

# 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)

## SUMMARY

The following summary is not prepared by the sponsors of the measure and is not a part of the body thereof subject to consideration by the Legislative Assembly. It is an editor's brief statement of the essential features of the measure **as introduced**.

Prohibits Secretary of State from charging fee to file annual report from nonprofit corporation if purpose of nonprofit corporation as set out in articles of incorporation is to maintain historic cemetery. Requires nonprofit corporation to provide evidence to Secretary of State of nonprofit corporation's purpose and that cemetery is listed with Oregon Commission on Historic Cemeteries.

## A BILL FOR AN ACT

1  
2 Relating to nonprofit corporations that maintain historic cemeteries; creating new provisions; and  
3 amending ORS 56.140 and 65.787.

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

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

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

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

11 (a) Copying any public record maintained by the secretary and relating to the secretary's busi-  
12 ness registry functions, and for certifying the copy; and

13 (b) Certifying to other facts of record, including certificates of existence, relating to the secre-  
14 tary's business registry functions.

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

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

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

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

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

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

25 (d) Microfilm processing and development services.

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

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

28 65.787. (1) Each domestic corporation, and each foreign corporation authorized to transact  
29 business in this state, shall by its anniversary deliver to the Office of the Secretary of State for  
30 filing an annual report that sets forth:

**NOTE:** Matter in **boldfaced** type in an amended section is new; matter [*italic and bracketed*] is existing law to be omitted. New sections are in **boldfaced** type.

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

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

4 (c) If the registered agent is changed, that the new registered agent has consented to the ap-  
5 pointment;

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

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

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

10 (g) Whether or not it has members;

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

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

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

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

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

22 (4) If an annual report does not contain the information required by this section, the Secretary  
23 of State shall promptly notify the reporting domestic or foreign corporation in writing and return  
24 the report to it for correction. The domestic or foreign corporation must correct the error within  
25 45 days after the Secretary of State gives such notice.

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

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

33 (b) The information as changed.

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

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

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

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