

WEST VIRGINIA LEGISLATURE

2026 REGULAR SESSION

Committee Substitute

for

House Bill 5416

By Delegate Miller

[Originating in the Committee on the Judiciary;

Reported on February 19, 2026]

1 A BILL to amend and reenact §35-1-9 and §35-1-10 of the Code of West Virginia, 1931, as
2 amended; relating to religious organizations, churches, religious sects, societies, or
3 denominations and their power to sell and convey property, borrow money, and encumber
4 property; limiting the applicability of certain sections to unincorporated religious
5 organizations; providing that incorporated religious organizations are governed by their
6 articles of incorporation, bylaws, and applicable nonprofit corporation law with respect to
7 conveyances and encumbrances of property; and exempting incorporated religious
8 organizations from certain notice requirements.

Be it enacted by the Legislature of West Virginia:

ARTICLE 1. RELIGIOUS ORGANIZATIONS.

**§35-1-9. Power of ~~trustee~~ trustees of churches, ~~to sell, convey~~ religious sects, societies, or
denominations to borrow money and sell, convey, and encumber property.**

1 (a) The trustee or trustees of any church, religious sect, society, or denomination within this
2 state, whenever directed by the ecclesiastical officer or the delegated or select body to whom the
3 authority to administer the affairs of such church, religious sect, society, or denomination is
4 committed by its rules and ecclesiastical polity, or the trustee or trustees of any individual church,
5 parish, congregation or branch of any religious sect, society or denomination within this state,
6 whenever directed by a majority of the members of such individual church, parish, congregation or
7 branch who are over eighteen years of age, or by the ecclesiastical officer or the delegated or
8 select body to whom the authority to administer the affairs of such church, parish, congregation or
9 branch is committed by the rules and ecclesiastical polity of such church, religious sect, society or
10 denomination, may sell and convey any property, real or personal owned by such church, religious
11 sect, society or denomination, or by such individual church, parish, congregation or branch, as the
12 case may be, or upon like direction, may borrow money and execute a lien upon the church

property to secure the payment thereof; and all conveyances so made, or liens so executed, by the persons who appear from the records in the office of the county clerk to be the trustee or trustees of the religious body making such conveyances or executing such liens, shall be effective to pass from such trustee or trustees such title or interest in the property under his or her or their control as is purported to be conveyed or passed by such conveyances or instruments of lien, and shall not be invalidated or affected by any defect or informality in the proceedings for the selection or appointment of such person or persons as trustee or trustees, or by any want of authority or lack of power in such trustee or trustees.

(b) Applicability; incorporated entities excluded. This section applies only to churches, religious sects, societies, or denominations that are not organized as corporations under the laws of this state or any other jurisdiction. Any church, religious sect, society, or denomination that is organized as a corporation, including a nonprofit organized under chapter 31E of this code or any successor statute, shall exercise the power to borrow money, convey, mortgage, or otherwise encumber real or personal property in accordance with its articles of incorporation, bylaws, and the applicable provisions of the nonprofit corporation laws of this state, and is not subject to this section.

§35-1-10. Notice required before of conveyance, sale, or lien; proof thereof encumbrance of religious organization property.

(a) Before any such conveyance of real estate or instrument creating a lien thereon shall be made, the proper authorities of such church, religious sect, society, or denomination, or of any individual church, parish, congregation or branch, shall cause to be published a notice describing the real estate and stating that the same will be sold and conveyed, or subjected to a lien, as the case may be, on or following a designated date. Such notice shall be published as a Class II legal advertisement in compliance with the provisions of article three, chapter fifty- nine of this code, and the publication area for such publication shall be the county where the land is situated. In lieu of

8 such publication, the notice may be read at the principal services of such church, parish,
9 congregation or branch, on at least two separate occasions during a period of two weeks, or may
10 be physically posted in one or more conspicuous locations where notices to members are
11 customarily displayed for a continuous duration of not less than two weeks, and in the case of
12 physically posting, if such church, parish, congregation or branch maintains a website, the notice
13 shall also be concurrently posted in a conspicuous location on the front page of the website for a
14 continuous duration of not less than two weeks. No conveyance or instrument creating a lien shall
15 be made or become effective until such notice shall be published or read, as aforesaid. An affidavit
16 setting forth the facts regarding such publication or reading, shall accompany, and be recorded
17 with, any deed of conveyance or instrument creating a lien, and shall be sufficient proof of the facts
18 therein set forth.

19 (b) Applicability; incorporated entities excluded. This section applies only to churches,
20 religious sects, societies, or denominations that are not organized as corporations under the laws
21 of this state or any other jurisdiction. Any church, religious sect, society, or denomination that is
22 organized as a corporation, including a nonprofit organized under chapter 31E of this code or any
23 successor statute, shall provide any required notice and authorization for the conveyance, sale,
24 mortgage, lien, or other encumbrance of real or personal property in accordance with its articles of
25 incorporation, bylaws, and the applicable provisions of the nonprofit corporation laws of this state,
26 and is not subject to the notice requirements of this section.

NOTE: The purpose of this bill is to ensure continuity of title, protection of third parties, and orderly transition from trustee-based governance to corporate governance for churches and religious organizations.

Strike-throughs indicate language that would be stricken from a heading or the present law and underscoring indicates new language that would be added.