



Danish Brotherhood in America

Special Edition 1994

# American Dane

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Denmark Our Heritage-America Our Home

***Special National Convention***  
**of the**  
**Danish Brotherhood in America**  
**July 23, 1994**  
**Agenda**

- 1.) Presentation of Colors
- 2.) Singing of the National Anthems
- 3.) Moment of Silence
- 4.) Official Call to Order  
    Woodrow T. Petersen, National President
- 5.) Introductions  
    Woodrow T. Petersen, National President
- 6.) Roll Call of Board of Directors and Delegates  
    Jerome L. Christensen, Secretary-Treasurer/C.E.O.
- 7.) Verification of Credentials  
    Ebba L. Norby, Director  
    Chair, Credentials Committee
- 8.) Special Committee Appointments  
    Tally Committee
- 9.) Report of the DBIA Merger Committee  
    Edward C. Madsen, Director  
    Chair, Merger Committee
- 10.) National Law Committee Report  
    Agreement and Plan of Merger  
    Niels Nedergaard, Enumclaw, WA Lodge No. 113  
    Chair, National Law Committee
- 11) Delegate Vote of Agreement and Plan of Merger with Sons of Norway

Approval of the Agreement and Plan of Merger would then require additional business as follows:

- 12.) National Law Committee Report  
    Proposed Bylaws for the DBIA District of the Sons of Norway  
    Niels Nedergaard, Enumclaw, WA Lodge No. 113  
    Chair, National Law Committee
- 13.) Nomination of DBIA's Representation on the Sons of Norway International Board of Directors  
    Director(s)  
    Alternate(s)
- 14.) Election of DBIA District Officers and Directors
- 15.) Review of DBIA District Budget for 1995 and 1996
- 16.) For the Good of the Order
- 17.) Closing of the Convention

Note: Disapproval of the Agreement and Plan of Merger with Sons of Norway would require the DBIA to discuss what other alternatives the governing body would direct the Board of Directors to pursue. It would also be advisable for the governing body to then make provision for approval of an alternate plan by mail to avoid the expense of calling another Special Convention. This may be done by resolution of the governing body.

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American Dane is the official publication of  
The Danish Brotherhood in America, 3717 Har-  
ney Street, Omaha, NE 68131-3844.

Advertising rates provided on inquiry at the  
above address or call 1-800-553-1937.

The deadline for American Dane is the  
10th of the month preceding month of publica-  
tion.

# American Dane

USPS 148-180  
ISSN 0739-9170

Postmaster: if undeliverable as addressed, notify us promptly on Form 3579.

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**Volume LXXVIII**

**Special Edition**

**May 1994**

American Dane (ISSN 0739-9170) is published monthly for \$12.00 domestic and \$15.00 foreign annually by the Danish Brotherhood in America, 3717 Harney Street, Omaha, NE 68131-3844. Second-Class postage paid at Omaha, NE and additional mailing offices. Postmaster: Send address changes to American Dane, 3717 Harney Street, Omaha, NE 68131-3844.



# President's Page

Woodrow T. Petersen, National President

Regular readers of this page of **American Dane** are aware that as of late a proposed merger has been THE topic. This special edition of **American Dane** brings to you many important topics relating to a possible merger, including a proposed agreement and plan of merger. The special edition will serve as the convention report booklet for the upcoming special convention of the Danish Brotherhood in America.

A Merger Agreement has been developed and approved by the Merger Committees and the National Boards of the Danish Brotherhood in America and the Sons of Norway. We are now presenting this merger information to our members, so that all may be aware of the contents of the agreement. This agreement will be presented to the Danish Brotherhood in America delegates at the special National Convention on July 23, 1994 in Omaha, Nebraska. If the proposed merger is approved by the DBIA delegates at the National Convention in July, the Sons of Norway delegates will vote on the merger at their International Convention in August 1994.

After considering all options, the Danish Brotherhood Merger Committee and the National Board of Directors felt a merger with Sons of Norway would be the best option for our membership. A merger with the Sons of Norway, would allow us to retain our ethnic background and become associated with a 75,000 member organization. In addition, Sons of Norway's insurance coverage and fraternal programs are similar to ours. Sons of Norway is licensed in Canada and the same states as DBIA, with the exception of Ohio, where they have made application for a license. A merger would be an historic event for the Danish Brotherhood in America.

I encourage you to read this edition of **American Dane** from cover to cover, in particular the merger agreement which begins on page 6. After you have read it, attend your lodge meetings to discuss the merger

proposal and other information contained in these pages. Let your lodge delegate know how you feel.

If a merger is approved by the DBIA delegates and the SON delegates at the respective conventions this summer, it will be necessary for the Danish Brotherhood in America to organize as a District of the Sons of Norway. In order to expedite that process, IF necessary, proposed bylaws and a proposed budget have been prepared. We feel it is to the Danish Brotherhood's advantage to prepare for any outcome of the conventions. These items begin on page 30.

The National Board of Directors have drafted questions that members might be asking. The answer follows each question. The Q & A series begins on page 20. If after reading this edition of **American Dane**, you still have questions, please contact any of the National Board members or the Home Office Staff.

The following members will serve on the nine-member National Committee on Laws at the special convention:

Niels Nedergard, Committee Chair

Lodge No. 113, Enumclaw, WA

David Neelson, Committee Vice Chair

Lodge No. 326, West Branch, IA

Shirley Holzhauser, Committee Secretary

Lodge No. 34, Dwight, IL

Knud Koefoed, Lodge No. 172, Philadelphia, PA

Helen Kofoed, Lodge No. 325, Nassau County, NY

Otto Pedersen, Lodge No. 227, Detroit, MI

Svend Christensen, Lodge No. 15, Des Moines, IA

Kaj Kristensen, Lodge No. 49, San Francisco, CA

Erik Hansen, Lodge No. 84, Lincoln, NE

If you are interested in attending the special national convention, convention package information can be found on page 36. Avoid the rush, register early.

The following represents a condensed report of the financial statements for the Danish Brotherhood in America as of December 31, 1993 and 1992. A copy of the complete financial statements, along with the auditor's report, is available upon request by writing to the Danish Brotherhood in America, 3717 Harney Street, Omaha, NE 68131-3844.

**BALANCE SHEETS  
DECEMBER 31, 1993 AND 1992**

	1993	1992
<b>ADMITTED ASSETS</b>		
Bonds	\$ 9,352,682	\$ 9,086,639
Real estate, at cost (net of accumulated depreciation of \$111,927 and \$107,071)	201,779	193,886
Certificate loans	215,925	201,228
Cash and short term investments	<u>400,990</u>	<u>769,506</u>
Total cash and invested assets	10,171,376	10,251,259
Investment income due and accrued	150,236	145,940
Electronic data processing equipment (net of accumulated depreciation of \$63,124 and \$58,646)	10,558	15,035
Other assets	<u>10,677</u>	<u>24,020</u>
	<u>\$ 10,342,847</u>	<u>\$10,436,254</u>
<b>LIABILITIES AND FUND BALANCES</b>		
Aggregate reserves for life certificates and contracts	\$ 8,332,573	\$ 8,558,878
Other reserves and certificate liabilities	82,966	46,021
Estimated refunds payable to members	115,209	109,782
Premiums received in advance	59,504	77,421
Liability for premium deposit funds	68,782	73,129
Accrued expenses	54,838	42,809
Asset valuation reserve	64,810	60,462
Lodge funds on deposit	328,328	253,136
Other liabilities	<u>9,796</u>	<u>45,258</u>
Total liabilities	9,116,806	9,266,896
Fund balances	<u>1,226,041</u>	<u>1,169,358</u>
	<u>\$10,342,847</u>	<u>\$10,436,254</u>

**STATEMENTS OF OPERATIONS AND CHANGES IN FUND BALANCES  
YEARS ENDED DECEMBER 31, 1993 AND 1992**

	1993	1992
<b>INCOME:</b>		
Life premiums, annuity considerations and membership assessments, net of reinsurance	\$ 646,432	\$ 1,358,628
Investment income (net of expenses of \$64,590 and \$69,623)	734,491	736,836
Other	<u>17,020</u>	<u>15,988</u>
Total income	1,397,943	2,111,452
<b>BENEFITS AND EXPENSES:</b>		
Death benefits	135,720	122,838
Annuity and disability benefits	718,547	477,368
Matured endowments	3,631	2,983
Surrender benefits	161,343	148,304
Payments on supplementary contracts	23,891	12,752

	1993	1992
<b>BENEFITS AND EXPENSES (CON'T)</b>		
Change in aggregate reserves	\$ (232,197)	\$ 748,916
Commissions	27,609	125,754
General expenses	464,620	669,211
Insurance taxes, licenses and fees	21,134	28,763
Other, net	<u>4,042</u>	<u>8,326</u>
Total benefits and expenses	<u>1,328,340</u>	<u>2,345,215</u>
NET GAIN (LOSS) FROM OPERATIONS BEFORE REFUNDS TO MEMBERS	69,603	(233,763)
REFUNDS TO MEMBERS	<u>19,987</u>	<u>17,803</u>
GAIN (LOSS) FROM OPERATIONS	49,616	(251,566)
NET REALIZED CAPITAL GAINS	<u>--</u>	<u>118</u>
NET INCOME (LOSS)	49,616	(251,448)
FUND BALANCES, beginning of year	1,169,358	1,432,459
Change in nonadmitted assets	8,770	(3,175)
Change in valuation reserve	(4,349)	(2,722)
Other	<u>2,646</u>	<u>(5,756)</u>
FUND BALANCES, end of year	<u>\$1,226,041</u>	<u>\$1,169,358</u>

**STATEMENTS OF CASH FLOWS**  
**YEARS ENDED DECEMBER 31, 1993 AND 1992**

	1993	1992
<b>OPERATING ACTIVITIES:</b>		
Premiums and annuity considerations	\$ 458,740	\$ 1,350,325
Net investment income	684,107	679,955
Miscellaneous income	169,428	29,791
Benefits	(1,034,223)	(768,164)
Commissions and general expenses	(517,312)	(815,776)
Refunds to members	(17,417)	(59,465)
Increase in certificate loans	<u>(10,078)</u>	<u>(20,692)</u>
Net cash from operations	(266,755)	395,974
<b>INVESTING ACTIVITIES:</b>		
Proceeds from bonds, redeemed or matured	2,042,875	1,085,474
Other sources, net	88,773	257,471
Cost of investments acquired	<u>(2,233,409)</u>	<u>(2,138,203)</u>
DECREASE IN CASH AND SHORT-TERM INVESTMENTS	(368,516)	(399,284)
CASH AND SHORT-TERM INVESTMENTS, Beginning of year	769,506	1,168,790
CASH AND SHORT-TERM INVESTMENTS, End of year	<u>\$ 400,990</u>	<u>\$ 769,506</u>

FUND BALANCES

The fund balances consist of the following:

	Fund		Total
	Fraternal	General	
December 31, 1993:			
Unrestricted:			
Designated by the board for:			
Endowment	\$11,032	\$ -	\$ 11,032
Scholarships	7,504	-	7,504
Contingency Reserve	-	833,257	833,257
Undesignated	42,869	324,379	367,248
Restricted	<u>7,000</u>	<u>-</u>	<u>7,000</u>
	<u>\$68,405</u>	<u>\$1,157,636</u>	<u>\$1,226,041</u>
December 31, 1992:			
Unrestricted:			
Designated by the board for:			
Endowment	\$ 5,835	\$ -	\$ 5,835
Scholarships	15,379	-	15,379
Contingency Reserve	-	856,763	856,763
Undesignated	27,410	253,971	281,381
Restricted	<u>10,000</u>	<u>-</u>	<u>10,000</u>
	<u>\$58,624</u>	<u>\$1,110,734</u>	<u>\$1,169,358</u>

The contingency reserve is maintained in accordance with the bylaws of the Society to provide for fluctuations of assets, mortality, interest earnings, expenses, etc.

