

HOUSE BILL 1249

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By: **Delegate Sydnor**

Introduced and read first time: February 10, 2017

Assigned to: Economic Matters

A BILL ENTITLED

1 AN ACT concerning

2 **Corporations and Associations – Domestications – Authorization**

3 FOR the purpose of authorizing certain nonstock and religious corporations to domesticate
4 as certain entities under certain circumstances; establishing the procedures for a
5 domestication, including certain notice requirements and required approval of a
6 domestication by the directors or trustees and the members of a domesticating
7 corporation; requiring articles of domestication to be filed for record with the State
8 Department of Assessments and Taxation and signed by a certain representative;
9 specifying the contents of articles of domestication; requiring certain articles of
10 incorporation to be attached to articles of domestication; providing for the effects of
11 a domestication; providing for the timing of the effectiveness of articles of
12 domestication and the effective time for the completion of a domestication; providing
13 for the abandonment of a domestication under certain circumstances; providing for
14 the effects of an abandonment of a domestication; establishing a certain processing
15 fee for articles of domestication; requiring articles of domestication to be executed in
16 a certain manner; authorizing a nonstock corporation to domesticate under certain
17 provisions of this Act; defining certain terms; making conforming changes; providing
18 for the application of this Act; and generally relating to the domestication of
19 corporations.

20 BY repealing and reenacting, with amendments,
21 Article – Corporations and Associations
22 Section 1–203(b)(1), 1–301(a), and 5–207
23 Annotated Code of Maryland
24 (2014 Replacement Volume and 2016 Supplement)

25 BY adding to
26 Article – Corporations and Associations
27 Section 3–1001 through 3–1009 to be under the new subtitle “Subtitle 10.
28 Domestications of Corporations”
29 Annotated Code of Maryland

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW.

[Brackets] indicate matter deleted from existing law.



(2014 Replacement Volume and 2016 Supplement)

SECTION 1. BE IT ENACTED BY THE GENERAL ASSEMBLY OF MARYLAND,
That the Laws of Maryland read as follows:

Article – Corporations and Associations

1–203.

(b) (1) Except as provided in paragraph (11) of this subsection, for each of the following documents, the nonrefundable processing fee is \$100:

Document
Articles of incorporation
Articles of amendment
Articles of extension
Articles of restatement of charter
Articles of amendment and restatement
Articles supplementary
Articles of share exchange
Articles of consolidation, merger, or transfer
Articles of dissolution
Articles of revival for stock corporation
Articles of revival for nonstock corporation
Articles of conversion
ARTICLES OF DOMESTICATION

1–301.

(a) Articles supplementary and articles of amendment, restatement, amendment and restatement, consolidation, merger, share exchange, transfer, conversion, **DOMESTICATION**, and extension and, except as provided in § 3–406(b) of this article, articles of dissolution shall be executed as follows:

(1) They shall be signed and acknowledged for each corporation, statutory trust, or real estate investment trust party to the articles, by its chairman or vice chairman of the board of directors or board of trustees, by its chief executive officer, chief operating officer, chief financial officer, president, or one of its vice presidents, or, if authorized by the bylaws or resolution of the board of directors or board of trustees and the articles so state, by any other officer or agent of the corporation, statutory trust, or real estate investment trust;

(2) They shall be witnessed or attested by the secretary, treasurer, chief financial officer, assistant treasurer, or assistant secretary of each corporation, statutory trust, or real estate investment trust party to the articles, or, if authorized by the bylaws or resolution of the board of directors or board of trustees and the articles so state, by any other officer or agent of the corporation, statutory trust, or real estate investment trust;

1 (3) They shall be signed and acknowledged for each other entity party to
2 the articles by a person authorized to act for the entity by law or by the governing document;
3 and

4 (4) Except as provided in subsection (b) of this section, the matters and
5 facts set forth in the articles with respect to authorization and approval shall be verified
6 under oath as follows:

7 (i) With respect to any Maryland corporation, statutory trust, or
8 real estate investment trust party to the articles, by the chairman or the secretary of the
9 meeting at which the articles or transaction were approved, by the chairman or vice
10 chairman of the board of directors or board of trustees, by the chief executive officer, chief
11 operating officer, chief financial officer, president, vice president, secretary, or assistant
12 secretary of the corporation, statutory trust, or real estate investment trust, or, if
13 authorized in accordance with item (1) of this subsection and the articles so state, by any
14 other officer or agent of the corporation, statutory trust, or real estate investment trust;

15 (ii) With respect to any foreign corporation party to articles of
16 consolidation, merger, or share exchange, by the chief executive officer, chief operating
17 officer, chief financial officer, president, vice president, secretary, or assistant secretary of
18 the corporation; and

19 (iii) With respect to any other Maryland or foreign entity party to the
20 articles, by a person authorized by law or by the governing document to act for the entity.

