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SC Court of Appeals

THE STATE OF SOUTH CAROLINA

IN THE SUPREME COURT

APPEAL FROM CHARLESTON COUNTY

COURT OF COMMON PLEAS

The Honorable Mikell Scarborough

Master-In-Equity

Supreme Court Case No: _____

Appellate Case No. 2025-000209

Civil Action No. 2023-CP-10-02883

Michele Graham……..……Petitioner

v.

Cooper River Love and Charity Society (1920) and Cooper River Love and Charity Society (2015), Appellants,

State of South Carolina…… Intervenor, Respondent

PETITION FOR WRIT OF CERTIORARI

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PRO SE PETITIONER

INTRODUCTION

Michele Graham petitions this Court for a writ of certiorari to review the Court of Appeals' May 15, 2025 order dismissing her appeal as interlocutory. This petition arises from the Attorney General's Office exceeding its authority by inserting itself into a private dispute, asserting control over private property without adjudicated standing or due process, and improperly interfering with the ministerial duties of the Secretary of State. The Court of Appeals' dismissal (1) misapprehended the legal effect of the trial court's rulings, (2) insulated substantive alterations of private property rights from review, and (3) disregarded the statutory guarantee of immediate appellate review under S.C. Code Ann. § 33-31-126(c).

Certiorari is necessary to clarify the bounds of the Attorney General's authority under the South Carolina Nonprofit Corporation Act. As this case demonstrates, courts and state agencies have been operating under untested assumptions about that authority. The case also presents novel questions concerning the classification of historical organizations incorporated more than a century ago under statutes different from those in effect today, and what role—if any—the Attorney General has with respect to such entities. This case illustrates the danger: if 100-year-old boilerplate language from the historic State Board of Public Welfare can be misread to transform a private mutual-aid society into a "public charity," then courts statewide need clear guidance on how to interpret incorporation records. Without such guidance, historic documents risk being used to create false assumptions of charitable status and to trigger the Attorney General's authority where none exists.

At the center of this appellate case is the master-in-equity's insertion of the terms "public charity" and "charitable interest" into the June and July 2024 orders concerning the historic Cooper River Love and Charity Society ("1920 Society"), despite the absence of any adjudicated finding that the Society was a public charity. This language materially altered the posture of the

case by transforming a private fraternal society into a purported public charity and converting its private lodge hall at 64 South Street, Charleston, SC into a "charitable asset" under the authority of the Attorney General without due process or evidentiary basis. The "public charity" and "charitable interest" language enabled the Attorney General to intervene in Ms. Graham's civil action, assert control over private property, and move to vacate a default judgment pertaining to 64 South Street. When Ms. Graham moved under Rule 60(b) to strike the unadjudicated language and affirm the 1920 Society's status as a mutual benefit organization, the trial court denied relief, and the Court of Appeals dismissed her appeal as interlocutory.

The appellate court's dismissal overlooks the fact that the master-in-equity's June and July orders had immediate legal effect: they extinguished private property rights in 64 South Street and effectively transferred those rights to the State. The dismissal also entrenches a contradictory stance: the master-in-equity's orders were deemed final enough to empower the Attorney General and strip private property rights, yet not final enough to permit appellate review. Such a result is both illogical and untenable. If left uncorrected, the Court of Appeals' decision establishes a precedent allowing the Attorney General to intervene in private disputes, reallocate property rights based on unadjudicated assumptions, and insulate such actions from review, thereby forcing litigants into costly litigation simply to reclaim rights that were improperly taken in the first place.

The second issue is the appellate court's disregard of S.C. Code Ann. § 33-31-126(c), which expressly authorizes immediate appeal of orders denying the right to amend or convert nonprofit articles of incorporation. Ms. Graham exercised this right under §§ 33-31-1001 through 1003 by submitting a conversion filing that fully complied with the requirements set forth in § 33-31-120. Yet, without any statutory basis, the Attorney General objected in correspondence to

the Secretary of State. The Secretary, despite a ministerial duty to file under § 33-31-125(d), deferred to that objection and refused to process the filing. By treating the matter as interlocutory, the Court of Appeals insulated both the Attorney General's interference and the Secretary of State's refusal from review, effectively nullifying the General Assembly's guarantee of immediate appellate oversight.