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~~✍~~ **NOTES** ~~✍~~

# Agreement and Plan of Merger

This Agreement and Plan of Merger dated the 6th day of May, 1994 by and between **THE DANISH BROTHERHOOD IN AMERICA**, a Nebraska corporation and fraternal benefit society with its principal place of business in the City of Omaha, County of Douglas and State of Nebraska, (hereinafter referred to as "DBIA") and **SONS OF NORWAY**, a Minnesota corporation and fraternal benefit society with its principal place of business at 1455 West Lake Street, in the City of Minneapolis, County of Hennepin, State of Minnesota, (hereinafter referred to as "SON").

WHEREAS, DBIA is a fraternal benefit society issuing assessable certificates in accordance with the laws governing fraternal benefit societies; and SON is a fraternal benefit society issuing assessable certificates in accordance with the laws governing fraternal benefit societies; and

WHEREAS, DBIA and SON have discussed a merger of their respective societies and merger is authorized by the laws of the State of Nebraska and the laws of the State of Minnesota; and

WHEREAS, the fraternal insurance operations of DBIA and SON are now and after the merger shall be fundamentally the same; and

WHEREAS, the Board of Directors of the DBIA has approved the terms in respect to this agreement effective May 2, 1994; and

WHEREAS, the Board of Directors of SON has approved the terms in respect to this agreement effective May 6, 1994; and

WHEREAS, the Board of Directors of each of the respective Societies deems it advisable for the benefit of the respective Societies and their respective certificate holders that the DBIA be merged into SON under the terms and conditions hereinafter set forth, and as expressed in Exhibit A, attached, such merger to be effective pursuant to the Statutes of the State of Nebraska and the

Statutes of the State of Minnesota,

NOW, THEREFORE, and in consideration of the promises, mutual agreements, covenants, and provisions herein set forth, the parties hereto agree, subject to the approval of the Insurance Commissioners of Nebraska and Minnesota, and adoption and approval of this Agreement by the special National Convention of the DBIA and the International Lodge of SON that the DBIA shall be merged into SON and both parties hereby agree upon and prescribe the terms and conditions of such merger and the manner of carrying the same into effect as follows:

1. This Agreement constitutes a plan of merger to be carried out in the manner and by the terms herein set forth. The purpose of this merger is to merge the Danish Brotherhood in America into Sons of Norway. It is the intent of the Board of Directors of both fraternal benefit societies and the intent of the National Convention of the DBIA and the International Lodge of SON that the identity and business of the surviving fraternal benefit society is to remain the same in order to protect and enhance the financial security of the certificate holders of both fraternal benefit societies and provide a sound basis of fraternal insurance products, reserves, field force, investments and dividends for the certificate holders of the surviving fraternal benefit society.

2. In addition, it is the intent of both fraternal benefit societies that SON, the surviving fraternal benefit society, shall propose to its International Lodge for adoption amendments to its Charter and Constitution that will permit and expand the stated purposes of SON to include provisions that will recognize and allow for membership by those men and women of Danish birth or descent and their affiliates through marriage. Exhibit B is a summary of proposed constitutional changes if DBIA merges into SON. These proposed changes will be recommendations of the SON Merger Committee to the SON International Board of Directors for review at its May 1994 meeting. If approved by the International Board of Directors these recommended changes will be submitted to the International Lodge in August 1994.

3. All acts, doings and things required to be done by the Minnesota Insurance Code and the Nebraska Insurance Code in order to make this agreement effective, including the submission of this agreement to the National Convention of the DBIA and the International Lodge of SON, according to such procedures as shall be approved and required by the Minnesota Insurance Commissioner and the Nebraska Insurance Commissioner, and the filing of the Articles of Merger in the manner provided for in the Insurance Code of Minnesota, with commissioners and secretaries of the respective states shall be attended to and done by proper officers of the respective fraternal benefit societies as soon as practical. All documents, certificates and statements required to be generated and filed shall be accomplished by the officers of the respective fraternal benefit societies.

4. It is hereby agreed that the DBIA shall be merged into SON and that the SON merges the DBIA into itself and SON shall be the surviving fraternal benefit society, a single corporation organized under the laws of the state of Minnesota the corporate existence of which shall be continued under the name Sons of Norway (hereinafter referred to as "surviving fraternal benefit society" or SON). The separate existence of the Nebraska corporation DBIA shall cease at the effective time of the merger, except insofar as it may be continued by law or in order to carry out any necessary functions within the surviving corporation, SON. The intended date of merger by the respective fraternal benefit societies is 11:30 p.m. Central Time, September 30, 1994. The intended date of this merger may be changed by mutual agreement of the parties in writing or as a result of delays in approval by either the Minnesota or the Nebraska Insurance Commissions.

5. All parties hereto acknowledge that such merger is contingent upon the approval of the Nebraska Insurance Commissioner and the Minnesota Insurance Commissioner and the benefit members of both societies pursuant to action of the National Convention of the DBIA and the International Lodge of SON. The merger shall be effective upon the issuance of a Certificate of Merger by the Commissioners of Insurance for Nebraska and Minnesota, unless some subsequent date is determined either by mutual agreement or as a result of delays in the approval process.

6. The Articles of Incorporation and By-laws (Charter and Constitutions SON) shall be the Articles of Incorporation and By-laws (Charter and Constitutions) of the surviving fraternal benefit society, in addition to any powers conferred on it by Statute, and after merger, each shall remain in effect together with any proper legal amendments thereto.

7. DBIA and SON both operate on the lodge system in accordance with state and federal law as fraternal benefit societies. SON currently has 405 lodges with a membership of 75,000 which are allocated on a geographic basis to eight Districts of SON. See Exhibit C for a map detailing the eight geographical Districts of SON. The DBIA currently consists of 97 lodges with a membership of 8,000 which are allocated by geographic region to districts under the DBIA by-laws. In order to permit continuity and retention of identity by the DBIA lodges once merged into SON, resolutions will be presented to the International Lodge of SON proposing amendment to Paragraphs 75 and 76 of the Charter and Constitution of SON pursuant to which the DBIA lodges will be authorized to be constituted as a new and separate district of SON. This "District Nine of SON," may also be referred to as "The DBIA District" and shall consist of those lodges and members currently comprising the DBIA as of the date of merger. Such district lodge will be entitled to all of the benefits and protections provided to a District Lodge under the Charter and Constitution of SON. The DBIA District will be entitled to a "District Page" in the SON official publication, VIKING. In addition editors will endeavor to include articles in the regular VIKING publication that may be of particular interest to DBIA members.

8. The DBIA and SON agree to submit to their respective Board of Directors and thereafter the DBIA shall submit to its National Convention and SON shall submit to its International Lodge this Agreement, including Exhibit A hereto which describes the allocation of DBIA surplus, DBIA "fraternal funds", and makes provision for funding the DBIA District through a supplemental allocation of International Dues paid to the DBIA District. With respect to funds transferred to the DBIA District, such funds shall become the property of the DBIA District and be utilized only in furtherance of proper purposes of the District Lodge.

9. Upon the completion of the merger, the Directors of SON shall be those individuals elected by the International Lodge of SON in accordance with its Charter and Constitutions. As a part of the merger resolutions to be proposed to the DBIA National Convention authorizing the effectuation of this Plan of Merger, the delegates at such National Convention shall nominate for the position of Director, or Directors, individuals to represent the DBIA District of Sons of Norway on the Sons of Norway International Board of Directors. Such Director or Directors shall have all of the rights and privileges as are permitted Directors on the International Board of SON and shall in every particular participate in the governance of the Society as members of the International Board of Directors. Such Directors shall hold office until the next biennial meeting of the International Lodge of SON and until their respective successors are elected in accordance with the Charter and Constitution of SON. If, on the effective date of the merger, any vacancy exists on the Board of Directors of SON, the vacancy shall be filled in the manner specified in the Charter and Constitution of SON.

10. The local lodges of the DBIA District and the DBIA District Lodge itself will need to approve resolutions relating to establishment of District dues, Fraternal fees and Local Lodge dues. These dues are set under the SON Constitution by the District Lodge and Local Lodge respectively and billed directly to the members in addition to the International Dues.

The following is a description of the existing SON dues system:

A. International Dues for member \$20.00, International Dues for Spouse \$16.00, International Dues for a SNYC Member (Sons of Norway Youth Club member, age 16-23) \$10.00.

B. District Lodge Dues: Dues as set by the District itself and must be approved by a two-thirds majority vote of the District Lodge. In addition, (if the District has an "additional purpose" of establishing and maintaining a fraternal project) it may levy a fraternal fee not to exceed \$2.00 per member, per year, upon the lodges within its District. The Fraternal Fee must be approved by two-thirds majority vote of the District Lodge. The

Fraternal Fee remains in effect for a period of two years unless renewed by the District Lodge.

Each District in addition to its dues and fraternal fee receives the sum of \$1.50 from the amount of International Dues paid by each member in the District. See Exhibit A for schedule of funds to the DBIA District for years 1-5. In addition each District receives fraternal fund program funds from the International Headquarters by March 1 of each year in the sum of \$4,500 plus \$.25 per adult member from International Dues collected based upon the membership report as of December 31 of the previous year.

C. Local Lodge Dues: Dues as determined and set by the Local Lodge itself.

Billing of all dues is accomplished by the International Headquarters of SON and funds are remitted monthly to the District and Local Lodges.

11. The effective date of the merger and for as long as the certificate remains in force, and without any action on the part of any certificate holder thereof, each certificate of the DBIA shall be assumed by SON with all of the same rights, benefits and entitlements as are contained in the certificate.

12. Upon the effective date, the separate existence of the DBIA shall cease and in accordance with the terms of this agreement, the surviving fraternal benefit society, SON, shall possess all rights and privileges of a public, as well as of a private nature of each of the respective fraternal benefit societies; and all property, real, personal and mixed and all debts due on whatever account, including all choses in action and all and every other interest of or belonging to or due to each of such fraternal benefit societies shall be taken and deemed to be transferred to, and invested in, the surviving fraternal benefit society, SON, without further act or deed; and all property, rights, privileges, powers, and all and every other interest shall be thereafter effectually the property of the surviving fraternal benefit society, SON, as they were of the respective fraternal benefit societies, and the title to any real estate, whether by deed or otherwise, vested in either of the said respective fraternal benefit societies, shall not revert or be in any way impaired by reason of this merger. The surviving fraternal

benefit society shall thence forth be responsible and liable for all liabilities and obligations of the respective fraternal benefit societies, and any claim existing or action or proceeding pending by or against either of said respective fraternal benefit societies may be prosecuted as if the merger had not taken place or the surviving fraternal benefit society may be instituted in its place. Neither the rights of creditors nor any liens upon the property of either of the respective fraternal benefit societies shall be impaired by the merger, and all debts, liabilities and duties of the respective fraternal benefit societies shall thence forth attach to the surviving fraternal benefit society and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it; and the surviving fraternal benefit society shall indemnify and hold harmless the officers and directors of each of the respective fraternal benefit societies against such debts, liabilities and duties and against all claims and demands arising out of the merger. The corporate existence of the surviving fraternal benefit society shall maintain its principal office at 1455 West Lake Street, Minneapolis, Hennepin County, Minnesota, and shall be governed by the laws of Minnesota. The parties agree that this transaction is limited to real and personal property owned by DBIA and vested in the DBIA. It is not the intention of this agreement that real or personal property owned by individual DBIA lodges is to be transferred pursuant to the terms of this agreement. Notwithstanding the foregoing both parties acknowledge, however, terms and provisions as set forth in Paragraph 53 of the SON Charter and Constitution.

