

RELIGIOUS CORPORATIONS LAW

LAWS 1909, CHAPTER 53

AN ACT in relation to religious corporations, constituting chapter fifty-one of the consolidated laws.

Became a law February 17, 1909, with the approval of the Governor.

Passed, three-fifths being present.

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

CHAPTER 51 OF THE CONSOLIDATED LAWS

RELIGIOUS CORPORATIONS LAW

- Article 1. Short title and definitions (§§ 1--2-b).
2. General provisions (§§ 3-28).
3. Protestant Episcopal Parishes or Churches (§§ 40-49).
- 3-A. Apostolic Episcopal Parishes or Churches (§§ 50--59-b).
- 3-b. Parishes or Churches of the Holy Orthodox Church in America (§§ 50-aa--50-mm).
- III-C. Parishes or Churches of the American Patriarchal Orthodox Church (§§ 51-a--54-a).
4. Presbyterian Churches (§§ 60-70).
5. Roman Catholic Churches (§§ 90-92).
- 5-A. Christian Orthodox Catholic Churches of the Eastern Confession (§§ 95-96).
- 5-B. Ruthenian Greek Catholic Churches (§§ 100-102).
- 5-C. Churches of the Orthodox Church in America (§§ 105-108).
6. Reformed Dutch, Reformed Presbyterian and Lutheran Churches (§§ 110-116).
7. Baptist Churches (§§ 130-140).
8. Churches of the United Church of Christ, Congregational Christian and Independent Churches (§§ 160-172).
- 8-A. Churches of the Ukrainian Orthodox Churches of America (§§ 169-a--169-e).
- 8-B. Churches of the Holy Ukrainian Autocephalic Orthodox Church in Exile (§§ 175-179).
9. Free Churches (§§ 180-183).
- IX-A. Churches of Christ, Scientist (§§ 184--189-c).
10. Other Denominations (§§ 190-211).
11. Union Churches (§§ 220-221).

- 11-A. Free Methodist Churches (§§ 225--225-o).
- 12. Laws repealed; when to take effect (§§ 260-261).
- 13. Spiritualist Churches (§§ 262-272).
- XIV. Churches of the Nazarene (§§ 273-279).
- XV. (Enacted without Article heading) (§§ 290-296).
- XVI. Spiritualist Churches Connected with the National Spiritualist Association (§§ 300-306).
- 17. Methodist Churches (§§ 320-335).
- XVIII. Churches of the Byelorussian Autocephalic Orthodox Church in America (§§ 336-352).
- 19. Unitarian and Universalist Societies (§§ 400-414).
- 20. Assemblies of God churches (§§ 420-437).
- 21. Coptic Orthodox churches (§§ 450-455).
- 22. Organizations of the Hindu faith (§§ 460-469).
- 23. Organizations of the Sikh faith (§§ 470-479).
- 24. Organizations of the Islamic faith (§§ 480-489).

ARTICLE 1

SHORT TITLE AND DEFINITIONS

- Section 1. Short title.
- 2. Definitions.
- 2-a. Application.
- 2-b. Applicability of not-for-profit corporation law.

§ 1. Short title. This chapter shall be known as the "Religious Corporations Law."

§ 2. Definitions. A "Religious Corporations Law corporation" is a corporation created for religious purposes to which this chapter applies under section two-a of this chapter. Unless the context otherwise requires, whenever "religious corporation" or "corporation" is used in this chapter, such term shall mean a "Religious Corporations Law corporation".

An "incorporated church" is a religious corporation created to enable its members to meet for divine worship or other religious observances.

An "unincorporated church" is a congregation, society, or other assemblage of persons who are accustomed to statedly meet for divine worship or other religious observances, without having been incorporated for that purpose.

The term "clergyman" and the term "minister" include a duly authorized pastor, rector, priest, rabbi, pandit, swami, guru, granthi, imam, moulvi, maulana and a person having authority from, or in accordance with, the rules and regulations of the governing ecclesiastical body of the denomination or order, if any, to which the church belongs, or otherwise from the church or synagogue to preside over and direct the spiritual affairs of the church or synagogue.

The term "funeral entity" means a person, partnership, corporation, limited liability company or other form of business organization providing funeral home services, or owning, controlling, conducting or affiliated with a funeral home, any subsidiary thereof or an officer, director or stockholder having a ten per centum or greater proprietary, beneficial, equitable or credit interest in a funeral home.

§ 2-a. Application. This chapter applies (a) to every corporation heretofore or hereafter formed under this chapter, and (b) to every corporation formed under any other statute or special act of this state which would, if it were to be formed currently under the laws of this state, be formed under this chapter, and (c) to every corporation formed under laws other than the statutes of this state which is authorized to conduct or which conducts activities in this state and which would, if it were to be formed currently under the laws of this state, be formed under this chapter.

§ 2-b. Applicability of not-for-profit corporation law. 1. The not-for-profit corporation law applies to every corporation to which

this chapter applies, provided that:

(a) If any provision of the not-for-profit corporation law conflicts with any provision of this chapter, the provision of this chapter shall prevail and the conflicting provision of the not-for-profit corporation law shall not apply in such case. If any provision of this chapter relates to a matter embraced in the not-for-profit corporation law but is not in conflict therewith, both provisions shall apply.

(b) A corporation to which the not-for-profit corporation law is made applicable by this section shall be treated as a "corporation", "domestic corporation", or "foreign corporation" as such terms are used in the not-for-profit corporation law, except that the purposes for which any such corporation has been or may be formed under this chapter shall not thereby be extended.

(c) The following provisions of the not-for-profit corporation law shall not apply to religious corporations: subparagraphs (7) and (8) of paragraph (a) of section one hundred twelve, section one hundred fourteen, section two hundred one, section three hundred three, section three hundred four, section three hundred five, section three hundred six, article four except section four hundred one, section five hundred fourteen, that portion of section five hundred fifty-five (b) and section five hundred fifty-five (c) which reads "The institution shall notify the donor, if available, and the attorney general of the application, and the attorney general and such donor must be given an opportunity to be heard", section six hundred five, section six hundred seven, section six hundred nine, section eight hundred four, article nine except section nine hundred ten, article ten except as provided in section eleven hundred fifteen, section eleven hundred two, and article fifteen except paragraph (c) of section fifteen hundred seven.

(d) Any reference in the not-for-profit corporation law to the delivery of any certificate or other instrument to the department of state for filing refers to the filing or recording thereof in the office of the clerk of the county in which the corporation has its principal office or place of worship or otherwise as provided in this chapter.

(d-1) Notwithstanding any provision of this chapter or the not-for-profit corporation law, any church referred to in subdivision two, three, four, five, five-a, five-b, five-c, five-d or six of section twelve of this chapter shall not be required to give notice to the

attorney general of any application required by subdivision one of section twelve of this chapter or any application or petition required under section five hundred ten or section five hundred eleven of the not-for-profit corporation law.

(e) No action shall be taken by the trustees of an incorporated Roman Catholic church, or of a Ruthenian Greek Catholic church, under section five hundred fifty-five of the not-for-profit corporation law (Release or modification of restrictions on management, investment, or purpose) without the consent of the archbishop or bishop of the diocese to which such church belongs or in case of their absence or inability to act, without the consent of the vicar general or administrator of such diocese.

2. Every corporation to which the not-for-profit corporation law is made applicable by this section is a charitable corporation as defined in paragraph (a) of section one hundred two (Definitions) of the not-for-profit corporation law for all purposes of that law.

3. From and after the effective date of this section the general corporation law shall not apply to any corporation to which this chapter applies.

4. For the purpose of this section and elsewhere in this chapter the effective date of the not-for-profit corporation law as to corporations to which the not-for-profit corporation law is made applicable by this section shall be September first, nineteen hundred seventy-two.

ARTICLE 2

GENERAL PROVISIONS

Section 3. Filing and recording certificates of incorporation of religious corporations.

4. Property of unincorporated society transferred by its incorporation.

4-a. Age qualifications of voters.

5. General powers and duties of trustees of religious corporations.

- 5-a. Investment of funds.
- 5-b.* Enacted without section heading.
- 6. Acquisition of property by religious corporations for branch institutions; establishment, maintenance and management thereof.
- 7. Acquisition of property by religious corporations for cemetery purposes; management thereof.
- 7-a. Deeds for cemetery purposes; presumption.
- 8. Lot owners' rights.
- 8-a. Reacquisition of a lot, plot or part thereof by a cemetery.
- 9. Removal of human remains from one cemetery of a religious corporation to another cemetery owned by it.
- 10. Acquisition of property by two or more religious corporations for a common parsonage.
- 11. Correction and confirmation of conveyances to religious corporations.
- 12. Sale, mortgage and lease of real property of religious corporations.
- 13. Consolidation or merger of incorporated churches.
- 14. Judicial investigation of amount of property of religious corporations.
- 15. Corporations with governing authority over, or advisory relations with, churches or synods, or both.
- 15-a. Consolidation of incorporated presbyteries.
- 15-b. Consolidation or merger of incorporated Presbyterian and Lutheran synods.
- 16. Property of extinct churches.
- 17. Property of extinct Free Baptist churches.
- 17-a. Property of extinct Seventh Day Baptist churches and Seventh Day Baptist religious societies.
- 17-b. Property of extinct Presbyterian churches in connection with the General Assembly of the Presbyterian Church (U.S.A.).
- 17-c. Property of Lutheran congregations.
- 18. Dissolution of religious corporations.
- 19. Corporations for organizing and maintaining mission

churches and Sunday schools.

20. Corporations for acquiring parsonages for district superintendents and camp-meeting grounds.
21. Corporations for acquiring camp-meeting grounds for the Reformed Methodist denomination.
- 21-a. Corporations for acquiring lands for parsonage or camp-meeting purposes for the Free Methodist denomination.
22. Establishing and maintaining a home for aged poor.
23. Powers of churches created by special laws.
24. Government of churches incorporated prior to January first, eighteen hundred and twenty-eight.
25. Pastoral relation.
26. Worship.
27. Reservation as to Baptist churches, churches of the United Church of Christ and Congregational Christian churches.
- * 28. Meetings for the duration of the state disaster emergency declared by executive order two hundred two that began on March seventh, two thousand twenty; electronic communication.
- * 28. Electronic meetings.

* NB § 28 Heading separately amended; cannot be put together

§ 3. Filing and recording certificates of incorporation of religious corporations. The certificate of incorporation of a religious corporation shall be acknowledged or proved before an officer authorized to take the acknowledgment or proof of deeds or conveyances of real estate, to be recorded in the county in which the principal office or place of worship of said corporation is or is intended to be situated, and shall be filed and recorded in the office of the clerk of said county. If there is not, or is not intended to be, any such office or place of worship, the certificate shall be filed and recorded in the office of the secretary of state. Where a religious corporation removes to another county within the state a duplicate copy of its certificate of incorporation together with a statement of such removal duly signed and acknowledged by the directors and officers of said corporation may

be filed in the office of the clerk of said county to which it has removed.

The recording of any certificate of a religious corporation organized under provisions of "An act to provide for the incorporation of religious societies," passed April fifth, eighteen hundred and thirteen, and of the acts amending the same, in the office of a clerk of a county prior to the passage of chapter thirty-five of the laws of eighteen hundred and ninety-seven, instead of in the office of the register of such county, shall be regarded and construed and such recording is hereby declared to be of the same validity, force and effect as would have been the recording of such certificate in the proper office. And every act, deed, matter and thing done or performed by every such religious society or corporation since the recording of its certificate in the office of said county clerk is hereby ratified, confirmed and declared to be as valid in all respects as if the said certificate had been properly and appropriately recorded in the office of the register of the county in which said religious society or corporation was organized; but this section shall not affect any suit or proceeding already commenced arising out of such original mistake.

§ 4. Property of unincorporated society transferred by its incorporation. All the temporalities and property of an unincorporated church, or of any unincorporated religious society, body, association or congregation, shall, on the incorporation thereof, become the temporalities and property of such corporation, whether such temporalities or property be given, granted or devised directly to such unincorporated church, society, body, association or congregation, or to any other person for the use or benefit thereof.

§ 4-a. Age qualifications of voters. To vote at a corporate meeting of a corporation to which this chapter applies, persons, otherwise qualified to vote, shall be of full age unless (1) the age qualifications for voting at corporate meetings are fixed by or pursuant to an applicable provision in articles three through nineteen of this

chapter, or (2) in the absence of such provision, the certificate of incorporation or a by-law adopted by the members of such corporation specifies an age, less than full age but not less than the age of sixteen years, at which persons otherwise qualified to vote at corporate meetings, shall be entitled to vote for all purposes or as to particular types or classes of matters to be acted on at such meetings.

§ 5. General powers and duties of trustees of religious corporations.

The trustees of every religious corporation shall have the custody and control of all the temporalities and property, real and personal, belonging to the corporation and of the revenues therefrom, and shall administer the same in accordance with the discipline, rules and usages of the corporation and of the ecclesiastical governing body, if any, to which the corporation is subject, and with the provisions of law relating thereto, for the support and maintenance of the corporation, or, providing the members of the corporation at a meeting thereof shall so authorize, of some religious, charitable, benevolent or educational object conducted by said corporation or in connection with it, or with the denomination, if any, with which it is connected; and they shall not use such property or revenues for any other purpose or divert the same from such uses. They may transfer all or any part of the real or personal estate of such corporation to such bank, trust company, savings bank or savings and loan association organized or existing under the laws of the state of New York, or to a national banking association, federal savings bank or federal savings and loan association having a principal, branch or trust office located in the state of New York as may be designated by them or to a holding company, organized under the laws of the state of New York, of the same religious denomination, such property to be held in trust or in safekeeping or custody, to collect the income thereof and pay over the same to the trustees of such religious corporation at such times and in such manner as shall be agreed upon, and they may also, in their discretion, delegate and grant to the trustee or custodian designated by them all or any portion of the powers, responsibilities and discretionary authority possessed by them with respect to the retention and the investment and reinvestment of such property or any part thereof, and may from time to time modify such

powers delegated by them or designate successor or different trustees or custodians within the limits and subject to the regulations and restrictions contained in this section. The trustees of an incorporated Roman Catholic Church, or of a Ruthenian Greek Catholic Church, shall not transfer any property as herein provided without the consent of the archbishop or bishop of the diocese to which such church belongs or in case of their absence or inability to act, without the consent of the vicar general or administrator of such diocese. By-laws may be adopted or amended, by a two-thirds vote of the qualified voters present and voting at the meeting for incorporation or at any subsequent meeting, after written notice, embodying such by-laws or amendment, has been openly given at a previous meeting, and also in the notices of the meeting at which such proposed by-laws or amendment is to be acted upon. By-laws thus adopted or amended shall control the action of the trustees. But this section does not give to the trustees of an incorporated church, any control over the calling, settlement, dismissal or removal of its minister, or the fixing of his salary; or any power to fix or change the times, nature or order of the public or social worship of such church.

§ 5-a. Investment of funds. Subject to the discipline, rules and usages of the corporation and of the ecclesiastical governing body, if any, to which the corporation is subject and subject to the limitations and conditions contained in any gift, devise or bequest, and subject to any applicable provisions of law with respect to the investment of funds for the perpetual care and maintenance of cemetery lots, the trustees of every religious corporation, created by or under a general or special law, may invest the funds of such corporation in such securities, investments or other property, real or personal, located within or without the state of New York, as to them shall seem advisable without being restricted to those classes of securities which are lawful for the investment of trust funds under the laws of this state. The trustees of an incorporated Roman Catholic church, or of a Ruthenian Greek Catholic church, shall not invest its funds as in this sub-division provided without the consent of the archbishop or bishop of the diocese to which such church belongs or in case of their absence or inability to act,

without the consent of the vicar general or administrator of such diocese.

§ 5-b. Any investment of the funds of any religious corporation heretofore made by the trustees thereof shall not be deemed to have been restricted to securities which are lawful for the investment of trust funds.

§ 6. Acquisition of property by religious corporations for branch institutions; establishment, maintenance and management thereof. Any religious corporation may acquire property for associate houses, church buildings, chapels, mission-houses, school-houses for Sunday or parochial schools, or dispensaries of medicine for its ministers, their wives, husbands and dependent children and for the poor, or property for the residence of its ministers, their wives, husbands and dependent children, teachers or employees, or property for a home for the aged or nursery school or day care center. The persons attending public worship in any such associate house, mission-house, church building, or chapel connected therewith shall not by reason thereof have any rights as members of the parent corporation. The persons statedly worshiping in any such house, mission-house, church building or chapel may, with the consent of the trustees of such corporation, become separately incorporated as a church, and the parent corporation may, in pursuance of the provisions of law regulating the disposition of real property by religious corporations, rent or convey to the new corporation, with or without consideration, any such associate house, church building, chapel, mission-house, school-house or dispensary and the lot connected therewith, subject to such regulations as the trustees of the parent corporation may make. Any religious corporation shall have power to establish, maintain and manage by its trustees or other officers as a part of its religious purpose a home for the aged or nursery school or day care center, and may take and hold by conveyance, donation, bequest or devise real and personal property for such purpose, and may purchase and may erect suitable buildings therefor. Any such corporation may take and hold any grant, donation, bequest or devise of real or personal

property heretofore or hereafter made upon trust, and apply the same, or the income thereof, under the direction of its trustees or other officers, for the purpose of establishing, maintaining and managing such a home, school or center and for the erection, preservation, repair or extension of any building or buildings for such purpose.

§ 7. Acquisition of property by religious corporations for cemetery purposes; management thereof. A religious corporation may take and hold, by purchase, grant, gift or devise, real property for the purposes of a cemetery; or such lot or lots in any cemetery connected with it, as may be conveyed or devised to it, with or without provisions limiting interments therein to particular persons or classes of persons; and may take and hold any property granted, given, devised or bequeathed to it in trust to apply the same or the income or proceeds thereof, under the direction of the trustees of the corporation, for the improvement or embellishment of such cemetery or any lot therein, including the erection, repair, preservation or removal of tombs, monuments, gravestones, fences, railings or other erections, or the planting or cultivation of trees, shrubs, plants, or flowers in or around any such cemetery or cemetery lots.

A religious corporation may erect upon any property held by it for cemetery purposes, a suitable building for religious services for the burial of the dead, or for the use of the keepers or other persons employed in connection therewith, and may sell and convey lots in such cemetery for burial purposes, subject to such conditions and restrictions as may be imposed by the instrument by which the same was acquired, or by the rules and regulations adopted by such corporation. Every such conveyance of a lot or plat for burial purposes, signed, sealed and acknowledged in the same manner as a deed to be recorded, may be recorded in like manner and with like effect as a deed of real property.

Notwithstanding the provisions of section four hundred fifty-one of the real property law or any other provision of law to the contrary, a religious corporation that prior to January first, nineteen hundred

eighty-four received a special permit from the zoning board of appeals for the use of certain real property as a cemetery and which actually used such real property for cemetery purposes, may use such real property for cemetery purposes without the consent of the county legislative body for the county in which such real property is situated.

No religious corporation owning, managing or controlling a cemetery shall, directly or indirectly:

- (a) sell, or have, enter into or perform a lease of any of its real property dedicated to cemetery purposes or adjacent thereto to a funeral entity, or use any of its property for locating a funeral entity;

- (b) commingle its funds with a funeral entity;

- (c) direct or carry on its cemetery related business or affairs with a funeral entity;

- (d) authorize control of its cemetery related business or affairs by a funeral entity;

- (e) engage in any sale or cross-marketing of goods or services with a funeral entity;

- (f) have, enter into or perform a management or service contract for cemetery operations with a funeral entity; or

- (g) have, enter into or perform a management contract with any entity other than a not-for-profit cemetery or religious corporation.

Only the provisions of subparagraphs (a) and (b) of the previous paragraph shall apply to religious corporations with thirty acres or less of real property dedicated to cemetery purposes, and only to the extent the sale or lease is of real property dedicated to cemetery purposes, and such cemeteries shall not engage in the sale of funeral home goods or services, except if such goods and services are otherwise permitted to be sold by cemeteries. No religious corporation shall approve or authorize the construction of a mausoleum or columbarium on property owned by the religious corporation where such mausoleum or columbarium shall be the only form of interment offered for cemetery purposes unless a management contract has been entered into with an existing cemetery corporation regulated under article fifteen of the not-for-profit corporation law, that will provide operational management of the mausoleum or columbarium, and the owner of the mausoleum or

columbarium has reserved interment space and secured interment services in a cemetery regulated under this article, in order to assure continued perpetual care of the remains contained in the mausoleum or columbarium should such mausoleum or columbarium become abandoned or choose to cease operations.

§ 7-a. Deeds for cemetery purposes; presumption. Every deed of conveyance of real property to a religious corporation used for cemetery purposes, whether heretofore or hereafter recorded, shall be presumptive evidence that the conveyance vested in the grantee and its successors a fee simple absolute in the premises therein described, subject to the limitations and conditions therein prescribed, and that all proceedings prior thereto, including the consent of the court, if required, were regular and in accordance with all the provisions of law relating thereto. At the expiration of twenty years from the date of record of any such conveyance, heretofore or hereafter recorded, such presumption shall be conclusive.

§ 8. Lot owners' rights. Lots in such cemeteries shall be held indivisible, and upon the decease of a proprietor of such lot the title thereto shall descend to his heirs-at-law or devisees, subject, however, to the following limitations and conditions: If he leaves a widow and children, they shall have in common the possession, care and control of such lot during her life. If he leaves a widow and no children, she shall have the possession, care and control of such lot during her life. If he leaves children and no widow, they, or the survivor of them, shall in common have the possession, care and control of such lot during the life of the survivor of them. The parties having such possession, care and control of such lot during the term thereof, may erect a monument and make other permanent improvements thereon. The widow shall have the right of interment, for her own body in such lot, or in a tomb in such lot and a right to have her body remain permanently interred or entombed therein, except that her body may be removed therefrom to some other family lot or tomb with the consent of her heirs. At any time when more than one person is entitled to the possession, care or control of such

lot, the persons so entitled thereto shall designate in writing to the religious corporation which of their number shall represent the lot, and on their failure to designate, the board of trustees or directors of the corporation shall enter of record which of said parties shall represent the lot, while such failure continues. The widow may at any time release her right in such lot, but no conveyance or devise by any other person shall deprive her of such right.

§ 8-a. Reacquisition of a lot, plot or part thereof by a cemetery. A religious cemetery corporation may, upon application and approval by a supreme court, reacquire, resubdivide, and resell a lot, plot or part thereof under the following circumstances:

(a)(i) If the records of the corporation demonstrate that the lot, plot or part thereof was purchased more than seventy-five years prior to the application of the corporation; and (ii) if no burials have been made in the lot, plot or part thereof or all the bodies therein have been lawfully removed; and (iii) if neither the owner or owners of the lot, plot or part thereof nor any person having a credible claim to ownership who has visited, made payments in respect of or engaged in any other proprietary activities with respect to the lot, plot or part thereof can be identified after a reasonable search conducted by the religious cemetery corporation, it shall be conclusively presumed that the owner or owners of the lot, plot or part thereof have abandoned their burial rights. A reasonable search consists of a search of: (1) all cemetery records to determine the name of the owner or owners of the lot, plot or part thereof, their last known addresses and all information available to the cemetery relating to any person buried in the lot, plot or part thereof and the names and last known addresses of any persons making inquiry about or visiting the lot, plot or part thereof; (2) a search for the death certificates and the probated wills of the owner or owners of the lot, plot or part thereof; (3) the posting of notice by the cemetery at the entrance to the cemetery, at the site of the lot, plot or part thereof to be reacquired and in the cemetery office, if any, of its intention to declare the lot, plot or part thereof abandoned; (4) the mailing of such notice certified mail with return receipt requested to the owner or owners of the lot, plot or part

thereof and each person identified during the reasonable search at their last known addresses; (5) publication of such notice once in each week for three successive weeks, in two newspapers of regular commercial circulation by subscription and/or newsstand sale, to be designated by the county clerk of the county where the cemetery is located which in his or her judgment, given the ethnic, religious, geographic or other related demographic characteristics of the owner or owners of the lot, plot or part thereof and each person identified through the reasonable search and the predominant readership of such newspapers are best calculated to inform the owner or owners of the lot, plot or part thereof and each person identified through the reasonable search of any application pursuant to the provisions of this section; and (6) the preparation of an affidavit describing the steps taken by the religious cemetery corporation to ascertain the identity of and to contact the current owner or owners of the lot, plot or part thereof or next-of-kin thereof or any other persons identified in the course of the reasonable search who might have relevant information and the results of such steps. After the filing with the supreme court of proof of compliance with the above requirements in form and substance reasonably satisfactory to such supreme court and upon approval by the supreme court, the lot, plot or part thereof may be resold by the cemetery to any party in compliance with the cemetery rules and regulations provided, however, that any monument subsequently placed on such lot, plot or part thereof shall conform to the general appearance of any existing monuments in said section of lots, plots or parts thereof, if any.

(b) If (i) the circumstances described in subdivision (a) of this section exist except that one or more burials have been made in a lot, and the last burial was made more than seventy-five years prior to the application, (ii) the lot, plot or part thereof can be subdivided to create new graves, (iii) the bodies have not been lawfully removed, and (iv) the cemetery submits an application to the supreme court which complies with the requirements set forth in subdivision (a) of this section, it shall be conclusively presumed that the lot owner has abandoned the right to make further burials in the lot, the lot may be subdivided, and the resubdivided lot, plot or parts thereof which do not contain the remains of the deceased persons may be resold by the

religious cemetery corporation as provided in this section. Nothing in this section shall permit a religious cemetery corporation to declare abandoned a lot, plot or part thereof, where such lot, plot or part thereof was purchased for multiple depth burials and where one or more burials has occurred or authorized a religious cemetery corporation to remove a monument or other embellishment to facilitate the resale of such lot, plot or part thereof.

(c) If the owner or owners of a lot, plot or part thereof can be identified, the religious cemetery corporation, with the consent of the owner or owners of the lot, plot or part thereof, the lot, plot or part thereof may be resubdivided, and the resubdivided lot, plot or part thereof which does not contain the remains of deceased persons may be resold by the religious cemetery corporation, provided, however, if no burial has been made in the lot, plot or part hereof, in the twenty-five year period preceding such application, the owner of a lot, plot or part thereof has notified his or her parents, spouse, issue, brothers, sisters, grandparents, and grandchildren, if any, of the application to the supreme court, and provided further, however, if a burial has been made in this lot, plot or part thereof during such twenty-five year period, the spouse and issue of such deceased person are also notified, and provided further, in either case the owner of the lot, plot or part thereof satisfies the supreme court that none of the persons notified have agreed within forty-five days of notification to purchase the lot, plot or part thereof at the price which the religious cemetery corporation shall certify under penalty of law shall be the price at which the lot, plot or part thereof shall be sold for after reacquisition. Any persons notified pursuant to this subdivision by the identified owner or owners of the lot, plot or part thereof must agree to erect a monument of reasonable uniformity to the immediately surrounding monuments as provided in subdivision (f) of this section before the persons notified may enter into an agreement to purchase the lot, plot or part thereof.

(d) Upon the sale of a lot, plot or part thereof reacquired by a religious cemetery corporation under the provisions of subdivision (a), (b), or (c) of this section, the net proceeds shall be placed in a trust designated to provide future maintenance of the cemetery.

(e) If the owner of the lot, plot or part thereof is subsequently

identified, the religious cemetery corporation shall: (i) return all unsold lots, plots or parts thereof if any, to the owner if so requested; and (ii) with respect to any lots, plots or parts thereof that have been sold pursuant to this section, at the option of the owner of the lot, plot or part thereof, either (1) provide the owner, at no cost to the owner, with a lot, plot or part thereof comparable to any lot, plot or part thereof that was sold by the religious cemetery corporation or (2) provide the owner with the proceeds from the sale of the lot, plot or part thereof reacquired under this section with interest thereon from the date of the sale at six percent per annum.

(f) Monuments to be erected on a lot, plot or part thereof, following the resale of a lot, plot or part thereof, shall conform to the rules and regulations or other requirements of the religious cemetery corporation and shall conform to the size, style, and type of monuments in the section of the cemetery where such resale occurs.

(g) No corporation shall utilize the reacquisition provisions of this section in violation of such corporation's sectarian burial requirements.

§ 9. Removal of human remains from one cemetery of a religious corporation to another cemetery owned by it. A religious corporation, notwithstanding the restrictions contained in any conveyance or devise to it, may remove the human remains buried in a cemetery owned by it, or when such church corporation is situated within or outside of a city in the grounds surrounding the church belonging to such corporation, to another cemetery owned by it, or to a plot or lot acquired by it in any other cemetery located in the same county, or in any town adjoining the town or city in which the cemetery wherein such human remains are buried is located, if the trustees thereof so determine, and if either three-fourths of the members of such corporation, qualified to vote at its corporate meetings, sign and acknowledge and cause to be recorded in the office of the clerk of the county in which such cemetery or a part thereof is situated, a written consent thereto, or if approval thereof be given by the vote of three-fourths of those members of such corporation qualified to vote, who shall be present and vote thereon, at a corporate meeting of such corporation, specially called for that

purpose, a quorum of at least eight qualified voters being present. Provided, however, that in lieu of such removal by such religious corporation it shall be lawful for the surviving spouse or any heir of any decedent, upon obtaining permission of the county court of the county, or of the supreme court in the district, where the cemetery from which the removal is proposed, is situated, at his own expense to cause the removal of such remains and tombstones, monuments or other erections and the reinterment of such remains and the replacement of such tombstones, monuments or other erections in some other cemetery selected by the applicant, the notice of which application for permission to be given in the manner and to those designated by the court. But if such corporation be a church, previous notice of the object of such meeting shall be published once each week for at least four successive weeks in a newspaper of the town, village or city in which the cemetery from which the removal is proposed, is situated, or if no newspaper is published therein, then in a newspaper designated by the county judge of such county. Such removal shall be made in an appropriate manner and in accordance with such directions as to the manner thereof, as may be given by the board of health of the town, village or city in which the cemetery from which the removal is made, is situated. All tombstones, monuments or other erections at or upon any grave from which any remains are removed, shall be properly replaced or raised at the grave where the remains are reinterred. Such religious corporation may, in its discretion, erect one or more tombstones, monuments or other suitable markers appropriately inscribed as a memorial for all those decedents whose remains shall not be found for removal or reinterment, but the said religious corporation shall make a certificate setting forth an exact copy of all inscriptions on each tombstone, monument, or other erection which shall not be replaced or raised because of failure to find remains for removal and reinterment, and shall file the same in the cemetery office or in the office of the town or city clerk of the town or city in which the cemetery from which removal is proposed, is situated; all tombstones, monuments or other erections not so replaced or raised shall be disposed of by such religious corporation as it shall determine and such certificate, in addition to such inscriptions, shall state the disposition so made.

§ 10. Acquisition of property by two or more religious corporations for a common parsonage. Two or more religious corporations may acquire such real property as may be necessary for use as a parsonage, and the right, title and interest of each corporation therein shall be in proportion to its contribution to the cost of such property. The trustees of each corporation shall, from time to time, appoint one of their number to be a trustee of such common parsonage property, to hold office during the pleasure of the appointing trustees or until his successor be appointed. The trustees so appointed shall have the care and management of such property and may make such improvements thereupon as they deem necessary, and determine the proportion of the expense of the maintenance thereof which each corporation shall bear. If at any time either of such corporations acquires or desires to acquire for its own exclusive use as a parsonage other real property, it may, in pursuance of the provisions of law, relating to the disposition of real property by religious corporations, sell and convey its interest in such common parsonage property to any one or more of the other corporations having an interest therein.

§ 11. Correction and confirmation of conveyances to religious corporations. If, in a conveyance of real property, or in any instrument intended to operate as such, heretofore or hereafter made to a religious corporation, its corporate name is not stated or is not correctly stated, but such conveyance or instrument indicates the intention of the grantor therein to convey such property to such corporation, and such corporation has entered into possession and occupation of such property, any officer of the corporation authorized so to do by its trustees may record in the office where such conveyance or instrument is recorded a statement, signed and acknowledged by him or proved, setting forth the date of such conveyance or instrument, the date of record and the number and page of the book of record thereof, the name of the grantor, a description of the property conveyed or intended to be conveyed, the name of the grantee as expressed in such conveyance or instrument, the correct name of such corporation, the fact of authorization by the trustees of the corporation, to make and record

such statement, and that the grantor in such conveyance or instrument intended thereby to convey such property to such corporation as the said officer verily believes, with the reason for such belief. Such statement so signed and acknowledged or proved shall be recorded with the records of deeds in such office, and indexed as a deed from the grantee as named in such instrument or in such conveyance to such corporation. The register or clerk, as the case may be, shall note the recording of such statement on the margin of the record of such conveyance, and for his services shall be entitled to receive the fees allowed for recording deeds. Such statement so recorded shall be presumptive evidence that such matters therein stated are true, and that such corporation was the grantee in the original instrument or conveyance. All conveyances heretofore made, or by any instrument intended to be made, to a religious corporation of real property appropriated to the use of such corporation, or entitled to be so appropriated, are hereby confirmed and declared valid and effectual, notwithstanding any defect in the form of the conveyance or the description of the grantee therein.

§ 12. Sale, mortgage and lease of real property of religious corporations. 1. A religious corporation shall not sell, mortgage or lease for a term exceeding five years any of its real property without applying for and obtaining leave of the court or the attorney general therefor pursuant to section five hundred eleven of the not-for-profit corporation law as that section is modified by paragraph (d-1) of subdivision one of section two-b of this chapter or section five hundred eleven-a of the not-for-profit corporation law, except that a religious corporation may execute a purchase money mortgage or a purchase money security agreement creating a security interest in personal property purchased by it without obtaining leave of the court therefor.

2. The trustees of an incorporated Protestant Episcopal church shall not vote upon any resolution or proposition for the sale, mortgage or lease of its real property, unless the rector of such church, if it then has a rector, shall be present, and shall not make application to the court for leave to sell or mortgage any of its real property without the consent of the bishop and standing committee of the diocese to which

such church belongs, or execute and deliver a lease of any of its real property for a term exceeding five years without similar consent of the bishop and standing committee of the diocese to which such church belongs; but in case the see be vacant, or the bishop be absent or unable to act, the consent of the standing committee with their certificate of the vacancy of the see or of the absence or disability of the bishop shall suffice.

3. The trustees of an incorporated Roman Catholic church shall not make application to the court for leave to mortgage, lease or sell any of its real property without the consent of the archbishop or bishop of the diocese to which such church belongs or in case of their absence or inability to act, without the consent of the vicar-general or administrator of such diocese.

4. The trustees of an incorporated Ruthenian Catholic church of the Greek rite shall not make application to the court for leave to mortgage, lease or sell any of its real property without the consent in writing of the Ruthenian Greek Catholic bishop of the diocese to which such church belongs, or, in case of his absence or inability to act, without the consent of the vicar-general of such bishop or of the administrator of such diocese.

5. The trustees of an incorporated African Methodist Episcopal Zion church shall not make application to the court for leave to mortgage, lease or sell any of its real property without the consent of the bishop of the diocese to which said church belongs, or in case of his absence or inability to act, without the consent of the annual conference having jurisdiction over such church.

5-a. The trustees of an incorporated Presbyterian church in connection with the General Assembly of the Presbyterian Church (U.S.A.) shall not make application to the court for leave to mortgage, lease or sell any of its real property without the consent in writing of the particular Presbytery with which said church is connected.

5-b. The trustees of an incorporated United Methodist church shall not

make application to the court for leave to mortgage, lease, or sell any of its real property without the written consents of the district superintendent and the preacher in charge and the authorization of the charge conference by a majority of those present and voting at a meeting of the charge conference, provided that not less than ten days' notice of such meeting and proposed action shall have been given from the pulpit of the charge, or, if no regular services are held, by mail to the members of the charge conference.

5-c. The trustees of an incorporated Reformed Church in connection with the General Synod of the Reformed Church in America, shall not make application to the court for leave to mortgage, lease or sell any of its real property without the consent in writing of the trustees of the Classis with which said church is connected.

5-d. The trustees of the Greek Orthodox Archdiocese of America shall not make application to the court for leave to mortgage, lease or sell any of its real property without the consent of its archbishop.

6. The petition of the trustees of an incorporated Protestant Episcopal church or Roman Catholic church shall, in addition to the matters required by article five of the not-for-profit corporation law to be set forth therein, set forth that this section has also been complied with. The petition of the trustees of an incorporated African Methodist Episcopal Zion church shall in addition to the matters required by article five of the not-for-profit corporation law to be set forth therein, set forth that this section has also been complied with. The petition of the trustees of an incorporated Presbyterian church in connection with the General Assembly of the Presbyterian Church (U.S.A.), shall, in addition to the matters required by article five of the not-for-profit corporation law to be set forth therein, set forth that this section has also been complied with. The petition of the trustees of an incorporated United Methodist church shall, in addition to the matters required by article five of the not-for-profit corporation law to be set forth therein, set forth that this section has also been complied with. The petition of the trustees of an incorporated Greek Orthodox Archdiocese of America church shall, in addition to the

matters required by article five of the not-for-profit corporation law to be set forth therein, set forth that this section has also been complied with.

7. Lots, plots or burial permits in a cemetery owned by a religious corporation may, however, be sold, also all or part of such cemetery may be conveyed to a cemetery corporation, without applying for or obtaining leave of the court. No cemetery lands of a religious corporation shall be mortgaged while used for cemetery purposes.

8. Except as otherwise provided in this chapter in respect to a religious corporation of a specified denomination, any solvent religious corporation may, by order of the court, obtained as above provided in proceedings to sell, mortgage or lease real property, convey the whole or any part of its real property to another religious corporation, or to a membership, educational, municipal or other non-profit corporation, for a consideration of one dollar or other nominal consideration, and for the purpose of applying the provisions of article five of the general corporation law, a proposed conveyance for such consideration shall be treated as a sale, but it shall not be necessary to show, in the petition or otherwise, nor for the court to find that the pecuniary or proprietary interest of the grantor corporation will be promoted thereby; and the interests of such grantor shall be deemed to be promoted if it appears that religious or charitable objects generally are conserved by such conveyance, provided, however, that such an order shall not be made if tending to impair the claim or remedy of any creditor.

9. If a sale, mortgage or lease for a term exceeding five years of any real property of any such religious corporation has been heretofore or shall be hereafter made and a conveyance or mortgage executed and delivered without the authority of a court of competent jurisdiction, obtained as required by law, or not in accordance with its directions, the court may, thereafter, upon the application of the corporation, or of the grantee or mortgagee in any such conveyance or mortgage or of any person claiming through or under any such grantee or mortgagee upon such notice to such corporation, or its successor, and such other person or

persons as may be interested in such property, as the court may prescribe, confirm said previously executed conveyance or mortgage, and order and direct the execution and delivery of a confirmatory deed or mortgage, or the recording of such confirmatory order in the office where deeds and mortgages are recorded in the county in which the property is located; and upon compliance with the said order such original conveyance or mortgage shall be as valid and of the same force and effect as if it had been executed and delivered after due proceedings had in accordance with the statute and the direction of the court. But no confirmatory order may be granted unless the consents required in the first part of this section for a Protestant Episcopal, Roman Catholic, Presbyterian church or an incorporated African Methodist Episcopal Zion church or an incorporated United Methodist church have first been given by the prescribed authority thereof, either upon the original application or upon the application for the confirmatory order.

10. The provisions of this section shall not apply to real property heretofore or hereafter acquired on a sale in an action or proceeding for the foreclosure of a mortgage owned by a religious corporation or held by a trustee for or in behalf of a religious corporation or to real property heretofore or hereafter acquired by a religious corporation or held by a trustee for or in behalf of a religious corporation by deed in lieu of the foreclosure of a mortgage owned, either in whole or in part, whether in certificate form or otherwise, by a religious corporation.

§ 13. Consolidation or merger of incorporated churches. Two or more incorporated churches may enter into an agreement, under their respective corporate seals, for the consolidation or merger of such corporations, setting forth the name of the proposed new corporation or surviving corporation, the denomination, if any, to which it is to belong, and if the churches of such denomination have more than one method of choosing trustees, by which of such methods the trustees are to be chosen, the number of such trustees, the names of the persons to be the first trustees of the new corporation, and the date of its first annual corporate meeting. Such an agreement shall not be valid for United Methodist churches unless proposed by a majority vote of the

charge conference of each church and approved by the superintendent or superintendents of the district or districts in which the consolidating churches are located, and by the majority of the members of each of such churches, over the age of twenty-one years, present and voting at a meeting thereof held in the usual place of public worship and called for the purpose of considering such agreement by announcement made at public service in such churches on two Sundays, the first not less than ten days next preceding the date of such meeting. Such agreement shall not be valid unless approved in the case of Protestant Episcopal churches by the bishop and standing committee of the diocese in which such churches are situated and in the case of churches of other denominations by the governing body of the denomination, if any, to which each church belongs, having jurisdiction over such church. Each corporation shall thereupon make a separate petition to the supreme court for an order consolidating or merging the corporations, setting forth the denomination, if any, to which the church belongs, that the consent of the governing body to the consolidation or merger, if any, of that denomination having jurisdiction over such church has been obtained, the agreement therefor, and a statement of all the property and liabilities and the amount and sources of the annual income of such petitioning corporation. In its discretion the court may direct that notice of the hearing of such petition be given to the parties interested therein in such manner and for such time as it may prescribe. After hearing all the parties interested, present and desiring to be heard, the court may make an order for the consolidation or merger of the corporations on the terms of such agreement and such other terms and conditions as it may prescribe, specifying the name of such new or surviving corporation and the trustees thereof, and the method by which their successors shall be chosen and the date of its first or next annual corporate meeting. When such order is made and duly entered, the persons constituting such consolidated or merged corporations shall be or become an incorporated church by, and said petitioning churches shall become consolidated or merged under, the name designated in the order, and the trustees therein named shall be the trustees thereof, and the future trustees thereof shall be chosen by the method therein designated, and all the estate, rights, powers and property of whatsoever nature belonging to either corporation shall without further act or deed be vested in and

transferred to the new or surviving corporation as effectually as they were vested in or belonging to the former corporations; and the said new or surviving corporation shall be liable for all the debts and liabilities of the former corporations in the same manner and as effectually as if said debts or liabilities had been contracted or incurred by the new or surviving corporation. A certified copy of such order shall be recorded in the book for recording certificates of incorporation in each county clerk's office in which the certificate of incorporation of each consolidating or merging church was recorded; or if no such certificate was so recorded, then in the clerk's office of the county in which the principal place of worship or principal office of the new or surviving corporation is, or is intended to be, situated.

§ 14. Judicial investigation of amount of property of religious corporations. The supreme court at a special term, held in the judicial district in which the principal place of worship or of holding corporate meetings of a religious corporation is situated, may require such corporation to make and file an inventory of its property, verified by its trustees or a majority of them, on the written application of the attorney-general, stating that, from his knowledge, or on information and belief, the value of the property held by such corporation exceeds the amount authorized by law. On presentation of such application, the court shall order that a notice of at least eight days, together with a copy of the application, be served upon the trustees of the corporation, requiring them to show cause at a time and place therein specified why they should not make and file such inventory and account. If, on the hearing of such application, no good cause is shown to the contrary, the court may make an order requiring such inventory or account to be filed, and may also proceed to take and state the amount of property held by the corporation, and may appoint a referee for that purpose; and when such account is taken and stated, after hearing all the parties appearing on the application, the court may enter an order determining the amount of property so held by the corporation and its annual income, from which order an appeal may be taken by any party aggrieved as from a judgment of the supreme court in an action tried therein before a court without a jury. No corporation shall be required to make and file more

than one inventory and account in any one year, or to make a second account and inventory while proceedings are pending for the statement of an account under this section.

§ 15. Corporations with governing authority over, or advisory relations with, churches or synods, or both. 1. An unincorporated diocesan convention, presbytery, classes, synod unless otherwise provided, annual or biennial conference or convention, or other governing or advisory body having jurisdiction over or relations with several or a number of churches or synods, or synods and churches, some or all of which are located in this state, may at a meeting thereof duly held, determine to become incorporated by a designated name, and may by a plurality vote, elect not less than three nor more than fifteen persons to be the first trustees of such corporation. The presiding officer and clerk of such governing or advisory body shall execute and acknowledge a certificate stating that such proceedings were duly taken as herein provided, the name by which such corporation is to be known, and the names of such first trustees. On filing such certificate the members of such governing or advisory body and their successors shall be a corporation by the name stated in the certificate, and the persons named as trustees therein shall be the first trustees thereof.

The trustees of every incorporated governing or advisory body and their successors shall hold their offices during the pleasure of such body, which may remove them and fill vacancies in accordance with its rules and regulations. Such corporation may hold its meetings and elect its trustees annually or biennially, and may hold its first and any other meetings outside this state if any of the churches or synods governed or advised by it are located outside of this state. Such corporation may take, administer and dispose of real and personal property in and outside this state for the benefit of such governing or advisory body or of any parish, congregation, society, church, mission, synod, religious, benevolent, charitable or educational institution existing or acting under or related to it, or of any religious work or activity. Such corporation may elect the members of unincorporated or incorporated boards to carry on particular lines of religious work or

activity. Such corporation may have in addition to its by-laws, a constitution; and such constitution may be adopted or amended in such manner as the corporation will determine.

2. The trustees of every incorporated governing body of the Protestant Episcopal church in the state of New York, shall consist of the bishop of the diocese, who shall be ex-officio president of the corporation; the bishop coadjutor, should there be one, who shall be ex-officio vice-president of the corporation; and not less than three nor more than nine other persons, residents of the diocese, to be elected by the diocesan convention, and who shall hold their office for such term as shall be decided by the said convention.

Vacancies in the board of trustees, occurring by reason of death, resignation, or removal from the diocese, may be filled by the remaining trustees, until the next diocesan convention.

3. The trustees, who shall constitute the governing body of the Federated Orthodox Greek Catholic Primary Jurisdictions in America, shall consist of the ecclesiastical administrative heads, also known as the hierarchs, of the four constituent primary jurisdictions together with the dean of the preceptorial council, the chancellor and the secretary of said federation and not more than eight additional trustees, communicants of the Orthodox Greek Catholic Church, who are to be elected or appointed by said four constituent primary jurisdictions.

The term Federated Orthodox Greek Catholic Primary Jurisdictions in America, as used herein, is restricted to apply only

(a) to the jurisdiction of the Orthodox Oecumenical Patriarchate of Constantinople exercised in the Americas and all the territorial possessions and/or dependencies or protectorates of the United States of America, by its duly authorized exarch, metropolitan, archbishop or bishop,

(b) to the jurisdiction of the apostolic Orthodox Patriarchate of Antioch, exercised in the Americas and all the territorial possessions and/or dependencies or protectorates of the United States of America, by its duly authorized exarch, metropolitan, archbishop or bishop,

(c) to the jurisdiction of the Patriarchate of Moscow exercised in the Americas and all the territorial possessions and/or dependencies or protectorates of the United States of America, by its duly authorized exarch, metropolitan, archbishop or bishop,

(d) to the jurisdiction of the Patriarchate of Serbia (Yugoslavia) exercised in the Americas and all the territorial possessions and/or dependencies or protectorates of the United States of America, by its duly authorized exarch, metropolitan, archbishop or bishop.

All other Orthodox Greek Catholic jurisdictions, bishoprics, dioceses and missions, officially and canonically in communion with and acknowledged by all four of said primary jurisdictions, if certified by the secretariat thereof as affiliated with the Federated Orthodox Greek Catholic Primary Jurisdictions in America, may incorporate or re-incorporate under this section as affiliates thereof.

