

# Enrolled House Bill 2087

Ordered printed by the Speaker pursuant to House Rule 12.00A (5). Pre-session filed (at the request of Secretary of State Bill Bradbury)

CHAPTER .....

AN ACT

Relating to nonprofit corporations that maintain historic cemeteries; creating new provisions; and amending ORS 56.140 and 65.787.

**Be It Enacted by the People of the State of Oregon:**

**SECTION 1.** ORS 56.140 is amended to read:

56.140. (1) **Except as provided in ORS 65.787 (6)**, the Secretary of State shall collect a nonrefundable fee of \$50 for each document delivered for filing to the Secretary of State as part of the secretary's business registry functions described in ORS 56.022.

(2) The Secretary of State by rule may establish fees, in addition to those provided for in subsection (1) of this section, for:

(a) Copying any public record maintained by the secretary and relating to the secretary's business registry functions, and for certifying the copy; and

(b) Certifying to other facts of record, including certificates of existence, relating to the secretary's business registry functions.

(3) The Secretary of State shall collect a nonrefundable fee of \$20 each time process is served on the Secretary of State and the process relates to the secretary's business registry functions.

(4) The Secretary of State may waive collection of any fee, charge or interest, or portion of a fee, charge or interest, that is collectible by the Secretary of State as part of the secretary's business registry functions.

(5) The Secretary of State by rule shall establish and collect reasonable fees for the following services relating to the secretary's business registry functions:

(a) Computer generated lists on electronic data processing media.

(b) Terminal access to the files of the office.

(c) Microfilm records of the files of the office.

(d) Microfilm processing and development services.

(e) Copies of the programs and files on paper or electronic data processing media.

**SECTION 2.** ORS 65.787 is amended to read:

65.787. (1) Each domestic corporation, and each foreign corporation authorized to transact business in this state, shall by its anniversary deliver to the Office of the Secretary of State for filing an annual report that sets forth:

(a) The name of the corporation and the state or country under whose law it is incorporated;

(b) The street address of the registered office and the name of the registered agent at that office in this state;

(c) If the registered agent is changed, that the new registered agent has consented to the appointment;

(d) The address including street and number and mailing address if different from its principal office;

(e) The names and addresses of the president and secretary of the corporation;

(f) A brief description of the nature of the activities of the corporation;

(g) Whether or not it has members;

(h) If it is a domestic corporation, whether it is a public benefit, mutual benefit or religious corporation;

(i) If it is a foreign corporation, whether it would be public benefit, mutual benefit or religious corporation had it been incorporated in this state; and

(j) Additional identifying information that the Secretary of State may require by rule.

(2) The information contained on the annual report shall be current as of 30 days before the anniversary of the corporation.

(3) The Secretary of State shall mail the annual report form to any address shown for the corporation in the current records of the office. The failure of the corporation to receive the annual report form from the Secretary of State shall not relieve the corporation of its duty to deliver an annual report to the office as required by this section.

(4) If an annual report does not contain the information required by this section, the Secretary of State shall promptly notify the reporting domestic or foreign corporation in writing and return the report to it for correction. The domestic or foreign corporation must correct the error within 45 days after the Secretary of State gives such notice.

(5) A domestic or foreign corporation may deliver to the Office of the Secretary of State for filing an amendment to the annual report if a change in the information set forth in the annual report occurs after the report is delivered to the Office of the Secretary of State for filing and before the next anniversary. This subsection applies only to a change that is not required to be made by an amendment to the articles of incorporation. The amendment to the annual report must set forth:

(a) The name of the corporation as shown on the records of the Office of the Secretary of State; and

(b) The information as changed.

**(6) The Secretary of State may not charge a nonprofit corporation a fee to file an annual report under ORS 56.140 if the nonprofit corporation provides evidence to the Secretary of State that:**

**(a) The purpose of the nonprofit corporation as set forth in the articles of incorporation is to maintain a historic cemetery; and**

**(b) The historic cemetery that the nonprofit corporation maintains is listed with the Oregon Commission on Historic Cemeteries under ORS 97.782.**

**SECTION 3. The amendments to ORS 56.140 and 65.787 by sections 1 and 2 of this 2009 Act apply to nonprofit corporations whose purpose on or after the effective date of this 2009 Act is to maintain a historic cemetery listed with the Oregon Commission on Historic Cemeteries under ORS 97.782.**

**Passed by House March 11, 2009**

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Chief Clerk of House

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Speaker of House

**Passed by Senate May 11, 2009**

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President of Senate

**Received by Governor:**

.....M,....., 2009

**Approved:**

.....M,....., 2009

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Governor

**Filed in Office of Secretary of State:**

.....M,....., 2009

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Secretary of State