13. If at any time the surviving fraternal benefit society shall consider or be advised that any fraternal assignments or assurance in law or anything are necessary or desirable to vest in said fraternal benefit society according to the terms hereof, the title to any property rights of the DBIA, the proper officers and directors of DBIA shall and will execute and make all proper assignments and assurances and do all things necessary to vest title in such property and rights in the surviving fraternal benefit society, and otherwise carry out the purposes of this agreement, and the officers and directors of DBIA and the officers and directors of surviving fraternal benefit society are fully authorized in the name of DBIA or otherwise to take any and all such action.

14. This Agreement of Merger shall be submitted

to the Minnesota Insurance Commissioner and the Nebraska Insurance Commissioner and the National Convention of the DBIA and the International Lodge of SON according to procedures approved by the Nebraska Commissioner of Insurance, and the Minnesota Commissioner of Insurance. The merger shall take effect upon issuance of an order approving the merger by the Nebraska Insurance Commissioner, the Minnesota Insurance Commissioner and the recording of these Articles and the Certificate of Merger by the Secretaries of the State of the States of Minnesota and Nebraska and any other statutory required filings.

15. Set forth in Exhibit A are recommendations relating to the allocation of surplus funds of the DBIA and allocation of sales proceeds from the DBIA headquarters building in excess of book value, which the DBIA Board of Directors may allocate for appropriate and lawful purposes including funding to the Danish Immigrant Museum in consideration of their retention of DBIA artifacts and antiquities. (See provisions of Exhibit A).

16. Representations and warranties.

Each of the fraternal benefit societies, SON and DBIA, do hereby represent and warrant to the others as follows:

A. Corporate Status

Each corporation is a fraternal benefit society duly organized, validly existing and in good standing under the laws of their respective states; each fraternal benefit society has the requisite corporate power and authority to own, operate and lease its properties and carry on its operations in accordance with their respective articles of incorporation of each Society and the laws of the respective states. Neither the execution of this agreement nor the consummation of the merger contemplated hereby will violate any provision of any agreement, lien, or judgement, decree or other restrictions of any kind or character to which either fraternal benefit society is subject.

B. Authority

The execution, delivery and performance of this agreement by each of the respective fraternal benefit societies and the consummation of the merger contemplated hereby have been duly and effectively authorized by all necessary corporation action on the part of each

fraternal benefit society, and their respective boards of directors acting separately. This agreement constitutes a legal valid and binding obligation of each of the respective fraternal benefit societies subject to approval of the National Convention of DBIA and the International Lodge of SON and approval by the Nebraska and Minnesota offices of Insurance Commissioners.

C. Both DBIA and SON are fraternal benefit societies within the meaning of the laws of their respective states and neither has the authority to issue capital stock or any other equity security. There are no issued and outstanding equity securities and no person (other than certificate holders) either public or private has any ownership or equitable interest in either fraternal benefit society.

#### D. Financial Information

The DBIA and SON have exchanged all pertinent necessary and requested financial information for the 1993 operational year reflecting the financial status of each fraternal benefit society as of December 31, 1993. To the best of their knowledge and belief, such financial statements fairly represent the financial position and results of operations of each of the respective fraternal benefit societies as of the dates and for the periods indicated and have been prepared in conformity with the statutory principles applied on a consistent basis. The annual statement of each fraternal benefit society as of December 31, 1993 makes full and adequate provisions for all of the material obligations and liabilities, fixed or contingent, for each of the fraternal benefit societies as of its date for which provisions are required to be made under statutory accounting principles, and as of such date neither of the fraternal benefit societies had material obligations or liabilities, fixed or contingent, not reflected or reserved against on such annual statements or in the notes thereof.

#### E. Absence of Certain Changes

Since the exchange of financial information, neither of the respective fraternal benefit societies has:

(i) incurred any material obligation or liability, fixed or contingent, except normal obligations incurred in the ordinary course of operations, none of which is materially adverse to either of the respective fraternal benefit societies;

(ii) transferred, leased or otherwise disposed of any of its assets or property except for a fair consideration in the ordinary course of its operations or acquired any material assets or property other than in the ordinary course of its operations;

(iii) made a grant of any wage or salary increase except for increases made in accordance with established compensation policies adopted by each of the respective fraternal benefit societies. Any such wage or salary adjustment is reflected in Exhibit D hereto, which also reflects severance agreement previously approved by the DBIA Board of Directors for DBIA staff;

(iv) suffered any casualty, loss, or damage not covered by insurance which materially affects the ability of either of the respective fraternal benefit societies to conduct their respective operations; or

(v) suffered any material change which might be detrimental to the merger.

#### F. Properties

As to any and all real estate owned each fraternal benefit society represents and warrants that it is owner of such real property in fee simple absolute. Each of the respective fraternal benefit societies has good and marketable title to all of the property, real and personal, held by either of the respective fraternal benefit societies, all of which property is to pass to the surviving fraternal benefit society upon merger on the effective date. All such property is free and clear of any lien, pledge, mortgage, encumbrance, or security interest, except taxes, special assessments, or restrictive covenants or except as has been otherwise disclosed to each other pursuant to Exhibit E hereto. Each of the respective fraternal benefit societies expressly warrants that it is the sole owner of all said property, and each has the right to transfer all such property, or interest in property as a part of the merger herein contemplated and that the transfer of same pursuant to the terms of this merger will not accelerate any existing debt or lease obligation.

#### G. Pending Litigation

There is no litigation or proceeding threatened or pending against either of the respective fraternal benefit societies except as has otherwise been disclosed each to

the other all of which is summarized on Exhibit F hereto, nor do either of the respective fraternal benefit societies know or have knowledge of, or reasonable grounds to have knowledge of, any basis for any such action, or if any governmental investigation or administrative action pending relative to either of the respective fraternal benefit societies, their properties or operations, which might in any way restrict or impede their respective right or ability to effect the merger herein contemplated.

#### H. Fees/Commissions

No brokerage fee or commission of any type has been incurred or will be paid to any person by either fraternal benefit society which is a party to this merger or in any way in connection with the negotiations of this merger agreement. No compensation shall be paid to any officer or employee of either of the societies with the sole exception that the severance package previously approved by the DBIA Board of Directors for employees remaining with DBIA until the date of this merger shall be honored by the surviving corporation, Sons of Norway.

#### 17. Conduct of Operations Pending Merger.

Each of the respective fraternal benefit societies does hereby agree that during the period from the date hereof through the effective date:

##### a. Ordinary Course of Operations.

All of the operations of each of the respective fraternal benefit societies will be conducted in the ordinary course through the merger to the effective date.

##### b. Contractual Consent.

Neither of the respective fraternal benefit societies will enter into any contract, commitment or marketing plan on behalf of the other extending beyond the effective date, unless each of the respective fraternal benefit societies has approved such agreement or plan.

##### c. Maintenance of Organizations.

Each of the respective fraternal benefit societies will use its best efforts to preserve its respective organizations intact, or to keep available until the merger on the effective date the services of the employees presently in the operations of each of the respective fraternal benefit societies and to preserve all of the good will of the members

and certificate holders of each of the respective fraternal benefit societies.

#### 18. Conditions Precedent to Merger.

The merger of the DBIA into SON shall not become effective until all of the following conditions have been satisfied:

##### a. Approval of the Minnesota Commissioner.

The Minnesota Insurance Commissioner shall have taken all action required and shall approve the merger pursuant to the requirements of Minnesota Statutes Section 64B.14.

##### b. Approval of the Nebraska Commissioner.

The Nebraska Insurance Commissioner shall have taken all action required and shall approve the merger pursuant to the requirements of Nebraska Statute 44-1085.

##### c. Approval of Supreme Governing Authority.

The Board of Directors of the DBIA shall submit the Plan of Merger to the members of its National Convention at a special meeting to be held July 23, 1994. Approval by such National Convention is required before this Merger Agreement may be submitted to the Nebraska Insurance Commissioner for approval.

d. The International Board of Directors of SON shall submit the Plan of Merger to the delegates to its International Lodge for approval at its meeting to be held August 10 - 13, 1994. Approval by such delegates is required before this Merger Agreement may be submitted to the Minnesota Insurance Commissioner for approval.

e. Representation and Warranties True on Effective Date. Representations and warranties of each of the respective fraternal benefit societies set forth in Section 16 of this Agreement shall be true, correct and complete on the effective date just as if such warranties were made to the other on the effective date.

19. Notwithstanding any provision to the contrary herein, this Agreement may be terminated and abandoned by mutual consent of the Board of Directors of each fraternal benefit society at any time after such adoption by its National Convention and International Lodge and prior to the effective date of the merger.

20. At any time prior to approval and adoption by the National Convention of DBIA and International Lodge of SON, this agreement may be modified in matter or form, or supplemented by additional agreements, articles or certificates as may be mutually determined by the Board of Directors of the respective fraternal benefit societies to be necessary, desirable or expedient to clarify the intentions of the parties hereto or to effect or facilitate the filing, recording or official approvals necessary for this agreement in the consummation of the merger herein contemplated in accordance with the purpose and the intent of this agreement. All such modifications shall be submitted to the Minnesota Insurance Commissioner and the Nebraska Insurance Commissioner, as well as to the members of the DBIA National Convention and the delegates of the International Lodge SON.

21. Expense.

Each of the respective fraternal benefit societies shall pay its own costs incurred in the preparation of

information required to be filed with the Commissioner, in compliance with Minnesota and Nebraska Law.

22. Survival of Warranties and Representations.

The warranties, representations and agreements contained in this document shall be deemed to be material and to have been relied upon by each of the respective fraternal benefit societies notwithstanding any investigation heretofor or hereafter made by either of the respective fraternal benefit societies. All representations, warranties and agreements contained in this document shall survive the merger.

IN WITNESS WHEREOF, the Danish Brotherhood in America and Sons of Norway have each caused this Agreement and Plan of Merger to be executed on their respective behalf and their respective corporate seals affixed and the foregoing attested by their respective duly authorized officers on the dates and year set forth below.

Signed this 6 day of May, 1994.

CORPORATE SEAL

CORPORATE SEAL

DANISH BROTHERHOOD IN AMERICA

*Andrew T. Petersen*

Its President

*Jerome L. Christensen*

Its Secretary

SONS OF NORWAY

*Raymond K. Wittrock*

Its President

*Arline Joseph Anderson*

Its Secretary

## EXHIBIT A

1. The Annual Statement for the year-ended December 31, 1993 for the Danish Brotherhood in America reflects unassigned surplus funds of \$1,226,000. Of this amount, \$68,405 is denominated as "fraternal funds". Prior to the merger, fraternal funds in the sum of \$68,405 shall be transferred to a segregated fund within the DBIA District of Sons of Norway and held as a scholarship fund to be administered in accordance with scholarship guidelines adopted by the DBIA District of Sons of Norway.

2. From the unassigned surplus funds on hand the sum of \$100,000 shall be transferred to the DBIA District as initial funding for the District.

3. Sons of Norway shall pay to the DBIA District from the Sons of Norway International dues received from DBIA District members the following sums of money in the indicated years. The scheduled payments in years 1 - 5 are in lieu of the payment of \$1.50 per member now provided in paragraph 93 of the Charter and Constitutions.

Year 1 (\$10 per member) payable December 31, 1995

Year 2 (\$8 per member) payable December 31, 1996

Year 3 (\$6 per member) payable December 31, 1997

Year 4 (\$4 per member) payable December 31, 1998

Year 5 (\$2 per member) payable December 31, 1999

Year 6 and thereafter (\$1.50 per member or as determined by the Sons of Norway International Lodge for all District Lodges) payable December 31, 2000

4. The DBIA Home Office building in Omaha, Nebraska will be sold as soon as practical. The DBIA District will receive from the proceeds of the sale any sums of money in excess of book value as set forth in the 1993 year-end financial statement for the DBIA. If the building is sold at less than book value, then the amounts paid to DBIA certificate holders under paragraphs 5 and 6 hereof will be reduced accordingly. If the sale of the DBIA Home Office is not concluded before the merger is finalized, the transfer of funds to the DBIA District shall occur following its sale. Proceeds to be transferred to the DBIA will be netted for operating and holding expenses incurred from and after the date of the merger. Operating and holding expenses shall be those expenses reasonably incurred to maintain the building in proper condition for sale plus taxes, utilities and insurance.