4. The trustees of every incorporated governing body of the four primary jurisdictions, respectively, specified in subdivision three of this section, or of any of the affiliates of said jurisdictions, shall consist of the hierarch or ecclesiastical administrator, who shall be ex-officio president of the corporation, the chancellor of the archdiocese, the dean of the archdiocesan theological faculty or one of the members thereof, and the secretary of the archdiocese, who are to be appointed by said hierarch and to serve at his pleasure and, in addition, not less than three nor more than nine other persons, communicants of the Orthodox Church, to be elected by said governing body or by the diocesan convention; the term of such elective first trustees shall be one-third for one year, one-third for two years, and one-third for three years, respectively, and the term of office of their successors shall be three years.

5. The trustees of every incorporated governing body of the Evangelical Lutheran Church in America shall consist of not less than three nor more than thirty persons. If the constitution or by-laws of such governing body so provides, the Bishop or president, vice-president, treasurer and secretary of such governing body shall be ex-officio trustees of such governing body. The remaining trustees shall

be elected by the annual or other regular convention of such governing body if it does not meet annually, and shall hold their office for such term as shall be decided by the said convention. Vacancies in the board of trustees, occurring by reason of death, resignation or other cause, may be filled by the remaining trustees as provided in the constitution and by-laws of such governing body.

§ 15-a. Consolidation of incorporated presbyteries. 1. Two or more incorporated presbyteries may enter into an agreement for the consolidation or merger of such corporations and such corporations may be consolidated or merged so as to form a single corporation which may be either a new corporation or one of the constituent corporations. Said agreement shall set forth the name of the proposed new corporation or the name of the existing corporation if it is to become the consolidated or merged corporation, the method of choosing trustees, the names of the persons to be the first trustees of the new corporation if the consolidated or merged corporation is to be a new corporation and the date of the first annual corporate meeting.

2. Such agreement must be authorized and approved by a majority vote of the members of each contracting presbytery taken at a meeting at which a quorum is present duly called in accordance with the form of government of the Presbyterian Church (U.S.A.) and the notice of such meeting shall state the purpose of the meeting.

3. Before such agreement is approved as aforesaid, such consolidation or merger must be directed and approved by the Synod of the Northeast and the General Assembly of the Presbyterian Church (U.S.A.).

4. Each presbytery shall thereafter join in a petition to the supreme court for an order consolidating or merging the corporation, setting forth the agreement of the contracting presbyteries, the direction and approval of the bodies as set forth in subdivision three of this section, a statement of all the property and liabilities and the sources of the annual income of each presbytery and a description of any property held by such presbyteries in trust for specific purposes. In

its discretion the court may direct that notice of the hearing of such petition be given to the parties interested therein in such manner as it may prescribe.

5. After hearing all the parties interested, present and desiring to be heard, the court may make an order for the consolidation or merger of the presbyteries on the terms of such agreement and such other terms and conditions as it may prescribe, specifying the name of the new corporation or the name the continuing corporation will have if one of the constituent corporations is to become the consolidated or merged corporation, the first trustees thereof if a new corporation is to be created and the method by which their successors shall be chosen and the date of the first annual corporate meeting if a new corporation is to be created.

6. When such order is made and duly entered, the persons constituting such corporate presbyteries shall become one incorporated consolidated or merged presbytery by, and said petitioning presbyteries shall become consolidated or merged under, the name designated in the order, and the trustees therein named, if it is a new corporation, shall be the first trustees thereof, and if it is a new corporation the trustees thereof shall be chosen by the method therein designated, and all the estate, rights, powers and property of whatsoever nature, belonging to either corporation shall without further act or deed be vested in and/or transferred to the new corporation as effectually as they were vested in or belonging to the former corporations, and the new or continuing corporations shall be liable for all the debts and liabilities of the former corporations in the same manner and as effectually as if said debts or liabilities had been contracted or incurred by the new corporation.

7. The order or a certified copy thereof shall be recorded in the book for recording certificates of incorporation in each county clerk's office in which the certificate of incorporation of each constituent presbytery was recorded.

8. Such consolidated or merged presbytery shall have all the powers

and responsibilities conferred upon presbyteries by the constitution and form of government of the Presbyterian Church (U.S.A.).

§ 15-b. Consolidation or merger of incorporated Presbyterian and Lutheran synods. 1. (a) Presbyterian. One or more foreign religious synods and one or more domestic religious synods may merge into a single religious corporation of this state, which shall be one of the constituent corporations or may consolidate into a single religious corporation of this state which shall be a new corporation to be formed pursuant to the consolidation, if such merger or consolidation is permitted by the laws of the jurisdiction under which each such foreign religious corporation is incorporated.

(b) Lutheran. One or more foreign religious synods and one or more domestic religious synods may merge into a single religious corporation formed in this state or outside this state, which shall be one of the constituent corporations or may consolidate into a single religious corporation formed in this state or outside this state, which shall be a new corporation to be formed pursuant to the consolidation, if such merger or consolidation is permitted by the laws of the jurisdiction under which each such foreign religious corporation is incorporated.

2. Whenever used in this section:

(a) "Constituent Corporation" means an existing foreign or domestic religious corporation that is participating in the merger or consolidation with one or more other foreign or domestic religious corporations.

(b) "Surviving Corporation" means the constituent religious corporation into which one or more other domestic or foreign constituent religious corporations are merged.

(c) "Consolidated Corporation" means the new religious corporation in which two or more foreign or domestic constituent religious corporations are consolidated.

(d) "Synod" means (i) a foreign or domestic religious corporation formed by the Presbyterian church that consists of ministers and ruling elders of not fewer than three presbyteries within a specified geographical region, or

(ii) a foreign or domestic religious corporation formed by the Lutheran church under a religious corporations law or a not-for-profit corporation law.

3. The constituent corporations shall enter into an agreement for the consolidation or merger of such corporations. Said agreement shall set forth the name of the proposed new corporation if a consolidation or the name of the surviving corporation if a merger, the method of choosing trustees, the names of the persons to be the first trustees of the new corporation if a consolidation or of the surviving corporation if a merger, and the date of the first annual corporate meeting if a consolidation or of the annual corporate meeting if a merger.

4. Such agreement must be authorized and approved by a two-thirds vote of the board of trustees or governing body of each domestic synod and in the case of a foreign religious synod by such vote or approval as required by the laws of the jurisdiction under which it is incorporated at a meeting where a quorum is present, duly called in accordance with the form of government of the Presbyterian Church (U.S.A.) or the Evangelical Lutheran Church in America, as applicable, and the notice of such meeting shall state the purpose of the meeting.

5. Before such agreement is approved as aforesaid, such consolidation or merger must be directed and approved by the General Assembly of the Presbyterian Church (U.S.A.) or the Churchwide Assembly of the Evangelical Lutheran Church in America.

6. Each synod, whether it be a foreign or a domestic religious corporation, shall thereafter join in a petition to the supreme court for an order consolidating or merging the constituent corporations. The petition shall set forth the following: agreement of the contracting synods; the direction and approval of the body as set forth in subdivision five; a statement of all the assets and liabilities and the sources of the annual income of each synod; a description of real property and a description of any property held by such synod in trust for specific purposes for property to be transferred and conveyed to the consolidated or merged corporation. Where required by the law of the

state of incorporation of each constituent corporation, notice of the hearing of such petition shall be given to the secretary of state of this state and to the secretary of state of the state in which each foreign religious corporation is incorporated in such manner as the court may prescribe, and the court may, in its discretion, direct that notice of the hearing of such petition to the other parties interested therein shall be given in such manner as the court may prescribe.

7. After hearing all the parties interested, present and desiring to be heard, the court may make an order for the consolidation or merger of the foreign and domestic synods on the terms of such agreement and such other terms and conditions as it may prescribe, specifying the name of the new corporation, if a consolidation, or the name of the surviving corporation, if a merger, the names of the first trustees thereof, if a new corporation is to be created, and the method by which their successors shall be chosen, the date of the first annual corporate meeting, if a consolidation, or the date of the annual corporate meeting, if a merger, and the court may authorize the filing of a certificate of consolidation or merger of the religious corporations with the secretary of state for the consolidated or merged religious corporation.

8. After approval of the petition and when such order is made and duly entered by the court, a certificate of consolidation or merger, entitled "Certificate of consolidation (or merger) of and into (name of religious corporation) under section fifteen-b of the 'Religious Corporations Law'", shall be signed and verified on behalf of each constituent corporation and delivered to the county clerk in which the principal office of said consolidated or merged corporation is or is intended to be situated and shall be filed and recorded in the office of the clerk of said county. If there is no such principal office or there is none intended to be, the certificate of consolidation or merger shall be filed and recorded in the office of the secretary of state. It shall set forth:

(a) The date when the certificate of incorporation of each constituent domestic corporation was filed by the department of state, or, in the case of constituent domestic corporations created by special law, the

chapter number and year of passage of such law. In the case of each constituent foreign corporation, the certificate shall set forth the jurisdiction and date of its incorporation.

(b) A certified copy of the order from the Supreme Court authorizing and approving the merger or consolidation of the foreign and domestic religious corporations.

(c) The name of each constituent corporation and if the name of any of them has been changed, the name under which it was formed, and the name and purposes of the surviving or consolidated corporation.

(d) A description of the membership, officers, and trustees, including their number, classification, and voting rights, if any.

(e) In case of merger, a statement of any amendments or changes in the certificate of incorporation of the surviving corporation to be effectuated by such merger; in case of consolidation, all statements required to be included in a certificate of incorporation for a religious corporation, except statements as to facts not available at the time the agreement of consolidation is adopted.

(f) The effective date of the merger or consolidation, if other than the date of filing of the certificate of merger or consolidation by the department of state.

(g) The manner in which the merger or consolidation was authorized with respect to each constituent religious corporation.

9. The surviving or consolidated corporation shall thereafter cause a copy of such certificate certified by the clerk of the county or the secretary of state, as the case may be, in whose office the certificate of merger or consolidation is filed and recorded, to be filed in the office of the clerk of each county in which the office of a constituent domestic corporation, other than the surviving corporation, is located, in the office of the secretary of state of the jurisdiction where each one of the constituent foreign corporations is incorporated, and in the office of the official who is the recording officer of each county in this state and in foreign states in which real property of a constituent corporation, other than the surviving corporation, is situated.

10. Upon the filing of the certificate of merger or consolidation as aforesaid or on such date subsequent thereto, not to exceed thirty days,

as shall be set forth in such certificate, the merger or consolidation shall be effected. When such merger or consolidation has been effected:

(a) Such surviving or consolidated religious corporation shall thereafter, consistently with its certificate of incorporation as altered or established by the merger or consolidation, possess all the rights, privileges, immunities, powers and purposes of each of the constituent religious corporations.

(b) All the property, real and personal, including causes of action and every other asset of each of the constituent religious corporations, shall vest in such surviving or consolidated religious corporation without further act or deed. Except as the court may otherwise direct, as provided in section 8-1.1 of the Estates, Powers and Trusts Law, any disposition made in the Will of a person dying domiciled in this state or in any other instrument executed under the laws of this state, taking effect after such consolidation, to or for any of the constituent religious corporations shall inure to the benefit of the surviving or consolidated religious corporation. So far as is necessary for that purpose, or for the purpose of a like result with respect to a disposition governed by the law of any other jurisdiction, the existence of each constituent religious corporation shall be deemed to continue in and through the surviving or consolidated religious corporation.

(c) The surviving or consolidated religious corporation shall assume and be liable for all the liabilities, obligations and penalties of each of the constituent religious corporations. No liability or obligation due or to become due, claim or demand for any cause existing against any such corporation, or any member, officer or trustee thereof, shall be released or impaired by such merger or consolidation. No action or proceeding, whether civil or criminal, then pending by or against any such constituent corporation, or any member, officer or trustee thereof, shall abate or be discontinued by such merger or consolidation, but may be enforced, prosecuted, settled or comprised as if such merger or consolidation had not occurred, or such surviving or consolidated corporation may be substituted in such action or special proceeding in place of any constituent corporation.

(d) In the case of a merger, the certificate of incorporation of the surviving corporation shall be automatically amended to the extent, if any, that changes in its certificate of incorporation are set forth in

the plan of merger; and, in the case of a consolidation, the statements set forth in the certificate of consolidation and which are required or permitted to be set forth in a certificate of incorporation of a religious corporation formed under this section shall be its certificate of incorporation.

11. Such consolidated or merged synod shall have all the powers and responsibilities conferred upon synods by the constitution and form of government of the Presbyterian Church (U.S.A.) or the Evangelical Lutheran Church in America.

12. This section shall apply to consolidation or merger of incorporated foreign and domestic presbyteries as described in section fifteen-a of this chapter.

13. Such consolidated or merged synod may, at a meeting thereof, duly held, determine that its board of trustees and its mission council be merged into a unicameral board which shall be known as the synod mission council, and that the membership of such unicameral board consist of not less than fifteen members but shall not be restricted as to the maximum number of members.

§ 16. Property of extinct churches. Such incorporated governing body may decide that a church, parish or society in connection with it or over which it has ecclesiastical jurisdiction, has become extinct, if it has failed for two consecutive years next prior thereto, to maintain religious service according to the discipline, customs and usages of such governing body, or has had less than thirteen resident attending members paying annual pew rent, or making annual contributions towards its support, or in case of a United Methodist church, if such action have the consent of the presiding bishop and of a majority of the district superintendents of the annual conference and of the district board of church location and building of the district in which the action is contemplated, or in case of a parish of the Protestant Episcopal Church, if such parish has ceased for two consecutive years next prior thereto, to have a sufficient number of men qualified to

elect or to serve as wardens and vestrymen therein, and may take possession of the temporalities and property belonging to such church, parish or religious society, and manage the same; or may, in pursuance of the provisions of law relating to the disposition of real property by religious corporations, sell or dispose of the same and apply the proceeds thereof to any of the purposes to which the property of such governing religious body is devoted, and it shall not divert such property to any other object. And for the purpose of obtaining a record title to the land and the church edifice, or other buildings thereon, by such incorporated governing body, the surviving trustee or trustees of said extinct church, or if there be no surviving trustee then a surviving member of said extinct church, may, without a consideration being paid therefor by such incorporated governing body, convey to it said land and church edifice, or other buildings thereon, subject, however, to an order of the supreme or county court based upon a petition reciting that said church has become extinct; the names of its surviving trustee or trustees, and the names of its members, who must have given their consent to the making of said conveyance. Upon the recital of said facts in said petition the court shall have jurisdiction to grant an order allowing said conveyance to be made without a consideration; and should there be no surviving members, as well as no surviving trustees of said extinct church, said petition may be made by an officer of such incorporated governing body, in which event the court, upon a recital of said fact, shall have jurisdiction to appoint a suitable person as trustee for the purpose of making said conveyance. And in case of a Reformed Church of America, Dutch Reformed Church, or Reformed Dutch Church in the United States of America or the United Reformed Dutch and Lutheran Church of America or a parish of the Protestant Episcopal Church, a Universalist Church or Society, an incorporated United Methodist Church, or an incorporated church of the United Church of Christ, or an incorporated Congregational Christian Church, should either of such surviving members or such surviving trustee of said extinct church refuse to act and sign said petition after request by an officer of said governing body of said last-named churches personally made by such officer, then said petition may be made by an officer of such incorporated governing body and in that event the court shall have jurisdiction and may appoint a suitable person as

trustee for the purpose of making said conveyance. And in the case of said last-named Reformed churches, or of a parish of the Protestant Episcopal Church, a Universalist Church or Society, an incorporated United Methodist Church, or of an incorporated church of the United Church of Christ or of an incorporated Congregational Christian Church, the trustees of any such extinct church, the treasurer thereof or any person acting in either of said capacities may be required to show cause before the supreme court at a special term thereof held in the judicial district in which said church shall be located why they should not be required to give an account of all moneys and property of said church which they shall have in their hands or under their control and in case of their failure to show such causes they be required to account before said court for all the properties and moneys of the said church which shall be in their hands or under their control, and after the payment of all the claims against such church, if any, and the expenses of such proceeding, if it shall further appear that none of such property in the hands of said persons is required for the further support or maintenance of said church, said money and proceeds thereof shall be directed to be paid and turned over to said governing religious body to apply to the purposes to which the property of such governing body is devoted. An application or such order to show cause shall be made by a verified petition, which petition may be made by said governing body of said church or any officer thereof. Where a proceeding is instituted under this section for the sale of the real property of an extinct religious corporation, a compliance with paragraphs five, six, seven and eight of section five hundred eleven of the not-for-profit corporation law shall be unnecessary, and such proceedings shall be in all respects valid without a compliance with said subdivisions. Any gift, legacy, devise, annuity, or other benefit to a United Methodist Church that accrues or becomes available after said church has become extinct shall be and become the property of the trustees of the annual conference within whose jurisdiction the said extinct church was located. Any gift, legacy, devise, annuity or other benefit to a Universalist Church or Society that accrues or becomes available after said church or society has become extinct shall be and become the property of the New York State Convention of Universalists, as the governing religious body of every active, extinct or disbanded Universalist church or society within

the bounds of the State of New York. The New York Conference of the United Church of Christ, Inc. shall be deemed the governing religious body of every extinct or disbanded church of the United Church of Christ and of any extinct or disbanded Congregational Christian Church which is a member of the New York Conference of the United Church of Christ, Inc. within the meaning of this section. The provisions of this section shall not apply to any Presbyterian church in connection with the General Assembly of the Presbyterian Church (U.S.A.).

§ 17. Property of extinct Free Baptist churches. The property both real and personal, belonging to or held in trust for any Free Baptist church, or Free Baptist religious society organized under the laws of the state of New York, that has become, or shall become extinct, shall vest in and become the property of the Central association existing under the laws of the state of New York, and its successors and assigns; provided that this section shall not affect the reversionary interests of any person in such property, nor the interests of any incorporated association; and any Free Baptist church or Free Baptist religious society becoming extinct or about to disband or disorganize may, by a vote of two-thirds of its members present and voting therefor at a meeting regularly called for that purpose assign, transfer, grant and convey all its temporalities to and place the same in the possession of the Central association existing under the laws of the state of New York.

A Free Baptist church or Free Baptist religious society which has failed for two consecutive years next prior thereto to maintain religious services according to the custom and usages of Free Baptist churches, or has less than thirteen resident attending members, paying annual pew rental or making annual contributions towards its support, may be declared extinct in the following manner, viz.: Upon such notice as the court may prescribe, and upon application made by petition, stating fully the facts in the case, and on evidence being furnished that the said Free Baptist church or Free Baptist religious society has ceased to hold religious services in and use said property for religious worship or service for a term of two years previous to such application,

the supreme court, at a term thereof held in the judicial district where such property is situated, may grant an order declaring such church or society extinct, and thereon direct that all its temporalities shall be transferred to, and thereupon shall be taken possession of by the Central association of the state of New York, or directing that the same be sold in the manner directed by said order, and that the proceeds thereof, after the payment of the debts of such church or society, be paid over to the Central association of the state of New York. All property and proceeds from the sale of property so transferred to said association shall be used and applied for the purposes for which said Central association of the state of New York was organized and shall not be directed to any other purpose.

The First Free Will Baptist church of the city of New York, located in the borough of Manhattan, shall in no way be amenable to the provisions of this section.

§ 17-a. Property of extinct Seventh Day Baptist churches and Seventh Day Baptist religious societies. 1. All property, both personal and real, belonging to or held in trust for any Seventh Day Baptist church or any Seventh Day Baptist religious society that has or shall become extinct shall vest in and become the property of the Seventh Day Baptist missionary society and its successors and assigns; provided that this section shall not affect the reversionary interest of any person or corporation in said property or any valid lien thereon.

2. Any Seventh Day Baptist church or any Seventh Day Baptist religious society in this state which has ceased or failed, or which shall cease or fail, to maintain religious worship or services, or to use its property for religious worship or services, according to the tenets, usages and customs of Seventh Day Baptist churches which are members of the Seventh Day Baptist general conference, for the space of two consecutive years immediately prior to application to the supreme court of the state for an order dissolving said church or society as herein provided, or whose membership has so diminished or shall so diminish in numbers or in financial strength as to render it impossible or

impracticable for such church or society to maintain religious worship or services or to protect its property from exposure to waste or dilapidation, or to fulfill the purpose for which it was incorporated, shall be deemed and taken to be extinct, and may, by order of the supreme court of the state, be so declared and thereupon dissolved, and the property of such church or society may, by said order, be transferred to, and the title and possession thereof vested in, said Seventh Day Baptist missionary society.

3. An application for such an order and disposition of property may be made by any member, trustee, or officer of said Seventh Day Baptist missionary society, or any member of such church or society, when duly authorized thereto by the board of trustees of said Seventh Day Baptist missionary society, upon a verified petition setting forth the facts authorizing such order and disposition of property. Upon the presentation of such petition to the supreme court of the state, such court may proceed in a summary manner after such notice as the court may prescribe, to inquire into the merits of such application, and if, upon examination by the court, it shall satisfactorily appear that the making of the order and the disposition of property applied for is necessary and proper, for any of the causes mentioned in subdivision two of this section, such court shall make a final order declaring such church or society extinct and dissolving the same and transferring any property and the title and possession thereof, which may belong to such church or society, to and vesting the same in said Seventh Day Baptist missionary society, it being the purpose and intent of this section to preserve to the Seventh Day Baptist denomination all property owned by or held in trust for any such church or society for religious purposes.

§ 17-b. Property of extinct Presbyterian churches in connection with the General Assembly of the Presbyterian Church (U.S.A.). Whenever the presbytery having jurisdiction over a particular church in connection with the General Assembly of the Presbyterian Church (U.S.A.) dissolves or declares extinct the particular church, upon petition by the presbytery to the supreme or county court and upon satisfactory proof of the facts leading to said dissolution, the court shall have jurisdiction

to grant an order to the effect that all property of whatever kind which may have belonged to, or have been held by, said church shall vest in the presbytery of jurisdiction in as full and ample a manner as the same shall theretofore have been vested in the church so declared to be dissolved and extinct. The stated clerk of the presbytery of jurisdiction shall record in the office of the county clerk, in which the church is located, a certified copy of the resolution of the presbytery declaring such church extinct and the court order transferring the title of the church property; and the recording of such a resolution and court order shall be proof of the vesting of the title of the real property of such church in the presbytery of jurisdiction.

§ 17-c. Property of Lutheran congregations. 1. Congregations of the Lutheran Church in America. The synod having jurisdiction over a particular congregation of the Lutheran Church in America, may declare defunct any congregation, belonging to the synod, which has disbanded, or has ceased or failed to maintain religious worship or services according to the tenets and usages of the Lutheran Church, or whose membership has so diminished in numbers as to render it impossible or impracticable for such congregation to fulfill the purposes for which it was organized or to protect its property from waste and deterioration, or having departed from membership in the Lutheran Church in America, without the consent of a convention of the synod.

Whenever the synod having jurisdiction over a particular congregation of the Lutheran Church in America, declares defunct the particular congregation, upon petition to the supreme court, and upon satisfactory proof of the facts leading to said declaration, the court shall have jurisdiction to grant an order to the effect that all property of whatever kind which may have belonged to, or having been held by, said congregation shall vest in the synod of jurisdiction in as full and ample a manner as the same shall theretofore, have been vested in the congregation so declared defunct.

The secretary of the synod of jurisdiction shall record in the office of the county clerk, in which the congregation is located, a certified

copy of the resolution of the synod, declaring such congregation defunct and the court order transferring the title of the congregation's property; and the recording of such resolution and court order shall be proof of the vesting of the title of the real property of such congregation in the synod of jurisdiction.

2. Congregations of the Evangelical Lutheran Church in America. (a) The relationship between a congregation of the Evangelical Lutheran church in America and the church may be terminated in one of the following ways:

(i) The congregation takes action to dissolve;

(ii) The congregation ceases to exist;

(iii) The membership of the congregation becomes so scattered or diminished in numbers as to make it impracticable for such congregation to fulfill the purposes for which it was organized. In such case, the synod in order to protect the property from waste and deterioration, through the synod council or trustees appointed by it, may take charge and control of the property of the congregation to hold, manage, and convey the same on behalf of the synod. The congregation shall have the right to appeal the decision to the synod assembly;

(iv) The congregation is no longer recognized by the church under the disciplinary provisions of the Evangelical Lutheran Church in America; or

(v) The congregation terminates its relationship according to the procedure outlined in paragraph (b) of this subdivision.

(b) A congregation may terminate its relationship with the church by the following procedure:

(i) A resolution indicating desire to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds majority of the voting members present;

(ii) The secretary of the congregation shall submit a copy of the resolution to the synodical bishop and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within ten days after the resolution has been adopted;

(iii) The bishop of the synod shall consult with the congregation during a period of at least ninety days;

(iv) If the congregation, after consultation, still desires to

terminate its relationship, such action may be taken at a legally called and conducted special meeting of the congregation by a two-thirds majority of the voting members present, at which meeting the synodical bishop or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least ten days in advance of the meeting;

(v) A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between the congregation and this church shall be terminated;

(vi) Notice of termination shall be forwarded by the synodical bishop to the secretary of the church and published in the periodical of the church; and

(vii) Congregations which had been members of the Lutheran Church in America shall be required, in addition to the foregoing provisions, to receive synodical approval before terminating their membership in the church.

(c) Subject to the provisions of the governing documents of congregations recognized at the establishment of the Evangelical Lutheran Church in America, the following shall govern the ownership of property by congregations of the Evangelical Lutheran Church in America:

(i) Title to property shall reside in the congregation. The congregation may dispose of its property as it determines, subject to any self-accepted indebtedness or other self-accepted restrictions;

(ii) Title to the undisposed property of a congregation that ceases to exist by virtue of subparagraph (i), (ii) or (iii) of paragraph (a) of this subdivision, shall pass to the synod of this church to which the congregation is related;

(iii) Title to the property of a congregation that is no longer recognized by this church as a result of discipline shall continue to reside in the congregation;

(iv) Title to the property of a congregation that has acted to terminate its relationship with this church by the provisions of paragraph (b) of this subdivision and to relate to another Lutheran church body shall continue to reside in the congregation; and

(v) Title to the property of a congregation that has acted to terminate its relationship with this church by the provisions of paragraph (b) of this subdivision and to become independent or to relate

to a non-Lutheran church body shall continue to reside in the congregation only with the consent of the Synod Council. The Synod Council, after consultation with the congregation by an established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of the congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of this church.

§ 18. Dissolution of religious corporations. Whenever any religious corporation shall cease to act in its corporate capacity and keep up the religious services; it shall be lawful for the supreme court of this state, upon the application of a majority of the trustees thereof, in case said court shall deem it proper so to do, to order and decree a dissolution of such religious corporation, and for that purpose to order and direct a sale and conveyance of any and all property belonging to such corporation, and after providing for the ascertaining and payment of the debts of such corporation, and the necessary costs and expenses of such sale and proceedings for dissolution, so far as the proceeds of such sale shall be sufficient to pay the same; such court may order and direct any surplus of such proceeds remaining after paying such debts, costs and expenses, to be devoted and applied to any such religious, benevolent, or charitable objects or purposes as the said trustees may indicate by their petition and the said court may approve.

Such application to said court shall be made by petition, duly verified by said trustees, which petition shall state the particular reason or causes why such sale and dissolution are sought; the situation, condition and estimated value of the property of said corporation, and the particular object or purposes to which it is proposed to devote any surplus of the proceeds of such property; and such petition shall, in all cases, be accompanied with proof that notice of the time and place of such intended application to said court, has been duly published once in each week for at least four weeks successively, next preceding such application, in a newspaper published in the county where such corporation is located.

In case there shall be no trustees of such religious corporation residing in the county in which such corporation is located, such application may be made, and such proceedings taken, by a majority of the members of such religious corporation residing in such county.

In case such corporation is under the jurisdiction of an incorporated ecclesiastical governing body such application may be made and such proceedings taken by such incorporated ecclesiastical governing body, provided the trustees or other officers or surviving members of the local church shall refuse to act after request has been duly made by the governing body, and in such case the proceeds shall be turned over to said governing body.

§ 19. Corporations for organizing and maintaining mission churches and Sunday schools. Ten or more members of two or more incorporated churches may become a corporation for the purpose of organizing and maintaining mission churches and Sunday schools, and of acquiring property therefor, by executing a certificate stating the name of such corporation, the city in which its principal office or church or school is or is intended to be located; the number of trustees to manage its affairs, which shall be three, six or nine, and the names of the trustees for the first year of its existence, which certificate shall be acknowledged or proved and filed as hereinbefore provided. Whenever a mission church established by such corporation becomes self-sustaining, such mission church may become incorporated and shall be governed under the provisions of this chapter for the incorporation and government of a church of the religious denomination to which such mission church belongs, and thereon such parent corporation may convey to such incorporated church the property connected therewith.

§ 20. Corporations for acquiring parsonages for district superintendents and camp-meeting grounds. The district superintendent and a majority of the district stewards residing within a district erected by an annual conference of The United Methodist Church, may

become incorporated for the purposes of acquiring, maintaining and improving real property to be used either as a parsonage for the district superintendent of such district or as a camp ground for camp-meeting purposes, or for both of such objects by executing, acknowledging and filing a certificate stating the name and object of the corporation to be formed, the name of such annual conference, and of such district, the names, residences and official relations to such district of the signers thereof, the number of trustees of such corporation, which shall be three or some multiple of three not more than twenty-one, the names of such trustees, designating one-third to hold office for three years, one-third to hold office for two years, and one-third to hold office for one year. On filing such certificate the district superintendent and all the stewards of such district by virtue of their respective offices, shall be a corporation by the name and for the purposes therein stated, and the persons therein named shall be the first trustees thereof. The district superintendent and stewards of any other adjoining districts, in this or any other state, may become members of any such corporation, at the time of its formation or any time thereafter, with the consent of such corporation, which has for its sole object, or for one of its objects, the acquiring, maintaining and improving of real property as a camp ground for camp-meeting purposes, if such district superintendent and a majority of such stewards sign, acknowledge and cause to be filed in the office of the secretary of state, a certificate stating such object, the name of such adjoining district, and the names, residences and official relations to such district of the signers thereof, with the consent of the original corporation indorsed thereon.

If such a corporation, which has for its sole object or one of its objects, the acquisition and maintenance of camp grounds for camp-meeting purposes, is composed of the district superintendent and the district stewards of more than one district, the number of such trustees shall be apportioned equally, as near as may be, between the different districts, and the district superintendent and district stewards of such district shall elect the number of trustees so apportioned to such district, and the remainder, if any, over an equal division of the trustees, shall be elected by all the members of the

corporation.

A person holding property in trust for the purposes of a parsonage for the district superintendent of a district, and his successors in office, or for camp-meeting purposes, for The United Methodist Church, may convey the same to a corporation formed for the purpose of acquiring such property within the district in which the property is situated. Meetings held under the direction of such a corporation upon camp grounds owned by it shall be deemed religious meetings, within the provisions of law relating to disturbances of religious meetings. Whenever such a corporation or any camp ground association owns land bordering upon any navigable waters, to be used for camp-meeting purposes only, such corporation or association may regulate or prohibit the landing of persons or vessels at the wharves, piers or shores upon such grounds during the holding of religious service thereon.

If the trustees of any such corporation heretofore incorporated have not been classified, so that the terms of office of one-third of their number expire each year, the trustees of such corporation shall be elected annually by the members thereof; but if the trustees of any such corporation have been so classified, one-third of the total number of trustees shall be elected annually to hold office for three years. Such a corporation heretofore incorporated may, by a majority vote, at an annual meeting, or at a special meeting duly called therefor, determine to change the number of its trustees to three, or some multiple thereof, not more than twenty-one. On such determination a majority of the trustees shall sign, acknowledge and file in the offices where the original certificate of such corporation is filed, a supplemental certificate, specifying such reduction or increase; and thereon the number of trustees shall be the number stated in such certificate. If the number of trustees is increased, the corporation shall elect, at its next annual meeting, a sufficient number of trustees to hold office for one, two and three years, respectively, so that the terms of office of one-third of the whole number of trustees of such corporation shall expire at each annual meeting thereafter. If the number is reduced, the corporation shall thereafter elect at its annual meetings one-third of the number of trustees specified in such supplemental certificate, but

the trustees in office when such certificate is filed shall continue in office until the expiration of their terms, respectively.

§ 21. Corporations for acquiring camp-meeting grounds for the Reformed Methodist denomination. The visiting elder of a visiting elder's district, erected by an annual conference of the Reformed Methodist denomination, and three members or more in good and regular standing of three or more churches of such denomination, may become incorporated for the purposes of acquiring, maintaining and improving real property, to be used as a camp ground for camp-meeting purposes, by executing, acknowledging and filing a certificate stating the name and object of the corporation to be formed, the name of such annual conference, and of such visiting elder's district, the names, residences and particular church membership of the signers thereof, the number of trustees of such corporation, which shall be three, or some multiple of three, not more than twenty-one, the names of such trustees, designating one-third to hold office for three years, one-third to hold office for two years, and one-third to hold office for one year. On filing such certificate, the visiting elder and the trustees named therein, and their successors in office, shall be a corporation by the name and for the purposes therein stated. A person holding property in trust for camp-meeting purposes for the Reformed Methodist denomination, may convey the same to a corporation formed for the purpose of acquiring such property within the visiting elder's district where the property is situated. Meetings held under the direction of such a corporation upon camp grounds owned by it, shall be deemed religious meetings within the religious law, relating to the disturbance of religious meetings. Whenever such a corporation, or any camp ground association of the Reformed Methodist denomination, owns land bordering upon any navigable waters to be used for camp-meeting purposes only, such corporation or association may regulate or prohibit the landing of persons or vessels at the wharves, piers or shores upon such grounds during the holding of religious services thereon.

§ 21-a. Corporations for acquiring lands for parsonage or camp-meeting purposes for the Free Methodist denomination. The district elder and a

majority of the stewards residing in the district elder's district, elected by an annual conference of the Free Methodist Church denomination, may become incorporated, for the purpose of acquiring, maintaining and improving real property, to be used for the purpose of a district elder's parsonage or for camp-meeting purposes, or for both such purposes, by acknowledging and filing a certificate, stating the name and object of the corporation, the name of such annual conference, and of such district elder's district, the names, residences and official relations to such district of the signers thereof, the number of trustees of said incorporation, which shall be three, or some multiple of three, not to exceed twelve, the names of such trustees, designating one-third to hold office for three years, one-third to hold office for two years and one-third to hold office for one year.

On filing such certificate, the district elder and all the stewards of such district, by virtue of their respective offices, shall be a corporation by the name, and for the purposes therein stated, and the persons therein named as trustees shall be the first trustees thereof.

A person holding property in trust for the purpose of a parsonage for the district elder of the district, or for camp meeting purposes, and his successors in office, for the Free Methodist church denomination, may convey the same to a corporation organized for this purpose of acquiring property within the district in which such property is situated.

Meetings held under the direction of such corporation, upon camp grounds owned by such corporation, shall be deemed to be religious meetings, within the provisions of the law relating to the disturbance of religious meetings.

When such corporation or camp ground association owns land bordering on any navigable waters to be used for camp meeting purposes only, such corporation or association may regulate or prohibit the landing of persons or vessels at the wharves, piers or shores upon such ground during the holding of religious services thereon.

§ 22. Establishing and maintaining a home for aged poor. An incorporated church or congregation in this state, either by itself or in conjunction with other incorporated churches or congregations, shall have power to establish and maintain by its or their trustees or other officers, as part of its or their regular church and charitable work, a home for the aged poor of its or their membership or congregation and may take and hold as joint tenants, tenants in common or otherwise, by conveyance, donation, bequest or devise, real and personal property for such purpose, and may purchase or erect suitable buildings therefor. Any such church or congregation, either by itself or in conjunction with other incorporated churches or congregations may take and hold any grant, donation, bequest or devise of real or personal property heretofore made, upon trust, and apply the same or the income thereof under the direction of the trustees or other officers having charge of the temporalities of such church, or churches, or congregation, or congregations, for the purpose of establishing or maintaining such a home, and for the erection, preservation, repair or extension of any buildings for such purpose, upon such terms and conditions and subject to such conditions, limitations and restrictions as shall be contained in the deed, will or other instrument or conveyance by which the property is given, transferred or conveyed.

§ 23. Powers of churches created by special laws. If a church be incorporated by special law, it and its trustees shall have, in addition to the powers conferred on it by such law, all the powers and privileges conferred on incorporated churches and the trustees thereof respectively by the provisions of this article, and also all the powers and privileges conferred by this chapter on churches of the same denomination or of the like character, and on the trustees thereof respectively.

§ 24. Government of churches incorporated prior to January first, eighteen hundred and twenty-eight. Any provision of this chapter shall not be deemed to apply to any church incorporated under any general or

special law, prior to January first, eighteen hundred and twenty-eight, if such provision is inconsistent with or in derogation of any of the rights and privileges of such corporation as they existed under the law by or pursuant to which such corporation was formed, unless such corporation subsequent to such date, shall have lawfully reincorporated under a law enacted since the first day of January, eighteen hundred and twenty-eight, or unless the trustees of such corporation shall, by resolution, determine that the provisions of this chapter applying to churches of the same denomination and to the trustees thereof shall apply to such church, and unless such resolution shall be submitted to the next ensuing annual meeting of such church, and ratified by a majority of the votes of the qualified voters present and voting thereon. Notice of the adoption of such resolution and of the proposed submission thereof for ratification, shall be given with the notice of such annual meeting, and in addition thereto, mailed to each member of such church corporation at his last known post-office address, at least two weeks prior to such annual meeting, and published once a week for two successive weeks immediately preceding such meeting in a newspaper, if any, published in the city, village or town in which the principal place of worship of such corporation is located, and otherwise in a newspaper published in an adjoining town. If such resolution is so ratified, the trustees of such church shall cause a certificate setting forth a copy of such resolution, its adoption by the board of trustees and its due ratification by the members of such corporation, to be filed in the office of the clerk of the county in which the principal place of worship of such corporation is located. Such county clerk shall cause such certificate to be recorded in the book in which certificates of incorporation of religious corporations are recorded in pursuance of law.

§ 25. Pastoral relation. No provision of this chapter authorizes the calling, settlement, dismissal or removal of a minister, or the fixing or changing of his salary, and a meeting of a church corporation for any such purpose shall be called, held, moderated, conducted, governed and notice of such meeting given and person to preside thereat ascertained and the qualification of voters thereat determined, not as required by

any provision of this chapter but only according to the aforesaid laws and regulations, practice, discipline, rules and usages of the religious denomination or ecclesiastical governing body, if any, with which the church corporation is connected.

§ 26. Worship. No provision of this chapter authorizes the fixing or changing of the times, nature or order of public or social or other worship of any church, in any other manner or by any other authority than in the manner and by the authority provided in the laws, regulations, practice, discipline, rules and usages of the religious denomination or ecclesiastical governing body, if any, with which the church corporation is connected.

§ 27. Reservation as to Baptist churches, churches of the United Church of Christ and Congregational Christian churches. Sections twenty-five and twenty-six are not applicable to a Baptist church, a church of the United Church of Christ, a Congregational Christian church or to any other religious corporation having a congregational form of government.

§ 28. Electronic meetings. Notwithstanding any provision of law, certificate of incorporation or by-laws to the contrary, if the board of trustees of a religious corporation is authorized to determine the place of trustee meetings, corporate meetings, congregant or membership meetings, the board of trustees may, in its sole discretion, determine that the meeting shall be held partially or solely by means of electronic communication. In the case of a meeting held solely by electronic communication, the electronic service and/or platform through which the meeting is held shall be the place of the meeting for purposes of this chapter. Meetings conducted partially or solely by means of electronic communications in reliance upon this section and any individual's electronic participation in such meetings shall be subject to those guidelines and procedures as the board of trustees adopts.

ARTICLE 3

PROTESTANT EPISCOPAL PARISHES OR CHURCHES

Section 40. Meeting for incorporation.

41. Certificate of incorporation.
42. Corporate trustees, vestry; powers and duties thereof.
- 42-a Additional powers of the corporate trustees and vestry.
43. Annual election and special meetings of incorporated Protestant Episcopal parishes.
44. Changing the number of vestrymen of Protestant Episcopal parishes hereafter incorporated.
45. Changing date of annual election, number and terms of office of vestrymen and terms of office of churchwardens in Protestant Episcopal churches heretofore incorporated.
46. Changing the qualifications of voters and the qualifications of wardens and vestrymen.
47. Free churches in communion with the Protestant Episcopal church.
48. Legacies.
49. Eligibility of certain minors as lay delegates and to vote and hold office.

§ 40. Meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated Protestant Episcopal parish or congregation, and of electing the first churchwardens and vestrymen thereof, shall specify the object, time and place of such meeting, and shall be made public for at least two weeks prior to such meeting, either by open reading of such notice in time of divine service, at the usual place of worship of such parish or congregation, or by posting the same conspicuously on the outer door of such place of worship. Only persons of full age who have been regular attendants at the worship of such parish or congregation and contributors to the support thereof for one year next prior to such meeting, or since the establishment of such parish or congregation, shall be qualified to vote at such meeting. The presence of at least six persons qualified to vote thereat shall be necessary to constitute a quorum of such meeting. The action of the

meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon, a quorum being present. The officiating minister, or if there be none, or he shall be necessarily absent, any other person qualified to vote at the meeting, who is called to the chair, shall preside thereat. Such presiding officer shall receive the votes, be the judge of the qualifications of voters, and declare the result of the votes cast at such meeting. The polls of the meeting shall remain open for one hour or longer, in the discretion of the presiding officer, or if required by a vote of the majority of the voters present. The meeting shall decide whether such unincorporated parish or congregation shall become incorporated. If such decision be in favor of incorporation, such meeting shall decide upon the name of the proposed corporation; what day, either a Sunday or a secular day, shall be the date of the regular annual election; whether the vestrymen thereof shall be three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four; and shall elect by ballot from the persons qualified to be voters thereat, who have been baptized, one-third of the number of vestrymen so decided upon to hold office until the first annual election to be held thereafter, one-third of such number, to hold office until one year after such annual election, and one-third of such number to hold office until two years after such annual election; and shall elect from such qualified voters who are communicants in the Protestant Episcopal church, two persons to be churchwardens thereof, one to hold office until such annual election, and one to hold office until one year after such annual election.

§ 41. Certificate of incorporation. If such meeting shall decide in favor of incorporation and comply with the next preceding section, the presiding officer of such meeting and at least two other persons present and voting thereat, shall execute and acknowledge a certificate of incorporation setting forth:

1. The fact of the calling and holding of such meeting;
2. The name of the corporation as decided upon thereat;

3. The county, and the town, city or village, in which its principal place of worship is, or is intended to be located;

4. The day, either on Sunday or a secular day, upon which the annual election shall be held;

5. The number of vestrymen decided upon at such meeting;

6. The names of the vestrymen elected at such meeting and the term of office of each;

7. The names of the churchwardens elected at such meeting and the term of office of each.

Such certificate, when accompanied by a certificate of the bishop of the diocese within which the principal place of worship of the proposed corporation is, or is intended to be located, to the effect that he consents to the incorporation of such church, shall be filed in the office of the clerk of the county specified in the certificate of incorporation; but in case the see be vacant, or the bishop be absent or unable to act, the consent of the standing committee, with their certificate of the vacancy of the see or of the absence or disability of the bishop, shall suffice.

On filing such certificate in the office of the clerk of the county so specified therein the churchwardens and vestrymen so elected and their successors in office, together with the rector, when there is one, shall form a vestry and shall be the trustees of such church or congregation; and they and their successors shall thereupon, by virtue of this chapter, be a body corporate by the name or title expressed in such certificate, and shall have power, from time to time to adopt by-laws for its government. Such corporation shall be an incorporated church, and may be termed also an incorporated parish.

§ 42. Corporate trustees, vestry; powers and duties thereof. No meeting of the vestry or trustees of any incorporated Protestant

Episcopal parish or church shall be held unless either all the members thereof are present, or three days' notice thereof shall be given to each member thereof, by the rector in writing either personally or by mail, or, if there be no rector or he be incapable of acting, by one of the churchwardens; except that twenty-four hours' notice of the first meeting of the vestry or trustees after an annual election shall be sufficient, provided such meeting be held within three days after the election. In the event of the rector of a parish or church refusing or neglecting to call a meeting of the vestry or trustees of any incorporated Protestant Episcopal church, on the written request of two-thirds of all the wardens and vestrymen of the parish, the clerk of the vestry shall call a meeting of the same by giving at least fifteen days' written notice to be served on each member of the vestry personally; if personal service cannot be had, then upon such member by mailing the notice to his last known place of residence. To constitute a quorum of the vestry or board of trustees, there must be present either:

1. The rector and at least a majority of the whole number of wardens and vestrymen, or

2. One churchwarden and one more than a majority of the vestrymen or both churchwardens and a majority of the vestrymen, or

3. If the rector be absent from the diocese and shall have been so absent for over four calendar months, or if the meeting be called by the rector and he be absent therefrom or be incapable of acting, one churchwarden and a majority of the vestrymen, or both churchwardens and one less than a majority of the vestrymen. But if there be a rector of the parish, no measure shall be taken, in his absence, in any case, for effecting the sale or disposition of the real property of the corporation, nor for the sale or disposition of the capital or principal of the personal property of the corporation, nor shall any act be done which shall impair the rights of such rector. The presiding officer of the vestry or trustees shall be the rector, or if there be none, or he be absent, the churchwarden who shall be called to the chair by a majority of the votes, if both the churchwardens be present; or the

churchwarden present, if but one be present. At each meeting of the vestry or trustees each member thereof shall be entitled to one vote. The vestry shall have power to fill a vacancy occurring in the office of a churchwarden or vestryman by death, resignation or otherwise than by expiration of term, until the next annual election, at which, if such vacancy would continue thereafter, it shall be filled for the remainder of the unexpired term. If vacancies exist in the offices of churchwardens or vestrymen in such number that a quorum of the vestry or board of trustees is not in office at any time, the rector shall forthwith call a special election for the filling of such vacancies. If there be no rector, the churchwarden longest in office shall call such special election. Notice of such special election shall be read by the rector, or if there be none, or he be absent, by the officiating minister or by one of the churchwardens, on the Sunday next preceding such election, in the time of divine service. If for any reason the usual place of worship of the parish be not open for divine service on such Sunday such notice shall be posted conspicuously on the outer door of the place of worship for one week next preceding the election. Such notice shall conform to that required for an annual election. The provisions of section forty-three of this chapter relating to annual elections shall apply to such special election, except as inconsistent herewith. Such vacancies shall be filled at such election for the remainder of the unexpired terms. The vestry may, subject to the canons of the Protestant Episcopal church in the United States, and of the diocese in which the parish or church is situated, by a majority vote, elect a rector to fill a vacancy occurring in the rector-ship of the parish, and may fix the salary or compensation of the rector.

§ 42-a. Additional powers of the corporate trustees and vestry.

Notwithstanding and in addition to the provisions of section five of this chapter, and subject always to the trust in which all real and personal property is held for the Protestant Episcopal Church and the Diocese thereof in which the parish, mission or congregation is located, the vestry or trustees of any incorporated Protestant Episcopal parish or church, the trustees of every incorporated governing body of the Protestant Episcopal Church and each diocese are authorized to

administer the temporalities and property, real and personal, belonging to the corporation, for the support and maintenance of the corporation and, provided it is in accordance with the discipline, rules and usages of the Protestant Episcopal Church and with the provisions of law relating thereto, for the support and maintenance of other religious, charitable, benevolent or educational objects whether or not conducted by the corporation or in connection with it or with the Protestant Episcopal Church.

