

# SENATE BILL 429

C1

(4lr0885)

## ENROLLED BILL

— *Judicial Proceedings/Economic Matters* —

Introduced by **Senator Bailey**

Read and Examined by Proofreaders:

\_\_\_\_\_  
Proofreader.

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Proofreader.

Sealed with the Great Seal and presented to the Governor, for his approval this

\_\_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_ o'clock, \_\_\_\_\_ M.

\_\_\_\_\_  
President.

### CHAPTER \_\_\_\_\_

1 AN ACT concerning

2 **Corporations and Associations – Protestant Episcopal Church, Diocese of**  
3 **Washington ~~and Study of Property Held in Trust by the United Methodist~~**  
4 **Church**

5 FOR the purpose of repealing uncodified provisions of law relating to the Protestant  
6 Episcopal Church, Diocese of Washington, commonly known as the “Vestry Act”;  
7 providing for the governance of religious corporations in union with the Protestant  
8 Episcopal Church, Diocese of Washington; ~~requiring the State Department of~~  
9 ~~Assessments and Taxation to report on the impact of repealing certain sections of~~  
10 ~~the Corporations and Associations Article;~~ and generally relating to the Protestant  
11 Episcopal Church, Diocese of Washington ~~and a study of property held in trust by~~  
12 ~~the United Methodist Church.~~

13 BY repealing and reenacting, without amendments,  
14 Article – Corporations and Associations

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#### EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW.

[Brackets] indicate matter deleted from existing law.

Underlining indicates amendments to bill.

~~Strike out~~ indicates matter stricken from the bill by amendment or deleted from the law by amendment.

*Italics indicate opposite chamber/conference committee amendments.*



1 Section 5–301(a)  
2 Annotated Code of Maryland  
3 (2014 Replacement Volume and 2023 Supplement)

4 BY repealing and reenacting, with amendments,  
5 Article – Corporations and Associations  
6 Section 5–301(e)  
7 Annotated Code of Maryland  
8 (2014 Replacement Volume and 2023 Supplement)

9 BY adding to  
10 Article – Corporations and Associations  
11 Section 5–341 and 5–342 to be under the new part “Part VII. Protestant Episcopal  
12 Church, Diocese of Washington”  
13 Annotated Code of Maryland  
14 (2014 Replacement Volume and 2023 Supplement)

15 BY repealing  
16 Chapter 96 of the Acts of the General Assembly of 1976

17 SECTION 1. BE IT ENACTED BY THE GENERAL ASSEMBLY OF MARYLAND,  
18 That the Laws of Maryland read as follows:

19 **Article – Corporations and Associations**

20 5–301.

21 (a) In this part the following words have the meanings indicated.

22 (e) “Trustees” means:

23 (1) As to a religious corporation subject to Part II of this subtitle, the  
24 corporators appointed or elected as provided in that part; and

25 (2) As to a religious corporation subject to Part V [or], Part VI, **OR PART**  
26 **VII** of this subtitle, the members of the vestry.

27 **5–339. RESERVED.**

28 **5–340. RESERVED.**

29 **PART VII. PROTESTANT EPISCOPAL CHURCH, DIOCESE OF WASHINGTON.**

30 **5–341.**

1           **(A) THIS PART APPLIES TO EVERY RELIGIOUS CORPORATION FORMED IN**  
2 **THIS STATE BY A PARISH OR SEPARATE CONGREGATION THAT IS IN UNION WITH OR**  
3 **INTENDING TO APPLY FOR UNION WITH THE CONVENTION OF THE PROTESTANT**  
4 **EPISCOPAL CHURCH IN THE DIOCESE OF WASHINGTON, AS CREATED BY THE ACT**  
5 **OF CONGRESS APPROVED MARCH 16, 1896 (29 STAT. 58).**