This Court's intervention is necessary to preserve due process protections against government overreach, safeguard statutory rights, and ensure that substance governs over form in determining appealability. Otherwise, private rights across the state will continue to be steamrolled under untested assumptions of authority, leaving state actors free to alter property rights without adjudication or appellate review. These issues are of statewide importance and raise substantial constitutional questions that warrant this Court's discretionary intervention under Rule 242(b), SCACR.

QUESTIONS PRESENTED

1. Whether the trial court's insertion of "public charity" and "charitable interest" in its orders effected a substantive alteration of rights, and whether the subsequent denial of Petitioner's Rule 60(b) motion rendered those labels final for purposes of immediate appellate review.
2. Did the Court of Appeals err in dismissing the appeal by ignoring Appellant's statutory right under S.C. Code Ann. § 33-31-126(c) to immediate appellate review of the denial of her petition to convert the 2023 Society's corporate form?
3. Whether state actors may alter private property rights and assert control over private organizations absent adjudicated standing or due process, while appellate review is withheld as "interlocutory."

STATEMENT OF THE CASE

I. Historical Background and Facts

In 1920, a small group of family members formed the Cooper River Love and Charity Society ("1920 Society"), which was incorporated on October 27, 1920, as an eleemosynary corporation with the stated purpose of "social intercourse among the members and to aid the members in sickness and distress" (App. 1-2). Ms. Graham's great-grandfather, the late Rev. John Baldwin, was an original member of the Society and founder of a branch known as the Sons and Daughters of Christian Band Society (App. 3-5). In 1944, the 1920 Society purchased the lot located at 64 South Street in Charleston and built a lodge hall for its members. Title to the property was conveyed to "Cooper River Love and Charity Society, its successors and assigns," without any restrictions or conditions limiting its use (App. 6).

In March 1975, the 1920 Society was administratively dissolved for nonpayment of a franchise tax then in effect (App.7). However, the Society continued to operate as an unincorporated association. As members aged and membership dwindled, the total amount of member dues taken in decreased. As a result, the Society's then-president, Ms. Alma Mack, decided to discontinue use of the 64 South Street building in 2006.

In 2015, Timothy Weber and two other individuals unaffiliated with the 1920 Society incorporated an entity under the identical name "Cooper River Love and Charity Society" ("2015 Society") with the South Carolina Secretary of State. Because the original 1920 Society had been administratively dissolved, its name was available for re-registration. In their incorporation documents, the 2015 incorporators listed 64 South Street as the principal office, thereby misrepresenting ownership of property that historically belonged to the 1920 Society.

In 2022, Ms. Graham discovered the circumstances surrounding 64 South Street and her family's historic connection to the 1920 Society. To preserve that legacy, she incorporated the "Cooper River Love and Charity Society Successor" ("2023 Society") and filed a petition for declaratory judgment with the court.

II. Procedural History

On June 14, 2023, Ms. Graham filed a petition for declaratory judgment with the Court of Common Pleas seeking the following declarations: (1) Ms. Graham's right to form a successor to the 1920 Society," (2) Designation of the 2023 Society, and (3) Declaring all claims of ownership of 64 South Street by the 2015 Society" as invalid.

On April 22, 2024, the circuit court granted all of Ms. Graham's requested relief in a default judgment following a hearing on February 29, 2024 (App. 8-10). The circuit court confirmed by email that all relief had been granted (App. 11). The matter was then referred to the master-in-equity solely to prepare a final order embodying the relief already granted and to execute a master's deed reflecting the designation of the 2023 Society as successor. There was no substantive issue for the master to decide, nor any authority to revisit or expand the issues already adjudicated. The master's role was limited to implementing the circuit court's judgment.[1]

The first status conference with the master-in-equity was held on June 24, 2024. During the conference, Ms. Graham informed the Court that all requested relief had been granted and that both an Order for Deed and a Master's Deed had been drafted, copies of which she handed

[1] Before moving to transfer the case to the master-in-equity, Ms. Graham filed a motion to dissolve the 2015 Society to prevent ongoing confusion between the original 1920 Society and the 2015 Society. However, because she was not a member or incorporator of that entity, she later recognized she lacked standing and sought to withdraw the motion. The master-in-equity declined withdrawal, stating he would retain the motion in case it might be relevant to any future investigation of that entity by the Attorney General.

