



Mr. Speaker: I am instructed by the Senate to inform the House of Representatives that the Senate has taken up and passed

SS SCS HCS HB 959

entitled:

AN ACT

To repeal sections 347.048 and 407.825, RSMo, and to enact in lieu thereof three new sections relating to regulation of certain business organizations.

With SA 1

In which the concurrence of the House is respectfully requested.

Respectfully,

Adriane D. Crouse
Secretary of the Senate

REC'D
MAY 17 2019
CHIEF CLERK
MAY 17 2019

SENATE AMENDMENT NO. 1Offered by LUETKEMEYER of 34THAmend SS/SCS/HCS/House Bill No. 959, Page 2, Section 347.048, Line 20

2 of said page, by inserting after all of said line the following:

3 "351.360. 1. Every corporation organized under this
4 chapter shall have a president and a secretary, who shall be
5 chosen by the directors, and such other officers and agents as
6 shall be prescribed by the bylaws of the corporation. Unless the
7 articles of incorporation or bylaws otherwise provide, any two or
8 more offices may be held by the same person and the offices of
9 president, chief executive officer, and chairman of the board of
10 directors may each be held by different persons.

11 2. All officers and agents of the corporation, as between
12 themselves and the corporation, shall have such authority and
13 perform such duties in the management of the property and affairs
14 of the corporation as may be provided in the bylaws, or, in the
15 absence of such provision, as may be determined by resolution of
16 the board of directors.

17 3. Any act required or permitted by any of the provisions
18 of this chapter to be done by the president of the corporation
19 may be done instead by the chairman of the board of directors, if
20 any, of the corporation if the chairman of the board has
21 previously been designated by the board of directors or in the
22 bylaws to be the chief executive officer of the corporation, or
23 to have the powers of the chief executive officer coextensively
24 with the president, and such designation has been filed in

Offered 5/17/19
Adopted " "

1 writing with the secretary of state and such notice attested to
2 by the secretary of the corporation."; and
3 Further amend the title and enacting clause accordingly.