§ 43. Annual election and special meetings of incorporated Protestant Episcopal parishes. 1. The annual election of a Protestant Episcopal parish, hereafter incorporated, shall be held on the day, either a Sunday or a secular day, designated in its certificate of incorporation.

2. The annual election of an incorporated Protestant Episcopal parish or church heretofore incorporated shall be held on the day fixed for such annual election, by or in pursuance of law, or if no such date be so fixed, then on such day, either a Sunday or a secular day, as may be determined by vote of the vestry.

3. Special meetings of any Protestant Episcopal parish or church heretofore or hereafter incorporated may be held on any Sunday or secular day fixed by the vestry.

4. Notice of such annual election or special meeting shall be read by the rector of the parish, or if there be none, or he be absent, by the officiating minister or by a church warden thereof, on each of the two Sundays next preceding such election or special meeting, in the time of divine service, or if, for any reason, the usual place of worship of the parish be not open for divine service, the notice shall be posted conspicuously on the outer door of the place of worship for two weeks next preceding the election or special meeting. Such notice shall specify the place, day and hour of holding the election or special meeting. The notice of the annual election shall also specify the number and terms of office of each church warden and the vestrymen whose terms of office shall then expire, or whose office shall then be vacant for

any cause, and the office for which each such officer is to be then elected. The notice of a special meeting shall specify the matter or question to be brought before such meeting and no matter or question not specified in such notice shall be acted on at such meeting.

5. The presiding officer of such annual or special meeting shall be the rector of the parish, if there be one, or if there be none, or he be absent, one of the church wardens elected for the purpose by a majority of the duly qualified voters present, or if no church warden be present, a vestryman elected in like manner. Such presiding officer shall be the judge of the qualifications of the voters; shall receive the votes cast; and shall declare the result of the votes cast. The presiding officer of such annual or special meeting shall enter the proceedings of the meeting in the book of the minutes of the vestry, sign his name thereto, and offer the same to as many qualified voters present as he shall think fit, to be also signed by them.

6. Persons of full age belonging to the parish, who have been baptized and are regular attendants at its worship and contributors to its support for at least twelve months prior to such election or special meeting or since the establishment of such parish, shall be qualified voters at any such election or special meeting. Whenever so permitted by the canons of the diocese, persons of less than full age, but of the age of eighteen years or more, and having like qualifications except as to age, may vote at the annual elections and special meetings of any parish of such diocese, whenever such parish shall so determine in the manner provided in said section forty-six.

7. The action of an annual or special meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon. The polls of an election shall continue open for one hour and longer, in the discretion of the presiding officer, or if required by a vote of a majority of the qualified voters present and voting. The church wardens and vestrymen shall be elected by ballot from persons qualified to vote at such election, and no person shall be eligible for election as church-warden, unless that person be also a confirmed communicant in the Protestant Episcopal church, nor be eligible for

election as vestryman, unless that person shall have been baptized. Whenever so permitted by the canons of the diocese persons of less than full age but of the age of eighteen years or more and having like qualifications except as to age, shall be eligible for election as church warden or vestryman in any parish, whenever such parish shall so determine in the manner provided in said section forty-six.

8. At each annual election of an incorporated Protestant Episcopal parish hereafter incorporated, one church warden shall be elected to hold office for two years; and one-third of the total number of vestrymen of the parish shall be elected to hold office for three years.

9. At each annual election of an incorporated Protestant Episcopal parish or church heretofore incorporated, two church wardens and the total number of its vestrymen shall be elected to hold office for one year thereafter, unless the term of office of but one church warden or of but one-third of its vestrymen shall then expire, in which case one church warden shall be elected to hold office for two years, and one-third of the total number of its vestrymen shall be elected to hold office for three years.

10. Each church warden and vestryman shall hold office after the expiration of his term until his successor shall be chosen.

§ 44. Changing the number of vestrymen of Protestant Episcopal parishes hereafter incorporated. If the vestry of a Protestant Episcopal parish, hereafter incorporated, shall, by resolution, recommend that the number of vestrymen of such parish be changed to either three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four vestrymen, notice of such recommendation shall be included in the notice of the next annual election of such parish, or in the notice of a special meeting to be held not less than six months before the time fixed for holding the next annual election thereafter, and be submitted to such annual or special meeting. If such recommendation be ratified by such meeting, the presiding officer thereof, and at least two qualified voters present thereat, shall execute and acknowledge a certificate

setting forth such resolution of the vestry, the fact that notice thereof had been given with the notice of such annual election, or with the notice of such special meeting as the case may be; that the meeting had ratified the same; and the number of vestrymen so decided on. Such certificate shall be filed in the office of the clerk of the county in which the original certificate of incorporation is filed and recorded, and such change in the number of vestrymen shall take effect at the time of the next annual election thereafter. If the number of vestrymen be thereby increased, then, in addition to the number of vestrymen to be elected at such annual election, one-third of such increased number of vestrymen shall be elected to hold office for one year thereafter, one-third of such increased number shall be elected to hold office for two years thereafter, and one-third of such increased number shall be elected to hold office for three years thereafter. If the number of vestrymen by such change be reduced, such reduction shall not affect the term of office of any vestryman duly elected, and at such next annual election and at each annual election thereafter, one-third of such reduced number of vestrymen shall be elected to hold office for three years.

§ 45. Changing date of annual election, number and terms of office of vestrymen and terms of office of churchwardens in Protestant Episcopal churches heretofore incorporated. If the vestry of a Protestant Episcopal parish, heretofore incorporated, shall by resolution, recommend that the date of the annual election be changed to another day, either a Sunday or a secular day, or that the number of vestrymen be changed to three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four, and that the terms of office of the churchwardens be changed so that one warden shall be elected annually, notice of such recommendation shall be included in the notice of the next annual election of such parish, or in the notice of a special meeting to be held not less than six months before the time fixed for holding the next annual election thereafter, and be submitted to such annual or special meeting. If such recommendation be ratified by such meeting, the presiding officer thereof and at least two qualified voters present thereat, shall execute and acknowledge a certificate setting forth such

resolution of the vestry; the fact that notice thereof had been given with the notice of the annual election, or with the notice of the special meeting, as the case may be; that such meeting had ratified the same; the date determined upon for the annual election of the parish; the number of vestrymen so decided on; and the fact that the meeting determined to thereafter elect churchwardens, so that the term of one warden shall expire annually. Such certificate shall be filed in the office of the clerk of the county in which the original certificate of incorporation is filed and recorded. If the meeting determine to change the date of the annual election, the next annual election shall be held on the day determined on at such meeting, and the terms of the vestrymen and churchwardens which, pursuant to law, would expire at the next annual election shall expire and their successors shall be elected on such day. If the meeting determine to change the number of vestrymen and manner of electing wardens and vestrymen, there shall be elected at the first annual election thereafter, one-third of the number of vestrymen so determined on, to hold office for three years; one-third thereof to hold office for two years; and one-third thereof to hold office for one year; and one churchwarden to hold office for one year, and one to hold for two years; and thereafter at the annual election there shall be elected one-third of the number of vestrymen determined on at such meeting and one churchwarden. Any Protestant Episcopal parish, heretofore incorporated, which has changed the number of its vestrymen and the manner of electing wardens and vestrymen pursuant to the provisions of this section, may make further changes in the number of its vestrymen in the manner provided in section forty-four of this chapter.

§ 46. Changing the qualifications of voters and the qualifications of wardens and vestrymen. If the vestry of a Protestant Episcopal parish heretofore incorporated shall by resolution recommend that the qualifications of voters and the qualifications of wardens and vestrymen be changed to conform in both cases to the requirements of section forty-three of this chapter, notice of such recommendation shall be included in the notice of the next annual election of such parish, and be submitted to the meeting. If such recommendation be ratified by such

meeting the presiding officer thereof and at least two qualified voters present thereat shall execute and acknowledge a certificate setting forth such resolution of the vestry, the fact that notice thereof had been given with the notice of such annual election, and that the meeting had ratified the same. Such certificate shall be filed in the office of the clerk of the county in which the original certificate of incorporation is filed and recorded.

§ 47. Free churches in communion with the Protestant Episcopal church.

Whenever the trustees of any free church in communion with the Protestant Episcopal church heretofore or hereafter organized under the provisions of article nine of this act shall desire to change the management of its affairs and the form of government of the corporation by substituting a vestry in place of such trustees, such change may be made in the following manner: The trustees of any free church having first obtained the written consent of the ecclesiastical authority of the diocese to such change may by an affirmative vote of not less than two-thirds determine by resolution reciting the consent of such ecclesiastical authority and duly recorded in the minutes of such church to change the management of its affairs by substituting a vestry in place of such trustees to manage the affairs of such corporation and free church with the same powers, duties and privileges as are now possessed and exercised by churchwardens and vestrymen in churches of the Protestant Episcopal church organized under this article, but subject to the provisions of section one hundred and eighty-three of this chapter and for the purposes set forth in the certificate of incorporation of such free church and for no other purposes; such resolution shall fix the day, either a Sunday or a secular day, upon which the annual election shall be held, the number to constitute such vestry which shall be two churchwardens and either three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four vestrymen as may be determined, and shall also designate the persons to be such churchwardens, and vestrymen, to act until the annual election, and copies of such resolution, together with a statement of the vote of the trustees adopting the same certified under the seal of the corporation and verified by the president and secretary thereof, shall be filed in

the office of the secretary of state and also in the office of the clerk of the county in which such church or corporation is located. Upon and after the filing of such certificate, the churchwardens and vestrymen named in said resolution and their successors in office, together with the rector when there shall thereafter be one, shall form the vestry and shall be the vestry and shall constitute the corporation; and at the first annual election the churchwardens and vestrymen shall be divided into classes and their respective terms of office fixed and shall be elected by the persons qualified to vote for the churchwardens and vestrymen in churches or congregations of the Protestant Episcopal church and the provisions of this article shall govern such election and all future elections and all acts of such vestry, subject to the provisions of section one hundred and eighty-three of this chapter.

§ 48. Legacies. Any devise or bequest of real or personal property to an unincorporated parish, mission, congregation, chapel or religious society under the jurisdiction of or in communion with the Protestant Episcopal Church, for the purposes of such gift, may be taken, held and administered for the benefit of such devisee or legatee by the diocesan corporation of the diocese in which such devisee or legatee is situate, and such diocesan corporation shall have the power, subject to the provisions of article five of the not-for-profit corporation law and of section twelve of this chapter, to lease, improve, mortgage, sell, convey and transfer any property so held.

§ 49. Eligibility of certain minors as lay delegates and to vote and hold office. Whenever the constitution or canons of a diocese of the Protestant Episcopal church in the state of New York so permits, persons of less than full age but of the age of eighteen years or more shall be eligible to serve as lay delegates to and to vote at any convention of the diocese, when duly chosen by the parish or mission and shall also be eligible for election to or appointment to any lay office of the diocese.

ARTICLE 3-A

APOSTOLIC EPISCOPAL PARISHES OR CHURCHES

- Section 50. Application for incorporation.
- 51. Notice of meeting for incorporation.
 - 52. Provisions governing meetings for incorporation.
 - 53. Resolution to be adopted at incorporation meeting.
 - 54. Certificate of incorporation.
 - 55. Annual and special corporate meetings.
 - 56. Changing date of annual corporate meetings.
 - 57. Changing number of laymen trustees.
 - 58. Meetings of trustees.
 - 58-a. Vacancies among trustees.
 - 59. Rector; vicar; ministers; their appointment, removal and compensation.
 - 59-a. Additional qualifications of voters at annual and special corporate meetings.
 - 59-b. Transfer of property of extinct parishes and churches.

§ 50. Application for incorporation. An unincorporated Apostolic Episcopal Church, or a congregation acknowledging the historic apostolic eastern confession and order in this state, may apply to the bishop who is the ecclesiastical administrator of Metropolitan Synod Apostolic Episcopal Church for permission and sanction to incorporate such church. When such permission aforesaid has been obtained in writing over the signature and seal of such bishop, such church may become an incorporated church by executing, acknowledging and filing a certificate of incorporation as hereinafter provided.

Any religious order, biblical seminary for the preparation of candidates for the ministry, leading to ordination and the granting of credentials of ecclesiastical degrees of orders in sacred theology, or religious society established for evangelical efforts or the relief of the poor and needy, which is intended to be an auxiliary organization of the Apostolic Episcopal Church, where a chapel for the conduct of worship is provided, shall be deemed a congregation to all intents and purposes, and may be incorporated in the manner prescribed in this

article as a congregation of the Apostolic Episcopal Church.

§ 51. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated Apostolic Episcopal Church, or congregation acknowledging the apostolic eastern confession and order, shall be given as follows:

1. The notice shall be in writing and shall state in substance that a meeting of such unincorporated church or congregation will be held at its usual place of worship at a specific day and hour, for the purpose of incorporating such church or congregation, electing laymen trustees thereof and selecting a corporate name therefor.

2. The notice shall also state that the bishop who is the ecclesiastical administrator aforesaid has given sanction and permission in writing to proceed with the incorporation of such church.

3. The notice must be signed by at least six persons of full age, who are baptised, have statedly worshipped with such church or congregation and have regularly contributed to its support, according to its usages, for at least one year or since it was formed.

4. A copy of such notice shall be publicly read at a regular meeting of such unincorporated church for public worship, on the two successive Sundays immediately preceding the meeting, by the minister in charge of such church, or by any one of the persons qualified to sign such notice.

§ 52. Provisions governing meetings for incorporation. 1. At the meeting for incorporation, held in pursuance of such notice, the qualified voters, until otherwise decided as hereinafter provided, shall be all persons of full age who have statedly worshipped with such church and have regularly contributed to its support, according to its usages, for at least one year or since it was formed.

2. At such meeting the presence of a majority of such qualified

voters, at least six in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon.

3. The meeting shall be called to order by one of the signers of the call. There shall be elected at such meeting from the qualified voters then present, a presiding officer, a clerk to keep the record of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors shall decide the result of the ballots cast on any matter and shall be the judges of the qualifications of the voters.

4. If the meeting shall decide that such unincorporated church or congregation shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of laymen trustees thereof, which shall be three, six or nine, and the date, not more than fifteen months thereafter, on which the first annual election of the laymen trustees shall be held; and it may, by a two-thirds vote, decide that all members of the unincorporated church, of full age, in good and regular standing, who have statedly worshipped with such church, but who have not contributed to the financial support thereof, shall also be qualified voters at such meeting; and that such church members, who for one year next preceding any subsequent corporate meeting, shall have statedly worshipped with such church and have been members thereof in good and regular standing, but have not regularly contributed to the financial support thereof, shall be qualified voters at such corporate meetings.

5. Such meeting shall thereupon elect by ballot from the persons qualified to vote thereat one-third of the number of the laymen trustees so decided on, who shall hold office until the first annual election of laymen trustees thereof, one-third of the number of such laymen trustees who shall hold office until the second annual election of trustees thereafter, and one-third of such number of laymen trustees who shall hold office until the third annual election of trustees thereafter, or until the respective successors of such laymen trustees shall be elected.

6. Such meeting shall also elect by ballot a clerk of the corporation, who shall hold office until the close of the next annual meeting.

7. Such meeting shall also designate by a vote by ballot two of the laymen trustees so elected, who shall be wardens of the church, whose terms of office as wardens shall be one year or until their respective successors are elected from among the remaining laymen trustees.

§ 53. Resolution to be adopted at incorporation meeting. At such meeting held for the incorporation of such parish, church or congregation as an Apostolic Episcopal Church, by whatever corporate name said church shall take, the following resolution shall be passed by a majority of the qualified voters of such meeting, to wit:

"Resolved, that whereas, it has been decided by a majority vote to incorporate said church under the name of (here give the corporate name by which such church is to be known) as a congregation of the Apostolic Episcopal Church and under the spiritual jurisdiction of metropolitan synod of such denomination; we likewise, by a majority vote of the duly qualified voters at this meeting, held for the incorporation of said church, now decide that the clergymen trustees of this said church shall be the bishop who is the ecclesiastical administrator, the vicar-general and the chancellor of the aforesaid metropolitan synod and the rector or vicar of this church, and their successors in office, shall by virtue of their offices, be the clergymen trustees of this church, which said four officers together with the laymen trustees elected at this incorporation meeting, shall constitute the trustees thereof. Said clergymen trustees' term of office shall continue until their successors in said office are elected by the Metropolitan Synod Apostolic Episcopal Church, and said laymen trustees term of office shall be that fixed by statute."

§ 54. Certificate of incorporation. 1. If the meeting shall decide that such unincorporated church shall become an incorporated church or congregation of the Apostolic Episcopal Church, a certificate of

incorporation therefor shall be executed and acknowledged by the bishop who is the ecclesiastical administrator, the vicar-general and the chancellor of Metropolitan Synod Apostolic Episcopal Church, the rector or vicar of the church or congregation and by the laymen trustees that have been elected, and by the clerk of the corporation, and the said certificate of incorporation shall contain the following:

(a) The name of the proposed corporation;

(b) The number of laymen trustees thereof, the names of the persons elected as laymen trustees, the terms of office for which they were respectively elected as laymen trustees;

(c) An exact copy of the resolution which provides for the clerical trustees by virtue of their offices;

(d) The county and town, city or village in which the principal place of worship is or is intended to be located.

2. On filing such certificate in the office of the county clerk of the county in which such church is or is intended to be located, such church shall be a corporation by the name stated in the certificate, and the persons therein stated to be elected clerical and laymen trustees of such church shall be the trustees therefor for their respective terms and until their successors are elected.

§ 55. Annual and special corporate meetings. 1. The annual corporate meeting of every church or congregation incorporated under this article shall be held at the time and place fixed by its by-laws, or if no time and place is so fixed, then at a time and place to be fixed by its trustees, but to be changed only by a by-law adopted at an annual meeting; or if not otherwise fixed, such annual corporate meeting shall be held on the date said certificate of incorporation was executed, unless the same fall due on a Sunday or legal holiday in any year, in which case said annual corporate meeting shall be held the day following.

2. A special corporate meeting of any such church may be called by the trustees thereof, on their own motion, and shall be called on the written request of at least ten qualified voters of such church.

3. The trustees shall cause notice of the time and place of its annual corporate meeting, and the names of any trustees whose successors are to be elected thereat, and if a special meeting, of the business to be transacted thereat, to be publicly read by the minister of such church or any of the trustees thereof at a regular meeting of the church for public worship, on the two successive Sundays immediately preceding such meeting.

4. The annual corporate meeting shall be governed with respect to its organization and election of laymen trustees, clerk of the corporation and qualifications of voters (except with respect to age qualifications of voters as provided in section four-a) by the same provisions as set forth in this article for the incorporation of said church, except, that the duly ordained and regularly appointed rector or vicar shall preside, or if there be a vacancy in such office, one of the wardens shall preside, the congregation in such case voting by ballot for its presiding officer.

5. The same provisions shall apply to a special corporate meeting.

6. At the annual corporate meeting the trustees shall cause to be prepared and read thereat a budget giving the approximate amount of money needed for the maintenance of worship, the administration of the temporal affairs of the church and for the care of the property, and such other regular and special items as shall be brought to the attention of the meeting, which budget shall be discussed and decided upon, ratified or amended by the said meeting by majority vote, with ample provision made to raise such funds by whatever usages the church shall elect.

7. In the event that a quorum shall not be present at any annual corporate meeting and no election of officers shall be accordingly had thereat, the rector, vicar, or minister in charge of the church or congregation is authorized to and shall call a special meeting (which may be referred to as an adjourned annual corporate meeting) at a time and place to be fixed by him. Notice of such meeting shall be given in

the same manner as provided for any special meeting. If such special meeting be not called by such rector, vicar or minister within two weeks following the date for such annual meeting, the bishop is authorized to and shall call such special meeting and notice thereof shall be given in like manner. The election of officers and any other business required or scheduled to have been had or conducted at the annual corporate meeting may be had and conducted at such special meeting. In the event that a quorum shall not be present at such special meeting and no election of officers shall be accordingly had thereat, the rector, vicar or minister in charge of the church or congregation, with the approval of the bishop, not more than sixty days thereafter, is authorized to and shall appoint the laymen trustees, wardens and other lay officers to the offices not filled by election at such annual corporate meeting or such special meeting, and they shall hold office as such until the next succeeding annual meeting. If such rector, vicar or minister shall fail to make such appointments, the bishop is authorized to and shall make such appointments, with like force and effect.

§ 56. Changing date of annual corporate meetings. An annual corporate meeting of an incorporated church to which this article is applicable may, by a majority vote of the duly qualified voters at such meeting, change the date of its annual meeting thereafter. If such date as so changed shall next thereafter occur less than six months after the annual meeting at which such change is made the next annual meeting shall be held one year from such next recurring date. For the purpose of determining the terms of office of trustees, the period of time elapsing between the date of the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 57. Changing number of laymen trustees. An incorporated church to which this article is applicable may, by a majority vote of the duly qualified voters at an annual corporate meeting, change the number of its laymen trustees to three, six or nine, and classify them so that the terms of one-third of such number so changed expire each year. No such change shall affect the terms of the laymen trustees then in office, and

if the change reduces the number of laymen trustees, it shall not take effect until the number of laymen trustees whose terms of office continue for one or more years after an annual election of trustees, is less than the number determined upon. Whenever the number of laymen trustees so holding over is less than the number so determined, sufficient laymen trustees shall be elected, in addition to those so holding over, to make the number of laymen trustees for the ensuing year equal to the number so determined. The laymen trustees so elected up to and including one-third of the number so determined shall hold office for a term of three years, the remainder up to and including one-third of the number so determined, for two years and the remainder, for one year.

§ 58. Meetings of trustees. Meetings of the trustees of such incorporated church shall be called by giving at least three days' notice thereof in writing, served personally or by mail to all the trustees, unless, by a regularly adopted standing resolution a fixed date for such meeting is the approved order, in which case a written notice may be dispensed with. To duly constitute such regular or special meeting of the trustees for the transaction of business, at any meeting lawfully convened, there shall be present a majority of the laymen trustees, the rector or vicar of the church, the clerk of the corporation and either the bishop who is the ecclesiastical administrator, the vicar-general or the chancellor of the Metropolitan Synod Apostolic Episcopal Church. But if the church has no rector or vicar, at least one of the trustees who is a warden must be present. If either the bishop, vicar-general or the chancellor cannot be present, the bishop who is the ecclesiastical administrator may send his proxy to one of the laymen trustees. No act or procedure other than regular routine matters in regard to the administration of the temporal affairs of the church and for the care of the property of the corporation, as included in the budget items, shall be valid without the sanction of the bishop and ecclesiastical administrator of the synod or diocese to which the church belongs; nor shall the trustees, without the consent of the corporate meeting incur debts for items not provided in the adopted budget. Trustees of such incorporated church shall have no power to

call, settle or remove a minister or to fix his salary; or to fix, change the time, nature or order of the public or social worship, rites and religious observances of such church which are or shall be established by the governing ecclesiastical body.

§ 58-a. Vacancies among trustees. If any trustee of any such incorporated church declines to act, resigns or dies, or ceases to be a qualified voter at a corporate meeting thereof, his office shall be vacant; and such vacancy may be filled by the remaining trustees until the next annual corporate meeting of such church; at which meeting the vacancy shall be filled for the unexpired term.

§ 59. Rector; vicar; ministers; their appointment, removal and compensation. The rector or vicar or other ministers of any such church, by whatever title they are called in ecclesiastical language, shall be called, settled or removed and their salaries fixed, only by the vote of a majority of the members of such corporation duly qualified to vote at elections present and voting at a meeting of such corporation specifically called for that purpose, subject to the consent of the bishop who is the ecclesiastical administrator of Metropolitan Synod Apostolic Episcopal Church, given in writing. A rector or vicar or other minister so called, with the sanction of the bishop in writing, shall be deemed settled definitely in such church, when he has accepted such call in writing. Unless there is sufficient cause to terminate the relationship of such clergyman and such church such relationship shall be deemed permanent and governed entirely by the rules and usages of the Apostolic Episcopal Church, subject to the bishop and metropolitan synod.

§ 59-a. Additional qualifications of voters at annual and special corporate meetings. Duly qualified voters at any annual or special corporate meeting of any such incorporated church shall be baptised persons, who have been admitted to the full communion relations of such church according to its usages, and who are qualified in the other

respects prescribed by this article.

§ 59-b. Transfer of property of extinct parishes and churches. The Metropolitan Synod Apostolic Episcopal Church may decide that a parish or church in connection with it or over which it has ecclesiastical jurisdiction, and to which this article is applicable, has become extinct, if it has failed for two consecutive years next prior thereto, to maintain religious services according to the discipline, customs and usages of such synod, or has had less than ten resident attending members making annual or regular contributions towards its support, and may take possession of the temporalities and property belonging to such church or parish and manage the same; or may, in pursuance of the provisions of this chapter relating to the disposition of real property, sell or dispose of the same and apply the proceeds thereof to any of the purposes to which the property of such synod is devoted, and it shall not divert such property to any other object. For the purpose of obtaining a record title to the land and the church edifice, or other buildings thereon, by such synod, the surviving trustee or trustees of said extinct church or if there be no surviving trustee, then a surviving member of said extinct church, may, without a consideration being paid therefor by such synod, convey to it said land and church edifice, or other buildings thereon, subject, however, to an order of the supreme or county court based upon a petition reciting that said church has become extinct; the name of its surviving trustee or trustees; and the names of its members (who must have given their consent to the making of said conveyance). Upon the recital of said facts in said petition, the court shall have jurisdiction to grant an order allowing said conveyance to be made without a consideration; and should there be no surviving members, as well as no surviving trustee of said extinct church, said petition may be made by an officer of said synod, in which event the court, upon the recital of said fact, shall have jurisdiction to appoint a suitable person as trustee for the purpose of making said conveyance.

ARTICLE 3-b

PARISHES OR CHURCHES OF THE HOLY ORTHODOX CHURCH IN AMERICA

Section 50-aa. Application for incorporation.

50-bb. Notice of meeting for incorporation.

50-cc. Provisions governing meetings for incorporation.

50-dd. Resolution to be adopted at incorporation meeting.

50-ee. Certificate of incorporation.

50-ff. Annual and special corporate meetings.

50-gg. Changing date of annual corporate meetings.

50-hh. Changing number of laymen trustees.

50-ii. Meetings of trustees.

50-jj. Vacancies among trustees.

50-kk. Rector; vicar; ministers; their appointment, removal and compensation.

50-ll. Additional qualifications of voters at annual and special corporate meetings.

50-mm. Transfer of property of extinct parishes and churches.

§ 50-aa. Application for incorporation. An unincorporated congregation of the Holy Orthodox Church in America, or a congregation acknowledging the historic apostolic eastern confession and order in this state, may apply to the archbishop who is the ecclesiastical administrator of Metropolitan Synod, Holy Orthodox Church in America for permission and sanction to incorporate such church. When such permission aforesaid has been obtained in writing over the signature and seal of such archbishop, such church may become an incorporated church by executing, acknowledging and filing a certificate of incorporation as hereinafter provided.

Any religious order, biblical seminary for the preparation of candidates for the ministry, leading to ordination and the granting of credentials of ecclesiastical degrees of orders in sacred theology, or religious society established for evangelical efforts or the relief of the poor and needy, which is intended to be an auxiliary organization of the Holy Orthodox Church in America, where a chapel for the conduct of worship is provided, shall be deemed a congregation to all intents and purposes, and may be incorporated in the manner prescribed in this

article as a congregation of the Holy Orthodox Church in America.

§ 50-bb. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated Holy Orthodox Church in America, parish or congregation acknowledging the apostolic eastern confession and order, shall be given as follows:

1. The notice shall be in writing and shall state in substance that a meeting of such unincorporated church or congregation will be held at its usual place of worship at a specific day and hour, for the purpose of incorporating such church or congregation, electing laymen trustees thereof and selecting a corporate name therefor.

2. The notice shall also state that the archbishop who is the ecclesiastical administrator aforesaid has given sanction and permission in writing to proceed with the incorporation of such church.

3. The notice must be signed by at least six persons of full age, who are baptised, have statedly worshipped with such church or congregation and have regularly contributed to its support, according to its usages, for at least one year or since it was formed.

4. A copy of such notice shall be publicly read at a regular meeting of such unincorporated church for public worship, on the two successive Sundays immediately preceding the meeting, by the minister in charge of such church, or by any one of the persons qualified to sign such notice.

§ 50-cc. Provisions governing meetings for incorporation. 1. At the meeting for incorporation, held in pursuance of such notice, the qualified voters, until otherwise decided as hereinafter provided, shall be all persons of full age who have statedly worshipped with such church and have regularly contributed to its support, according to its usages, for at least one year or since it was formed.

2. At such meeting the presence of a majority of such qualified

voters, at least six in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon.

3. The meeting shall be called to order by one of the signers of the call. There shall be elected at such meeting from the qualified voters then present, a presiding officer, a clerk to keep the record of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors shall decide the result of the ballots cast on any matter and shall be the judges of the qualifications of the voters.

4. If the meeting shall decide that such unincorporated church or congregation shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of laymen trustees thereof, which shall be three, six or nine, and the date, not more than fifteen months thereafter, on which the first annual election of the laymen trustees shall be held; and it may, by a two-thirds vote, decide that all members of the unincorporated church, of full age, in good and regular standing, who have statedly worshipped with such church, but who have not contributed to the financial support thereof, shall also be qualified voters at such meeting; and that such church members, who for one year next preceding any subsequent corporate meeting, shall have statedly worshipped with such church and have been members thereof in good and regular standing, but have not regularly contributed to the financial support thereof, shall be qualified voters at such corporate meeting.

5. Such meeting shall thereupon elect by ballot from the persons qualified to vote thereat one-third of the number of the laymen trustees so decided on, who shall hold office until the first annual election of laymen trustees thereof, one-third of the number of such laymen trustees who shall hold office until the second annual election of trustees thereafter, and one-third of such number of laymen trustees who shall hold office until the third annual election of trustees thereafter, or until the respective successors of such laymen trustees shall be elected.

6. Such meeting shall also elect by ballot a clerk of the corporation, who shall hold office until the close of the next annual meeting.

7. Such meeting shall also designate by a vote by ballot two of the laymen trustees so elected, who shall be wardens of the church, whose terms of office as wardens shall be one year or until their respective successors are elected from among the remaining laymen trustees.

§ 50-dd. Resolution to be adopted at incorporation meeting. At such meeting held for the incorporation of such parish, church or congregation as of the Holy Orthodox Church in America, by whatever corporate name said church shall take, the following resolution shall be passed by a majority of the qualified voters of such meeting, to wit:

"Resolved, that whereas, it has been decided by a majority vote to incorporate said church under the name of (here give the corporate name by which such church is to be known) as a congregation of the Holy Orthodox Church in America and under the spiritual jurisdiction of Metropolitan Synod of such denomination; we likewise, by a majority vote of the duly qualified voters at this meeting, held for the incorporation of said church, now decide that the clergymen trustees of this said church shall be the archbishop who is the ecclesiastical administrator, the vicar-general and the chancellor of the aforesaid metropolitan synod and the rector or vicar of this church, and their successors in office, shall by virtue of their offices, be the clergymen trustees of this church, which said four officers together with the laymen trustees elected at this incorporation meeting, shall constitute the trustees thereof. Said clergymen trustees' term of office shall continue until their successors in said office are elected by the Metropolitan Synod Holy Orthodox Church in America, and said laymen trustees term of office shall be that fixed by statute. "

§ 50-ee. Certificate of incorporation. 1. If the meeting shall decide that such unincorporated church shall become an incorporated church or congregation of the Holy Orthodox Church in America, a certificate of

incorporation therefor shall be executed and acknowledged by the archbishop who is the ecclesiastical administrator, the vicar-general and the chancellor of Metropolitan Synod Holy Orthodox Church in America, the rector or vicar of the church or congregation and by the laymen trustees that have been elected, and by the clerk of the corporation, and the said certificate of incorporation shall contain the following:

- (a) The name of the proposed corporation;
- (b) The number of laymen trustees thereof, the names of the persons elected as laymen trustees, the terms of office for which they were respectively elected as laymen trustees;
- (c) An exact copy of the resolution which provides for the clerical trustees by virtue of their offices;
- (d) The county and town, city or village in which the principal place of worship is or is intended to be located.

2. On filing such certificate in the office of the county clerk of the county in which such church is or is intended to be located, such church shall be a corporation by the name stated in the certificate, and the persons therein stated to be elected clerical and laymen trustees of such church shall be the trustees therefor for their respective terms and until their successors are elected.

§ 50-ff. Annual and special corporate meetings. 1. The annual corporate meeting of every church or congregation incorporated under this article shall be held at the time and place fixed by its by-laws, or if no time and place is so fixed, then at a time and place to be fixed by its trustees, but to be changed only by a by-law adopted at an annual meeting; or if not otherwise fixed, such annual corporate meeting shall be held on the date said certificate of incorporation was executed, unless the same fall due on a Sunday or legal holiday in any year, in which case said annual corporate meeting shall be held the day following.

2. A special corporate meeting of any such church may be called by the trustees thereof, on their own motion, and shall be called on the

written request of at least ten qualified voters of such church.

3. The trustees shall cause notice of the time and place of its annual corporate meeting, and the names of any trustees whose successors are to be elected thereat, and if a special meeting, of the business to be transacted thereat, to be publicly read by the minister of such church or any of the trustees thereof at a regular meeting of the church for public worship, on the two successive Sundays immediately preceding such meeting.

4. The annual corporate meeting shall be governed with respect to its organization and election of laymen trustees, clerk of the corporation and qualifications of voters (except with respect to age qualifications of voters as provided in section four-a) by the same provisions as set forth in this article for the incorporation of said church, except, that the duly ordained and regularly appointed rector or vicar shall preside, or if there be a vacancy in such office, one of the wardens shall preside, the congregation in such case voting by ballot for its presiding officer.

5. The same provisions shall apply to a special corporate meeting.

6. At the annual corporate meeting the trustees shall cause to be prepared and read thereat a budget giving the approximate amount of money needed for the maintenance of worship, the administration of the temporal affairs of the church and for the care of the property, and such other regular and special items as shall be brought to the attention of the meeting, which budget shall be discussed and decided upon, ratified or amended by the said meeting by majority vote, with ample provision made to raise such funds by whatever usages the church shall elect.

§ 50-gg. Changing date of annual corporate meetings. An annual corporate meeting of an incorporated church to which this article is applicable may, by a majority vote of the duly qualified voters at such meeting, change the date of its annual meeting thereafter. If such date

as so changed shall next thereafter occur less than six months after the annual meeting at which such change is made the next annual meeting shall be held one year from such next recurring date. For the purpose of determining the terms of office of trustees, the period of time elapsing between the date of the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 50-hh. Changing number of laymen trustees. An incorporated church to which this article is applicable may, by a majority vote of the duly qualified voters at an annual corporate meeting, change the number of its laymen trustees to three, six or nine, and classify them so that the terms of one-third of such number so changed expire each year. No such change shall affect the terms of the laymen trustees then in office, and if the change reduces the number of laymen trustees, it shall not take effect until the number of laymen trustees whose terms of office continue for one or more years after an annual election of trustees, is less than the number determined upon. Whenever the number of laymen trustees so holding over is less than the number so determined, sufficient laymen trustees shall be elected, in addition to those so holding over, to make the number of laymen trustees for the ensuing year equal to the number so determined. The laymen trustees so elected up to and including one-third of the number so determined shall hold office for a term of three years, the remainder up to and including one-third of the number so determined, for two years and the remainder, for one year.

§ 50-ii. Meetings of trustees. Meetings of the trustees of such incorporated church shall be called by giving at least three days' notice thereof in writing, served personally or by mail to all of the trustees, unless, by a regularly adopted standing resolution a fixed date for such meeting is the approved order, in which case a written notice may be dispensed with. To duly constitute such regular or special meeting of the trustees for the transaction of business, at any meeting lawfully convened, there shall be present a majority of the laymen trustees, the rector or vicar of the church, the clerk of the

corporation and either the archbishop who is the ecclesiastical administrator, the vicar-general or the chancellor of the Metropolitan Synod Holy Orthodox Church of America. But if the church has no rector or vicar, at least one of the trustees who is a warden must be present. If either the archbishop, vicar-general or the chancellor cannot be present, the archbishop who is the ecclesiastical administrator may send his proxy to one of the laymen trustees. No act or procedure other than regular routine matters in regard to the administration of the temporal affairs of the church and for the care of the property of the corporation, as included in the budget items, shall be valid without the sanction of the archbishop and ecclesiastical administrator of the synod or diocese to which the church belongs; nor shall the trustees, without the consent of the corporate meeting incur debts for items not provided in the adopted budget. Trustees of such incorporated church shall have no power to call, settle or remove a minister or to fix his salary; or to fix, change the time, nature or order of the public or social worship, rites and religious observances of such church which are or shall be established by the governing ecclesiastical body.

§ 50-jj. Vacancies among trustees. If any trustee of any such incorporated church declines to act, resigns or dies, or ceases to be a qualified voter at a corporate meeting thereof, his office shall be vacant; and such vacancy may be filled by the remaining trustees until the next annual corporate meeting of such church; at which meeting the vacancy shall be filled for the unexpired term.

§ 50-kk. Rector; vicar; ministers; their appointment, removal and compensation. The rector or vicar or other ministers of any such church, by whatever title they are called in ecclesiastical language, shall be called, settled or removed and their salaries fixed, only by the vote of a majority of the members of such corporation duly qualified to vote at elections present and voting at a meeting of such corporation specifically called for that purpose, subject to the consent of the archbishop who is the ecclesiastical administrator of Metropolitan Synod Holy Orthodox Church in America, given in writing. A rector or vicar or

other minister so called, with the sanction of the archbishop in writing, shall be deemed settled definitely in such church, when he has accepted such call in writing. Unless there is sufficient cause to terminate the relationship of such clergyman and such church such relationship shall be deemed permanent and governed entirely by the rules and usages of the Holy Orthodox Church in America, subject to the archbishop and Metropolitan Synod.

§ 50-11. Additional qualifications of voters at annual and special corporate meetings. Duly qualified voters at any annual or special corporate meeting of any such incorporated church shall be baptised persons, who have been admitted to the full communion relations of such church according to its usages, and who are qualified in the other respects prescribed by this article.

§ 50-mm. Transfer of property of extinct parishes and churches. The Metropolitan Synod Holy Orthodox Church in America may decide that a parish or church in connection with it or over which it has ecclesiastical jurisdiction, and to which this article is applicable, has become extinct, if it has failed for two consecutive years next prior thereto, to maintain religious services according to the discipline, customs and usages of such synod, or has had less than ten resident attending members making annual or regular contributions towards its support, and may take possession of the temporalities and property belonging to such church or parish and manage the same; or may, in pursuance of the provisions of this chapter relating to the disposition of real property, sell or dispose of the same and apply the proceeds thereof to any of the purposes to which the property of such synod is devoted, and it shall not divert such property to any other object. For the purpose of obtaining a record title to the land and the church edifice, or other buildings thereon, by such synod, the surviving trustee or trustees of said extinct church or if there be no surviving trustee, then a surviving member of said extinct church, may, without a consideration being paid therefor by such synod, convey to it said land and church edifice, or other buildings thereon, subject, however, to an

order of the supreme or county court based upon a petition reciting that said church has become extinct; the name of its surviving trustee or trustees; and the names of its members (who must have given their consent to the making of said conveyance). Upon the recital of said facts in said petition, the court shall have jurisdiction to grant an order allowing said conveyance to be made without a consideration; and should there be no surviving members, as well as no surviving trustee of said extinct church, said petition may be made by an officer of said synod, in which event the court, upon the recital of said fact, shall have jurisdiction to appoint a suitable person as trustee for the purpose of making said conveyance.

ARTICLE III-C

PARISHES OR CHURCHES OF THE AMERICAN PATRIARCHAL ORTHODOX CHURCH

Section 51-a. Application for incorporation.

52-a. Notice of meeting for incorporation.

53-a. Provisions governing meetings for incorporation.

54-a. Rector; vicar; ministers; their appointment, removal and compensation.

§ 51-a. Application for incorporation. An unincorporated congregation of the Holy Orthodox Church in America, or a congregation acknowledging the historic apostolic eastern confession and order in this state, may apply to the ecclesiastical administrator of American Patriarchal Synod, Holy Orthodox Church for permission and sanction to incorporate such church. When such permission aforesaid has been obtained in writing over the signature and seal of such patriarch, such church may become an incorporated church by executing, acknowledging and filing a certificate of incorporation as hereinafter provided.

Any religious order, biblical, seminary for the preparation of candidates for the ministry, leading to ordination and the granting of credentials of ecclesiastical degrees of orders in sacred theology, or religious society established for evangelical efforts or the relief of the poor and needy, which is intended to be an auxiliary organization of

the Holy Orthodox Church of the American Patriarchate, where a chapel for the conduct of worship is provided, shall be deemed a congregation to all intents and purposes, and may be incorporated in the manner prescribed in this article as a congregation of the American Patriarchal Orthodox Church.

§ 52-a. Notice of meeting for incorporation. Notice of meeting for the purpose of incorporating an unincorporated parish or congregation acknowledging the apostolic eastern confession and order, shall be given as follows: 1. The notice shall be in writing and shall state in substance that a meeting of such unincorporated church or congregation will be held at its usual place of worship at a specific day and hour, for the purpose of incorporating such church or congregation, electing laymen trustees thereof and selecting a corporate name therefor.

2. The notice shall also state that the archbishop who is the ecclesiastical administrator aforesaid has given sanction and permission in writing to proceed with the incorporation of such church.

3. The notice must be signed by at least six persons of full age, who are baptised, have statedly worshipped with such church or congregation and have regularly contributed to its support, according to its usages, for at least one year or since it was formed.

4. A copy of such notice shall be publicly read at a regular meeting of such unincorporated church for public worship, on the two successive Sundays immediately preceding the meeting, by the minister in charge of such church, or by any one of the persons qualified to sign such notice.

§ 53-a. Provisions governing meetings for incorporation. 1. If the meeting shall decide that such unincorporated church shall become an incorporated church or congregation of the American Patriarchal Orthodox Church, a certificate of incorporation therefor shall be executed and acknowledged by the archbishop who is the ecclesiastical administrator, the vicar-general and the chancellor of Patriarchal Synod, the rector or

vicar of the church or congregation and by the laymen trustees that have been elected, and by the clerk of the corporation, and the said certificate of incorporation shall contain the following:

- (a) The name of the proposed corporation;
- (b) The number of laymen trustees thereof, the names of the persons elected as laymen trustees, the terms of office for which they were respectively elected as laymen trustees;
- (c) An exact copy of the resolution which provides for the clerical trustees by virtue of their offices;
- (d) The county and town, city or village in which the principal place of worship is or is intended to be located.

2. On filing such certificate in the office of the county clerk of the county in which such church is or is intended to be located, such church shall be a corporation by the name stated in the certificate, and the persons therein stated to be elected clerical and laymen trustees of such church shall be the trustees therefor for their respective terms and until their successors are elected.

§ 54-a. Rector; vicar; ministers; their appointment, removal and compensation. The rector or vicar or other ministers of any such church, by whatever title they are called in ecclesiastical language, shall be called, settled or removed and their salaries fixed, only by the vote of a majority of the members of such corporation duly qualified to vote at elections present and voting at a meeting of such corporation specifically called for that purpose, subject to the consent of the ecclesiastical administrator of Patriarchal Synod, given in writing. A rector or vicar or other minister so called, with the sanction of the archbishop in writing, shall be deemed settled definitely in such church, when he has accepted such call in writing. Unless there is sufficient cause to terminate the relationship of such clergyman and such church such relationship shall be deemed permanent and governed entirely by the rules and usages of the American Patriarchal Orthodox Church, subject to the patriarch.

ARTICLE 4

PRESBYTERIAN CHURCHES

Section 60. Application of this article.

61. Creation and termination of pastoral relation.

62. Worship.

63. Incorporation of unincorporated Presbyterian churches and decision as to system of incorporation and government.

64. Changing system of trustees.

65. Corporate meetings.

66. Organization and conduct of corporate meetings; qualifications of voters thereat.

67. Changing date of annual corporate meetings.

68. Changing number of trustees.

69. Trustees, their meetings, vacancies and filling thereof, their powers.

70. Definitions.

§ 60. Application of this article. This article applies only to a Presbyterian church in connection with the General Assembly of the Presbyterian Church (U.S.A.).

§ 61. Creation and termination of pastoral relation. The election, calling, settlement, installation, dismissal, removal, translation, constituting or dissolving of the pastoral relation, or fixing or changing of the salary of a minister or pastor of a Presbyterian church in connection with the General Assembly of the Presbyterian Church (U.S.A.), or taking any action for or toward any such purpose, and the calling and conduct of a meeting of any such church for any such purpose, and the qualification of voters at any such meeting, are not authorized or regulated or controlled by any provision of this chapter, but the same shall be in all respects, done, and regulated, and any meeting therefor called, conducted, and controlled, only in accordance with the constitution of the Presbyterian Church (U.S.A.).

§ 62. Worship. Nothing in this chapter contained shall authorize the fixing or changing of the times, nature or order of public worship of any particular Presbyterian church in any other manner, or by any other authority than in the manner and by the authority provided in the constitution of the Presbyterian Church (U.S.A.).

§ 63. Incorporation of unincorporated Presbyterian churches and decision as to system of incorporation and government. A meeting for the purpose of incorporation of an unincorporated Presbyterian church in connection with the Presbyterian Church (U.S.A.), must be called and held in pursuance of the provisions of this article.

1. The notice and call of such meeting shall be in writing, and shall state in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour for the purpose of incorporating such church and designating the trustees thereof. The notice must be signed by at least six persons of full age who are then members in good and regular standing of such church by admission into full communion or membership therewith, in accordance with the constitution of the Presbyterian Church (U.S.A.). Such notice shall be publicly read at each of the two next preceding regular meetings of such unincorporated church for public worship, at least one week apart, at morning service, if such service be held on Sunday, by the first named of the following persons who is present thereat, to wit: The pastor of such church or the officiating minister thereof.

2. At the meeting for incorporation held in pursuance of such notice, the following persons, and no others, shall be qualified voters, to wit: All persons of full age, who are then members, in good and regular standing of such church by admission into full communion or membership therewith, in accordance with the constitution of the Presbyterian Church (U.S.A.). The presence of twenty per cent of such qualified voters, at least six in number, shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters present.

3. The pastor of the church or the officiating minister thereof shall preside at the meeting for incorporation. The presiding officer of the meeting shall receive the votes, be the judge of the qualifications of voters, and declare the result of the votes cast on any matter. Nothing contained in this section, or in this chapter, shall prevent the qualified voters at any such meeting, from choosing another person, a qualified voter, to preside at such meeting, other than the person or officer above designated.

4. The first business of such meeting after its organization, shall be to determine whether such church shall be incorporated, and if so, the name of such church, and whether its temporalities shall be managed by the spiritual officers of such church as the trustees thereof, or whether its temporalities shall be managed by trustees to be elected by the church.

5. If such meeting shall determine that such church shall be incorporated and its temporalities managed by the spiritual officers of such church as the trustees thereof, then the meeting shall also determine whether by virtue of their office, the board of deacons only of such church, or the session with the board of deacons of such church, or the session only of such church shall manage its temporalities, and be the trustees of such corporation.