21 SUBTITLE 10. DOMESTICATIONS OF CORPORATIONS.

22 3-1001.

23 (A) IN THIS SUBTITLE THE FOLLOWING WORDS HAVE THE MEANINGS
24 INDICATED.

25 (B) “DOMESTICATED CORPORATION” MEANS THE DOMESTICATING
26 CORPORATION AS IT CONTINUES IN EXISTENCE AFTER A DOMESTICATION.

27 (C) “DOMESTICATING CORPORATION” MEANS:

28 (1) A MARYLAND CORPORATION THAT ADOPTS A PLAN OF
29 DOMESTICATION UNDER § 3-1004 OF THIS SUBTITLE; OR

30 (2) A FOREIGN CORPORATION THAT APPROVES A DOMESTICATION IN
31 ACCORDANCE WITH THE LAWS OF THE PLACE IN WHICH THE FOREIGN
32 CORPORATION IS ORGANIZED.

1 **3-1002.**

2 **THIS SUBTITLE APPLIES TO A NONSTOCK OR RELIGIOUS CORPORATION THAT**
3 **IS ORGANIZED TO OPERATE AS A NONPROFIT ENTITY UNDER § 501(C)(3) OF THE**
4 **INTERNAL REVENUE CODE.**

5 **3-1003.**

6 **(A) (1) A FOREIGN CORPORATION MAY BECOME A MARYLAND**
7 **CORPORATION IF THE LAWS OF THE PLACE IN WHICH THE FOREIGN CORPORATION**
8 **IS ORGANIZED AUTHORIZE IT TO DOMESTICATE IN ANOTHER PLACE.**

9 **(2) A MARYLAND CORPORATION NOT REQUIRED BY LAW TO BE A**
10 **MARYLAND CORPORATION MAY BECOME A FOREIGN CORPORATION IF THE PLACE**
11 **IN WHICH THE CORPORATION INTENDS TO DOMESTICATE AUTHORIZES THE**
12 **CORPORATION TO DOMESTICATE.**

13 **(B) A CORPORATION SEEKING DOMESTICATION UNDER THIS SUBTITLE**
14 **SHALL:**

15 **(1) DEVELOP A PLAN OF DOMESTICATION;**

16 **(2) ADOPT THE PLAN OF DOMESTICATION IN ACCORDANCE WITH §**
17 **3-1004 OF THIS SUBTITLE;**

18 **(3) SIGN AND ACKNOWLEDGE ARTICLES OF DOMESTICATION; AND**

19 **(4) IF THE CORPORATION IS A FOREIGN CORPORATION SEEKING**
20 **DOMESTICATION, FILE FOR RECORD WITH THE DEPARTMENT ARTICLES OF**
21 **DOMESTICATION EXECUTED IN THE MANNER REQUIRED BY TITLE 1 OF THIS**
22 **ARTICLE.**

23 **(C) (1) THE PLAN OF DOMESTICATION SHALL INCLUDE:**

24 **(I) A STATEMENT OF THE PLACE IN WHICH THE CORPORATION**
25 **IS TO BE DOMESTICATED;**

26 **(II) THE TERMS AND CONDITIONS OF THE DOMESTICATION; AND**

27 **(III) ANY DESIRED AMENDMENTS TO THE ARTICLES OF**
28 **INCORPORATION OR BYLAWS OF THE CORPORATION FOLLOWING THE**
29 **DOMESTICATION.**

1 **(2) (I) THE PLAN OF DOMESTICATION MAY AUTHORIZE THE**
2 **DOMESTICATING CORPORATION TO AMEND THE PLAN AT ANY TIME BEFORE THE**
3 **DOMESTICATION BECOMES EFFECTIVE.**

