

20 6. Violating any provision of this chapter, or any provision of
21 law made applicable to this chapter.

22 7. Knowingly procuring, aiding, or abetting any violation specified
23 in this section.

1 **SEC. 122. Nominations by petition.** This chapter shall not be con-
2 strued to prohibit nomination of candidates for office by petition as
3 hereafter provided in this title, but no person so nominated shall be
4 permitted to use the name of any political party authorized or entitled
5 under this chapter to nominate a ticket by primary vote, or that has
6 nominated a ticket by primary vote under this chapter.

1 **SEC. 123. Publication clause.** This act being deemed of immediate
2 importance shall be in full force and effect from and after its publi-
3 cation in the Des Moines Capital and the Des Moines Register, news-
4 papers published in the city of Des Moines, Iowa.

Approved March 27, A. D. 1924.

I hereby certify that the foregoing act was published in the Des Moines Register March 31,
1924, and the Des Moines Capital March 31, 1924.

W. C. RAMSAY, *Secretary of State.*

CHAPTER 6

CORPORATIONS

S. F. 201

AN ACT to amend, revise, and codify sections fifty-three hundred forty-five (5345),
fifty-four hundred forty-four (5444), fifty-four hundred forty-eight (5448),
and fifty-four hundred fifty-three (5453) of the compiled code of Iowa, and
sections fifty-three hundred thirty-one (5331) and fifty-three hundred sixty-
seven (5367) of the supplement to the compiled code, relating to corporations.

Be it enacted by the General Assembly of the State of Iowa:

That sections fifty-three hundred forty-five (5345), fifty-four hundred
forty-four (5444), of the compiled code of Iowa, are amended, revised,
and codified to read as follows:

1 **SEC. 1. Certain corporations exempted.** Nothing in this chapter
2 shall be construed as imposing an annual fee or requiring a report
3 from any corporation organized for religious, educational, scientific,
4 or charitable purposes or other corporations not organized for pe-
5 cuniary profit, or from any corporation engaged in the banking or
6 loan and trust business, nor from insurance companies or associations
7 who have paid or have been exempted from the taxes provided in
8 sections forty-five hundred seventeen (4517) and forty-five hundred
9 twenty-one (4521), of the compiled code of Iowa, and received a cer-
10 tificate of authority from the commissioner of insurance.

That section five thousand four hundred forty-eight (5448), of the com-
piled code of Iowa, is amended, revised, and codified to read as follows:

1 **SEC. 2. Power to confer degrees.** Any corporation of an academical
2 character may confer the degrees usually conferred by such an in-
3 stitution.

That section fifty-four hundred fifty-three (5453) of the compiled code of Iowa, is amended, revised, and codified to read as follows:

1 **SEC. 3. Amendment of articles—corporation not for profit.** Any
2 corporation organized under this chapter may change its name or
3 amend its articles of incorporation by a vote of a majority of the mem-
4 bers, in such manner as may be provided in its articles, but if no such
5 provision is made in the articles the same may be amended at any
6 regular meeting or special meeting called for that purpose by the
7 president or secretary or a majority of the board of directors. Notice
8 of any meeting at which it is proposed to amend the articles of incor-
9 poration, shall be given by mailing to each member at his last known
10 post office address at least ten days prior to such meeting, a notice
11 signed by the secretary setting forth the proposed amendments in
12 substance, or by two publications of said notice in some daily or weekly
13 newspaper in general circulation in the county wherein said corpora-
14 tion has its principal place of business. The last publication of said
15 notice shall be not less than ten days prior to the date of said meeting.
16 If the trustees, directors or managers of such corporation are ap-
17 pointed by two or more synods, conferences, associations or other
18 ecclesiastical bodies, such change or amendment shall not be made
19 without the concurrence of a majority of those appointed by each such
20 body.

That section fifty-three hundred thirty-one (5331) of the supplement to the compiled code of Iowa, is amended, revised, and codified to read as follows:

1 **SEC. 4. Limit of indebtedness.** Such articles must fix the highest
2 amount of indebtedness or liability to which the corporation is at any
3 one time to be subject, which in no case, except risks of insurance
4 companies, and liabilities of banks not in excess of their available
5 assets, not including their capital, shall exceed two-thirds of its capi-
6 tal stock.

1 **SEC. 5.** The provisions of the last preceding section shall not apply:
2 1. To the bonds or other railway or street railway securities,
3 issued or guaranteed by railway or street railway companies of the
4 state, in aid of the location, construction and equipment of railways or
5 street railways, to an amount not exceeding sixteen thousand dollars
6 per mile of single track, standard gauge, or eight thousand dollars per
7 mile of single track, narrow gauge, lines of road for each mile of
8 railway or street railway actually constructed and equipped.