6. If such meeting shall determine that such church shall be incorporated and its temporalities managed by trustees to be elected by the church, it shall further determine the number of trustees of such church, which shall not be less than three nor more than twenty-four, and shall further determine the date not more than fifteen months thereafter on which the first annual election of the trustees thereof after such meeting shall be held, and such meeting shall elect from the persons qualified to vote at such meeting, one-third of the number of trustees so decided on who shall hold office until the first annual election of trustees thereafter, one-third of such number of trustees to hold office until the second annual election of trustees thereafter, and one-third of such number of trustees to hold office until the third annual election of trustees thereafter. The nomination and election of

trustees shall be conducted as provided in the constitution of the Presbyterian Church (U.S.A.).

7. If any such meeting shall determine that such church shall incorporate in pursuance of this article, the presiding officer and at least two other persons present at such meeting, shall execute, acknowledge and cause to be filed and recorded, as provided in this chapter, a certificate of incorporation. Such certificate of incorporation shall state the name of the proposed corporation; the county and town, city or village, where its principal place of worship is or is intended to be located; the fact that a meeting of such church duly called decided that such church be incorporated, also the determination of such meeting of all the matters required in this article to be determined by such meeting, and, as the case shall be, the names of the persons elected as trustees, and the term for which each was elected, or the names of the spiritual officers and their offices, who, by the determination of such meeting, are by virtue of their office to be trustees of such corporation. On filing such certificate such church shall be a corporation by the name stated therein, and the officers determined upon by the meeting for incorporation and their successors in office, by virtue of their offices, if they be spiritual officers of such church, shall be the trustees of such corporation, or if by said meeting it was determined that the trustees should be elected as such, then such as were so elected by said meeting as trustees, and their successors in office shall be the trustees of such corporation.

§ 64. Changing system of trustees. 1. If the trustees of an incorporated Presbyterian church in connection with the Presbyterian Church (U.S.A.) shall at any time be elective as trustees and not trustees by virtue of being spiritual officers, the church may, at an annual corporate meeting if notice thereof be given with the notice of such meeting, determine that the board of deacons thereof, or the session with the board of deacons thereof, or the session thereof shall thereafter constitute the trustees thereof, and thereupon the presiding officer of such meeting and at least two other persons present thereat shall sign, acknowledge and cause to be filed and recorded a certificate

stating the fact of such determination, the names of the officers determined upon to be the ex officio trustees thereof and thereon the terms of office of such elective trustees shall cease, and the officers determined upon by such corporate meeting and their successors in office shall, by virtue of their respective offices, be the trustees of such church.

2. If, at any time, the spiritual officers of an incorporated Presbyterian church in connection with the Presbyterian Church (U.S.A.), which officers by virtue of their offices constitute the trustees thereof, shall determine to submit to a meeting of such church corporation the question whether the trustees of such church shall be thereafter elective as such trustees, they shall cause a special corporate meeting of such church to be called and held in the manner provided in section sixty-five of this chapter, and such corporate meeting shall determine whether the trustees of such church shall thereafter be elective in pursuance of this article and also whether the number of such trustees shall be three, six, nine, twelve, fifteen, eighteen, twenty-one, or twenty-four and the date of the annual corporate meeting of the church. If such meeting shall determine that such trustees shall thereafter be elective as such trustees, the number of such trustees and the date of the first annual corporate meeting of the church, the presiding officer thereof and at least two other persons present and voting thereat shall sign, acknowledge and cause to be filed and recorded in the office of the clerk of the county in which the certificate of incorporation of such church is filed a certificate of such determination of such meeting; thereafter the trustees of such church shall be elective in pursuance of this article. At the next annual corporate meeting after the filing of such certificate, one-third of the number of trustees so determined on shall be elected to hold office for one year, one-third for two years and one-third for three years, the officers of such church who by virtue of their offices have been trustees of such church shall then cease to be such trustees and thereafter the trustees of such church and their successors shall be elective as such trustees as in this article provided. At each subsequent annual corporate meeting of such church, one-third of the number of trustees so determined on shall be elected to hold office for

three years. The nomination and election of trustees shall be conducted as provided in the constitution of the Presbyterian Church (U.S.A.).

§ 65. Corporate meetings. 1. In every incorporated church to which this article applies and in which the trustees thereof as such are elective, there shall be held an annual corporate meeting. Such annual corporate meeting of every incorporated church to which this article is applicable shall be held at the time and place fixed by or in pursuance of law therefor, if such time and place be so fixed, and otherwise at a time and place to be fixed by its trustees and in accordance with the constitution of the Presbyterian Church (U.S.A.).

2. A special corporate meeting of any such church may be called by trustees thereof on their own motion, and must be so called on the written request of at least ten qualified voters of such church, or on the request of the session thereof, and shall be called and notice thereof given in the same manner as for an annual corporate meeting.

3. The trustees shall cause notice of the time and place of its corporate meetings to be given at a regular meeting of the church for public worship, at morning service, if such service be held, on each of the two successive Sundays next preceding such meeting, if public worship be had thereon, or otherwise on each of two days, at least one week apart, next preceding such meeting; or if no such public worship be held during such period, by conspicuously posting such notice, in writing, upon the outer entrance to the principal place of worship of such church. Such notice shall be given by the minister of the church, if there be one, or by the officiating minister thereof, if there be one, or by any officer of such church. If such notice be of an annual corporate meeting it shall specify the names of the trustees whose successors are to be elected thereat; if such notice be of a special corporate meeting, it shall specify the particular business to be transacted thereat, and no other business shall be transacted at such special corporate meeting.

4. Whenever in any such incorporated church, by virtue of their

offices, any of the spiritual officers thereof are the trustees thereof, they may in their discretion call special corporate meetings of such incorporated church; and in such case such meetings shall be called by the same notice published or posted in the same manner as herein provided for the notice of such a meeting by the trustees of such a church elected as such; and in each such case such notice must specify the particular business to be transacted at such meeting, and no other business shall be transacted at such special corporate meeting.

§ 66. Organization and conduct of corporate meetings; qualifications of voters thereat. 1. At a corporate meeting of an incorporated church to which this article is applicable the following persons and no others shall be qualified voters, to wit: All persons who are then members in good and regular standing of such church by admission into full communion and membership therewith, in accordance with the constitution of the Presbyterian Church (U.S.A.).

2. The presence at any corporate meeting of an incorporated church of at least six communicant members of full age shall be necessary to constitute a quorum. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters present.

3. At any corporate meeting of an incorporated church to which this article is applicable, the pastor of such church, the officiating minister thereof, or the president of the board of trustees shall preside thereat.

4. Nothing contained in this article shall prevent the qualified voters at any meeting held pursuant to this article from choosing a person to preside at any corporate meeting of any incorporated church, other than the person or officer designated in this article to preside thereat, and when such other person shall be chosen he shall exercise all the powers in this article conferred upon the presiding officer of such meeting.

5. The presiding officer of a corporate meeting shall receive the

votes, be the judge of the qualifications of voters, and declare the result of the votes cast on any matter. The polls of an annual corporate meeting shall continue open until all qualified voters present shall have had a full opportunity to vote.

6. At each annual corporate meeting successors to those trustees whose terms of office then expire shall be elected from the qualified voters by ballot for a term of three years thereafter. The nomination and election of trustees shall be conducted as provided in the constitution of the Presbyterian Church (U.S.A.).

§ 67. Changing date of annual corporate meetings. An annual corporate meeting of an incorporated church to which this article is applicable, may change the date of its annual meeting thereafter. If such date shall next thereafter occur less than six months after the annual meeting at which such change is made the next annual meeting shall be held one year from such next recurring date. For the purpose of determining the terms of office of trustees, the time between the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 68. Changing number of trustees. An incorporated church to which this article is applicable, may, at an annual corporate meeting, change the number of its trustees to three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four, and classify them so that the terms of one-third expire each year. No such change shall affect the terms of the trustees then in office, and if the change reduces the number of trustees it shall not take effect until the number of trustees whose terms of office continue for one or more years after an annual election, is less than the number determined upon. Whenever the number of trustees so holding over is less than the number so determined on, trustees shall be elected in addition to those so holding over sufficient to make the number of trustees for the ensuing year equal to the number so determined on. The trustees so elected up to and including one-third of the number so determined on, shall be elected for three years, the

remainder up to and including one-third of the number so determined on for two years and the remainder for one year.

§ 69. Trustees, their meetings, vacancies and filling thereof, their powers. 1. Two trustees of an incorporated church, to which this article is applicable, may call a meeting of such trustees by giving at least twenty-four hours' notice thereof personally or by mail to the other trustees. A majority of the trustees lawfully convened shall constitute a quorum for the transaction of business. In case of a tie vote at a meeting of the trustees, the presiding officer of such meeting shall, notwithstanding he has voted once, have an additional casting vote.

2. If any trustee of an incorporated church to which this article is applicable, declines to act, resigns or dies, or ceases to be such member, his office shall be vacant. Such vacancy may be filled at a duly called special meeting of the corporation.

3. Subject to the authority of the session, the trustees of an incorporated church to which this article is applicable shall have the custody and control of all the temporalities and property belonging to the corporation and of the revenues from such property and shall administer the same in accordance with the constitution of the Presbyterian Church (U.S.A.), and with the provisions of law relating thereto, for the support and maintenance of the church corporation or, providing the members thereof at a corporate meeting thereof shall so authorize, of some religious, charitable, benevolent or educational object conducted by such church or connected with it or with the denomination with which it is connected, and they shall not use such property or revenue for any other purpose or divert the same from such uses.

4. The words "temporalities," "property," "revenue" and "revenues," as used in this section, or elsewhere in this article, shall not be construed to include the contributions in such church or elsewhere for benevolent or other purposes, which shall be contributed and paid to the

pastor or pastors, ruling elders, the church session, or the deacons of any such church, either in the church services or otherwise, to be distributed, or used, or administered, by them, or any, or either of them, nor to any funds or property devised, bequeathed or contributed, to be administered or expended by such pastor or pastors, ruling elders, church session, deacons or other spiritual officers of such church.

5. The trustees of any such church shall have no power, without the consent of a corporate meeting, to incur debts beyond what is necessary for the care of the property of the corporation.

§ 70. Definitions. The words "spiritual officers," as used in this article, include the pastor or pastors, the ruling elders, and the deacons, of any church to which this article is applicable.

ARTICLE 5

ROMAN CATHOLIC CHURCHES

Section 90. Incorporation of Roman Catholic churches.

91. Government of incorporated Roman Catholic churches.

92. Division of Roman Catholic parish; disposition of property.

§ 90. Incorporation of Roman Catholic churches. An unincorporated Roman Catholic church in this state may become incorporated as a church by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which such church shall be known and the county, town, city or village where its principal place of worship is, or is intended to be, located.

A certificate of incorporation of an unincorporated Roman Catholic church shall be executed and acknowledged by the Roman Catholic archbishop or bishop, and the vicar-general of the diocese in which its place of worship is, and by the rector of the church, and by two laymen, members of such church who shall be selected by such officials, or by a majority of such officials.

On filing such certificate such church shall be a corporation by the name stated in the certificate.

§ 91. Government of incorporated Roman Catholic churches. The archbishop or bishop and the vicar-general of the diocese to which any incorporated Roman Catholic church belongs, the rector of such church, and their successors in office shall, by virtue of their offices, be trustees of such church. Two laymen, members of such incorporated church, selected by such officers or by a majority of them, shall also be trustees of such incorporated church, and such officers and such laymen trustees shall together constitute the board of trustees thereof. The two laymen signing the certificate of incorporation of an incorporated Roman Catholic church shall be the two laymen trustees thereof during the first year of its corporate existence. The term of office of the two laymen trustees of an incorporated Roman Catholic church shall be one year. Whenever the office of any such layman trustee shall become vacant by expiration of term of office or otherwise, his successor shall be appointed from members of the church, by such officers or a majority of them. No act or proceeding of the trustees of any such incorporated church shall be valid without the sanction of the archbishop or bishop of the diocese to which such church belongs, or in case of their absence or inability to act, without the sanction of the vicar-general or of the administrator of such diocese.

§ 92. Division of Roman Catholic parish; disposition of property. Wherever a Roman Catholic parish has been heretofore or shall hereafter be duly divided by the Roman Catholic bishop having jurisdiction over said parish, and the original Roman Catholic church corporation is given one part of the old parish, and a new or second Roman Catholic church corporation is given the remaining part of the old parish, and it further appears that by reason of the said division the original Roman Catholic church corporation holds title to real property situate within the part of the old parish that was given to the new or second Roman Catholic church corporation, then the said Roman Catholic bishop or his

successor shall have the right and power, of himself, independently of any action or consent on the part of the trustees of the original Roman Catholic church corporation, to transfer the title of the said real property, with or without valuable consideration, to the said new or second Roman Catholic church corporation. Said transfer shall be made by the said Roman Catholic bishop or his successor after having complied with the requirements of this chapter in the same manner as the trustees of any religious corporation are compelled to do before making a transfer of church property. If a valuable consideration is paid for the transfer the same shall be received by the said Roman Catholic bishop or his successor and distributed between the said original Roman Catholic church corporation and the new or second Roman Catholic church corporation in such proportions as in the discretion of the said bishop or his successor may seem proper.

ARTICLE 5-A

CHRISTIAN ORTHODOX CATHOLIC CHURCHES OF THE EASTERN CONFESSION

Section 95. Incorporation of Christian Orthodox Catholic churches of the Eastern Confession.

96. Government of incorporated Christian Orthodox Catholic churches of the Eastern Confession.

§ 95. Incorporation of Christian Orthodox Catholic churches of the Eastern Confession. An unincorporated Christian Orthodox Catholic church of the Eastern Confession in this state may become incorporated as a church by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which such church shall be known and the county, town, city or village where its principal place of worship is, or is intended to be located.

A certificate of incorporation of an unincorporated Christian Orthodox Catholic church of the Eastern Confession shall be executed and acknowledged by six lay members of such church.

On filing such certificate such church shall be a corporation by the name stated in the certificate.

§ 96. Government of incorporated Christian Orthodox Catholic churches of the Eastern Confession. The six lay members of every incorporated Christian Orthodox Catholic church of the Eastern Confession in this state, incorporated on or after April ninth, nineteen hundred twenty-three, signing the certificate of incorporation, and the rector shall be the trustees of such church for the first year or until their successors are selected according to the by-laws of such church or the rules and usages of the denomination to which such church belongs. The trustees of every such church incorporated before April ninth, nineteen hundred twenty-three, shall consist of the rector and such other persons as may be selected according to the by-laws of such church or the rules and usages of the denomination to which such church belongs.

ARTICLE 5-B

RUTHENIAN GREEK CATHOLIC CHURCHES.

Section 100. Incorporation of Ruthenian Greek Catholic churches.

101. Government of incorporated Ruthenian Greek Catholic churches.

102. Transfer of other religious organizations to Ruthenian Greek Catholic churches; disposition of property.

§ 100. Incorporation of Ruthenian Greek Catholic churches. An unincorporated Ruthenian Greek Catholic church of the Greek rite in this state may become incorporated as a church by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which said church shall be known, and the county, town, city or village where its principal place of worship is or is intended to be located.

A certificate of incorporation of an unincorporated Ruthenian Greek Catholic church shall be executed and acknowledged by the Ruthenian Catholic bishop, appointed by the pope of Rome to have supervision over

Ruthenian Catholics of the Greek rite in the United States, or in case of a vacancy in the office of bishop by reason of death, resignation or otherwise, the Ruthenian administrator of the Ruthenian Catholic diocese duly appointed and recognized by the apostolic delegate in the United States, and the chancellor of the diocese in which its place of worship is, and by the pastor of the church and by two laymen, members of such church, who shall be elected by such officers or by a majority of such officers. On filing such certificate, said church shall be a corporation by the name stated in the certificate.

§ 101. Government of incorporated Ruthenian Greek Catholic churches.

The bishop, or in case of vacancy in the office of the bishop, then the administrator, the chancellor of the diocese to which any incorporated Ruthenian Greek Catholic church belongs, together with the pastor of said church, shall by virtue of their office be trustees of such church; two laymen members of such incorporated church selected by such officers, or by a majority of them, shall also be trustees of such incorporated church, and such officers, pastor and such laymen trustees shall together constitute the board of trustees thereof. The two laymen signing the certificate of incorporation of a Ruthenian Greek Catholic church shall be the two laymen trustees thereof during the first year of its corporate existence. The term of office of the two laymen trustees of an incorporated Ruthenian Greek Catholic church shall be one year. Whenever the office of any such layman trustee shall become vacant by expiration of term of office or otherwise his successor shall be appointed from members of the church by such officers or a majority of them. No act or proceeding of the trustees of any such incorporated church shall be valid without the sanction or approval in writing of the bishop of the diocese to which said church belongs, or, in case of his absence or disability to act, of his vicar-general or of the administrator of such diocese.

§ 102. Transfer of other religious organizations to Ruthenian Greek Catholic church; disposition of property. Any religious organization or organizations incorporated under and by virtue of any law of this state,

whether incorporated under article five of the religious corporations law, or otherwise, shall be and they are hereby authorized to organize under the provisions of this act relating to incorporation of Ruthenian Greek Catholic churches of the Greek rite, and upon the filing of a certificate to be signed by the trustees of such existing association or organization or a majority of them, consenting to such organization or incorporation, under this act, all the right, title and interest of such association or corporation in any estate, real or personal, shall, with all franchises and charter rights, be vested in said body corporate and politic so created under this act and the original incorporation of such association or organization shall then be null and void.

ARTICLE 5-C

CHURCHES OF THE ORTHODOX CHURCH IN AMERICA

Section 105. Definitions.

106. Incorporation of churches of Orthodox Church in America.

107. Government of incorporated churches of Orthodox Church in America; powers and duties of trustees.

108. Reincorporation of existing corporations.

§ 105. Definitions. The "Orthodox Church in America", as that term is used anywhere in this article, refers to that group of churches, cathedrals, chapels, congregations, societies, parishes, committees and other religious organizations of the Eastern Confession (Eastern Orthodox or Greek Catholic Church) which were known as (a) Russian American Mission of the Russian Orthodox Church from in or about seventeen hundred ninety-three to in or about eighteen hundred seventy; (b) Diocese of Alaska and the Aleutian Islands of the Russian Orthodox Church from in or about eighteen hundred seventy to in or about nineteen hundred four; (c) Diocese of North America and the Aleutian Islands (or Alaska) of the Russian Orthodox Church from in or about nineteen hundred four to in or about nineteen hundred twenty-four; (d) Russian Orthodox Greek Catholic Church of North America (or America) from in or about nineteen hundred twenty-four to October nineteen hundred seventy; and (e) Orthodox Church in America since October nineteen hundred seventy;

and were subject to the administrative jurisdiction of the Most Sacred Governing Synod in Moscow until in or about nineteen hundred seventeen, later the Patriarchate of Moscow, thereafter constituted an administratively autonomous metropolitan district, but now constitute an autocephalous church of the Eastern Confession (Eastern Orthodox or Greek Catholic Church) by virtue of a proclamation of autocephaly made on April tenth, nineteen hundred seventy by the Patriarch of Moscow and All Russia and the Holy Synod of the Russian Orthodox Church.

An "American Orthodox church", as that term is used anywhere in this article, is a church, cathedral, chapel, congregation, society, parish, committee or other religious organization founded and established for the purpose and with the intent of adhering to, and being subject to the administrative jurisdiction of said mission, diocese, autonomous metropolitan district or autocephalous church hereinabove defined as the Orthodox Church in America.

§ 106. Incorporation of churches of Orthodox Church in America. An unincorporated American Orthodox church in this state may be incorporated by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which such church shall be known and the county, town, city or village where its principal place of worship is or is intended to be located. There shall be attached to such certificate the permission to incorporate signed by the metropolitan archbishop or other primate or hierarch of the Orthodox Church in America, or by the locum tenens acting in his place. Such certificate of incorporation shall be executed and acknowledged by six lay members of such church.

On filing such certificate such church shall be a corporation by the name stated in the certificate.

§ 107. Government of incorporated churches of Orthodox Church in America; powers and duties of trustees. 1. Every American Orthodox church in this state, whether incorporated before or after the said

proclamation of autocephaly, and whether incorporated or reincorporated pursuant to this article or any other article of the religious corporations law, or any general or private law, shall recognize and be and remain subject to the jurisdiction and authority of the general council, metropolitan archbishop or other primate or hierarch, the council of bishops, the executive council and other governing bodies and authorities of the Orthodox Church in America, pursuant to the statute for the government thereof, and any amendments thereto and any other statutes or rules adopted by a general council of the Orthodox Church in America and shall in all other respects conform to, maintain and follow the faith, doctrine, ritual, communion, discipline, canon law, traditions and usages of the Eastern Confession (Eastern Orthodox or Greek Catholic Church); provided, however, that the provisions of this section shall not be applicable to any church incorporated in this state which was excluded from the autocephaly of the Orthodox Church in America by said proclamation of autocephaly, namely, St. Nicholas Cathedral of the Russian Orthodox Church in North America and St. Mark Chapel, both of the County of New York, City of New York, St. John the Baptist Chapel, County of Bronx, City of New York, Church of St. George the Great Martyr, County of Queens, City of New York, Church of All Saints Glorified in the Russian Land, Village of Pine Bush, County of Orange, House Chapel of St. Seraphim of Sarov, Village of Westtown, County of Orange, and Church of St. George the Great Martyr, City of Buffalo, County of Erie, unless any such church shall reincorporate pursuant to this article and the certificate therefor shall set forth, in addition to the other statements required to be set forth therein, that the corporation is being reincorporated pursuant to this article with the permission of the governing authority of the Russian Orthodox Church.

2. The six lay members of every church incorporated pursuant to this article signing the certificate of incorporation and the rector shall be the trustees of such church for the first year or until their successors are selected according to the by-laws of such church or the rules and usages of the Orthodox Church in America.

3. The trustees of every American Orthodox church shall have the

custody and control of all temporalities and property, real and personal, belonging to such church and of the revenues therefrom and shall administer the same in accordance with the by-laws of such church,, and any amendments thereto and all other rules, statutes, regulations and usages of the Orthodox Church in America.

§ 108. Reincorporation of existing corporations. Any heretofore incorporated American Orthodox church may reincorporate under the provisions of this article, by filing in the office of the county clerk in the county in which its principal place of worship is located, a certificate, signed by the trustees in office at the time of such reincorporation, or by the majority of them, setting forth that they desire to reincorporate under the provisions of this article, the corporate name by which such church shall be known, the county, town, city or village where its principal place of worship is located and the number and the names of the trustees who are to hold office until the next annual meeting of said church. Immediately upon the filing of such certificate all the right, title, equity and interest of such church in any estate, real or personal, together with all franchise and charter rights, shall be vested in the body corporate and politic so created under this article and the original incorporation of such church shall be null and void.

ARTICLE 6

REFORMED DUTCH, REFORMED PRESBYTERIAN AND LUTHERAN CHURCHES

Section 110. Decision by a Reformed Dutch or Reformed Presbyterian church as to system of incorporation and government.

111. Decision by Lutheran church as to system of incorporation and government.

112. Incorporation of Reformed Dutch, Reformed Presbyterian and Evangelical Lutheran churches under this article.

113. Consistory of a Reformed church in America; minister, how chosen.

114. Reformed churches in America, changing system of choosing

trustees; minister, how chosen.

115. Reformed Presbyterian churches, changing system of choosing trustees; pew rents and minister's salary.

116. Evangelical Lutheran church, changing system of electing trustees.

§ 110. Decision by a Reformed Dutch or Reformed Presbyterian church as to system of incorporation and government. The minister or ministers, if there be any, and the elders and deacons of an unincorporated church in connection with the Reformed church in America, the true Reformed Dutch church in the United States of America, or with the Reformed Presbyterian church, may determine to incorporate such church in pursuance of this article, or to call a meeting of such unincorporated church for the purpose of deciding whether such church shall be incorporated in pursuance of article ten of this chapter, entitled "Special provisions for the incorporation and government of churches of other denominations."

If such ministers, elders and deacons determine to call such meeting for such purpose, then such church may be incorporated and shall be governed after its incorporation in pursuance of the provisions of article ten of this chapter, except such provisions thereof as are applicable to churches of a single denomination only, and except that the notice of the meeting for incorporation shall be signed by such ministers, elders and deacons or a majority of them, and no other signatures thereto shall be necessary to its validity; and, if it be a Reformed church in America, it shall, after incorporation, be governed by such of the provisions of this article as relates to its consistory and to the choice of its minister.

§ 111. Decision by Lutheran church as to system of incorporation and government. A meeting for the purpose of incorporating an unincorporated Evangelical Lutheran church must be called and held in pursuance of the provisions of article ten of this chapter, except that the first business of such meeting after its organization, shall be to determine

whether such church shall be incorporated and governed in pursuance of this article, or in pursuance of article ten of this chapter. If such meeting determines that such church shall be incorporated and governed in pursuance of this article, then no further proceedings shall be taken in pursuance of article ten, and such church may be incorporated and shall be governed after its incorporation in pursuance of the provisions of the following sections of this article, except such provisions as are applicable only to churches of a different denomination; and the certificate of incorporation shall recite such determination of such meeting. If such meeting determine that such church shall be incorporated and governed in pursuance of article ten of this chapter, then this article shall not be applicable thereto, but such church may be incorporated and shall be governed after its incorporation in pursuance of the provisions of article ten of this chapter, except such provisions as are applicable to churches of a single religious denomination only.

§ 112. Incorporation of Reformed Dutch, Reformed Presbyterian and Evangelical Lutheran churches under this article. If any unincorporated church in connection with the Reformed church in America, the true Reformed Dutch church in the United States of America, the Reformed Presbyterian church, or with the Evangelical Lutheran church, determine to incorporate in pursuance of this article, the minister or ministers and the elders and deacons thereof shall execute, acknowledge and cause to be filed and recorded, a certificate in pursuance of this article. The deacons of a Reformed Presbyterian church may alone sign such certificate if authorized so to do by such church. Such certificate of incorporation shall state the name of the proposed corporation, the county and town, city or village where its principal place of worship is or is intended to be located, and, if it be an Evangelical Lutheran church, the fact that a meeting of such church duly called decided that it be incorporated under this article. If it be signed by the deacons of a Reformed Presbyterian church, it shall state that they were authorized so to do by such church. On filing such certificate such church shall be a corporation by the name stated therein, and the minister or ministers, if any, and the elders and deacons of such church

shall by virtue of their offices be the trustees of such corporation, except that if it be a Reformed Presbyterian church, the certificate of incorporation of which shall have been, in pursuance of law, signed by its deacons only, the deacons of such church shall, by virtue of their offices, be the trustees of such corporation.

§ 113. Consistory of a Reformed church in America; minister, how chosen. Any church in connection with the Reformed church in America, the choice or election of the members of whose consistory is not subject to the ecclesiastical rules or jurisdiction of such Reformed church in America, shall, if the consistory so determine, be subject to such rules and jurisdiction; and thereafter the choice of the members of the consistory shall be in accordance with such rules and practices.

If any such church be incorporated under article ten of this chapter, or if its trustees be elective in pursuance of such article, its board of trustees and its consistory shall act concurrently in the choice of its minister.

§ 114. Reformed churches in America, changing system of choosing trustees; minister, how chosen. If the ministers, elders and deacons who, at any time, by virtue of their offices, constitute the trustees of any Reformed church in America, or of any true Reformed Dutch church in the United States of America, determine that the trustees of such church shall thereafter be elective in pursuance of article ten of this chapter, and shall determine whether the number of such trustees shall be three, six or nine, and the date of the annual corporate meeting of the church, they may sign, acknowledge and cause to be filed and recorded in the office of the clerk of the county in which the certificate of incorporation of such church is filed or recorded, a certificate of such determinations. Thereafter the trustees of such church shall be elective in pursuance of the provisions of article ten of this chapter, relating to the election of trustees of incorporated churches. At the next annual corporate meeting after the filing of such certificate, one-third of the number of trustees so determined on shall

be elected to hold office for one year, one-third for two years and one-third for three years, and the minister, elders and deacons shall cease to be the trustees of such church. At each subsequent annual corporate meeting of such church, one-third of the number of trustees so determined on shall be elected to hold office for three years. If the trustees of an incorporated Reformed church in America or of a true Dutch Reformed church in the United States of America are at any time elective, in pursuance of article ten of this chapter, or otherwise, the board of trustees and the consistory thereof may concurrently determine that the minister or ministers, if any, and the elders and deacons of such church shall constitute the trustees thereof. Thereon the president and clerk of the consistory and the president and clerk of the board of trustees shall sign and acknowledge and cause to be filed and recorded in the office of the clerk of the county in which the original certificate of incorporation is filed or recorded, a certificate of such determination, stating the names of such ministers, elders and deacons. On so filing and recording such certificate, such board of trustees shall be dissolved, and the minister or ministers, and elders and deacons of such church, and their successors in office shall constitute the trustees of such church.

§ 115. Reformed Presbyterian churches, changing system of choosing trustees; pew rents and minister's salary. If any incorporated Reformed Presbyterian church, at a meeting of the church or congregation, determine that the deacons of such church shall be the trustees thereof, then the deacons of such church actively engaged in the exercise of their offices therein, and their successors in office, shall, by virtue of their respective offices, be the trustees of such church. The salary of the minister and the pew rents in any such church shall be fixed by the vote of the congregation, and the trustees shall not fix or change the same.

§ 116. Evangelical Lutheran church, changing system of electing trustees. If the trustees of an incorporated Evangelical Lutheran church shall at any time be elective in pursuance of article ten of this

chapter, the church may, at an annual corporate meeting, if notice thereof be given with the notice of such meeting determine that the minister or ministers and elders and deacons thereof shall thereafter constitute the trustees thereof, and thereon the trustees of such church shall sign, acknowledge and cause to be filed and recorded, a certificate stating the fact of such determination, and the name of the minister or ministers, if any, and of the elders and deacons of such church; and thereon the terms of office of such elective trustees shall cease, and the minister or ministers and the elders and deacons of such church, and their successors in office shall, by virtue of their respective offices, be the trustees of such church. If, at any time, the officers of an incorporated Evangelical Lutheran church which officers by virtue of their offices constitute the trustees thereof shall determine to submit to a meeting of such church corporation, the question whether the trustees of such church shall be thereafter elective in pursuance of article ten of this chapter, they shall cause a corporate meeting of such church to be called and held in the manner provided in sections one hundred and ninety-four and one hundred and ninety-five of this chapter, and such corporate meeting shall determine whether the trustees of such church shall thereafter be elective in pursuance of article ten of this chapter, and also whether the number of such trustees shall be three, six or nine, and the date of the annual corporate meeting of the church. If such meeting shall determine that such trustees shall thereafter be elective, the presiding officer thereof and at least two other persons present and voting thereat, shall sign, acknowledge and cause to be filed and recorded in the office of the clerk of the county in which the certificate of incorporation of such church is filed, a certificate of such determination of such meeting; and thereafter the trustees of such church shall be elective in pursuance of article ten of this chapter. At the next annual corporate meeting after the filing of such certificate, one-third of the number of trustees so determined on shall be elected to hold office for one year, one-third for two years, and one-third for three years, and the officers of such church who by virtue of their offices have been trustees of such church, shall then cease to be such trustees, and thereafter article ten of this chapter shall apply to such church. At each subsequent annual corporate meeting of such church, one-third of the number of trustees so

determined on shall be elected to hold office for three years.

ARTICLE 7

BAPTIST CHURCHES

Section 130. Notice of meeting for incorporation.

131. The meeting for incorporation.

132. The certificate of incorporation.

133. Time, place and notice of corporate meetings.

134. Organization and conduct of corporate meetings;
qualifications of voters thereat.

135. Changing date of annual corporate meetings.

136. Changing number of trustees.

137. Meetings of trustees.

138. The creation and filling of vacancies among trustees of
such churches.

139. Control of trustees by corporate meetings of such churches;
salary of minister.

140. Transfer of property to Baptist corporations.

§ 130. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated Baptist church shall be given as follows: The notice shall be in writing, and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such church, electing trustees thereof, and selecting a corporate name therefor. The notice must be signed by at least six persons of full age, who are then members in good and regular standing of such church by admission into full communion or membership therewith. A copy of such notice shall be publicly read at a regular meeting of such unincorporated church for public worship, on the two successive Sundays immediately preceding the meeting, by the minister of such church, or a deacon thereof or by any person qualified to sign such notice.

§ 131. The meeting for incorporation. At the meeting for incorporation, held in pursuance of such notice, the qualified voters, until otherwise decided as hereinafter provided, shall be all persons of full age, who are then members, in good and regular standing of such church, by admission into full communion or membership therewith. At such meeting the presence of a majority of such qualified voters, at least six in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon. There shall be elected at said meeting from the qualified voters then present, a presiding officer, a clerk to keep the record of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors shall declare the result of the ballots cast on any matter, and shall be the judges of the qualifications of voters. If the meeting shall decide that such unincorporated church shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of the trustees thereof, which shall be three, six, nine, twelve or eighteen, and the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof shall be held, and shall decide also whether those who, from the time of the formation of such church or during the year preceding the meeting for incorporation, have statedly worshipped with such church and have regularly contributed to the financial support thereof, shall be qualified voters at such meeting for incorporation, and whether those who during the year preceding the subsequent corporate meetings of the church shall have statedly worshipped with such church and shall have regularly contributed to the financial support thereof, shall be qualified voters at such corporate meetings. Such meeting shall thereupon elect by ballot from the persons qualified to vote thereat one-third of the number of trustees so decided on, who shall hold office until the first annual election of trustees thereafter, and one-third of such number of trustees who shall hold office until the second annual election of trustees thereafter, and one-third of such number of trustees who shall hold office until the third annual election of trustees thereafter, or until the respective successors of such trustees shall be elected.

§ 132. The certificate of incorporation. If the meeting shall decide that such unincorporated church shall become incorporated, the presiding officer of such meeting and the two inspectors of election shall execute a certificate setting forth the name of the proposed corporation, the number of the trustees thereof, the names of the persons elected as trustees and the terms of office for which they were respectively elected and the county and town, city or village in which its principal place of worship is or is intended to be located. On the filing and recording of such certificate after it shall have been acknowledged or proved as hereinbefore provided, the persons qualified to vote at such meeting and those persons who shall thereafter, from time to time, be qualified voters at the corporate meetings thereof, shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church shall be the trustees thereof, for the terms for which they were respectively elected and until their respective successors shall be elected.

§ 133. Time, place and notice of corporate meetings. The annual corporate meeting of every incorporated Baptist church shall be held at the time and place fixed by or in pursuance of law therefor, if such time and place be so fixed, and otherwise, at a time and place to be fixed by its trustees. A special corporate meeting of any such church may be called by the board of trustees thereof, on its own motion, and shall be called on the written request of at least ten qualified voters of such church. The trustees shall cause notice of the time and place of its annual corporate meeting, and of the names of any trustees whose successors are to be elected thereat; and, if a special meeting, of the business to be transacted thereat, to be publicly read by the minister of such church or any trustee thereof at a regular meeting of the church for public worship, on the two successive Sundays immediately preceding such meeting; or if no such meeting for public worship shall have been held during such period, by conspicuously posting such notice, in writing, upon the outer entrance of the principal place of worship of such church and by mailing a copy of such notice to each member of such church in a securely sealed envelope, postage prepaid, addressed to his

last known place of residence, at least two weeks before such meeting.

§ 134. Organization and conduct of corporate meetings; qualifications of voters thereat. At a corporate meeting of an incorporated Baptist church the qualified voters shall be all persons who are then members of such church in good and regular standing by admission into full communion or membership therewith, or who have statedly worshipped with such church and have regularly contributed to the financial support thereof during the year next preceding such meeting; but any incorporated Baptist church may at any annual corporate meeting thereof, if notice of the intention so to do has been given with the notice of such meeting, decide that thereafter only members of such church in good and regular standing by admission into full communion or membership therewith shall be qualified voters at the corporate meetings. At such corporate meetings the presence of at least six persons qualified to vote thereat shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon. There shall be elected at said meeting from the qualified voters then present, a presiding officer, a clerk to keep the records of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors of election shall declare the result of the ballots cast on any matter and shall be the judge of the qualifications of voters. At each annual corporate meeting, successors to those trustees whose terms of office then expire, shall be elected by ballot from the qualified voters, for a term of three years thereafter, and until their successors shall be elected.

§ 135. Changing date of annual corporate meetings. An annual corporate meeting of an incorporated Baptist church may change the date of its annual meeting thereafter. If the date fixed for the annual meeting shall be less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from the date so fixed. For the purpose of determining the terms of office of trustees, the time between the annual meeting at which such change is

made and the next annual meeting thereafter shall be reckoned as one year.

§ 136. Changing number of trustees. An incorporated Baptist church may, at an annual corporate meeting, change the number of its trustees to not less than three, nor more than eighteen, or classify them so that the terms of one-third expire each year, provided that notice of such intended change or classification be included in the notice of such annual corporate meeting. No such change shall affect the terms of the trustees then in office, and if the change reduces the number of trustees, elections shall not be held to fill vacancies caused by the expiration of the terms of trustees until the number of trustees equals the number to which the trustees were reduced. Whenever the number of trustees in office is less than the number so determined on, sufficient additional trustees shall be elected to make the number of trustees equal to the number so determined on. The trustees so elected up to and including one-third of the number so determined on, shall be elected for three years, the remainder up to and including one-third of the number so determined on for two years, and the remainder for one year.

§ 137. Meetings of trustees. Meetings of the trustees of an incorporated Baptist church shall be called by giving at least twenty-four hours' notice thereof personally or by mail to all the trustees and such notice may be given by two of the trustees, but by the unanimous consent of the trustees a meeting may be held without previous notice thereof. A majority of the whole number of trustees shall constitute a quorum for the transaction of business at any meeting lawfully convened.

§ 138. The creation and filling of vacancies among trustees of such churches. If any trustee of an incorporated Baptist church declines to act, resigns or dies, or having been a member or such church ceases to be such member, or not having been a member of such church, ceases to be a qualified voter at a corporate meeting thereof, his office shall be

vacant, and such vacancy may be filled by the remaining trustees until the next annual corporate meeting of such church, at which meeting the vacancy shall be filled for the unexpired term.

§ 139. Control of trustees by corporate meetings of such churches; salary of minister. The trustees of an incorporated Baptist church shall have no power to settle or remove a minister or to fix his salary or, without the consent of a corporate meeting, to incur debts beyond what is necessary for the administration of the temporal affairs of the church and for the care of the property of the corporation; or to fix or change the time, nature or order of the public or social worship of such church. The temporal affairs and property of an incorporated Baptist church shall be administered by its trustees in accordance with and subject to its lawfully adopted by-laws and to the general or special rules, regulations, or resolutions lawfully adopted by the church at its annual or other regular corporate meeting or at any duly called special corporate meeting.

§ 140. Transfer of property to Baptist corporations. Any incorporated Baptist church, created by or existing under the laws of the state of New York, having its principal office or place of worship in the state of New York, or whose last place of worship was within the state of New York, is hereby authorized and empowered, by a vote of two-thirds of its qualified voters present and voting therefor, at a meeting regularly called for that purpose, to transfer and convey any of its property, real or personal, which it now has or may hereafter acquire, to any religious, charitable or missionary corporation connected with the Baptist denomination and incorporated by or organized under any law or laws of the state of New York, either solely, or among other purposes, to establish or maintain, or to assist in establishing or maintaining churches, schools, or mission stations or to erect, or assist in the erection of such buildings as may be necessary for any of such purposes, and on or without the payment of any money or other consideration therefor, and upon such transfer or conveyance being made, the title to and the ownership and right of possession of the property so transferred

and conveyed shall be vested in and conveyed to such grantee; and also any membership corporation incorporated by or organized under any special or general law or laws of the state of New York, either solely, or among other purposes, for religious, charitable, missionary or educational objects connected with or for the aid of the Baptist denomination or any church or churches thereof or for the erection or maintenance of any building therefor, is hereby authorized and empowered, by the vote of at least two-thirds of the whole number of its directors, or by the vote of at least a majority thereof if such whole number of directors is twenty or more, at any regularly called or regularly held meeting of such directors, to transfer and convey any of its property, real or personal, which it now has or may hereafter acquire, to any incorporated Baptist church within the state of New York, and on or without the payment of any money or other consideration therefor, and upon such transfer or conveyance being made, the title to and the ownership and right of possession of the property so transferred and conveyed shall be vested in and conveyed to such grantee; provided, however, that nothing herein contained shall impair or affect in any way, any existing claim upon or lien against any property so transferred or conveyed, or any action at law or legal proceeding, and subject, in respect to the amount of property the said grantee may take and hold, to the restrictions and limitations of existing laws.

ARTICLE 8

Churches of the United Church of Christ, Congregational Christian and Independent Churches

Section 160. Notice of meeting for incorporation.

161. The meeting for incorporation.

162. The certificate of incorporation.

163. Time, place and notice of corporate meetings.

164. Organization and conduct of corporate meetings;
qualifications of voters.

165. Changing date of annual corporate meetings.

166. Changing number of trustees.

167. Meetings of trustees.

168. Vacancies among trustees.

- 169. Limitation of powers of trustees.
- 170. Election and salary of ministers.
- 171. Transfer of property.
- 172. Application of this article.

§ 160. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated church of the United Church of Christ or Independent church shall be given as follows: The notice shall be in writing, and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such church, electing trustees thereof, and selecting a corporate name therefor. The notice must be signed by at least six persons of full age, who have statedly worshiped with such church and have regularly contributed to its support, according to its usages, for at least one year or since it was formed. A copy of such notice shall be publicly read at a regular meeting of such unincorporated church for public worship, on the two successive Sundays immediately preceding the meeting, by the minister of such church, or a deacon thereof or by any person qualified to sign such notice.

§ 161. The meeting for incorporation. At the meeting for incorporation, held in pursuance of such notice, the qualified voters, until otherwise decided as hereinafter provided, shall be all persons of full age who have statedly worshiped with such church and have regularly contributed to its support, according to its usages, for at least one year or since it was formed. At such meeting the presence of a majority of such qualified voters, in person, or by proxy duly authorized in writing, at least six in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon. The meeting shall be called to order by one of the signers of the call. There shall be elected at such meeting, from the qualified voters then present, a presiding officer, a clerk to keep the record of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding

officer and the inspectors shall decide the result of the ballots cast on any matter, and shall be the judges of the qualifications of the voters. If the meeting shall decide that such unincorporated church shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of the trustees thereof, which shall be three, six or nine, and the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof shall be held; and it may, by a two-thirds vote, decide that all members of the unincorporated church, of full age, in good and regular standing who have statedly worshiped with such church but who have not contributed to the financial support thereof, shall also be qualified voters at such meeting, and that such church members, who, for one year next preceding any subsequent corporate meeting, shall have statedly worshiped with such church and have been members thereof in good and regular standing, but have not regularly contributed to the financial support thereof, shall be qualified voters at such corporate meetings. Such meetings shall thereupon elect by ballot from the persons qualified to vote thereat one-third of the number of trustees so decided on, who shall hold office until the first annual election of trustees thereafter, one-third of such number of trustees who shall hold office until the second annual election of trustees thereafter, and one-third of such number of trustees who shall hold office until the third annual election of trustees thereafter, or until the respective successors of such trustees shall be elected. Such meeting shall also elect by ballot a clerk of the corporation, who shall hold his office until the close of the next annual meeting.

§ 162. The certificate of incorporation. If the meeting shall decide that such unincorporated church shall become incorporated, the presiding officer of such meeting and the two inspectors of election shall execute a certificate setting forth the name of the proposed corporation, the number of trustees thereof, the names of the persons elected as trustees, the terms of office for which they were respectively elected and the county and town, city or village in which its principal place of worship is or is intended to be located. On the filing and recording of such certificate, after it shall have been acknowledged or proved as

hereinbefore provided, the persons qualified to vote at such meeting and those persons who shall thereafter, from time to time, be qualified voters at the corporate meetings thereof, shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church shall be the trustees thereof for the terms for which they were respectively elected and until their respective successors shall be elected.

§ 163. Time, place and notice of corporate meetings. The annual corporate meeting of every church incorporated under this article shall be held at the time and place fixed by its by-laws, or if no time and place be so fixed, then at a time and place to be first fixed by its trustees, but to be changed only by a by-law adopted at an annual meeting. A special corporate meeting of any such church may be called by the board of trustees thereof, on its own motion, and shall be called on the written request of at least ten qualified voters of such church. The trustees shall cause notice of the time and place of its annual corporate meeting, and of the names of any trustees whose successors are to be elected thereat, and if a special meeting, of the business to be transacted thereat, to be publicly read by the minister of such church or any trustees thereof at a regular meeting of the church for public worship, on the two successive Sundays immediately preceding such meeting.

§ 164. Organization and conduct of corporate meetings; qualifications of voters. At every corporate meeting of a church to which this article is applicable the following persons, and no others shall be qualified voters, to wit: all persons who are then members in good and regular standing of such church by admission into full communion or membership therewith in accordance with the by-laws thereof, provided that if the by-laws so provide, persons who have statedly worshiped with such church and have regularly contributed to its financial support for not less than one year preceding such meeting shall also be qualified voters.

At such corporate meetings, the presence of at least six persons

qualified to vote thereat shall be necessary to constitute a quorum; and all matters or questions shall be decided by a majority of the qualified voters voting thereon, except that by-laws can be adopted or amended only by a two-thirds vote. The clerk of the corporation shall call the meeting to order; and under his supervision the qualified voters then present shall choose a presiding officer and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors of election shall declare the result of the ballots cast on any matter and shall be the judges of the qualifications of voters. At each annual corporate meeting, successors to those trustees whose terms of office then expire shall be elected by ballot from the qualified voters, for a term of three years thereafter, and until their successors shall be elected. A clerk of the corporation shall be elected by ballot, who shall hold office until the closing of the next annual meeting, and until his successor shall be elected.

§ 165. Changing date of annual corporate meetings. An annual corporate meeting of any church incorporated under this article may change the date of its subsequent annual meetings. If the date fixed for the annual meeting shall be less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from the date so fixed. For the purpose of determining the terms of office of trustees, the time between the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 166. Changing number of trustees. Any such incorporated church may, at an annual corporate meeting, change the number of its trustees to three, six, nine, twelve or fifteen, classifying them so that the terms of one-third expire each year, provided that notice of such intended change be included in the notice of such annual corporate meeting. No such change shall affect the terms of the trustees then in office; and if the change reduces the number of trustees, elections shall not be held to fill the vacancies caused by the expiration of the terms of trustees, until the number of trustees equals the number to which the

trustees were reduced. Whenever the number of trustees in office is less than the number so determined on, sufficient additional trustees shall be elected to make the number of trustees equal to the number so determined on. The trustees so elected, up to and including one-third of the number so determined on, shall be elected for three years, the remainder up to and including one-third of the number so determined on for two years, and the remainder for one year.

§ 167. Meetings of trustees. Meetings of the trustees of any such incorporated church shall be called by giving at least twenty-four hours' notice thereof personally or by mail to all the trustees; and such notice may be given by two of the trustees; but by the unanimous consent of the trustees, a meeting may be held without previous notice thereof. A majority of the whole number of trustees shall constitute a quorum for the transaction of business, at any meeting lawfully convened.