to the Court. The Court then asked Ms. Graham about her intentions for the 64 South Street property, to which Ms. Graham responded that she intended to sell it at some point. The Court then stated that because the 1920 Society was a public charity, the AG's Office would need to be provided notice pursuant to S.C. Code Ann. § 33-31-1202(f). The Form 4 Order states as follows:

> This matter came before the Court for a status conference on Plaintiff's Petition for Declaratory Relief to establish her right to form a successor organization to the original Cooper River Love and Charity Society. Plaintiff has filed a Motion to Enforce Rights and Order Dissolution of Cooper River Love and Charity Society (2015). Because the Defendants are named as public charities, the South Carolina Attorney General's Office is to be given written notice of any transaction not in the usual and regular course of business and may give a written waiver pursuant to S.C. Code Ann. Section 33-31-1202(f). Accordingly, Plaintiff is authorized to notify the Attorney General's Office of the relief she seeks, in order to obtain a waiver. A virtual hearing is scheduled for Monday August 12, 2024 at 2:30 p.m. (App. 12-14).

What the master-in-equity did in that order was effectively reframe the entire case posture. Ms. Graham had a final order granting all relief she petitioned for. The substantive matters were already resolved, and the case was essentially over. Instead of treating the default judgment as final, the master-in-equity "reset" the posture and wrote as if Ms. Graham was now petitioning *afresh* for relief and as if the question of successorship and rights was still open for him to decide. The master-in-equity further introduced the idea that this was a "public charity" case, inserting § 33-31-1202(f) (notice to AG regarding charitable asset transactions) when there had never been an adjudication that the 1920 Society was a charity or that the property was a charitable asset. The practical effect of this order was that it rewrote the case into something it never was: a proceeding about charitable property disposition, rather than a declaratory judgment action about successorship of a private, member-focused mutual aid society. This is a serious jurisdictional and due process problem because the master-in-equity disregarded the procedural

history (default judgment), substituted a new frame (public charity regulation) and invited the Attorney General in the case as if this were a fresh charitable trust matter.

While the master-in-equity's labeling of the 1920 Society as a "public charity" was not based on any factual finding, Ms. Graham did not immediately contest the reference because the Society's incorporation paperwork—included as an exhibit in her filings—contained a document from the S.C. State Board of Public Welfare describing its work as "desirable for the public good." However, further research revealed that this language was a routine procedural requirement for all eleemosynary[2] organizations seeking incorporation at the time, not an actual designation of charitable status.

Following the status conference, Ms. Graham promptly contacted the Attorney General's Office to comply with the Court's order. The Attorney General had no prior awareness of the existence of the 1920 Society or the 64 South Street property until Ms. Graham herself provided information. As her research progressed, Ms. Graham discovered that the 1920 Society had never been classified as a public charity and immediately relayed this information to the Attorney General's Office, along with extensive historical documents and evidence demonstrating the Society's private, member-focused character.

On July 4, 2024, pursuant to S.C. Code Ann. § 33-31-1001(b), Ms. Graham formally notified the AG's Office of her intent to convert the 2023 Society to align with the mutual benefit structure of its predecessor, the 1920 Society[3] (App. 19). On July 22, 2024, the Attorney

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[2] In the 1920s the term "eleemosynary" encompassed a wide range of organizations, including private clubs. It was essentially a broad term to describe any not-for-profit undertaking.

[3] At the time of incorporating the 2023 Society, Ms. Graham was under the mistaken impression that the 1920 Society was legally classified as a public charity, due to the statement from the Board of Public Welfare. Therefore, Ms. Graham indicated in the incorporation paperwork that

General's Office sent a letter to Ms. Graham regarding the conversion stating that "it is our position that this conversion should be brought to the Court's attention in action number 2023-CP-10-0288 prior to becoming effective" and that the conversion should not proceed until then (App. 20-21). On the same day, the Attorney General's Office moved to intervene in the case, asserting authority under *parens patriae* and S.C. Code Ann. § 33-31-1202(f). (App. 22-25). Initially, the Attorney General's Office represented to Ms. Graham that its intervention would be limited to addressing the 2015 entity, which had falsely claimed ownership of the Society's property, and to answering any questions the Court might have regarding its dissolution.[4] Because the 2015 entity had been incorporated as a public benefit corporation (and therefore within the Attorney General's supervisory authority), Ms. Graham did not oppose intervention on that narrow ground.

