

ARTICLES OF INCORPORATION

of

[Merged Church Name TBD]

(A Minnesota Nonprofit Religious Corporation)

ARTICLE I – NAME

The name of this corporation is [Merged Church Name TBD], located in Falcon Heights, Ramsey County, Minnesota.

This congregation is organized as a parent nonprofit religious corporation under Minnesota Statutes Chapter 317A. Falcon Heights Church (United Church of Christ) and North Como Presbyterian Church (Presbyterian Church (U.S.A.)), doing business as New Life Presbyterian Church (herein after referred to as New Life Presbyterian Church), shall continue as subsidiary corporations for purposes of legal continuity, historical identity, and planned giving.

ARTICLE II – PURPOSE

This corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Its purposes are to:

1. Worship God and proclaim the gospel of Jesus Christ;
 2. Nurture faith through worship, education, and service;
 3. Pursue justice, compassion, and peace;
 4. Maintain affiliation with both the United Church of Christ (UCC) and the Presbyterian Church (U.S.A.) (PCUSA);
 5. Own, manage, and steward property and assets for ministry;
 6. Coordinate the work of the subsidiary corporations named above.
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ARTICLE III – DENOMINATIONAL AFFILIATION

This Church is a union church affiliated with the United Church of Christ (UCC) and the Presbyterian Church (U.S.A.) (PCUSA). It shall report annually to the Minnesota Conference UCC and the Presbytery of the Twin Cities Area PCUSA and maintain good standing with both denominations.

In case of conflict between denominational constitutions:

- Mandatory provisions shall prevail over permissive ones;
- If both are mandatory and conflicting, the Leadership Council shall seek joint resolution through the Presbytery and the Conference.

All members of the Church are recognized as members of both denominations.

ARTICLE IV – RELATIONSHIP TO SUBSIDIARY CORPORATIONS

1. This corporation shall serve as the parent corporation of Falcon Heights Church (UCC) and New Life Presbyterian Church (PCUSA).
 2. The Leadership Council of this corporation shall also serve as the Board of Directors for the subsidiaries.
 3. Subsidiaries may receive and hold assets and bequests in their own names, but all funds and property shall be stewarded by the parent corporation consistent with donor intent.
 4. Subsidiaries may not act independently except to preserve legal continuity or donor designations.
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ARTICLE V – MEMBERSHIP

The Church shall have members as defined in its bylaws. Members shall have the rights and responsibilities described therein.

ARTICLE VI – GOVERNANCE

The Church shall be governed by a council known as the Leadership Council, which shall function as the Board of Directors under Minnesota Statutes, Chapter 317A.

- The Council’s structure, duties, and election procedures are defined in the bylaws.
- The Council shall serve in covenant with both the Presbytery and the Conference.

ARTICLE VII – NONPROFIT STATUS

This corporation is organized under Chapter 317A of the Minnesota Nonprofit Corporation Act and shall not afford pecuniary gain to its members, directors, or officers. No part of its net earnings shall inure to the benefit of any private individual, except as reasonable compensation for services rendered.

ARTICLE VIII – REGISTERED OFFICE

The registered office shall be located in Minnesota at such address as the Leadership Council may designate.

ARTICLE IX – INDEMNIFICATION

The Church shall indemnify and hold harmless its officers, directors, staff, and volunteers to the fullest extent permitted by Minnesota law and shall maintain insurance to support this commitment.

ARTICLE X – DISSOLUTION

Upon dissolution:

1. All debts and obligations shall be satisfied.
 2. Real property will be distributed to the Minnesota Conference of the United Church of Christ and the Presbytery of the Twin Cities Area of the Presbyterian Church (U.S.A.), or their successors, in accordance with those parties' policies for the disposition of real property in effect at the time of disposition.
 3. Remaining assets shall be distributed in accordance to the Section 317A required Plan of Dissolution approved by the congregation.
 4. No assets shall inure to any private individual or member.
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ARTICLE XI – AMENDMENTS

These Articles may be amended by a two-thirds vote of the members of the Church present and voting at a duly called congregational meeting with a 30% of quorum of active members, with notice provided according to the bylaws.

ARTICLE XII – INCORPORATORS

The incorporators of this Church are representatives from Falcon Heights Church (UCC) and New Life Presbyterian Church (PCUSA):

For Falcon Heights Church:

For New Life Presbyterian Church

Name

Name

Address

Address

Signature

Signature

Date

Date

City, State: Falcon Heights, Minnesota

Prepared for filing with the Minnesota Secretary of State

[Date of submission]