§ 168. Vacancies among trustees. If any trustee of any such incorporated church declines to act, resigns or dies, or ceases to be a qualified voter at a corporate meeting thereof, his office shall be vacant; and such vacancy may be filled by the remaining trustees until the next annual corporate meeting of such church; at which meeting the vacancy shall be filled for the unexpired term.

§ 169. Limitation of powers of trustees. The trustees of any such incorporated church shall have no power to call, settle or remove a minister or to fix his salary, nor without the consent of a corporate meeting, to incur debts, beyond what is necessary for the administration of the temporal affairs of the church and for the care of the property of the corporation; or to fix or change the time, nature or order of the public or social worship of such church.

§ 170. Election and salary of ministers. The ministers of any such

church shall be called, settled or removed and their salaries fixed, only by the vote of a majority of the members of such corporation duly qualified to vote at elections present and voting at a meeting of such corporation specially called for that purpose, in the manner hereinbefore provided for the call of special meetings; and any such corporation may, by its by-laws, make the call, settlement or removal of its ministers dependent upon a concurrent vote of the unincorporated church connected with such corporation; and in that case the concurrence of a majority of the members of such unincorporated church, present and voting at a meeting thereof, called for that purpose, shall be necessary to the call, settlement or removal of such ministers.

§ 171. Transfer of property. Any incorporated church of the United Church of Christ and any incorporated Congregational Christian church which is a member of the New York Conference of the United Church of Christ, created by or existing under the laws of the state of New York, having its principal office or place of worship in the state of New York, or whose last place of worship was within the state of New York, is hereby authorized and empowered, by the concurrent vote of two-thirds of its qualified voters present and voting therefor, at a meeting regularly called for that purpose, and of two-thirds of all its trustees, to direct the transfer and conveyance of any of its property, real or personal, which it now has or may hereafter acquire, to any religious, charitable or missionary corporation connected with the United Church of Christ and incorporated by or organized under any law of the state of New York, either solely, or among other purposes, to establish or maintain, or to assist in establishing or maintaining churches, schools or mission stations, or to erect or assist in the erection of such buildings as may be necessary for any of such purposes, with or without the payment of any money or other consideration therefor; and upon such concurrent votes being given, the trustees shall execute such transfer or conveyance; and upon the same being made, the title to and the ownership and right of possession of the property so transferred and conveyed shall be vested in and conveyed to such grantee; provided, however, that nothing herein contained shall impair or affect in any way any existing claim upon or lien against any

property so transferred or conveyed, or any action at law or legal proceeding; and such transfer shall be subject, in respect to the amount of property the said grantee may take and hold, to the restrictions and limitations of all laws then in force.

§ 172. Application of this article. This article applies only to churches of the United Church of Christ, Congregational Christian churches, whether or not part of the United Church of Christ, and Independent churches.

ARTICLE 8-A

CHURCHES OF THE UKRAINIAN ORTHODOX CHURCHES OF AMERICA

Section 169-a. Application for incorporation.

169-b. Notice of meeting for incorporation and provisions governing meetings for incorporation.

169-c. Certification of incorporation.

169-d. Government; powers and duties of the trustees.

169-e. Reincorporation of existing corporations.

§ 169-a. Application for incorporation. Any Ukrainian Orthodox church of the Greek rite may become incorporated in this state as a church of the Ukrainian Orthodox Church of America by executing, acknowledging and filing a certificate of incorporation as hereinafter provided.

§ 169-b. Notice of meeting for incorporation and provisions governing meetings for incorporation. 1. Notice of a meeting for the purpose of incorporating an unincorporated Ukrainian Orthodox church of the Greek rite shall be in writing and shall state in substance that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such a church and selecting a name therefor and electing trustees thereof.

2. Such notice shall be publicly read at a regular service of such

unincorporated church on a Sunday next preceding such meeting and a copy of such notice shall be sent by mail postpaid at least ten days prior to the date fixed for such meeting to each member of such church in good and regular standing at his last known address as same appears in the church record.

3. At the meeting for incorporation held in pursuance of such notice, all persons of full age, who are then members in good and regular standing of such church, shall be qualified voters. All the duly qualified voters present at such meeting, at least six in number, shall constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon.

4. There shall be elected at such meeting from the qualified voters then present a presiding officer and a clerk to keep the records of the proceedings of the meeting. The presiding officer shall decide the results of the votes cast on any matter and shall be the judge of the qualifications of the voters.

5. If the meeting shall decide that such unincorporated church shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of trustees thereof which shall be either three, five or seven, and the date, not more than fifteen months thereafter, on which the first annual election of the trustees shall be held.

6. Such meeting shall thereupon elect from the persons qualified to vote thereat the trustees who shall hold office until the first annual election of the trustees thereafter, or until their successors are elected and take office.

§ 169-c. Certification of incorporation. 1. The presiding officer of such meeting and at least two other persons present and voting thereat shall execute and acknowledge a certificate of incorporation which shall set forth the following:

(a) The name of the proposed corporation.

- (b) The number of trustees thereof.
- (c) The names of the trustees elected for the first year.
- (d) The county and town, city or village in which the principal place of worship is or is intended to be located.
- (e) The date of its annual meeting for the election of trustees.

2. On filing such certificate in the office of the county clerk of the county in which such church is or is intended to be located, such church shall be a corporation by the name stated in the certificate of incorporation.

§ 169-d. Government; powers and duties of the trustees. 1. Every Ukrainian Orthodox church incorporated pursuant to this article shall recognize and be subject to the jurisdiction of the duly appointed bishop or archbishop of the Ukrainian Orthodox Church of America, or his lawful successor in office, and shall conform to and adopt the faith, doctrine, discipline, canons and constitution of the said church.

2. The trustees of every such incorporated church shall have the custody and control of all the temporalities and property, real and personal, belonging to the corporation and the revenues therefrom, and shall administer the same strictly in accordance with the by-laws of the corporation and the rules, regulations and usages of the governing diocesan council of the said Ukrainian Orthodox Church of America.

§ 169-e. Reincorporation of existing corporations. Any Ukrainian Orthodox church of the Greek rite heretofore incorporated, other than those incorporated under the provisions of article five of the religious corporations law, may reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed by the trustees in office at the time of such reincorporation, or by the majority of them, setting forth that they desire to reincorporate under the provisions of this act, the corporate name by which such church shall be known, the county, town, city or village where its place of

worship is or is intended to be located, and the number and the names of the trustees who are to hold office until the next annual meeting of said corporation. If the bishop or archbishop having ecclesiastical jurisdiction over such church is not one of the trustees signing the certificate of reincorporation, such certificate shall not be valid until said bishop or archbishop has given his assent in writing to such reincorporation and the same is made a part of the certificate. Immediately upon the filing of such certificate all the right, title and interest of such organization or corporation in any estate, real or personal, shall, with all franchise and charter rights, be vested in said body corporate and politic so created under this act and the original incorporation of such organization shall be null and void.

The incorporation of a new church or reincorporation of an old church under this article shall not be valid until the same has been approved by a justice of the supreme court.

ARTICLE 8-B

CHURCHES OF THE HOLY UKRAINIAN AUTOCEPHALIC ORTHODOX CHURCH IN EXILE

Section 175. Application for incorporation.

176. Notice of meeting for incorporation and provisions governing meetings for incorporation.

177. Certificate of incorporation.

178. Government; powers and duties of the trustees.

179. Reincorporation of existing corporations.

§ 175. Application for incorporation. Any Ukrainian Orthodox church may become incorporated in this state as a church of the Holy Ukrainian Autocephalic Orthodox Church in Exile by executing, acknowledging and filing a certificate of incorporation as hereinafter provided.

§ 176. Notice of meeting for incorporation and provisions governing meetings for incorporation. 1. Notice of a meeting for the purpose of incorporating an unincorporated Ukrainian Orthodox church under this

article shall be in writing and shall state in substance that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such a church and selecting a name therefor and electing trustees thereof.

2. Such notice shall be publicly read at a regular service of such unincorporated church on a Sunday next preceding such meeting and a copy of such notice shall be sent by mail postpaid at least ten days prior to the date fixed for such meeting to each member of such church in good and regular standing at his last known address as same appears in the church record.

3. At the meeting for incorporation held in pursuance of such notice, all persons of full age, who are then members in good and regular standing of such church, shall be qualified voters. All the duly qualified voters present at such meeting, at least six in number, shall constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon.

4. There shall be elected at such meeting from the qualified voters then present a presiding officer and a clerk to keep the records of the proceedings of the meeting. The presiding officer shall decide the results of the votes cast on any matter and shall be the judge of the qualifications of the voters.

5. If the meeting shall decide that such unincorporated church shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of trustees thereof which shall be either three, five or seven, and the date, not more than fifteen months thereafter, on which the first annual election of the trustees shall be held.

6. Such meeting shall thereupon elect from the persons qualified to vote thereat the trustees who shall hold office until the first annual election of the trustees thereafter, or until their successors are elected and take office.

§ 177. Certificate of incorporation. 1. The presiding officer of such meeting and at least two other persons present and voting thereat shall execute and acknowledge a certificate of incorporation which shall set forth the following:

- (a) The name of the proposed corporation.
- (b) The number of trustees thereof.
- (c) The names of the trustees elected for the first year.
- (d) The county and town, city or village in which the principal place of worship is or is intended to be located.
- (e) The date of its annual meeting for the election of trustees.

2. On filing such certificate in the office of the county clerk of the county in which such church is or is intended to be located, such church shall be a corporation by the name stated in the certificate of incorporation.

§ 178. Government; powers and duties of the trustees. 1. Every Ukrainian Orthodox church incorporated pursuant to this article shall recognize and be subject to the jurisdiction of the duly appointed bishop or archbishop of the Holy Ukrainian Autocephalic Orthodox Church in Exile, or his lawful successor in office, and shall conform to and adopt the faith, doctrine, discipline, canons and constitution of the said church.

2. The trustees of every such incorporated church shall have the custody and control of all the temporalities and property, real and personal, belonging to the corporation and the revenues therefrom, and shall administer the same strictly in accordance with the by-laws of the corporation and the rules, regulations and usages of the governing diocesan council of the said Holy Ukrainian Autocephalic Orthodox Church in Exile.

§ 179. Reincorporation of existing corporations. Any Ukrainian Orthodox church heretofore incorporated, other than those incorporated

under the provisions of article five of the religious corporations law, may reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed by the trustees in office at the time of such reincorporation, or by the majority of them, setting forth that they desire to reincorporate under the provisions of this article, the corporate name by which such church shall be known, the county, town, city or village where its place of worship is or is intended to be located, and the number and the names of the trustees who are to hold office until the next annual meeting of said corporation. If the bishop or archbishop having ecclesiastical jurisdiction over such church is not one of the trustees signing the certificate of reincorporation, such certificate shall not be valid until said bishop or archbishop has given his assent in writing to such reincorporation and the same is made a part of the certificate. Immediately upon the filing of such certificate all the right, title and interest of such organization or corporation in any estate, real or personal, shall, with all franchise and charter rights, be vested in said body corporate and politic so created under this article and the original incorporation of such organization shall be null and void.

The incorporation of a new church or reincorporation of an old church under this article shall not be valid until the same has been approved by a justice of the supreme court.

ARTICLE 9

FREE CHURCHES

- Section 180. Corporation, how formed.
- 181. Rights, powers and limitations.
 - 182. Vacancies in boards of trustees.
 - 182-a. Increasing number of trustees.
 - 183. Seats and pews to be free.

§ 180. Corporation, how formed. Any seven or more persons of full age, citizens of the United States, and a majority of them being residents of

this state, who shall associate themselves for the purpose of founding and continuing one or more free churches, may make, sign and acknowledge, before any officer authorized to take the acknowledgment of deeds of land to be recorded in this state, and may file in the office of the secretary of state, and also of the clerk of the county in which any such church is to be established, and record as provided in section three of this chapter, a certificate in writing, in which shall be stated the name or title by which such society shall be known in the law, the purpose of its organization, and the names of seven trustees, of whom not less than five shall be persons who are not ministers of the gospel or priests of any denomination, to manage the same; but such certificate shall not be filed, unless with the written consent and approbation of a justice of the supreme court of the district in which any such church shall be intended to be established, to be indorsed on such certificate.

§ 181. Rights, powers and limitations. Upon the filing of such certificate the persons named therein as trustees, and their successors, being citizens of the United States and residents of this state, shall be a body politic and corporate, with all the rights, powers and duties, and subject to all the restrictions and obligations and other provisions, so far as the same may be applicable and consistent with this article, specified and contained in the act entitled "An act for the incorporation of benevolent, charitable, scientific and missionary societies," passed April twelfth, eighteen hundred and forty-eight, and the act amending the same, passed April seventh, eighteen hundred and forty-nine, except that the limitation in the first of the said acts of the value of real estate that may be held by any society in the city or county of New York, incorporated under this article, shall not be applicable to any church edifice erected or owned by such society, or the lot of ground on which the same may be built; and except that the provision in the first of the said acts, in relation to the personal liability of the trustees, shall be applicable only to the trustees who shall have assented to the creation of any debt.

§ 182. Vacancies in boards of trustees. Any vacancies occurring in the said board of trustees shall be supplied by the remaining trustees at any legal meeting of the members; but there shall always be at least five members of the board who are not ministers of the gospel or priests of any denomination.

§ 182-a. Increasing number of trustees. The number of trustees may be increased to not exceeding eleven by said board of trustees at any legal meeting of the members, whereupon a certificate of such increase shall be made, signed, acknowledged and filed by the existing trustees in the manner provided by section one hundred and eighty for the execution and filing of the certificate of incorporation, except that the consent and approbation of a justice of the supreme court shall not be necessary to the filing of such certificate. The additional trustees authorized by such increase shall be supplied in the same manner as vacancies in the original board of trustees; but there shall always be at least a majority of the board who are not ministers of the gospel or priests of any denomination.

§ 183. Seats and pews to be free. The seats and pews in every church, building or edifice, owned or occupied by any corporation organized under this article, shall be forever free for the occupation and use, during public worship, of all persons choosing to occupy the same, and conducting themselves with propriety, and no rent, charge or exaction shall ever be made or demanded for such occupation or use.

ARTICLE IX-A

Churches of Christ, Scientist

- Section 184. Application of this article.
185. Notice of meeting for incorporation.
186. Meeting for incorporation.
187. Certificate of incorporation.
188. Time, place and notice of corporate meetings.
189. Organization and conduct of corporate meetings;

qualifications of voters thereat.

189-a. Changing date of annual corporate meetings.

189-b. Changing number of trustees.

189-c. Meetings of trustees.

§ 184. Application of this article. This article applies only to Churches of Christ, Scientist and Christian Science Societies, which are branches of The First Church of Christ, Scientist, in Boston, Massachusetts. Any such church or society heretofore incorporated shall hereafter be governed by the provisions of this article so far as applicable except that no person, who shall, when this article takes effect, be a duly qualified voter in any such previously incorporated church or society, shall be deprived of the right to vote at its corporate meetings by any provision of this article.

§ 185. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated Church of Christ, Scientist or Christian Science Society, shall be given as follows: The notice shall be in writing, and shall state, in substance, that a meeting of such unincorporated church or society will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such church or society, electing trustees thereof, and selecting a corporate name therefor.

The notice must be signed by at least six persons of full age who are then members in good and regular standing of such church or society by admission into full membership therewith, in accordance with the rules and regulations of such church or society. A copy of such notice shall be publicly read at each regular service of such unincorporated church or society on the two successive Sundays next preceding such meeting by the person acting as first reader, and a copy of such notice shall be sent by mail post paid at least ten days prior to the date fixed for such meeting to each member of such church or society in good and regular standing at his last known address as same appears in the church or society records.

§ 186. Meeting for incorporation. At the meeting for incorporation held in pursuance of such notice, the following persons, and no others, shall be qualified voters, to wit: All persons of full age, who are then members in good and regular standing of such church or society by admission into full membership therewith, in accordance with the rules and regulations thereof.

At such meeting, the presence of a majority of such qualified voters, at least six in number, shall be necessary to constitute a quorum. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon, a quorum being present. The meeting shall be called to order by one of the signers of the call. There shall be elected at such meeting, from the qualified voters then present, a presiding officer, a clerk to keep the record of the proceedings, of the meeting and two inspectors of election to receive the ballots cast. The presiding officer of the meeting and the inspectors shall decide the results of the ballots cast on any matter, and shall be the judges of the qualifications of voters.

Such meeting shall decide whether such unincorporated church or society shall become incorporated. If such decision shall be in favor of incorporation such meeting shall decide upon the name of the proposed corporation which shall be "Church of Christ, Scientist," prefixed by "First," "Second," "Third" or other numerical designation, or "Christian Science Society" as the case may be, and followed by the name of the place where it shall be located; the meeting also shall decide the number of the trustees of such church or society, which shall be any number from three to twelve, and shall determine the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof after such meeting shall be held. Such meeting shall thereupon elect by ballot, from the persons qualified to vote thereat, one-third of the number of trustees as nearly as possible so decided upon who shall hold office until the first annual election of trustees thereafter, one-third of such number of trustees as nearly as possible who shall hold office until the second annual election of trustees

thereafter, and the remainder of such trustees who shall hold office until the third annual election of trustees thereafter, or until the respective successors of such trustees shall be elected and take office.

§ 187. Certificate of incorporation. If the meeting shall decide that such unincorporated church or society shall become incorporated, the presiding officer of such meeting and the two inspectors of election, shall execute and acknowledge a certificate of incorporation, setting forth the name of the proposed corporation, the number of trustees thereof, the names of the persons elected as trustees, the terms of office for which they were respectively elected and the county and town, city or village in which its principal place of worship is, or is intended to be located. On the filing and recording of such certificate, as hereinbefore provided in this chapter, the persons qualified to vote at such meeting and those persons who shall thereafter, from time to time be qualified voters at the corporate meetings thereof, shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church or society shall be the trustees thereof for the terms for which they were respectively so elected, or until their respective successors shall be elected and take office.

§ 188. Time, place and notice of corporate meetings. The annual corporate meeting of every incorporated church or society to which this article is applicable shall be held at the time and place fixed by its by-laws. A special corporate meeting of any such church or society may be called by the board of trustees thereof, on its own motion, and shall be called on the written request of at least ten qualified voters of such church or society. The trustees shall cause written notice of the time and place of any corporate meeting, therein specifying, if an annual meeting, the names of any trustees whose successors are to be elected thereat, and, if a special meeting, specifying the business to be transacted thereat, to be served, either personally or by mail, upon each qualified voter of the church or society entitled to vote at the meeting, not less than ten nor more than forty days before the meeting.

If mailed, the notice shall be directed to each qualified voter entitled to notice at his address as it appears on the books or records of the church or society.

§ 189. Organization and conduct of corporate meetings; qualifications of voters thereat. At a corporate meeting of every incorporated church or society to which this article is applicable, the following persons, and no others, shall be qualified voters, to wit: All persons who are then members in good and regular standing of such church or society by admission into full membership therewith. The presence at such meetings of at least six persons qualified to vote thereat shall be necessary to constitute a quorum, provided that any church or society to which this article is applicable may by its by-laws fix the number of members necessary to constitute a quorum. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon, a quorum being present, except that by-laws may provide specifically for action being taken upon any matter or question by more than a majority vote, in which event such by-law provisions shall govern any such action; and further excepted that by-laws can be adopted or amended only by a two-thirds vote, as hereinbefore provided by this chapter. The clerk of the church or society shall call the meeting to order, and then turn it over to a presiding officer chosen by the qualified voters then present or to the one designated under the provisions of the by-laws; and if an election is to be held at such meeting, two inspectors of election shall be chosen by the qualified voters then present, unless otherwise designated under the provisions of the by-laws. The presiding officer and the inspectors of election shall receive the votes, shall be the judges of the qualifications of voters and shall decide the result of the votes cast at any election. The polls of an annual corporate meeting shall remain open for such time as may be determined by a majority of the qualified voters present. At each annual corporate meeting successors to those trustees whose terms of office then expire, shall be elected from the qualified voters by ballot, for a term of three years thereafter, and until their successors shall be elected and take office.

§ 189-a. Changing date of annual corporate meetings. Any incorporated church or society to which this article is applicable, at any annual meeting may change the date of its subsequent annual meetings. If the date fixed for the annual meeting shall be less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from the date so fixed. For the purpose of determining the terms of office of trustees and officers, the time between the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 189-b. Changing number of trustees. Any incorporated church or society to which this article is applicable may, at an annual corporate meeting, change the number of its trustees to any number from three to twelve and classify them so that the terms of one-third as nearly as possible expire each year, provided that notice of such intended change be included in the notice of such annual corporate meeting. No such change shall affect the terms of the trustees then in office, and if the change reduces the number of trustees, election shall not be held to fill the vacancies caused by the expiration of the terms of trustees, until the number of trustees equals the number to which the trustees were reduced. Whenever the number of trustees in office is less than the number so determined on, sufficient additional trustees shall be elected to make the number of trustees for the ensuing year equal to the number so determined on. The trustees so elected up to and including as nearly as possible one-third of the number so determined on, shall be elected for three years, the remainder up to and including as nearly as possible one-third of the number so determined on for two years and the remainder for one year.

§ 189-c. Meetings of trustees. The chairman of the board of trustees of any incorporated church or society to which this article is applicable or any two members of such board may call a meeting of such trustees by giving at least twenty-four hours' notice thereof, personally or by mail, to all the other trustees, but by the unanimous

consent of the trustees a meeting may be held without previous notice thereof. A majority of the trustees lawfully convened shall constitute a quorum for the transaction of business. In case of a tie vote at the meeting of the trustees the presiding officer of such meeting shall, notwithstanding he had voted once, have an additional casting vote. In case of a vacancy in the office of trustee the remaining trustees may fill such vacancy until the next annual corporate meeting when the vacancy shall be filled for the unexpired term.

ARTICLE 10

OTHER DENOMINATIONS

- Section 190. Application of this article.
- 191. Notice of meeting for incorporation.
 - 192. The meeting for incorporation.
 - 193. The certificate of incorporation.
 - 194. Time, place and notice of corporate meetings.
 - 195. Organization and conduct of corporate meetings; qualification of voters thereat.
 - 196. Changing date of annual corporate meetings.
 - 197. Changing number of trustees.
 - 198. Meetings of trustees.
 - 199. Vacancies among trustees.
 - 200. Control of trustees by corporate meetings; salaries of ministers.
 - 201-a. Incorporation of the Religious Society of Friends.
 - 202. Trusts for Shakers and Friends.
 - 203. Conveyance or incumbrance of trust property of Friends.
 - 204-b. Change of name of churches and affiliated and subsidiary organizations of the church of the United Brethren in Christ and the Evangelical Church.
 - 205. Presiding officer.
 - 206. Termination and dissolution of churches of the General Assembly of the Christian Church (Disciples of Christ), Inc. whose churches are individually known as "Christian Church (Disciples of Christ)" or "Church of Christ (Disciples of Christ)" and affiliated religious

societies and the disposition of the real and personal property of such churches and/or affiliated religious societies.

- 207. The number of trustees of Jewish congregations and voting by proxy at certain meetings thereof.
- 208. Consolidation.
- 209. Effect of consolidation.
- 210. Incorporation of church connected with supreme council of Independent Associated Spiritualists.
- 211. Incorporation of church in connection with Spiritual Science Mother Church, Inc.

§ 190. Application of this article. This article is not applicable to a Baptist church, a Congregational Christian church, whether or not a part of the United Church of Christ, a church of the United Church of Christ incorporated after September first, nineteen hundred seventy-one, an Independent church, a United Methodist church, a Protestant Episcopal church, a Roman Catholic church, a Presbyterian church in connection with the General Assembly of the Presbyterian Church in the United States of America, a Christian Orthodox Catholic church of the Eastern Confession, a Ruthenian Greek Catholic church, or a Church of Christ, Scientist. No provision of this article is applicable to a reformed church in America, a True Reformed Dutch church in the United States of America, a Reformed Presbyterian church, or to an Evangelical Lutheran church, incorporated after October first, eighteen hundred and ninety-five, except as declared to be so applicable by article six of this chapter; this article is applicable to an Evangelical Lutheran church incorporated before October first, eighteen hundred ninety-five, if the trustees thereof were then elective as such and so long as they continue to be elective as such. Article six of this chapter is applicable to an Evangelical Lutheran church incorporated before October first, eighteen hundred and ninety-five, if its trustees were not then elective as such and so long as its trustees continue not to be elective as such. This article is applicable to churches of all other denominations.

§ 191. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated church, to which this article is applicable, shall be given as follows:

The notice shall be in writing, and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such church and electing trustees thereof.

The notice must be signed by at least six persons of full age, who are then members in good and regular standing of such church by admission into full communion or membership therewith, in accordance with the rules and regulations of such church, and of the governing ecclesiastical body of the denomination or order, if any, to which the church belongs, or who have statedly worshiped with such church and have regularly contributed to the financial support thereof during the year next prior thereto, or from the time of the formation thereof.

A copy of such notice shall be posted conspicuously on the outside of the main entrance to such place of worship, at least fifteen days before the day so specified for such meeting, and shall be publicly read at each of the two next preceding regular meetings of such unincorporated church for public worship, at least one week apart, at morning service, if such service be held, on Sunday, if Sunday be the day for such regular meetings, by the first named of the following persons who is present thereat, to wit: The minister of such church, the officiating minister thereof, the elders thereof in the order of their age beginning with the oldest, the deacons of the church in the order of their age beginning with the oldest, any person qualified to sign such notice.

§ 192. The meeting for incorporation. At the meeting for incorporation held in pursuance of such notice, the following persons, and no others, shall be qualified voters, to wit: All persons of full age, who are then members in good and regular standing of such church by admission into full communion or membership therewith, in accordance

with the rules and regulations thereof, and of the governing ecclesiastical body, if any, of the denomination or order, to which the church belongs, or who have statedly worshiped with such church and have regularly contributed to the financial support thereof during the year next preceding such meeting, or from the time of the formation thereof.

The presence of a majority of such qualified voters, at least six in number, shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon, a quorum being present.

The first named of the following persons who is present at such meeting shall preside thereat, to wit: The minister of the church, the officiating minister thereof, the elders thereof in the order of their age, beginning with the oldest, the deacons thereof in the order of their age, beginning with the oldest, any qualified voter elected to preside. The presiding officer of the meeting shall receive the votes, be the judge of the qualifications of voters and declare the result of the votes cast on any matter. The polls of the meeting shall remain open for one hour, and longer, in the discretion of the presiding officer, or if required by a majority of the voters present.

Such meeting shall decide whether such unincorporated church shall become incorporated. If such decision shall be in favor of incorporation such meeting shall decide upon the name of the proposed corporation, the number of the trustees thereof, which shall be three, six or nine, and shall determine the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof after such meeting shall be held. Such meeting shall elect from the persons qualified to vote at such meeting, one-third of the number of trustees so decided on who shall hold office until the first annual election of trustees thereafter, one-third of such number of trustees to hold office until the second annual election of trustees thereafter, and one-third of such number of trustees to hold office until the third annual election of trustees thereafter.

§ 193. The certificate of incorporation. The presiding officer of such meeting and at least two other persons present and voting thereat, shall execute and acknowledge a certificate of incorporation, setting forth the matters so determined at such meeting, the trustees elected thereat and the terms of office for which they were respectively elected and the county, town, city or village in which its principal place of worship is or is intended to be located. On filing such certificate the members of such church and the persons qualified to vote at such meeting and who shall thereafter, from time to time, be qualified voters, at the corporate meetings thereof, shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church shall be the trustees thereof, for the terms for which they were respectively so elected.

§ 194. Time, place and notice of corporate meetings. The annual corporate meeting of every incorporated church to which this article is applicable, shall be held at the time and place fixed by or in pursuance of law therefor, if such time and place be so fixed, and otherwise, at a time and place to be fixed by its trustees. A special corporate meeting of any such church may be called by the board of trustees thereof, on its own motion or on the written request of at least ten qualified voters of such church. The trustees shall cause notice of the time and place of its annual corporate meeting, therein specifying the names of any trustees, whose successors are to be elected thereat, and, if a special meeting, specifying the business to be transacted thereat, to be given at a regular meeting of the church for public worship, at morning service, if such service be held, on each of the two successive Sundays next preceding such meeting, if Sunday be the regular day for such public worship, and public worship be had thereon, or otherwise at a regular meeting of such church for public worship on each of two days, at least one week apart, next preceding such meeting, or if no such public worship be held during such period, by conspicuously posting such notice, in writing, upon the outer entrance to the principal place of worship of such church. Such notice shall be given by the minister of the church, if there be one, or if not, by the officiating minister thereof, if there be one, or if not, or if any such minister refuse to

give such notice, by any officer of such church. But a special corporate meeting of an incorporated Presbyterian church, to elect a pastor of such church or to take action in reference to the dissolution of the relations of the pastor and the church, may be called only by the session of such church. They may call such meeting whenever they deem it advisable to do so, or upon the request to them, by petition, of a majority of the qualified voters of such corporation, they must call such meeting. They shall give notice of such meeting in either case, in the manner in this section provided in a notice of a special meeting.

§ 195. Organization and conduct of corporate meetings; qualification of voters thereat. At a corporate meeting of an incorporated church to which this article is applicable the following persons, and no others, shall be qualified voters, to wit: All persons who are then members in good and regular standing of such church by admission into full communion or membership therewith in accordance with the rules and regulations thereof, and of the governing ecclesiastical body, if any, of the denomination or order to which the church belongs, or who have been stated attendants on divine worship in such church and have regularly contributed to the financial support thereof during the year next preceding such meeting; and any other church incorporated under this article, may at any annual corporate meeting thereof, or any corporate meeting called pursuant to the provisions of this article, if notice of the intention so to do has been given with the notice of such meeting, determine that thereafter only members of such church shall be qualified voters at corporate meetings thereof. The presence at such meetings of at least six persons qualified to vote thereat shall be necessary to constitute a quorum. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters voting thereon, a quorum being present. The first named of the following persons who is present at such meeting shall preside thereat, to wit: The minister of such church, the officiating minister thereof; the officers thereof in the order of their age beginning with the oldest, any qualified voters elected therefor at the meeting. The presiding officer of the meeting shall receive the votes, be the judge of qualifications of voters and declare the result of the votes cast on

any matter. The polls of an annual corporate meeting shall continue open for one hour, and longer in the discretion of the presiding officer, or if required by a majority of the qualified voters present. At each annual corporate meeting, successors to those trustees whose terms of office then expire, shall be elected from the qualified voters by ballot, for a term of three years thereafter.

§ 196. Changing date of annual corporate meetings. An annual corporate meeting of an incorporated church to which this article is applicable, may change the date of its annual meeting thereafter. If such date shall next thereafter occur less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from such next recurring date. For the purpose of determining the terms of office of trustees, the time between the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 197. Changing number of trustees. An incorporated church to which this article is applicable, may, at an annual corporate meeting, change the number of its trustees to three, six, nine, twelve, fifteen, eighteen, twenty-one or twenty-four, or classify them so that the terms of one-third expire each year. No such change shall affect the terms of the trustees then in office, and if the change reduces the number of trustees, it shall not take effect until the number of trustees whose terms of office continue for one or more years after an annual election is less than the number determined on. Whenever the number of trustees so holding over is less than the number so determined on, trustees shall be elected in addition to those so holding over, sufficient to make the number of trustees for the ensuing year equal to the number so determined on. The trustees so elected up to and including one-third of the number so determined on, shall be elected for three years, the remainder up to and including one-third of the number so determined on for two years, and the remainder for one year.

§ 198. Meetings of trustees. Two of the trustees of an incorporated church, to which this article is applicable, may call a meeting of such trustees, by giving at least twenty-four hours' notice thereof personally or by mail to the other trustees. A majority of the trustees lawfully convened shall constitute a quorum for the transaction of business. In case of a tie vote at a meeting of the trustees, the presiding officer of such meeting shall, notwithstanding he has voted once, have an additional casting vote.

§ 199. Vacancies among trustees. If any trustee of an incorporated church to which this article is applicable, declines to act, resigns or dies, or having been a member of such church, ceases to be such member, or not having been a member of such church, ceases to be a qualified voter at a corporate meeting thereof, his office shall be vacant, and such vacancy may be filled by the remaining trustees until the next annual corporate meeting of such church, at which meeting the vacancy shall be filled for the unexpired term.

§ 200. Control of trustees by corporate meetings; salaries of ministers. A corporate meeting of an incorporated church, whose trustees are elective as such, may give directions, not inconsistent with law, as to the manner in which any of the temporal affairs of the church shall be administered by the trustees thereof; and such directions shall be followed by the trustees. The trustees of an incorporated church to which this article is applicable, shall have no power to settle or remove or fix the salary of the minister, or without the consent of a corporate meeting, to incur debts beyond what is necessary for the care of the property of the corporation; or to fix or charge the time, nature or order of the public or social worship of such church, except when such trustees are also the spiritual officers of such church.

§ 201-a Incorporation of the Religious Society of Friends. An unincorporated meeting of the Religious Society of Friends in this state

may be incorporated by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which such meeting shall be known, and the county, town, city or village where its principal place of worship or principal office is or is intended to be located. Such certificate of incorporation shall be executed and acknowledged by the clerk of such meeting, and shall have attached thereto a statement, duly executed and acknowledged by the secretary, assistant clerk or such person as shall have the duty of recording the transactions of business sessions of meetings of such meeting, certifying that at a business session or meeting of such meeting, duly held and upon not less than thirty days notice, to the members thereof, as hereinafter provided, by a minute of the proceedings thereat, duly approved according to the usage and custom of such meeting, the clerk of such meeting was authorized and directed to execute and file such certificate of incorporation. Such notice shall be in writing, shall be given by mail addressed to the last known address of each member of such meeting according to the records thereof, and shall state in substance that a meeting of such unincorporated meeting will be held at its usual place of convening at a specified date and hour for the purpose of incorporating such meeting. On the filing of such certificate in accordance with the provisions of this chapter, such meeting shall be a corporation by the name stated in the certificate.

§ 202. Trusts for Shakers and Friends. All deeds or declarations of trust of real or personal property, executed and delivered before January first, eighteen hundred and thirty, or since May fifth, eighteen hundred and thirty-nine, to any person in trust for any United Society of Shakers, or heretofore executed and delivered to any person or persons in trust for any meeting of the Religious Society of Friends, or any of the purposes thereof, and the legal estates, interests and trusts purported to be conveyed, created or declared thereby, shall be valid. Trusts of real or personal property, for the benefit and use of the members of any United Society of Shakers, or of any meeting of the Religious Society of Friends, or any of the purposes thereof, may hereafter be created, according to the religious constitution of such society of Shakers, or the regulations and rules of discipline of such

Society of Friends. Such deeds or declarations of trust, heretofore or hereafter executed and delivered, shall vest in the trustees the legal estates and interests purported to be conveyed or declared thereby, to and for the uses and purposes declared therein; and such legal estates and trusts, and all legal authority with which the original trustees were vested by virtue of their appointment and conferred powers, shall descend to their successors in office or trust, who may be chosen in conformity to the constitution of such society, or the directions of such meeting. In case of the death of all the trustees of any trust for the benefit of any meeting of the Religious Society of Friends or any of the purposes thereof, heretofore appointed, or who may be hereafter appointed by virtue of this section, any such meeting may appoint a trustee or trustees in place of such person or persons, and the person or persons thus appointed by such meeting shall succeed to, and be invested with, all the powers, rights and duties conferred by this section and the deed or declaration of trust upon the trustee or trustees. In case of the consolidation of two or more meetings of the Religious Society of Friends into one meeting, all real and personal property held in trust for either or any of the meetings so consolidated, or any of the purposes thereof, shall continue to be vested in the trustees holding the same at the time of such consolidation, until their successors shall be chosen as above provided. Such consolidated meeting shall have the same rights, powers and duties in respect to such property, estates and trusts and in respect to the appointment of such trustees and their successors as the meetings so consolidated or either of them previously had. This section does not impair or diminish the rights of any person, meeting or association claiming to be a meeting of the Religious Society of Friends, which such person, meeting, or association claiming to be a meeting, had to any real or personal property held in trust for the use and benefit of any meeting of such society, before the division of such society which took place at the annual meeting held in the city of New York in May, eighteen hundred and twenty-eight. An incorporated or unincorporated society or meeting of Shakers or the Religious Society of Friends may take and hold property of the value or yearly income permitted by statute to a corporation other than a stock corporation. No person shall be a trustee at the same time of more than one society of Shakers or

meeting of Friends. A society of Shakers includes all persons of the religious belief of the people called Shakers, resident within the same county.

§ 203. Conveyance or incumbrance of trust property of Friends. The trustee or trustees, or survivor of any trustees, of any meeting of the Religious Society of Friends, appointed pursuant to the last preceding section, may sell, convey and grant, mortgage, or demise any or all of the trust property described in said trust deed or declaration of trust, to any person absolutely or in trust for such meeting, whenever any meeting of said society by resolution so directs. Any conveyance or mortgage of real estate or property so held in trust by any meeting of the Religious Society of Friends, which is hereafter made in pursuance of a resolution of such meeting as provided herein, shall be as valid and effectual for the conveyance or mortgage of the title of any real estate so held in trust, as if the heirs of any trustee who has died prior to the passage of such resolution had joined in the execution of such conveyance, mortgage or demise. Any instrument for the sale, mortgage or demise of such property shall embody such resolution, and be executed and acknowledged by such trustee or trustees; and in such acknowledgment such trustee or trustees shall make an affidavit that the person or persons executing such conveyance, mortgage or demise are the trustee or trustees of the trust property, and that the resolution embodied in such conveyance, mortgage or demise was duly passed by such meeting. Such affidavit shall be prima facie evidence of the facts therein stated.

§ 204-b. Change of name of churches and affiliated and subsidiary organizations of the church of the United Brethren in Christ and the Evangelical Church. Notwithstanding any provision of this chapter or of any general, special or local law, the two denominations known as the Church of the United Brethren in Christ and the Evangelical Church having united under the name of the Evangelical United Brethren Church, all existing corporations, institutions, unincorporated boards, societies, associations, churches or administrative agencies formerly

affiliated either with the Church of the United Brethren in Christ or the Evangelical Church, and all societies, conferences, boards, associations, corporations or organizations directly connected therewith or subsidiary thereto, shall be known as the Evangelical United Brethren Church or an affiliate thereof and all such churches, corporations, unincorporated associations, and other organizations shall hereafter be known by such names as changed and amended by this section.

The changes in names provided for by this section shall not in any respect change the identity of or affect, abate, defeat, alter or amend any of the rights, privileges, powers, property, rights, obligations, liabilities, or duties of any of said churches, corporations, organizations, or unincorporated associations aforesaid, all of which shall remain in full force and effect as though their respective names had not been so changed.

All churches, corporations, organizations, or unincorporated associations using the changed names as provided in this section shall continue to have and be possessed of all the interest, property, and rights to which they are or may become entitled under their former corporate names or other respective designations.

§ 205. Presiding officer. Nothing contained in this article shall prevent the qualified voters at any meeting held pursuant to this article or in this article described, from choosing a person to preside at any such meeting, other than the person or officer designated in this article to preside thereat, and when such other person shall be chosen he shall exercise all the powers in this article conferred upon the presiding officer of such meeting.

§ 206. Termination and dissolution of churches of the General Assembly of the Christian Church (Disciples of Christ), Inc. whose churches are individually known as "Christian Church (Disciples of Christ)" or "Church of Christ (Disciples of Christ)" and affiliated religious societies and the disposition of the real and personal property of such

churches and/or affiliated religious societies. 1. Any incorporated or unincorporated church of the "General Assembly of the Christian Church (Disciples of Christ), Inc." whose individual churches are known as either "Church of Christ (Disciples of Christ)" or "Christian Church (Disciples of Christ)" and any religious society or organization affiliated with the "General Assembly of the Christian Church (Disciples of Christ), Inc." or a "Christian Church (Disciples of Christ)" or "Church of Christ (Disciples of Christ)" desiring to disband, disorganize and become extinct and if incorporated, to dissolve the corporate entity, shall accomplish the above objectives by an affirmative vote of two-thirds of the members present and voting at a special meeting called for the specific purpose of accomplishing one or more of the above objectives, namely, the extinction of the church and/or religious society and the disbandment of the church and/or religious society and the dissolution of the corporate entity, if the church and/or religious society is incorporated.

2. Any incorporated or unincorporated church of the "General Assembly of the Christian Church (Disciples of Christ), Inc." whose affiliated individual churches are known as either "Church of Christ (Disciples of Christ)" or "Christian Church (Disciples of Christ)" and any religious society or organization affiliated with the "General Assembly of the Christian Church (Disciples of Christ), Inc." or an affiliated "Church of Christ (Disciples of Christ)" or a "Christian Church (Disciples of Christ)" shall be considered extinct when such church or society has not held religious services and/or conducted activities according to the customs and usages of the "General Assembly of the Christian Church (Disciples of Christ), Inc." of which said church or religious society is affiliated for a period of six consecutive months or has less than twenty-five active members attending regular weekly or monthly meetings and making regular weekly or monthly contributions toward the support of said church or religious society.

3. (a) Upon such notice as the supreme court in the judicial district where the church property or the religious society property is situated, may prescribe and upon application made by petition of the officers or the board of trustees or five members of such church or religious

society, stating fully the facts in the case and on evidence being furnished, including but not limited to appropriate affidavits that the conditions as set forth in subdivision one or two above have been established and are currently existing, upon satisfactory proof of the facts leading to said application, the court shall have jurisdiction to grant an order declaring the church or society extinct and the corporate entity dissolved if the petitioner is a religious corporation and said order shall direct the transfer of both real and personal property of the petitioner to the CHRISTIAN CHURCH (DISCIPLES OF CHRIST) - NORTHEASTERN REGION, INC. or direct that the real property and personal property be sold and that the proceeds be paid over to the CHRISTIAN CHURCH (DISCIPLES OF CHRIST) - NORTHEASTERN REGION, INC. after the full payment of all liens on the real property and of all of the outstanding debts of the petitioners.

(b) Such order shall operate to transfer the interest of such extinct church and/or religious society in such property or proceeds to the CHRISTIAN CHURCH (DISCIPLES OF CHRIST) - NORTHEASTERN REGION, INC.

(c) The order shall also direct that the real property and personal property or the proceeds obtained from the sale thereof after the payment of all of the debts, obligations and liabilities of the petitioner, shall be used by the CHRISTIAN CHURCH (DISCIPLES OF CHRIST) - NORTHEASTERN REGION, INC. exclusively for the purpose or purposes for which the CHRISTIAN CHURCH (DISCIPLES OF CHRIST) - NORTHEASTERN REGION, INC. was organized and incorporated.

4. Nothing in this section, however, shall be construed to impair or in any way effect any existing claim upon or lien against any property so transferred or conveyed to the CHRISTIAN CHURCH (DISCIPLES OF CHRIST) - NORTHEASTERN REGION, INC. or any action or legal proceedings that may be pending at the time of the transfer referred to herein.

5. (a) The use of proxy or absentee ballots shall not be used relative to any resolution involving matters set forth in subdivisions one and two of this section unless the use of such proxy or absentee ballots is authorized in the constitution and by-laws of the church or religious society proceeding under the provisions of subdivisions one and two of this section.

(b) The relief sought in subdivisions one and two of this section must be accomplished by formal action taken at a special meeting of the congregation of the church or of the members of the religious society called for such purpose. (See Article 10 Section 194 - "Time, Place and Notice of Corporate Meetings".)

(c) To vote at any meeting held to accomplish the purposes of subdivisions one and two of this section, persons otherwise qualified to vote must be at least eighteen years of age.

§ 207. The number of trustees of Jewish congregations and voting by proxy at certain meetings thereof. A congregation of the Jewish faith may at any general or special corporate meeting thereof change the number of its trustees to not more than seventy-two and classify them so that the terms of one-third shall expire each year and the trustees elected shall hold office for three years. Whenever the number of trustees in office is less than the number determined on, sufficient additional trustees shall be elected to make the total number of trustees equal to the number determined on. The additional trustees so to be elected shall be classified and hold office for such terms, not exceeding three years each, so that the terms of one-third of the total number of trustees shall expire each year, and thereafter for a term of three years each. The right of the members of such congregation to vote at meetings thereof shall be fixed by its by-laws, but every member of such congregation entitled to vote at any meeting thereof may vote by proxy on any proposition to sell, mortgage or lease any of its property or for its consolidation with one or more other religious corporations of the Jewish faith, or, in a city having a population of one million or more according to the latest federal census, in any election of trustees or officers. Every proxy must be executed in writing by the member conferring the same and shall not be given to any person other than a member of the congregation. No proxy shall be valid after the expiration of one year from the date of its execution. Every proxy shall be revocable at the pleasure of the person executing it.

§ 208. Consolidation. Any two or more religious corporations of the

Jewish faith, incorporated under or by general or special laws, may enter into an agreement for the consolidation or merger of such corporations, setting forth the terms and conditions of consolidation, the name of the proposed or surviving corporation, the number of its trustees, the time of the annual election and the names of the persons to be its trustees until the first or next annual meeting. Each corporation may petition the supreme court for an order consolidating or merging the corporations, setting forth the agreement for consolidation or merger and a statement of its real property and of its liabilities. Before the presentation of the petition to the court the agreement and petition must be approved by two-thirds of the votes cast in person or by proxy at a meeting of the members of each corporation called for the purpose of considering the proposed consolidation or merger in the manner prescribed by section six hundred five of the not-for-profit corporation law. An affidavit by the president and the secretary of each corporation stating that such approval has been given shall be annexed to the petition. On presentation to the court of such petition and agreement for consolidation or merger and on such notice as the court may direct, the court after hearing all the parties interested desiring to be heard, may make an order approving the consolidation or merger. When such order is made and duly entered and a certified copy thereof filed with the secretary of state and in the offices of the clerks of the counties in which the certificates of incorporation of the several constituent corporations were recorded, or if no such certificate was recorded, then in the office of the clerk of the county in which the principal place of worship of the new or surviving corporation is intended to be situated, such corporations shall become one corporation by the name designated in the order and the trustees named in the agreement for consolidation or merger shall be the trustees of the consolidated corporation.

§ 209. Effect of consolidation. The consolidated or merged corporation shall possess all the powers of the constituent corporations and shall have the power and be subject to the duties and obligations of a congregation of the Jewish faith formed for like purposes under the religious corporations law. All the rights, privileges and interests of

each of the constituent corporations, all the property, real, personal and mixed, and all the debts due on whatever account to either of them, and all things in action, belonging to either of them, shall be deemed to be transferred to and vested in such new corporation without further act or deed; and all claims, demands, property, and every other interest, belonging to the several constituent corporations, shall be as effectually the property of the new corporation as they were of the constituent corporations, and the title to all real property, held or taken by deed or otherwise under the laws of this state, vested in the several constituent corporations shall not be deemed to revert or to be in any way impaired by reason of the consolidation but shall be vested in the new corporation. Any devise, bequest, gift, grant, or declaration of trust, contained in any deed, will, or other instrument, in trust or otherwise, made before or after such consolidation, or merger to or for any of the constituent corporations, shall inure to the benefit of the consolidated or merged corporation. The consolidated corporation shall be deemed to have assumed and shall be liable for all debts and obligations of the constituent corporations in the same manner as if such new corporation had itself incurred such debts or obligations.

