UNITED PRESBYTERIAN CHURCHES

Act 265 of 1909

AN ACT to provide for the incorporation and reincorporation of Presbyterian churches; and to impose certain duties upon the department of commerce.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- Am. 1917, Act 64, Eff. Aug. 10, 1917 ;-- Am. 1976, Act 274, Imd. Eff. Oct. 14, 1976 ;-- Am. 1982, Act 99, Imd. Eff. Apr. 19, 1982 ;-- Am. 1984, Act 39, Imd. Eff. Mar. 26, 1984

The People of the State of Michigan enact:

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458.201 Presbyterian church (USA); articles of association; notice; adoption; board of trustees.

Sec. 1.

When a church worshiping according to the faith and polity of the Presbyterian Church (USA) shall desire to possess corporate powers, the members of the church present at a regular meeting of the church, notice of the proposed action having been given at 2 previous regular meetings, the first meeting being held at least 2 weeks previous to the regular meeting, may, by vote of a majority of the members then present, adopt articles of association in accordance with this act, and may then proceed under the articles to elect not less than 3 persons, a majority of whom shall be members of the church, to act as the first board of trustees of the corporate body.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11087 ;-- CL 1929, 10924 ;-- CL 1948, 458.201 ;-- Am. 1960, Act 70, Eff. Aug. 17, 1960 ;-- Am. 1976, Act 274, Imd. Eff. Oct. 14, 1976 ;-- Am. 1984, Act 39, Imd. Eff. Mar. 26, 1984

458.202 Certificate; execution, contents.

Sec. 2.

It shall be the duty of the persons so chosen as such trustees to proceed to execute in duplicate, and acknowledge before any person authorized to take acknowledgment of deeds, a certificate which shall contain:

First, A copy of the records showing the proceedings and vote on the resolution accepting and adopting such articles of association;

Second, A copy of the articles of association so adopted, which shall give the name of the corporation; the name of the township, village or city, and of the county in which it is located; a statement of the purpose of the incorporation; the period for which it is incorporated; and it may contain such other provisions as may be desired and as are appropriate and in accordance with law.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11088 ;-- CL 1929, 10925 ;-- CL 1948, 458.202

458.203 Certificate; signatures; acknowledgment; filing copy with department of commerce; trustees, successors, and members as body corporate; form of certificate.

Sec. 3.

The certificate shall be signed by the persons chosen as trustees, duly acknowledged by the signers of the certificate, and 1 copy of the duplicate certificate shall be filed with the corporation and securities bureau of the department of commerce. Thereafter the trustees and their successors, together with the members of the church,

and those who may later become members, shall be a body corporate by the name given in the certificate, which certificate may be in the following form:

We, the persons whose names are subscribed to this certificate, are the persons elected by the members of ..... Presbyterian church of ..... to act as the first board of trustees of a corporation to be organized out of the membership of the church under Act No. 265 of the Public Acts of 1909.

Pursuant to the provisions of that act we do hereby certify that the members of the church did, on the ..... day of ..... , 19..... , at a meeting then held pursuant to notice of the proposed action given at 2 previous regular meetings, the first of which was held on the ..... day of ..... , 19..... , adopt the articles of association hereinafter set forth at length, as appears by the record of the action, a copy of which is as follows:

A meeting of the ..... Presbyterian church was held this ..... day of ..... , 19..... , at ..... in the ..... of ..... in the county of ..... , in the state of Michigan, pursuant to notice given at a regular meeting of this church on the ..... day of ..... , 19..... , and again at another regular meeting of this church held on the ..... day of ..... , 19..... . At this meeting articles of association were presented with a view to the organization of a corporation as an auxiliary to this church. The articles of association were, by a majority vote of the members of this church then present, adopted in the form following:

Articles of association of the Presbyterian church of ..... .

