

MINNESOTA STATUTES 1979 SUPPLEMENT

308.11 COOPERATIVE ASSOCIATIONS

tary and a treasurer, who need not be directors or stockholders. The offices of secretary and treasurer may be combined and when combined the person filling the office shall be termed secretary-treasurer. If the bylaws provide, the board of directors may also elect from their number a chairman and one or more vice-chairmen, in which case the president and vice-presidents need not be directors or stockholders. The board of directors may also elect additional officers as the articles or bylaws may authorize or require, and unless otherwise required by the articles or bylaws, the additional officers need not be directors or stockholders. The stockholders shall have the power, at any regular or special stockholders' meeting regularly called in the manner above provided, to remove a director or officer for cause and to fill the vacancy caused by the removal.

[1979 c 33 s 1]

CHAPTER 319A. PROFESSIONAL CORPORATIONS ACT

Sec.		Sec.	
319A.02	Definitions.	319A.15	Merger; consolidation.
319A.12	Changes in corporate status.	319A.16	Officers; directors.

319A.02 Definitions.

[For text of subd 1, see M.S.1978]

Subd. 2. "Professional service" means personal service rendered by a professional pursuant to a license or certificate issued to him by the state of Minnesota to practice medicine and surgery pursuant to sections 147.01 to 147.29, chiropractic pursuant to sections 148.01 to 148.101, nursing pursuant to sections 148.171 to 148.285, optometry pursuant to sections 148.52 to 148.62, psychology pursuant to sections 148.88 to 148.98, dentistry pursuant to sections 150A.01 to 150A.12, pharmacy pursuant to sections 151.01 to 151.40, podiatry pursuant to sections 153.01 to 153.15, veterinary medicine pursuant to sections 156.001 to 156.14, architecture, engineering, surveying and landscape architecture pursuant to sections 326.02 to 326.15, accountancy pursuant to sections 326.17 to 326.23, or law pursuant to sections 481.01 to 481.17, or pursuant to a license or certificate issued to him by another state pursuant to similar laws.

[For text of subs 3 to 6, see M.S.1978]

[1979 c 21 s 1]

319A.12 Changes in corporate status.

[For text of subd 1, see M.S.1978]

Subd. 1a. A professional corporation may at any time by amendment to its articles of incorporation relinquish the powers and privileges conferred upon it by this chapter and elect to be governed thereafter solely by the provisions of either chapter 301 or 317. Notwithstanding any provision of this chapter, the representative of a deceased or incompetent shareholder of a professional corporation shall have authority to vote the deceased or incompetent shareholder's shares on the question of adopting such an amendment.

[For text of subs 2 and 3, see M.S.1978]

[1979 c 21 s 2]

319A.15 Merger; consolidation.

No professional corporation shall merge or consolidate with any other corporation unless the surviving or new corporation is a professional corporation or a foreign professional corporation which complies with all requirements of sections 319A.01 to 319A.22.

[1979 c 21 s 3]

MINNESOTA STATUTES 1979 SUPPLEMENT

REGULATION OF MANUFACTURES AND SALES 325.933

319A.16 Officers; directors.

Except as otherwise provided by this section, every director and every officer of a professional corporation shall be a professional licensed to render professional service of a type the corporation is authorized to render. If the articles of incorporation or the by-laws so provide, the secretary, the treasurer, and any assistants to either of them, need not be professionals. If the professional corporation organizes pursuant to chapter 317, a majority of its board of directors need not be professionals.

[1979 c 21 s 4]

CHAPTER 325. REGULATION OF MANUFACTURES AND SALES

Sec.		Sec.	
325.45	Repealed.	325.933	Definitions.
325.46	Repealed.	325.989	Enforcement; penalties.
325.47	Repealed.		
325.767	Service for handicapped at gasoline stations.		

325.45 [Repealed, 1979 c 129 s 4]

325.46 [Repealed, 1979 c 129 s 4]

325.47 [Repealed, 1979 c 129 s 4]

325.767 Service for handicapped at gasoline stations.

All gasoline service stations which offer both full service and self-service gasoline dispensing operations shall provide an attendant to dispense gasoline at the self-service price into vehicles bearing handicapped plates or a handicapped parking certificate issued pursuant to section 168.021.

[1979 c 160 s 1]

325.933 Definitions.

[For text of subd 1, see M.S.1978]

Subd. 2. "Home solicitation sale" means a sale of goods or services, by a seller who regularly engages in transactions of the same kind, purchased primarily for personal, family or household purposes, and not for agricultural purposes, with a purchase price of more than \$25, in which the seller or a person acting for him personally solicits the sale, and when the buyer's agreement or offer to purchase is made at a place other than the place of business of the seller, except as otherwise provided in this subdivision. It does not include:

(a) a sale made pursuant to prior negotiations in the course of a visit by the buyer to a retail business establishment having a fixed permanent location where the goods are exhibited or the services are offered for sale on a continuing basis; or

(b) a sale in which the buyer has initiated the contact and the goods or services are needed to meet a bona fide immediate personal emergency of the buyer and the buyer furnishes the seller with a separate dated and signed statement not furnished by the seller describing the situation requiring immediate remedy and expressly acknowledging and waiving the right to cancel the sale. This exclusion shall only apply where (i) the seller in good faith makes a substantial beginning of performance of the contract before the buyer gives notice of cancellation, and, (ii) in the case of goods, the goods cannot be returned to the seller in substantially as good condition as when received by the buyer; or

(c) a sale in which the buyer has initiated the contact and specifically requested the seller to visit his home for the purpose of repairing or performing maintenance upon the buyer's property. If in the course of such a visit, the seller sells the buyer the right to receive additional services or goods other than replacement parts necessarily used in performing the maintenance or in making the repairs, the sale of those additional goods or services would not fall within this exclusion; or

(d) a sale in which the buyer has initiated the contact either by oral, telephone, or written request (other than on a form provided by the seller), and requested the seller to