenever the Board of Regents may require it. The Treasurer's books shall at all times be open to the inspection of the Board of Regents or any member of the Board and shall be audited at least once a year.

6.04. In case of protracted absence on the part of the Treasurer or inability to act, the Board of Regents shall make temporary provision to care for the duties of this office. In case of vacancy in the office of Treasurer, the Board shall fill it for the unexpired term.

VII. THE EXECUTIVE COMMITTEE

7.01. The Executive Committee shall be composed of the Chair, Immediate Past Chair, Vice-Chair, Secretary of the Board, three additional board members elected by the Board, and the Chairs of standing committees of the Board. Interim vacancies in the Executive Committee shall be filled by appointment by the Institutional Planning and Board Affairs Committee.

7.02. The Executive Committee shall have such powers and exercise such authority as the Board of Regents may delegate to it or vest in it.

VIII. THE INSTITUTIONAL PLANNING AND BOARD AFFAIRS COMMITTEE

8.01. The Board shall elect four of its members to serve as the Institutional Planning and Board Affairs Committee. Terms shall be for two years. The Vice-Chair of the Board of Regents will serve as chair of the Institutional Planning and Board Affairs Committee. The Board Chair and the President shall serve as ex-officio members. Interim vacancies shall be filled by appointment by the chair of the Board.

8.02. The Institutional Planning and Board Affairs Committee shall have the following duties:

1. To oversee strategic planning, including the identification and tracking of benchmark indicators.
2. To nominate persons to serve as officers of the Board of Regents, members of the Executive Committee, and members of the Institutional Planning and Board Affairs Committee. The procedures the Institutional Planning and Board Affairs Committee shall follow in nominating said persons is outlined in the written process for election of board officers, adopted and ratified by the Board of Regents.
3. To identify, cultivate, and nominate candidates for Board membership.
4. To conduct orientation and self-evaluation of the Board and assessment of the President.
5. To bring forth recommendations to the Board for emeritus status. Regent emeritus status will be awarded based on years of service and contributions to the Board.

IX. PRESIDENT OF THE COLLEGE

9.01. The President shall be the executive head of the College and Chair of the faculty and shall report annually to the Board of Regents or whenever required by them and to the corporation concerning the work and needs of the College.

9.02. The President of the College shall together with the Secretary sign all diplomas given in evidence of degrees granted by the College.

9.03. The President shall preside at all meetings of the Faculty and the College Resource Council and, in case of an equal division at any meeting of the Faculty, or of the College Resource Council, shall have the deciding vote. In the President's absence the Dean of the College shall preside at such meetings.

9.04. The President shall cause to be prepared the budget for each year to be submitted to the Board of Regents for its approval.

9.05. In case of protracted absence on the part of the President or inability to act, an administrative officer designated by the Board shall assume the President's duties until such time as the Board of Regents shall make temporary provision to care for the duties of the President's office. In case of vacancy in the office of President, the Board of Regents shall fill it in the manner prescribed in the Articles of Incorporation.

X. OFFICERS OF ADMINISTRATION

10.01. The Board of Regents shall approve the hiring of such administrative officers as it shall find necessary for the good conduct of the College and shall define their duties and fix their compensation.

10.02. The Officers of the Administration shall be the President, Vice President for Academic Affairs and Dean of the College, one or more Vice Presidents, Treasurer, and any other officer so designated by the Board of Regents.

XI. FACULTY

11.01. The Board of Regents, upon recommendation of the President, shall grant tenure and prescribe the conditions thereof.

11.02. The Faculty of the College shall consist of the President, the Vice President for Academic Affairs and Dean of the College, full-time staff members holding the rank of instructor or higher, and part-time staff members who hold either tenured or tenure-line appointments.

11.03. *(The Luther College Board of Regents voted to eliminate Bylaw 11.03 and the category of Faculty Associates at their meeting on May 16, 2015).*

11.04. The College Resource Council shall consist of the President of the College as chairperson; the Vice President for Academic Affairs and Dean of the College (who shall chair meetings in the absence of the President); the Vice President for Finance and Administration; three tenured members of the faculty, nominated by divisions and elected by faculty, who shall also serve as representatives to the Board of Regents; one faculty representative from the Faculty Interests Committee; two appointed staff who have budget center responsibility; and one appointed member—nominated by the faculty and staff—who holds a position at the college with expertise directly related to diversity.

