

2283.

## DISAPPROVAL, ARTICLES OF INCORPORATION OF MCKAY RELIEF ASSOCIATION, YOUNGSTOWN, OHIO.

COLUMBUS, OHIO, February 13, 1934.

HON. GEORGE S. MYERS, *Secretary of State, Columbus, Ohio.*

Re: The McKay Relief Association.

DEAR SIR:—The articles of incorporation of the above association do not limit the membership to the employes of a particular city or township, designated firm, business house or corporation. The constitution of the association provides that "the membership of this association shall be confined to, and limited to, the employes of the McKay Machine Company *and to those who are in reasonable health.*" Said constitution also provides that "in the event a member severing his employment with the McKay Machine Company, and continues to reside within the City of Youngstown, or within a twenty-mile radius of the City limits of Youngstown, he may continue his membership in this Association, by and with the consent of the Board of Trustees, and providing he pays his monthly assessments according to the By-laws, and without delay."

It is seen therefore that the constitution does not limit the membership of the association to the employes of a particular city or town, designated firm, business house or corporation, and consequently I am of the view that the association is not exempt from the statutory provisions relating to insurance companies.

Since by constitution it is sought to do a health and accident business on the assessment plan, the association evidently comes within the provisions of section 9445, et seq., of the General Code. It will therefore be necessary to comply with those provisions as to organization, the giving of bond, the furnishing of annual statements, etc.

While the statutes relating to mutual protective health and accident associations do not authorize me to approve articles of incorporation of such associations, I may suggest that the articles in question are defective in the following respects:

1. There are only three persons who sign as incorporators, whereas section 9445 requires five or more.
2. The articles recite that a majority of the incorporators are citizens of the United States, whereas section 9445 requires that they all be citizens of this state.
3. The articles set forth the desire to form a corporation not for profit under the General Corporation Act, whereas sections 8623-3 and 8623-97 provide that where the General Code makes special provisions for the filing of articles of incorporation of designated classes of corporations, such corporations shall be formed under such provisions and not under the General Corporation Act.
4. The purpose clause should set forth one or more of the purposes contained in section 9445.

I may also suggest that if the articles of incorporation and the constitution would be changed to definitely limit the membership of this association only to employes of the firm designated therein, then in my opinion it would be exempt

from the insurance law by reason of section 9491, General Code. See also section 9459.

I am herewith returning to you the articles of incorporation and the copy of the constitution which you have submitted to me.

Respectfully,

JOHN W. BRICKER,

*Attorney General.*

2284.

APPROVAL, EIGHT LEASES TO LAND IN LIBERTY TOWNSHIP, DELAWARE COUNTY, OHIO, TO BE USED AS STATE GAME REFUGES.

COLUMBUS, OHIO, February 14, 1934.

HON. WILLIAM H. REINHART, *Conservation Commissioner, Columbus, Ohio.*

DEAR SIR:—You have submitted for my examination and approval eight leases in duplicate, executed respectively by certain property owners in Liberty Township, Delaware County, Ohio, by which, for terms of five years each, there are leased to the State of Ohio the several tracts of land therein described, which tracts of land the Conservation Council is setting aside as state game refuges through you as Commissioner.

The several tracts of land covered by these leases are therein described respectively by metes and bounds, and these leases, designated with respect to their several numbers, the names of the lessors and the acreage of the several tracts demised, are:

Number of lease	Lessor	Acreage
2209	C. Adell Denison	4.64
2210	L. L. Denison	27¾
2211	L. L. Denison	51.29
2212	Clayton Patten	56
2213	Clara D. Taite	77
2214	Charles W. Denison	53
2215	J. O. Smith	17½
2216	Lonnis & Chas. W. Denison	100.09

These leases have been taken by the State, acting through you and the Conservation Council, under the authority of section 1435-1, General Code, which section likewise authorizes the setting aside of these lands as a place of refuge for game.

Upon examination of these leases and of the provisions therein contained, I find the same to be in conformity with section 1435-1 and other sections of the General Code relating to your authority and that of the Conservation Council with respect to matters of this kind. I likewise find, upon examination of these leases, that the same have been properly executed and acknowledged by the lessors as required by law with respect to leases for terms such as are here provided for. In this connection, it is noted that the notary public who took