

ST. CLOUD FIRE DEPARTMENT RELIEF ASSOCIATION

101 - 10th AVENUE NORTH — ST. CLOUD, MINNESOTA 56303
Phone: 251-5570

Office of the Secretary

August 7, 1989

RECEIVED

AUG 21 1989

SECRETARY OF STATE

TO: Mayor Huston and City Council
FROM: Robert Litzinger, President
St. Cloud Fire Department Relief Association
SUBJ: Consolidation of St. Cloud Fire Department Relief Association with PERA Police and Fire Fund, report concerning

The 1987 Minnesota Legislature passed legislation authorizing the consolidation of local Police and Fire Relief Associations with PERA Police and Fire Fund under certain circumstances. This legislation defined the required procedures for such consolidation. The attached enclosure from the Legislative Commission on Pensions and Retirement describes the process required for consolidation.

The Board of Trustees of the St. Cloud Fire Department Relief Association received a petition representing 68% of the members of the Association requesting consolidation into PERA Police and Fire Fund. In accordance with the applicable statutes, the Board of Trustees notified all members by mail dated June 21, 1989, of a public hearing scheduled for July 6, 1989. This public hearing was conducted and a staff person from PERA was present to explain the consolidation process. On July 7, 1989 the Board of Trustees passed a resolution (enclosed) setting August 7, 1989 as the date for the referendum required by statute. The Association contracted with John J. Streitz, of St. Cloud to conduct the referendum.

39448

**STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED**

AUG 23 1989

The results of the referendum are as follows:

YES	34
NO	7
NOT VOTING	15

John Anderson
Secretary of State

The Board of Trustees accepted the results of the referendum at the regular Board meeting held Monday, August 7, 1989. The Board of Trustees of the St. Cloud Fire Department Relief Association recommends that the City Council for the City of St. Cloud grant preliminary approval to the consolidation of the St. Cloud Fire Department Relief Association with the PERA Police and Fire Fund. The granting of this preliminary approval allows the process to continue and does not bind the City of St. Cloud to approve or disapprove the consolidation. After all required actions, calculations, and reports have been received by the Association and the City, the City has the obligation to conduct a public hearing to consider the final approval or disapproval of consolidation.

On behalf of the St. Cloud Fire Department Relief Association, I would request that the City Council grant preliminary approval to the consolidation of the St. Cloud Fire Department Relief Association with Public Employees Retirement Association, Police and Fire Fund.

**A RESOLUTION GRANTING PRELIMINARY APPROVAL
TO THE CONSOLIDATION OF THE ST. CLOUD FIRE DEPARTMENT
RELIEF ASSOCIATION WITH THE PUBLIC EMPLOYEES RETIREMENT
ASSOCIATION AND AUTHORIZING THE MAYOR TO NOTIFY THE STATE AUDITOR
OF COMPLIANCE WITH ALL MANDATED PROCEDURES**

WHEREAS, the 1987 Minnesota Legislature passed legislation authorizing the consolidation of local Police and Fire Relief Associations with the Public Employees Retirement Association, Police and Fire Fund, and

WHEREAS, the 1987 legislation required certain procedures to be followed that include:

A. Petition for consolidation from 30 % of Relief Association members.

B. The Relief Association must conduct a public hearing regarding the consolidation petition at a special meeting held for that purpose.

C. The Relief Association must conduct a referendum of the membership on the question of consolidation.

D. Upon passage of the membership referendum the City Council must pass a resolution granting preliminary municipal approval or municipal disapproval of the proposed consolidation.

E. Upon granting of preliminary municipal approval, the Mayor and the Secretary of the Relief Association must certify to the State Auditor compliance with all procedures mandated by Laws 1987, Chapter 296, Section 11.

F. Upon granting of preliminary municipal approval the actuary for the Legislative Commission on Pensions and Retirement is required to prepare necessary actuarial calculations.

G. The State Board of Investment, Public Employees Retirement Association, the Legislative Commission on Pensions and Retirement, and the actuary for the Legislative Commission on Pension and Retirement must prepare reports concerning the proposed consolidation for the Relief Association and the Municipality.

H. The City must conduct a public hearing within 30 days of receipt of the required reports to consider the question of granting final municipal approval to the proposed consolidation.

I. The authority for granting final approval of consolidation of local Police and Fire Relief Associations with Public Employees Retirement Association is vested in the governing body of the municipality.

