

# Index

[Numbers in boldface type indicate references to the subject under the Proposed Act. All references are to pages.]

- Alabama. See Table of Statutes.
- American Bar Association, Model Nonprofit Corporation Act, 2.
- Amendment. See also Articles; By-laws; and specific type of corporation.
- to articles or by-laws of cooperatives, 139.  
generally, 140n.  
in Michigan, 38.
- to articles of ecclesiastical corporations, 218.  
in Michigan, 105.
- to articles of nonprofit corporations, 178.  
generally, 178n.
- to by-laws of ecclesiastical corporations, 217.
- to by-laws of nonprofit corporations, 179.  
in Michigan, 179n.
- to trust agreement of trustee corporations, 197.  
in Michigan, 198n.
- Arkansas. See Table of Statutes.
- Articles of incorporation. See specific type of corporation.
- Asylums. See Hospitals and asylums.
- Burial
- prohibited in encumbered land, 227.  
record of, 229.
- Burial ground
- generally, 118.  
tax exemption of, 118.
- Burial rights
- definition of, 227.  
price of, 228.  
record of, 228.  
transfer of, 229.
- By-laws. See specific type of corporation.
- California. See also Table of Statutes.
- general treatment of nonprofit corporation statutes, 3.
- Capital, relationship in cooperatives to investment of reserves, 40.
- Capitalization of Michigan nonprofit corporations, 60.
- Cemeteries. See Cemetery, vault, cremation, and similar corporations.
- Cemetery, vault, cremation, and similar corporations.
- acquisition of land, 224.  
assessments, 226.  
authorization, 222.

Cemetery (*continued*)

- burial ground, 118, 225.
    - definition of, 118.
    - map of, 225.
    - tax exemption of, 118.
    - to be held in fee, 117.
  - burial rights
    - definition of, 227.
    - price of, 228.
    - prohibited in encumbered land, 227.
    - transfer of, 229.
  - burials, record of, 229.
  - classification as profit or nonprofit, 117, 223.
  - cremations, record of, 229.
  - disinterment, 229.
  - generally, 115.
  - incorporation, 222.
  - individual perpetual care trusts, 231.
  - law governing, 223.
  - Michigan statutes, 115.
  - perpetual care fund, 119, 230.
  - Potter's field, 232.
  - statutes authorizing, generally, 223n.
  - taxation
    - of additional land, 226.
    - exemption, 226.
  - vacation of cemeteries, 120, 232.
- Charitable trusts
- Ohio statutory provisions, 91.
  - state regulation, 93, 198n.
- Churches. See Ecclesiastical corporations; Religious corporations.

## Church trustee corporations.

- See also Ecclesiastical corporations; Religious corporations.
  - incorporation under Michigan statutes, 90.
- Colleges and universities.
- See Educational corporations.
- Consolidation or merger. See also specific type of corporation.
- of Michigan cooperatives, 43.
- Constitution
- Mich. Const., Art. XII, sec. 5, 106, 107, 169n.
  - Michigan limitations on corporations holding unused realty, 107.
- Contract
- inducing breach of, with cooperative, 148.
  - inducing breach of, with Michigan cooperative, 45.
  - statutes imposing liability for, 149n.
- Cooperatives
- action for inducing breach of contract with Michigan cooperative, 45.
  - amendment to articles or by-laws, 139.
  - in Michigan, 38.
  - articles, 129.
  - as objects of public interest, 1.
  - authorization, 129.
  - in Michigan, 23.

Cooperatives (*continued*)

by-laws, 138.  
classification as profit or nonprofit, 130.  
under Michigan law, 24.  
contracts and agreements with members, 148.  
cooperative plan, definition, 132.  
dissolution for nonpayment of dividends in Michigan, 33.  
distribution of earnings, 143.  
earnings  
distribution, 145-147.  
Michigan statutory provisions, 26.  
history of Michigan statutes, 19.  
inducing breach of contract, 148.  
generally, 149n.  
integration of Michigan cooperative and general corporation statutes, 22.  
investments, 141.  
statutory limitations generally, 142n.  
under Michigan law, 40.  
liability for torts of agent, 129.  
in Michigan, 48.  
membership, 139.  
limitations generally, 137n.  
under Michigan law, 33.  
merger or consolidation under Michigan law, 43.

mode of operations, 148.  
under Michigan law, 44.  
nature of, 10.  
notice of by-law imputed to manager, 36.  
number of incorporators, 150n.  
under Michigan law, 58.  
organization, generally, 13, 36.  
pre-incorporation agreements under Michigan law, 37.  
purchase of another business, 143.  
generally, 143n.  
under Michigan law, 43.  
purposes authorized, 133.  
generally, 133-134n.  
under Michigan law, 23.  
recordation of marketing contracts, 51.  
relationship with members, 14.  
restriction on business activity, 131.  
generally, 131n.  
revolving fund, 145.  
generally, 27.  
under Iowa statutes, 31.  
statutes requiring word "cooperative" in name, 135n.  
statutory limitations on investment returns, 130n.  
statutory provisions relative to earnings of Michigan cooperative, 32.  
statutory regulation of num-