11.05. The College Resource Council shall serve as a forum for the discussion and study of major college-wide issues. It provides an opportunity for representative members of the faculty and staff to serve in an advisory role to the administration and Regents of the College, especially in matters of long-range planning, resource allocation, and in the planning of the budget. Other issues may be identified by the Council for deliberation and brought to the attention of the faculty and staff and/or appropriate college committees.

11.06. The Faculty, with the approval of the Board of Regents, shall establish the departments of instruction, decide upon courses of study, determine the requirements for the admission to the college and for graduation, nominate candidates for degrees, establish the rules and regulations for the government of the College, and have the power to suspend or expel students whenever it finds such action necessary for the welfare of the college.

11.07. The Faculty shall elect or authorize the selection of such committees as may be required for the carrying on of the powers enumerated above.

11.08. In case the President deems it necessary, the President may dismiss a teacher and shall report such action to the Board of Regents. The teacher may appeal the case to the Board of Regents.

11.09. In case of complaints against the President, any charge made shall be presented directly to the Board of Regents in writing, properly signed and verified. The decision of the Board of Regents is final.

XII. INDEMNIFICATION OF REGENTS AND OFFICERS

12.01. The College shall indemnify the Regents or officers of the College, in the manner and to the fullest extent now or hereafter permitted by law, in connection with any actual or threatened action or proceeding

(including civil, criminal, administrative or investigative proceedings) arising out of their service to the College in their capacities of Regents or officers as the case may be. Persons who are not Regents or officers of the College may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Regents. The provisions of this Article shall be applicable to actions or proceedings commenced after the adoption hereof, whether arising from acts of omissions occurring before or after the adoption hereof, and to persons who have ceased to be Regents, officers or employees and shall inure to the benefit of their heirs, executors and administrators. The Board of Regents may, but shall not be obligated to purchase and maintain insurance, with respect to the indemnification provided herein, as shall be permitted by law.

XIII. AMENDMENTS

13.01. Bylaws not inconsistent with the Articles of Incorporation may be adopted, amended or repealed by the Board of Regents without referral to, or action by, the members of the corporation.

(The above Articles of Incorporation and Bylaws of Luther College, renewed, amended, and substituted, were approved by the Board of Trustees of Luther College at the regular quarterly meeting at Decorah, Iowa, February 21, 1958, and were adopted by the corporation of Luther College at its regular meeting in Minneapolis, Minnesota, June 19, 1958, with the exceptions that Article VII, paragraph 7.03 and paragraph 7.04, were amended at the regular meeting of the Luther College Corporation at Milwaukee, Wisconsin on October 22, 1962;

Bylaw VII, paragraph 7.02 and all paragraphs of Bylaw VIII were amended at the regular meeting of Luther College Corporation at Minneapolis, Minnesota on October 26, 1966.

Article VII, paragraph 7.03 was amended at the regular meeting of the Luther College Corporation at Omaha, Nebraska on October 21, 1968.

Bylaw IX was added at the regular meeting of the Luther College Corporation at Minneapolis, Minnesota on October 9, 1972 (with "IX. Amendment" becoming "X. Amendment").

Bylaw I, paragraph 1.07 was deleted at the regular meeting of the Luther College Corporation at Detroit, Michigan on October 11, 1974 (with paragraph 1.08 becoming paragraph 1.07).

Bylaw I, paragraphs 1.02 and 1.04 and Article VI, all paragraphs, were amended at the regular meeting of the Luther College Corporation at Washington, D.C. on October 11, 1976.

Article VII was amended at the regular meeting of the Luther College Corporation at Moorhead, Minnesota on October 23, 1978.

Bylaw VIII was amended at the regular meeting of the Luther College Corporation at Minneapolis, Minnesota on October 2, 1980. Articles VI and VII and Bylaws I, VII, VIII and IX are here printed in the amended form, adopted in 1962, 1966, 1968, 1972, 1974, 1976, 1978, and 1980.

Articles VII and VIII and Bylaws I, III, IV, V and VI are here printed in the amended form, adopted at the Luther College Corporation Meeting at Moorhead, Minnesota on October 19, 1984.

The following Articles and Bylaws were amended and approved by the Board of Regents on November 15, 1986 and by the Luther College Corporation on April 29, 1987: Articles III. 3.01.(a), V. 5.01 and 5.02, VI. 6.01, 6.02 and 6.03, VII. 7.02, 7.03, 7.04 and 7.06, VIII. 8.01, XIII, 13.01, and Bylaws I. 1.01 and 1.03, II. 2.01, and X. 10.01.