WHEREAS, the St. Cloud Fire Department Relief Association received a petition from 68% of the members requesting consolidation with the Public Employees Retirement Association, and

WHEREAS, the St. Cloud Fire Department Relief Association conducted a public hearing on the proposed consolidation at a special meeting held July 6, 1989 at 7:00 o'clock P.M., and

WHEREAS, the St. Cloud Fire Department Relief Association conducted a referendum election on the question of the proposed consolidation with PERA on August 7, 1989, and

WHEREAS, 61% of the members of the St. Cloud Fire Department Relief Association approved the proposed consolidation with Public Employees Retirement Association, and

WHEREAS, the certified results of said referendum were:

YES	34
NO	7
NOT VOTING	15

NOW, THEREFORE, THE COUNCIL OF THE CITY OF ST. CLOUD HEREBY RESOLVES:

1. That the City of St. Cloud hereby grants preliminary approval to the consolidation of the St. Cloud Fire Department Relief Association with the Public Employess Retirement Association, and
2. That the Mayor is hereby authorized to certify to the Auditor of the State of Minnesota that there was full compliance with the procedures mandated by Laws 1987, Chapter 296, Section 11.

Adopted this _____ day of _____ 1989



Procedures for a Local Relief Association Consolidation with PERA P&F
Under Laws 1987, Chapter 296

I. Initiation of Consolidation Question

A. Membership Petition. Consolidation is a voluntary action which may be initiated by the local police or salaried firefighters relief association. The question of consolidation may only be initiated by a signed petition from a portion of the relief association membership. The required portion of the relief association membership is at least ten percent if the relief association was not a member of the Minnesota police and fire pension council or the Minnesota professional firefighters pension council, whichever applies, as of January 1, 1987 or 30 percent if the relief association was a member of the applicable pension council on January 1, 1987.

B. Board of Trustee Response to Petition. Upon receipt of the membership petition, the board of trustees of the local relief association must authenticate the signatures on the petition. Once the signatures have been authenticated and the minimum number of required signatures have been ascertained, the board of trustees is required to hold a public hearing on the issue at a special meeting and to adopt a resolution at that special meeting or at the next regular board meeting setting forth the board's recommendation to the relief association membership and to the municipality and setting forth the membership referendum procedure. The special meeting must be held within one month of the receipt and authentication of the membership petition.

C. Membership Referendum. The consolidation question must be acted upon at a referendum of the membership, with a majority determining whether or not the consolidation process will continue. The membership referendum is to be conducted by a secret ballot as specified in the board of trustees resolution and conducted in a manner agreeable to the relief association chief administrative officer and the most senior ranking municipal representative or the relief association board. The language of the referendum question is to be specified in the board resolution, as is the time and place of the referendum, the procedure for balloting and the form and content of informational and explanatory materials accompanying the referendum ballot. A majority vote is the number of votes equaling or exceeding 50 percent of those voting on the question if the relief association was not a member of the Minnesota police pension council or the Minnesota professional firefighters pension council, whichever applies, as of January 1, 1987, or the number of votes equaling or exceeding 50 percent of the total active, deferred, retired, and benefit recipient membership if the relief association was a member of the applicable pension council on January 1, 1987. A ballot is required to be provided to each

active, retired, or deferred member and to the surviving family of benefit recipients, for exercise by the survivor, the eldest survivor if of majority age, or the guardian of the eldest survivor.

D. Preliminary Municipal Approval. If the membership referendum approves the consolidation process, the municipality must act on the question. The preliminary municipal approval or the municipal disapproval requires a municipal governing body resolution, and is to occur within two months of the membership referendum approval.

E. Notification of Consolidation Approval. If the consolidation action is approved by the membership referendum and preliminarily by the municipality, notification of that approval is to be transmitted to the following persons:

- 1) Executive Director of the Public Employees Retirement Association;
- 2) Executive Director of the State Board of Investment;
- 3) Executive Director of the Legislative Commission on Pensions and Retirement;
- 4) Commissioner of Finance;
- 5) Secretary of State; and
- 6) State Auditor.

The notification to the State Auditor is to include a certification by the chief administrative officer of the municipality and a certification by the secretary of the relief association that there was compliance with the procedures mandated by Laws 1987, Chapter 296, Section 11, and is to include a copy of any relevant documentation of that procedure.

