

CHAPTER 205—S. F. No. 718

An act to amend Mason's Minnesota Statutes of 1927, Section 8027 and Section 8028, relating to the enforcement of stockholders' liability, the order for assessment, enforcement, effect, and defenses available thereto..

Be it enacted by the Legislature of the State of Minnesota:

Section 1. Enforcement of stockholders liability—hearing—order.—That Mason's Minnesota Statutes of 1927, Section 8027, be and the same is hereby amended so as to read as follows:

"8027. Such order shall authorize and direct the assignee or receiver to collect the amount so assessed, and, on failure of any one liable to such assessment to pay the same within the time prescribed, to prosecute an action against him, whether resident or non-resident, and wherever found. Such order shall be conclusive as to all matters relating to the amount, propriety, and necessity of the assessment, *against such parties as shall have been served with notice of the Receiver's Petition for Assessment as provided in Section 8025, General Statutes of 1923, as amended by Section 273, Section 1, Session Laws of Minnesota for 1925*, except that the defense of ultra vires set forth in Section 6646 may be interposed by any stockholder in any suit for any such assessment and if maintained shall diminish the liability of such stockholder in the proportion that the liabilities determined to be ultra vires shall bear to the total liabilities of such corporation."

Sec. 2. Action for assessments.—That Mason's Minnesota Statutes of 1927, Section 8028, be and the same is hereby amended so as to read as follows:

"8028. Upon expiration of the time specified in the order for the payment of assessments, the assignee or receiver shall commence action against every party so assessed and failing to pay, wherever he or any property subject to process in such action is found, unless he shall report to the court that he believes such stockholder to be insolvent, or that the expenses of the prosecution will probably exceed the amount likely to be collected, in which case the court, unless satisfied to the contrary, shall order action suspended as to such party, *provided that no action shall be commenced to collect the amount of any such assessment, unless commenced within two years after the insolvency of the corporation, and the appointment of a receiver or assignee, or in the event that the insolvency of such corporation, and the appointment of such receiver or assignee occurred more than eighteen months prior to the passage of this act then within six months after the passage of this act.*"

Approved April 18, 1931.