6           **(B) (1) EXCEPT AS PROVIDED IN PARAGRAPH (2) OF THIS SUBSECTION**  
7 **OR OTHERWISE IN THIS PART:**

8                   **(I) PART I OF THIS SUBTITLE APPLIES TO AND REGULATES THE**  
9 **CORPORATE AND TEMPORAL AFFAIRS OF EVERY RELIGIOUS CORPORATION**  
10 **DESCRIBED IN SUBSECTION (A) OF THIS SECTION, INCLUDING THOSE**  
11 **INCORPORATED UNDER CHAPTER 24 OF THE ACTS OF THE GENERAL ASSEMBLY OF**  
12 **1798, UNDER CHAPTER 96 OF THE ACTS OF THE GENERAL ASSEMBLY OF 1976, OR**  
13 **BY SPECIAL ACT OF THE GENERAL ASSEMBLY; AND**

14                   **(II) TO THE EXTENT NOT PROHIBITED BY THE CONSTITUTION**  
15 **OF THE UNITED STATES OR OF THIS STATE, THE CHARTER OF EACH OF THEM IS**  
16 **DEEMED TO BE AMENDED TO CONFORM TO THIS SUBTITLE UNTIL THE CHARTER**  
17 **OTHERWISE IS AMENDED BY THE PARISH OR SEPARATE CONGREGATION AS**  
18 **PROVIDED IN PART I OF THIS SUBTITLE.**

19           **(2) AS TO ANY PARISH OR SEPARATE CONGREGATION THAT WAS**  
20 **INCORPORATED BEFORE THE EFFECTIVE DATE OF THE MARYLAND CONSTITUTION**  
21 **OF 1851 AND THEREFORE HAS AN IRREPEALABLE CHARTER, UNLESS THAT PARISH**  
22 **OR SEPARATE CONGREGATION ACCEPTS, USES, ENJOYS, OR IN ANY WAY AVAILS**  
23 **ITSELF OF ANY RIGHT, PRIVILEGE, OR ADVANTAGE GRANTED OR CONFERRED BY**  
24 **ANY STATUTE ENACTED AFTER NOVEMBER 3, 1891:**

25                   **(I) PART I OF THIS SUBTITLE DOES NOT APPLY TO THE PARISH**  
26 **OR SEPARATE CONGREGATION; AND**

27                   **(II) THE PARISH OR SEPARATE CONGREGATION CONTINUES TO**  
28 **BE GOVERNED BY THE STATUTE UNDER WHICH IT WAS INCORPORATED.**

29 **5-342.**

30           **(A) (1) EACH RELIGIOUS CORPORATION SUBJECT TO THIS PART SHALL**  
31 **ADOPT BYLAWS TO GOVERN ITS CORPORATE AND TEMPORAL AFFAIRS.**

32           **(2) BYLAWS MAY BE ADOPTED BY A MAJORITY OF THE QUALIFIED**  
33 **VOTERS VOTING AT A REGULAR OR SPECIAL CONGREGATIONAL MEETING CALLED**  
34 **FOR THAT PURPOSE.**

1           **(B) EACH RELIGIOUS CORPORATION SUBJECT TO THIS PART IS SUBJECT AT**  
2 **ALL TIMES TO THE CONSTITUTION AND CANONS OF THE CONVENTION OF THE**  
3 **PROTESTANT EPISCOPAL CHURCH IN THE DIOCESE OF WASHINGTON AND OF THE**  
4 **PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA.**

5           SECTION 2. AND BE IT FURTHER ENACTED, That Chapter 96 of the Acts of the  
6 General Assembly of 1976 be repealed.

7           SECTION 3. AND BE IT FURTHER ENACTED, That since the vestries previously  
8 incorporated under the provisions of the original Vestry Act have not been required to file  
9 and record a certificate of incorporation, and the vestries of any separate congregation, after  
10 union with the convention of the Protestant Episcopal Church in the Diocese of  
11 Washington, have not been required to file and record a supplemental certificate signifying  
12 that union, the State Department of Assessments and Taxation, or its successor  
13 administrative body, may file and record a certificate, similar in every respect to the  
14 certificate required by § 5-304(b) of the Corporations and Associations Article, on the  
15 request of:

16           (1) any parish or separate congregation offering its own certificate for  
17 record; or

18           (2) the convention of the Protestant Episcopal Church in the Diocese of  
19 Washington on behalf of any parish or separate congregation that neglects or declines for  
20 any reason to offer its own certificate for record, in which event the certificate may be made  
21 and signed by the secretary of the convention instead of the vestry of the parish or separate  
22 congregation.

