1

## State of Misconsin 2017 - 2018 LEGISLATURE

LRBa1384/1 ARG:jld

## SENATE AMENDMENT 1, TO SENATE BILL 281

October 19, 2017 - Offered by Senator Testin.

2	${f 1.}$ Page 7, line 14: delete the material beginning with that line and ending with
3	page 8, line 20, and substitute:
4	"Section 9c. 185.47 (title) of the statutes is amended to read:
5	185.47 (title) Books Financial books and records; penalty for refusal to
6	produce.
7	<b>Section 9e.</b> 185.47 (1) of the statutes is renumbered 185.47 (1) (a) and
8	amended to read:
9	185.47 (1) (a) A cooperative shall keep correct and complete <u>financial</u> books and
10	records of account, and shall also keep, including minutes of the proceedings of
11	meetings of its members, board, and executive committee. The cooperative shall
12	keep at its principal office records of the names and addresses of all members and

At the locations indicated, amend the bill as follows:

stockholders with the amount of stock held by each, and of ownership of equity interests. At

- (b) 1. Except as provided in subds. 2. and 3. and par. (c), and subject to par. (d), at any reasonable time, any member or stockholder, or his or her agent or attorney, upon written notice stating the purposes thereof, delivered or sent to the cooperative at least one week in advance, may examine for a proper purpose any books or of the cooperative's records pertinent to the purpose specified in the notice.
- (c) The board may deny a request to examine <u>any financial</u> books <u>and or</u> records if the board determines that the purpose is not directly related to the <u>requester's</u> <u>interest as a member or stockholder in the</u> business or affairs of the cooperative <u>and</u> <u>or</u> is <u>otherwise</u> contrary to the best interests of the cooperative.

SECTION 9g. 185.47 (1) (b) 2. and 3. and (d) of the statutes are created to read: 185.47 (1) (b) 2. Except as provided in subd. 3. and par. (c), and subject to par. (d), at any reasonable time, any member or stockholder, or his or her agent or attorney, upon written notice stating the purposes thereof, delivered or sent to the cooperative at least one week in advance, may examine for a proper purpose any of the cooperative's financial books covering the current or preceding 5 fiscal years and that are pertinent to the purpose specified in the notice.

- 3. No person is entitled to examine any financial books or records under subd.

  1. or 2. if the cooperative is subject to any legal duty to preserve the confidentiality of, or protect the privacy of information contained in, the financial books or records.
- (d) The cooperative may condition examination of financial books or records on the member or stockholder reimbursing the cooperative for the reasonable costs to produce the financial books or records and make requested copies of them.

**SECTION 9i.** 185.47 (2) of the statutes is amended to read:

1

 $\mathbf{2}$ 

3

4

5

6

7

8

9

10

11

12

13

14

15

16

185.47 (2) In any proceedings, or upon petition for such purpose any court of record may, upon notice and after hearing at which proper cause is shown, and upon suitable terms, order any of the cooperative's <u>financial</u> books or records, and any other pertinent documents in its possession, or duly authenticated copies thereof, to be brought within this state. Such documents shall be kept at such place and for such time and purposes as the order designates. Any cooperative failing to comply with the order is subject to dissolution, and its directors and officers are liable for contempt of court.

**Section 9k.** 185.47 (3) of the statutes is amended to read:

185.47 (3) Subject to the time, notice and purpose <u>all</u> requirements of <u>and</u> <u>limitations specified in sub.</u> (1), a member or stockholder of a cooperative may examine the <u>financial</u> books and records of any other cooperative or other person that is a wholly owned subsidiary of the cooperative or in which the cooperative owns a controlling interest.".

**2.** Page 8, line 23: delete "books, <u>financial</u>" and substitute "<u>financial</u> books,".

(END)