The following Articles and Bylaws were amended or added and approved by the Regents on Feb. 13, 1988, and Corporation meeting at Rosemont, Illinois on August 27, 1989: Article VII. 8.01., Bylaw I. 1.02, new Bylaws VI and VII and thus renumbering VI to VIII, VII to X, IX to XI, X to VII, and by the Regents on May 20, 1989, and Corporation meeting at Rosemont, Illinois on August 27, 1989- Article VII. 7.02.

The following amendments were approved by the Board of Regents on September 17, 1988 (Bylaw IV. 4.01, 4.02, 4.03) and on February 9, 1991 (Bylaw XII. 12.01, Article XIII. 13.01, Article VII. 7.02.) and adopted at the Luther College Corporation meeting at Orlando, Florida, on September 1, 1991.

The following bylaws were amended and approved by the Board of Regents on February 15, 1992, and adopted at the Luther College Corporation meeting at Kansas City, Missouri, on August 28, 1993: Bylaw I. 1.04; VI. 6.01, 6.02; VII. 7.01, 7.02.

The following Articles and Bylaws were amended or added and approved by the Regents on May 24, 1997, and adopted at the Luther College Corporation meeting at Philadelphia, Pennsylvania on August 16, 1997: Article III. 3.01(a); Article VII. 7.02, 7.05; Article VIII. 8.01; Bylaw I. 1.04, 1.08; Bylaw VI. 6.01; Bylaw VII. 7.01; Bylaw X. 10.03, 10.04, 10.05.

The following Articles and Bylaws were amended or added and approved by the Board of Regents on February 10, 2001, and adopted at the Luther College Corporation meeting at Indianapolis, Indiana on August 11, 2001: Article VII. 7.02, 7.03, 7.06; Article XIII. 13.01; Bylaw I. 1.01, 1.04, Bylaw II. 2.02, Bylaw IV. 4.02, Bylaw VI. 6.01, Bylaw VII. 7.01, 7.02, Bylaw IX. 9.01, Bylaw X. 10.01, Bylaw XII. 12.01.

The following Article was amended and approved by the Board of Regents on May 18, 2002, and adopted at the Luther College Corporation meeting at Milwaukee, Wisconsin on August 13, 2003: Article VII. Section 7.02.

The Luther College Corporation adopted *en bloc* a restatement of the college's Articles of Incorporation at their meeting on August 10, 2005 in Orlando, Florida. This followed a reorganization of the college's governing documents. Now items required by state law or the IRS and matters that are important to the church comprise the Articles of Incorporation and will be subject to amendment solely by the Corporation. Items that pertain to the internal operation of the College comprise the Bylaws and will be subject to amendment by the Luther College Board of Regents (see Article 11).

The following Bylaws were amended by the Board of Regents on May 13, 2006: Bylaw I, paragraph 1.05; Bylaw II, paragraph 2.01; Bylaw III, paragraph 3.01; Bylaw VI, paragraphs 6.01 and 6.03; Bylaw XI, paragraph 11.04 and 11.09. In Bylaw V, paragraph 5.01 was deleted so paragraph 5.02, which was amended, became 5.01 and 5.03 became 5.02; In Bylaw VIII, paragraph 8.03 was deleted.

The following Bylaws were amended by the Board of Regents on February 9, 2008: Bylaw I, paragraph 1.02; Bylaw II, paragraph 2.01, Bylaw VIII, paragraph 8.01.

The following Bylaws were amended by the Board of Regents on May 15, 2009: Bylaw VIII, paragraph 8.02.2; In Bylaw II, paragraph 2.01 was divided into 2.01 and 2.02, with new language added to 2.02.

The following Bylaws were amended by the Board of Regents on October 23, 2009: Bylaw 1.02 and 1.04.

The following Bylaws were amended by the Board of Regents on February 23, 2013: Bylaw 1.02, Bylaw 9.03, Bylaw 11.04 and 11.05. The Regents also approved changes to Articles 7.02, 7.04, and 7.06, which subsequently were adopted *en bloc* by the Luther College Corporation at their meeting in Pittsburg, Pennsylvania, August 14, 2013. In addition, the name of Luther College's president was changed in Article V.

The following Bylaw was amended by the Board of Regents on February 22, 2014: Bylaw 1.05. On May 17, 2014, the Board amended Bylaw 1.02, 10.02, and 11.02. On July 1, 2014 the name of Luther College's president was changed in Article V.

Bylaw 11.02 was amended and Bylaw 11.03 was eliminated by the Board of Regents on May 16, 2015.