5. Sons of Norway shall pay to the DBIA life certificate holders the dividend declared by the DBIA Board (copy attached hereto and marked A-1) plus an additional dividend of 1% on certificate reserves per year for each of the five years following the effective date of this agreement.

6. Payment of interest to DBIA annuity certificate holders at Sons of Norway's current scale, with the exception that SON will honor DBIA's guaranteed rates on smaller annuities (currently under \$2000).

7. After 5 years, the dividend scale would be replaced by SON's dividend scale based upon an equitable distribution of divisible surplus.

Notwithstanding any provision to the contrary, in the event that the net surplus transfer to Sons of Norway is less than \$1 million, Sons of Norway or DBIA have the right to terminate this agreement or make such adjustments hereto as may be mutually agreeable.

Danish Brotherhood In America

Sons Of Norway

By: Andrew Petersen

By: Cyril K. Nutroek

Dated: May 6, 1994.

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## EXHIBIT A - 1

### The Danish Brotherhood in America Resolution

#### Re: Dividends

BE IT RESOLVED, effective for the dividend fiscal year commencing January 1, 1994, and ending December 31, 1994, the dividends on all life insurance certificates be continued on the same scale which was in effect for the 1993 dividend fiscal year; including that no dividends be declared on certificates with face amounts less than \$10,000.

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## EXHIBIT B

### PROPOSED CONSTITUTIONAL CHANGES IF DANISH BROTHERHOOD MERGES INTO SONS OF NORWAY

The Sons of Norway Charter and Constitution 1992-1994 will require various amendments in order to accomplish the proposed and pending merger of the Danish Brotherhood in America into Sons of Norway.

The Merger Committee has the following observations:

#### A. Article III of Charter - Article III currently provides as follows:

(1) To unite in a fraternal organization men and women of Norwegian birth, descent and their affiliates through marriage.

#### Recommended change:

(1) To unite in a fraternal benefit society men and women of Norwegian or Danish birth, descent and their affiliates through marriage.

#### B. MISSION STATEMENT

The mission statement contained on the face page of the Charter and Constitution states as follows:

"The mission of Sons of Norway is to promote, preserve and cherish a lasting appreciation of Norwegian heritage and culture while growing soundly as a fraternal benefit society and offering maximum benefits to its members."

**Recommended changes:**

"The mission of Sons of Norway is promote, preserve and cherish a lasting appreciation of the heritage and culture of Norway and Denmark while growing soundly as a fraternal benefit society and offering maximum benefits to our members.

**C. Chapter II of the Constitution of the International Lodge now provides as follows, recommended changes underscored:**

"(3) (a). To unite in a fraternal ~~organization~~ benefit society men and women of Norwegian or Danish birth or descent, and their affiliates through marriage.

(b) To express love and loyalty to our respective homelands, the United States of America, Canada, Norway and Denmark and to contribute to the life of our countries, to our Norwegian and Danish heritage and to maintain a close relationship with them.

(c) To promote an understanding of mutual interests among the people of Norwegian and Danish extraction in the United States, Canada, Norway, and Denmark.

(d) To aid in preserving the history of the pioneers of our countries, and the part the people of Norwegian and Danish descent have played in the development of the United States, Canada, Norway, and Denmark.

(e) To maintain and promote interest in everything that is good and noble in the Norwegian and Danish national character."

**D. Chapter I, Paragraph 75. of the Constitution of District Lodges**

**Currently provides as follows:**

"75. Requirements. District lodges may be established within states and provinces having at least 3000 members of Sons of Norway. States or provinces with a smaller number may be consolidated into one District Lodge but whenever any such state or province increases to three thousand members it may be made a separate District Lodge. New territory outside of Districts already established may, by the International Board, be temporarily added to a District, provided that the District Board of Directors consents. Where special conditions make it desirable, the International Lodge shall be authorized to establish District Lodges with less than three thousand members."

The Merger Agreement contemplates that the Danish Brotherhood in America District will be established on a "nationality basis". Thus lodges of the proposed District Nine (DBIA District) will be within the geographic areas of our existing districts. One method of dealing with this new concept would be to amend the final sentence of Paragraph 75 to read as follows: (new language underlined)

"Where special conditions make it desirable, the International Lodge shall be authorized to establish District Lodges based on other than state or provincial boundaries, or with less that three thousand members."

**E. Chapter III, Paragraph 132, Constitution Local Lodges**

**Paragraph 132 currently provides as follows:**

"132. Requirements. To become a member of Local Lodge, the applicant must be of Norwegian birth or descent, be at least 16 years of age and of good moral character. A person of another nationality, who is married to a

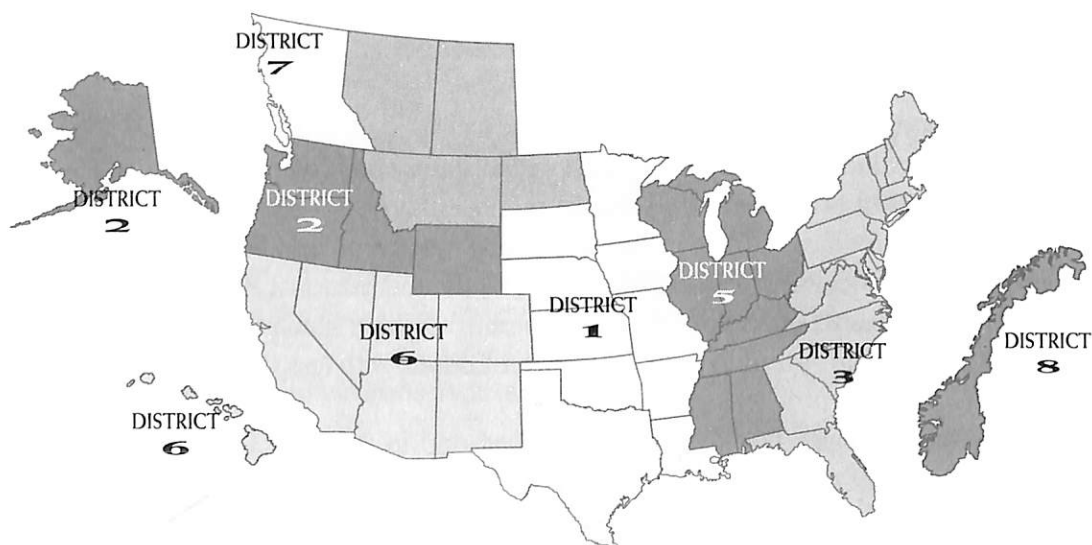
Norwegian, who is not a member, may file an application for membership with such spouse, and become a member simultaneously with his or her spouse. Any applicant, who shows a great interest in the objects and purposes of Sons of Norway, regardless of nationality, may be accepted by the Local Lodge into membership."

**Recommended alternative:**

"132. Requirements. To become a member of Local Lodge, the applicant must be of Norwegian or Danish birth or descent, be at least 16 years of age and of good moral character. A person of another nationality, who is married to a Norwegian or Dane, who is not a member, may file an application for membership with such spouse, and become a member simultaneously with his or her spouse. Any applicant, who shows a great interest in the objects and purposes of Sons of Norway, regardless of nationality, may be accepted by the Local Lodge into membership."

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**EXHIBIT C**



**EXHIBIT D**

Changes To Wage Or Salary Budget Since Exchange Of Financial Information:

\*DBIA: None  
SON: None

Danish Brotherhood In America

Sons Of Norway

By: Andrew Petersen

By: Cyril K. Wiltrick

Dated: May 6, 1994.

- \*1. Wage or salary increases granted in 1994 pursuant to established compensation policies of DBIA.
- 2. DBIA Severance Package.

Both parties acknowledge that the DBIA Board of Directors has approved a severance package comprised of six months salary plus any accrued unused vacation, plus four months continuation of group health benefits. The resolution relating to this severance package provides that it is only available to DBIA employees who do not leave DBIA employment of their own accord or do not accept a position with SON if offered, but remain on the job at DBIA, including following merger, so long as needed during the transition period.

- 3. The DBIA Retirement/Pension Plan shall be terminated and final tax returns with respect thereto filed with distribution of vested benefits to participants in the Plan prior to the effective date of the merger.

**EXHIBIT E**

Mortgages, Liens, or other Encumbrances on real or personal property:

DBIA: None  
SON: None

Danish Brotherhood In America

Sons Of Norway

By: Andrew Petersen

By: Cyril K. Wiltrick

Dated: May 6, 1994.

**EXHIBIT F**

Threatened or Pending Litigation:

DBIA: None  
SON: In the normal course of business, the Society is a party to certain litigation arising from prior and current operations. The Society is actively defending these matters and management does not believe that the resolution of the litigation will have a material adverse impact on the financial statements.

Danish Brotherhood In America

Sons Of Norway

By: Andrew Petersen

By: Cyril K. Wiltrick

Dated: May 6, 1994.

# **DBIA and SON**

## **Merger Review**

### **Through Common Questions and Answers**

#### **About the Special Convention**

**Q: Is it necessary to have a special convention?**

**A:** Yes. The legal department for the State of Nebraska Insurance Department reported that to effect a merger, a vote of the governing body (delegates) is necessary. They further informed us that a vote by mail is only an option if our bylaws make provision for it. Our bylaws do not provide for a vote by mail, thus, a special convention is necessary. This was all confirmed with DBIA Legal Counsel who concurred with the State of Nebraska.

**Q: Who is expected to attend the Special Convention?**

**A:** The delegates elected to the most recent National Convention of the DBIA in Portland, OR, are still the delegates of record for their Lodge. It is those individuals who will represent their respective Lodges at the Special Convention. If the delegate of record cannot attend for any reason, then the alternate of record for the Portland Convention becomes the delegate for that Lodge. If neither the delegate nor the alternate can attend the Convention, then the Lodge may elect a substitute.

**Q: Are all the options going to be brought up at the Special Convention?**

**A:** The purpose of the Special Convention will be to specifically vote on the "Agreement and Plan of Merger" with SON, and any other business that is necessary as a result of that vote. The governing body of the DBIA have elected a Board of Directors whose responsibility it is to look after the interest of the Society during the time between the national conventions. They have been entrusted by the membership to do what is best for the DBIA. The Board of Directors have considered other alternatives and options, and have concluded that a merger with the SON is the best solution for the future of the DBIA, and this is their recommendation to the membership. Of course, the other options considered may be mentioned, however, no specific proposals were negotiated over and above the merger agreement negotiated with SON.

**Q: Is a one-day convention enough time to discuss all the options?**

**A:** A one-day convention should be adequate to address the purposes of this convention. The delegates are receiving all information in plenty of time to come to the convention prepared, having thoroughly studied the contents of this special edition of the **American Dane**. If necessary, we can reconvene the convention following dinner at the banquet planned for Saturday evening, July 23rd, should additional time be necessary.

**Q: Does the National Law Committee have to meet before the National Convention?**

**A:** Yes. We are utilizing this committee to review the merger agreement in its entirety and report on their recommendation to the Convention on Saturday, July 23rd. The Law Committee will meet on Friday, July 22nd. The Law Committee will also review the proposed bylaws of the DBIA as a District of SON should the merger be approved. Again they will report to the Convention on Saturday.

#### **About the "Agreement and Plan of Merger"**

**Q: What is an assessable certificate as mentioned in the 2nd paragraph of the Agreement and Plan of Merger?**

**A:** An assessable certificate is one that, in the rare case of deficiencies, a fraternal benefit society may assess an additional or extra rate to meet current and future obligations. By law, Fraternal Benefit Society certificates must be assessable.