4 **(II) AN AMENDMENT MADE AFTER THE SUBMISSION OF THE**
5 **PLAN TO THE MEMBERS OF THE DOMESTICATING CORPORATION FOR APPROVAL**
6 **MAY NOT ALTER ANY OF THE TERMS OR CONDITIONS OF THE PLAN WITHOUT THE**
7 **APPROVAL OF THE MEMBERS OF THE DOMESTICATING CORPORATION.**

8 **3-1004.**

9 **(A) THIS SECTION APPLIES TO THE DOMESTICATION OF A MARYLAND**
10 **CORPORATION IN A PLACE OTHER THAN THE STATE.**

11 **(B) A DOMESTICATION SHALL BE APPROVED IN THE MANNER PROVIDED BY**
12 **THIS SECTION AND IN ACCORDANCE WITH ANY ADDITIONAL REQUIREMENTS SET**
13 **FORTH IN THE MARYLAND CORPORATION'S CHARTER.**

14 **(C) A DOMESTICATION OF A CORPORATION NEED BE APPROVED ONLY BY A**
15 **MAJORITY OF ITS BOARD OF DIRECTORS OR ITS BOARD OF TRUSTEES.**

16 **(D) THE BOARD OF DIRECTORS OR THE BOARD OF TRUSTEES OF THE**
17 **CORPORATION SHALL ADOPT A PLAN OF DOMESTICATION.**

18 **(E) (1) IF THERE ARE MEMBERS ENTITLED TO VOTE ON THE PLAN OF**
19 **DOMESTICATION, AFTER ADOPTING THE PLAN THE BOARD OF DIRECTORS OR THE**
20 **BOARD OF TRUSTEES SHALL SUBMIT THE PLAN TO THE MEMBERS FOR APPROVAL.**

21 **(2) (I) THE BOARD OF DIRECTORS OR THE BOARD OF TRUSTEES**
22 **SHALL RECOMMEND TO THE MEMBERS THAT THE MEMBERS APPROVE THE PLAN**
23 **UNLESS THE BOARD OF DIRECTORS OR THE BOARD OF TRUSTEES DETERMINES THAT**
24 **THE RECOMMENDATION SHOULD NOT BE MADE BECAUSE OF CONFLICTS OF**
25 **INTEREST OR OTHER SPECIAL CIRCUMSTANCES.**

26 **(II) THE BOARD OF DIRECTORS OR THE BOARD OF TRUSTEES**
27 **SHALL DISCLOSE TO THE MEMBERS THE REASON FOR THE RECOMMENDATION MADE**
28 **UNDER SUBPARAGRAPH (I) OF THIS PARAGRAPH.**

29 **(F) (1) THE CORPORATION SHALL NOTIFY EACH MEMBER OF THE**
30 **CORPORATION, WHETHER OR NOT THE MEMBER IS ENTITLED TO VOTE, THAT THE**
31 **PROPOSED DOMESTICATION WILL BE SUBMITTED FOR CONSIDERATION AT A**
32 **MEETING OF THE MEMBERS.**

1 **(2) THE NOTICE SHALL INCLUDE A COPY OF:**

2 **(I) THE PLAN OF DOMESTICATION; AND**

3 **(II) THE ARTICLES OF INCORPORATION AND BYLAWS THAT**
4 **WILL BE IN EFFECT IMMEDIATELY AFTER THE DOMESTICATION.**

5 **(3) THE NOTICE SHALL BE GIVEN BY THE CORPORATION IN THE**
6 **MANNER REQUIRED BY TITLE 2 OF THIS ARTICLE.**

7 **(4) THE PROPOSED DOMESTICATION SHALL BE APPROVED BY THE**
8 **MEMBERS OF THE CORPORATION BY THE AFFIRMATIVE VOTE OF TWO-THIRDS OF**
9 **ALL THE VOTES ENTITLED TO BE CAST ON THE MATTER.**

10 **3-1005.**

11 **A DOMESTICATION OF A FOREIGN CORPORATION TO A MARYLAND**
12 **CORPORATION SHALL BE APPROVED IN THE MANNER AND BY THE VOTE REQUIRED**
13 **BY ITS GOVERNING DOCUMENT AND THE LAWS OF THE PLACE IN WHICH IT IS**
14 **ORGANIZED.**

15 **3-1006.**

16 **(A) ARTICLES OF DOMESTICATION SHALL BE FILED FOR RECORD WITH THE**
17 **DEPARTMENT.**

18 **(B) ARTICLES OF DOMESTICATION SHALL BE SIGNED BY ANY DULY**
19 **AUTHORIZED REPRESENTATIVE OF THE DOMESTICATING CORPORATION.**

