

asked to ratify a pending proposal for the formation of a new government. The directors should also be empowered and directed to conduct a referendum of the membership in connection with the possible transfer of the land to a governmental entity at any other time they believe appropriate. Finally, a referendum should be required if a sufficient number of members request it on their own initiative. Because of the importance of a transfer of lands, perhaps two-thirds or some other extraordinary majority of the members should be required to approve it.

Consideration should also be given as to whether (and subject to what controls) the corporation should be empowered to sell, lease, exchange, mortgage or otherwise dispose of substantially all of its assets, 1/ or to distribute its assets following a voluntary dissolution. 2/ These are both voluntary procedures which would provide the corporation substantial flexibility in case, for example, it became necessary to achieve a fundamental reorganization. On the other hand, such procedures might be subject to abuse, and an effort should be made to reduce this possibility.

It would also be advisable to review whether provisions should be made for court-ordered and supervised liquidation or reorganization of the corporation where cor-

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1/ See D. C. Code §29-1046.

2/ See D. C. Code §§29-1047 to 29-1052.