

STATE OF NEW YORK

7420

2017-2018 Regular Sessions

IN ASSEMBLY

April 25, 2017

Introduced by M. of A. TITONE, JAFFEE -- Multi-Sponsored by -- M. of A. CUSICK -- read once and referred to the Committee on Corporations, Authorities and Commissions

AN ACT to amend the not-for-profit corporation law, in relation to the sale of real property

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

1 Section 1. Section 509 of the not-for-profit corporation law, as
2 amended by chapter 549 of the laws of 2013, is amended to read as
3 follows:

4 § 509. Purchase, sale, mortgage and lease of real property.

5 (a) 1. No corporation shall purchase real property unless such
6 purchase is authorized by the vote of a majority of directors of the
7 board or of a majority of a committee authorized by the board, provided
8 that if such property would, upon purchase thereof, constitute all, or
9 substantially all, of the assets of the corporation, then the vote of
10 two-thirds of the entire board shall be required, or, if there are twen-
11 ty-one or more directors, the vote of a majority of the entire board
12 shall be sufficient.

13 [~~(b)~~] 2. No corporation shall sell, mortgage, lease, exchange or
14 otherwise dispose of its real property unless authorized by the vote of
15 a majority of directors of the board or of a majority of a committee
16 authorized by the board; provided that if such property constitutes all,
17 or substantially all, of the assets of the corporation, then the vote of
18 two-thirds of the entire board shall be required, or, if there are twen-
19 ty-one or more directors, the vote of a majority of the entire board
20 shall be sufficient.

21 [~~(c)~~] 3. If a corporation authorizes a committee to act pursuant to
22 [~~paragraphs (a) and (b)~~] subparagraphs one and two of this [~~section~~]
23 paragraph, the committee shall promptly report any actions taken to the

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

LBD11033-01-7

1 board, and in no event after the next regularly scheduled meeting of the
2 board.

3 (b) 1. A corporation which sells real property to any entity other
4 than the state or another not-for-profit corporation which is subject to
5 the provisions of this chapter shall reimburse the state and/or a muni-
6 cipality for any capital funding, grants or financing received through
7 the state or a municipal agency or public benefit corporation within the
8 ten years preceding such sale.

9 2. A sale of real property by a not-for-profit corporation to any
10 entity other than the state or another not-for-profit corporation which
11 is subject to the provisions of this chapter shall not be exempt from
12 the payment of the real property transfer tax imposed by section four-
13 teen hundred two of the tax law.

14 3. Any corporation which has received a real property tax abatement
15 within the last ten years for real property taxes assessed on such prop-
16 erty shall reimburse the taxing authority the total amount of any such
17 abatement upon the sale of such real property to any entity other than
18 the state or another not-for-profit corporation which is subject to the
19 provisions of this chapter.

20 § 2. This act shall take effect immediately.