

GENERAL ASSEMBLY OF NORTH CAROLINA
SESSION 2001

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HOUSE BILL 1505*

Short Title: Member Approval of Bylaw Amendment.

(Public)

Sponsors: Representative Culpepper.

Referred to: Judiciary II.

June 4, 2002

A BILL TO BE ENTITLED

1 AN ACT TO AMEND THE VOTING REQUIREMENT FOR MEMBER APPROVAL
2 OF AMENDMENTS TO BYLAWS TO CONFORM TO THE VOTING
3 REQUIREMENT FOR MEMBER APPROVAL OF AMENDMENTS TO
4 ARTICLES OF INCORPORATION, AS RECOMMENDED BY THE GENERAL
5 STATUTES COMMISSION.
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7 The General Assembly of North Carolina enacts:

8 **SECTION 1.** G.S. 55A-10-21(a) reads as rewritten:

9 "(a) If the corporation has members entitled to vote thereon, then, unless this
10 Chapter, the articles of incorporation, bylaws, the members (acting pursuant to
11 subsection (b) of this section), or the board of directors (acting pursuant to subsection
12 (c) of this section) require a greater vote or voting by class, an amendment to a
13 corporation's bylaws to be adopted shall be approved:

- 14 (1) By the board or in lieu thereof in writing by the number or proportion
15 of members entitled under G.S. 55A-7-02(a)(2) to call a special
16 meeting to consider such amendment;
- 17 (2) By the members by entitled to vote thereon by two-thirds of the votes
18 cast or a majority of the votes entitled to be cast on the
19 amendment; amendment, whichever is less; and
- 20 (3) In writing by any person or persons whose approval is required by a
21 provision of the articles of incorporation authorized by G.S.
22 55A-10-30."

23 **SECTION 2.** This act is effective when it becomes law.