

Guide to Incorporating a Cumberland Presbyterian Church

1. The process of incorporating normally begins in the Session. In most cases, the Session either determines that incorporation is appropriate or appoints an incorporation committee to study the question of incorporation.
2. Once the Session approves the idea of incorporating, a committee is appointed to draft a corporate charter (also called "articles of incorporation" in some states) and bylaws. Samples of these documents can be obtained from _____.
3. A check is made with the appropriate state office (typically the secretary of state) to see if the name which the church wants to use for the corporation is available. If possible, the church may wish to reserve the name pending completion of the incorporation process. In some states, the church must obtain a certificate from the General Assembly Office of the Stated Clerk authorizing the corporation to use the term "Cumberland Presbyterian" in its corporate name.
4. The Session reviews the charter and bylaws recommended by the committee
5. The Session may wish to call a congregational meeting to communicate with the members about reasons for incorporating, discuss the process, and share the draft charter and bylaws with the members. No congregational vote is necessary in most states (Tennessee, Kentucky, and Texas, for example). Some states may require the members to approve the bylaws.
6. The Session makes any appropriate changes to the draft charter and bylaws and approves them.
7. The corporate charter is signed by the incorporator(s) and filed with the appropriate state office (typically the Secretary of State). The number of copies to be filed and the filing fee vary from state to state.
8. Once approved by the state, the charter may have to be filed in an office of the county or parish where the church is located.
9. If the charter or bylaws call for a change in the composition of the Session, a meeting of the members is held in order to dissolve the Session and/or elect new elders.
10. The church applies to the Internal Revenue Service for a new employer identification

number (EIN) using IRS Form SS-4. The new EIN should be used on all quarterly and other employment tax reports filed by the church.

11. The church checks with its bank or banks to see if new (corporate) banking resolutions need to be adopted. All accounts are re-titled in the name of the corporation.
12. The church reports its change to a corporate form to other appropriate organizations, such as the church's insurer(s) and the state revenue department. The church takes any action necessary to preserve local tax exemptions (sales tax, property tax, etc.).
13. If the church properties (land and buildings) are held by trustees, the trustees convey the properties and all other church assets to the church corporation.