This is not unlike commercial and mutual companies being required to contribute to state guarantee funds, to which fraternal benefit societies do not contribute, to cover any such deficiencies that they may encounter. These extra assessments must be approved by the various state insurance departments.

**Q: The DBIA currently has members that are not of Danish birth or descent or married to a member of Danish birth or descent. Does paragraph 2 of the Agreement and Plan of Merger limit the DBIA in its current membership to those described above?**

**A:** No. This particular paragraph describes the general purpose or objective of Sons of Norway. Paragraph 132 of the SON Constitutions of the Local Lodges allows "any applicant, who shows a great interest in the objects and purposes of SON, regardless of nationality," to join the society (See Exhibit B, paragraph F of the Agreement and Plan of Merger).

**Q: How was the effective date and time of the merger selected?**

**A:** It was mutually agreed that it was desirable to effect the merger at the end of a financial quarter, leaving the final quarter of 1994 as a transitional period in which the transfer of records and administration could be accomplished.

**Q: Will the DBIA lose its "Danish-ness" as a result of the merger?**

**A:** No. The DBIA will most definitely retain its "Danish-ness." As a separate District of Sons of Norway, the DBIA will retain its ethnic and fraternal endeavors, as well as its name, Danish Brotherhood in America.

**Q: What is meant by proper purposes of the DBIA District Lodge in paragraph 8 of the Agreement and Plan of Merger?**

**A:** The DBIA District funds must be used to enhance and further the purposes of the District in accomplishing our fraternal work. This paragraph's intent is to prohibit the splitting up of the funds among the members of the District. Such an act would be an improper and illegal use of said funds.

**Q: What are "choses" as mentioned in paragraph 12 of the Agreement and Plan of Merger?**

**A:** Choses is a french legal term for items of personal property.

**Q: Can the International Lodge of SON lay claim to or take away our Lodge assets?**

**A:** Only in cases of a Lodge being suspended by the International Board of Directors of SON and failure of said Lodge to become reinstated, shall assets of the Local Lodges become the property of the International Lodge of SON. This does not include a Lodge that voluntarily dissolves and properly disposes of its assets prior to dissolution. Otherwise, Lodge assets are just that, Lodge assets.

**Q: Will the DBIA always be represented on the SON International Board of Directors?**

**A:** Yes. As long as the DBIA is a District of the SON, we will be entitled to a Director on the International Board of Directors as provided in the SON Charter and Constitution.

**Q: Exhibit A indicates that DBIA annuity certificate holders will receive interest at SON's current scale. What interest rate is SON currently paying on annuities?**

**A:** SON's interest credited on annuities is based upon the annuity fund balance according to the following scale:

\$ 0 - 1,999	3.50%
\$ 2,000 - 9,999	5.20%
\$ 10,000 - 24,999	5.40%
\$ 25,000 - 49,999	5.55%
\$ 50,000 - 99,999	5.70%
\$100,000 and over	5.80%

Exhibit A indicates that DBIA's guaranteed rate of 4.50% on annuities will be honored by SON for annuities less than \$2,000.

**Q: Exhibit A and A-1 indicate that DBIA certificates or policies less than \$10,000 in face value will not receive a “regular” dividend. Does this mean that if my policy is less than \$10,000 I won’t receive the “extra” dividend of 1% of my certificate’s reserve?**

**A:** No. All certificates will still receive the extra dividend of 1% of the reserve on the certificate. Therefore, certificate holders are better off in the merger than not.

**Q: What is the feeling of SON on the bylaw changes proposed in Exhibit B?**

**A:** The SON merger committee has indicated a positive feeling for the proposed bylaws. There may be some minor changes to what is presented in Exhibit B, but the intent of the changes will remain intact. The SON realizes that to accommodate the Danish Brotherhood in America and our desire to retain our identity as a separate organization within the SON structure, these bylaw changes are necessary. The DBIA has made it clear that our approval of the merger is contingent upon the bylaw changes being accepted.

**Q: Who owns the building in Omaha?**

**A:** Currently, the DBIA owns the Home Office building in Omaha, Nebraska. If the building is not sold prior to the merger becoming effective, the building transfers to SON and they become the owner. While the DBIA is the owner, the DBIA Board is empowered to sell the building as one of the DBIA assets. It is the goal of the Board to sell the Home Office building prior to the effective date of the merger.

**Q: Why must the Home Office of the DBIA be sold at all?**

**A:** The Home Office building represents an asset of the DBIA that, upon merger, would have to be transferred to SON. However, SON has agreed to allow the DBIA to sell the building and retain, as DBIA District Funds, the sale proceeds over the book value. The book value is the amount that would transfer to SON to cover the asset. The DBIA District will need these funds to operate effectively. Further, the cost of maintaining the building is prohibitive.

**Q: Does it take a two-thirds vote to effect a merger with SON?**

**A:** Yes.

**Q: If a local lodge wants no part of a merger, then what?**

**A:** The governing body of the DBIA is the ultimate authority of this organization, which is a democratic society. Should the Delegates approve a merger with SON, it is up to the individual lodges to then abide by the decision of their elected officials and support what is being done for the good of the order. Should a lodge not want any part of the merger and decide to cede itself from the organization, it would be advisable for them to get legal counsel prior to doing so.

**Q: Was the Agreement and Plan of Merger and Exhibits set up with legal advise for the DBIA?**

**A:** Most definitely! The DBIA has utilized legal counsel as well as actuarial in developing the Agreement and Plan of Merger.

**Q: What happens if SON does not agree to the Agreement and Plan of Merger and proposed bylaw changes?**

**A:** The SON governing body will be voting on the exact same document as the DBIA. If they decide against the merger, the DBIA will then proceed to negotiate with the DBIA merger committee’s second choice for a merger partner. It will be important for the DBIA National Board to get a feel for what direction the delegates wish to go should this happen. However, we are confident that approval will be the ultimate outcome.

**Q: Will the DBIA know whether or not SON will approve the merger when they convene their meeting?**

**A:** We will not have the results of SON’s approval with certainty until after their convention. However, the Districts of SON meet during the month of June 1994. The merger will be presented and addressed at each of these District

Conventions, with a straw vote taken to get a feel for their reaction of the plan. The SON merger committee has informed us that they should get a pretty good indication as to which way SON is leaning, following these District Conventions.

## **About the Dues**

### **Q: What is the dues structure of SON?**

**A:** The dues for SON consist of three parts; International dues of \$20.00, DBIA District dues and Local Lodge dues. The International dues are set in accordance with the SON International Charter and Constitutions. The DBIA District may set an additional dues if so desired. At this time, we do not recommend a DBIA District dues. It may be that we will want to add them at a later time. Of course, DBIA Local Lodges will determine their own dues.

### **Q: How will DBIA members be billed for dues?**

**A:** All billing for dues is accomplished through the International Headquarters of SON. Said billing will then include the International dues, DBIA District dues, if any, and Local Lodge dues. The dues collected by SON on behalf of the Local Lodges and the Districts are remitted back to same on a monthly basis. For example, let's say your local lodge dues are \$15.00 per year and the DBIA chooses not to incorporate a district dues. You would receive a billing notice from SON in the amount of \$35.00 (\$20.00 for the international dues and \$15.00 for the local lodge dues). The \$15.00 is then sent to your local lodge on your behalf at the end of the month.

### **Q: Will I have to pay the current DBIA national dues in addition to the SON dues?**

**A:** No. The DBIA national dues are replaced by the SON dues. If DBIA, as a District, wants to incorporate a "District" dues in addition to the SON international dues, we may do so by two-thirds vote of our District Convention. However, until further notice, even after merger, members should pay DBIA dues as billed by the DBIA Headquarters.

### **Q: Do insured members pay the same amount of dues as social members?**

**A:** Yes. Currently there is no distinction within the SON dues structure between an insured member and a social member.

### **Q: How often will I be billed and when?**

**A:** Social members and insured members with paid-up certificates are billed 25 days prior to the due date, which is normally the membership anniversary date, on an annual basis. Dues for insured members who are still paying a premium on their certificate will be included on the premium notice for said policy. The current billing mode for a premium-paying certificate will become the mode of payment for the dues (annual, semiannual, quarterly, etc.).

### **Q: Is there a grace period for the payment of premiums and dues?**

**A:** Yes. The applicable grace period allowed in your DBIA certificate (policy) will be honored by SON. A grace period for the dues also applies for up to 90 days.

## **About Conventions**

### **Q: How often does SON have a National Convention?**

**A:** As SON has a District in Norway, their conventions are called International Lodge Meetings (Conventions). International Lodge Meetings (Conventions) are held every two years.

### **Q: Who can attend and who is eligible to vote at an International Lodge Meeting (Convention)?**

**A:** Any member of the SON, which would include the DBIA District should the merger be approved, are welcome to attend the International Lodge Meetings (Conventions). Eligible to vote are the elected Delegates and the

to attend the International Lodge Meetings (Conventions). Eligible to vote are the elected Delegates and the International Officers and Directors.

**Q: Will there be remuneration for the Delegates attending the International Lodge Meeting (Convention)?**

**A:** Each District within the SON support their own Delegates to attend the International Lodge Meeting (Convention). Under the proposed budget for the DBIA District, an expense allowance of \$250 per Delegate is suggested.

**Q: Will the DBIA have any conventions beyond the conventions of the current DBIA Districts?**

**A:** Yes. The DBIA will have a District Convention which would be national in nature. These conventions will be held every two years to correspond with the International Convention.

**Q: Are social members allowed to vote on who represents their lodge?**

**A:** Not only do social members participate in selecting their delegate, the number of delegates a lodge or the DBIA District is entitled to is determined by the total membership, social and insured. However, no social member can be a delegate to either the DBIA District Convention or the International Lodge Meeting (Convention).

**Q: If Lodges do not have the funds to send a Delegate to our Convention, can they still have a vote?**

**A:** If this question refers to the Special Convention, it is not necessary for lodges to fund their delegate to attend, as delegates will receive the usual per diem allowance and reimbursement for transportation from the national organization. If this question refers to the International Lodge Meeting (Convention) of SON and the DBIA District Conventions, the answer is no. There is no provision for vote by proxy should a lodge not send delegates to said conventions. However, under the proposed organizational structure for the DBIA District, delegates representing the DBIA District at the International Lodge Meeting (Convention) will receive a \$250 expense allowance from the DBIA District.

## **In General**

**Q: What was the drain from DBIA surplus each year to present this problem to have to merge?**

**A:** There are many factors that go into this answer with no one factor being the culprit singly, but in 1988 DBIA's surplus level was at \$1,707,228. In 1992 that surplus had dropped to \$1,189,000. The gain (loss) from operations after refunds to members each year was as follows:

1988	(\$53,349)
1989	\$32,819
1990	(\$103,006)
1991	(\$212,259)
1992	(\$251,578)
1993	\$36,445

The DBIA surplus is not enough to sustain the costs of writing new business. Writing new business is the key to growth as it is the sale of insurance over time that builds financial strength, not dues. If you can't write new business, you can't grow.

**Q: If we stop selling insurance, could we manage our expenses?**

**A:** Already by reducing expenses we have eliminated the drain on surplus. In 1993 the DBIA experienced a small gain to surplus. However, this is a short-term solution. The Nebraska Department of Insurance, as well as other state insurance departments, is not only concerned with surplus levels, they also want to see growth and viability. Shortly after the Board's decision to merge, the states of California, Minnesota and Iowa indicated their desire to "see something done." These states, along with the State of Nebraska, continue to monitor our situation and anxiously await the results of our Special Convention.

**Q: Will I, as an insured member of the DBIA, receive a new insurance certificate or policy now that SON will be responsible for it?**

**A:** No. Each insured member will receive a "letter of assumption" indicating that SON has now assumed the responsibility and obligations of your certificate (policy). SON must guarantee all rights, benefits and entitlements as are currently contained in your certificate.