On July 29, 2024, Ms. Graham obtained a copy of the 1920 Society's property tax exemption letter showing that the State had classified the organization under S.C. Code Ann. § 12-37-220(B)(12)[5], the statutory provision applicable to a "fraternal society, corporation, or association." (App. 26). That same day, Ms. Graham notified the master-in-equity of her intent to proceed with filing the amended Articles of Incorporation with the Secretary of State. The master's office acknowledged receipt of this correspondence and simply asked to be notified once the amended Articles had been filed (App. 27). Immediately after Ms. Graham notified the

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the 2023 Society would be a public benefit. However, once it was revealed that the 1920 Society was not a public charity, Ms. Graham sought conversion to align with its same structure.

[4] Ms. Graham memorialized her understanding of the Attorney General's limited role in an email correspondence to the Attorney General's Office dated July 23, 2024.

[5] In contrast to 12-37-220(B)(16)(a) The property of any religious, charitable, eleemosynary, educational, or literary society, corporation, trust, or other association

master-in-equity of her intent to proceed with the statutory conversion, the Attorney General's Office sent an email to the Secretary of State objecting to the filing of the amended Articles (App. 28). The Secretary of State's Office then notified Ms. Graham that it rejected the filing based on the Attorney General's objection (App. 29). When Ms. Graham inquired with the Attorney General's Office about the reason for blocking the conversion, the Office refused to engage and instead directed Ms. Graham to file motions with the Court (App. 30-31).

On August 5, 2024, Ms. Graham filed a motion with the master-in-equity titled *Motion to Affirm Plaintiff's Right to Convert Successor Organization from Public Benefit to Mutual Benefit Corporation in Accordance with the Structure of the Original Organization* (App. 32-41). The motion sought judicial recognition of Ms. Graham's right to amend its articles of incorporation pursuant to S.C. Code Ann. §§ 33-31-1001 through 1003 and to convert its corporate status to reflect the historical classification of the 1920 Society as a fraternal mutual benefit organization.

The second status conference was held on August 12, 2024. At that time, the master-in-equity acknowledged receipt of Ms. Graham's recent motion to convert and stated that the Court now needed to determine whether the 1920 Society was a mutual benefit corporation or a public benefit corporation (App. 46-47). The Court stated that it was setting a ninety-day discovery period, after which an evidentiary hearing would be held at the end of the year to determine the proper classification of the 1920 Society. Eighteen days later, on August 30, 2024, the Attorney General's Office filed a *Motion to Vacate and Suspend Operation of Order* based on the premise that the 1920 Society was a public charity, relying on the language inserted into the June 24, 2024 order to undo vested property rights (App. 48-63). In its supporting memorandum, the Attorney General sought to vacate the portion of the default judgment that designated the 2023 Society as the legal successor to the 1920 Society. The memorandum argued that the default

judgment had effectively conferred ownership of 64 South Street on the 2023 Society, and because the 1920 Society was a public charity holding its property in charitable trust, the Attorney General should have been notified. To support its position, the Attorney General cited statutes governing public charities and charitable trusts, even though no adjudication had ever established the 1920 Society as such. Also on August 30, the AG's Office filed a third-party complaint against the 2023 entity. The third-party complaint alleges escheatment, citing S.C. Code Ann. § 33-31-155(E)[6], and *ultra vires*, citing § 33-31-304(b)[7] (App. 77-85).

