

Senate File 579

S-3160

1 Amend Senate File 579 as follows:

2 1. By striking page 41, line 25, through page 42, line 1,
3 and inserting:

4 <Sec. ____ . NEW SECTION. **490.209 Foreign-trade zone**
5 **corporation.**

6 A domestic corporation may be incorporated or organized
7 under the laws of this state, and a foreign corporation may be
8 registered or authorized to transact business in this state,
9 for the purpose of establishing, operating, and maintaining
10 a foreign-trade zone as defined in 19 U.S.C. §81(a). The
11 domestic or foreign corporation must maintain its principal
12 place of business in this state. The domestic or foreign
13 corporation described in this section has all powers necessary
14 or convenient for applying for a grant of authority to
15 establish, operate, and maintain a foreign-trade zone under
16 19 U.S.C. §81(a) et seq., and regulations promulgated under
17 that law, and for establishing, operating, and maintaining a
18 foreign-trade zone pursuant to that grant of authority.>

19 2. Page 131, by striking lines 22 through 24 and inserting:

20 <Sec. ____ . NEW SECTION. **490.901A Subchapter definitions.**>

21 3. Page 246, by striking lines 14 and 15 and inserting:

22 <Sec. ____ . NEW SECTION. **490.1802 Application to existing**
23 **foreign corporations.**>

24 4. Page 247, by striking lines 12 through 18 and inserting:

25 <a. Section 490.135, as amended by this division of this
26 Act, to section 490.130.

27 b. Section 490.833, as amended by this division of this Act,
28 to section 490.832.

29 c. Section 490.629 to section 490.628.

30 d. Section 490.901A, as enacted in this division of this
31 Act, to section 490.901.

32 e. Section 490.1622, as amended by this division of this
33 Act, to section 490.1621.>

34 5. By striking page 258, line 34, through page 260, line 16,
35 and inserting:

1 <Sec. _____. Section 501.303, Code 2021, is amended by adding
2 the following new subsection:

3 NEW SUBSECTION. 3. The board may hold the meeting solely
4 by means of remote communication in accordance with section
5 501.303A and in that case the notice shall describe how members
6 may participate in the meeting.

7 Sec. _____. NEW SECTION. 501.303A **Remote participation in**
8 **meetings of members.**

9 1. Members of any class or series may participate in
10 any meeting of members by means of remote communication to
11 the extent the board authorizes such participation for such
12 class or series. Participation as a member by means of
13 remote communication shall be subject to such guidelines and
14 procedures as the board adopts, and shall be in conformity with
15 subsection 2.

16 2. Members participating in a meeting of members by means of
17 remote communication shall be deemed present and may vote at
18 such a meeting if the cooperative has implemented reasonable
19 measures to do all of the following:

20 a. Verify that each person participating remotely as a
21 member is a member.

22 b. Provide such members a reasonable opportunity to
23 participate in the meeting and to vote on matters submitted
24 to the members, including an opportunity to communicate, and
25 to read or hear the proceedings of the meeting, substantially
26 concurrently with such proceedings.

27 3. Unless the bylaws require the meeting of members to be
28 held at a place, the board may determine that any meeting of
29 members shall not be held at any place and shall instead be
30 held solely by means of remote communication, but only if the
31 cooperative implements the measures specified in subsection 2.

32 Sec. _____. Section 501A.807, subsections 2 and 3, Code 2021,
33 are amended to read as follows:

34 2. *Members' meetings held solely by means of remote*
35 *communication.* To the extent authorized in the articles, a

1 member control agreement, ~~or~~ the bylaws, or a board resolution,
2 and determined by the board, a regular or special meeting of
3 members may be held solely by any combination of means of
4 remote communication through which the members may participate
5 in the meeting, if notice of the meeting is given to every
6 owner of membership interests entitled to vote as would be
7 required by **this chapter** for a meeting, and if the membership
8 interests held by the members participating in the meeting
9 would be sufficient to constitute a quorum at a meeting.
10 Participation by a member by that means constitutes presence at
11 the meeting in person or by proxy if all the other requirements
12 of **this chapter** for the meeting are met.

13 3. *Participation in members' meetings by means of remote*
14 *communication.* To the extent authorized in the articles, ~~or~~
15 the bylaws, or a board resolution, and determined by the board,
16 a member not physically present in person or by proxy at a
17 regular or special meeting of members may, by means of remote
18 communication, participate in a meeting of members held at a
19 designated place. Participation by a member by that means
20 constitutes presence at the meeting in person or by proxy if
21 all the other requirements of **this chapter** for the meeting are
22 met.>

23 6. Page 261, after line 31 by inserting:

24 <PART ____
25 EFFECTIVE DATE>

26 7. Page 267, after line 10 by inserting:

27 <DIVISION ____
28 FOREIGN-TRADE ZONE CORPORATIONS

29 Sec. ____ . Section 490.901, Code 2021, is amended to read as
30 follows:

31 **490.901 Foreign-trade zone corporation.**

32 1. A domestic corporation may be incorporated or organized
33 under the laws of this state, and a foreign corporation may be
34 authorized or registered to transact business in this state,
35 for the purpose of establishing, operating, and maintaining

1 a foreign-trade zone as defined in 19 U.S.C. §81(a). The
2 domestic or foreign corporation must maintain its principal
3 place of business in this state. A The domestic or foreign
4 corporation organized for the purposes set forth in this
5 section described in this section has all powers necessary or
6 convenient for applying for a grant of authority to establish,
7 operate, and maintain a foreign-trade zone under 19 U.S.C.
8 §81(a) et seq., and regulations promulgated under that law, and
9 for establishing, operating, and maintaining a foreign-trade
10 zone pursuant to that grant of authority.

11 2. This section is repealed on January 1, 2022.

12 Sec. _____. Section 491.36, Code 2021, is amended to read as
13 follows:

14 **491.36 Foreign-trade zone corporation.**

15 A domestic corporation may be incorporated or organized
16 under the laws of this state, and a foreign corporation may be
17 authorized or registered to transact business in this state,
18 for the purpose of establishing, operating, and maintaining a
19 foreign-trade zone as defined in 19 U.S.C. §81a. The domestic
20 or foreign corporation must maintain its principal place of
21 business in this state. A The domestic or foreign corporation
22 ~~organized for the purposes set forth in this section described~~
23 in this section has all powers necessary or convenient for
24 applying for a grant of authority to establish, operate, and
25 maintain a foreign-trade zone under the provisions of 19
26 U.S.C. §81a, et seq., and rules promulgated ~~thereunder~~ under
27 that law, and for establishing, operating, and maintaining a
28 foreign-trade zone pursuant to that grant of authority.

29 Sec. _____. NEW SECTION. 504.208 Foreign-trade zone
30 corporation.

31 A domestic corporation may be incorporated or organized
32 under the laws of this state, and a foreign corporation may be
33 authorized or registered to transact business in this state,
34 for the purpose of establishing, operating, and maintaining
35 a foreign-trade zone as defined in 19 U.S.C. §81(a). The

1 domestic or foreign corporation must maintain its principal
2 place of business in this state. The domestic or foreign
3 corporation described in this section has all powers necessary
4 or convenient for applying for a grant of authority to
5 establish, operate, and maintain a foreign-trade zone under
6 19 U.S.C. §81(a) et seq., and regulations promulgated under
7 that law, and for establishing, operating, and maintaining a
8 foreign-trade zone pursuant to that grant of authority.
9 Sec. ____ . EFFECTIVE DATE. This division of this Act, being
10 deemed of immediate importance, takes effect upon enactment.>
11 8. By renumbering as necessary.

ZACH WHITING