23           SECTION 4. AND BE IT FURTHER ENACTED, That the legal existence of the  
24 following parishes and separate congregations in union with the Convention of the  
25 Protestant Episcopal Church in the Diocese of Washington as bodies corporate is recognized  
26 and acknowledged for all purposes:

27           (1) in Montgomery County, Maryland: The Vestry of Ascension Parish, The  
28 Vestry of Chevy Chase Parish, The Vestry of Christ Church Parish, The Vestry of Church  
29 of Our Saviour, The Vestry of Good Shepherd Parish, The Vestry of Norwood Parish, The  
30 Vestry of Potomac Parish, The Vestry of Prince George's Parish, The Vestry of Redeemer  
31 Parish, The Vestry of Silver Spring Parish, The Vestry of Sligo Parish, The Vestry of St.  
32 Anne's Parish, The Vestry of St. Bartholomew's Parish, The Vestry of St. Dunstan's Parish,  
33 The Vestry of St. James' Parish, The Vestry of St. John's Church, The Vestry of St. Luke's  
34 Church, The Vestry of St. Mark's Parish, The Vestry of St. Nicholas' Parish, The Vestry of  
35 St. Peter's Parish, The Vestry of Transfiguration Parish, The Vestry of Trinity Parish, and  
36 The Vestry of Wheaton Parish;

37           (2) in Prince George's County, Maryland: The Vestry of Adelphi Parish,  
38 The Vestry of Baden Parish, The Vestry of Clinton Parish, The Vestry of Epiphany Parish,  
39 The Vestry of Glenn Dale Parish, The Vestry of Holy Trinity Parish, The Vestry of King

1 George's Parish, The Vestry of Queen Anne Parish, The Vestry of St. Andrew's Parish, The  
2 Vestry of St. Barnabas' Parish, The Vestry of St. Christopher's Parish, The Vestry of St.  
3 John's Parish, The Vestry of St. Matthew's Parish, The Vestry of St. Paul's Parish, The  
4 Vestry of St. Philip's Parish, The Vestry of St. Thomas' Parish, and The Vestry of Zion  
5 Parish;

6 (3) in Charles County, Maryland: The Vestry of Durham Parish, The  
7 Vestry of Piney Parish, The Vestry of Port Tobacco Parish, The Vestry of St. James' Parish,  
8 The Vestry of Trinity Parish, and The Vestry of William and Mary Parish; and

9 (4) in St. Mary's County, Maryland: The Vestry of All Faith Parish, The  
10 Vestry of All Saints' Parish, The Vestry of King and Queen Parish, The Vestry of  
11 Resurrection Parish, The Vestry of St. Andrew's Parish, and The Vestry of St. Mary's  
12 Parish.

13 SECTION 5. AND BE IT FURTHER ENACTED, That the bodies corporate named  
14 in Section 4 of this Act shall be deemed properly incorporated and all persons, entities, and  
15 instrumentalities, including the courts of this State and units of State government, shall  
16 be estopped from denying the legal existence of those bodies corporate.

17 SECTION 6. AND BE IT FURTHER ENACTED, That this Act does not prohibit the  
18 future dissolution or merger of the bodies corporate named in Section 4 of this Act pursuant  
19 to the constitution and canons of the Convention of the Protestant Episcopal Church in the  
20 Diocese of Washington and the applicable provisions of the laws of this State.

21 ~~SECTION 7. AND BE IT FURTHER ENACTED, That, on or before December 31,~~  
22 ~~2024, the State Department of Assessments and Taxation shall report to the General~~  
23 ~~Assembly, in accordance with § 2-1257 of the State Government Article, on the impact of~~  
24 ~~repealing:~~

25 ~~(1) the requirement in § 5-326 of the Corporations and Associations Article~~  
26 ~~that certain assets owned by any Methodist Church be held by the trustees of the church~~  
27 ~~in trust for the United Methodist Church; and~~

28 ~~(2) the restrictions in § 5-327 of the Corporations and Associations Article~~  
29 ~~on a deed or conveyance executed before June 1, 1953, that does not include a trust clause.~~

30 SECTION 7, ~~8,~~ 7. AND BE IT FURTHER ENACTED, That this Act shall take effect  
31 July 1, 2024.