On September 3, 2024, Ms. Graham filed a Rule 60(b) motion to correct the erroneous June 24 and July 25 orders and to seek judicial affirmation that the 1920 Society operated as a mutual benefit (App. 86-93). On September 6, 2024, she filed a separate motion to hold the Attorney General's filings in abeyance pending resolution of the Rule 60(b) motion (App. 94-99). Also on September 6, 2024, Ms. Graham filed a motion for an expedited status conference with the master-in-equity. The motion sought to clarify the scope of the Attorney General's involvement and emphasized that the Attorney General was relying on the master's insertion of "public charity" as if it were an adjudicated finding regarding the 1920 Society in order to vacate the default judgment. Ms. Graham argued that no further proceedings should occur until the threshold issue—the proper classification of the 1920 Society—was resolved and warned that allowing the Attorney General's filings to proceed on unadjudicated assumptions would create procedural chaos, which is precisely what occurred.

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[6] § 33-31-155(E) became effective in 1997. The 1920 Society was administratively dissolved in 1975.

[7] The AG alleges that that Ms. Graham, as the supposed third party referenced in the statute, did not acquire rights.

On September 24, 2024, the prior circuit court judge granted the Attorney General's motion to vacate without hearing (App. 100-102). That same day, the master-in-equity denied Ms. Graham's motion for an expedited status conference (App. 103-105). The following day, September 25, 2024, the master-in-equity issued a Form 4 Order ruling that Ms. Graham's motion to hold the Attorney General's filings in abeyance was moot in light of the circuit court's order granting vacatur (App. 106-108). As a result, Ms. Graham was compelled to obtain counsel to respond to the third-party complaint on behalf of the 2023 Society. That complaint was premised entirely on the assumption that the 1920 Society had been incorporated as a public charity and governed by statutes enacted more than twenty years *after* its administrative dissolution. Ms. Graham was therefore forced to spend time and resources responding to a complaint that should never have been permitted to proceed. The order also set Ms. Graham's Rule 60(b) motion for hearing on November 18, 2024.

The next hearing was held on November 18, 2024, and the master-in-equity immediately denied Ms. Graham's Rule 60(b) motion without allowing Ms. Graham to present her arguments (App. 109-112). Regarding Ms. Graham's Rule 60(b) motion and her challenge to the Attorney General's legal standing, the master-in-equity ruled: "Those are both denied. Okay? They're in the case. And I think they have a right to be in the case, and so I'm going to deny that. Your Rule 60(b) motions are denied." (App. 112). At the same hearing, the master-in-equity denied all other pending motions, including: (1) the 2023 Society's Motion to Dismiss in lieu of an answer; (2) Ms. Graham's and the 2023 Society's joint motion for summary judgment, which sought entry of a final order consistent with the earlier default judgment and again requested amendment of the incorporation documents; and (3) Ms. Graham's supplemental memorandum and request for

judicial notice, which clarified facts and reasserted her right to amend the incorporation documents (App. 117-119). Ms. Graham timely appealed from the denial of these motions.

III. Appellate Court

On January 31, 2025, Ms. Graham and the 2023 Society filed a Notice of Appeal. On March 4, 2025, the Attorney General's Office moved to dismiss the appeal (App. 120-130). On March 14, 2025, Appellants filed their return in opposition to dismissal, providing a detailed analysis as to why the denial of the Rule 60(b) motion is appealable under S.C. Code Ann. §§ 14-3-330(1) and (2) and § 33-31-126(c), and arguing that the master-in-equity's June and July 2024 orders labeling the 1920 Society a "public charity" and granting the Attorney General intervention had immediate legal effect by extinguishing private property rights in 64 South Street, manufacturing standing where none existed, and foreclosing Ms. Graham's ability to obtain relief (App. 132-156). On May 15, 2025, the Court of Appeals dismissed the appeal as interlocutory without addressing any of the arguments Ms. Graham raised (App. 157-158).

On May 30, 2025, Appellants filed a petition for rehearing and suggestion for rehearing en banc (App. 159-170). On August 22, 2025, the Court of Appeals denied both (App. 173). Ms. Graham now seeks review by petition for writ of certiorari, challenging the denial of her Rule 60(b) motion and her statutory right to amend the incorporation documents.

ARGUMENT

I. The Court of Appeals Erred in Treating the Appeal as Interlocutory Because Denial of the Rule 60(b) Motion Cemented Unadjudicated "Public Charity" Language That Altered Substantive Rights in the 64 South Street Property, Making the Denial Immediately Reviewable on Appeal.