The members of ..... Presbyterian church of ..... , desiring to become incorporated under Act No. 265 of the Public Acts of 1909, entitled, as amended, "An act to provide for the incorporation of Presbyterian churches; and to impose certain duties upon the department of commerce," do hereby adopt the following articles of association:

First, The name assumed by this corporation and by which it shall be known in law is ..... Presbyterian church of ..... ;

Second, The location of the church shall be in the ..... of ..... in the county of ..... in the state of Michigan;

Third, The purpose of this incorporation is to create a body which may, in accord with the form of government, discipline, rules and usages of the Presbyterian Church (USA), and subject to the civil law, manage and control the property and secular affairs of the church aforesaid;

Fourth, The trustees of this corporation shall be ..... in number. At the first election of trustees under these articles, ... trustees shall be elected for a term of 1 year, ... trustees shall be elected for a term of 2 years, and ..... trustees shall be elected for a term of 3 years, such terms to begin at the date of the annual meeting of such corporation. At each subsequent annual meeting persons shall be elected to succeed those trustees whose terms of office then expire and to fill the vacancies in the office of trustees as may then exist, the trustees to be chosen by ballot;

Fifth, The annual meeting of this corporation shall be held on the ..... in each year for the election of trustees and for the transaction of other business as may properly come before it.

At the meeting so held ..... and ..... were elected as the first board of trustees of the corporation so to be formed, by a majority vote of the members of the church. Of these persons a majority in number are members of the church. They were directed to make the certificate provided for in section 2 of Act No. 265 of the Public Acts of 1909, properly sign and acknowledge the same and cause the same to be properly recorded.

In witness whereof we, the said trustees, for the purpose of complying with the provisions of the act aforesaid, hereunto sign our names.

Done at the ..... of ....., county of ..... and state of Michigan this ..... day of ....., A.D. 19....

(Signatures.) (Residences.)

State of Michigan,

County of .....

On this ..... day of ....., A.D. 19....., before me, a ....., in and for said county, personally appeared ....., known to me to be the persons named in, and who executed the foregoing instrument, and severally acknowledged that they executed the same freely and for the intents and purposes therein mentioned.

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History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11089 ;-- CL 1929, 10926 ;-- CL 1948, 458.203 ;-- Am. 1976, Act 274, Imd. Eff. Oct. 14, 1976 ;-- Am. 1982, Act 99, Imd. Eff. Apr. 19, 1982 ;-- Am. 1984, Act 39, Imd. Eff. Mar. 26, 1984

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458.204 Property rights of corporation; government.

Sec. 4.

The corporation shall succeed to all the property rights of the church out of which it is incorporated and, subject to the civil law, shall be governed by the form of government, discipline, rules, and usages of the Presbyterian Church (USA), as promulgated by the general assembly of said church and the presbytery within whose jurisdiction the corporation may be located.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11090 ;-- CL 1929, 10927 ;-- CL 1948, 458.204 ;-- Am. 1960, Act 70, Eff. Aug. 17, 1960 ;-- Am. 1984, Act 39, Imd. Eff. Mar. 26, 1984

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458.205 Powers of corporation.

Sec. 5.

Such corporation may have a seal and alter the same at will; it may, in its corporate name, sue and be sued in all the courts of this state; it shall have power to acquire, hold, sell and convey property, both real and personal, in accordance with this act; it may hold and recover all debts, demands, rights, privileges, and all property, real or personal, of whatsoever nature it may be, belonging or appertaining to said church, out of which, and as auxiliary to which, it is incorporated, in whatsoever manner the same may have been acquired and in whosoever hands the same may be held, the same as if the right and title to the same had originally been vested in said corporation; it may hold so much real property as may be needed for the purposes of church building and a manse or parsonage; it may also hold for a period not exceeding 10 years, such real estate as may be conveyed or devised to it, even though the same may not be needed for a church building or a parsonage, the proceeds from the same when sold to be used for said church purposes as may be determined upon.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11091 ;-- CL 1929, 10928 ;-- CL 1948, 458.205

458.206 Trustees; qualifications; election; term.

Sec. 6.

The trustees aforesaid, and as well their successors in office, shall be adult citizens of the United States, shall be chosen by ballot, or as provided in the articles of association, and shall hold office for a length of time, and upon conditions, as shall be provided in the articles.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11092 ;-- CL 1929, 10929 ;-- CL 1948, 458.206 ;-- Am. 1976, Act 274, Imd. Eff. Oct. 14, 1976

458.207 Trustees; powers; disposal of realty.

Sec. 7.

