

**CONFERENCE COMMITTEE REPORT
DIGEST FOR EHB 1081**

Citations Affected: IC 28-13-12-1.

Synopsis: Financial institutions and consumer credit. Conference committee report for EHB 1081. Makes various changes to the laws concerning: (1) financial institutions; (2) first lien mortgage lenders; (3) persons regulated under the Uniform Consumer Credit Code, including payday lenders; (4) debt management companies; (5) pawnbrokers; (6) money transmitters; (7) rental purchase agreements; and (8) funeral trusts. Repeals provisions that do the following: (1) Allow a debtor to cancel an agreement with a debt management company before midnight of the third business day after the debtor enters into the agreement. (2) Concern the definition, cancellation, and duration of, and alternatives to, a "surety device" for purposes of the statute concerning money transmitters. (3) Concern the application fee for purposes of the statute concerning money transmitters. **(This conference committee report deletes and reinserts the Indiana Code section included in the March 27, 2013, version of EHB 1081 that concerns the officers of certain corporate financial institutions (corporations), with the following changes made to that section: (1) Provides that if the president of the corporation is not the corporation's highest acting officer, the officers of the corporation must include another officer designated by the directors whose duties are equivalent to those performed by the highest acting officer. (2) Removes an outdated reference to the cashier of a corporation. (3) Restores language specifying that each of a corporation's officers shall be chosen by the board of directors at the time, in the manner, and for the terms prescribed in the corporation's bylaws and specifies that the board may choose directors as prescribed in the corporation's articles of incorporation. (4) Removes the provision that would have required the corporation's highest acting officer to be chosen from among the directors and provides that if not already a director, the corporation's highest acting officer shall become a director in accordance with the corporation's articles of incorporation or bylaws as soon as practicable after being chosen to serve in that office. (5) Specifies that if a corporation's articles of incorporation or bylaws so provide, two or more (instead of at least two) offices may be held by the same person, subject to the condition that the highest acting officer (instead of the president) may not also serve as the chief financial officer. (6) Makes a technical change.)**

Effective: July 1, 2013.

CONFERENCE COMMITTEE REPORT

MADAM PRESIDENT:

Your Conference Committee appointed to confer with a like committee from the House upon Engrossed Senate Amendments to Engrossed House Bill No. 1081 respectfully reports that said two committees have conferred and agreed as follows to wit:

that the House recede from its dissent from all Senate amendments and that the House now concur in all Senate amendments to the bill and that the bill be further amended as follows:

- 1 Page 73, line 34, delete "another".
2 Page 83, delete lines 29 through 42, begin a new paragraph and
3 insert:
4 "SECTION 66. IC 28-13-12-1 IS AMENDED TO READ AS
5 FOLLOWS [EFFECTIVE JULY 1, 2013]: Sec. 1. **(a)** The officers of
6 a corporation must consist of **the following:**
7 **(1)** A president **and, if the president is not the highest acting**
8 **officer of the corporation, another officer designated by the**
9 **directors, regardless of the title of that officer, whose duties**
10 **are equivalent to those customarily performed by the highest**
11 **acting officer.**
12 **(2)** **One (1) or more officers whose duties are equivalent to**
13 **those customarily performed by a secretary or cashier, and**
14 **chief financial officer.**
15 **(3)** **An officer whose duties include preparing minutes of the**
16 **directors' and shareholders' meetings, authenticating records**
17 **of the corporation, and other duties customarily performed by**
18 **a secretary.**
19 **(4)** **Any other officers prescribed by the articles of**
20 **incorporation or the bylaws.**
21 **(b)** Each of the officers shall be chosen by the board of directors at

1 the time, ~~and~~ in the manner, and for the terms as **prescribed in the**
2 **corporation's articles of incorporation or** bylaws. ~~of the corporation~~
3 ~~may prescribe.~~ Each officer shall hold office until the officer's
4 successor is chosen and has qualified. The president shall be chosen
5 from among the directors.

6 **(c) If not already a director, the officer described in subsection**
7 **(a)(1) who is the highest acting officer of the corporation shall**
8 **become a director in accordance with the corporation's articles of**
9 **incorporation or bylaws as soon as practicable after being chosen**
10 **to serve in that office.**

11 **(d) If the articles of incorporation or** the bylaws so provide, at
12 ~~least two (2) or more~~ offices may be held by the same person, except
13 that the duties of the ~~president and the secretary or cashier~~ **an officer**
14 **described in subsection (a)(1) and an officer described in**
15 **subsection (a)(2) may not be performed by the same person."**

16 Page 84, delete lines 1 through 10.

17 Renumber all SECTIONS consecutively.

(Reference is to EHB 1081 as reprinted March 27, 2013.)

Conference Committee Report
on
Engrossed House Bill 1081

Signed by:

Representative Burton
Chairperson

Senator Holdman

Representative Moed

Senator Stoops

House Conferees

Senate Conferees