

# HOUSE BILL NO. 6312

October 14, 2020, Introduced by Reps. Koleszar, Greig, Ellison, Sowerby, Hood, Bolden, Pohutsky, Kuppa, Chirkun, Vaupel, Brixie, Sheppard and Hoadley and referred to the Committee on Government Operations.

A bill to amend 1972 PA 284, entitled  
"Business corporation act,"  
by amending section 911 (MCL 450.1911), as amended by 2012 PA 569.

## THE PEOPLE OF THE STATE OF MICHIGAN ENACT:

1           Sec. 911. (1) A domestic corporation and each foreign  
2 corporation subject to chapter 10 shall file a report with the  
3 administrator no later than May 15 of each year. The report ~~shall~~  
4 **must** be on a form approved by the administrator, signed by an  
5 authorized officer or agent of the corporation, and contain all of



1 the following information:

2 (a) The name of the corporation.

3 (b) The name of ~~its~~**the corporation's** resident agent and  
4 address of its registered office in this state.

5 (c) The names and addresses of ~~its~~**the corporation's**  
6 president, secretary, treasurer, and directors.

7 (d) ~~General~~**The general** nature and kind of business in which  
8 the corporation is engaged.

9 (e) For each foreign corporation authorized to transact  
10 business in this state, the total number of authorized shares and  
11 the most recent percentage used in computation of the tax required  
12 by the Michigan business tax act, 2007 PA 36, MCL 208.1101 to  
13 208.1601.

14 (f) For each professional corporation, the names and addresses  
15 of its shareholders and a certification that both of the following  
16 are met:

17 (i) Each shareholder is a licensed person in 1 or more of the  
18 professional services provided by the professional corporation.

19 (ii) The corporation meets the other requirements of chapter  
20 2A.

21 **(2) A corporation that is a benefit corporation shall include**  
22 **the annual benefit report that is required under section 961 with**  
23 **its report under subsection (1).**

24 **(3) ~~(2)~~A corporation that is** formed or authorized to do  
25 business on or after January 1 and before May 16 of a calendar year  
26 is not required to file the report described in subsection (1) for  
27 that calendar year.

28 **(4) ~~(3)~~If** there are no changes in the information provided in  
29 the last filed report required under subsection (1), the



1 corporation may file a report that certifies to the administrator  
 2 that no changes in the required information have occurred since the  
 3 last filed report. A report filed under this subsection ~~shall~~**must**  
 4 be on a form approved by the administrator and filed no later than  
 5 the date required under **this** section. ~~911-A corporation that is a~~  
 6 **benefit corporation that files a report under this subsection shall**  
 7 **include the annual benefit report that is required under section**  
 8 **961 with that report.**

9 Enacting section 1. This amendatory act takes effect 90 days  
 10 after the date it is enacted into law.

11 Enacting section 2. This amendatory act does not take effect  
 12 unless all of the following bills of the 100th Legislature are  
 13 enacted into law:

14 (a) Senate Bill No. \_\_\_\_ or House Bill No. 6309(request no.  
 15 00862'19).

16 (b) Senate Bill No. \_\_\_\_ or House Bill No. 6311(request no.  
 17 00863'19).

18 (c) Senate Bill No. \_\_\_\_ or House Bill No. 6310(request no.  
 19 00865'19).