II. Actions Preliminary to Consolidation

A. Legislative Commission on Pensions and Retirement Actions. If the consolidation action is approved by the membership referendum and preliminarily by the municipality, upon notification of consolidation approval to the Executive Director of the Legislative Commission on Pensions and Retirement, the actuary retained by the Commission is to be directed to prepare the necessary actuarial calculations to complete the consolidation. The actuarial calculations determine the actuarial value of the benefit plan (local relief association or Public Employees Police and Fire Fund) which produces for each individual relief association active, deferred, or retired member or benefit recipient the largest actuarial present value of future benefits based on generally consistent actuarial assumptions. The actuarial calculations also provide other information useful to a potentially consolidating local relief association and the applicable municipality. The relief association chief administrative officer is required to provide the Commission Executive Director and the actuary retained by the Commission with information or documents on the membership demographics, the relief association financial condition, and the existing relief association benefit plan and to do so on a timely basis. Upon completion of the actuarial calculations, the actuary retained by the Commission is required to issue a report summarizing the calculations and file the report with the Commission Executive Director, the PERA Executive Director, the relief association chief administrative officer, the chief administrative officer of the municipality, the State Auditor and the Legislative Auditor.

B. State Board of Investment Actions. If the consolidation action is approved by the membership referendum and preliminarily by the municipality, upon notification of consolidation approval to the State Board of Investment Executive Director, the Executive Director is required to review the local relief association investment authority and opportunities and to determine the approximate market value of the portfolio upon consolidation. The State Board of Investment can require the liquidation of ineligible or inappropriate investments in the event of consolidation. The State Board of Investment is required to provide advice on liquidation means and procedures if requested to do so.

C. Public Employees Police and Fire Fund Actions. If the consolidation action is approved by the membership referendum and preliminarily by the municipality, upon notification of consolidation approval to the PERA Executive Director, the Executive Director is required to request the necessary consolidation related information from the relief association and the applicable municipality, including the information provided to the actuary retained by the Legislative Commission on Pensions and Retirement. The required information is to be current and to be periodically updated and is to be certified as to accuracy without any additional requirement for independent PERA verification.

III. Final Approval of Consolidation

A. Final Municipal Approval. Upon completion of the actions preliminary to consolidation by the Legislative Commission on Pensions and Retirement, the State Board of Investment, and the Public Employees Police and Fire Fund and the reporting of the results by each entity to the local relief association and the applicable municipality final approval of the consolidation can take place. Final approval of the consolidation lies with the municipality. The municipality, when considering final approval, is required to conduct a public hearing for that purpose and is required to consider the issue within one month of the conclusion of the last action preliminary to consolidation.

B. Effective Date of Consolidation. Upon final municipal approval, the effective date for the consolidation is to be established by the Public Employees Retirement Association board of trustees.

IV. Effect of Consolidation on Administration

A. Transfer of Administrative Duties. As of the effective date of the consolidation, the administrative duties relating to the special fund and to the benefit plan of the local relief association shifts to the PERA Executive Director and Board of Trustees.

B. Transfer of Relief Association Records. On the effective date of the consolidation, the local relief association chief administrative officer is required to transfer originals or certified accurate copies of all records and documents relating to the benefit plan and special fund of the relief association to the Public Employees Police and Fire Fund.

C. Transfer of Relief Association Assets. On the effective date of the consolidation, the local relief association chief administrative officer is required to cause the entire assets of the special fund to be transferred to the Public

Employees Police and Fire Fund. For eligible and appropriate investment securities, the transfer may be in the form of securities at market value, and for other investment securities, the transfer is to be in cash after liquidation. Accounts receivable which the State Board of Investment Executive Director considers to be collectable are also to be transferred. Accounts payable are required to be paid by the local relief association prior to the transfer of assets. Title to transferred assets shifts to the PERA Board of Trustees from the relief association, subject to the investment authority of the State Board of Investment, and the Public Employees Police and Fire Fund stands as the successor in interest to claims for and against the local relief association special fund other non-good faith acts and fiduciary breaches.

D. Local Relief Association Special Fund Termination. As of the effective date of the consolidation and after the transfer of duties, records, assets, and liabilities, the local relief association special fund terminates as a legal entity. The relief association in the form of the general fund may continue in existence as a fraternal organization and is to remain governed by the non-benefit provisions of the relief association articles of incorporation and bylaws.