The secular affairs of said church shall, subject to the control of the general corporate body, be managed by such board of trustees. It shall have power to purchase, build, repair, lease, sell, rent, mortgage, encumber or otherwise dispose of property: Provided, That before it shall sell, mortgage or otherwise encumber or dispose of real property the consent of the corporation shall be given by an affirmative vote of at least 2/3 of all members present at a public meeting, who are entitled to vote for trustees under this act, of which meeting 10 days' notice at least shall be given,

stating the time, place and object thereof.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11093 ;-- CL 1929, 10930 ;-- CL 1948, 458.207

458.208 Trustees; temporary vacancies.

Sec. 8.

If it shall happen that an organization incorporated under this act shall be temporarily without officers, such corporations shall not for that reason be dissolved, but such corporation may proceed to elect trustees as provided in this act and the articles of association.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11094 ;-- CL 1929, 10931 ;-- CL 1948, 458.208

458.209 Title; passing to presbytery; sale of property; dissolution of corporation.

Sec. 9.

In all cases where property belonging to any organization incorporated under the provisions of this act, has been abandoned, or is no longer used for the purpose for which said property was acquired, or for the benefit of a church society, and has not been conveyed by said corporation under the provisions of this act, or if said corporation has been dissolved or become extinct, the title of said property shall pass to the presbytery within the bounds of which the said corporation is situated and said presbytery may by such officer or committee as said presbytery may designate for that purpose, apply to the circuit court for the county in which said property may be, for license to sell the same, and such license shall be granted by said court, after such notice of said application, as said court may direct, has been given, and thereupon said property may be sold, and the proceeds of said sale disposed of as directed by said presbytery; and said court upon hearing of said application, may dissolve said corporation when it shall appear by proof that such society has ceased to support a pastor or performed the usual functions of a church for a period of 2 years.

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History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11095 ;-- CL 1929, 10932 ;-- CL 1948, 458.209

458.211 Amendment of articles; procedure.

Sec. 11.

Any church society incorporated under the provisions of this act, at a meeting called for that purpose of which 4 weeks' notice has been given by announcement at regular services, by a vote of 2/3 of all the qualified members present and voting, may amend its articles of association in any way not inconsistent with the provisions of this act, or the form of government of the Presbyterian Church (USA); and such amendment shall become operative when a certificate such as is provided for in sections 2 and 3 shall be executed and acknowledged by the trustees of the corporation and the same duly recorded as therein provided, showing such action and containing a copy of the amended articles.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11096 ;-- CL 1929, 10933 ;-- CL 1948, 458.211 ;-- Am. 1960, Act 70, Eff. Aug. 17, 1960 ;-- Am. 1984, Act 39, Imd. Eff. Mar. 26, 1984

458.212 Reincorporation under act; procedure.

Sec. 12.

Any Presbyterian church society heretofore incorporated, or whose corporate term of existence has heretofore expired by limitation, or the trustees of which have heretofore exercised the powers of a body corporate, may, by a 2/3 vote of its qualified members, present and voting, expressed at a meeting called as provided in section 11 hereof, place itself under the provisions of this act the same as if originally incorporated under it, and by executing articles of association as provided in section 11 in case of amendment, and causing the same to be recorded as is further required in case of such amendment.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11097 ;-- Am. 1917, Act 64, Eff. Aug. 10, 1917 ;-- CL 1929, 10934 ;-- CL 1948, 458.212

458.213 Trustees; evidence of authority.

Sec. 13.

It is further provided that the execution by the trustees of said corporation of any deed, note, mortgage, bond or other obligation, or contract of said corporation, in proper form, shall be prima facie evidence of the proper appointment of said trustee, and that such act has been properly authorized by the corporation as hereinbefore provided.

History: 1909, Act 265, Eff. Sept. 1, 1909 ;-- CL 1915, 11098 ;-- CL 1929, 10935 ;-- CL 1948, 458.213

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