

2021 Kansas Statutes

17-6014. Application of the Kansas general corporation code to nonstock corporations. [See Revisor's Note] (a) Except as otherwise provided in subsections (b) and (c), the provisions of the Kansas general corporation code shall apply to nonstock corporations in the manner specified in this subsection:

- (1) All references to stockholders of the corporation shall be deemed to refer to members of the corporation;
- (2) all references to the board of directors of the corporation shall be deemed to refer to the governing body of the corporation;
- (3) all references to directors or to members of the board of directors of the corporation shall be deemed to refer to members of the governing body of the corporation; and
- (4) all references to stock, capital stock, or shares thereof of a corporation authorized to issue capital stock shall be deemed to refer to memberships of a nonprofit nonstock corporation and to membership interests of any other nonstock corporation.

(b) Subsection (a) shall not apply to:

- (1) K.S.A. 17-6002(a)(4), (b)(1) and (b)(2), 17-6009(a), 17-6301, 17-6404, 17-6505, 17-6518, 17-6520(b), 17-6601, 17-6602, 17-6703, 17-6705, 17-6706, 17-6707, 17-6708, 17-6801, 17-6805, 17-6805a, 17-7001, 17-7002, 17-7503(a)(4) and (b)(4), 17-7504, 17-7505(a)(4) and (b)(4) and 17-7514(c), and amendments thereto, and K.S.A. 2021 Supp. 17-6014, and amendments thereto, that apply to nonstock corporations by their terms;
- (2) K.S.A. 17-6002(e), the last sentence of 17-6009(b), 17-6401, 17-6402, 17-6403, 17-6405, 17-6406, 17-6407(d), 17-6408, 17-6411, 17-6412, 17-6413, 17-6414, 17-6415, 17-6416, 17-6417, 17-6418, 17-6501, 17-6502, 17-6503, 17-6504, 17-6506, 17-6509, 17-6512, 17-6521, 17-6603, 17-6604, 17-6701, 17-6702, 17-6803 and 17-6804, and amendments thereto, and K.S.A. 2021 Supp. 17-6427, 17-6428, 17-6429 and 17-72a04, and amendments thereto; and
- (3) article 72 and article 73 of chapter 17 of the Kansas Statutes Annotated, and amendments thereto.

(c) In the case of a nonprofit nonstock corporation, subsection (a) shall not apply to:

- (1) The sections and articles listed in subsection (b);
- (2) K.S.A. 17-6002(b)(3), 17-6304(a)(2), 17-6507, 17-6508, 17-6712, 17-7503, 17-7505, 17-7509 and 17-7511, and amendments thereto, and K.S.A. 2021 Supp. 17-6011(a)(2) and (a)(3), and amendments thereto; and
- (3) article 64 of chapter 17 of the Kansas Statutes Annotated, and amendments thereto, and K.S.A. 2021 Supp. 17-72a01 through 17-72a09, and amendments thereto.

(d) For purposes of the Kansas general corporation code:

- (1) A "charitable nonstock corporation" is any nonprofit nonstock corporation that is exempt from taxation under § 501(c)(3) of the federal internal revenue code of 1986, 26 U.S.C. § 501(c)(3);
- (2) a "membership interest" is, unless otherwise provided in a nonstock corporation's articles of incorporation, a member's share of the profits and losses of a nonstock corporation, or a member's right to receive distributions of the nonstock corporation's assets, or both;
- (3) a "nonprofit nonstock corporation" is a nonstock corporation that does not have membership interests; and
- (4) a "nonstock corporation" is any corporation organized under the Kansas general corporation code that is not authorized to issue capital stock.

History: L. 2016, ch. 110, § 4; L. 2017, ch. 71, § 10; L. 2021, ch. 61, § 11; July 1.

Revisor's Note:

CAUTION: This statute was amended by L. 2021, ch. 61, § 12, to be effective on January 1, 2023.