

1977 S.C. Op. Atty. Gen. 142 (S.C.A.G.), 1977 S.C. Op. Atty. Gen. No. 77-184, 1977 WL 24526

Office of the Attorney General

State of South Carolina

Opinion No. 77-184

June 10, 1977

\*1 TO: Honorable Helen G. Youmans  
Clerk of Court  
Hampton County  
Hampton, South Carolina

QUESTION:

Are Managers, Assistant Managers, Credit Managers or Assistant Consumer Credit Officers proper officers to execute the satisfaction and cancellation of a real estate mortgage?

STATUTES AND CASES:

§ 45–61, Code of Laws of South Carolina (1962).

[Union Nat. Bank of Columbia v. Cook, et al.](#), 110 S.C. 99, 96 S.E. 484 (1918).

19 C.J.S. Corporations, § 1002.

DISCUSSION:

There exists no case law on the specific question of authority and powers of managers, etc., of corporations to execute satisfactions of real estate mortgages. 19 C.J.S. Corporations, § 1002 states that a general or managing agent, in the absence of special restrictions, has authority co-extensive with the powers of the board of directors of the corporation to bind the corporation by usual and necessary acts in the ordinary course of business. The term ‘manager’ implies that the affairs of the corporation have been committed to him. This does not apply to branch or local area managers nor to assistant managers, as their authority is necessarily limited and subject to the authority of their superiors.

Section 45–61, Code of Laws of South Carolina (1962) requires the mortgagee to enter satisfaction of the mortgage in the proper office on such mortgage.

[Union Nat. Bank of Columbia v. Cook, et al.](#), 110 S.C. 99, 96 S.E. 484 (1918) held that a mortgagee may enter satisfaction of a mortgage of real estate only when he is the owner and holder of the instrument at the time, and has received payment or satisfaction of the same.

The statute does not require that an officer of the company execute a satisfaction, but states that the mortgagee execute the cancellation.

By virtue of their being officers of the corporation, the President, Vice-President, Secretary or Treasurer would be the preferred representatives authorized to execute the cancellation. If the activities of the manager are within the apparent scope of the

business actually carried on by the company, C.J.S. suggests that those activities are authorized. Assistant Managers, Credit Managers, etc., appear to fall outside the scope of authority to execute satisfactions.

It is the opinion of this Office that since the Code in § 45-61, supra, requires that the mortgagee be the owner and holder of the instrument in order to cancel, those officers of the corporation, i.e., President, Vice-President, Secretary, Treasurer, would be the preferred authorities to execute the satisfaction.

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