

CHURCH INCORPORATION INSTRUCTION SHEET (NEWFOUNDLAND)

This instruction sheet is to be used as a reference when applying for the incorporation of a church. The Registry of Companies, Commercial Registrations Division (the “**Registry**”) is the government body responsible for issuing certificates of incorporation. Therefore, most of the correspondence below is directed to that office. The address is set out below.

Please be advised that the forms provided are sample draft documents. They may be used with only the amendments discussed on the respective instruction pages or with detailed amendments tailored to the individual needs of each church. We advise that you conduct a review of the above documents and that you consult with a professional advisor in the event that you have any questions with respect to these instructions or any of the enclosed documents.

PRE-INCORPORATION

1. It is advisable that the potential members of the as yet unincorporated church meet prior to filing any documents to discuss the process of incorporating. During this initial consultation the members may want to discuss the establishing or constating documents upon which the newly incorporated Corporation will be based. Items to consider may include:
 - (a) The name of the Corporation;
 - (b) The criteria for membership and the initial members. **For more on membership see paragraph 6 below and paragraphs 2 through 6 of the draft By-laws;**
 - (c) How membership can be terminated;
 - (d) Who will be the directors and officers of the Corporation
 - (e) Each unincorporated church should review its ownership of real estate. If property is held in the name of the trustees of the church, a deed will need to be prepared and recorded at the appropriate land registry. Please consult with a professional advisor regarding the completion of this step.
 - (f) If the unincorporated church is a registered charity, they should contact the federal Charities Directorate and provide notice that they are incorporating and that they would like this reflected in the Directorate's records.

INCORPORATION:

2. When incorporating you must first submit a name reservation request, which must be approved prior to filing for incorporation. The first step is to conduct a search of the

registry to ensure no other business has an identical or very similar name to the name you wish to use. To do this you must first obtain a name search online at www.eservices.gov.nl.ca. Select “Companies and Deeds Online” then “Registry of Companies Search & Online Services” and “Search Registry of Companies”. Enter the name you would like to use. A suggested example is:

“ _____ Church Incorporated”

For example:

“Hillcrest United Baptist Church Incorporated”

To reserve your unique name, go to the same website but at the last step select “Name Reservation Request” and follow the instructions. Note that there is a name reservation fee of \$10.00 required which is non-refundable even if your proposed name is rejected. The name will be reserved for 90 days.

Note that there is no need to insert the word “the” before the Corporation’s name but the name must end in “Incorporated”, “Inc.”, “Corporation” or “Corp.”

For more information read the information sheet on selecting a name.

3. Complete forms 1a, 3, 6 and Schedules A & B, which can also be found online at <http://www.gs.gov.nl.ca/forms/files/#company>:
 - (a) Form 1a, Articles of Incorporation
 - (b) Form 3, Notice of Registered Office
 - (c) Form 6, Notice of Directors
4. Submit the forms, along with the attached covering letter and a cheque for \$70 made payable to the Newfoundland Exchequer Account to the address below.
5. The Registry will then process the application and if everything is in order, will issue a Certificate of Incorporation, which acts as evidence that the Corporation was successfully incorporated

POST-INCORPORATION

6. Duty to maintain register of members
7. Duty to hold annual meetings.
8. Every Corporation must file with the Registry annual filings.

For more information please contact:

Registry of Companies,
Commercial Registrations Division
P.O. Box 8700, Confederation Building
St. John's NL A1B 4J6

Tel.: (709) 729-3317
Fax: (709) 729-0232