- Cooperatives (*continued*)  
 ber of incorporators,  
 150n.  
 stock certificate, content,  
 137.  
 surplus earnings, 147.  
 taxation generally, 16.  
 ultra vires, 149.  
   and Michigan cooperatives,  
   46.  
 Uniform Agricultural Cooperative Act, 51.  
 Uniform Stock Transfer Act  
   relation to cooperatives,  
   137.  
   relation to Michigan cooperatives,  
   34.  
 voting, 138.  
   generally, 16.  
   under Michigan statutes,  
   33.
- Cremation corporations. See Cemetery, vault, cremation, and similar corporations.
- Cremations, records of, 229.
- Cy Pres, statutory proposal for nonprofit corporations, 77, 183.
- Directors or trustees. See the specific type of corporation.
- Disinterment, provisions, 229.
- Dissolution. See the specific type of corporation.
- Dividends  
 cooperatives, 12, 22.  
 dissolution for nonpayment in Michigan cooperatives,  
 33.  
 patronage dividends, 11-12, 22, 143-147.  
 prohibited in nonprofit corporations, 62, 156-157, 158n.
- Earnings. See Cooperatives; Dividends.  
 distribution by cooperatives generally, 10.  
 Michigan statutory provisions relative to cooperatives, 26, 32.
- Ecclesiastical corporations. See also Religious corporations.  
 amendment of articles, 218.  
   under Michigan law, 105.  
 by-laws, 217.  
 how incorporated, 216.  
 Michigan statutes, 102, 106.  
 powers, 216, 218.  
 property, Michigan provisions relative to, 106.
- Executive committee. See the specific type of corporation.
- Educational corporations  
 acceptance of property, 209.  
 articles of incorporation, 208.  
   under Michigan law, 100.  
 as objects of public interest, 1.  
 authorization, 202.  
 classification, 203.  
   in Michigan, 99.  
 college and university defined, 205.  
   establishment of, 206.  
 conditions precedent to incorporation, 203.

- Educational corporations  
*(continued)*  
 conditions precedent to organization, 203.  
 inspection by State Board of Education, 212.  
 law governing, 202.  
 Michigan statutory provisions, 99, 100.  
 powers of board of directors, 210.  
 privileges of holders of diplomas, 211.
- Florida. See Table of Statutes.
- Foundations  
 as nonprofit corporations, 200.  
 as objects of public interest, 1.  
 board of trustees, 200.  
 expenditure of funds, 199.  
 gifts and bequests, 199.  
 incorporation in Michigan, 94.  
 incorporators, 199.  
 membership, 200.  
 Michigan statutory provisions, 94.  
 powers, 199.
- Fraternal societies  
 incorporation, 186.  
 local lodges under Michigan statutes, 83.  
 Michigan statutory provisions, 81.  
 parent corporation under Michigan statutes, 81.  
 powers at annual meetings, 175.  
 relief funds, 187.  
 representative government, 174.
- Gifts and Investments. See also specific type of corporation.  
 Michigan statutory provisions relative to ecclesiastical corporations, 107.
- History  
 Michigan cooperative statutes, 19.  
 Michigan general corporation act, 7.  
 Michigan general nonprofit corporation act, 56.
- Hospitals and asylums  
 as trustee corporations in Michigan, 89.  
 incorporation, 189.  
 in Michigan, 89.
- Idaho. See Table of Statutes
- Illinois. See also Table of Statutes  
 general treatment of nonprofit corporations, 3.
- Imputation of notice. See also specific type of corporation.  
 as a result of membership in general nonprofit corporations, 72.
- Indiana. See also Table of Statutes.  
 general treatment of nonprofit corporation statutes, 5.