**Q: What will happen to current DBIA Districts?**

**A:** Current DBIA Districts shall exist as they currently do and continue their activities and operations, including the conducting of their annual conventions. However, they will now be known or referred to as Zones within the DBIA District of SON. The Zones will continue to select delegates for their conventions as they currently do.

**Q: The DBIA currently has a general liability insurance program for which Lodges must contribute their portion of the premium. Will this program discontinue after the merger?**

**A:** Although the current DBIA Lodge Liability Insurance Program will discontinue, SON has a similar program which is mandatory for Lodges. DBIA Lodges will be required to participate just as any other Lodge of SON. Each Lodge's portion of the liability insurance premium is based upon the size of the Lodge. For example, for the July 1993 to July 1994 period, SON Lodges paid as follows:

Number of Members	
under 100	\$130
100 - 299	\$179
300 - 499	\$319
500 - 699	\$411
700 - 899	\$505
900 and over	\$630

Each District of SON also contributes a portion of the premium.

**Q: Will SON continue with the insurance policies for children, graduates and newly-weds included in the DBIA fraternal benefit series?**

**A:** Any insurance certificate (policy) currently in force under the fraternal benefit series will be assumed by SON. However, no additional certificates will be issued under the DBIA fraternal benefit series as it will be discontinued.

**Q: Who will be the insurance contact for the DBIA if we will no longer be responsible for the insurance programs?**

**A:** SON has a proven agency and marketing representative system. It may very well be that SON agents will be geographically assigned to handle the DBIA business. In any event, questions and concerns can be directed to the SON Home Office in Minneapolis, Minnesota.

**Q: After the merger, if new members of the DBIA Lodges have a need for insurance, will that member's insurance be issued by SON?**

**A:** Yes. SON becomes the insurance provider and servicer for all insurance needs after the merger.

**Q: Will new members joining a DBIA Lodge, but carrying a SON insurance certificate, be counted as a DBIA District member?**

**A:** Yes.

**Q: Is there any way we can continue to have a publication of our own, done by volunteers?**

**A:** Yes. As a District we can do virtually anything we want as long as we pay for it ourselves. Currently, a monthly

DBIA District newsletter is proposed in the budget contained later in this issue. We propose continuing to use the name of **American Dane** for this publication. Said publication would be mailed to all DBIA member lodges.

**Q: Is our longevity as a member of the Danish Brotherhood carried on in the Sons of Norway?**

**A:** Yes. Sons of Norway will recognize the length of membership of DBIA members for purposes of longevity awards.

**Q: What benefits does a social member have by joining the Sons of Norway?**

**A:** As with any organization, you get out of it what you put into it. All members, social and insured, will receive a monthly magazine called the VIKING. Members also have the opportunity of fellowship through local lodge involvement and have access to idea banks and heritage information through books, videos and music cassettes at member discounts. Members have a chance to “feel good” by participating in community outreach programs. Of course, a wide variety of financial products such as, life insurance, auto insurance, homeowner’s insurance, annuities and IRAs, medicare supplements and universal life, are available at affordable rates to members as well.



## NOTES





# NOTES



# *From the Desk of the Secretary-Treasurer*

## *Jerome L. Christensen*

I am exercising my position as Administrative Editor of **American Dane** magazine to address you, the membership, at this very historical moment in the life of our beloved organization, the Danish Brotherhood in America. I hope and pray that you will take time to read my comments, even though many of you know how long-winded I can be. I will be as brief as I possibly can, but there are a number of important issues on my mind, and I feel inclined to share them with you.

A question that has been raised and not specifically addressed in our question and answer series is this, "Why can't we just get rid of the insurance and be a pure fraternal organization?" This is a legitimate question, and one to which the DBIA Merger Committee and National Board gave considerable attention. The misconception is that because the Merger Committee and National Board are recommending a merger as the route to go, this option was not considered at all. Perhaps the blame for this misconception rests in this office, as it has never been reported that, indeed, we did look at this as an alternative; and more than once in our history.

Two examples of this option came to the attention and review of the Board of Directors.

The first example is the Ancient Order of United Workman of Washington, which reinsured its life insurance with Early American Life Insurance Company in 1976. This company, Early American Life, approached the Danish Brotherhood in July of 1988 about the possibility of acquiring DBIA's block of insurance business, with the DBIA becoming a pure fraternal organization. Meetings were conducted with Early American Life and with the Ancient Order of United Workman to get a feel for the strengths of such a venture.

The second example is that of the Independent Order of Svithoid of Chicago, Illinois, who merged with Bankers Mutual Life Insurance of Freeport, Illinois in 1978. I had the opportunity to have a telephone conversation with the current president of the Independent Order of Svithoid to evaluate their situation.

In both of these cases, the fraternalists continue to wrestle with a declining membership and uncertain future. As their

membership has declined, so has their base for income through dues. As a result, dues have increased to meet the current expenses and benefits. In no instance were these organizations better off as a result of their actions. If anything, they were worse off, with the exception of securing financial safety for their certificate holders. It was, and still is, the opinion of the Merger Committee and the National Board that this option provides for a seemingly permanent fix financially for certificate holders, and a temporary fix fraternally. I say "seemingly" because Early American Life has since gone out of existence.

In brief what I am trying to say is, the Merger Committee and National Board are not interested in a temporary fix, nor do we believe that is the desire of our membership. Our problem is much deeper than an insurance or financial problem. We have a membership problem. To sell off our insurance and become our own boss within the confines of a pure fraternal organization is not going to fix this membership problem. It has to be solved within our membership and lodges.

I hesitate to believe that a membership currently complaining about \$10.00 and \$15.00 dues, will support the DBIA year in and year out, with, say, \$40.00 to \$50.00 dues, the minimum needed to sustain a stand-alone organization. I also hesitate to believe that agents employed by an insurance company acquiring our block of business would actively seek members for the Danish Brotherhood.

This, to me, is paramount. We are not going to survive if we can't grow in membership. If we don't go out and get new members ourselves, and history bears the fact that we don't do this, who is going to do it? If insurance has caused prospective members to decline membership in the DBIA, where is the host of new members since our insurance requirement was eliminated January 1, 1993? Is it the dues? Is it the perceived bureaucracy? If it is, it will not be any different for us as a stand alone fraternal organization not offering insurance, and relying on a dues structure for its very existence.

From the two examples mentioned earlier, the DBIA National Board discerned that such an option was not the answer for the Danish Brotherhood. There was absolutely nothing

about the two fraternal post-acquisition that was appealing.

Is there a way to satisfy both sides of the issue? Is there a way to financially secure the surplus that has been built by DBIA certificate holders and achieve fraternal growth as well? Is there a way to continue to be our own organization, promoting Danish customs, heritage and traditions? Is there a way to be the Danish Brotherhood in America and not disrupt our current lodge system? Is there a way to take advantage of a proven marketing and distribution system, geared towards promoting membership first and insurance second?

These questions crossed the minds of the Merger Committee and the Board of Directors. We found the answers to these questions to be an overwhelming "YES!" in a merger with Sons of Norway. It is with the approval of the proposed merger agreement with SON that we accomplish what we set out to do, which was to 1) protect the surplus and financial investment made by DBIA certificate holders, 2) retain our identity in name and deed, 3) retain our ethnicity and Danish purpose, 4) retain our current lodge system and activities, 5) retain our district structure and activities, and 6) obtain guaranteed representation within the governing body of the parent organization. The very things that our membership mandated through the membership survey of late last year would be realized in a merger with Sons of Norway.

Yes, Sons of Norway has a national dues. But they are only \$20.00 per year for a member and \$16.00 a year for the spouse of a member. The advantage of these dues over a dues that would be required of our members in a stand-alone situation results from economies of scale. Costs can be spread over a broader membership base and thus hold the per unit (dues) costs down to a reasonable amount. Of course, lodge dues, as established by DBIA lodges themselves, would need to be included in the billing cost for membership.

Further, Sons of Norway does not dictate the fraternal programs of its member districts. Instead, they provide fraternal monies to each district in the amount of \$4,500, plus \$0.25 per adult member, annually. Each district can decide how these funds are used in conjunction with the purpose that it has established for itself. It is like being our own organization, our own boss if you will, within the financial security of a larger, stronger organization. We get the best of two worlds!

This is not to say that everything is going to be easy and that this plan does not call for a great deal of effort on our part. As

the DBIA home office will be eliminated along with its administrative staff, the DBIA will become a truly volunteer organization. The District Board of Directors will be a truly working Board. Therefore, it is very important for our District to elect individuals to this body who have demonstrated the willingness and ability to work for the DBIA to make it an effective organization within the Sons of Norway.

I now invite you to review the proposed bylaws for the DBIA as a District of Sons of Norway, as well as the two-year budget, should the merger be adopted. You will notice that what is being proposed is based upon our current structure and fraternal programs. Among other duties, the DBIA District Board will be called upon to administer these fraternal programs, as determined by our District. Such fraternal programs may include, but should not be limited to, the following:

- 1) scholarships
- 2) matching funds for
  - a) Danish Language Camps
  - b) Lodge Fraternal Programs
- 3) membership awards such as the
  - a) Howard E. Christensen Award
  - b) Axel Skelbeck Scholarship Award
  - c) Fred K. Holm Scholarship Award
- 4) youth program development within the DBIA zones

So, although we sacrifice being a stand-alone organization if our governing body adopts the proposed merger, we gain so much more. Doesn't it make sense to look to the future and what could be accomplished working cooperatively as two Scandinavian organizations under the umbrella of the Sons of Norway, rather than separately? It is exciting to me to think of the possibilities that exist in this venture. This merger should in no way dilute the positive aspects of either organization. In my mind, it is a win-win situation for both societies.

This plan will be a demonstration to others that it is possible to be a part of another Scandinavian organization, and at the same time, focus on what it is to be Danish. This may be the first step towards a broader Scandinavian organization evolving naturally over time, with each group promoting their own culture and heritage. This has long-term appeal and lasting implications to us Danes as a part of the Scandinavian community. It is tempting to be selfish and want to be our own boss in our own organization. However, in my opinion, we would be doing a disservice to our membership and its very future by not seeing beyond tomorrow.

# Danish Brotherhood in America District

## of the Sons of Norway

### Proposed Bylaws

#### Article I - Name

1.) The name of the Ninth District of Sons of Norway shall be the "Danish Brotherhood in America District," and shall consist of its elected Board of Directors, Delegates from each of its Member Lodges and the elected International Officer(s) and/or Director(s) within the District, all of whom must be insured or benefit members.

#### Article II - Purpose

2.) The purpose of the DBIA District shall be to promote and perpetuate Danish culture, heritage and traditions, as well as the interests of Sons of Norway of which the District is a part.

#### Article III - Territory

3.) The territory of this District shall be national in nature and include the following Zones:

- a. California-Nevada
- b. General Committee of Eastern Lodges
- c. Heartland
- d. Michigan-Ohio
- e. Midwest
- f. Nebraska
- g. Pacific Northwest

#### Article IV - District Dues

4.) The DBIA District may establish and assess a District Dues as it may from time to time deem necessary. Said dues must be approved by a two-thirds majority vote of the members of the District Convention.

#### Article V - District Convention

5.) The District shall hold its regularly scheduled meeting once every two years at such a time and place to be determined by the District Board of Directors in consultation with the Host Lodge(s) or Zone(s). The closing date of said meeting shall not be less than 45 days prior to the opening of the International Lodge Meeting.

6.) a.) **Representation.** Every Local Lodge within the DBIA District shall be entitled to representation at the

District Convention as follows:

Two (2) Delegates per Lodge, plus one (1) Delegate for every 200 members, or major fraction thereof, that the Lodge had as of December 31st of the year before the date of the District Convention.

b.) **Delegate and Alternate Election.** Election of Delegates by the Local Lodges must take place no later than ninety (90) days before the District Convention. At the same time, an equal or greater number of Alternates shall be elected to fill the place(s) of any Delegate(s) not able to attend the District Meeting.

c.) **Eligibility.** Eligible for election as Delegates or Alternates to the DBIA District Convention are insured or benefit members of the Local Lodges within the District.

d.) **Travel Expenses.** Delegates attending the District Convention shall be entitled to their traveling expenses. Said expenses, or a portion thereof as determined by the Local Lodge, shall be paid by the Local Lodge for which the Delegate is representing. The DBIA District may also make provision for a portion of the travel expenses of Local Lodge Delegates attending the District Meeting as the District budget may allow. Said provision must be approved by two-thirds majority vote of the members of the District Convention.

