

2003 DRAFTING REQUEST

Senate Amendment (SA-SB485)

Received: 03/02/2004

Received By: phurley

Wanted: As time permits

Identical to LRB:

For: Dale Schultz (608) 266-0703

By/Representing: jonathon

This file may be shown to any legislator: NO

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Subject: Bus. Assn. - corporations
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Pre Topic:

No specific pre topic given

Topic:

Non-profit corporations

Instructions:

See Attached

Drafting History:

<u>Vers.</u>	<u>Drafted</u>	<u>Reviewed</u>	<u>Typed</u>	<u>Proofed</u>	<u>Submitted</u>	<u>Jacketed</u>	<u>Required</u>
/1	phurley 03/02/2004	kgilfoy 03/02/2004	jfrantze 03/02/2004	_____	mbarman 03/02/2004	mbarman 03/02/2004	

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/1	phurley	1 - 3/2 Kmg	3	2			

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<END>

2003 SENATE BILL 485

February 24, 2004 - Introduced by Senator SCHULTZ, cosponsored by Representative MONTGOMERY. Referred to Committee on Labor, Small Business Development and Consumer Affairs.

1 **AN ACT** *to renumber* 181.0708 (1); *to renumber and amend* 181.0821 (1); *to*
2 *amend* 181.0820 (3) (a) 1.; and *to create* 181.0708 (1m) and 181.0821 (1m) of
3 the statutes; **relating to:** meetings of the board and members of nonprofit
4 corporations.

Analysis by the Legislative Reference Bureau

Under current law, members of a nonprofit corporation and their representatives may hold a meeting in person or via a telephone conference. Similarly, members of a nonprofit corporation and their representatives may settle issues by a vote held in person or by a written ballot, if certain procedural requirements are met to ensure accountability and fair representation.

This bill allows members of a nonprofit corporation and their representatives to hold meetings and settle issues via electronic communications or electronic ballot if requirements are met that ensure the same level of accountability and fair representation as under current law.

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

5 **SECTION 1.** 181.0708 (1) of the statutes is renumbered 181.0708 (1r).

6 **SECTION 2.** 181.0708 (1m) of the statutes is created to read:

SENATE BILL 485

1 181.0708 (1m) DEFINITION. In this section, "written ballot" includes a ballot
2 transmitted or received by electronic means.

3 **SECTION 3.** 181.0820 (3) (a) 1. of the statutes is amended to read:

4 181.0820 (3) (a) 1. All participating directors may simultaneously hear or read
5 each ~~other~~ other's communications during the meeting.

6 **SECTION 4.** 181.0821 (1) of the statutes is renumbered 181.0821 (1r) and
7 amended to read:

8 181.0821 (1r) METHOD. An action required or permitted to be taken at a board
9 meeting may be taken without a meeting if a consent in writing setting forth the
10 action is signed by all of the directors then in office. If the articles of incorporation
11 or bylaws so provide, an action required or permitted to be taken at a board meeting
12 may be taken by written action signed by two-thirds of the directors then in office.

13 **SECTION 5.** 181.0821 (1m) of the statutes is created to read:

14 181.0821 (1m) DEFINITIONS. In this section:

15 (a) "In writing" or "written" includes a communication that is transmitted or
16 received by electronic means.

17 (b) "Sign" includes executing an electronic signature.

18

(END)

Senate
ASSEMBLY AMENDMENT 1,
TO 2003 ASSEMBLY BILL ~~1800~~ 485
Senate

February 25, 2004 - Offered by Representative MONTGOMERY

- 1 At the locations indicated, amend the bill as follows:
- 2 **1.** Page 1, line 5: before that line insert:
- 3 **"SECTION 1g.** 181.0704 (1) of the statutes is renumbered 181.0704 (1r).
- 4 **SECTION 1m.** 181.0704 (1m) of the statutes is created to read:
- 5 181.0704 (1m) DEFINITIONS. In this section:
- 6 (a) "In writing" or "written" includes a communication that is transmitted or
- 7 received by electronic means.
- 8 (b) "Sign" includes executing an electronic signature.
- 9 **SECTION 1r.** 181.0704 (2) of the statutes is amended to read:
- 10 181.0704 (2) RECORD DATE. If not otherwise determined under s. 181.0160 or
- 11 181.0707, the record date for determining members entitled to take action without
- 12 a meeting is the date on which the first member signs the consent under sub. (1)
- 13 (1r)."