20 **(C) THE ARTICLES OF DOMESTICATION SHALL SET FORTH:**

21 **(1) THE NAME AND PLACE OF ORGANIZATION OF THE**
22 **DOMESTICATING CORPORATION;**

23 **(2) THE NAME AND PLACE OF ORGANIZATION OF THE DOMESTICATED**
24 **CORPORATION;**

25 **(3) THE LOCATION OF THE PRINCIPAL OFFICE IN THE PLACE WHERE**
26 **THE DOMESTICATED CORPORATION WILL BE ORGANIZED;**

27 **(4) THE NAME AND ADDRESS OF THE RESIDENT AGENT IN THE PLACE**
28 **WHERE THE DOMESTICATED CORPORATION WILL BE ORGANIZED;**

1 **(5) (I) IF THE DOMESTICATING CORPORATION IS A MARYLAND**
2 **CORPORATION, A STATEMENT THAT THE PLAN OF DOMESTICATION HAS BEEN**
3 **APPROVED IN ACCORDANCE WITH THE PROVISIONS OF THIS SUBTITLE; OR**

4 **(II) IF THE DOMESTICATING CORPORATION IS A FOREIGN**
5 **CORPORATION, A STATEMENT THAT THE DOMESTICATION HAS BEEN APPROVED IN**
6 **ACCORDANCE WITH THE LAW OF ITS PLACE OF ORGANIZATION;**

7 **(6) IF THE ARTICLES OF DOMESTICATION ARE NOT TO BE EFFECTIVE**
8 **ON THE ACCEPTANCE FOR RECORD OF THE ARTICLES, THE FUTURE EFFECTIVE**
9 **TIME, WHICH SHALL BE A TIME CERTAIN, OF THE ARTICLES OF DOMESTICATION;**
10 **AND**

11 **(7) ANY OTHER PROVISION NECESSARY TO EFFECT THE**
12 **DOMESTICATION.**

13 **(D) THE ARTICLES OF INCORPORATION OF THE DOMESTICATING**
14 **CORPORATION SHALL BE ATTACHED TO THE ARTICLES OF DOMESTICATION.**

15 **3-1007.**

16 **(A) A DOMESTICATION HAS THE EFFECTS PROVIDED IN THIS SECTION.**

17 **(B) THE DOMESTICATING CORPORATION, FOR PURPOSES OF THE LAWS OF**
18 **THIS STATE, SHALL BE:**

19 **(1) DEEMED TO BE THE SAME ENTITY AS THE DOMESTICATED**
20 **CORPORATION; AND**

21 **(2) ORGANIZED UNDER AND SUBJECT TO THE LAW OF THE**
22 **DOMESTICATED CORPORATION.**

23 **(C) ALL THE ASSETS OF THE DOMESTICATING CORPORATION, INCLUDING**
24 **ANY LEGACIES THAT IT WOULD HAVE BEEN CAPABLE OF TAKING, VEST IN AND**
25 **DEVOLVE ON THE DOMESTICATED CORPORATION WITHOUT FURTHER ACT OR DEED**
26 **AND SHALL BE THE PROPERTY OF THE DOMESTICATED CORPORATION, AND THE**
27 **TITLE TO ANY REAL OR PERSONAL PROPERTY, BOTH TANGIBLE OR INTANGIBLE,**
28 **VESTED BY DEED OR OTHERWISE IN THE DOMESTICATING CORPORATION, SHALL**
29 **NOT REVERT OR BE IN ANY WAY IMPAIRED BY REASON OF A DOMESTICATION UNDER**
30 **THIS SUBTITLE.**

31 **(D) THE DOMESTICATION OF THE DOMESTICATING CORPORATION TO A**
32 **DOMESTICATED CORPORATION DOES NOT AFFECT, INVALIDATE, TERMINATE,**

1 SUSPEND, OR NULLIFY ANY LICENSES, PERMITS, OR REGISTRATIONS GRANTED TO
2 THE DOMESTICATING CORPORATION BEFORE THE DOMESTICATION.