E. Consolidation Costs. Reasonable and necessary costs for the actions preliminary to consolidation incurred by the Legislative Commission on Pensions and Retirement, the State Board of Investment and the Public Employees Police and Fire Fund are payable by the local relief association as incurred prior to the effective date of the consolidation and are specified to be authorized local relief association administrative expenses.

F. Postconsolidation Bylaw Amendments. A relief association continuing as a fraternal organization is required to adopt the necessary bylaw and articles of incorporation amendments to reflect that status and operation change in the relief association, to be filed with the Legislative Commission on Pensions and Retirement Executive Director and with the State Auditor, and which do not require municipal approval.

V. Effective of Consolidation on Benefit Coverage

A. Current Retiree Benefit Coverage Election. During a period established by PERA after the effective date of consolidation, current retirees and benefit recipients may elect to have future postretirement adjustment calculated under the local relief association benefit plan or the Public Employees Police and Fire Fund benefit plan. The election is to be made by the deadline established by the Public Employees Retirement Association Board, which is to reflect the number of retirees and benefit recipients. The election of benefit coverage is irrevocable.

B. Current Deferred Retiree Benefit Coverage Election. Upon eventual retirement, following the effective date of consolidation, current deferred retirees may elect to have future postretirement adjustments calculated under the local relief association benefit plan or the Public Employees Police and Fire Fund benefit plan. The election of benefit coverage is irrevocable.

C. Current Active Member Benefit Coverage Election. After the effective date of consolidation, current active members may irrevocably elect to have their service pension or other benefits calculated under the terms of the local relief association benefit plan or the Public Employees Police and Fire Fund benefit plan. The election may occur within six months of the effective date of consolidation, or

between 49 years, six months, and 50 years, or on the date active service is terminated. A failure to elect the Public Employees Police and Fire Fund benefit plan results in the retention of the local relief association benefit plan coverage.

D. Special Benefit Coverage. If a local relief association benefit plan provides for special benefit coverage which is not of a type regularly provided by the Public Employees Police and Fire Fund, a former member of a consolidating local relief association will retain eligibility to that special benefit coverage. The special benefit coverage is to continue to be provided by the municipality through a municipal trust fund or insurance contract. Any municipal trust fund would require actuarial funding in accord with the 1969 Police and Firefighters Relief Associations Guidelines Act, Minnesota Statutes, Section 69.77.

VI. Effect of Consolidation on Future Contributions and Funding

A. Special Local Relief Association Consolidation Accounts. A separate account is to be established within the Public Employees Police and Fire Fund for each consolidating local relief association. The assets of the local relief association, future member and municipal contributions and investment income are to be credited to the special consolidation account. Benefits and other authorized payments are to be made from the special consolidation account. The accounts are to be separate from the Public Employees Police and Fire Fund, with separate accounting and actuarial valuation and are.

B. Post Retirement Fund Required Reserve Transfers. Any transfer of required reserves for individuals choosing the Public Employees Police and Fire Fund benefit plan to the Minnesota Post Retirement Investment Fund is to be made only from the special local relief association consolidation account.

C. Member Contributions. Member contributions are to be made by active members who were formerly members of a consolidating local relief association. The amount of the member contribution rate is dependent upon whether or not the active member has elected the Public Employees Police and Fire Fund benefit plan.

D. Municipal Contributions. Municipal contributions are required in the form of regular municipal contributions and of additional municipal contributions. The regular municipal contributions are based on the Public Employees Police and Fire Fund employer contribution rate and are to be made periodically throughout the calendar year. The additional municipal contributions are based on the actuarial calculations made as part of the actions preliminary to consolidation and intended to amortize any remaining future liability by December 31, 2010 and to amortize any future net actuarial experience losses over a 15 year period from the date the loss occurred and are to be made each January without additional interest or later in the calendar year with additional interest.

