

# One Hundred Fifth Legislature - First Session - 2017

## Introducer's Statement of Intent

### LB35

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**Chairperson: Senator Brett Lindstrom**

**Committee: Banking, Commerce and Insurance**

**Date of Hearing: January 24, 2017**

The following constitutes the reasons for this bill and the purposes which are sought to be accomplished thereby:

Legislative Bill 35 would amend various sections of the Nebraska Model Business Corporation Act based on recent updates to the ABA Model Business Corporation Act as adopted by the Committee on Corporate Laws of the Section of Business Law of the American Bar Association. The ABA Committee updates to the Model Act cover the following:

1. Amendments to provide for judicial review of corporate elections, shareholder votes, and other corporate governance disputes (sections 1 and 11);
2. Amendments to update definitions of "shareholder," "record shareholder," and "beneficial shareholder," and amendments to revise usage of those terms throughout the act (sections 2, 5, 6, 8, 11 to 13, 19, 21 to 24, and 26);
3. Amendments relating to business opportunities (sections 3, 4, 15, 18, and 20);
4. Amendments relating to proxies (section 7);
5. Amendments relating to inspectors of elections in the shareholder voting process (sections 7, 9 to 11, and 19);
6. Amendments relating to qualifications for directors and nominees for directors (section 14);
7. Amendments relating to advances for expenses (sections 16 and 17); and
8. Amendments relating to election to purchase in lieu of dissolution (section 25).

**Principal Introducer:** \_\_\_\_\_

Senator Burke Harr