#### Article VI - District Officers and Directors

7.) **Titles and Number.** The Officers and Directors of the DBIA District shall be as follows:

- President
- Vice President
- Secretary
- Treasurer
- Directors (3)

The three (3) Directors shall assume the duties of Counselor, Social Director and Youth Director, respectively, as provided in the International Charter and Constitutions of the Sons of Norway.

8.) **Eligibility.** Eligible for election to the District Board shall be the Lodge Delegates to the District Convention and the current District Officers and Directors.

9.) **Term of Office.** The term of office for the respective Officers and Directors shall be two years, or until their successors have been elected and installed. In no instance may an individual hold a position on the DBIA District Board of Directors and the International Board of Directors at the same time. In the event a current District Board member is elected or appointed to a position on the International Board of Directors, their District Office shall be declared vacant.

10.) a.) **Election.** The election of the District Officers and Directors shall be accomplished by nominations from the floor of the District Convention such that each DBIA Zone is represented on the District Board. No Zone shall have more than one representative on the Board, with the exception of a Zone that does not have an individual interested in or able to serve in this capacity. In this event, said position may be filled by a Delegate from another Zone, elected at large.

b.) Ballots shall be used in all cases where there are two or more candidates for any office. A majority of the votes cast is necessary for election; otherwise, election shall be by acclamation.

c.) If more than two candidates have been nominated for an office and none receives a majority vote on the first ballot, the candidate with the least number of votes shall withdraw, and balloting shall continue until one gets a majority of the votes cast.

11.) **Alternates.** At the time of election of the District Board of Directors, the District shall elect seven (7) Alternates for the purpose of filling vacancies occurring on the District Board for any reason. The rules for electing the Officers and Directors of the District shall govern in the election of Alternates.

12.) **Meetings.** The DBIA District Board shall meet at least once per year at a time and place determined by the Board. In the year of the DBIA District Convention, the Board shall meet in the Convention city immediately preceding the opening of said Convention.

13.) **Travel Expenses.** District Officers and Directors attending District Board Meetings, or traveling on official District business, shall receive a per diem allowance of \$75.00 for each of two (2) days of travel and \$100.00 for each day of meetings, with the maximum total per diem allowance being \$250.00. In addition, Officers and Directors shall be reimbursed for the cost of transportation, not to exceed the cost of one (1) round-trip, coach airline ticket.

14.) **Expense Allowance.** While serving as Officers and Directors of the District, the Board of Directors shall receive an annual expense allowance of \$125.00 to be paid as determined by the District Board of Directors.

#### **Article VII - International Lodge Meeting**

15.) **Representation.** As a District of Sons of Norway, the DBIA District shall be entitled to representation to the International Lodge Meeting as follows:

Two Delegates for the District (one of whom shall be the District President), plus one Delegate for each 400 members, or major fraction thereof, in the District as of December 31st of the year before the International Lodge Meeting.

16.) **Eligibility.** Eligible for election as Delegates or Alternates to the International Lodge Meeting are the Delegates to the District Convention and the District Board of Directors.

17.) **Delegate and Alternate Election.** The two Delegates for the District shall be elected at large among the Delegates for the District Convention and District Board of Directors, keeping in mind one of same must be the District President. The additional DBIA District Delegates shall be determined as follows:

a.) Before the order of business of election, each Zone of the DBIA District shall caucus and nominate one candidate for each 400 members in their Zone. Any remaining fraction of 400 members in each Zone shall be pooled and an additional Delegate per 400 members elected at large.

b.) The Delegate from each Zone shall be elected separately, one Zone at a time. Additional nominations

may be made from the floor of the Convention, however, such nominees must come from the corresponding Zone whose representatives are then being elected.

c.) At the time of the election of the Delegates, a corresponding number of Alternates shall be elected to fill the place(s) of Delegate(s) not able to attend the International Lodge Meeting. The rules for electing Delegates shall govern in the election of the Alternates.

18.) **Travel Expenses.** For attendance to the International Lodge Meeting, DBIA District Delegates shall receive from the District a \$250.00 expense allowance.

### Article VIII

#### Nomination of International Director

19.) The DBIA District shall, immediately following the election of Delegates to the International Lodge Meeting, nominate its International Director(s) and Alternate(s) in accordance with the provisions of the Charter and Constitutions of the Sons of Norway.

#### Article IX - Amendments to Bylaws

20.) These bylaws may be amended at any regular meeting of the DBIA District, provided that the proposed changes be mailed to the DBIA District Secretary at least 60 days prior to the date of the District Convention.

## Danish Brotherhood in America District of the Sons of Norway Proposed Budget

	1995	1996
<b>Income</b>		
General and Administrative		
International dues allocated to DBIA District	\$65,000	\$52,000
Investment Income	<u>\$13,500</u>	<u>\$15,012</u>
Subtotal	\$78,500	\$67,012
Fraternal Program Funds		
Allocation from SON International Headquarters	<u>\$6,125</u>	<u>\$6,125</u>
<b>TOTAL INCOME</b>	<u>\$84,625</u>	<u>\$73,137</u>
<b>Expenses</b>		
General and Administrative		
American Dane District Newsletter (monthly to lodges)		
Printing & Stationery	\$600	\$612
Postage	<u>\$600</u>	<u>\$612</u>
Subtotal	\$1,200	\$1,224
District Board Expense		
Travel (semiannual meetings; 4 officers, 3 directors)	\$5,600	\$5,600
Per Diem (assuming \$75 for each day of travel & \$100 for 1 day of meeting)	\$3,500	\$3,500
Expense Allowance (\$125 each)	<u>\$875</u>	<u>\$875</u>
Subtotal	\$9,975	\$9,975
District Secretary Expense		
Postage & Telephone	\$600	\$612
Printing, Stationery & Supplies	\$1,600	\$1,632
Storage Rental/Miscellaneous Expense	\$1,200	\$1,224
Bonding Expense	<u>\$50</u>	<u>\$51</u>
Subtotal	\$3,450	\$3,519

District Treasurer's Expense			
Postage & Telephone	\$300		\$306
Printing, Stationery & Supplies	\$600		\$612
Bonding Expense	<u>\$50</u>		<u>\$51</u>
Subtotal		\$950	\$969
District Convention Expense			
Travel (District Board)	\$1,400		\$1,400
Per Diem (District Board)	\$875		\$875
Parliamentarian	\$100		\$100
Guest Convention Packages	<u>\$125</u>		<u>\$125</u>
Subtotal		\$2,500	\$2,500
International Convention Expense			
Delegate Allowance (based on 2 District Delegates plus 1 Delegate per 400 members)		\$2,375	\$2,375
Miscellaneous Expense			
Bank Charges	\$100		\$102
Travel (special assignment/representation)	\$1,200		\$1,225
Advertising Expense	\$350		\$357
Miscellaneous Gifts/Flowers/Plaques	<u>\$150</u>		<u>\$153</u>
Subtotal		<u>\$1,800</u>	<u>\$1,837</u>
Total General & Administrative Expenses		\$22,250	\$22,399
Fraternal Programs			
Scholarships		\$12,000	\$12,000
Matching Funds			
*Danish Language Camps		\$1,500	\$1,500
*Lodge Fraternal Programs		\$1,500	\$1,500
Membership Awards (plaques)			
*Howard E. Christensen Award		\$50	\$50
*Axel Skelbeck Scholarship Award		\$50	\$50
Youth Programming Support to Sub-Districts		<u>\$1,750</u>	<u>\$1,750</u>
Total Fraternal Programs Expenses		\$16,850	\$16,850
<b>TOTAL EXPENSES</b>		\$39,100	\$39,249
<b>NET GAIN FROM OPERATIONS</b>		\$45,525	\$33,888



## NOTES



# Delegates of Record

## 1994 Special National Convention

Lodge No. Delegate and Address	Lodge No. Delegate and Address	Lodge No. Delegate and Address	Lodge No. Delegate and Address
1 Annette Andersen 14006 Woolworth Circle Omaha, NE 68144	35 Raymond Nielsen 1227 Olive Rd. Homewood, IL 60430	70 Darwin Noah 2769 Sidney Rd. Sidney, MI 48885	147 Herluf Pedersen 336 E. 3rd Newell, IA 50568
4 John Mollerskov 1407 Oakdale Ave. Racine, WI 53406	36 Albert L. Larsen 2571 South Shore Dr. Milwaukee, WI 53207	71 Carl Spencer 105 Young St. Penn Yan, NY 14527	155 Karen E. Bruun 2737 North Park Dr. Bellingham, WA 98225
10 Ervin A. Grunberg 2315 South 11th St. Council Bluffs, IA 51501	37 Erik Garde 26 Brooklawn Pl. Bridgeport, CT 06604	75 Alton Neve Rt. 5, Box 41 Albert Lea, MN 56007	161 Eugene Schultz P.O. Box 98 Ruskin, NE 98974
14 Ronald C. Jensen P.O. Box 4205 Kenosha, WI 53140	39 Robert Jensen 11500 N.E. 76th St., #A3-34 Vancouver, WA 98662	84 Erik Hansen 3912 "J" St. Lincoln, NE 68510	164 Raymond Leth Rd. #1, Box 149 E. Canton, PA 17724
15 Svend Christensen 212 University Mercy Park #45 Des Moines, IA 50314	42 Sharon Kinder 502 S. Edison St. Olympia, WA 98501	92 Marlowe Seyller, Jr. 308 Spruce St. North Aurora, IL 60542	167 Don Bogh 636 NE 151st St. Portland, OR 97230
16 William Jorgensen, Jr. RR 2, Box 39 Minden, NE 68959	43 William L. Pedersen 3025 S. Emerson Way Englewood, CA 80110	95 Francis Sweet P.O. Box 195 Petrolia, CA 95558	172 Knud O. Koefoed 1004 Orienta Terrace Pitman, NJ 08071
17 Merle L. Nysten 97 Carriage Rd. Barrington, IL 60010	45 Jens Hoj 135 W. Isabel St. Paul, MN 55107	113 Niels Nedergard 795 Pine Dr. Enumclaw, WA 98022	177 Maynard Petersen 1024 E. 12th York, NE 68467-2612
29 Flemming Sorensen 9822 N.E. 32nd St. Bellevue, WA 98004	46 Eric Brown 47 Middlesex Ave. Edison, NJ 08820	117 Louis Petersen RR 1, Box 226 Plainview, NE 68769	182 Christian T. Jensen, IV 719 Grand Ave. Waukegan, IL 60085
30 Donald R. Hansen 17871 Cherokee Dr. Spring Lake, MI 49456-9404	49 Kaj E. Kristensen 118 Granada Dr. Corte Madera CA 94925	125 Francis Pedersen 3612-358th St. Weeping Water, NE 68463	183 Irving W. Jensen 497-9th Ave. Troy, NY 12182
32 Berit Mann 31 Sumac St. West Haven, CT 06516	51 Kenneth L. Johnson 3031 N. Jebavy Dr. Ludington, MI 49431	126 H. Owen Miller 449 W. 64th Pl. Inglewood, CA 90302	186 Lauritz P. Jensen 1991 245th Ave. Luck, WI 54853-3721
34 Shirley A. Holzhauer 328 East Mazon Ave. Dwight, IL 60420	56 Otto M. Larsen 328 N. 13th St. Kansas City, KS 66102	143 Jim P. Larsen 37 Stevens Dr. Petaluma, CA 94952	190 Norman O. Hanson Ruback's Grove Galway, NY 12074
	67 Dan N. Mogensen 6122 S. Poppy Fresno, CA 93706	144 Mervin D. Andersen P.O. Box 3 325 Daisy St. Dike, IA 50624	206 Robert K. Johnson 7755 East Laguna Azul Ave. 143 Meza, AZ 85208-5094