WE the below signed members of the St. Cloud Fire Department Relief Association do hereby request voluntary consolidation with the Public Employees Retirement Association (PERA):

=====

By M. Edelman

Milt Kraemer

Doug Brigg

Bill Graham

A.E. Fent

E. Kato

Gene Gallen

Wayne Welsh

Joe Pappas

Oru Hartswoon

Bruce Powell

James Chisholm

W. Hammon

Jerome J. Post

Michael E. Holman

Donald L. Cochran

Hal Fish

Tom Schwab

Bob Stinger

Donald A. Mathias

D. Hagen

Tom Turkington

Al Blochecki

Celste Mochenhaupt

Louise Stang

Helen Harry

Mary C. Schlegel

Roger Lauermann

William M. Sandwick

Edwin G. Gross

Rolland B. Weiman

Phyllis Klein

WE the below signed members of the St.
Cloud Fire Department Relief Association
do hereby request voluntary
consolidation with the Public Employees
Retirement Association (PERA):

=====

Ernest C. Scharenbrock

James J. Wrozek

Louis Fochmacker

Ralph Kruy

Clarence Saatz

Hub Schmeier

RESOLUTION

WHEREAS, the Board of Trustees of the St. Cloud Fire Department Relief Association has received a petition, signed by 68% percent of its membership requesting that the Association consolidate into Public Employees Retirement Association, Police and Fire Fund established by chapter 353 of Minnesota Statutes. A copy of said petition shall remain on file with the Association's secretary, and

WHEREAS, the Association held a public hearing on the 6th day of July, 1989. Notice of said hearing having been sent to all members, by First Class mail, postage prepaid plus notice having been posted on all official posting places for the Association. The secretary shall retain Affidavits of mailing and posting for the Association records, and

WHEREAS, the Association shall hold a referendum concerning said consolidation on the 7th day of August, 1989 under the terms herein specified.

NOW, THEREFORE, BE IT RESOLVED.

1. The Association will conduct a referendum at Fire Station #1 located at 101 Tenth Avenue North, St. Cloud on the 7th day of August, 1989 with the polls opening at 8:00 o'clock AM and closing at 2:00 o'clock PM. All members of Association shall be entitled to vote at said referendum and the form of the ballot shall be as follows:

Should the St. Cloud Fire Department Relief Association
consolidate, pursuant to Minnesota Statutes 353A.01,
into the Public Employees Retirement Association, Police
and Fire Fund established by Chapter 353 of Minnesota Statutes?

_____ yes

_____ no

Said referendum shall be by secret ballot and Mr. John 'Bud' Streitzi shall administer said election as the independent administrative party.

2. Any member not able to vote at the above described time may file a written request with said independent administrator for an absentee ballot. Said absentee ballot shall be completed and returned to said independent administrator, in a sealed envelope, by Friday, August 4, 1989.

3. The Association shall, simultaneously with mailing notice of the aforementioned election to the members, mail a copy of the attached information concerning consolidation from the Legislative Commission on Pension and Retirement. Said notice shall be as follows:

TO: All Members of the St. Cloud Fire Department Relief Association

The Association will hold a referendum on Monday, August 7, 1989 from 8:00 o'clock AM to 2:00 o'clock PM at Fire Station #1, 101 Tenth Avenue North, St. Cloud, to consider the following issue, to wit:

Should the St. Cloud Fire Department Relief Association consolidate, pursuant to Minnesota Statutes 353A.01, into the Public Employees Retirement Association, Police and Fire Fund established by Chapter 353 of Minnesota Statutes ?

Anyone not able to vote at said time may obtain an absentee ballot from John "Bud" Streitz, 1615 Ninth Avenue South, St. Cloud, Minnesota 56301, who has been designated as the administrator for said referendum.

4. After considering said petition, the information from the Legislative Commission on Pensions and Retirement plus the testimony at the aforementioned Public Hearing the Board of Trustees makes the following recommendations concerning said referendum, to wit:

After review by the Association Legal Counsel and after affirmation by representatives of the Public Employees Retirement Association that all members will receive all benefits, including those benefits identified as special benefits, and that all members are entitled to decide the form of future benefits and increases, and that all members will receive counseling and assistance in determining future benefit structure, and that administration of the funds and obligations of the Association by Public Employees Retirement Association provides for fund administration upon retirement of all active members, the Board of Trustees of the St. Cloud Fire Department Relief Association recommends consolidation with the Public Employees Retirement Association.

Adopted this 11th day of July, 1989 by the Board of Trustees of the St. Cloud Fire Department Relief Association.