3 (E) CONFIRMATORY DEEDS, ASSIGNMENTS, OR SIMILAR INSTRUMENTS TO
4 EVIDENCE THE DOMESTICATION MAY BE EXECUTED AND DELIVERED AT ANY TIME
5 IN THE NAME OF THE DOMESTICATING CORPORATION BY THE APPROPRIATE
6 AUTHORIZED PERSONS, OFFICERS, TRUSTEES, OR MEMBERS OF THE
7 DOMESTICATING CORPORATION OR BY THE OFFICERS OF THE DOMESTICATED
8 CORPORATION.

9 (F) (1) THE DOMESTICATED CORPORATION SHALL BE LIABLE FOR ALL
10 THE DEBTS AND OBLIGATIONS OF THE DOMESTICATING CORPORATION.

11 (2) AN EXISTING CLAIM, ACTION, OR PROCEEDING PENDING BY OR
12 AGAINST THE DOMESTICATING CORPORATION MAY BE PROSECUTED TO JUDGMENT
13 AS IF THE DOMESTICATION HAD NOT TAKEN PLACE, OR, ON MOTION OF THE
14 DOMESTICATING CORPORATION OR ANY PARTY, THE DOMESTICATED CORPORATION
15 MAY BE SUBSTITUTED AS A PARTY, AND A JUDGMENT AGAINST THE DOMESTICATING
16 CORPORATION CONSTITUTES A LIEN ON THE PROPERTY OF THE DOMESTICATED
17 CORPORATION.

18 (3) A DOMESTICATION DOES NOT IMPAIR THE RIGHTS OF CREDITORS
19 OR ANY LIENS ON THE PROPERTY OF THE DOMESTICATING CORPORATION.

20 (G) THE DOMESTICATION OF A DOMESTICATING CORPORATION TO A
21 DOMESTICATED CORPORATION DOES NOT AFFECT ANY DEBTS, OBLIGATIONS, OR
22 LIABILITIES OF THE DOMESTICATING CORPORATION OR THE PERSONAL LIABILITY
23 OF ANY PERSON INCURRED BEFORE THE COMPLETION OF THE DOMESTICATION.

24 (H) A PERSON REMAINS LIABLE FOR ANY OBLIGATION INCURRED BY THE
25 DOMESTICATING CORPORATION BEFORE THE COMPLETION OF THE
26 DOMESTICATION ONLY TO THE EXTENT THAT THE PERSON WOULD HAVE BEEN
27 LIABLE IF THE DOMESTICATION HAD NOT OCCURRED.

28 (I) THE ARTICLES OF DOMESTICATION, OR THE ARTICLES OF
29 INCORPORATION ATTACHED TO THE ARTICLES OF DOMESTICATION, SHALL
30 CONSTITUTE THE ARTICLES OF INCORPORATION OF A FOREIGN CORPORATION
31 DOMESTICATING IN THE STATE.

32 (J) THE MEMBERSHIPS IN THE DOMESTICATING CORPORATION SHALL BE
33 RECLASSIFIED INTO MEMBERSHIPS, OBLIGATIONS, RIGHTS TO ACQUIRE
34 MEMBERSHIPS, OR CASH OR OTHER PROPERTY IN ACCORDANCE WITH THE TERMS

1 OF THE PLAN OF DOMESTICATION, AND THE MEMBERS SHALL BE ENTITLED ONLY TO
2 THE RIGHTS PROVIDED BY THOSE TERMS.

3 **3-1008.**

4 (A) THE DOMESTICATION OF A DOMESTICATING CORPORATION TO A
5 DOMESTICATED CORPORATION SHALL BE COMPLETED ON THE EFFECTIVENESS OF
6 ARTICLES OF DOMESTICATION FILED FOR RECORD WITH THE DEPARTMENT.

7 (B) ARTICLES OF DOMESTICATION ARE EFFECTIVE ON THE LATER OF:

8 (1) THE TIME THE DEPARTMENT ACCEPTS THE ARTICLES OF
9 DOMESTICATION FOR RECORD; OR

10 (2) THE FUTURE EFFECTIVE TIME OF THE ARTICLES OF
11 DOMESTICATION AS SET FORTH IN ARTICLES OF DOMESTICATION THAT HAVE BEEN
12 ACCEPTED BY THE DEPARTMENT FOR RECORD.