9 2. To the debentures or bonds of any company incorporated under
10 the provisions of this chapter, the payment of which shall be secured
11 by an actual transfer of real estate securities for the benefit and pro-
12 tection of purchasers thereof; such securities to be at least equal in
13 amount to the par value of such bonds or debentures, and to be first
14 liens upon unincumbered real estate worth at least twice the amount
15 loaned thereon; nor to debentures or bonds issued by any corporation
16 organized under this chapter for the purpose of manufacturing or
17 selling gas, heat, steam or electricity, or constructing or operating
18 interurban or street railways, or waterworks, or for any one or more
19 of said purposes, when such debentures or bonds are not issued in
20 an amount exceeding twice the amount of the paid up capital stock
21 of such corporation.

22 3. To the debentures or bonds of any company organized under the
23 provisions of this chapter, provided said company shall have not less
24 than one million dollars paid in and outstanding capital stock, the
25 payment of which debentures and bonds shall be secured by the actual
26 transfer of the obligations of individuals, partnerships, associations
27 or corporations, for the benefit and protection of purchasers thereof;
28 provided that where such obligations are secured by actual transfer
29 of warehouse receipts of bonded warehouses as security collateral
30 thereto, said obligation to represent not exceeding seventy-five per
31 cent of market value of the commodity represented by such ware-
32 house receipt, debentures or bonds may be issued to an amount not
33 in excess of one hundred per cent of the actual value of said obliga-
34 tions; provided, further, that the said debentures shall be first liens
35 upon the said obligations and upon the warehouse receipts collateral
36 thereto; and provided further, that where such debentures or bonds
37 shall be issued upon the security of obligations indorsed by a bank
38 permitted to do banking business in the state of Iowa, or obligations
39 secured by collateral other than warehouse receipts of bonded ware-
40 houses, said collateral to consist of chattel loans on live stock up to
41 eighty per cent of its value, or investments authorized by law for Iowa
42 savings banks, they shall not be issued for an amount in excess of
43 ninety per cent of the actual value of such obligations, and such
44 debentures or bonds shall be first liens upon said obligations, and the
45 collateral thereto.

46 4. To liabilities incurred through federal intermediate credit banks
47 organized under the provisions of the act of Congress of March 4th,
48 1923, known as the Agricultural Credit Act of 1923, relating to agri-
49 cultural credits, when such liabilities are secured by warehouse re-
50 cepts for agricultural products or chattel mortgages of livestock.

That section fifty-three hundred sixty-seven (5367) of the supplement to the compiled code of Iowa, is amended, revised, and codified to read as follows:

1 **SEC. 6. Foreign corporations—filing articles—process—application**
2 **—increase of capital—fees.** Any corporation for pecuniary profit or-
3 ganized under the laws of another state, or of any territory of the
4 United States, or of any foreign country, which has transacted busi-
5 ness in the state of Iowa since the first day of September, eighteen
6 hundred eighty-six, or desires hereafter to transact business in this
7 state, and which has not a permit to do such business, shall file with
8 the secretary of state a certified copy of its articles of incorporation,
9 duly attested by the secretary of state or other state officer in whose
10 office the original articles were filed, accompanied by a resolution of
11 its board of directors or stockholders authorizing the filing thereof,
12 and also authorizing service of process to be made upon any of its
13 officers or agents in this state engaged in transacting its business, and
14 requesting the issuance to such corporation of a permit to transact
15 business in this state; said application to contain a stipulation that
16 such permit shall be subject to the provisions of this chapter. Said
17 application shall also contain a statement subscribed and sworn to by
18 at least two of the principal officers of the corporation, setting forth
19 the following facts, to-wit:

- 20 1. The total authorized capital of the corporation.
- 21 2. The total paid up capital of the corporation.

22 3. The total value of all assets of the corporation, including money
23 and property other than money represented by capital, surplus, un-
24 divided profits, bonds, promissory notes, certificates of indebtedness
25 or other designation, whether carried as money on hand or in bank,
26 real estate or personal property of any description.

27 4. The total value of money and all other property the corporation
28 has in use or held as investment in the state of Iowa, at the time the
29 statement is made (if any).

30 5. The total value of money and all other property the corporation
31 proposes or expects to make use of in the state of Iowa, during the
32 ensuing year.

