

## 1999 ASSEMBLY BILL 189

March 8, 1999 - Introduced by Representatives GARD and PLALE, cosponsored by Senators BURKE and FARROW. Referred to Joint committee on Finance.

1 **AN ACT to create** 187.19 (12) of the statutes; **relating to:** consolidation or merger  
2 of incorporated Roman Catholic congregations.

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### *Analysis by the Legislative Reference Bureau*

Current law regulates the incorporation of Roman Catholic congregations. This bill provides a mechanism for the consolidation or merger of two or more incorporated congregations with another incorporated congregation. Under the bill, a plan of merger or consolidation must be approved by the bishop of the diocese and by two-thirds of the directors of each incorporated congregation that is a party to the merger or consolidation. Upon merger or consolidation, all real property owned by the congregations becomes the property of the surviving congregation, if the congregations are merged, or of the new congregation, if the congregations are consolidated.

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***The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:***

3 **SECTION 1.** 187.19 (12) of the statutes is created to read:  
4 187.19 (12) MERGER OR CONSOLIDATION OF CORPORATIONS. (a) Any 2 or more  
5 corporations organized under this section may merge with another corporation  
6 organized under this section or may consolidate into a new corporation governed by

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1 this section if the bishop of the diocese in which the corporations are located approves  
2 the merger or consolidation.

3 (b) If the bishop of the diocese in which the corporations are located approves  
4 the merger or consolidation, the directors of each corporation that is a party to the  
5 merger or consolidation, by a two-thirds vote of the directors of each corporation,  
6 shall adopt a plan or merger or consolidation that includes all of the following:

7 1. The names of the corporations proposing to merge or consolidate and the  
8 name of the surviving corporation, if the corporations are merged, or the name of the  
9 new corporation, if the corporations are consolidated.

10 2. The terms and conditions of the proposed merger or consolidation.

11 3. With respect to the surviving or new corporation, all statements required to  
12 be included in the articles of incorporation of a corporation organized under this  
13 section.

14 4. Any other provision concerning the proposed merger or consolidation that  
15 is deemed necessary or desirable.

16 (c) All real property owned by the corporations that are a party to the merger  
17 or consolidation, upon the recording of the plan of merger or consolidation with the  
18 register of deeds in the county in which the property is located, shall become the  
19 property of the surviving corporation, if the corporations are merged, or the property  
20 of the new corporation, if the corporations are consolidated.

21 (END)