The master-in-equity's insertion of "public charity" and "charitable interest" into the June and July 2024 orders substantively altered the rights at issue in this case. The denial of Ms.

Graham's Rule 60(b) motion cemented those classifications, rendering them final for purposes of appellate review.

The alteration of rights is evident in the Attorney General's subsequent motion and supporting memorandum seeking to vacate the portion of the default judgment designating the 2023 Society as the 1920 Society's legal successor. Relying on the master's June and July orders, the Attorney General argued that the 64 South Street property was impressed with a "charitable character" and that, as a result, the Attorney General was entitled to participate in any proceedings affecting title to that property. The Attorney General further asserted that because the designation of the 2023 Society as successor had effectively vested title in that entity, the default judgment must be vacated.

The circuit court granted the Attorney General's motion, stripping the 2023 Society of title to 64 South Street. This outcome illustrates the concrete legal effect of the "public charity" and "charitable interest" language. Those untested labels transformed the 1920 Society from a private fraternal organization into a purported public charity, converting its lodge hall into a charitable asset subject to state control. The Attorney General's standing to intervene and challenge vested property rights depended entirely on this language. Because the Attorney General successfully used the June and July orders to alter property rights and divest title, those orders had the effect of altering substantive rights and conferring standing where none previously existed, making the denial of Rule 60(b) immediately reviewable. When Ms. Graham sought relief under Rule 60(b), the court refused to strike or correct the erroneous labels. That denial cemented the classification, granting the Attorney General standing that otherwise did not exist and affecting property rights that had already vested. At that point, the orders were final in substance, regardless of how they were styled.

By dismissing the appeal as interlocutory, the Court of Appeals insulated substantive alterations of property rights from review and created an untenable contradiction: the orders were final enough to empower the Attorney General and strip Ms. Graham of rights, yet not final enough to allow appellate review. That result highlights the need for certiorari. If the June and July orders did not finally determine the legal status of the 1920 Society, as the Attorney General argued in its motion to dismiss the appeal, then the Attorney General lacked standing to intervene in Ms. Graham's civil action under *parens patriae* and had no authority to vacate any judgment concerning 64 South Street. Yet the Attorney General was able to do both by relying on those orders, demonstrating precisely why the denial of Rule 60(b) is immediately appealable.

Further litigation is not the solution; it is the very problem. Treating this matter as interlocutory forces litigants into years of unnecessary and costly proceedings, compelled to disprove legally determinative language that should never have been inserted into orders in the first place. This procedural trap flips the burden of proof onto private parties and leaves their rights vulnerable to unchecked state overreach. If left unaddressed, the precedent invites courts to insulate such overreach from review, ensuring that no historic or private organization is safe from similar state interference.

II. The Court of Appeals Erred by Ignoring S.C. Code Ann. § 33-31-126(c), Which Guarantees Immediate Appellate Review of Orders Denying the Right to Convert a Nonprofit's Articles of Incorporation.

A. The Secretary of State's duty to file compliant documents is purely ministerial, and its refusal is immediately appealable under § 33-31-126(c).

S.C. Code Ann. § 33-31-125(a) provides that if a document delivered to the Secretary of State meets the statutory filing requirements of § 33-31-120, "the Secretary of State shall file it." Subsection (d) makes explicit that "the Secretary of State's duty to file documents under this section is ministerial." Therefore, once a document satisfies the statutory requirements, the

Secretary has no discretion to refuse or delay filing. Here, Ms. Graham submitted a compliant conversion filing pursuant to §§ 33-31-1001 through 1003. The Secretary of State nevertheless rejected the filing based solely on an objection from the Attorney General, who lacked statutory authority to block it. Nothing in § 33-31-125—or anywhere in the South Carolina Nonprofit Corporation Act—empowers the Attorney General to object to nonprofit filings or direct the Secretary's actions. That refusal, standing alone, is the type of denial the General Assembly made immediately appealable pursuant to § 33-31-126(c).

