



January 28, 2019

The Honorable Bobby A. Zirkin
Judicial Proceedings Committee
2 East, Miller Senate Office Building
Annapolis, MD 21401

RE: SB 0137 – Corporations - Maryland General Corporation Law - Miscellaneous Provisions –
Oppose

Dear Senator Zirkin:

Senate Bill 0137 which clarifies voting procedures in certain cumulative voting elections, the term of a certain director of a corporation elected to fill a vacancy. While also altering the authority of certain holders of stock to take or consent to certain action, the circumstances in which certain holders of stock may take certain action or consent to a certain action by delivering a consent in writing or by electronic transmission. Lastly, also clarifying the time by which a parent corporation is required to provide a certain notice in a certain merger.

The Carroll County Chamber of Commerce, a business advocacy organization of over 600 members, opposes this bill as it oversteps the oversight of the typical private corporation bylaws which is a matter handled by each individual corporate entity. Such provisions should and are outlined within the required documents when governing the operation of a private business.

The Carroll County Chamber of Commerce requests that you give this bill an unfavorable report.

Sincerely,

A handwritten signature in cursive script that reads 'Mike McMullin'.

Mike McMullin
President
Carroll County Chamber of Commerce

CC: Senator Justin Ready
Delegate Haven Shoemaker

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