# 1994 Delegates of Record (continued)

## Lodge

### No. Delegate and Address

- 211 Betty Alderman  
123 Grant St.  
St. Paul, NE 68873
- 217 Marvin Christensen  
211 S.E. "D" Ave.  
Gilmore City, IA 50541
- 219 Thorvald L. Sorensen  
RR #4, Box 242  
Mason City, IA 50401
- 227 Otto Pedersen  
2200North  
Hammond Lake Rd.  
West Bloomfield, MI  
48324-1815
- 242 Henry Jensen  
2656 Sigsbee St.  
Erie, PA 16508
- 261 Harold Jensen  
Rd. KK 2666  
Fowler, CO 81039
- 263 Maurice Esponintour  
6316 Pionervej  
Askov, MN 55704
- 268 Floyd West  
29009 18th St.  
Junction City, OR 97448
- 273 Randy Tommerup  
2100 Sawmill Rd. S.  
Dillon, MT 59725
- 283 Gregg Nielsen  
4300 Ocean Blvd.  
Highland Beach, FL  
33487
- 294 Harry Mikkelsen  
Rt. 1  
Williamstown VT 05679

## Lodge

### No. Delegate and Address

- 299 Johannes Jaeger Nielsen  
1610 Birch Dr.  
Solvang CA 93463-2806
- 306 William K. Jensen  
1732 Lanai Dr.  
El Cajon, CA 92019
- 314 Carl Sorensen  
33 West Normandy Dr.  
West Hartford CT 06107
- 319 Verner Stenderup  
11549 East Bear  
Mountain Blvd.  
Bakersfield, CA 93307
- 325 Helen Kofod  
957 Wenwood Dr.  
N. Bellmore, NY 11710
- 326 David N. Neelson  
5488 Hwy. 22 S.E.  
Lone Tree, IA 52755
- 328 Peter Praegel  
7874 Rayside Ave.  
Burnaby, BC,  
Canada V5E 2L3
- 332 John E. Craig  
403 Los Olivos  
Modesto, CA 95351
- 341 June Sampson  
RR #1  
Elk Horn, IA 51531
- 342 Geert Pedersen  
236 Newton  
Richboro Rd.  
Richboro, PA 18954
- 345 Kenneth Olsen  
16410 California Ave.  
Bellflower, CA 90706

## Lodge

### No. Delegate and Address

- 346 Neil E. Petersen  
12334 Pascal Ave.  
Grand Terrace, CA  
92324
- 347 Arthur Wall  
362 East Post Rd. S.E.  
Cedar Rapids, IA 52403

## Lodge

### No. Delegate and Address

- 348 Kris Sand  
996 Bermtzen  
Eugene, OR 97402

## DISTRICT DELEGATES

### Pacific-Northwest

- Melvin Hollister  
12238 6th N.W.  
Seattle, WA 98177

### California-Nevada

- Carol Sue Patterson  
28520 Hackney  
Highland, CA 92346

### Nebraska

- Glen Haselbarth  
518 E. 5th St.  
Minden, NE 68959

### Heartland

- Melvin Boose  
Box 235  
Elk Horn, IA 51531

### Midwest

- Rick Wade  
3920-18th Ave.  
Kenosha, WI 53140

### Michigan-Ohio

- Wesley L. Thomsen  
1631 S. Nevins Rd.  
Sidney, MI 48885

### GCEL

- Chris Simonsen  
18 Ann St.  
North Branford, CT  
06471

## *Area Attractions*

The Omaha area has many activities and cites to offer tourists. For those of you thinking about coming to Omaha before the convention, or staying a few days following the convention, we have listed some of the attractions you might consider. Of course, this is not a complete list but we feel it provides a variety of activities. For more information about Omaha, Nebraska, contact the Greater Omaha Chamber of Commerce, 1301 Harney St., Omaha, NE 68102 or telephone (402) 346-5000.

### **AKSarben horse racing**

**6300 Shirley St., Omaha, (402) 444-1888**

Race times are:

Monday, Tuesday & Friday                      5:00 p.m.

Saturday and Sunday                              1:00 p.m.

Gates open one hour before races.

General admission is \$2.00, clubhouse admission is \$5.00.

### **Bluffs Run Greyhound dog races**

**2701 23rd Ave. Council Bluffs, IA, (712) 323-2500**

Racing at:            Tuesday - Sunday            7:15 p.m.

matinee Wednesday        3:15 p.m.

matinee Sat. & Sun.        1:30 p.m.

Must be in attendance no later than one-half hour before the race starts.

Paddock level admission is \$1.00, clubhouse admission is \$3.00.

**Boystown, call for tour information 498-1140**

### **Danish Immigrant Museum, Elk Horn, IA**

**(East Interstate-80) (712) 764-7001**

Summer hours are:

Sunday    noon - 6:00 p.m.

Monday - Friday                                9:00 a.m. - 6:00 p.m.

Saturday    10:00 a.m. - 6:00 p.m.

Admission is free for preschool children, \$1.50 for children and \$3.00 for adults.

### **Henry Doorly Zoo and Lied Jungle**

**Deer Park Blvd. at 10th St., Omaha**

**(402) 733-8400**

Summer hours are:

Sunday - Saturday                            9:30 a.m. - 5:00 p.m.

Admission is \$3.25 for children (5 - 11 years old), \$5.00 for senior citizens and \$6.50 for adults.

### **Omaha Royals Baseball**

**South of Interstate 80 at 13th St., Omaha**

**(402) 734-2550**

Games are scheduled for:

July 17                      2:05 p.m.    vs. Oklahoma City - July 20

July 18 & 19                7:05 p.m.

July 20                      12:05 p.m.

July 25 & 26                7:05 p.m.                      vs. Nashville - July 29

July 27                      12:05 p.m.

July 28 & 29                7:05 p.m.

General admission is \$3.00, reserved seats are \$5.00 and \$6.00. Gates open an hour before the game.

### **Strategic Air Command Museum**

**2510 Clay (South on 72nd St. to Highway 370),**

**Bellevue, NE (402) 292-2001**

Hours are:            Every day                      8:00 a.m.-8:00 p.m.

Admission is free for children age five and younger, \$2.00 for children (age 6-12), \$3.50 for senior citizens and \$4.00 for adults.

### **Western Heritage Museum**

**801 S. 10th St., Omaha, (402) 444-5071**

Hours:

Monday-Saturday                              10:00 a.m.-5:00 p.m.

Sunday    1:00 p.m.-5:00 p.m.

Admission is free for children age 5 and younger, \$2.00 for children (age 5-12), \$2.50 for senior citizens and \$3.00 for adults.

### **Shopping**

**Crossroads Mall ..... 72nd & Dodge**

**Oak View Mall ..... 3001 S. 144th St.**

**Old Market District begins at 10th and Howard**

**Westroads Mall ..... I-680 & West Dodge Road**

**Have fun while you are in Omaha!**

# Danish Brotherhood in America 1994 Special National Convention

*Velkommen to Omaha, Nebraska!*

The 1994 Special National Convention of the Danish Brotherhood in America will take place at the **Ramada Hotel Central**, 7007 Grover Street, Omaha. Ramada Central is located north off Interstate-80 at 72nd Street. Ramada Central offers airport shuttle service from Eppley Airfield.

For those traveling by motor home, New City Camp Ground for recreation vehicles is located at 4095 So. 84th Street (south of I-80 at 84th and F. Street). Complete hookups for gas, water and electricity are available, with showers in an adjoining building. Rates are \$19.00 per day. Call (402) 339-0800 for space reservation or for more information.

✂

Hotel reservations must be made to:  
**Ramada Hotel Central**  
 📍 7007 Grover Street  
 Omaha, Nebraska 68106  
 📞 Phone (402) 397-7030 or  
 outside Nebraska 1-800-228-5299

Mention you are with the Danish Brotherhood in America Convention if you are calling in your reservation.  
**Room reservation deadline is July 9, 1994**

Name of Group: Danish Brotherhood in America

Name(s) \_\_\_\_\_  
 Telephone \_\_\_\_\_  
 Street \_\_\_\_\_ City \_\_\_\_\_  
 State \_\_\_\_\_ Zip \_\_\_\_\_

Room Type: One King Bed \_\_\_\_\_  
 Two Double Beds \_\_\_\_\_

Room Rates: \$52.00

No. in Party: \_\_\_\_\_

Arrival Date: \_\_\_\_\_  
 Departure Date: \_\_\_\_\_

Guaranteed By Credit Card: \_\_\_\_\_  
 Exp. Date \_\_\_\_\_

All reservations cancelled at 6 PM unless accompanied by a deposit equal to the first day's rate or guaranteed by credit card. (Special Rates are non-commissionable).

✂

✂

Convention reservations must be made to:  
**Danish Brotherhood in America**  
 📍 3717 Harney Street  
 Omaha, NE 68131-3844  
 No telephone reservations.

Convention packages must be pre-paid by July 13, 1994.

Name(s) \_\_\_\_\_  
 \_\_\_\_\_

Telephone \_\_\_\_\_  
 Street \_\_\_\_\_ City \_\_\_\_\_  
 State \_\_\_\_\_ Zip \_\_\_\_\_

Convention package price is \$25.00 per person. Convention packages must be pre-paid by July 13, 1994.

**Convention Schedule**

Friday, July 22, 1994

Registration	5:00 p.m. - 9:00 p.m.
No host reception	7:00 p.m. - 9:00 p.m.

Saturday, July 23, 1994

Early registration	7:30 a.m. - 8:30 a.m.
Coffee/social	8:30 a.m. - 9:00 a.m.
Convention opens	9:00 a.m. - 11:30 a.m.
Lunch (on your own)	11:30 a.m. - 1:00 p.m.
Break	3:00 p.m. - 3:15 p.m.
Convention resumes	3:15 p.m. - 5:00 p.m.
No host social	6:00 p.m. - 7:00 p.m.
Banquet	7:00 p.m. - 10:00 p.m.

Sunday, July 24, 1994

Continuation of meeting if needed

9:00 a.m. - noon

✂

USPS 148-180  
POSTMASTER: IF UNDELIVERABLE AS  
ADDRESSED, NOTIFY US PROMPTLY  
ON FORM 3579.

The Danish Brotherhood in America  
3717 Harney Street  
Omaha, NE 68131-3844

Member: Send your address change, before  
moving for continued service.

Notice!! List all family members affected by this  
change.

I belong to Lodge No \_\_\_\_\_

My number in the lodge is \_\_\_\_\_

\_\_\_\_\_  
Name

\_\_\_\_\_  
New Address

\_\_\_\_\_  
City, State, Zip

\_\_\_\_\_  
Telephone(     ) \_\_\_\_\_

## Proud To Be A Dane?

We're proud of our Danish heritage and would like more information about The Danish Brotherhood. We understand we can become members even though we may not be near a local lodge. We will receive American Dane each month as members and be eligible to apply for other membership benefits. Please send information to:

Name		Age		Other Family Members:	
_____		_____		_____	
Street Address		Name		Age	
_____		_____		_____	
City, State, Zip		Name		Age	
_____		_____		_____	
(     ) _____		Name		Age	
Telephone		_____		_____	

Mail to: The Danish Brotherhood in America  
3717 Harney Street  
Omaha, NE 68131-3844

Second Class Postage Paid at  
Omaha, NE.

*Dated Material Do Not Delay!*

LARSEN, CAROL M  
2571 SO SHORE DR  
MILWAUKEE

036-0364  
WI 53207

*June 94*