



# Ohio Legislative Service Commission

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## Synopsis of Senate Committee Amendments\*

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### **Sub. H.B. 267**

129th General Assembly  
(S. Insurance, Commerce and Labor)

- Adds limited liability partnerships to the definition of "entity" for the purposes of Nonprofit Corporation Law.
- Requires that, if a merger yields an entity other than a domestic corporation, then there also must be filed in the proper office all documents that are required to be filed in connection with the merger or consolidation by the laws applicable to that entity.
- Clarifies that an agent who is appointed by an unincorporated, nonprofit association to receive service of process must be either a natural person who is a resident of Ohio, a for-profit domestic corporation, or a for-profit foreign corporation that has a license to do business in Ohio and an address in Ohio.
- Clarifies that if an agent who is appointed to receive service of process resigns, then that agent's resignation takes effect 30 days after the resignation is filed with the Secretary of State.
- Prescribes how a service of process is to be made when the Secretary of State acts as the agent of an entity that is the result of a merger between a domestic, unincorporated, nonprofit association and some other entity into something other than a domestic, unincorporated, nonprofit association.
- Deletes a reference that erroneously implies that all foreign unincorporated nonprofit associations must obtain a license to do business in Ohio.
- Requires, when a resolution of dissolution is adopted by a nonprofit association, that, if there is any document on file with the Secretary of State with regard to that association, then the resolution also be filed with the Secretary.
- Requires, when a judge orders the dissolution of a nonprofit association, that, if there is any document on file with the Secretary of State with regard to that association, then the order also be filed with the Secretary.
- Makes a number of clarifying, nonsubstantive changes.

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\* This synopsis does not address amendments that may have been adopted on the Senate Floor.