13 (C) (1) EXCEPT AS PROVIDED IN PARAGRAPH (2) OF THIS SUBSECTION,
14 AT THE TIME THE DOMESTICATION OF A DOMESTICATING CORPORATION TO A
15 DOMESTICATED CORPORATION IS COMPLETED:

16 (I) THE DOMESTICATING CORPORATION SHALL BE
17 CONVERTED TO A DOMESTICATED CORPORATION;

18 (II) THE DOMESTICATION SHALL HAVE THE EFFECTS SET
19 FORTH IN § 3-1007 OF THIS SUBTITLE; AND

20 (III) IF THE DOMESTICATED CORPORATION IS A MARYLAND
21 CORPORATION, THE CORPORATION SHALL BE SUBJECT TO ALL OF THE PROVISIONS
22 OF THE MARYLAND GENERAL CORPORATION LAW.

23 (2) NOTWITHSTANDING § 2-102 OF THIS ARTICLE, IF THE
24 DOMESTICATED CORPORATION IS A MARYLAND CORPORATION, THE EXISTENCE OF
25 THE DOMESTICATED CORPORATION SHALL BE DEEMED TO HAVE COMMENCED ON
26 THE DATE THE DOMESTICATING CORPORATION COMMENCED ITS EXISTENCE IN THE
27 PLACE IN WHICH THE DOMESTICATING CORPORATION WAS FIRST ORGANIZED.

28 **3-1009.**

29 (A) UNLESS THE CHARTER OF THE DOMESTICATING CORPORATION OR THE
30 ARTICLES OF DOMESTICATION PROVIDE OTHERWISE, A PROPOSED DOMESTICATION
31 OF A DOMESTICATING CORPORATION TO A DOMESTICATED CORPORATION MAY BE:

1 **(1) IF THE DOMESTICATING CORPORATION IS A MARYLAND**
2 **CORPORATION, ABANDONED BEFORE THE EFFECTIVE DATE OF THE ARTICLES OF**
3 **DOMESTICATION BY A MAJORITY VOTE OF THE ENTIRE BOARD OF DIRECTORS OR**
4 **THE BOARD OF TRUSTEES OF THE MARYLAND CORPORATION; OR**

5 **(2) IF THE DOMESTICATING CORPORATION IS A FOREIGN**
6 **CORPORATION, ABANDONED IN THE MANNER AND BY THE VOTE REQUIRED BY THE**
7 **GOVERNING DOCUMENT OF THE DOMESTICATING CORPORATION AND THE LAWS OF**
8 **THE PLACE IN WHICH IT IS ORGANIZED OR, IF NO MANNER AND VOTE IS SPECIFIED,**
9 **IN THE MANNER AND BY THE VOTE REQUIRED TO APPROVE THE DOMESTICATION**
10 **UNDER § 3-1004 OF THIS SUBTITLE.**

11 **(B) IF THE ARTICLES OF DOMESTICATION HAVE BEEN FILED WITH THE**
12 **DEPARTMENT, NOTICE OF THE ABANDONMENT SHALL BE GIVEN PROMPTLY TO THE**
13 **DEPARTMENT.**

14 **(C) (1) IF THE PROPOSED DOMESTICATION IS ABANDONED AS PROVIDED**
15 **IN THIS SECTION, NO LEGAL LIABILITY ARISES UNDER THE ARTICLES OF**
16 **DOMESTICATION.**

17 **(2) ABANDONMENT OF A DOMESTICATION UNDER THIS SECTION**
18 **DOES NOT PREJUDICE THE RIGHTS OF ANY PERSON UNDER ANY OTHER CONTRACT**
19 **MADE BY A MARYLAND CORPORATION IN CONNECTION WITH THE PROPOSED**
20 **DOMESTICATION.**

21 5-207.

22 (a) A nonstock corporation may [consolidate]:

23 **(1) CONSOLIDATE** or merge only with another nonstock corporation; **AND**

24 **(2) DOMESTICATE UNDER TITLE 3, SUBTITLE 10 OF THIS ARTICLE.**

25 (b) A consolidation, merger, [or] transfer of assets, **OR DOMESTICATION** of a
26 nonstock corporation shall be effected as provided in Title 3 of this article.

27 (c) Notwithstanding § 3-105(e) of this article, a proposed consolidation, merger,
28 [or] transfer of assets, **OR DOMESTICATION** of a nonstock corporation organized to hold
29 title to property for a labor organization, and for related purposes, shall be approved by the
30 same affirmative vote of the members of the corporation that the constitution or bylaws of
31 the labor organization requires for the same action.

1 SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall take effect
2 October 1, 2017.