

CHAPTER 48 — S.F.No. 379

An act relating to nonprofit corporations; requiring the articles of incorporation to contain a mailing address; amending Minnesota Statutes 1984, sections 317.02, by adding a subdivision; 317.08, subdivision 2; and 317.19, subdivision 2.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MINNESOTA:

Section 1. Minnesota Statutes 1984, section 317.02, is amended by adding a subdivision to read:

Subd. 13. ADDRESS. "Address" means mailing address. In the case of a registered office, the term means the office address, which shall not be a post office box.

Sec. 2. Minnesota Statutes 1984, section 317.08, subdivision 2, is amended to read:

Subd. 2. **REQUIRED PROVISIONS.** The articles of a corporation organized under this chapter shall state:

- (1) the name of the corporation;
- (2) the purpose of the corporation;
- (3) that the corporation does not afford pecuniary gain, incidentally or otherwise, to its members;
- (4) the period of duration of corporate existence, which may be perpetual;
- (5) the ~~location by city, town or other community,~~ address of its registered office in this state;
- (6) the name and address of each incorporator;
- (7) the number of directors constituting the first board of directors, the name and address of each such director, and the tenure in office of the first directors;
- (8) the extent of personal liability, if any, of members for corporate obligations and the methods of enforcement and collection;
- (9) whether the corporation has capital stock or not, and the aggregate number of shares, if any, which the corporation has authority to issue and the par value, if any, of each share; and
- (10) such other provisions as may be explicitly required for particular purposes by other sections of this chapter.

Sec. 3. Minnesota Statutes 1984, section 317.19, subdivision 2, is amended to read:

Changes or additions are indicated by underline, deletions by ~~strikeout~~.

Subd. 2. **CHANGE OF LOCATION.** When a corporation desires to change the location of its registered office, the corporation shall file with the secretary of state a certificate of change of location of registered office, stating the new location by city, town or other community address and effective date of the change, accompanied by the fees prescribed by section 317.67. When the certificate of change of location has been duly filed and the required fees paid, the board of directors may make the change without amending the articles.

Approved April 29, 1985

CHAPTER 49 — S.F.No. 437

An act relating to insurance; providing for the regulation of fraternal benefit societies; amending Minnesota Statutes 1984, section 61B.02, subdivision 1; proposing coding for new law as Minnesota Statutes, chapter 64B; repealing Minnesota Statutes 1984, sections 64A.01 to 64A.48.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MINNESOTA:

Section 1. [64B.01] FRATERNAL BENEFIT SOCIETIES.

Any incorporated society, order, or supreme lodge, without capital stock, including one exempted under section 38, subdivision 1, clause (2), whether incorporated or not, conducted solely for the benefit of its members and their beneficiaries and not for profit, operated on a lodge system with ritualistic form of work, having a representative form of government, and which provides benefits in accordance with this chapter, is hereby declared to be a fraternal benefit society.

Sec. 2. [64B.02] LODGE SYSTEM.

Subdivision 1. DEFINITION. A society is operating on the lodge system if it has a supreme governing body and subordinate lodges into which members are elected, initiated, or admitted in accordance with its laws, rules, and rituals. Subordinate lodges shall be required by the laws of the society to hold regular meetings at least once every three months in furtherance of the purposes of the society.

Subd. 2. CHILDREN'S LODGES. A society may, at its option, organize and operate lodges for children under the minimum age for adult membership. Membership and initiation in local lodges shall not be required of the children, nor shall they have a voice or vote in the management of the society.

Changes or additions are indicated by underline, deletions by ~~strikeout~~.