



Offered by:

REP. STAFSTROM, 129<sup>th</sup> Dist.

REP. FISHBEIN, 90<sup>th</sup> Dist.

To: House Bill No. 6592

File No. 476

Cal. No. 345

**"AN ACT CONCERNING THE FILING OF A CIVIL ACTION FOR MALICIOUS PROSECUTION."**

1 Strike everything after the enacting clause and substitute the  
2 following in lieu thereof:

3 "Section 1. Section 33-1091a of the general statutes is repealed and the  
4 following is substituted in lieu thereof (*Effective July 1, 2021*):

5 If the board of directors of a corporation ceases to exist and there are  
6 no members having the right to vote for directors, and no members  
7 without the right to vote for directors who under such circumstances  
8 would be entitled under subsection (d) of section 33-1091 to elect a new  
9 board of directors, any officer of the corporation and, if there are no  
10 officers of the corporation, the Attorney General, any officer of any  
11 organization holding funds or other assets of the corporation or any  
12 other person having dealings with the corporation may petition the  
13 superior court for the judicial district where the corporation's principal  
14 office or, if none in this state, its registered office, is located for an order

15 appointing a new board of directors. The petition shall set forth the  
16 relevant circumstances, shall propose the names of three or more  
17 persons willing to serve as directors under the circumstances and shall  
18 contain the addresses and a brief statement of the backgrounds of such  
19 persons. A copy of such petition submitted by any person other than the  
20 Attorney General shall be provided by such person to the Attorney  
21 General. The court may require the submission of such additional  
22 information concerning the corporation and the persons proposed as  
23 directors and may order a hearing and notice to such persons, if any, as  
24 the court deems appropriate under the circumstances. The notice shall  
25 be given in such manner as the court deems appropriate, which may  
26 include any form of notice authorized under subsection (b) of section  
27 33-1003. The court may thereafter, in an order issued pursuant to this  
28 section, appoint and set the terms of office of a new board of directors,  
29 which may include some or all of the persons proposed in the petition  
30 or may be composed entirely of other persons deemed appropriate by  
31 the court. Upon the issuance of such order, the persons appointed by the  
32 order as directors shall be the directors of the corporation for the terms  
33 of office set forth in the order with the same force, effect, power,  
34 authority, duties and responsibilities, and subject to the same standards  
35 of conduct, as if they had been otherwise validly elected and serving  
36 under the provisions of the certificate of incorporation, the bylaws and  
37 sections 33-1000 to 33-1290, inclusive. A director appointed under this  
38 section shall not be liable for any action taken as a director, or any failure  
39 to take any action, if such director performed the duties of the office in  
40 compliance with the provisions of section 33-1104.

41 Sec. 2. Section 19a-296 of the general statutes is repealed and the  
42 following is substituted in lieu thereof (*Effective July 1, 2021*):

43 (a) Cemetery associations shall be organized in accordance with the  
44 provisions of sections 33-1025 to 33-1047, inclusive, and shall not be  
45 conducted for the purposes of speculation in cemetery lots and  
46 property, or for private gain, either directly or indirectly, to any of the  
47 members of any such association; and land for the enlargement of a  
48 cemetery may be taken in accordance with the provisions of section 48-

49 18.

50 (b) The board of directors or board of trustees of any cemetery  
 51 association shall hold an annual meeting of the association. At such  
 52 annual meeting, the board shall accept an annual financial statement  
 53 that shall contain an accounting of income and expenses of the cemetery  
 54 association for the preceding fiscal year and an accounting of assets  
 55 owned by the association. Such financial statement shall be included in  
 56 the minutes of the annual meeting at which such financial statement was  
 57 accepted. The board shall retain the minutes of such annual meeting for  
 58 a period of not less than twenty years after such meeting.

59 (c) No officer, director or trustee of a cemetery association may serve  
 60 as an officer, director or trustee of any company that manages or  
 61 operates any aspect of the cemetery.

62 (d) Any interested party may petition the probate court for the district  
 63 within which the cemetery owned or controlled by a cemetery  
 64 association is located to require disclosure of the minutes of an annual  
 65 meeting of the cemetery association including any financial statement  
 66 required to be included in such minutes. The court may, after hearing,  
 67 with notice to all interested parties, grant the petition and require  
 68 disclosure of such minutes for such periods of time as it determines are  
 69 reasonable and necessary on finding that: (1) The petitioner has an  
 70 interest in the minutes sufficient to warrant disclosure, and (2) the  
 71 petition is not for the purpose of harassment.

72 (e) Any cemetery association organized in accordance with the  
 73 provisions of sections 33-1025 to 33-1047, inclusive, that receives or  
 74 expends any public funds shall be considered a "public agency" and  
 75 subject to the provisions of chapter 14."

This act shall take effect as follows and shall amend the following sections:		
Section 1	July 1, 2021	33-1091a
Sec. 2	July 1, 2021	19a-296