- Investments. See also the specific type of corporation.  
of reserves in Michigan cooperatives, 40.
- Iowa. See Table of Statutes.
- Judicial review and general nonprofit corporations, 75.
- Local units of nonprofit corporations in Michigan, 69.
- Lodges. See also Fraternal societies.  
local units in Michigan, 83.  
powers at annual meeting, 175.  
representative government, 174.
- Maine. See Table of Statutes.
- Map of burial ground, 225. See also Cemetery, vault, cremation, and similar corporations.
- Marketing contracts. See Cooperatives.  
recordation of, 51.
- Massachusetts. See Table of Statutes.
- Meetings. See the specific type of corporation; Trustees or directors.
- Membership. See also the specific type of corporation.  
in Michigan cooperatives, 33.  
in Michigan general nonprofit corporations, 62.
- Merger. See the specific type of corporation.  
of Michigan cooperatives, 43.
- Michigan. See also Table of Statutes; the specific type of corporation.  
capitalization of nonprofit corporations, 60.  
cemetery and related corporations, 115.  
classification of educational corporations, 99.  
church trustee corporations, 90.  
constitutional prohibition as to real estate, 107.  
cooperative membership provisions, 33.  
dissolution of cooperatives for nonpayment of dividends, 33.  
earnings of cooperatives, 32.  
ecclesiastical corporations, 102.  
amendment to articles, 105.  
gifts and investments, 107.  
educational corporations, 99, 100.  
foundations, 94.  
fraternal societies, 81.  
general treatment of nonprofit corporation statutes, 5.  
history of statutes. See History.  
hospitals and asylums, 89.  
integration of cooperative and general corporation statutes, 22.  
integration of nonprofit and

- Michigan (*continued*)  
 general corporation statutes, 57.  
 membership. See specific type of corporation.  
 of general nonprofit corporations, 62.  
 nonprofit corporations generally, 54.  
 local units, 69.  
 powers, 69.  
 trustees or directors, 65.  
 real estate corporations, 71.  
 number of incorporators of cooperatives, 58.  
 number of incorporators for nonprofit corporations, 57.  
 parent corporation of fraternal society, 81.  
 public building corporations, 110.  
 scheme of nonprofit corporation statutes, 3.  
 stock in nonprofit corporations, 59, 62.  
 trustee corporations, 86.  
 voting in nonprofit corporations, 64.
- Minnesota. See also Table of Statutes.  
 general not-for-profit corporation act, 2.
- Missouri. See also Table of Statutes.  
 general nonprofit corporation act, 2.  
 nonprofit trusts, 91.
- Model Nonprofit Corporation Act. See Table of Statutes.
- Nebraska. See Table of Statutes.
- New Jersey. See Table of Statutes.
- New York. See also Table of Statutes.  
 general plan of nonprofit corporation statutes, 3.
- Nonprofit corporations generally  
 articles, 154.  
 amendment, 178.  
 local units, 176.  
 authorization, 151.  
 by-laws, enactment or amendment, 179.  
 capitalization under Michigan law, 60.  
 chartering of subordinate units, 172.  
 consolidation or merger, 179.  
 cumulative voting, 161.  
 directors  
 liability, 169.  
 meetings, 166.  
 qualifications, 164.  
 term of office, 165.  
 vacancies in board, 165.
- Nonprofit corporations generally  
 dissolution  
 chancery jurisdiction, 179.  
 distribution of assets, 182.  
 plan of distribution, 184.  
 dividends, prohibition, 156.

- Nonprofit corporations generally (*continued*)
- general provisions for, in Michigan, 54.
  - history of Michigan statutes, 56.
  - incorporators, number required generally, 151n.
  - integration of Michigan statutes, 57.
  - judicial review of internal disputes, 75.
  - local units under Michigan law, 69.
  - meetings, 160.
  - membership
    - as imputation of notice, 72.
    - fees and assessments, 159.
    - generally, 158.
    - in other nonprofit corporations, 177.
    - limitations, 163, 177.
    - restrictions permitted in Michigan, 62.
    - statutory restrictions generally, 163n.
  - name, 170.
  - nonmember organizations authorized, 167.
  - number of incorporators required in Michigan, 57.
  - officers and representatives of local units, 177.
  - parent organization, 174.
  - powers
    - under Michigan law, 69.
    - generally, 168, 177.
    - in relation to property, 169.
  - property, 169.
  - proxy voting, authorized, 161.
  - public building corporations, nonprofit in Michigan, 111.
  - purposes, 151.
    - statutory provisions generally, 153n.
  - ritual and rules, 172.
  - self-perpetuating board, 167.
  - state parent unit of foreign association, 171.
  - stock
    - authorization generally, authorization in Michigan, 59, 62.
    - denomination of shares, 156.
  - statutory treatment generally, 156n.
  - subordinate units
    - articles, 176.
    - authorization, 170, 172. generally, 170n.
    - officers, 177.
    - purpose, 175.
    - supervision, 173, 176.
  - trustees or directors. See also Nonprofit corporations generally—directors.
    - composition of board, 164.
    - executive committee, 167.
    - meetings, 165.
    - of Michigan corporations, 65.
    - powers, 164.



