

Transfer of Real Estate

1. This document discusses the actions and documents necessary to transfer real estate owned by the parishes within the Diocese of Crookston as required by the Minnesota Title Standards for Minnesota Statute §315.15 corporations.
2. The parish corporations operate under a standard set of Articles and By-Laws. The Certificate of Incorporation must be recorded in the office of the County Recorder for the county in which the real property is located. (It would be helpful to provide the buyer with the recording data, that is, the book and page number where the Certificate of Incorporation can be found.)
3. The By-Laws require the unanimous consent of all the members of the corporation to sell, mortgage, or transfer any interest in parish real estate. The unanimous consent is established by a corporate resolution (Sample Motions – Sale (or Mortgage) of Property – Document E) that is duly passed by unanimous vote of the Bishop, Vicar General, Pastor and two trustees at a special meeting of the Board of Directors and recorded in the corporate record book (Document F). The Bishop and Vicar General almost always vote via proxy instead of attending the meeting in person. This proxy must be obtained from the Chancery using Form 3.
4. An Affidavit of Corporate Resolution (Form 4) must be prepared, setting forth a duly adopted corporation resolution as passed above. (A copy of the affidavit should be given to the buyer.)
5. The deed of conveyance should be prepared by competent counsel to insure legal sufficiency. The officers or members authorized to execute the conveyance by the corporate resolution above must sign the deed or mortgage in the name of the corporation in the presence of a Notary Public and be notarized. The authorized officers are the Vice-President (Pastor) and Secretary.
6. From time to time you may receive inquiries from attorneys, lending institutions, or others, wondering whether the Bishop and Vicar General must sign deeds of conveyance for parish corporations. Sometimes there is confusion on this, because there are a number of statutes under which parish corporations could operate, and not all persons who deal in Minnesota real estate can be expected to know that all of our parish corporations are incorporated under Section 315.15. When you receive such an inquiry, however, perhaps you would find it helpful to send a copy of this document to them and invite them to call our diocesan attorney for clarification.