



Senate Fiscal Agency
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BILL ANALYSIS

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House Bill 5318 (as reported without amendment)

Sponsor: Representative Leslie Mortimer

House Committee: Commerce

Senate Committee: Economic Development, Small Business and Regulatory Reform

CONTENT

The bill would amend the Business Corporation Act to allow a committee appointed by a corporation's board to create one or more subcommittees and delegate all or part of its power or authority to a subcommittee, unless otherwise provided in a resolution of the board, the articles of incorporation, or the bylaws.

Under the Act, a committee designated by Section 527, to the extent provided in the resolution of the board or in the bylaws, may exercise all powers and authority of the board in management of the business and affairs of the corporation. (Under Section 527, unless otherwise provided in the articles of incorporation or bylaws, a board may designate one or more committees, and each committee must consist of one or more of the directors of the corporation.)

Under the bill, unless otherwise provided in a resolution of the board, the articles of incorporation, or the bylaws, a committee could create one or more subcommittees. Each subcommittee would have to consist of one or more members of the committee. The committee could delegate all or part of its power or authority to a subcommittee.

MCL 450.1528

Legislative Analyst: J.P. Finet

FISCAL IMPACT

The bill would have no fiscal impact on State or local government.

Date Completed: 2-27-06

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