

SENATE No. 2041

The Commonwealth of Massachusetts

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In the One Hundred and Eighty-Ninth General Court
(2015-2016)
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SENATE, Wednesday, October 28, 2015

The committee on Economic Development and Emerging Technologies to whom was referred the petition (accompanied by bill, Senate, No. 2016) of Michael J. Rodrigues, Steven S. Howitt, F. Jay Barrows and James E. Timilty for legislation to authorize the merger of the Annawon Council, Inc. and the Boy Scouts of America into the Narragansett Council, Boy Scouts of America,- reports the accompanying bill (Senate, No. 2041).

For the committee,
Eileen M. Donoghue

The Commonwealth of Massachusetts

**In the One Hundred and Eighty-Ninth General Court
(2015-2016)**

An Act authorizing the merger of the Annawon Council, Inc. and the Boy Scouts of America into the Narragansett Council, Boy Scouts of America.

Be it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

1 SECTION 1. Notwithstanding section 10A of chapter 180 of the General Laws or any
2 other general or special law to the contrary, the Annawon Council, Inc. of the Boy Scouts of
3 America, a nonprofit charitable corporation may merge into the Narragansett Council, Boy
4 Scouts of America, a Rhode Island nonprofit charitable corporation.

5 SECTION 2. This merger shall take effect only if the merged corporation files with the
6 state secretary articles of merger, providing that (a) the merged corporation may be sued in the
7 commonwealth for any prior obligation of the Annawon Council, Inc., and any other obligation
8 incurred by the merged corporation, so long as any liability remains outstanding against the
9 corporation in the commonwealth, and (b) the merged corporation shall be bound by, and the
10 prior obligations under clause (a) shall include, any restrictions, whether in the nature of a
11 contract or in the nature of an express or implied trust, on the use or disposition of assets held for
12 charitable purposes by the Annawon Council, Inc., and the merged corporation shall irrevocably
13 appoint the state secretary as its agent to accept service of process in any action for the

14 enforcement of any such obligation, including taxes, in the manner provided in chapter 180 of
15 the General Laws.