

HOUSE AMENDMENTS TO HOUSE BILL 2109

By COMMITTEE ON RULES

April 21

1 In line 2 of the printed bill, after “corporations” insert “; amending ORS 65.067; and prescribing
2 an effective date”.

3 Delete lines 4 through 11 and insert:

4 “**SECTION 1.** ORS 65.067 is amended to read:

5 “65.067. (1) Except as provided in subsection (5) of this section, an individual may, in conformity
6 with the constitution, canons, rules, regulations and disciplines of a church or religious denomi-
7 nation, form a corporation sole under this section. A corporation sole is a form of religious corpo-
8 ration and differs from other religious corporations organized under this chapter only in that the
9 corporation sole does not have a board of directors, does not need to have officers and is managed
10 by a single director who is the individual who constitutes the corporation and is the corporation
11 sole’s incorporator or the successor of the incorporator.

12 “(2) The name of the corporation sole is the same as the office within the church or religious
13 denomination that the incorporator holds, followed by the words ‘and successors, a corporation
14 sole.’

15 “(3) Except to the extent that a provision of this chapter is not applicable to a corporation sole’s
16 form of organization, all of the provisions of this chapter apply to a corporation sole. If the corpo-
17 ration sole has no officers, the director may perform any act that an officer may perform with the
18 same effect and in the same manner as though one or more officers of the corporation sole per-
19 formed the act.

20 “(4) If a corporation sole or the individual that constitutes the corporation sole is the only
21 member of a religious corporation, the religious corporation need not hold an annual membership
22 meeting under ORS 65.201 if the religious corporation is:

23 “(a) Incorporated under the provisions of this chapter; and

24 “(b) Of the same church or religious denomination as the corporation sole.

25 “(5) A corporation sole may not be formed, [or] incorporated **or reinstated** in this state on or
26 after June 8, 2015. A corporation sole that exists before June 8, 2015, may continue to operate as
27 a corporation sole, subject to the provisions of this chapter, **if the corporation sole remains ac-**
28 **tive and was not dissolved.**

29 “**SECTION 2. This 2023 Act takes effect on the 91st day after the date on which the 2023**
30 **regular session of the Eighty-second Legislative Assembly adjourns sine die.”**

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