By:


Robert E. Litzinger, President


Michael E. Holman, Secretary

August 7, 1989

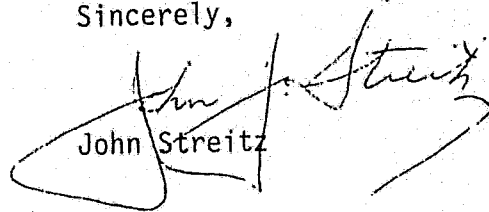
TO: St. Cloud Fire Department Relief Association
FROM: John Streitz
SUBJECT: Results of Referendum

I hereby certify that the following are the results of the referendum held on Monday, August 7th, 1989:

Yes	<u>34</u>
No	<u>7</u>
Not Voting	<u>15</u>

Dated this 7th day of August, 1989.

Sincerely,


John Streitz

JS:ce

**A RESOLUTION GRANTING PRELIMINARY APPROVAL
TO THE CONSOLIDATION OF THE ST. CLOUD FIRE DEPARTMENT
RELIEF ASSOCIATION WITH THE PUBLIC EMPLOYEES RETIREMENT
ASSOCIATION AND AUTHORIZING THE MAYOR TO NOTIFY THE STATE AUDITOR
OF COMPLIANCE WITH ALL MANDATED PROCEDURES**

WHEREAS, the 1987 Minnesota Legislature passed legislation authorizing the consolidation of local Police and Fire Relief Associations with the Public Employees Retirement Association, Police and Fire Fund, and

WHEREAS, the 1987 legislation required certain procedures to be followed that include:

A. Petition for consolidation from 30 % of Relief Association members.

B. The Relief Association must conduct a public hearing regarding the consolidation petition at a special meeting held for that purpose.

C. The Relief Association must conduct a referendum of the membership on the question of consolidation.

D. Upon passage of the membership referendum the City Council must pass a resolution granting preliminary municipal approval or municipal disapproval of the proposed consolidation.

E. Upon granting of preliminary municipal approval, the Mayor and the Secretary of the Relief Association must certify to the State Auditor compliance with all procedures mandated by Laws 1987, Chapter 296, Section 11.

F. Upon granting of preliminary municipal approval the actuary for the Legislative Commission on Pensions and Retirement is required to prepare necessary actuarial calculations.

G. The State Board of Investment, Public Employees Retirement Association, the Legislative Commission on Pensions and Retirement, and the actuary for the Legislative Commission on Pension and Retirement must prepare reports concerning the proposed consolidation for the Relief Association and the Municipality.

H. The City must conduct a public hearing within 30 days of receipt of the required reports to consider the question of granting final municipal approval to the proposed consolidation.

I. The authority for granting final approval of consolidation of local Police and Fire Relief Associations with Public Employees Retirement Association is vested in the governing body of the municipality.

WHEREAS, the St. Cloud Fire Department Relief Association received a petition from 68% of the members requesting consolidation with the Public Employees Retirement Association, and

WHEREAS, the St. Cloud Fire Department Relief Association conducted a public hearing on the proposed consolidation at a special meeting held July 6, 1989 at 7:00 o'clock P.M., and

WHEREAS, the St. Cloud Fire Department Relief Association conducted a referendum election on the question of the proposed consolidation with PERA on August 7, 1989, and

WHEREAS, 61% of the members of the St. Cloud Fire Department Relief Association approved the proposed consolidation with Public Employees Retirement Association, and

WHEREAS, the certified results of said referendum were:

YES	34
NO	7
NOT VOTING	15

NOW, THEREFORE, THE COUNCIL OF THE CITY OF ST. CLOUD HEREBY RESOLVES:

1. That the City of St. Cloud hereby grants preliminary approval to the consolidation of the St. Cloud Fire Department Relief Association with the Public Employess Retirement Association, and
2. That the Mayor is hereby authorized to certify to the Auditor of the State of Minnesota that there was full compliance with the procedures mandated by Laws 1987, Chapter 296, Section 11.

Adopted this 14th day of August 1989

STATE OF MINNESOTA
COUNTY OF STEARNS
CITY OF ST. CLOUD

I Gregg A. Engdahl, City Clerk of the City of St. Cloud, Minnesota, do hereby certify that the above and foregoing is a true and correct copy of Res 1989-8-242 (passed-adopted) by the City Council of the City of St. Cloud, Minnesota.

WITNESS MY HAND AND THE SEAL OF THE CITY OF ST CLOUD
MINNESOTA. This the 15th day of August, 19 89

Gregg A. Engdahl
City Clerk
City of St. Cloud, MN

39448
STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

AUG 23 1989

Joan Anderson Sherwin
Secretary of State