

Subd. 2. **CLAIMS REOPENED.** At any time within one year after articles of dissolution have been filed with the secretary of state pursuant to section ~~302A.733~~ 302A.727 or 25, subdivision 1, clause ~~(b)~~ ~~(e)~~ (2), or a decree of dissolution has been entered, a creditor or claimant who shows good cause for not having previously filed the claim may apply to a court in this state to allow a claim:

(a) Against the corporation to the extent of undistributed assets; or

(b) If the undistributed assets are not sufficient to satisfy the claim, against a shareholder, whose liability shall be limited to a portion of the claim that is equal to the portion of the distributions to shareholders in liquidation or dissolution received by the shareholder, but in no event may a shareholder's liability exceed the amount which that shareholder actually received in the dissolution.

Subd. 3. **CLAIMS PERMITTED OBLIGATIONS INCURRED DURING DISSOLUTION PROCEEDINGS.** All known contractual debts, obligations, and liabilities incurred during dissolution proceedings in the course of winding up the corporation's affairs shall be paid or provided for by the corporation before the distribution of assets to a shareholder. A person to whom this kind of debt, obligation, or liability is owed but not paid may pursue any remedy before the expiration of the applicable statute of limitations against the officers, and directors, and shareholders of the corporation before the expiration of the applicable statute of limitations who are responsible for, but who fail to cause the corporation to pay or make provision for payment of the debts, obligations, and liabilities or against shareholders to the extent permitted under section 302A.559. This subdivision does not apply to dissolution under the supervision or order of a court.

Sec. 28. **REPEALER.**

Minnesota Statutes 1990, sections 302A.729; 302A.730; and 302A.733, are repealed.

Presented to the governor May 2, 1991

Signed by the governor May 6, 1991, 3:29 p.m.

CHAPTER 50—H.F.No. 1105

An act relating to Ramsey county; providing for additional civil service certification of underrepresented groups; amending Minnesota Statutes 1990, section 383A.291, subdivision 2.

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

Section 1. Minnesota Statutes 1990, section 383A.291, subdivision 2, is amended to read:

New language is indicated by underline, deletions by ~~strikeout~~.

Subd. 2. **EXPANDED CERTIFICATION.** The personnel director shall expand the certification beyond the first five eligibles to contain ~~a member~~ two members of each of not more than three underrepresented protected groups, in highest ranking order, on determining that all of the following conditions are met:

(a) the vacancy to be filled occurs in a job classification which is underrepresented by one or more protected groups, based on affirmative action goals;

(b) the first five eligibles do not contain the name of a member of a protected group which is underrepresented for the job classification; and

(c) the protected group eligibles to be certified have achieved a minimum passing score on the competitive examination, if one has been given.

When several vacancies are to be filled from the same certification, the personnel director shall certify one additional member of each of not more than three underrepresented protected groups.

Sec. 2. LOCAL APPROVAL.

This act takes effect the day after the Ramsey county board complies with Minnesota Statutes, section 645.021, subdivision 3.

Presented to the governor May 2, 1991

Signed by the governor May 6, 1991, 3:26 p.m.

CHAPTER 51—H.F.No. 983

An act relating to Ramsey county; changing Ramsey county special laws to make them consistent with the county home rule charter; amending Minnesota Statutes 1990, sections 383A.06, subdivision 2; 383A.16, subdivision 4; 383A.20, subdivision 10; 383A.32, subdivision 1; and 383A.50, subdivision 4; repealing Minnesota Statutes 1990, sections 383A.04; 383A.06, subdivision 3; 383A.07, subdivisions 6, 15, and 20; 383A.16, subdivision 5; 383A.20, subdivisions 1, 6 to 9, and 11; 383A.23, subdivision 1; 383A.24; 383A.25; 383A.45; 383A.46; 383A.48; 383A.49; and 383A.50, subdivisions 1 and 3.

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

Section 1. Minnesota Statutes 1990, section 383A.06, subdivision 2, is amended to read:

Subd. 2. **BORROWING.** (a) **AUTHORITY.** Ramsey county is granted authority to borrow funds and pledge the credit of the county for repayment of the funds for the support of the poor; the governing body of Ramsey county may issue bonds or other evidences of indebtedness to pay therefor when authorized

New language is indicated by underline, deletions by ~~strikeout~~.