§ 210. Incorporation of church connected with supreme council of Independent Associated Spiritualists. A meeting for incorporating or reincorporating a church in connection with the supreme council of the Independent Associated Spiritualists, Incorporated, shall be held in pursuance of the preceding provisions of this article. Such meeting shall be held and such church shall be subject to the following provisions:

1. Notice of meeting for incorporation. Notice of the meeting must have attached thereto the endorsement and consent of the supreme council of the Independent Associated Spiritualists;

2. The meeting for incorporation. The meeting shall be called to order by a person delegated to do so by the supreme councilor or his representative;

3. The certificate of incorporation. The certificate of incorporation shall have attached thereto the endorsement and consent of the supreme council of the Independent Associated Spiritualists and the name of such church as adopted shall thereafter have affixed "In connection with the supreme council of the Independent Associated Spiritualists, Incorporated," or "Affiliated with the supreme council of the Independent Associated Spiritualists, Incorporated," as the case may be;

4. Rules and regulations. A church incorporated or reincorporated under the provisions of this section shall be subject to the rules and regulations of the supreme council of the Independent Associated Spiritualists;

5. Trustees. The trustees of a church incorporated under this section shall also be the spiritual officers of such church;

6. Election of ministers. No church may engage or retain a minister not certified as in good standing by the supreme council;

7. Licenses and certificates. Only persons holding a minister's license or a certificate of proficiency from the supreme council shall conduct services or classes in any church, incorporated under this section.

§ 211. Incorporation of church in connection with Spiritual Science Mother Church, Inc. A meeting for incorporating or reincorporating a church in connection with Spiritual Science Mother Church, Inc., shall be held in pursuance of the preceding provisions of this article. Such meeting shall be held and such church shall be subject to the following provisions:

1. Notice of meeting for incorporation. Notice of the meeting must have attached thereto the endorsement and consent of Spiritual Science Mother Church, Inc.

2. The meeting for incorporation. The meeting shall be called to order

by an authorized delegate of the board of directors of Spiritual Science Mother Church, Inc., the supreme ecclesiastical council governing Spiritual Science Mother Church and its branch churches.

3. The certificate of incorporation. The certificate of incorporation shall have attached thereto the endorsement and consent of the board of directors of Spiritual Science Mother Church, Inc., and the name of such church as adopted shall thereafter have affixed: "Branch Church of Spiritual Science Mother Church, Inc., of New York."

4. Rules and regulations. A church incorporated or reincorporated under the provisions of this section shall be subject to the rules and regulations of the board of directors of Spiritual Science Mother Church, Inc.

5. Trustees. The trustees of such branch church incorporated under this section shall also be the spiritual officers of such church.

6. Election of ministers. No branch church of Spiritual Science may engage or retain, under this section, any minister not certified as in good standing by Spiritual Science Mother Church board of directors.

7. Licenses and certificates. Only persons holding a minister's license or a certificate of proficiency from the ecclesiastical council of Spiritual Science Mother Church, Inc., shall conduct services in any church incorporated under this section.

8. Recording of licenses. Such license or certificate shall be made a matter of public record either in the office of the county clerk or such other place as by law may be provided for such record.

ARTICLE 11

UNION CHURCHES

Section 220. Joint meeting for the purposes of incorporation.

221. Government of incorporated union churches.

§ 220. Joint meeting for the purposes of incorporation. Two or more unincorporated churches, which separately agree on a plan of union and determine to meet together for the purpose of being incorporated as a union church, may be incorporated as a union church in pursuance of the provisions of article ten, and thereafter such union church shall be governed by the general provisions of such article, as near as may be, except as otherwise provided in this article. A notice of such joint meeting shall be given to the congregation of each church, in pursuance of the provisions of article ten of this chapter, relating to notice of meeting for incorporations, in every respect as if it were a notice of a meeting for the separate incorporation of such church under such article, except that the notice shall state in substance that a joint meeting of such unincorporated churches, which shall be specified in the notice, will be held for the purpose of incorporating such churches as a union church, and electing trustees thereof at a time and place specified in the notice, which place may be the usual place of worship of either of such churches or any other reasonably convenient place. Such notice must be signed by at least six persons from each of such churches who would be authorized to sign a notice for the meeting of each church, respectively, for the purpose of incorporating it under such article.

The provisions of article ten hereof shall be applicable to the organization and conduct of such meeting, the matters to be determined upon and the certificate of incorporation to be executed and filed accordingly, except that the presiding officer of such joint meeting shall be the oldest person present at such meeting who would be entitled to preside at a meeting of either of such churches singly for the purposes of incorporation in pursuance of such article. All persons who would be qualified to vote at such meeting of either of such churches held singly, shall be qualified voters at such joint meeting, and the number of trustees of the union church after incorporation, to be selected from each such church, may be agreed on by such unincorporated churches, and the trustees shall be selected by each of such churches accordingly.

The certificate of incorporation shall set forth the plan of union agreed on and the number of trustees of the incorporated union church to be selected by each unincorporated church.

§ 221. Government of incorporated union churches. Any union church or society having a common place of worship or holding property belonging jointly to the several societies composing the same, but the sole right of occupancy of which is reserved to each of them in proportion to their interest in such property, or the money originally paid therefor by each, or in accordance with their plan of union agreed on, may, if any one or more of the churches or societies comprising such union church or society has ceased to exist, on the request of such remaining churches or society, redistribute and divide the time of occupancy among such remaining societies in proportion to their contributions to such property respectively, or in accordance with a new plan of union agreed on by them. Such redistribution shall be made by the trustees of said union church or society on written notice to the societies which it is alleged have ceased to exist; but no such society shall be deemed to have ceased to exist unless it has failed or neglected for a period of five consecutive years next preceding such request for redistribution, to hold meetings and have a clerk or secretary, and keep a list or registry of its members, or to have preaching, prayer or conference meetings, or other religious services in keeping with the usages of the denomination to which it belongs.

Any one of the societies composing a union church or society, which shall have built a church edifice in the same village or neighborhood in which it holds its religious services, shall not thereby lose or forfeit in any way any of its rights or privileges in such union society, and the maintaining of divine worship, or contributing to its support in its own building, shall be regarded the same as if it held its meetings in the church building of such union society. Any notice for the election of trustees of the union society or for any other purpose which the law requires to be read or given at the time of divine service, may be read or given in the church edifice so built by any one of such societies, if at the time religious services are not held in the church edifice of

such union society. But such notice must be posted on the outer door of such union church edifice at least fifteen days before the meeting. If any society composing any such church union or society has a greater interest in the occupancy of the church building than others, unless the several churches composing the union church or society have agreed otherwise, the number of trustees shall be odd, and the trustees shall be elected from such societies in proportion to their respective interests in the union, church or society, as nearly as may be. Any society composing such union church or society, which has built for itself a church edifice and become incorporated, may sell its interest and right of occupancy in such union society, and convey the same, when authorized so to do by a two-thirds vote of the voters thereof qualified to vote for union trustees, at a special meeting called for that purpose. The proceeds of such sale shall be used for the benefit of its church property.

ARTICLE 11-A.

FREE METHODIST CHURCHES.

Section 225. Application of this article.

225-a. Organization of a free Methodist church.

225-b. Meeting for incorporation.

225-c. Certificate of incorporation.

225-d. Amendment of articles of incorporation.

225-e. Effect upon existing corporations.

225-f. Annual election of trustees.

225-g. Changing number of trustees.

225-h. Vacancies in board of trustees.

225-i. Trustee meetings.

225-j. Powers of incorporated societies.

225-k. Powers and duties of the trustees.

225-l. Conveyance of property.

225-m. Property of extinct churches.

225-n. Corporations for acquiring property for other religious purposes.

225-o. Saving clause.

§ 225. Application of this article. This article applies only to churches, societies, districts, conferences, and such other authorized religious organizations of the Free Methodist Church of North America as are or shall be situated in the state of New York.

§ 225-a. Organization of a free Methodist church. It shall be lawful for any number of persons, not less than six, with the consent of the district superintendent of the district in which the proposed church is to be located, to organize a free Methodist church and to procure its incorporation. Said church, when so organized, shall be subject in all matters of church government and ecclesiastical polity to the discipline, rules, usages and ministerial appointments of the Free Methodist Church of North America, as from time to time authorized and declared by the general conference of said church and the annual conference within the bounds of which such church may be situated.

§ 225-b. Meeting for incorporation. 1. Notice of a meeting for the purpose of incorporating an unincorporated free Methodist church shall be in writing and shall state in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such a church and selecting a name therefor and electing trustees thereof.

2. Such notice must be signed by at least six members, either in full connection or on probation, of the local society of full age and in good and regular standing. This notice shall be publicly read at a regular meeting of such unincorporated church for public worship, at least ten days, and not more than thirty days, before the date of such meeting upon Sunday, if such service be held on Sunday, by the pastor or by one of the signers thereof; and a copy of such notice shall be posted conspicuously on the outside of the main entrance to such place of worship at least fifteen days before the date of such meeting.

3. At the meeting for incorporation held in pursuance of such notice,

the following persons, and no others, shall be qualified voters, to wit: all persons of full age, who are then members of such church, either in full connection or on probation, and in good and regular standing. The presence of the majority of such qualified voters, at least six in number, shall be necessary to constitute a quorum of such meeting, without which no action can be taken. Each action of the meeting upon any matter or question shall be decided by a majority of the qualified voters present and voting thereon. At such meeting the pastor shall preside, or in the absence of a pastor or in case of his declining to preside, any qualified voter may be elected to preside. The presiding officer shall be the judge of the qualifications of voters, subject to appeal to the vote of the members present whose qualifications as voters are not challenged, and shall receive the votes cast and declare the result of the same.

4. If such meeting shall decide to incorporate such unincorporated church, it shall also decide upon the name of the proposed incorporation, the number of trustees thereof, which shall be three, six or nine. Such meeting shall elect by ballot the number of trustees decided upon, at least two-thirds of whom shall be members in full connection of the free Methodist church and in good and regular standing. One-third of these shall hold office until the first annual election of trustees thereafter, one-third until the second annual election, and one-third until the third annual election.

5. The first annual meeting for the election of trustees shall be held at the date fixed for the annual society meeting which shall be within three months prior to the session of the annual conference.

§ 225-c. Certificate of incorporation. 1. The presiding officer of such a meeting and at least two other persons present and voting thereat shall be appointed by such meeting to execute and acknowledge, before any person authorized to take acknowledgment of deeds, a certificate of incorporation whereby they shall agree to be governed by the discipline, rules and usages of the Free Methodist Church of North America. To such certificate of incorporation there shall be attached a certificate

signed by the district superintendent of the district in which said church is to be located, stating that the said church is incorporated by and with the consent of said district superintendent.

2. This certificate of incorporation shall contain the following items: The name of said church; the township, village or city, and the county in which said church shall be located; and agreement to worship and labor together according to the discipline, rules and usages of the Free Methodist Church of North America; the statement that there were six or more qualified voters present at the meeting where they were elected and this act of incorporation was authorized; the names and respective periods of office of the trustees elected; the place and date of said meeting for incorporation; and the signatures and residences of those authorized to execute and acknowledge this certificate of incorporation.

3. This certificate of incorporation shall be executed in duplicate. One of such duplicate copies shall be retained by such corporation and one copy shall be recorded in the office of the county clerk of the county where such corporation is formed. On filing such certificate the members either in full connection or on probation of such church qualified to vote at such meeting and who shall thereafter, from time to time, be qualified voters at the corporate meetings thereof shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church shall be the trustees thereof, for the terms for which they were respectively elected, and until their successors are elected.

§ 225-d. Amendment of articles of incorporation. 1. It shall be lawful for any incorporated church coming under the provisions of this article, by a two-thirds vote of the members present and voting at a regularly called society meeting, to alter or amend its articles of incorporation in any manner not inconsistent with the provisions of this article, or the book of discipline of the Free Methodist Church of North America; and such alteration or amendment shall become operative when said society shall execute and acknowledge said amended articles of

incorporation as provided for in section two hundred and twenty-five-c of this article, and with an attached certificate of consent by the district superintendent as provided in said section.

2. Every free Methodist church organized and incorporated in the state of New York, after this article takes effect, shall be organized and incorporated under its provisions and be subject thereto.

§ 225-e. Effect upon existing corporations. Every free Methodist church heretofore incorporated in the state of New York shall, three months after this article takes effect, automatically come under its provisions, unless in the meantime it shall elect by a two-thirds vote of all its members in full connection to remain under the provisions of the general or special law applicable thereto at such time. A certificate of such vote shall be filed in the office of the clerk of the county in which the principal place of worship of such corporation is located and shall be recorded by such clerk in the book in which certificates of religious corporations are recorded pursuant to law.

§ 225-f. Annual election of trustees. 1. Trustees of an incorporated free Methodist church shall be elected at the annual society meeting held within three months prior to the session of the annual conference to which the society belongs. Notice of such meeting shall be publicly announced at a regular meeting of such incorporated church for public worship upon Sunday, if such service be held on Sunday, and at least ten days, and not more than thirty days, before said meeting shall be held. This notice shall be given by the pastor, the officiating minister or an officer of the church. At the said annual society meeting the pastor shall preside, or in the absence of a pastor or in case of his declining, any qualified voter therein may be elected to preside. During the election of the trustees the following persons, and no others, shall be qualified voters, to wit: all persons who are then members in full connection or on probation of such church in good and regular standing. Said election shall be by ballot and on a majority vote, and at least six persons qualified to vote thereat shall be necessary to constitute a

quorum. The trustees shall be so elected that the office of one-third of them shall continue for three years, one-third for two years, and one-third for one year. At least two-thirds of said trustees shall be members in full connection of the free Methodist church in good and regular standing. All trustees shall hold their office until their successors are elected, unless their office shall terminate as provided for in section two hundred and twenty-five-h of this article.

2. A special corporate meeting of any such church may be called by the trustees thereof on their own motion, and must be called upon the written request of at least six qualified voters of such church, and shall be called and notice thereof given in the same manner as for an annual corporate meeting.

§ 225-g. Changing number of trustees. An incorporated church may, at its annual meeting where trustees are elected, by vote change the number of its trustees to three, six or nine by adding more trustees, one-third of which shall be elected for three years, one-third for two years, and one-third for one year; or by voting to discontinue the offices of certain specified trustees as they expire, one-third of said offices to be discontinued each year, until the number left is the number decided upon. Such changes in the board of trustees shall always provide that at least two-thirds of the trustees shall be members in full connection of the free Methodist church in good and regular standing. No such change shall affect the terms of the trustees then in office, but each shall hold office until his full term has expired, unless his office is terminated according to section two hundred and twenty-five-h of this article.

§ 225-h. Vacancies in board of trustees. If any trustee of such incorporated church declines to act, resigns or dies; or, having been a member of such church, ceases to be a member; or removes beyond the bounds of the circuit in which he is elected, his office shall be vacant and a special corporate meeting may be called to fill that vacancy until the next annual society meeting of such church when trustees are

elected, at which meeting the vacancy shall be filled for the unexpired term.

§ 225-i. Trustee meetings. 1. Meetings of the trustees of an incorporated free Methodist church shall be called by giving at least forty-eight hours' notice thereof personally or by mail to all the trustees, and such notice may be given by the pastor, the secretary of the board of trustees or by any two of the trustees, but by the unanimous consent of the trustees a meeting may be held without previous notice thereof. The pastor may preside at a trustee meeting and in his absence the senior trustee in service, or some member, the board of trustees elects for that purpose, shall be chairman. A majority of the whole number of trustees shall constitute a quorum for the transaction of business at any meeting lawfully convened.

2. The effect of a tie vote creating a deadlock shall be to carry the question involved (with all pending questions appertaining thereto) over to the next sitting or meeting of the board. In case of such a deadlock extending beyond three successive sittings or meetings of the board of trustees, the whole matter involved shall be settled in a meeting of the corporate society.

§ 225-j. Powers of incorporated societies. 1. An incorporated free Methodist church may, under restrictions hereinafter provided, sell, mortgage, or otherwise dispose of or encumber its real estate, but not for current expenses.

2. Said corporation shall at all times permit such ministers belonging to the free Methodist church as shall from time to time be duly authorized by the general conference of said church or by the annual conference, within whose bounds the said corporation may be, to preach and expound God's Holy Word therein; and shall permit pastors and district superintendents duly appointed, to execute the discipline of said free Methodist church and to administer the sacraments therein.

§ 225-k. Powers and duties of the trustees. 1. The trustees shall have the custody of all the temporalities and property, real and personal, belonging to the corporation and of the revenues therefrom, and shall administer the same in accordance with the discipline, rules and usages of the corporation and of the Free Methodist Church of North America; but shall have no control of funds raised for pastoral support, benevolent enterprises or any other purpose save those directly connected with the property of the church.

2. A society meeting of an incorporated free Methodist church whose trustees are elective as such, may give direction, not inconsistent with law, as to the manner in which any of the temporal affairs of the church shall be administered by the trustees thereof; and such directions shall be followed by the trustees. The trustees shall have no power, without the consent of such a society meeting, to incur debts beyond what is necessary for the care of the property of the corporation.

§ 225-1. Conveyance of property. Whenever it may become necessary or advisable to mortgage or dispose of any church property, the trustees may mortgage or sell and convey the same by first securing the authority of the society for such sale or mortgage and the approval of the district superintendent of the district in which the church is located, and obtaining leave of the supreme or county court therefor pursuant to the provisions of this chapter; provided that in all cases the proceeds of such sale or mortgage shall be used either for the payment of debts or for the purchase or improvement of property for the same uses and deeded to the same corporation; or if not so used, shall be held subject to the order of the annual conference in whose territory such property may be situated. Provided however that, if the deed of the property to be sold shall convey the property to the local corporate society to be held in trust for the use and benefit of the membership of the Free Methodist Church of North America, it shall also be necessary for the trustees to secure the consent of the free Methodist general conference of North America, or in the intervals of its sessions, of such person or persons as are authorized by said general conference to grant such

permission, in order to mortgage or sell and convey such property.

§ 225-m. Property of extinct churches. 1. Any incorporated annual conference or other governing body of the free Methodist church may decide that a church society in connection with it or over which it has ecclesiastical jurisdiction, has become extinct, if it has failed for two consecutive years next prior thereto, to maintain religious services according to the discipline, customs and usages of such governing body, or has had less than ten resident attending members making annual or regular contributions towards its support, and may take possession of the temporalities and property belonging to such church, or religious society, and manage the same; or may, in pursuance of the provisions of this act relating to the disposition of real property by free Methodist corporations, sell or dispose of the same and apply the proceeds thereof to any of the purposes to which the property of such governing religious body is devoted, and it shall not divert such property to any other object. For the purpose of obtaining a record title to the land and the church edifice, or other buildings thereon, by such incorporated governing body, the surviving trustee or trustees of said extinct church or if there be no surviving trustee, then a surviving member of said extinct church, may, without a consideration being paid therefor by such incorporated governing body, convey to it said land and church edifice, or other buildings thereon, subject, however, to an order of the supreme or county court based upon a petition reciting that said church has become extinct; the name of its surviving trustee or trustees; and the names of its members (who must have given their consent to the making of said conveyance). Upon the recital of said facts in said petition, the court shall have jurisdiction to grant an order allowing said conveyance to be made without a consideration; and should there be no surviving members, as well as no surviving trustee of said extinct church, said petition may be made by an officer of said incorporated governing body, in which event the court, upon the recital of said fact, shall have jurisdiction to appoint a suitable person as trustee for the purpose of making said conveyance.

§ 225-n. Corporations for acquiring property for special religious purposes.

1. An annual conference, a district quarterly conference, a circuit consisting of two or more organized churches or any other regularly organized free Methodist body may incorporate for the purpose of carrying on special religious enterprises. Notice of such intention shall be signed by at least six members of such organized body of full age and mailed to all the churches existing under the jurisdiction of or directly interested in said organized body at least ten days before the date set for such incorporation. If the meeting so called shall decide to incorporate, it shall also decide upon the name of the proposed corporation and the number of trustees thereof, which shall be three or some multiple of three not more than twenty-one. One-third of said trustees shall hold office for three years, one-third for two years, and one-third for one year. All trustees of such corporation shall hold office until their successors are elected, and always at least two-thirds of said trustees shall be members in full connection of the free Methodist church, in good and regular standing.

2. The presiding officer and at least two other persons present and voting thereat shall be appointed by such meeting to execute and acknowledge a certificate of incorporation whereby they shall agree to be governed by the discipline, rules and usages of the Free Methodist Church of North America.

3. The trustees of such a corporation shall thereafter be elected annually at a regular meeting, notice of which shall have been mailed by the secretary, or some other officer of the board of trustees, to all the churches existing under the jurisdiction of or directly interested in said corporation at least ten days before the date set for said meeting.

4. All members of and regular voters in such an organized and incorporated free Methodist body shall be entitled to vote for trustees, providing they are in good and regular standing in that organization.

5. Such an incorporated free Methodist body may acquire property for churches, parsonages, missions, Sunday schools, denominational educational institutions (subject to the consent of the University of New York), residences of church workers, dispensaries of medicine for the poor, rescue homes, homes for the aged or for needy and orphan children, property for cemeteries, camp grounds or for other religious purposes. Such a corporation shall have power to establish, maintain and manage by its trustees or other officers such institutions as a part of its religious purpose, and may take and hold by conveyance, donation, bequest or devise real and personal property for such purposes, and may purchase and may erect suitable buildings therefor. Any such corporation may take and hold any grant, donation, bequest or devise of real or personal property heretofore or hereafter made upon trust, and apply the same, or the income thereof, under the direction of its trustees or other officers. Such trustees or other officers shall have power to mortgage or sell and convey any property under their care, when directed so to do by the corporation that elected them, having first secured the approval of the district superintendent of the district in which the property is located and obtained leave of the supreme or county court therefor pursuant to the provisions of this chapter; provided that in all cases the proceeds of such sale or mortgage shall be used either for the payment of debts or for the purchase or improvement of property for the same uses and deeded to the same corporation; or if not used, shall be held subject to the order of the annual conference in whose territory such property may be situated. Provided, however, that if the deed of the property to be sold conveys the property to the local corporation to be held in trust for the use and benefit of the membership of the Free Methodist Church of North America incorporated under the name of "Free Methodist General Conference of North America," it shall also be necessary to secure the consent of the Free Methodist General Conference of North America, or in the intervals of its sessions, of such person or persons as are authorized by said general conference to grant such permission, in order to mortgage or sell and convey such property.

6. Vacancies occurring in the board of trustees of any such corporation holding property for special religious purposes, during the intervals between its regular meetings, may be filled by the remaining

trustees until the next regular meeting of said corporation, at which meeting the vacancy shall be filled for the unexpired term.

7. In case any such corporation holding property for religious purposes shall have failed to function, in the purposes for which it was incorporated, for two consecutive years next prior thereto, the governing free Methodist body having ecclesiastical jurisdiction over it may declare such corporation extinct, and taking possession of its property manage or dispose of the same according to the provisions made for extinct churches in section two hundred and twenty-five-m of this article.

8. Such corporations for special religious purposes shall be governed in all respects not provided for in this section according to the other provisions of this article.

§ 225-o. Saving clause. Article ten of this chapter is not applicable to corporations of the free Methodist church incorporated under the provisions of this article.

ARTICLE 12

Laws Repealed; When to Take Effect

Section 260. Laws repealed.

261. When to take effect.

§ 260. Laws repealed. Of the laws enumerated in the schedule hereto annexed, that portion specified in the last column is hereby repealed.

§ 261. When to take effect. This chapter shall take effect immediately.

* ARTICLE 13.

Spiritualist Churches.

* NB Enacted without schedule of sections.

*** § 262. This article applies only to a Spiritualist church in connection with the General Assembly of Spiritualists.**

* NB Enacted without section heading.

§ 263. Incorporation of unincorporated Spiritualist churches and system of incorporation and government. A meeting for the purpose of incorporating an unincorporated Spiritualist church in connection with the General Assembly of Spiritualists must be called and held in pursuance of the provisions of this article:

1. The notice and call of such meeting shall be in writing and shall state in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour for the purpose of incorporating such church and designating trustees thereof.

2. The notice must be signed at least by seven persons of full age who are then members in good and regular standing of such church by admission into full membership therewith, in accordance with the rules and regulations of such church, and who have in good faith expressed in open meeting their belief in the tenets of faith adopted by the General Assembly of Spiritualists.

3. The notice must have endorsed thereon the approval of the body of the General Assembly of Spiritualists governing the admission of churches.

4. A copy of such notice with the approval endorsed thereon shall be publicly read at a regular meeting of such unincorporated church for public worship, on the two successive Sundays immediately preceding the meeting by any person qualified to sign such notice.

*** § 264. At the meeting for incorporation, held in pursuance to such notice, the qualified voters unless otherwise decided as hereinafter provided** shall all be persons of full age who have worshipped with such church, and have regularly contributed to its support according to its usages, for at least one year or since it was formed, and who have in good faith in open meeting expressed their belief in the tenets of faith adopted by the General Assembly of Spiritualists. At such meeting the presence of a majority of such qualified voters, at least seven in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon. The meeting shall be called to order by a person delegated so to do by the president of the General Assembly of Spiritualists. There shall be elected at such meeting, from the qualified voters then present a presiding officer, a clerk to keep the records of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors shall decide the result of the ballots cast on any matter, and shall be the judges of the qualifications of the voters. If the meeting shall decide that such unincorporated church shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of the trustees thereof, which shall be three, six or nine, and the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof shall be held; and it may, by a two-thirds vote, decide that all members of the unincorporated church, of full age, in good and regular standing, who have worshipped with such church but who have not contributed to the financial support thereof, shall also be qualified voters at such meeting. Such meeting shall thereupon elect by ballot from the persons qualified to vote thereat, of the number of trustees so decided on who shall hold office until the first annual election of trustees thereafter, one-third of such number of trustees who shall hold office until the second annual election of trustees thereafter, and one-third of such number of trustees who shall hold office until the third annual election of trustees thereafter, or until the respective successors of such trustees shall be elected. Such meeting shall also elect by ballot a clerk or secretary of the corporation, who shall hold his office until the close of the next annual meeting.

* NB Enacted without section heading.

§ 265. The certificate of incorporation. If the meeting shall decide that such unincorporated church shall become incorporated, the presiding officer of such meeting and the two inspectors of election shall execute a certificate setting forth the name of the proposed corporation, the number of trustees thereof, the names of the persons elected as trustees, the terms of office for which they were respectively elected, and the county or town, city or village in which its principal place of worship is, or is intended to be located. The name of such church as adopted shall bear the words "in connection with the General Assembly of Spiritualists." On the filing and recording of such certificate, after it shall have been acknowledged or proved as hereinbefore provided, the persons qualified to vote at such meeting and those persons who shall thereafter, from time to time be qualified voters at the corporate meetings thereof, shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church shall be the trustees thereof for the terms for which they were respectively elected and until their respective successors shall be elected.

§ 266. Time, place and notice of corporate meetings. The annual corporate meeting of every church incorporated under this article shall be held at the time and place fixed by its by-laws, or if no time and place be so fixed then at a time and place to be first fixed by its trustees, but to be changed only by a by-law adopted at an annual meeting. A special corporate meeting shall be called by the board of trustees thereof, on its own motion, and shall be called on the written request of at least seven qualified voters of such church. The trustees shall cause notice of the time and place of its annual corporate meeting, and of the names of any trustees whose successors are to be elected thereat, and if a special meeting, of the business to be transacted thereat, to be publicly read by the presiding officer of such church or any trustees thereof at a regular meeting of the church for public worship, on the two successive Sundays immediately preceding such

meeting.

§ 267. Organization and conduct of corporate meetings; qualifications of voters. At every corporate meeting of a church incorporated under this article all persons who for one year next preceding such meeting have worshipped with such church and have regularly contributed to its financial support, according to its usages, shall be qualified voters; but, if so decided, by a two-thirds vote at the original meeting or at any annual corporate meeting thereof, after notice of such meeting all members of such church and in good and regular standing, by admission to membership therewith, who have worshipped with such church for one year next preceding the meeting at which they vote, may also be admitted as qualified voters at corporate meetings. At such corporate meetings, the presence of at least seven persons qualified to vote thereat shall be necessary to constitute a quorum; and all matters or questions shall be decided by a majority of the qualified voters voting thereon, except that by-laws can only be adopted or amended by a two-thirds vote. The clerk or secretary of the corporation shall call the meeting to order; and under his supervision the qualified voters then present shall choose a presiding officer and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors of election shall declare the result of the ballots cast on any matter and shall be the judges of the qualifications of the voters. At such annual corporate meeting, successors to those trustees whose terms of office then expire shall be elected by ballot from the qualified voters, for a term of three years thereafter, and until their successors shall be elected. A clerk or secretary of the corporation shall be elected by ballot, who shall hold office until the close of the next annual meeting, and until his successor shall be elected.

§ 268. Election and salary of ministers. The ministerial and clerical attendants of any such church shall be called, elected and removed and their salaries fixed as such corporation in its by-laws shall provide, but no such church shall call, or elect any such person to perform any of the duties of minister or clerical attendant who has not been

regularly commissioned so to act by the General Assembly of Spritualists according to its rules, after examination into the character and qualifications of such person by its committees regularly appointed, nor shall any such church retain any person as its minister or clerical attendant after it has been regularly notified that such person has been suspended or removed according to the rules and regulations of the General Assembly of Spiritualists covering such matters.

§ 269. Duties of ministers, et cetera. Ministers and clerical attendants shall perform such duties as the by-laws shall direct in accordance with the rules and regulations of the General Assembly of Spiritualists.

§ 270. Reincorporation of present incorporated Spiritualist churches. Any Spiritualist church heretofore incorporated may reincorporate under the provisions of this article by filing in the county clerk's office of the county in which its principal place of worship is located, a certificate that at a special meeting held pursuant to the provisions of section two hundred and sixty-six of this article, that such church had by two-thirds vote of the members present and qualified to vote, duly voted to reincorporate under the provisions hereof. Such certificate shall be signed by the presiding officer and two inspectors of election acting thereat and shall be acknowledged, and shall bear the indorsement and consent of the body of the General Assembly of Spiritualists governing admission of churches. The name of such church shall thereafter have affixed the words "in connection with the General Assembly of Spiritualists."

*** § 271. Any church incorporating or reincorporating under this article shall be subject to the rules and regulations of the General Assembly of Spiritualists relating to affiliated churches.**

* NB Enacted without section heading.

* § 272. The word church as used herein shall mean any church or society organized for the purpose of worshipping as Spiritualists as a religion.

* NB Enacted without section heading.

ARTICLE XIV

CHURCHES OF THE NAZARENE

Section 273. Application of article.

274. Incorporation.

275. Government.

276. Reincorporation of present incorporated churches of the Nazarene.

277. Rules and regulations.

278. Corporations for acquiring camp meeting grounds for camp meeting purposes.

279. Incorporation of advisory board of a district of the Church of the Nazarene.

§ 273. Application of article. This article applies only to churches of the Nazarene in connection with the general assembly of the church of the Nazarene.

§ 274. Incorporation. An unincorporated church of the Nazarene may become incorporated as a church, by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which such church shall be known, and the county, town, city or village where its principal place of worship is or is intended to be located.

A certificate of incorporation of unincorporated churches of the Nazarene, shall be executed and acknowledged by the district superintendent of the district in which its principal place of worship is located, or in case of his absence or inability to act, by one of the general superintendents of the church of the Nazarene of the United States, and by the laymen, members of such church, who shall be selected

as the first trustees thereof by said official.

In filing the said certificate, said church shall be a corporation by the name stated in the certificate.

§ 275. Government. The district superintendent of the district to which any incorporated church of the Nazarene belongs, and his successor in office, shall be by virtue of his office, a trustee of said church; and the laymen, members of such church who signed said certificate of incorporation shall together constitute the first board of trustees thereof. The term of office of the laymen trustees of the incorporated church of the Nazarene, shall be one year; the number of laymen trustees shall be three, six or nine. Whenever the office of any such laymen trustees shall become vacant by expiration of term of office or otherwise, his successor shall be elected by a majority vote of the duly qualified members of said church. No act or proceedings of the trustees of any incorporated church shall be valid, without the sanction of the district superintendent of the district to which such church belongs, or in case of his absence or inability to act, without the sanction of one of the general superintendents of the church of the Nazarene of the United States.

§ 276. Reincorporation of present incorporated churches of the Nazarene. Any church of the Nazarene heretofore incorporated may reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed by the district superintendent of the district in which its principal place of worship is located, or in case of his absence or inability to act, by one of the general superintendents of the church of the Nazarene of the United States, and by all the trustees in office at the time of such reincorporation, setting forth that they desire to reincorporate under the provisions of this act, the corporate name by which such church shall be known, and the county, town, city or village where its principal place of worship is or is intended to be located; the number and the names of the laymen

trustees who are to hold office until the next annual meeting of said corporation. Immediately upon the filing of such certificate, the board of trustees of said church, shall consist of the district superintendent of the district in which the principal place of worship is located, and the laymen trustees selected as above provided, and the office of the trustees of said church heretofore appointed or selected shall become vacant and cease to exist.

§ 277. Rules and regulations. Any church incorporated or reincorporated under this article, shall be subject to the rules and regulations of the general assembly of the church of the Nazarene.

§ 278. Corporations for acquiring camp meeting grounds for camp meeting purposes. The district superintendent and the members of the camp meeting board duly elected by a district assembly of the Church of the Nazarene may become incorporated for the purposes of acquiring, maintaining and improving real property to be used as a camp ground for camp meeting purposes, by executing, acknowledging and filing a certificate stating the name and object of the corporation, the name of such district assembly and of such district, the names and residences of the signers thereof, the number of trustees of such corporation, which shall be three, or some multiple of three, not more than twenty-one, the names of such trustees, designating one-third to hold office for one year, one-third to hold office for two years and one-third to hold office for three years. On filing such a certificate the district superintendent and the members of such camp meeting board shall be a corporation by the name and for the purposes therein stated and the trustees therein named shall be the first trustees thereof.

A person holding property in trust for camp meeting purposes or other religious purposes for the Church of the Nazarene may convey the same to a corporation organized for the purpose of acquiring such property within the district in which the property is situated.

Meetings held under the direction of such a corporation upon grounds

owned by it shall be deemed religious meetings within the provisions of the law relating to disturbance of religious meetings.

§ 279. Incorporation of advisory board of a district of the Church of the Nazarene. 1. The district superintendent and the members of the advisory board duly elected by a district assembly of the Church of the Nazarene may incorporate for the purpose of advancing the development of the Churches of Nazarene in such district.

2. The certificate of incorporation shall state the object of the corporation, the name of such district assembly and of such district, the names and residences of the signers thereof, the number of trustees which shall be not less than three or more than five, designating them to hold office for one year. On executing, acknowledging and filing such certificate the advisory board of such district shall be a corporation and the trustees therein stated shall be the first trustees thereof.

3. Such corporation may acquire property for churches, parsonages, missions, Sunday schools, denominational educational institutions (subject to the consent of the university of New York), residences of church workers, dispensaries of medicine for the poor, rescue homes, homes for the aged or for needy and orphan children, subject to the consent of the state board of social welfare, and property for cemeteries, camp grounds or for other religious purposes. Such a corporation shall have power to establish, maintain and manage by its trustees or other officers such institutions as a part of its religious purpose, and may take and hold by conveyance, donation, bequest or devise real and personal property for such purposes, and may purchase and may erect suitable buildings therefor. Any such corporation may take and hold any grant, donation, bequest or devise of real or personal property heretofore or hereafter made upon trust, and apply the same, or the income thereof, under the direction of its trustees or other officers. Such trustees or other officers shall have power to mortgage or sell and convey any property under the care, when directed so to do by the corporation that elected them, having first obtained leave of the supreme or county court therefor pursuant to the provisions of this

chapter; provided that in all cases the proceeds of such sale or mortgage shall be used either for the payment of debts or for the purchase or improvement of property for the same uses and deeded to the same corporation; or if not used, shall be held subject to the order of the annual assembly of the district.

ARTICLE XV

Section 290. Application of article.

291. Application for incorporation.

292. Notice of meeting for incorporation.

293. Provisions governing meetings for incorporation and resolutions to be adopted thereat.

294. Certificate of incorporation.

295. Government; powers and duties of trustees.

296. Re-incorporation of existing corporations.

§ 290. Application of article. 1. This article applies to all churches, congregations, societies, parishes, committees and other local organizations governed by jurisdictions, bishoprics, dioceses, missions of any Orthodox Patriarchate, Synod or national church of the Orthodox Greek Catholic (Eastern Orthodox) Church, recognized by the apostolic historic Orthodox Patriarchates of Constantinople, Antioch, Moscow and Serbia (Jugoslavia), respectively, through their four primary Orthodox Greek Catholic jurisdictions in America as specified in subdivisions three and four of section fifteen of this chapter; also to any churches, parishes, congregations, societies or committees of the Christian Orthodox Catholic Churches of the Eastern Confession which are included under article five-a of said chapter and in general to all churches, parishes, congregations, committees or religious organizations founded or established with the intent and for the purpose of adhering to and maintaining the apostolic and historic communion, doctrine, discipline, canon law, tradition, worship and unity of the Eastern Confession known as the Orthodox Greek Catholic (Eastern Orthodox) Church.

2. This article does not apply to the following churches, which are

autogenic, to wit: American Catholic Church, Old Catholic Church, Western Orthodox Church, Orthodox Old Catholic Church, American Catholic Orthodox Church, Apostolic Episcopal Church, Holy Orthodox Church in America, American Patriarchal Orthodox Church, African Orthodox Church or any other organization, church, society or establishment by whatever name, title or description designated, whose names, titles or descriptions allude, relate or refer to the said Orthodox Greek Catholic (Eastern Orthodox) Church but which are not recognized or accepted by said apostolic and historic Orthodox Greek Catholic Patriarchates.

§ 291. Application for incorporation. An unincorporated congregation, church, parish or society may apply to the appropriate hierarch, bishop or administrator for permission to incorporate under this article.

When such permission or sanction for incorporation has been given, in writing, over the seal and signature of the appropriate hierarch, bishop or administrator and has been certified by the secretariat of the Federated Orthodox Greek Catholic Primary Jurisdictions in America, it shall be attached to a certificate of incorporation; and said certificate shall be executed, acknowledged and filed, as hereinafter provided, and thereupon such congregation, parish, church, society or committee shall become a corporation under this article.

§ 292. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated parish, congregation, church, society or committee to which this article is applicable shall be given as follows:

1. The notice shall be in writing and shall state in substance that a meeting of the members of such church, congregation, parish, society or committee will be held at a stated place, date and hour for the purpose of incorporating, electing trustees and selecting a corporate name.

2. The notice shall also state that the appropriate ecclesiastical authority has given sanction and permission, required under this

article, for the incorporation.

3. The notice must be signed by at least six persons of legal age who, either from the time of the formation of said church or for a period of at least one year have been communicants in canonical standing within the Eastern Orthodox communion and are resident members of the parish, church, society or committee which proposes to incorporate.

4. Such notice shall be publicly read, by the minister in charge of such church or by one of the members signing the same, at two successive regular meetings for public worship or at special meetings of said parish or society on the two Sundays immediately preceding the meeting for incorporation; and at least fifteen days before the meeting for incorporation, a copy of such notice shall be posted at the place of worship or at the place where such special meetings are to be held.

§ 293. Provisions governing meetings for incorporation and resolutions to be adopted thereat. 1. At the meeting for incorporation, held in pursuance of such notice, qualified voters shall be those qualified under the by-laws of such unincorporated church, congregation, parish, society or committee, or in the absence of such by-laws, the persons qualified to vote in parish meetings in accordance with the rules and regulations or general usages of that jurisdiction of the Orthodox Greek Catholic (Eastern Orthodox) Church to which the proposed corporation is to adhere.

2. The meeting shall be called to order by the priest in charge of the parish, congregation, society, or committee or, in his absence, by one of the signers of the notice and shall elect the customarily required officers to conduct the meeting. In order to incorporate under this article the meeting shall adopt the following resolution by a majority of its qualified voters, present and voting, to wit:

WHEREAS, this (congregation, parish, church, society or committee) was founded and established, and thereby a permanent trust was created, for the purpose and intent of adhering to, maintaining and promoting

religious worship and teaching according to the communion, doctrine, discipline, rite, canon law, traditions and usages of the Orthodox Greek Catholic (Eastern Orthodox) Church; and

WHEREAS, such purpose and intent and the trust thereby created can be fully effected and safeguarded only in complete canonical unity with Orthodox jurisdictions and in obedience to Orthodox Greek Catholic bishops acknowledged and certified by the Federated Orthodox Greek Catholic Primary Jurisdictions in America; and

WHEREAS, the signers hereof are the trustees, duly elected as such at a meeting duly held on the day of , nineteen hundred , in accordance with article fifteen of the religious corporations law; and

WHEREAS, by a majority vote the said meeting has determined to incorporate under said article as a (parish, society or committee) of the Orthodox Greek Catholic (Eastern Orthodox) Church under the name of (here give the corporate name by which such church, society or committee is to be known); and

WHEREAS, permission and sanction for such incorporation has been given and certified in accordance with the provisions of said article by (here name the appropriate hierarch, bishop or administrator) to whose jurisdiction and authority this corporation shall adhere,

Therefore it is hereby

RESOLVED, that this (congregation, parish, church, society or committee) shall become and remain an incorporated (parish, society or committee) of the aforesaid jurisdiction in full unity of communion, faith and discipline with the Federated Orthodox Greek Catholic Primary Jurisdictions in America.

§ 294. Certificate of incorporation. 1. A certificate of

incorporation for a church, society, or committee, to which this article is applicable shall be executed and acknowledged by the trustees who sign the resolution for incorporation.

The said certificate of incorporation shall contain the following:

(a) the name by which the proposed corporation shall be known.

(b) the number of trustees thereof; the names and addresses of the persons elected as trustees; and the term of office for which they were respectively elected.

(c) the name of county, town, city or village in which the principal place of worship or office is or is intended to be located.

(d) the purpose and intent for which said corporation is created, to be set forth as follows:

"The purpose and intent of this corporation is to maintain, propagate, practice and forever perpetuate religious worship, services, sacraments and teaching in full accordance and unity with the doctrine, ritual, canon law, faith, practice, discipline, and traditions and usages of the Orthodox Greek Catholic (Eastern Orthodox) Church; and for the carrying out of said purpose and intent, to form and maintain a religious organization or church adherent and obedient to the Orthodox ecclesiastical jurisdiction and authority, and to the Orthodox hierarchy, bishop or administrator, selected by the members applying for incorporation, and certified by the Orthodox Greek Catholic Primary Jurisdictions in America, through the secretariat thereof, as canonical and appropriate for the Orthodox communicant members comprising this corporation."

(e) In the certificate of incorporation of societies or organizations, other than parishes, special purposes, additional to the above, may be set forth.

2. On filing such certificate in the office of the county clerk of the county in which the place of worship or office of such corporation is or is intended to be located, such church, society or committee shall be a corporation by the name stated in the certificate and the persons therein declared to be trustees of such corporation shall be trustees until their successors are elected.

§ 295. Government: powers and duties of trustees. 1. Every church, parish, congregation, society, or committee incorporated or re-incorporated, pursuant to this article, shall recognize and be and remain subject to the jurisdiction and authority of the duly appointed and canonical hierarch, bishop or other administrator, certified through the secretariat of the Federated Orthodox Greek Catholic Primary Jurisdictions in America, as appropriate for its members, or his successor in office whose authority is likewise certified; shall accept, secure or receive the sacramental, pastoral, or ministerial services of such clergy only as are so certified to be of lawful and canonical status or authority in the Orthodox Greek Catholic (Eastern Orthodox) Church; and shall retain or secure as pastors only such clergy as have, in addition, the permission of the hierarch, bishop or administrator certified to be appropriate; and shall in all other respects conform to, maintain, and follow the faith, doctrine, ritual, communion, discipline, canon law, traditions and usages of the Orthodox Greek Catholic (Eastern Orthodox) Church.

2. Any action of the trustees or parish committees regarding the calling, appointment, removal or compensation of parish clergy shall be subject to approval, in writing, by the appropriate bishop or administrator exercising jurisdiction.

3. The trustees of every such incorporated or re-incorporated church, society or committee shall have the custody and control of all the temporalities and property, real and personal, belonging to the corporation, and of all the revenues therefrom; and shall administer the same strictly in accordance with the by-laws of the corporation and the rules, regulations and usages of the orthodox jurisdiction or ecclesiastical governing body to which such church, society or committee is subject.

4. The number of first trustees shall be a multiple of three; one-third of such first trustees to hold office for three years; one-third thereof to hold office for two years; and one-third thereof to hold office for one year from the first election following the

incorporation; and thereafter at each annual election there shall be elected for a term of three years one-third of the number of trustees.

§ 296. Re-incorporation of existing corporations. Any heretofore incorporated church, congregation, parish, society, or committee, to which this article is applicable, may re-incorporate under the provisions of this article by the same procedure hereinbefore set forth for incorporation substituting, at appropriate places, the word "re-incorporate" for "incorporate" and filing the certificate of re-incorporation in the office of the county clerk in the county in which its principal place of worship or office is located. Immediately upon the filing of such certificate all the right, title, equity and interest of such organization or corporation in any estate, real or personal, together with all franchise and charter rights, shall be vested in the corporation so created under this article, and the original corporation shall be null and void.

ARTICLE XVI

SPIRITUALIST CHURCHES CONNECTED WITH THE NATIONAL SPIRITUALIST ASSOCIATION

Section 300. Application of article.

301. Application for incorporation.

302. Notice of meeting for incorporation.

303. Incorporation meeting.

304. Certificate of incorporation.

305. Pastor.

306. Reincorporation.

§ 300. Application of article. This article shall apply only to Spiritualist churches in connection with the National Spiritualist Association.

§ 301. Application for incorporation. An unincorporated Spiritualist

church may apply to the National Spiritualist Association for permission to incorporate under this article, which written permission granted by the board of trustees of the National Spiritualist Association shall be attached to and become a part of the certificate of incorporation.

§ 302. Notice of meeting for incorporation. A notice of meeting for the purpose of incorporating an unincorporated Spiritualist church in connection with the National Spiritualist Association shall be given as follows:

1. The notice shall be in writing and shall state in substance that a meeting of the members of such church will be held at a stated place, date and hour for the purpose of incorporating, electing officers and trustees and selecting a corporate name.

2. The notice shall also state that written permission has been granted by the board of trustees of the National Spiritualist Association.

3. The notice shall be signed by at least fifteen persons of legal age who are in good and regular standing of such church, in accordance with the rules and regulations of such church, and who have in good faith expressed in open meeting their belief in the tenets and the declaration of principles adopted by the National Spiritualist Association.

4. The notice shall be publicly read at a regular meeting of such unincorporated church for public worship on two successive Sundays immediately preceding the meeting by any person qualified to sign such notice.

§ 303. Incorporation meeting. 1. At the incorporation meeting, held in pursuance of such notice, the qualified voters shall be all persons of legal age who are in good and regular standing in such church in accordance with the rules and regulations of such church and who have in good faith in open meeting expressed their belief in the tenets of faith

and the declaration of principles adopted by the National Spiritualist Association. At such meeting the presence of a majority of the qualified voters, at least eight in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon.

2. The meeting shall be called to order by the minister of such church, or in his absence, by one of the signers of the notice and shall elect from the qualified voters, a chairman, a secretary and two inspectors of election. The chairman and the inspectors of election shall decide the qualifications of the voters and the result of the ballots cast on any matter.

3. If the meeting shall decide that such church shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number and term of officers and trustees, and the name of the county and the city, town or village in which the principal place of worship is or is intended to be located. The meeting shall also elect the officers and trustees. The meeting may also adopt by-laws for the government of the church.

