

2009-2010 Regular Sessions

I N S E N A T E

(PREFILED)

January 7, 2009

Introduced by Sen. KRUGER -- read twice and ordered printed, and when printed to be committed to the Committee on Corporations, Authorities and Commissions

AN ACT to amend the not-for-profit corporation law, in relation to liability of directors, officers and trustees of certain corporations

THE PEOPLE OF THE STATE OF NEW YORK, REPRESENTED IN SENATE AND ASSEMBLY, DO ENACT AS FOLLOWS:

1 Section 1. Section 720-a of the not-for-profit corporation law, as
2 added by chapter 220 of the laws of 1986, is amended to read as follows:
3 S 720-a. Liability of directors, officers and trustees.
4 Except as provided in sections seven hundred nineteen and seven
5 hundred twenty of this [chapter] ARTICLE, and except any action or
6 proceeding brought by the attorney general or, in the case of a chari-
7 table trust, an action or proceeding against a trustee brought by a
8 beneficiary of such trust, no person serving without compensation as a
9 director, officer or trustee of a corporation, association, organization
10 or trust described in section 501 (c) (3) OR 501 (C) (4) of the United
11 States internal revenue code shall be liable to any person other than
12 such corporation, association, organization or trust based solely on his
13 or her conduct in the execution of such office unless the conduct of
14 such director, officer or trustee with respect to the person asserting
15 liability constituted gross negligence or was intended to cause the
16 resulting harm to the person asserting such liability. For purposes of
17 this section, such a director, officer or trustee shall not be consid-
18 ered compensated solely by reason of payment of his or her actual
19 expenses incurred in attending meetings or otherwise in the execution of
20 such office.
21 S 2. This act shall take effect immediately.

EXPLANATION--Matter in ITALICS (underscored) is new; matter in brackets [] is old law to be omitted.

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