

What the 1930 Charter Says About Trustees

Analysis of the Articles of Incorporation of The New Prospect Baptist Church, filed with the Ohio Secretary of State in January 1930.

Prepared for Robert T. Jones • October 28, 2026 • This is a plain-language reading of a public record, not legal advice.

Bottom line

What this document means

- **New Prospect is a legal Ohio nonprofit corporation, and has been since January 1930.** Its governing board, under the law, is its trustees.
- **The church was born with four named trustees, but only temporarily.** They were to serve "until the first annual meeting or other meeting called to elect trustees."
- **So from the start, trustees were meant to be elected at a meeting, not simply appointed and left in place.** That was the design the founders signed.
- **The details of the vote are set by the church's bylaws (its "code of regulations") and Ohio law,** which by default give that vote to the voting members. The bylaws and election minutes are the next records to get.

The document at a glance

Document	Articles of Incorporation, corporation not for profit (Form B), 2 pages
Corporation name	The New Prospect Baptist Church
Principal office	Cincinnati, Hamilton County, Ohio
Purpose (Article Third)	"To advance the cause of the Christian Religion according to the Baptist faith"
Law it was formed under	General Corporation Act of Ohio, General Code §8623-97 and §8623-98 (the 1927 law that today's Ohio Revised Code Chapter 1702 replaced)
Signed	January 15, 1930
Filed	January 22, 1930, Office of the Secretary of State, Columbus (signed by Secretary of State Clarence J. Brown)
Recorded	Records of Incorporation, Volume 379, Page 88 • Charter no. A512 187
Initial trustees (Article Fourth)	Four people with Cincinnati street addresses. Only one name is clearly legible: H. R. Payne, 1096 Wade St. The other three are handwritten and too faint to read with confidence.

Acknowledged before	A notary public of Hamilton County (signature appears to read A. Lee Beaty; commission expiring March 2, 1932), by three signers whose names appear to read A. D. Williams, Jennie Rice and Rev. H. Stewart
Filing fee	\$10.00

The trustee clause, word for word

Article Fourth is the only part of the charter about trustees. It reads:

"FOURTH. The following persons shall serve said corporation as trustees until the first annual meeting or other meeting called to elect trustees."

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	GIVE STREET ADDRESS.
<i>A. D. Williams</i>	<i>527 Court St West</i>
<i>Jennie Rice</i>	<i>1021 E. Rodney St</i>
<i>Rev. H. Stewart</i>	<i>126 Linton St</i>
<i>H. R. Payne</i>	<i>1096 Wade St.</i>

IN WITNESS WHEREOF, We have hereunto subscribed our names, this *15th* day of

Article Fourth as it appears on the filed charter (page 2 of the PDF).

The printed statute on the back of the form explains why that clause is there. Ohio law in 1930 required every nonprofit to name at least three trustees who serve only until trustees are elected:

"4. The names and postoffice addresses of its trustees, not less than three, who are to serve until the first annual meeting or other meeting called to elect trustees;" General Code §8623-98

§8623-97. A corporation not for profit may be formed hereunder for any purpose or purposes not involving pecuniary gain or profit for which natural persons may lawfully associate themselves, provided that where the General Code makes special provisions for the filing of articles of incorporation of designated classes of corporations not for profit, such corporations shall be formed under such provisions and not hereunder.

§8623-98. Any number of persons, not less than three, a majority of whom are citizens of the United States, may cause a corporation not for profit by subscribing, acknowledging and filing in the office of the secretary of state articles of incorporation, hereinafter called "articles," setting forth:

1. The name of the corporation;

The statute printed on the reverse of the 1930 form (page 1 of the PDF, rotated).

What it means for trustees

1. **Trustees are the church's legal governing body.** The church chose to incorporate, and an Ohio nonprofit corporation acts through its trustees. Nothing in the charter gives that legal authority to a pastor, an executive pastor or any single officer.
2. **The first trustees were placeholders.** Their term ended at "the first annual meeting or other meeting called to elect trustees." The founders, and the State of Ohio, expected trustees after that to come from an election.

3. **Elections happen at a meeting.** The clause speaks of an "annual meeting" or a meeting "called to elect trustees." That points to an open, called meeting, not a private appointment.
4. **There must always be at least three trustees.** That was the rule in 1930 (§8623-98) and is still the rule today (ORC 1702.27). The founders named four.
5. **The church is bound to its stated purpose.** It exists "to advance the cause of the Christian Religion according to the Baptist faith." Baptist practice is congregational: the members decide. That supports member election of trustees.
6. **Bylaws and Ohio law carry the details.** Item 7 of the statute let the church set rules on the powers of trustees and members. Those rules now live in the bylaws and in Ohio Revised Code Chapter 1702.

What Ohio law adds today

The 1927 General Code was replaced by Ohio Revised Code Chapter 1702, which now governs New Prospect. In plain terms:

Section	What it means for New Prospect
ORC 1702.01(K)	"Directors" includes trustees. Every rule about directors applies to the trustee board.
ORC 1702.26	Unless the articles or the code of regulations set another method, the voting members elect the directors (trustees).
ORC 1702.27	There must be at least three trustees.
ORC 1702.30	Trustees hold the corporation's authority and owe it good faith and reasonable care.
ORC 1702.15	Members may inspect the articles, code of regulations, books, and minutes of member and trustee meetings.
ORC 1702.17-.18	Member meetings can be called, and members must be given notice of them.

The code of regulations (bylaws) sets the election details. Unless the bylaws set another method, Ohio law gives the vote for trustees to the voting members.

What this means for New Prospect today

Put the charter next to what you know:

- The charter requires trustees to be elected at a meeting after the founding four.
- As far as you and other long-time members know, the last time the congregation elected a trustee, at a meeting, with the right hand of fellowship, was your own election.
- The 2025 change of the church's statutory agent was signed by one person, with no trustee shown on the form.

Together these raise a fair question, not an accusation: **who are the current trustees, and when and how were they elected?** Only the church's own records can answer it.

Safe to say, and what to avoid

Safe to say	Avoid saying
"Our 1930 charter says trustees serve until a meeting called to elect trustees."	"The charter says only the church body can appoint trustees."
"From the beginning, New Prospect's trustees were meant to be elected."	"Anything else was illegal."
"As far as I know, the last trustee the members elected was me."	"I am the only legal trustee."
"We are asking to see the bylaws and the minutes of every trustee election."	"The current trustees have no authority" or "every decision they made is void."

Next steps

1. Send a written records request under ORC 1702.15 for: the code of regulations and every amendment; the current list of trustees and their terms; minutes of every meeting at which trustees were elected; and the resolution authorizing the November 2025 agent change.
2. Gather your own evidence of your election: the year, your age (16 or 17), the meeting, and any members who remember it.
3. Check the Hamilton County Recorder for deeds and mortgages, which show who signed as trustees and when.
4. Have an Ohio nonprofit attorney review the charter and bylaws before any public claim about who the lawful trustees are.
5. Use the "safe to say" wording on the website, in the video and on the crime board until the records come back.

Notes on legibility

The scan is a faded microfilm copy. The corporation name, purpose, trustee clause, statute text, filing volume and page, and H. R. Payne's name and address are clear. The other three trustee names, their addresses, and the notary and signer names are partly illegible; the readings above are best guesses and should be confirmed against a certified copy from the Ohio Secretary of State (Business Search, charter no. A512 187 / document A512_0187).