- Nonprofit corporations generally (*continued*)  
 qualifications, 164.  
 quorum, 166.  
 self-perpetuating board authorized, 167.  
 term of office, 164-165.  
 vacancy in board, 165.  
 unauthorized practices,  
   basis of dissolution, 181.  
 voting, 161.  
   under Michigan law, 64.
- Nonprofit trusts  
 Michigan statutory provisions, 91.
- North Carolina general not-for-profit act, 2.
- Notice, Imputation of  
 to manager of cooperative, 36.  
 to member of cooperative, 36.
- Officers. See specific type of corporation.
- Ohio. See Table of Statutes.  
 statutory provisions for charitable trusts, 91.
- Oklahoma. See Table of Statutes.
- Organization. See specific type of corporation.  
 of cooperatives generally, 13.  
 of Michigan cooperatives, 36.
- Oregon. See Table of Statutes.
- Parent corporation  
 of fraternal society under Michigan law, 81.  
 of nonprofit corporations, 171-175.
- Patronage dividends. See also Cooperatives.  
 generally, 11-12.  
 under Michigan law, 22.
- Pennsylvania. See Table of Statutes.
- Perpetual care fund for cemeteries, 230-232.  
 under Michigan law, 119-120.
- Potter's field, 232.
- Powers. See specific type of corporation.
- Pre-incorporation agreements of cooperatives in Michigan, 37.
- Profits. See specific type of corporation; Dividends; Earnings.  
 of cooperatives generally, 11-12.
- Property. See specific type of corporation.
- Proposed Act  
 applicability, 129.  
 existing corporations, applicability of act, 234.  
 incorporation under act, necessity, 234,  
 introductory note, 125.  
 repeal provisions, 235.  
 saving clause, 237.  
 special type of corporations, applicability of act, 129.  
 table of sections, 125.

- Proposed Act (*continued*)  
 torts, corporate liability,  
 129.
- Public building corporations  
 as nonprofit corporations in  
 Michigan, 111.  
 authorization, 220.  
 by-laws, 221.  
 contracts and leases with  
 state, 221.  
 dissolution, 222.  
 law governing, 221.  
 Michigan statutory provi-  
 sions, 110.  
 powers, 221.  
 revenue bonds, 221.  
   under Michigan law, 111.
- Purposes. See specific type of  
 corporation.
- Real estate  
 land for burial ground to be  
 held in fee, 117.  
 Michigan constitutional  
 prohibition relative to,  
 107.
- Relief funds. See Fraternal so-  
 cieties.
- Recordation  
 of burial rights, 228.  
 of burials, 229.  
 of cremations, 229.  
 of marketing contracts, 51.
- Relations between coopera-  
 tives and members, 14.
- Religious corporations. See  
 Ecclesiastical corporations.  
 classification, 213.  
 law governing, 216.
- regional church corpora-  
 tions, 215.  
 religious societies, 219.
- Revenue bonds  
 public building corpora-  
 tions, 221-222.  
   in Michigan, 111.
- Revolving fund, 145.  
   cooperatives generally, 27.
- Rhode Island. See Table of  
 Statutes.
- Right of burial. See Burial.
- Rule against perpetuities, per-  
 petual care fund author-  
 ized, 120.
- South Carolina. See Table of  
 Statutes.
- Stock. See specific type of cor-  
 poration.  
   in Michigan nonprofit cor-  
 porations, 59, 62.
- Taxation  
 burial ground exempted,  
 118.  
 of cooperatives generally,  
 16.  
 of cooperatives, in Michi-  
 gan, 24.
- Tennessee. See Table of Stat-  
 utes.
- Texas. See Table of Statutes.
- Torts  
 corporate liability, 129.  
 corporate immunity of  
 Michigan charities, 78.  
 position of Michigan coop-  
 eratives, 48.

- Trustee corporations  
  amendment of trust instrument, 197.  
  articles, 193.  
  authorization, 188.  
  compensation of trustees, 192.  
  construction of trust instrument, 196.  
  contributions, 190.  
  how organized, 191.  
  incorporation in Michigan, 86.  
  investments, 195.  
  law governing, 191.  
  membership, 190.  
  Michigan statutes, 86.  
  officers, 194.  
  powers, 194.  
  trust instrument defined, 192.  
  trustees  
    compensation, 192.  
    vacancy among, 196.  
  use of property and funds, 195.  
  vacancy among trustees, 196.  
  when incorporation authorized, 192.
- Trustees or directors. See specific type of corporation.
- Michigan nonprofit corporations, 65.  
  self-perpetuating board, 67.
- Trusts  
  Missouri nonprofit trusts, 91.
- Unauthorized practices. See Nonprofit corporations; Ultra vires.
- Uniform Agricultural Cooperative Marketing Act, 51.  
Uniform Stock Transfer Act, 34, 137.
- United States. See Table of Statutes.
- Ultra vires.  
  as applied to Michigan cooperatives, 46.  
  cooperative provision, 149.
- Utah. See Table of Statutes.
- Vault corporations. See Cemetery, vault, cremation, and similar corporations.
- Voting. See also specific type of corporation.  
  cooperatives generally, 16.  
  Michigan cooperatives, 33.  
  Michigan nonprofit corporation generally, 64.