33 6. Certified copy of the resolution of the board of directors of said
34 corporation giving name and address in Iowa of a resident agent on
35 whom the service of original notice of civil suit in the courts of this
36 state may be served. Failing which, or in the event such agent may
37 not be found within the state, service of such process may then be
38 made upon said corporation through the secretary of state of Iowa
39 by sending the original and two copies thereof to him, and on the
40 original of which he shall accept service on behalf of said corporation,
41 retain one copy for his files and send the other by registered mail to
42 the corporation at the address of its home office as shown by the
43 records in his office, which service shall have the same force and effect
44 as if lawfully made upon said corporation within the county where
45 such civil suit could be maintained against it under the laws of this
46 state.

47 The secretary of state can make such independent and further in-
48 vestigation as to the property within this state owned by any such
49 corporation as he may desire, and upon the true facts determine
50 the value thereof, and fix the fee to be paid by such company. Before
51 a permit is issued authorizing such corporation to transact business
52 in the state of Iowa, said corporation shall file with the secretary of
53 state a certified copy of the articles of incorporation, with resolution
54 and statement as previously set forth, and pay a filing fee of twenty-
55 five dollars upon ten thousand dollars or less of money and property
56 of such company actually within the state of Iowa, and of one dollar
57 for each one thousand dollars of such money or property within this
58 state in excess of ten thousand dollars. If from time to time the
59 amount of money or other property in use in the state of Iowa by
60 said foreign corporation is increased, said corporation shall at the
61 time of said increase, or at the time of making annual report to the
62 secretary of state, in July of each year, file with the secretary of
63 state a sworn statement showing the amount of such increase, and
64 shall pay a filing fee thereon of one dollar for each one thousand dol-
65 lars or fraction thereof of such increase.

66 The secretary of state shall number consecutively all such certified
67 copies heretofore and hereafter filed in his office and shall maintain
68 a card index thereof alphabetically arranged and shall preserve the
69 same and the originals of said certified copies as permanent records
70 of his office.

71 The secretary of state shall upon request furnish a blank upon
72 which to make report of such increase of capital in use within the
73 state. Any corporation transacting business in this state prior to
74 the first day of September, eighteen hundred eighty-six, shall be
75 exempt from the payment of the fees required under the provisions

76 of this section. The secretary of state shall thereupon issue to such
 77 corporation, a permit, in such form as he may prescribe, for the trans-
 78 action of the business of such corporation, and upon the receipt of
 79 such permit said corporation shall be permitted and authorized to
 80 conduct and carry on its business in this state. No foreign stock cor-
 81 poration doing business in this state shall maintain any action in this
 82 state upon any contract made by it in this state unless prior to the
 83 making of such contract it shall have procured such permit. This
 84 prohibition shall also apply to any assignee of such foreign stock cor-
 85 poration and to any person claiming under such assignee of such for-
 86 eign corporation or under either of them.

1 **SEC. 7. Publication clause.** This act being deemed of immediate
 2 importance shall be in full force and effect after publication in the
 3 Des Moines Capital and the Iowa Forum, newspapers published in the
 4 city of Des Moines, Iowa.

Approved March 27, A. D. 1924.

I hereby certify that the foregoing act was published in the Des Moines Capital April 2,
 1924, and the Iowa Forum April 2, 1924.

W. C. RAMSAY, *Secretary of State.*

CHAPTER 7

CITY ELECTIONS

H. F. 258

AN ACT to amend, revise, and codify sections forty-two hundred nineteen (4219),
 forty-two hundred nineteen-a one (4219-a1), and forty-two hundred twenty-
 four (4224) of the supplement to the compiled code of Iowa, relating to the
 nomination and election of officers, employees, and assistants in cities acting
 under the commission form of government.

Be it enacted by the General Assembly of the State of Iowa:

That sections forty-two hundred nineteen (4219), and forty-two hundred
 nineteen-a one (4219-a1) of the supplement to the compiled code of
 Iowa are amended, revised, and codified to read as follows:

1 **SECTION 1. Combination of offices in certain cities.** In cities hav-
 2 ing a population of two thousand (2,000) and not over twenty-five
 3 thousand (25,000) the two (2) councilmen shall be nominated and
 4 elected as follows:

5 1. One (1) councilman to preside over the departments of "ac-
 6 counts and finances" and "public safety", and

7 2. One (1) councilman to preside over the departments of "parks
 8 and public property" and "streets and public improvements".

1 **SEC. 2. Nomination by primary required.** Candidates to be voted
 2 for at all general municipal elections at which a mayor and councilmen
 3 are to be elected under the provisions of this chapter shall be nomi-
 4 nated by a primary election, and no other name shall be placed upon
 5 the general municipal ballot except those selected in the manner
 6 hereinafter prescribed.