The issue of the right to conver was placed squarely before the master-in-equity through multiple filings: (1) Ms. Graham's "Motion to Affirm Plaintiff's Right to Convert Successor Organization from Public Benefit to Mutual Benefit Corporation in Accordance with the Structure of the Original Organization"; (2) her supplemental memorandum and the joint summary-judgment motion seeking entry of a final order consistent with the default judgment and recognizing the right to amend; and (3) her Rule 60(b) motion titled "Motion for Relief from June 24, 2024, and July 25, 2024 Orders Under Rule 60(b), SCRCP, and Affirmation of Cooper River Love and Charity Society (1920) as a Mutual Benefit Corporation." Each filing sought the same relief: (a) striking the unadjudicated "public charity" language, (b) affirming the Society's historic mutual-benefit status, and (c) recognizing the statutory right to convert the 2023 Society's articles accordingly. The master-in-equity denied them all.

Classification and conversion are inseparable, and the denials were final in substance. Conversion depended on classification. By denying the Rule 60(b) motion, which explicitly sought affirmation that the 1920 Society is a mutual benefit organization, the court foreclosed the very predicate for conversion. Likewise, by denying the conversion motion, the court rejected the statutory right itself. Although the master stated that an evidentiary hearing would occur in the

future, that could not undo what the orders already accomplished: they left the "public charity" label in place and refused to recognize the right to convert. In substance, nothing remained to be decided; the court had spoken.

These rulings cannot be brushed aside as "interlocutory" case management without nullifying the statute's guarantee of immediate appellate review. Section 33-31-126(c) was enacted to ensure that nonprofit conversion rights are not bogged down in drawn-out litigation or made dependent on agency discretion. Treating the denials here as non-final defeats that legislative protection—especially where, as here, the Secretary's ministerial duty was displaced by an unauthorized objection from the Attorney General. In the case of a public benefit corporation converting to a mutual benefit structure, the Attorney General is entitled to notice only (see Section 33-31-1001(b)); no statute confers approval authority on that office. If the Attorney General has a lawful basis to contest a conversion, the remedy is to seek injunctive relief supported by evidence, not to interfere with ministerial filings or to manufacture standing through procedural shortcuts. The actions of the Attorney General here represent improper attempts to expand authority at the expense of statutory rights.

B. This case illustrates how courts and agencies are deferring to untested assumptions about the Attorney General's authority, reinforcing why certiorari has statewide importance.

Ms. Graham's filing of the motion to convert, and the Attorney General's actions that necessitated it, exemplify how the Attorney General acted outside lawful authority while courts and state agencies assumed the Attorney General's Office held powers never granted to it. This case provides the Court with an opportunity to clarify the bounds of the Attorney General's authority and prevent such untested assumptions from becoming entrenched statewide.

The record in this case is filled with examples that demonstrate how unchecked assumptions about the Attorney General's authority distort both judicial and administrative processes: (1) the master-in-equity explicitly stated that the Attorney General was "in the case because I think they should be," reflecting personal assumption rather than any statutory or adjudicated basis; (2) the Secretary of State refused to process a compliant conversion filing—despite a purely ministerial duty to file—solely because the Attorney General objected, even though no statute authorizes such deference; (3) the Attorney General invoked § 33-31-170 to demand information from the newly-formed 2023 Society without any predicate showing of wrongdoing as required by the statute, effectively using the statute as a fishing license; (4) the master-in-equity asked the Attorney General's Office whether it objected to the prior order granting Ms. Graham full relief, as though the Office had authority to influence property rights never adjudicated as charitable; (5) in its filings, the Attorney General requested appointment of a receiver to sell the 64 South Street property and distribute proceeds to unrelated organizations—an audacious leap in authority untethered to law; and (6) the Attorney General invoked statutes never adjudicated to apply here—such as § 33-31-155(E), claiming exclusive authority to initiate escheatment of real property under that provision, even though that is the exclusive role of the Secretary of State as escheator. All of this was enabled by untested "public charity" and "charitable interest" language inserted into orders without evidentiary basis, illustrating how the Attorney General is actively testing the bounds of its authority.

These assumptions have already resulted in prolonged and unnecessary litigation, displacement of vested property rights, and erosion of statutory safeguards. Clarification by this Court is essential to prevent similar overreach statewide and to ensure courts and agencies act within actual statutory authority rather than presumed authority. Without certiorari, these

distortions will not only persist but will harden into precedent, with consequences extending far beyond this case.