§ 304. Certificate of incorporation. The certificate of incorporation shall contain:

1. The name by which the proposed corporation shall be known.

2. The names and addresses of the officers and trustees elected at the incorporation meeting, together with the respective terms of said officers and trustees.

3. The name of the county and the city, town or village in which the proposed place of worship is or is intended to be located.

4. The purpose and intent for which the corporation is created to be set forth as follows:

"The purpose and intent of this religious corporation is to promote

the science and promulgate the philosophy and religion of Spiritualism, as adopted and practiced by the National Spiritualist Association.

This corporation is subject to the constitution and by-laws of the National Spiritualist Association, a religious body incorporated under the laws of the District of Columbia, to the extent that they may not be inconsistent with the laws of the United States or of this state."

The certificate shall be executed and acknowledged by the duly elected officers and trustees and, together with the written permission to incorporate granted by the board of trustees of the National Spiritualist Association, shall be filed in the office of the county clerk of the county in which the place of worship is or is intended to be located. On such filing the church shall be a corporation and the persons so elected to be officers and trustees shall be such officers and trustees.

§ 305. Pastor. The pastor of the church shall be called, settled or removed and his or her salary fixed, only by the vote of a majority of the members of the corporation duly qualified to vote at elections present and voting at a meeting of such corporation called for that purpose, subject to the written consent of the board of trustees of the National Spiritualist Association.

§ 306. Re-incorporation. Any heretofore incorporated Spiritualist church in connection with the National Spiritualist Association, may re-incorporate under the provisions of this article by the same procedure hereinbefore set forth for incorporation, substituting at the appropriate place the word "re-incorporate" for "incorporate" and filing the certificate of re-incorporation in the office of the county clerk in the county in which its principal place of worship is located.

ARTICLE 17
METHODIST CHURCHES

Section 320. Application of article.

- 321. Change of name of churches and affiliated and subsidiary organizations.
- 321-a. Use of certain names by religious corporations.
- 322. Meeting for incorporation.
- 323. Certificate of incorporation.
- 324. Amendment of certificate of incorporation.
- 325. Corporate meetings.
- 326. Changing number of trustees.
- 327. Vacancies in board of trustees.
- 328. Meetings of trustees.
- 329. Change of date of annual corporate meetings.
- 330. Powers and duties of trustees.
- 331. Control of trustees by corporate meetings.
- 332. Conveyance of property.
- 333. Conveyance of property for church, school or missionary purposes.
- 334. Bequests.
- 335. Powers of certain existing corporations to conform charter to article.

§ 320. Application of article. This article applies only to Methodist churches and to affiliated and subsidiary organizations.

§ 321. Change of name of churches and affiliated and subsidiary organizations. 1. Notwithstanding any provisions of this chapter or of any general, special or local law, the three denominations formerly known as the Methodist Episcopal Church, the Methodist Protestant Church and the Methodist Episcopal Church South having united into one under the name of The Methodist Church, all religious corporations or churches heretofore authorized to use, or be known by the names "Methodist Episcopal Church," "Methodist Protestant Church," or "Methodist Episcopal Church South" and all societies, conferences, boards, associations, corporations or other organizations directly connected therewith or subsidiary thereto shall eliminate from their respective

names the word or words "Episcopal," "Protestant" or "South," as the case may be, and all such churches, corporations and other organizations shall hereafter be known by such names as changed and amended by this section.

2. The changes in names provided for by this section shall not in any respect change the identity of or affect, abate, defeat, alter or annul any of the rights, privileges, powers, property rights, obligations, liabilities or duties of any of said churches or corporations aforesaid, all of which shall remain in full force and effect as though their respective names had not been so changed.

3. All churches or other corporations using the changed names as provided in this section shall continue to have and be possessed of all of the interest, property and rights to which they are or may become entitled under their former corporate names.

4. The provisions of this section shall be deemed continuous of the provisions of chapter three hundred twenty-seven of the laws of nineteen hundred forty, and laws amendatory thereof, and shall be construed to have been in existence since April tenth, nineteen hundred forty, the time of the enactment of such chapter.

§ 321-a. Use of certain names by religious corporations. 1.

Notwithstanding any provisions of this chapter or of any general, special or local law, the two denominations formerly known as The Methodist Church and The Evangelical United Brethren Church having united into one under the name of The United Methodist Church, all religious corporations or churches heretofore authorized to use or be known by the names Methodist Church or Evangelical United Brethren Church, and all societies, conferences, boards, associations, corporations or other organizations duly connected therewith or subsidiary thereto shall eliminate from their respective names the word or words The Methodist Church or Evangelical United Brethren or add The United Methodist Church, as the case may be and all such churches, corporations and other organizations shall hereinafter be known by such

names as changed and amended by this section.

2. The changes and names provided for by this section shall not in any respect change the identity or affect, abate, defeat, alter or annul any of the rights, privileges, property rights, obligations, liabilities or duties of any of said churches or corporations aforesaid, all of which shall remain in full force and effect as though their respective names had not been so changed.

3. All churches, corporations, organizations or unincorporated associations using the changed names as provided in this section shall continue to have and be possessed of all of the interest, property and rights to which they are or may become entitled under their former corporate names or other respective designations.

§ 322. Meeting for incorporation. 1. Notice of a meeting for the purpose of incorporating an unincorporated United Methodist church shall be in writing and shall state in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour, for the purpose of incorporating such a church and selecting a name therefor and electing trustees thereof.

2. Such notice must be signed by at least six full members of the church who are all of full age and in good and regular standing. This notice shall be publicly read at each of the two next preceding regular meetings of such unincorporated church for public worship, at least one week apart, at morning service, if such service be held, on Sunday, if Sunday be the day for such regular meetings by the pastor or by one of the signers thereof.

3. At the meeting for incorporation held in pursuance of such notice, the following persons, and no others, shall be qualified voters, to wit: all persons of full age who are then full members in good and regular standing in such church. The presence of at least six persons qualified to vote thereat shall be necessary to constitute a quorum of such a meeting. Each action of the meeting upon any matter or question shall be

decided by a majority of the qualified voters present and voting thereon. At such a meeting the district superintendent or the pastor shall preside, or in the absence of both or in case of either or both declining to preside, any qualified voter may be elected to preside. The presiding officer shall be the judge of the qualifications of voters, subject to appeal to the vote of the members present whose qualifications as voters are not challenged, and shall receive the votes cast and declare the result of the same.

4. If such meeting shall decide to incorporate such unincorporated church, it shall also decide upon the name of the proposed incorporation, the number of trustees thereof, which shall be three, six or nine, and shall determine the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof after such meeting shall be held. Such meeting shall elect by ballot the number of trustees decided upon, which trustees shall be of full age and two-thirds of whom shall be members of The United Methodist Church. One-third of these shall be elected to hold office until the first annual election of trustees thereafter, one-third until the second annual election, and one-third until the third annual election.

§ 323. Certificate of incorporation. The presiding officer of such a meeting and at least two other persons present and voting thereat shall be appointed at such a meeting to execute and acknowledge, before any person authorized to take acknowledgment of deeds, a certificate of incorporation which shall have been submitted to and approved by such meeting. Such certificate shall set forth: the place and date of said meeting for incorporation; the name of said church; the township, village or city, and the county in which said church shall be located; the statement that there were six or more qualified voters present at the meeting where this act of incorporation was authorized; the names and respective periods of office of the trustees elected; the signatures and residences of those authorized to execute and acknowledge the certificate of incorporation; the approval of the district superintendent of the district in which the church is located; and a statement that the corporation shall support the doctrine and shall be

subject to the laws, usages and ministerial appointments of The United Methodist Church as from time to time established, made and declared by the lawful authority of said church. On the filing of such certificate in the office of the county clerk of the county in which such church shall be located the members of such church qualified to vote at such meeting and those who shall thereafter, from time to time, be qualified voters, at the corporate meetings thereof, shall be a corporation by the name stated in such certificate, and the persons therein stated to be elected trustees of such church shall be the trustees thereof, for the terms for which they were respectively elected, and until their successors are elected.

§ 324. Amendment of certificate of incorporation. It shall be lawful for any incorporated United Methodist church, by a two-thirds vote of the members present and voting at a regularly called meeting of the corporation, to alter or amend its certificate of incorporation in any manner not inconsistent with the provisions of this chapter or the discipline of The United Methodist church; and such alteration or amendment shall become operative when the amended certificate of incorporation shall have been executed, acknowledged and filed as provided for in section three hundred twenty-three of this article.

§ 325. Corporate meetings. 1. The trustees of an incorporated United Methodist church shall be elected at the annual corporate meeting which shall be held at the time and place fixed by the by-laws, if such time and place be so fixed, and otherwise at a time and place to be fixed by its trustees. A special corporate meeting of any such church may be called by the board of trustees thereof, on its own motion or on the written request of at least ten qualified voters of such church. The trustees shall cause notice of the time and place of the annual corporate meeting therein specifying the name of any trustees, whose successors are to be elected thereat, and, if a special meeting, specifying the business to be transacted thereat, to be given at each of the two next preceding regular meetings of such incorporated church for public worship, at least one week apart, at morning service, if such

service be held, on Sunday, if Sunday be the day for such regular meetings, or if no such public worship be held during such period, by conspicuously posting such notice in writing upon the outer entrance to the principal place of worship of such church. Such notice shall be given by the district superintendent, the pastor, the officiating minister or an officer of the church.

2. At such a corporate meeting the following persons, and no other, shall be qualified voters for the election of trustees, to wit: all persons who are full members of such church in good and regular standing. The members present at any duly announced meeting shall constitute a quorum. Each action of the meeting upon any matter or question shall be decided by a majority of the qualified voters present and voting thereon. At such a meeting the district superintendent or the pastor shall preside, or in the absence of both or in case of either or both declining to preside, any qualified voter may be elected to preside. The presiding officer of the meeting shall receive the votes, be the judge of qualifications of voters subject to appeal to the vote of the members present whose qualifications as voters are not challenged, and declare the result of the votes cast on any matter.

3. Election of trustees at the annual corporate meeting shall be by written individual ballot and on a majority vote. Such trustees shall be of full age and each election shall provide that at least two-thirds of the board of trustees shall be members of The United Methodist Church. The trustees shall be elected for a term of three years or until their successors have been duly elected, provided that one-third shall be elected each year.

§ 326. Changing number of trustees. An incorporated United Methodist church may, at its annual corporate meeting where trustees are elected, by vote change the number of its trustees to three, six or nine by adding more trustees, one-third of which shall be elected for three years, one-third for two years and one-third for one year; or by voting to discontinue the offices of certain specified trustees as they expire, one-third of said offices to be discontinued each year, until the number

left is the number decided upon. Such changes in the board of trustees shall always provide that at least two-thirds of the trustees shall be members of The United Methodist church. No such changes shall affect the terms of the trustees then in office, but each shall hold office until his full term has expired unless his office shall terminate as provided for elsewhere in this article.

§ 327. Vacancies in board of trustees. If any trustee of such incorporated United Methodist church declines to act, resigns, dies, or has his trusteeship terminated by any other means, his office shall be vacant and the quarterly conference of the church in any regular or a special session may fill the vacancy until the next annual corporate meeting when trustees are elected at which meeting the vacancy shall be filled for the unexpired term.

§ 328. Meetings of trustees. Meetings of the trustees of an incorporated United Methodist church may be held at stated intervals or may be called by giving at least twenty-four hours notice thereof personally or by mail to all trustees and such meeting may be called and such notice given by the pastor, the secretary of the board of trustees, or by any two of the trustees, but by the unanimous consent of the trustees a meeting may be held without previous notice thereof. Some member of the board of trustees elected for that purpose shall be president or chairman, or the pastor may preside without vote. A majority of the whole number of trustees shall constitute a quorum for the transaction of business at any meeting lawfully convened. In case of a tie vote at a meeting of the trustees, the presiding officer of such meeting, if he be a trustee, shall, notwithstanding he has voted once, have an additional casting vote, or, if the presiding officer be the pastor, the secretary of the board shall have the additional casting vote.

§ 329. Change of date of annual corporate meetings. An annual corporate meeting of an incorporated United Methodist church may change

the date of its annual meeting thereafter. If such a date shall next thereafter occur less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from such next recurring date. For the purpose of determining the terms of office of trustees, the time between the annual meeting at which such change is made and the next annual meeting thereafter shall be reckoned as one year.

§ 330. Powers and duties of trustees. 1. The trustees of an incorporated United Methodist church shall have the custody and control of all the temporalities and property belonging to the corporation and of the revenues from such property, and shall administer the same in accordance with the discipline, rules and usages of The United Methodist Church, and with the provisions of law relating thereto, for the support and maintenance of the corporation or providing the members thereof at a corporate meeting thereof shall so authorize, of some religious, charitable or benevolent object, conducted by such church, or connected with it, or with The United Methodist Church, and they shall not use such property for any other purpose or divert the same from such uses.

2. The trustees shall be responsible to the charge conference of the church in a manner not inconsistent with any directions of a corporate meeting, and shall annually make a written report to the charge conference which report shall include the items required by the discipline of The United Methodist Church.

3. The trustees shall not prevent or interfere with the pastor or other duly authorized ministers of The United Methodist Church in the use of said property for religious services or other proper meetings recognized by the law and usage of The United Methodist Church.

§ 331. Control of trustees by corporate meetings. A corporate meeting of an incorporated United Methodist church, whose trustees are elective as such, may give directions, not inconsistent with law or with the discipline of The United Methodist Church, as to the manner in which any

of the temporal affairs of the church shall be administered by the trustees thereof; and such directions shall be followed by the trustees.

§ 332. Conveyance of property. The trustees of an incorporated United Methodist church may sell, mortgage, lease or convey church property by following the provisions of section twelve of article two of this chapter except that in no case shall trustees mortgage or encumber real estate on which a church or parsonage is located for the current expense of a charge, nor shall the principal of the proceeds of the sale of such property be so used.

§ 333. Conveyance of property for church, school or missionary purposes. Any church or society of The United Methodist Church created by or existing under the laws of the state of New York, having its principal office or place of worship in the state of New York, or whose place of worship was within the state of New York, is hereby authorized and empowered by the concurrent vote of two-thirds of its qualified voters present and voting therefor, at a meeting regularly called for that purpose, and of two-thirds of all its trustees and by the written consent of the resident bishop and the district superintendent, to direct the transfer and conveyance of any of its property, real or personal, which it now has or may hereafter acquire, to any religious, charitable or missionary corporation connected with The United Methodist denomination and incorporated by or organized under any law of the state of New York, either solely, or among other purposes, to establish or maintain, or to assist in establishing or maintaining churches, schools or mission stations, or to erect or assist in the erection of such buildings as may be necessary for any such purposes, with or without the payment of any money or other consideration therefor; and upon such concurrent votes being given, the trustees shall execute such transfer or conveyance; and upon the same being made, the title to and the ownership and right of possession of the property so transferred and conveyed shall be vested in and conveyed to such grantee; provided, however, that nothing herein contained shall impair or affect in any way any existing claim or lien against any property so transferred or

conveyed, or any action at law or legal proceeding; and such transfer shall be subject, in respect to the amount of property the said grantee may take and hold, to the restrictions and limitations of all laws then in force.

§ 334. Bequests. Any bequest of real or personal property to an unincorporated United Methodist church may be taken and held by the incorporated annual conference which has jurisdiction over said church and administered for the benefit of said church.

§ 335. Powers of certain existing corporations to conform charter to article. A corporation heretofore created in this state by special act or under general law for purposes for which a corporation may be created under this article and other applicable provisions of this chapter, may, by the procedure herein provided, amend its charter or certificate of incorporation to conform to the provisions of this article with the same corporate name and for the same corporate purposes and any additional purposes permitted by this article; but such amendment shall not affect then existing property rights or liabilities.

ARTICLE XVIII
**CHURCHES OF THE BYELORUSSIAN AUTOCEPHALIC
ORTHODOX CHURCH IN AMERICA**

Section 336. Definitions.

337. Application for incorporation.

338. Notice of a meeting for incorporation.

339. The meeting for incorporation.

340. Resolutions to be adopted at the meeting for incorporation.

341. Certificate of incorporation.

342. Reincorporation of existing corporations.

343. Time, place and notice of corporate meetings.

344. Organization and conduct of corporate meetings;
qualifications of voters.

345. Change of date of annual corporate meetings.

- 346. Changing number of laymen trustees.
- 347. The powers and duties of trustees.
- 348. Meetings of trustees.
- 349. Vacancies among layman trustees.
- 350. Pastoral relations.
- 351. Conveyance of property.
- 352. Property of extinct churches.

§ 336. Definitions. 1. The "Byelorussian Autocephalic Orthodox Church in America," as that term is used anywhere in this article, refers to the churches, cathedrals, chapels, congregations, societies, parishes, committees and other religious organizations of the Eastern Orthodox Church which are subject to ecclesiastical and administrative jurisdiction and authority of the archbishop, or bishop, who is the ecclesiastical administrator of the American diocese of the Byelorussian Autocephalic Orthodox Church created pursuant to resolutions adopted at a diocesan convention (sobor) of said diocese held at Brooklyn, New York, on May twenty-eighth and twenty-ninth, nineteen hundred sixty and subject to the ecclesiastical jurisdiction of the metropolitan archbishop, or other primate, or the locum tenens acting in his place and the council of bishops of the Byelorussian Autocephalic Orthodox Church.

2. Every church, parish, congregation, society, or committee incorporated or reincorporated, pursuant to this article, shall in all respects conform to, maintain, and follow the faith, doctrine, ritual, communion, discipline, canon law, traditions and usages of the Eastern Orthodox Church as such are determined by the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church, and shall recognize and be and remain subject to the jurisdiction and authority of the duly appointed archbishop, bishop or other administrator of the American Diocese of the Byelorussian Autocephalic Orthodox Church, hereinafter called Byelorussian Autocephalic Orthodox Church in America, or his successor in office, and shall accept, secure or receive the sacramental, pastoral, or ministerial services of such clergy only as are so certified to be of lawful and canonical status or authority in

the Byelorussian Autocephalic Orthodox Church in America, and retain or secure as pastors only such clergy as have, in addition, the permission of the said archbishop, bishop, or administrator of the Byelorussian Autocephalic Orthodox Church in America.

§ 337. Application for incorporation. Any number of persons of full age, not less than ten, who are communicants in canonical standing within the Eastern Orthodox Church may associate themselves for the purpose of founding and continuing a congregation acknowledging, conforming to and promoting the faith, doctrine, discipline, rite, canons, traditions, usages and constitution of the Byelorussian Autocephalic Orthodox Church in America and apply to the archbishop or bishop, who is the ecclesiastical administrator of said church, for permission and sanction to incorporate such congregation. When such permission aforesaid has been obtained in writing over the signature and seal of such archbishop or bishop, such congregation may become an incorporated church by executing, acknowledging and filing a certificate of incorporation as hereinafter provided.

Any religious order, theological seminary for the preparation of candidates for ministry, or religious society established for evangelical efforts or the relief of the poor and needy, which is intended to be an auxiliary organization of the Byelorussian Autocephalic Orthodox Church in America, where a chapel for the conduct of worship is provided shall be deemed a congregation to all intents and purposes, and may be incorporated in the manner prescribed in this article.

§ 338. Notice of a meeting for incorporation. Notice of a meeting for the purpose of incorporating a congregation, to which this article is applicable, shall be given as follows:

1. The notice shall be in writing and shall state in substance that a meeting of the members of such congregation will be held at a stated place, date and hour for the purpose of incorporating such congregation,

electing laymen trustees thereof and selecting a corporate name thereof.

2. The notice shall also state that the appropriate ecclesiastical authority has given sanction and permission, required under this article, for the incorporation.

3. The notice must be signed by at least six persons of full age who are then members in good and regular standing of such congregation by admission into full communion and membership therewith, in accordance with the rules and regulations thereof, and of the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church and who have statedly worshipped with such congregation and have regularly contributed to its financial support, according to its usages, for at least one year or since it was formed.

4. Such notice shall be publicly read at two successive regular meetings for public worship or at special meetings of such congregation on the two Sundays immediately preceding the meeting for incorporation; and at least fifteen days before the meeting for incorporation, by the first named of the following persons who is present thereat, to wit: The minister in charge of such congregation, officiating minister thereof, or one of the persons qualified to sign such notice in the order of their age beginning with the oldest.

5. A copy of such notice shall be posted conspicuously on the outside of the main entrance to the usual place of worship, or at the place where the special meetings are to be held, at least fifteen days before the meeting for incorporation.

6. A copy of such notice shall be sent by mail postpaid at least ten days prior to the date set for the meeting for incorporation to each member in good and regular standing by admission into full communion and membership therewith, in accordance with the rules and regulations thereof, and of the Byelorussian Autocephalic Orthodox Church, at his last known address as same appears in the records of the congregation.

§ 339. The meeting for incorporation. 1. At the meeting for incorporation, held in pursuance of such notice, the qualified voters, until otherwise decided as hereinafter provided, shall be all persons of full age, who are then members in good and regular standing of such congregation by admission into full communion and membership therewith, in accordance with the rules and regulations thereof, and of the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church.

2. At such meeting, the presence of a majority of such qualified voters, at least six in number, shall be necessary to constitute a quorum and all matters or questions shall be decided by a majority of the qualified voters voting thereon.

3. The meeting shall be called to order by the first named of the following persons who is present thereat, to wit: The minister in charge of such congregation, or the officiating minister thereat, or one of the persons qualified to sign the notice of the meeting for incorporation in the order of their age beginning with the oldest.

4. There shall be elected at such meeting from the qualified voters there present, a presiding officer, a clerk to keep the record of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspector shall decide the result of the ballots cast on any matter and shall be the judges of the qualifications of the voters, subject to appeal to the vote of the members present whose qualifications as voters are not challenged.

5. If the meeting shall decide that such congregation shall become an incorporated church, the meeting shall also decide upon the name of the proposed corporation, the number of laymen trustees thereof, which shall be a multiple of three, and the date, not more than fifteen months thereafter, on which the first annual election of the laymen trustees thereof shall be held, and shall decide also whether those who, from the time of the formation of such congregation or during the year preceding the meeting for incorporation, have statedly worshipped with such congregation and have regularly contributed to the financial support

thereof, shall be qualified voters at such meeting for incorporation, and that those who during the year preceding the subsequent corporate meetings of the church shall have statedly worshipped with such church and shall have regularly contributed to the financial support thereof, shall be qualified voters at such corporate meetings.

6. Such meetings shall thereupon elect by ballot from the persons qualified to vote thereat one-third of the number of trustees so decided on, who shall hold office until the first annual election of trustees thereafter, and one-third of such number of trustees who shall hold office until the second annual election for trustees thereafter, and one-third of such number of trustees who shall hold office until the third annual election thereafter, or until the respective successors of such trustees shall be elected.

7. Such meeting shall also elect by ballot a clerk of the corporation, who shall hold office until the close of the next annual meeting.

§ 340. Resolutions to be adopted at the meeting for incorporation. In order to incorporate under this article, the meeting shall adopt the following resolution by a majority of its qualified voters, present and voting, to wit:

Whereas, this congregation was founded and established, and thereby a permanent trust was created, for the purpose and intent of adhering to, maintaining and promoting religious worship and teaching according to the communion, doctrine, discipline, rite, canon law, traditions and usages of the Byelorussian Autocephalic Orthodox Church; and

Whereas, such purpose and intent and the trust thereby created can be fully effected and safeguarded only in complete canonical unity with jurisdictions and in obedience to bishops acknowledged and certified by the Byelorussian Autocephalic Orthodox Church in America; and

Whereas, the signors thereof are the trustees, duly elected as such at a meeting duly held on the day of , nineteen

hundred , in accordance with article eighteen of the religious corporations law; and

Whereas, by a majority vote the said meeting has determined to incorporate as a Church of the Byelorussian Autocephalic Orthodox Church in America under the name of (here give the corporate name by which such church is to be known); and

Whereas, permission and sanction for such incorporation has been given and certified in accordance with the provisions of said article by (here name the appropriate archbishop, bishop or administrator) to whose jurisdiction and authority this corporation shall adhere.

Therefore it is hereby resolved, that this congregation shall become and remain an incorporated church of the aforesaid jurisdiction in full unity of communion, faith and discipline with the Byelorussian Autocephalic Orthodox Church in America and that the clergymen trustees of this said church shall be the archbishop, or bishop, who is the administrator of the Byelorussian Autocephalic Orthodox Church in America and rector of this church, and their successors in office, shall by virtue of their offices, be the clergymen trustees of this church, which said two officers together, with the laymen trustees elected at this incorporation meeting, shall constitute the trustees thereof. Said clergymen trustees' term of office shall continue until their successors in said office are elected by the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church, and said laymen trustees' term of office shall be that fixed by statute.

§ 341. Certificate of incorporation. 1. If the meeting shall decide that such congregation shall become an incorporated church of the Byelorussian Autocephalic Orthodox Church in America, a certificate of incorporation therefor shall be executed and acknowledged by the archbishop, or bishop, who is administrator of the Byelorussian Autocephalic Orthodox Church in America, the rector of the congregation and by the laymen trustees that have been elected, and by the clerk of the corporation, and the said certificate of incorporation shall contain

the following:

- (a) The name by which the proposed corporation shall be known;
- (b) The number of laymen trustees thereof; the names and addresses of the persons elected as trustees; and the term of office for which they were respectively elected;
- (c) An exact copy of the resolution which provides for the clerical trustees by virtue of their offices;
- (d) The name of county, town, city or village in which the principal place of worship or office is or is intended to be located;
- (e) The purpose and intent for which said corporation is created, to be set forth as follows:

"The purpose and intent of this corporation is to maintain, propagate, practice and forever perpetuate religious worship, services, sacraments and teaching in full accordance and unity with the doctrine, ritual, canon law, faith, practice, discipline, and traditions and usages of the Holy Orthodox Church; and for carrying out of said purpose and intent, to form and maintain a religious organization of church adherent and obedient to the ecclesiastical jurisdiction and authority of the archbishop, or bishop, or administrator of the Byelorussian Autocephalic Orthodox Church in America and certified by the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church, as canonical and duly appointed."

- (f) In the certificate of incorporation of societies or organizations, other than churches, special purposes, additional to the above, may be set forth.

2. On filing such certificate in the office of the county clerk of the county in which such church is or is intended to be located, such church shall be a corporation by the name stated in the certificate, and the persons therein stated to be elected clerical and laymen trustees of such church shall be trustees therefor for their respective terms and until their successors are elected.

§ 342. Reincorporation of existing corporations. Any heretofore incorporated church, to which this article is applicable, may reincorporate under the provisions of this article by the same procedure

hereinbefore set forth for incorporation substituting, at appropriate places, the word "reincorporate" for "incorporate" and filing the certificate of reincorporation in the office of the county clerk in the county in which its principal place of worship is located. Immediately upon the filing of such certificate all the right, title, equity and interest of such corporation in any estate, real or personal, together with all franchise and charter rights, shall be vested in the corporation so created under this article, and the original corporation shall be null and void.

§ 343. Time, place and notice of corporate meetings. 1. The annual corporate meeting of every church incorporated under this article shall be held at the time and place fixed by its by-laws, or if no time and place be so fixed, then at a time and place to be first fixed by its trustees, but to be changed only by a by-law adopted at an annual meeting.

2. A special corporate meeting of any such church may be called by the board of trustees thereof, on its own motion, and shall be called on the written request of at least ten qualified voters of such church.

3. The trustees shall cause notice of the time and place of such annual corporate meeting, therein specifying the names of any trustees, whose successors are to be elected thereat and the business to be transacted thereat, and, if a special meeting, specifying business to be transacted thereat, to be publicly read at two successive regular meetings for public worship or at special meetings of such church on the two Sundays immediately preceding the annual or special corporate meeting, by the rector of such church or if there be none or he be necessarily absent, by the officiating minister thereof, if there be one, or if not, or if any such minister refuse to give such notice, by any officer of such church. If no public worship be held during said period, or if it be the notice of special corporate meeting, a copy of such notice shall be posted conspicuously on the outside of the main entrance to the usual or principal place of worship at least fifteen days before such meeting and a copy of such notice shall be sent by mail

postpaid at least ten days prior to the date set for such meeting to each member of such church in good and regular standing by admission into full communion and membership therewith, in accordance with the rules and regulations thereof, and of the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church, and who has been stated attendant at divine worship in such church and has regularly contributed to the financial support thereof during the year next preceding such meeting, at his last known address as same appears in the records of the church.

§ 344. Organization and conduct of corporate meetings; qualifications of voters. 1. At a corporate meeting of an incorporated church to which this article is applicable, the following persons, and no others, shall be qualified voters, to wit: All persons who are then members in good and regular standing of such church by admission into full communion or membership therewith in accordance with the rules and regulations thereof, and of the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church, and who have been stated attendants on divine worship in such church and have regularly contributed to the financial support thereof during the year next preceding such meeting.

2. The annual corporate meeting shall be governed with respect to its organization and election of laymen trustees and the clerk of the corporation by the same provisions as set forth in this article for the incorporation of said church, except if there be no rector or he be necessarily absent or if he refuses to call such meeting to order, the chairman of the board of trustees shall do so.

3. The same provisions shall apply to a special corporate meeting.

4. At the annual corporate meeting the trustees shall cause to be prepared and read thereat a budget giving the approximate amount of money needed for the maintenance of worship, the administration of the temporal affairs of the church and for the care of the property, and such other regular and special items as shall be brought to the attention of the meeting, which budget shall be discussed and decided

upon, ratified or amended by the said meeting by majority vote, with ample provision made to raise such funds by whatever usages the church shall elect.

5. In the event that a quorum shall not be present at any annual corporate meeting and no election of the trustees and officers shall be accordingly had thereat, the board of trustees shall call a special meeting (which may be referred to as an adjourned annual corporate meeting) at a time and place to be fixed by it. Notice of such meeting shall be given in the same manner as provided for any special meeting. If such special meeting be not called by the board of trustees within two weeks following the date for such annual meeting, the rector is authorized to and shall call such special meeting and notice thereof shall be given in like manner. The election of officers and any other business required or scheduled to have been had or conducted at the annual corporate meeting may be had and conducted at such special meeting. In the event that a quorum shall not be present at such special meeting and no election of officers shall be accordingly had thereat, the rector, vicar or minister in charge of the church or congregation, with the approval of the bishop, not more than sixty days thereafter, is authorized to and shall appoint the laymen trustees, and other lay officers to the offices not filled by election at such annual corporate meeting or such special meeting, and they shall hold office as such until the next succeeding annual meeting. If such rector, vicar or minister shall fail to make such appointments, the bishop is authorized to and shall make such appointments, with like force and effect.

§ 345. Change of date of annual corporate meetings. An annual corporate meeting of an incorporated church to which this article is applicable may, by a majority vote of the duly qualified voters at such meeting, change the date of the annual meeting thereafter. If such date as so changed shall next thereafter occur less than six months after the annual meeting at which such change is made, the next annual meeting shall be held one year from such next recurring date. For the purpose of determining the terms of office of trustees, the period of time elapsing between the date of the annual meeting at which such change is made and

the next annual meeting thereafter shall be reckoned as one year.

§ 346. Changing number of laymen trustees. An incorporated church to which this article is applicable may, at its annual corporate meeting where trustees are elected, by a majority vote of the duly qualified voters at such meeting, change the number of its trustees by adding more trustees, one-third of which shall be elected for three years, one-third for two years and one-third for one year; or by voting to discontinue the offices of certain specified trustees as they expire, one-third of said offices to be discontinued each year, until the number left is the number decided upon. No such changes shall affect the terms of the trustees then in office, but each shall hold office until his full term has expired unless his office shall terminate as provided for elsewhere in this article.

§ 347. The powers and duties of trustees. 1. The trustees of an incorporated church to which this article is applicable shall have the custody and control of all the temporalities and property, real or personal, belonging to the corporation and of all the revenues therefrom and shall administer the same strictly in accordance with the discipline, rules, usages, laws and constitution of the Byelorussian Autocephalic Orthodox Church in America, and with the provisions of law relating thereto, for the support and maintenance of the church corporation or providing the members thereof at a corporate meeting thereof shall so authorize, of some religious, charitable, benevolent or educational object, conducted by such church, or connected with it, or the governing ecclesiastical body of the Byelorussian Autocephalic Orthodox Church in America, and they shall not use such property or revenue for any other purpose or divert the same from such uses.

2. By-laws or directions adopted at any corporate meeting of any such incorporated church shall control the subsequent action of its trustees, as to the temporalities and property or revenues therefrom, and as to the care thereof, and changes in either thereof and disposition thereof.

3. The trustees of any such church shall have no power, without the consent of a corporate meeting, to incur debts beyond what is necessary for the care of the property of the corporation.

4. The trustees shall not prevent or interfere with the rector or other duly authorized ministers in the use of said property for religious services or other proper meetings recognized by the law and usages of the Byelorussian Autocephalic Orthodox Church in America.

5. The trustees of an incorporated church to which this article is applicable, shall have no power to settle or remove or fix the salary of the minister. The trustees shall also have no power to fix or change the time, nature or order of the public or social worship of such church, except when such trustees are also the spiritual officers of such church.

6. The trustees of any such church shall be responsible to the diocesan council or the convention (sobor) of the diocese within bounds of which such church is situated in accordance with the discipline, rules, usages, laws and constitution of the Byelorussian Autocephalic Orthodox Church in America and shall make reports to said diocesan council or convention (sobor) which reports shall include all the items required.

§ 348. Meetings of trustees. 1. Meetings of the trustees of an incorporated church to which this article is applicable may be held at stated intervals, or shall be called by the chairman of the board of trustees on his own motion, or upon request of one of the clergymen trustees or any two of the laymen trustees by giving at least twenty-four hours notice thereof personally or by mail to all trustees, but by the unanimous consent of the trustees a meeting may be held without previous notice thereof.

2. To duly constitute such regular or special meeting of the trustees for the transaction of business, at any meeting lawfully convened, there shall be present a majority of the laymen trustees, the archbishop, or

bishop, who is administrator of the Byelorussian Autocephalic Orthodox Church in America, the rector of the church, unless there is no rector at that time, or he shall be necessarily absent, and the clerk of the corporation. If the archbishop, or bishop, cannot be present, he may send his proxy to one of the laymen trustees.

3. The chairman of the board of trustees shall preside or if he shall be necessarily absent, the rector shall preside at the meeting.

4. No act or procedure other than regular routine matters in regard to the administration of the temporal affairs of the church and for the care of the property of the corporation, as included in the budget items, shall be valid without the sanction of the archbishop, or bishop, who is administrator of the Byelorussian Autocephalic Orthodox Church in America.

5. The effect of a tie vote creating a deadlock shall be to carry the question involved (with all pending questions appertaining thereto) over to the next meeting of the board. In case of such a deadlock extending beyond three successive meetings of the board of trustees, the whole matter involved shall be settled in a meeting of the corporate society.

§ 349. Vacancies among layman trustees. If any layman trustee of an incorporated church to which this article is applicable declines to act, resigns or dies, or ceases to be a qualified voter at a corporate meeting thereof, or has his trusteeship terminated by any other means, his office shall be vacant; and such vacancy may be filled by the remaining trustees until the next annual corporate meeting of such church; at which meeting the vacancy shall be filled for the unexpired term.

§ 350. Pastoral relations. The election, calling, settlement, installation, dismissal, removal, translation, constituting or dissolving of the pastoral relation, or fixing or changing of the salary of a minister, or taking any action for or toward any such purpose, and

the calling and conduct of a meeting of any such church for any such purpose, and the qualification of voters at any such meeting are not authorized or regulated or controlled by any provision of this chapter, but the same shall be in all respects, done, and regulated, and any meeting therefor called, conducted, and controlled, only in accordance with the laws, regulations, practice, discipline, books of government, rules and usages of the ecclesiastical governing body of the Byelorussian Autocephalic Orthodox Church, except that the salary of any such minister may be increased at any corporate meeting of any such church.

§ 351. Conveyance of property. Whenever it may become necessary or advisable to mortgage or dispose of any church property, the trustees may mortgage or sell and convey the same by first securing the authority of the society for such sale or mortgage and the approval of the archbishop, or bishop, who is administrator of the Byelorussian Autocephalic Orthodox Church in America, and obtaining leave of the supreme or county court therefor pursuant to the provisions of this chapter; provided that in all cases the proceeds of such sale or mortgage shall be used either for the payment of debts or for the purchase or improvement of property for the same uses and deeded to the same corporation; or if not so used, shall be held subject to the order of the diocesan council of the Byelorussian Autocephalic Orthodox Church in America which has ecclesiastical jurisdiction over such church.

§ 352. Property of extinct churches. The diocesan council of the Byelorussian Autocephalic Orthodox Church in America may decide that a church in connection with it or over which it has ecclesiastical jurisdiction, and to which this article is applicable, has become extinct, if it has failed for two consecutive years next prior thereto, to maintain religious services according to the discipline, customs and usages of the Byelorussian Autocephalic Orthodox Church, or has had less than ten resident attending members making annual or regular contributions towards its support, and may take possession of the temporalities and property belonging to such church or parish and manage

the same; or may, in pursuance of the provisions of this chapter relating to the disposition of real property sell or dispose of the same and apply the proceeds thereof to any of the purposes to which the property of such diocesan council is devoted, and it shall not divert such property to any other object. For the purpose of obtaining a record title to the land and the church edifice, or other buildings thereon, by such diocesan council, the surviving trustee or trustees of said extinct church or if there be no surviving trustee, then a surviving member of said extinct church, may, without a consideration being paid therefor by such diocesan council, convey to it said land and church edifice, or other buildings thereon, subject, however, to an order of the supreme or county court based upon a petition reciting that said church has become extinct; the name of its surviving trustee or trustees; and the names of its members (who must have given their consent to the making of said conveyance). Upon the recital of said facts in said petition, the court shall have jurisdiction to grant an order allowing said conveyance to be made without a consideration; and should there be no surviving members, as well as no surviving trustee of said extinct church, said petition may be made by an officer of said diocesan council, in which event the court, upon the recital of said fact, shall have jurisdiction to appoint a suitable person as trustee for the purpose of making said conveyance.

ARTICLE 19

UNITARIAN AND UNIVERSALIST SOCIETIES

Section 400. Application of article.

401. Incorporation of an unincorporated society.

402. Meeting for incorporation of unincorporated society.

403. Certificate of incorporation.

404. Formation of a new society.

405. Re-incorporation of existing corporation.

406. Time, place and notice of corporate meetings.

407. Qualifications of members and voters.

408. Trustees.

409. Ministers.

410. By-laws.

411. Real estate.

412. Merger and consolidation.

413. Dissolution.

414. Amendment.

§ 400. Application of article. 1. This article applies to religious societies which are members of the Unitarian Universalist Association at the time of incorporation under this article.

The term "society" includes churches and fellowships.

2. Incorporation under this article does not confer any ecclesiastical or denominational authority upon the Unitarian Universalist Association in respect to the societies so incorporated.

3. The general provisions of this chapter shall be applicable only in those circumstances where the provisions of this article do not apply.

§ 401. Incorporation of an unincorporated society. Any five members of an unincorporated religious society, who are of full age, may call a meeting for the purpose of incorporating such society under this article. The notice of such meeting shall be mailed at least fourteen days prior to the date of the meeting. The notice shall state in substance that a meeting of the unincorporated society will be held at a specified place, day and hour for the purpose of incorporating the society, electing trustees and selecting a corporate name.

§ 402. Meeting for incorporation of unincorporated society. At a meeting for incorporation held pursuant to section four hundred one, the qualified voters, until otherwise decided as hereafter provided, shall be all persons of full age who are members of the unincorporated society, according to its rules or usages, for at least one year prior to the meeting or since it was formed.

At such meeting the presence of a majority of such qualified voters,

in person, at least six in number, shall be necessary to constitute a quorum, and all matters or questions shall be decided by a majority of the qualified voters voting thereon. The meeting shall be called to order by one of the signers of the call. There shall be elected at such meeting, from the qualified voters then present, a presiding officer, a clerk to keep the record of the proceedings of the meeting and two inspectors of election to receive the ballots cast. The presiding officer and the inspectors shall decide the result of the ballots cast on any matter, and shall be the judges of the qualifications of the voters.

If the meeting shall decide that such unincorporated society shall become incorporated, the meeting shall also decide upon the name of the proposed corporation, the number of the trustees thereof, which shall be not less than three and not more than twelve, and the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof shall be held.

Such meeting shall also adopt by-laws and then elect by ballot trustees in accordance with the provisions of such by-laws.

Thereafter, the officers of the corporation shall be elected in accordance with the by-laws.

§ 403. Certificate of incorporation. (a) If the meeting held pursuant to section four hundred two shall decide that the unincorporated society shall become incorporated, the presiding officer of such meeting and the two inspectors of election shall execute a certificate entitled "Certificate of Incorporation pursuant to article nineteen of the Religious Corporations Law." This certificate shall state:

- (1) the name of the proposed corporation,
- (2) a statement that it is a member of the Unitarian Universalist Association,
- (3) the number of trustees thereof or that the number of trustees shall not be less than a stated minimum nor more than a stated maximum,
- (4) the names and residences of the trustees until the first annual

meeting,

(5) the terms of office for which the trustees were respectively elected,

(6) the county, town, city or village in which the principal place of worship or office is or is intended to be located.

(b) On the filing and recording of such certificate the persons qualified to vote at such meeting and those persons who shall thereafter from time to time be qualified voters at the corporate meetings thereof shall be a corporation by the name stated in such certificate and the persons therein stated to be elected trustees of such society shall be the trustees thereof for the terms for which they were respectively elected and until their respective successors shall be elected.

§ 404. Formation of a new society. Five or more persons of full age may form a corporation under this article by holding a meeting for incorporation in accordance with section four hundred two hereof, at which all of them shall be qualified voters. If the majority of those attending such meeting decide in favor of incorporation, a certificate of incorporation may be filed in accordance with section four hundred three hereof.

§ 405. Re-incorporation of existing corporation. Any previously incorporated society, to which this article is applicable, may re-incorporate it under the provisions of this article by the same procedure set forth for incorporation, substituting at appropriate places the word "re-incorporate" for "incorporate" and by filing the certificate of incorporation in the office of the county clerk in the county in which its principal place of worship or office is located. Notwithstanding the provisions of section four hundred two of this article, the requirements for a quorum for the general transaction of business as set forth in the by-laws of the existing corporation, shall determine the requirements for a quorum at a meeting for re-incorporation pursuant to this section, unless there shall be no such provision in the said by-laws, in which case the requirements for a quorum set forth in section four hundred two shall govern.

The re-incorporated corporation shall be deemed a continuation of the previously organized corporation, but thereafter it shall have only such rights and powers and be subject only to such obligations as any other corporation created under this article nineteen, provided, however, that all property rights and liabilities of the previously organized corporation shall be vested in and assumed by the re-incorporated corporation. The corporate by-laws and officers of the re-incorporated corporation shall be the same as those of its predecessor until changed pursuant to the said by-laws.

§ 406. Time, place and notice of corporate meetings. (a) The annual corporate meeting of every society incorporated under this article shall be held at the time and place fixed by its by-laws, or if no time and place be so fixed, then at a time and place to be first fixed by its trustees, but to be changed only by a by-law adopted at an annual meeting.

A special corporate meeting of any such society may be called by the board of trustees thereof, on its own motion, and shall be called on the written request of at least ten qualified voters of such society and in such other manner as the by-laws may prescribe.

(b) The notices of any annual or special meeting shall state the time and place where it is to be held and shall be mailed to each member entitled to vote not less than ten nor more than fifty days before the meeting. Notices shall be mailed to each member at the address which appears on the books or records of the corporation. The by-laws may provide for additional methods of giving notice.

(c) Notice of any special meeting shall state the purpose or purposes for which the meeting is called and no business shall be transacted at such special meeting except that contained in such notice.

(d) Any provision in the statute or a by-law that a particular action can be taken only at a meeting "called for that purpose" shall be deemed to require notice of such purpose as provided in this section four hundred six. This does not preclude the transaction of other business at the same meeting if the notice so states.

§ 407. Qualifications of members and voters. (a) Each person admitted to membership pursuant to the by-laws shall be a member of the corporation until his membership shall terminate by death, resignation or as otherwise provided in the by-laws.

(b) Every member of the society shall be entitled to vote unless otherwise provided in the by-laws. Every voting member shall be entitled to one vote. Voting shall be in person only and not by proxy.

§ 408. Trustees. (a) The society shall be administered by its trustees. The trustees shall be responsible to the members.

(b) The by-laws shall provide for the term of office of the trustees and may provide for the division of the trustees into classes.

§ 409. Ministers. Any minister shall be called or removed and the salary fixed or changed by a vote of the majority of the members present and voting at a meeting of such corporation called for that purpose, unless the by-laws provide otherwise.

§ 410. By-laws. (a) The initial by-laws of a society shall be adopted at the meeting for incorporation. By-laws may thereafter be amended, repealed or adopted as provided in the by-laws. But in the absence of such provision, by-laws may be amended, repealed or adopted by a vote of two-thirds of the members present and voting at a meeting of the members called for that purpose.

(b) The substance of any proposed by-law change shall be stated in the notice to members of the meeting.

(c) The by-laws may contain any provision relating to the business of the society, the conduct of its affairs and the rights or powers of its members, trustees and officers, not inconsistent with this article or any other applicable statute, or the certificate of incorporation.

§ 411. Real estate. (a) A society shall not sell or mortgage any of its real property without applying for and obtaining leave of the court therefor pursuant to the provisions of article five of the not-for-profit corporation law.

(b) If a sale or mortgage of any real property of any such society has been heretofore or shall be hereafter made and a conveyance or mortgage executed and delivered without the authority of a court of competent jurisdiction, obtained as required by law, or not in accordance with its directions, the court may, thereafter, upon the application of the corporation, or of the grantee or mortgagee in any such conveyance or mortgage or of any person claiming through or under any such grantee or mortgagee upon such notice to such corporation, or its successor, and such other person or persons as may be interested in such property, as the court may prescribe, confirm said previously executed conveyance or mortgage, and order and direct the execution and delivery of a confirmatory deed or mortgage, or the recording of such confirmatory order in the office where deeds and mortgages are recorded in the county in which the property is located; and upon compliance with the said order such original conveyance or mortgage shall be as valid and of the same force and effect as if it has been executed and delivered after due proceedings had in accordance with the statute and the direction of the court.

(c) The provisions of this section shall not apply to real property heretofore or hereafter acquired on a sale in an action or proceeding for the foreclosure of a mortgage owned by a society or held by a trustee for or in behalf of a society or to real property heretofore or hereafter acquired by a society or held by a trustee for or in behalf of a society by deed in lieu of the foreclosure of a mortgage owned, either in whole or in part, whether in certificate form or otherwise, by a society.

§ 412. Merger and consolidation. A. (a) Two or more societies incorporated under this article may enter into an agreement for consolidation or merger. No such agreement shall be valid unless approved by a vote of two-thirds of the members of each constituent society present and voting at a meeting called for that purpose.

(b) Any such agreement of merger or consolidation shall contain all the terms and conditions under which the constituent societies are to be merged or consolidated.

(c) After approval of the agreement of merger or consolidation by the members of the constituent societies, a certificate of merger or consolidation, entitled "Certificate of Merger (or Consolidation) of and into (names of societies) under section four hundred twelve of the Religious Corporations Law" shall be signed and verified in behalf of each constituent society and shall be filed in the office of the county clerk in the county in which the certificate of incorporation of each constituent society was originally filed. Such certificate shall set forth:

(1) The agreement of merger or consolidation, and, in the case of consolidation, any statement required to be in a certificate of incorporation filed pursuant to section four hundred three of this article which is not contained in such agreement.

