

**REVENUE: No revenue impact**

**FISCAL: No fiscal impact**

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<b>Action:</b>	Do Pass
<b>Vote:</b>	5 - 0 - 0
<b>Yeas:</b>	Baertschiger, George, Monnes Anderson, Prozanski, Shields
<b>Nays:</b>	0
<b>Exc.:</b>	0
<b>Prepared By:</b>	Channa Newell, Administrator
<b>Meeting Dates:</b>	5/1

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**WHAT THE MEASURE DOES:** Removes requirement that religious corporation hold annual meeting if corporation sole is only member of religious corporation, and religious corporation is incorporated under Oregon law and is of same church or religious denomination as corporation sole.

**ISSUES DISCUSSED:**

- Organization of Archdiocese of Portland
- Creation of corporation sole for each parish in Archdiocese
- Consideration for Oregon's nonprofit laws

**EFFECT OF COMMITTEE AMENDMENT:** No amendment.

**BACKGROUND:** Oregon's Nonprofit Corporations Act, ORS chapter 65, requires nonprofits to hold annual membership meetings. The Act also allows a unique form of religious corporation, known as a "corporation sole." The corporation sole is a nonprofit without members, but is managed by a single director and does not need to have officers. Corporation soles are often a part of a network of religious corporations affiliated through a common member who is a religious official of the church or denomination. The Archdiocese of Portland created a corporation sole for each parish, with the Archbishop as the only member of each corporation sole.

House Bill 2915 eliminates the requirement that a religious corporation hold an annual meeting when the corporation sole, or an individual who constitutes the corporation sole, is the only member, and the religious corporation is incorporated under Oregon law and is of the same church or religious denomination as the corporation sole.