III. Allowing the Attorney General to Alter Private Property Rights and Assert Control Over Private Organizations Absent Adjudicated Standing or Due Process, While Insulating Such Actions from Review as "Interlocutory," Is Unconstitutional and Untenable.

The Attorney General's Office exceeded its authority by intervening in a purely private dispute based solely on untested "public charity" language inserted into trial court orders. This Court has long recognized that the Attorney General may not intervene in private matters absent a clear and adjudicated public interest. The Court stated: "The Attorney General has no standing to intervene in grievances not affecting the public interest" *Langford v. McLeod*, 269 S.C. 466, 473, 238 S.E.2d 161, 164 (1977), citing 7 Am. Jur. 2d Attorney General § 12; 7 C.J.S. Attorney General § 8. Although Langford arose in the criminal context, the principle the Court articulates is broader: the Attorney General's authority extends only to the protection of public rights and interests, not to interference in private disputes. Accordingly, unless and until the 1920 Society is adjudicated to have operated as a public charity, the Attorney General lacks standing to intervene in, influence, or challenge the successorship of that organization.

Here, the Office expanded its reach into the internal affairs of a private fraternal society and sought to seize control over private property without any adjudicated standing to do so. This action was undertaken in violation of Rule 11(a), SCRCP, which requires "good ground" to support the filing of any pleading, motion, or other paper. Despite being presented with significant evidence that the 1920 Society functioned as a private fraternal organization, the Attorney General nonetheless intervened under *parens patriae*. The Office even acknowledged on the record that its own research had failed to establish that the 1920 Society was a public charity. That acknowledgment should have foreclosed any further reliance on *parens patriae*, yet

the Office pressed forward, entrenching itself in litigation and asserting control over property without lawful authority.

The due-process concerns here are stark: (1) the terms "public charity" and "charitable interest" were inserted into court orders without evidentiary support; (2) the Attorney General's motion to vacate was granted without a hearing; (3) the Attorney General's motion to vacate and third-party complaint were allowed to proceed despite Ms. Graham's motion to hold them in abeyance until the threshold classification issue was adjudicated to prevent prejudice; (4) Ms. Graham's request for an expedited status conference to clarify the scope of the Attorney General's involvement was denied; and (5) Ms. Graham was denied any meaningful opportunity to be heard on her Rule 60(b) motion. In effect, the Attorney General stripped property rights without submitting a single exhibit demonstrating authority to do so. By dismissing the appeal as interlocutory, the Court of Appeals entrenched a contradictory doctrine: state actors may rely on untested assumptions to divest citizens of property, while those citizens are barred from appellate review. That trap denies due process, violates constitutional protections for property, and leaves private litigants defenseless against unchecked government overreach.

CONCLUSION

This petition demonstrates why certiorari is urgently required. The Attorney General has exceeded the limits of lawful authority by intervening in a private dispute, manufacturing standing through unadjudicated "public charity" and "charitable interest" language in an attempt to take control of a valuable piece of private property, and improperly interfering with the Secretary of State's ministerial duties. The Court of Appeals' dismissal insulated these overreaches from review, leaving citizens vulnerable to state actors who can alter rights and

rewrite the posture of a case by inserting legally determinative terms into orders without evidence or adjudication.

As this case shows, courts and agencies have already begun deferring to the Attorney General's assumptions of authority, treating them as binding when no such authority exists in law. The result has been procedural chaos: Ms. Graham has been forced into prolonged litigation, compelled to disprove assumptions that should never have been introduced, while vested property rights in 64 South Street have been stripped away and a cloud cast upon its title—all without due process.

If left uncorrected, this precedent will embolden further overreach, permitting courts and agencies to expand the Attorney General's role by assumption rather than statute, flipping burdens of proof and depriving private litigants of immediate appellate review. These issues raise substantial constitutional concerns and matters of statewide importance that fall squarely within Rule 242(b), SCACR. Clarification from this Court is essential to preserve due process, safeguard statutory rights, and define the true bounds of the Attorney General's authority. Without it, South Carolinians will remain exposed to unchecked state interference in private property and private associations, which is an outcome the Constitution does not allow.

Respectfully submitted,

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PRO SE PETITIONER

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