(2) The date and place of filing of the certificate of incorporation of each constituent society.

(3) A statement as to due compliance with the provisions of sub-section (a) of this section as to approval of the agreement by the members of the constituent societies.

(d) The merger or consolidation shall be effected upon the filing of the certificate described in sub-section (c) above. When such merger or consolidation has been effected:

(1) Such surviving or consolidated corporation shall thereafter, in accordance with its certificate of incorporation as altered or established by the merger or consolidation, possess all the powers of each of the constituent societies.

(2) All the property of each of the constituent societies shall vest in such surviving or consolidated society without further act or deed.

(3) The surviving or consolidated society shall assume and be liable for all the obligations of each of the constituent societies. No obligation due or to become due, claim or demand for any cause existing against any such society shall be released or impaired by such merger or consolidation. Any action or proceeding then pending by or against any such constituent society may be enforced, prosecuted, settled or compromised as if such merger or consolidation had not occurred, or such

surviving of consolidated society may be substituted in such action or special proceeding in place of any constituent society.

(4) In the case of a merger, the certificate of incorporation of the surviving society shall be automatically amended to the extent, if any, that changes in its certificate of incorporation are set forth in the plan of merger; and, in the case of a consolidation, the statements set forth in the certificate of consolidation and which are required or permitted to be set forth in a certificate of incorporation of a society under this article shall be its certificate of incorporation.

B. If a society, incorporated under this article, desires to consolidate with a religious corporation organized under any other article of this chapter, section thirteen of this chapter shall apply, provided, however, that the Unitarian Universalist Association shall be given notice of the petition to the supreme court made in this connection, and shall have the privilege of appearing in the proceedings, although its consent to the consolidation shall not be required.

§ 413. Dissolution. (a) Whenever two-thirds of the voting members of the society, present at a meeting called for that purpose, decide to dissolve the corporation, they may, by its duly elected officers or trustees or such agents as may be elected at such meeting, make a petition to the supreme court for an order of dissolution.

(b) Such petition shall state:

(1) The particular reasons or causes why dissolution is sought.

(2) The location, extent and estimated value of the property of the society.

(3) The particular object or purposes to which it is proposed to devote any surplus of the proceeds of such property, such purposes to be consistent with the general purposes of the Unitarian Universalist Association.

(4) The due compliance with the provisions of this section as to the authorization of the filing of the certificate of amendment.

(c) Copy of the petition shall be mailed to all members of the corporation and shall be published at least once in a newspaper of

general circulation in the county where the society is located.

(d) A copy of the petition shall also be mailed, by registered mail, to the Unitarian Universalist Association. The dissolution shall not require the consent of the Unitarian Universalist Association, but the Unitarian Universalist Association shall have a right to be heard in the proceedings.

(e) Proof of the notices required by subdivisions (c) and (d) hereof shall be filed with the supreme court and no hearing on the petition shall be held by the supreme court until four weeks have elapsed after the giving of all such notices.

(f) Upon consideration of the petition presented to the court, and after any hearing which the court may in its discretion deem to be necessary or appropriate to determine any facts pertinent to the relief requested in the petition, the court may order the dissolution of the society, and for that purpose and upon such terms and conditions deemed appropriate order and direct a sale and conveyance of any and all property belonging to such society. After providing for the ascertaining and payment of the debts of the society and the necessary costs and expenses of such sale and proceedings for dissolution, the court may direct any surplus of the proceeds of such sale remaining after paying such debts, costs and expenses, to be devoted and applied to any such religious, benevolent, educational or charitable objects or purposes consistent with the general purposes of the Unitarian Universalist Association as the petitioners may suggest and the court may approve.

§ 414. Amendment. A society may amend its certificate of incorporation at any time, provided that such amendment contains only such provisions as might be properly contained in an original certificate of incorporation filed at the time of making such amendment. Any such amendment must be authorized by vote of two-thirds of the members of the society present and voting at a meeting called for that purpose. A certificate amending the certificate of incorporation shall be signed and verified by the president or chairman of the board of trustees, shall be filed in the same manner as an original certificate of incorporation and shall contain the following:

(1) The name of the society and, if it has been changed, the name under which it was originally incorporated.

(2) The date and place of filing of the original certificate of incorporation and any subsequent amendments thereto.

(3) Each amendment effected thereby.

(4) A statement as to due compliance with the provisions in this section as to the authorization of the filing of the certificate of amendment.

ARTICLE 20

ASSEMBLIES OF GOD CHURCHES

Section 420. Application.

421. Assemblies of God schools; seminaries and agencies of social relief.

422. Approval for incorporation.

423. Qualification of voters.

424. Notice of meeting for incorporation.

425. Meeting for incorporation.

426. Certificate of incorporation.

427. Reincorporation of present incorporated churches.

428. Time; place and notice of corporate meetings.

429. Corporate meetings.

430. Ownership of property.

431. Property of extinct Assemblies of God churches.

432. Church council and church management.

433. Right of self government.

434. Right of affiliation; relationships between churches, district corporations and the general council of the Assemblies of God.

435. District corporation.

436. District government.

437. District superintendent.

§ 420. Application. 1. This article applies to any unincorporated church, church school, seminary or other organization affiliated with

the New York district of the Assemblies of God or with the general council of the Assemblies of God with headquarters at Springfield, Missouri, and to any heretofore incorporated church or body, so affiliated, which desires to reincorporate pursuant to this article.

2. Nothing hereinafter provided shall prevent or prohibit any heretofore incorporated church or body, affiliated with the New York district of the Assemblies of God or with the general council of the Assemblies of God, from maintaining and continuing the relationship which such church or body enjoyed at the time of the effective date of this article should such church or body determine not to reincorporate pursuant to this article.

§ 421. Assemblies of God schools; seminaries and agencies of social relief. 1. Any church school, biblical seminary for the preparation of candidates for the ministry leading to ordination and the granting of credentials of ecclesiastical degrees in theology, other than those authorized by the rules of the board of regents, or association established for evangelical efforts or for the relief of the poor and the socially needy, which is intended to be an auxiliary organization of the Assemblies of God and where a chapel for the conduct of worship is provided, shall be deemed a church to all intents and purposes and be subject thereby to all the provisions of this article, except where otherwise indicated, and may be incorporated or reincorporated in the manner prescribed in this article as a church of the Assemblies of God.

2. Such church school, biblical seminary or association, shall be required to adopt a constitution and by-laws not inconsistent with the provisions of this article. The constitution and by-laws must be submitted to the New York district of the Assemblies of God for approval in writing, and become effective and binding only upon receipt of such approval. All future amendments to the constitution and by-laws shall not be inconsistent with the provisions of this article.

3. In any case where such church school, biblical seminary or association does not have within its organization the positions of a

minister or officiating minister and where the provisions of any section of this article designate such person or persons to fulfill any function pertaining to incorporation or corporate affairs, there shall be substituted therefor the names of whatever persons or positions are designated in the organization's duly approved constitution and by-laws to fulfill functions of leadership.

§ 422. Approval for incorporation. Any unincorporated church wishing to incorporate as an Assemblies of God church under this article shall first apply to the presbytery of the New York district of the Assemblies of God for written approval. Upon receipt of such approval, the applying church may become an incorporated church by executing, acknowledging and filing a certificate of incorporation as hereinafter provided. There shall be attached to such certificate the written permission to incorporate by the New York district of the Assemblies of God, or their successor.

§ 423. Qualification of voters. 1. The following persons and no others shall be qualified voters for all purposes under this article, except as set forth in subdivision two of this section. All persons sixteen years of age or over who are members in good and regular standing of the church or body by admission into membership therewith, in accordance with the standard for membership in the local church as determined by the local church itself, or with the standard set by agreement with the New York district of the Assemblies of God.

2. In the case of a church school, biblical seminary or association of the type set forth in subdivision one of section four hundred twenty-one of this article the by-laws and constitution of such body shall determine the qualifications of voters, providing such constitution and by-laws have received the written approval of the New York district of the Assemblies of God, as provided in subdivision two of section four hundred twenty-one of this article.

§ 424. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated church shall be given as follows:

1. The notice shall be in writing and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour for the purpose of incorporating such church and electing any multiple of three trustees thereof but not to exceed twenty-four.

2. The notice must be signed by at least six qualified voters. A copy of such notice shall be publicly read at each of the two consecutive Sunday mornings, or main worship services of such unincorporated church preceding the meeting to incorporate, by the first named of the following persons who is present thereat, to wit: the minister of such church, the officiating minister thereof, the members of the church in the order of their age beginning with the oldest, or any person qualified to sign such notice.

3. In the case where a church school, biblical seminary or association of the type set forth in subdivision one of section four hundred twenty-one of this article does not hold regular Sunday worship services, written notice of the time and place of the meeting for incorporation shall be delivered or read according to the manner prescribed by the duly approved constitution and by-laws of such body intending to incorporate.

§ 425. Meeting for incorporation. 1. At the meeting for incorporation held in pursuance of such notice, only qualified voters shall be eligible to vote.

2. The presence of a majority of such qualified voters, at least six in number, shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters thereon. The quorum shall not be less than six persons.

3. The first named of the following persons who is present at such meeting shall preside thereat, to wit: Any executive officer of the New York district of the Assemblies of God or delegated representative thereof, the minister of the church or the officiating minister thereof. The meeting shall be called to order by the presiding officer. There shall be elected to such meeting a clerk to keep the record of the proceedings of the meeting, and two inspectors of election to receive the ballots cast.

4. The presiding officer of the meeting shall be the judge of the qualifications of voters. The presiding officer and the inspectors of election shall decide the results of the ballots cast on any matter.

5. Such meeting shall decide whether such unincorporated church shall become incorporated. If such decision shall be in favor of incorporation, such meeting shall decide upon the name of the proposed corporation, the names of the first three trustees thereof, and shall determine the date, not more than fifteen months thereafter, on which the first annual election of the trustees thereof after such meeting shall be held. Such meeting shall elect from the persons qualified to vote at such meeting one trustee who shall hold office until the first annual election of trustees thereafter, a second trustee to hold office until the second annual election of trustees thereafter, and a third trustee to hold office until the third annual election of trustees thereafter. The trustees shall hold office until their successors are elected.

6. At the meeting for incorporation a constitution and by-laws may be adopted except it shall not conflict with: (a) the duly adopted constitution and by-laws of the general council of the Assemblies of God, (b) the duly adopted constitution and by-laws of the New York district of the Assemblies of God, and (c) the provisions of this article or this chapter.

§ 426. Certificate of incorporation. 1. If at the meeting for

incorporation it shall be decided that such unincorporated church shall become incorporated, the presiding officer of such meeting and the two inspectors of election shall execute and acknowledge a certificate of incorporation, in which shall be stated the name or title by which such body shall be known in the law; the purpose of its organization; the names and addresses of the trustees elected thereat and the terms of office for which they were respectively elected; the county, town or city in which its principal place of worship is or is intended to be located; and a statement that the corporation shall support the doctrine and be subject to the constitution and by-laws of and be in conformity with the principles of the general council of the Assemblies of God and the New York district of the Assemblies of God as from time to time established, made and declared by the lawful authority of said general council of the Assemblies of God and New York district of the Assemblies of God.

2. On filing such certificate in the office of the county clerk of the county in which such corporate body is or is intended to be located, such church shall be a corporation by the name stated in the certificate of incorporation; but such certificate shall not be filed, unless there is affixed thereto the written permission of the New York district of the Assemblies of God to incorporate, pursuant to section four hundred twenty-two of this article.

3. The certificate of incorporation shall further contain a provision that, in the event of dissolution of the corporation, all the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to either the New York district of the Assemblies of God, or to the general council of the Assemblies of God, their successors and assigns, and that in the event said New York district of the Assemblies of God or general council of the Assemblies of God or if their successor is not in existence at the time of dissolution, then such assets are to be distributed to such other Assemblies of God organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, to be used in such manner as in the judgment of a justice of the supreme court shall best accomplish the general purposes for which the corporation was formed.

§ 427. Reincorporation of present incorporated churches. Any church heretofore incorporated may, subject to restrictions and limitations of existing laws, reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed and acknowledged by the district superintendent of the New York district of the Assemblies of God, and signed and acknowledged by all the trustees of said church in office at the time of such reincorporation, setting forth that the said church by majority vote desires to reincorporate under the provision of this article, the corporate name by which such church shall be known, the county, town, city or village where its principal place of worship is or is intended to be located and the names and addresses of the trustees who are to hold office until the next annual meeting of said corporation. Such certificate shall not be filed unless endorsed thereon is the written consent of the New York district of the Assemblies of God.

§ 428. Time; place and notice of corporate meetings. 1. The annual corporate meeting of every incorporated church or body to which this article is applicable shall be held at the time and place fixed by its by-laws.

2. Notice of the time and place of the annual corporate meeting containing therein the number of any trustees whose terms of office shall expire and whose successors are to be elected thereat, shall be posted and given by means of a public reading of such notice at all services on at least two consecutive Sundays preceding such meetings of the church or body, by the first named of the following persons who are present thereat, to wit: the minister of such church, the officiating minister thereof, if there be one, or by any corporate officer of such church or body.

3. In the event of the absence of Sunday worship services, written notice of the time and place of the annual corporate meeting shall be

given by the board of trustees, either personally or by mail, to each qualified voter not less than ten nor more than twenty days before such meeting.

4. A special corporate meeting of the church or body may be called by the minister of such church or body, the board of trustees, or on the written application of at least twenty percent of the qualified voters, but in no event by less than five qualified voters.

5. Written notice of the time and place of the special meeting, together with a statement of the business to be transacted thereat, shall be given by the board of trustees either by posting a public announcement at all services on at least two consecutive Sundays preceding such meeting or by mail, upon each qualified voter, not less than ten nor more than twenty days before the special meeting.

§ 429. Corporate meetings. 1. Each church shall determine the requirements for a quorum in their by-laws.

2. The action of the meeting upon any matter or question shall be decided in a manner provided by the by-laws.

3. The first named of the following persons who are present at such meeting shall preside thereat: the minister of such church, a qualified voter designated by the minister, or voter elected thereto at the meeting. The presiding officer of the meeting shall receive the votes, be the judge of qualifications of voters and declare the result of the votes cast on any matter.

4. At each annual corporate meeting, successors to those trustees whose terms of office then expires, shall be elected from the qualified voters for a term of three years thereafter.

5. If at any meeting of the church the actions of the minister are to be voted upon because of disagreements with the congregation, or a change in his teachings from the doctrines of the Assemblies of God, or

his conduct, the minister shall not chair such meeting. A district official is to be invited to chair such a meeting. The minister, being a member of said congregation, may speak at such meeting.

6. Only the members of the church at its annual meeting, or at a special meeting called for that purpose, have the power to call or remove its pastor.

§ 430. Ownership of property. 1. The trustees of every such incorporated or reincorporated church shall have the custody and control of all the temporalities and property, real and personal, belonging to the corporation and the revenues therefrom, and shall administer the same strictly in accordance with the by-laws of the corporation and the rules, regulations and usages of the New York district of the Assemblies of God.

2. The certificate of incorporation or reincorporation under this article shall contain the following provisions:

(a) That in the event that any church shall make a final decision to sever its affiliation with the general council of the Assemblies of God, the trustees shall be deemed to hold title and retain ownership of all corporate property, both real and personal, for the use and benefit of any members whose teaching and practice is in accord with the articles and tenets of faith set forth in the constitution of the general council of the Assemblies of God, as from time to time amended; or

(b) That in the event that any church shall make a final decision to sever its affiliation with the general council of the Assemblies of God, the trustees shall be deemed to hold title and retain ownership of all corporate property, both real and personal, for the use and benefit of the majority of its membership.

3. Any church incorporated or reincorporated under this article shall provide in its certificate of incorporation or reincorporation, that prior to any final decision by the church to sever its affiliation with the general council of the Assemblies of God, the pastor and/or the church council shall invite the officary of the New York district of

the Assemblies of God or its successor, to participate in a specially called business meeting for the express purpose of giving the district officary the opportunity to present the case for continued general council affiliation.

4. In the event that members of a body incorporated or reincorporated under this article shall commence or advocate a doctrinal teaching or a religious or social activity which contravenes the accepted teaching and practices of the general council of the Assemblies of God, and should serious and apparently irreconcilable differences within the local body result therefrom, and if the local corporate body is unable to resolve the dispute, and there is need to determine which faction of such dispute is in accord with the provisions of the constitution of the general council, either side of the dispute may appeal in writing to the superintendent of the New York district of the Assemblies of God, or its successor. Upon receipt of such appeal, or by invitation of the pastor and/or the church council, in accordance with the general council constitution and by-laws provisions, the district superintendent shall form a board of arbiters consisting of five in number and serve as chairman of such board. The board of arbiters shall consist of one representative chosen by each side of the dispute and two representatives of the presbytery. A fifth member shall be a neutral pastor appointed by the district superintendent and approved by the other four members of the board of arbiters. The chairman is not to have a vote on the board of arbiters. The first duty of the board shall be to effect a reconciliation of the dispute. If such reconciliation cannot be effected, the board shall proceed to make a determination concerning the appeal, and issue a written resolution thereon. Such resolution shall be by majority vote of the board. The decision of the board of arbiters shall be final subject only to the right of appeal afforded by the general council by-laws right of appeal. Enforcement and fulfillment of such decision shall rest with the district presbyters.

5. The trustees of the church shall not purchase, sell, mortgage, or lease for a term exceeding five years any of its real property without the approval of a majority of its members present and voting at a duly called business meeting.

§ 431. Property of extinct Assemblies of God churches. 1. All property, both real and personal, belonging to or held in trust for any Assemblies of God church, incorporated or reincorporated or supervisory under this article, that has or shall become extinct, shall at the option of the New York district of the Assemblies of God, vest in and become the property of the New York district of the Assemblies of God and its successors and assigns; provided that this section shall not affect the reversionary interests of any person or corporation in such property or any valid lien thereon.

2. An Assemblies of God church, incorporated or reincorporated under this article, which fails to hold regular worship services, such services being distinguished from committee or business meetings, for a period of six months, may be declared by the New York district of the Assemblies of God to be dissolved and extinct, said New York district of the Assemblies of God being the immediate supervisory body over the local church within this state.

3. Whenever the New York district of the Assemblies of God dissolves or declares extinct a particular church under this section; upon petition by the New York district of the Assemblies of God to the supreme or county court and upon satisfactory proof of the facts leading to such dissolution, the court shall have jurisdiction to grant an order to the effect that all property of whatever kind which may have belonged to or have been held by said church shall vest in the New York district of the Assemblies of God in as full and ample a manner as the same shall theretofore have been vested in the church so declared to be dissolved and extinct. There shall be recorded in the office of the clerk of the county in which the church is located, a certified copy of the resolution of the New York district of the Assemblies of God declaring such church extinct and the court order transferring the title of the church property; and the recording of such a resolution and court order shall be proof of the vesting of title of the real property of such church in the New York district of the Assemblies of God.

§ 432. Church council and church management. Any incorporated church or body to which this article applies shall have its affairs managed by a church council. Such council shall consist of the pastor, the trustees of the corporation as well as any others, such as corporate secretary and treasurer, who may be designated as church council members by the by-laws. If the local church or body has a pastor, he shall be president of the corporation and be a member of such council and serve as presiding officer of its meetings. In the absence of a pastor, the by-laws shall provide for the manner of selecting a presiding officer. The by-laws shall further set forth the time and manner of notice for such meetings.

§ 433. Right of self government. Each church shall have the right of self government under Jesus Christ, its living head, and shall have the power to choose, call or dismiss its minister, establish the minister's salary, elect its trustees and other officials, and transact all other business pertaining to its life as a local unit.

§ 434. Right of affiliation; relationships between churches, district corporations and the general council of the Assemblies of God. Churches shall be deemed to be sovereign, autonomous, self governing and self determining bodies. The affiliation of each church with the general council of the Assemblies of God and the New York district of the Assemblies of God shall be in matters of doctrine and conduct. In the event determination of disaffiliation with the general council of the Assemblies of God is under consideration by an affiliated assembly, the pastor and/or the church council shall invite the district officary to participate in a special called church meeting for the express matter of giving the district officary the opportunity to present the case for continued general council affiliation. Final disposition of the matter may then proceed in accordance with the by-laws of the local church not inconsistent with this article.

§ 435. District corporation. 1. The present corporation acting within the territorial limits of New York, the New York district of the Assemblies of God, may reorganize by the formation of a new corporation which may have as many trustees as there are regional sections within the state, plus district officers, and others so designated by its constitution and by-laws.

2. Said corporation shall have jurisdiction over all churches to which this article applies, in conformity with the principles of voluntary cooperative fellowship as set forth in the constitution of the general council of the Assemblies of God. It shall also have the right to hold real property for district purposes, including district offices, Bible conference grounds, camps and educational institutions, homes, missions, as well as properties for local unincorporated missions or churches.

3. The said district corporation shall be vested with title to all property within the state now held in the name of the New York district of the Assemblies of God. The said corporation may convey any property without a court order, notwithstanding the provisions of section twelve of this chapter or article five of the not-for-profit corporation law, to a local church under all of the following conditions:

(a) Title was acquired by the district on behalf of the local church before the local church was incorporated.

(b) The local church has been in possession and has had the use of the premises.

(c) Premises had been acquired for and on behalf of the local church, the district corporation holding title merely in the nature of a trust.

(d) The right of creditors will not be affected by such transfer.

§ 436. District government. 1. (a) There shall be a district council for the election of trustees, officers and for the general government as hereinafter set forth. The district council shall be the parent body and shall control the rights, duties and prerogatives of all its officers and subdivisions, in conformity with the constitution and by-laws of the district, and the constitution and by-laws of the general council of the Assemblies of God, with headquarters in Springfield, Missouri.

(b) The district council in session shall consist of all ordained and licensed ministers of the district, other individual members as may be provided for by the constitution and by-laws of the district corporation and such delegates as may be elected by assemblies to represent them and who are present in the meetings of the district council. Delegates shall be elected upon a basis of representation as may be agreed upon by the district council, and as fixed by the by-laws of the said district.

2. The district corporation shall designate territorial limits of the regional sections within this state. Each section is entitled to one trustee on the board of trustees of the district corporation.

3. The government of the district between district council sessions shall be vested in a board designated district presbytery. The district presbytery shall consist of the district superintendent, district assistant superintendent, the district secretary and the treasurer, the last two offices may be combined, the general presbyters and the presbyters of the district sections, and others as may be provided for by the constitution and by-laws of the district corporation.

4. The above named officers and presbyters shall constitute the board of trustees of the corporation.

5. All officers shall be elected by the district council according to the constitution and by-laws of the New York district of the Assemblies of God or its successor corporation. In the event that a trustee moves outside the territorial limits of the section from which he was first elected, resigns or is removed, his office shall be declared vacant and the remaining trustees of the district shall according to the rules and regulations of the constitution and by-laws of the New York district of the Assemblies of God or its successor corporation, elect a trustee to fill such unexpired term.

6. In addition to said trustees, said corporation shall have the following officers: president, vice president, secretary, treasurer, the last two officers may be combined, and such other officers as may be provided for by the constitution and by-laws.

7. The prerogatives and limitations placed upon the district board of trustees, shall be according to the authorization granted in the district council constitution and by-laws. In the interim between district council sessions, the district trustees acting as the presbytery shall be empowered to conduct the business of the district council according to the constitution and by-laws. The presbytery shall give a report and be accountable to the district council in its regular session or special session.

§ 437. District superintendent. The district superintendent shall by virtue of his office be designated the president and presiding officer of the district corporation. He shall exercise such powers as are granted him by the constitution and by-laws.

ARTICLE 21

COPTIC ORTHODOX CHURCHES

Section 450. Application.

451. Definitions.

452. Incorporation of Coptic Orthodox Churches.

453. Reincorporation of existing corporations.

454. Government of Incorporated Coptic Orthodox Churches.

455. Disposition of property.

§ 450. Application. 1. This article applies to any unincorporated church, church school, seminary or other organization affiliated with the Coptic Orthodox Church and to any heretofore incorporated church or body, so affiliated, which desires to reincorporate pursuant to this article.

2. Nothing hereinafter provided shall prevent or prohibit any heretofore incorporated church or body, affiliated with the Coptic Orthodox Church from maintaining and continuing the relationship with such church or body enjoyed at the time of the effective date of this

article should such church or body determine not to reincorporate pursuant to this article.

§ 451. Definitions. As used in this article, the following terms shall have the following meanings:

1. "Coptic Orthodox Church" refers to the Apostolic Church presided over by His Holiness, the Pope of Alexandria (Egypt) and the Patriarch of the See of St. Mark, the legislative body of which is known as the Holy Synod. The Coptic Orthodox Church is a hierarchical church.

2. "Holy Synod" is the highest legislative and executive authority in the Coptic Orthodox Church, presided over by His Holiness, the Pope of Alexandria and the Patriarch of the See of St. Mark and is more formally known as "The Holy Synod for the Coptic Orthodox Church of Alexandria and the See of St. Mark."

3. "The Synodical Committee for the Coptic Churches in Immigration" is, according to the constitution and bylaws of the Holy Synod, formed and presided over by His Holiness, the Pope of Alexandria and the Patriarch of the See of St. Mark from among the members of the Holy Synod, to assist him in marshalling the affairs of the churches abroad.

4. "Unincorporated Coptic Orthodox Church" in this state and a "Coptic Orthodox Church" heretofore incorporated in this state refers to a church, cathedral, chapel or other religious organization founded and established for the purpose of and with the intent of adhering to, and being subject to the administrative jurisdiction of the Synodical Committee for the Coptic Churches in Immigration.

5. A "Bishop of the Coptic Orthodox Diocese" refers to that person who is serving as such bishop pursuant to the authority of and in accordance with the rules and regulations of Synodical Committee for the Coptic Churches in Immigration. In accordance with the laws of the Holy Synod, the Pope of Alexandria (Egypt) is the presiding bishop of any new diocese during the foundation period and until a bishop is ordained for

such diocese. Likewise, and pursuant to such laws, the Pope of Alexandria (Egypt) is the presiding bishop of any existing diocese which has no bishop.

§ 452. Incorporation of Coptic Orthodox Churches. An unincorporated Coptic Orthodox Church in this state may become incorporated as a church by executing, acknowledging and filing a certificate of incorporation, stating the corporate name by which such church shall be known and the county, town, city or village where its principal place of worship is, or is intended to be located. A certificate of incorporation of an unincorporated Coptic Orthodox Church shall be executed and acknowledged by the bishop of the Coptic Orthodox Diocese in which its place of worship is located and by two or more persons who shall be appointed by the bishop from among the priests and deacons of such church. Upon filing such certificate such church shall be a corporation by the name stated in the certificate.

§ 453. Reincorporation of existing corporations. Any Coptic Orthodox Church heretofore incorporated in this state, with the consent of the bishop of the Coptic Orthodox Diocese in which its place of worship is located, may reincorporate under the provisions of this article by filing in the office of the county clerk in the county in which its principal place of worship is located, a certificate, signed by the trustees in office at the time of such reincorporation whereby the majority of them setting forth that they desire to reincorporate under the provisions of this article, the corporate name by which such a church shall be known, the county, town, city or village where its principal place of worship is located and the names of the bishop and two or more persons appointed by the bishop from among the priests and deacons of such church, who shall constitute the initial board of trustees of said church. Immediately upon the filing of such certificate all the right, title, equity and interest of such a church in any estate, real or personal, together with all franchise and charter rights, shall be vested in the body corporate so created under this article and the original incorporation of such a church be null and

void.

§ 454. Government of Incorporated Coptic Orthodox Churches. The bishop of the Coptic Orthodox Diocese in which the place of worship of an incorporated Coptic Orthodox Church is located and his successors in office shall, by virtue of his office, be a trustee of such a church. Two or more persons selected by the bishop from among the priests and deacons of such a church in the manner provided from time to time by rules and regulations of the Coptic Orthodox Church adopted by the Synodical Committee for the Coptic Churches in Immigration shall also be trustees of such incorporated church, and the bishop and other such persons shall together constitute the board of trustees thereof. The bishop and other persons signing the certificate of incorporation shall be the trustees of such a church for the first year or until their successors are selected according to the rules, statutes, regulations and usages of the Coptic Orthodox Church adopted by the Synodical Committee for the Coptic Churches in Immigration. The trustees of every Coptic Orthodox Church shall have the custody and control of all temporalities and property, real and personal, belonging to such a church and of the revenues therefrom and shall administer the same in accordance with the rules, statutes, regulations and usages of the Coptic Orthodox Church of Alexandria adopted by Synodical Committee for the Coptic Churches in Immigration, provided, however, that no act or proceeding of the trustees of any such incorporated church shall be valid without the approval of the bishop of said diocese in which the place of worship of such a church is located, or in case of his absence or inability to act, without the approval of the vicar of such diocese.

§ 455. Disposition of property. Whenever a Coptic Orthodox parish shall hereafter be duly divided by the Coptic Orthodox bishop of the diocese in which said parish is located into two parishes within such diocese, then the Coptic Orthodox bishop or his successor shall have the right and power, of himself independently of any action or consent on the part of the trustees of the original Coptic Orthodox Church corporation to transfer assets, with or without valuable consideration,

from the original Coptic Orthodox corporation to the new or second Coptic Orthodox Church corporation. Said transfer shall be made by said bishop or his successor after having complied with the requirements of this chapter in the same manner as the trustees of any religious corporation are compelled to do before making a transfer of church property.

ARTICLE 22

ORGANIZATIONS OF THE HINDU FAITH

Section 460. Application.

- 461. Application for incorporation.
- 462. Qualification of voters.
- 463. Notice of meeting for incorporation.
- 464. Meeting for incorporation.
- 465. Church governance.
- 466. Certificate of incorporation.
- 467. Reincorporation of present incorporated churches.
- 468. Time, place and notice of corporate meetings.
- 469. Corporate meetings.

§ 460. Application. 1. This article applies to any unincorporated church affiliated with the Hindu faith, and to any heretofore incorporated church or body, so affiliated, which desires to reincorporate pursuant to this article. Independent churches may incorporate or reincorporate under this article in the manner provided in sections four hundred sixty-one and four hundred sixty-seven of this article, and all the provisions of this article shall apply to such churches as the context requires.

2. Nothing hereinafter provided shall prevent or prohibit any heretofore incorporated church or body, affiliated with the Hindu faith from maintaining and continuing the relationship which such church or body enjoyed at the time of the effective date of this article should such church or body determine not to reincorporate pursuant to this article.

§ 461. Application for incorporation. Any unincorporated church or any heretofore incorporated church wishing to incorporate under this article shall execute, acknowledge and file a certificate of incorporation as hereinafter provided.

§ 462. Qualification of voters. The following parties and no others shall be qualified voters for all purposes under this article: all persons eighteen years of age or over who are members in good and regular standing of the church or body by admission into membership therewith, in accordance with the standards for membership in the local church as determined by the local church itself.

§ 463. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated church shall be given as follows:

1. The notice shall be in writing and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour for the purpose of incorporating such church and electing three or more trustees, but not to exceed fifteen.

2. The notice must be signed by at least six qualified voters. A copy of such notice shall be publicly read at each of the two consecutive main worship services, of such unincorporated church preceding the meeting to incorporate, by the minister of such church, or if none, by the church member who has been designated by the membership or other authorized body of the church to conduct the worship service that day (the "officiating minister"); and at least fifteen days before the meeting for incorporation, a copy of such notice shall be posted at the place of worship.

§ 464. Meeting for incorporation. 1. At the meeting for incorporation held in pursuance of such notice, only qualified voters shall be eligible to vote.

2. The presence of one-third of the qualified voters or six qualified voters, whichever number is higher, shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters present.

3. The minister of the church, or if none, the officiating minister, shall act as presiding officer of the meeting to incorporate. The presiding officer shall call the meeting to order and shall be the judge of the qualification of voters.

4. Such meeting shall decide by ballot whether the church shall be incorporated, the name of the proposed corporation, the names of the initial trustees, and the date, not more than fifteen months thereafter, on which the first annual election or affirmation of the trustees thereof after such meeting shall be held. The trustees shall hold office until their successors are elected or affirmed.

5. At the meeting for incorporation, a constitution and by-laws shall be adopted setting forth a form of church governance that is consistent with section four hundred sixty-five of this article.

§ 465. Church governance. 1. A church incorporated under this section shall provide in its certificate of incorporation or by-laws for trustees to be elected or appointed at large, or by virtue of their office. There shall be a minimum of three trustees. To the extent practicable, terms of office shall be for three years and staggered. Terms may be consecutive.

2. Provision shall also be made in its certificate of incorporation or by-laws for officers of the corporation to be elected or appointed at large or by virtue of their office. The president and secretary shall not be the same person. To the extent practicable, terms of office shall

be for three years and staggered. Terms may be consecutive.

3. Provision shall also be made in its certificate of incorporation or by-laws for spiritual oversight of the church by an eldership board or a senior pandit, swami, guru or some combination of the above. Terms of office may be definite or indefinite as the by-laws may specify.

4. Provision shall also be made in its certificate of incorporation or by-laws for periodic affirmation of appointive positions by a designated body or board.

§ 466. Certificate of incorporation. 1. If at the meeting for incorporation it shall be decided that such unincorporated church shall become incorporated, the presiding officer of the meeting and two others shall execute and acknowledge a certificate of incorporation, in which shall be stated the name or title by which such body shall be known in the law; the purpose of its organization; the names and addresses of the initial trustees, the county, town or city in which its principal place of worship is or is intended to be located; and a statement that the church is in affiliation with the Hindu faith.

2. On filing such certificate in the office of the county clerk of the county in which the principal office or place of worship of the corporation is or is intended to be located, such church shall be a corporation by the name stated in the certificate of incorporation.

§ 467. Reincorporation of present incorporated churches. 1. Any church heretofore incorporated may, subject to restrictions and limitations of existing laws, reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed and acknowledged by all the trustees of said church in office at the time of such reincorporation, setting forth that the said church by a majority vote of the members present at a duly called meeting of the membership, as determined by the by-laws of the existing corporation, desires to

reincorporate under the provisions of this article. Such certificate shall set forth those items specified in section four hundred sixty-six of this article.

2. The reincorporated corporation shall be deemed a continuation of the previously organized corporation, but thereafter it shall have only such rights and powers and be subject only to such obligations as any corporation created under this article, provided, however, that all property rights and liabilities of the previously organized corporation shall be vested in and assumed by the reincorporated corporation. The corporate by-laws and officers of the reincorporated corporation shall be the same as those of its predecessor until changed pursuant to the said by-laws, provided they conform to the provisions of section four hundred sixty-five of this article.

§ 468. Time, place and notice of corporate meetings. 1. The by-laws shall make provisions for an annual corporate meeting and for giving appropriate notice to each voting member of the date and place of each such meeting.

2. Notices of any special meeting shall state the purpose or purposes for which the meeting is called and no business shall be transacted at such special meeting except that contained in such notice.

§ 469. Corporate meetings. 1. Each church shall determine the requirements for a quorum in their by-laws that shall not exceed fifty percent of the members.

2. The action of the meeting upon any matter or question shall be decided in a manner provided by the by-laws.

3. The presiding officer of any meeting shall be the senior pandit, swami or guru of the church or if none, as shall be set forth in the by-laws of the church.

ARTICLE 23

ORGANIZATIONS OF THE SIKH FAITH

Section 470. Application.

471. Application for incorporation.

472. Qualification of voters.

473. Notice of meeting for incorporation.

474. Meeting for incorporation.

475. Church governance.

476. Certificate of incorporation.

477. Reincorporation of present incorporated churches.

478. Time, place and notice of corporate meetings.

479. Corporate meetings.

§ 470. Application. 1. This article applies to any unincorporated church affiliated with the Sikh faith, and to any heretofore incorporated church or body, so affiliated, which desires to reincorporate pursuant to this article. Independent churches may incorporate or reincorporate under this article in the manner provided in sections four hundred seventy-one and four hundred seventy-seven of this article, and all the provisions of this article shall apply to such churches as the context requires.

2. Nothing hereinafter provided shall prevent or prohibit any heretofore incorporated church or body, affiliated with the Sikh faith from maintaining and continuing the relationship which such church or body enjoyed at the time of the effective date of this article should such church or body determine not to reincorporate pursuant to this article.

§ 471. Application for incorporation. Any unincorporated church or any heretofore incorporated church wishing to incorporate under this article shall execute, acknowledge and file a certificate of incorporation as hereinafter provided.

§ 472. Qualification of voters. The following parties and no others shall be qualified voters for all purposes under this article: all persons eighteen years of age or over who are members in good and regular standing of the church or body by admission into membership therewith, in accordance with the standards for membership in the local church as determined by the local church itself.

§ 473. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated church shall be given as follows:

1. The notice shall be in writing and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour for the purpose of incorporating such church and electing three or more trustees, but not to exceed fifteen.

2. The notice must be signed by at least six qualified voters. A copy of such notice shall be publicly read at each of the two consecutive main worship services, of such unincorporated church preceding the meeting to incorporate, by the minister of such church, or if none, by the church member who has been designated by the membership or other authorized body of the church to conduct the worship service that day (the "officiating minister"); and at least fifteen days before the meeting for incorporation, a copy of such notice shall be posted at the place of worship.

§ 474. Meeting for incorporation. 1. At the meeting for incorporation held in pursuance of such notice, only qualified voters shall be eligible to vote.

2. The presence of one-third of the qualified voters or six qualified voters, whichever number is higher, shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter or

question shall be decided by a majority of the qualified voters present.

3. The minister of the church, or if none, the officiating minister, shall act as presiding officer of the meeting to incorporate. The presiding officer shall call the meeting to order and shall be the judge of the qualification of voters.

4. Such meeting shall decide by ballot whether the church shall be incorporated, the name of the proposed corporation, the names of the initial trustees, and the date, not more than fifteen months thereafter, on which the first annual election or affirmation of the trustees thereof after such meeting shall be held. The trustees shall hold office until their successors are elected or affirmed.

5. At the meeting for incorporation, a constitution and by-laws shall be adopted setting forth a form of church governance that is consistent with section four hundred seventy-five of this article.

§ 475. Church governance. 1. A church incorporated under this section shall provide in its certificate of incorporation or by-laws for trustees to be elected or appointed at large, or by virtue of their office. There shall be a minimum of three trustees. To the extent practicable, terms of office shall be for three years and staggered. Terms may be consecutive.

2. Provision shall also be made in its certificate of incorporation or by-laws for officers of the corporation to be elected or appointed at large or by virtue of their office. The president and secretary shall not be the same person. To the extent practicable, terms of office shall be for three years and staggered. Terms may be consecutive.

3. Provision shall also be made in its certificate of incorporation or by-laws for spiritual oversight of the church by an eldership board or a senior granthi or guru or some combination of the above. Terms of office may be definite or indefinite as the by-laws may specify.

4. Provision shall also be made in its certificate of incorporation or by-laws for periodic affirmation of appointive positions by a designated body or board.

§ 476. Certificate of incorporation. 1. If at the meeting for incorporation it shall be decided that such unincorporated church shall become incorporated, the presiding officer of the meeting and two others shall execute and acknowledge a certificate of incorporation, in which shall be stated the name or title by which such body shall be known in the law; the purpose of its organization; the names and addresses of the initial trustees, the county, town or city in which its principal place of worship is or is intended to be located; and a statement that the church is in affiliation with the Sikh faith.

2. On filing such certificate in the office of the county clerk of the county in which the principal office or place of worship of the corporation is or is intended to be located, such church shall be a corporation by the name stated in the certificate of incorporation.

§ 477. Reincorporation of present incorporated churches. 1. Any church heretofore incorporated may, subject to restrictions and limitations of existing laws, reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed and acknowledged by all the trustees of said church in office at the time of such reincorporation, setting forth that the said church by a majority vote of the members present at a duly called meeting of the membership, as determined by the by-laws of the existing corporation, desires to reincorporate under the provisions of this article. Such certificate shall set forth those items specified in section four hundred seventy-six of this article.

2. The reincorporated corporation shall be deemed a continuation of the previously organized corporation, but thereafter it shall have only such rights and powers and be subject only to such obligations as any

corporation created under this article, provided, however, that all property rights and liabilities of the previously organized corporation shall be vested in and assumed by the reincorporated corporation. The corporate by-laws and officers of the reincorporated corporation shall be the same as those of its predecessor until changed pursuant to the said by-laws, provided they conform to the provisions of section four hundred seventy-five of this article.

§ 478. Time, place and notice of corporate meetings. 1. The by-laws shall make provision for an annual corporate meeting and for giving appropriate notice to each voting member of the date and place of each such meeting.

2. Notices of any special meeting shall state the purpose or purposes for which the meeting is called and no business shall be transacted at such special meeting except that contained in such notice.

§ 479. Corporate meetings. 1. Each church shall determine the requirements for a quorum in their by-laws that shall not exceed fifty percent of the members.

2. The action of the meeting upon any matter or question shall be decided in a manner provided by the by-laws.

3. The presiding officer of any meeting shall be the senior granthi or guru of the church or if none, as shall be set forth in the by-laws of the church.

ARTICLE 24

ORGANIZATIONS OF THE ISLAMIC FAITH

Section 480. Application.

481. Application for incorporation.

482. Qualification of voters.

483. Notice of meeting for incorporation.

- 484. Meeting for incorporation.
- 485. Church governance.
- 486. Certificate of incorporation.
- 487. Reincorporation of present incorporated churches.
- 488. Time, place and notice of corporate meetings.
- 489. Corporate meetings.

§ 480. Application. 1. This article applies to any unincorporated church affiliated with the Islamic faith, and to any heretofore incorporated church or body, so affiliated, which desires to reincorporate pursuant to this article. Independent churches may incorporate or reincorporate under this article in the manner provided in sections four hundred eighty-one and four hundred eighty-seven of this article, and all the provisions of this article shall apply to such churches as the context requires.

2. Nothing hereinafter provided shall prevent or prohibit any heretofore incorporated church or body, affiliated with the Islamic faith from maintaining and continuing the relationship which such church or body enjoyed at the time of the effective date of this article should such church or body determine not to reincorporate pursuant to this article.

§ 481. Application for incorporation. Any unincorporated church or any heretofore incorporated church wishing to incorporate under this article shall execute, acknowledge and file a certificate of incorporation as hereinafter provided.

§ 482. Qualification of voters. The following parties and no others shall be qualified voters for all purposes under this article: all persons eighteen years of age or over who are members in good and regular standing of the church or body by admission into membership therewith, in accordance with the standards for membership in the local church as determined by the local church itself.

§ 483. Notice of meeting for incorporation. Notice of a meeting for the purpose of incorporating an unincorporated church shall be given as follows:

1. The notice shall be in writing and shall state, in substance, that a meeting of such unincorporated church will be held at its usual place of worship at a specified day and hour for the purpose of incorporating such church and electing three or more trustees, but not to exceed fifteen.

2. The notice must be signed by at least six qualified voters. A copy of such notice shall be publicly read at each of the two consecutive main worship services, of such unincorporated church preceding the meeting to incorporate, by the minister of such church, or if none, by the church member who has been designated by the membership or other authorized body of the church to conduct the worship service that day (the "officiating minister"); and at least fifteen days before the meeting for incorporation, a copy of such notice shall be posted at the place of worship.

§ 484. Meeting for incorporation. 1. At the meeting for incorporation held in pursuance of such notice, only qualified voters shall be eligible to vote.

2. The presence of one-third of the qualified voters or six qualified voters, whichever number is higher, shall be necessary to constitute a quorum of such meeting. The action of the meeting upon any matter or question shall be decided by a majority of the qualified voters present.

3. The minister of the church, or if none, the officiating minister, shall act as presiding officer of the meeting to incorporate. The presiding officer shall call the meeting to order and shall be the judge of the qualification of voters.

4. Such meeting shall decide by ballot whether the church shall be incorporated, the name of the proposed corporation, the names of the initial trustees, and the date, not more than fifteen months thereafter, on which the first annual election or affirmation of the trustees thereof after such meeting shall be held. The trustees shall hold office until their successors are elected or affirmed.

5. At the meeting for incorporation, a constitution and by-laws shall be adopted setting forth a form of church governance that is consistent with section four hundred eighty-five of this article.

§ 485. Church governance. 1. A church incorporated under this section shall provide in its certificate of incorporation or by-laws for trustees to be elected or appointed at large, or by virtue of their office. There shall be a minimum of three trustees. To the extent practicable, terms of office shall be for three years and staggered. Terms may be consecutive.

2. Provision shall also be made in its certificate of incorporation or by-laws for officers of the corporation to be elected or appointed at large or by virtue of their office. The president and secretary shall not be the same person. To the extent practicable, terms of office shall be for three years and staggered. Terms may be consecutive.

3. Provision shall also be made in its certificate of incorporation or by-laws for spiritual oversight of the church by an eldership board or a senior imam, moulvi, maulana or some combination of the above. Terms of office may be definite or indefinite as the by-laws may specify.

4. Provision shall also be made in its certificate of incorporation or by-laws for periodic affirmation of appointive positions by a designated body or board.

§ 486. Certificate of incorporation. 1. If at the meeting for incorporation it shall be decided that such unincorporated church shall

become incorporated, the presiding officer of the meeting and two others shall execute and acknowledge a certificate of incorporation, in which shall be stated the name or title by which such body shall be known in the law; the purpose of its organization; the names and addresses of the initial trustees, the county, town or city in which its principal place of worship is or is intended to be located; and a statement that the church is in affiliation with the Islamic faith.

2. On filing such certificate in the office of the county clerk of the county in which the principal office or place of worship of the corporation is or is intended to be located, such church shall be a corporation by the name stated in the certificate of incorporation.

§ 487. Reincorporation of present incorporated churches. 1. Any church heretofore incorporated may, subject to restrictions and limitations of existing laws, reincorporate under the provisions of this article, by filing in the county clerk's office in the county in which its principal place of worship is located, a certificate, signed and acknowledged by all the trustees of said church in office at the time of such reincorporation, setting forth that the said church by a majority vote of the members present at a duly called meeting of the membership, as determined by the by-laws of the existing corporation, desires to reincorporate under the provisions of this article. Such certificate shall set forth those items specified in section four hundred eighty-six of this article.

2. The reincorporated corporation shall be deemed a continuation of the previously organized corporation, but thereafter it shall have only such rights and powers and be subject only to such obligations as any corporation created under this article, provided, however, that all property rights and liabilities of the previously organized corporation shall be vested in and assumed by the reincorporated corporation. The corporate by-laws and officers of the reincorporated corporation shall be the same as those of its predecessor until changed pursuant to the said by-laws, provided they conform to the provisions of section four hundred eighty-five of this article.

§ 488. Time, place and notice of corporate meetings. 1. The by-laws shall make provision for an annual corporate meeting and for giving appropriate notice to each voting member of the date and place of each such meeting.

2. Notices of any special meeting shall state the purpose or purposes for which the meeting is called and no business shall be transacted at such special meeting except that contained in such notice.

§ 489. Corporate meetings. 1. Each church shall determine the requirements for a quorum in their by-laws that shall not exceed fifty percent of the members.

2. The action of the meeting upon any matter or question shall be decided in a manner provided by the by-laws.

3. The presiding officer of any meeting shall be the senior imam, moulvi or maulana of the church or if none, as shall be set forth in the by-laws of the church.