

[309.20] Sec. 3. **New corporate identity.** Upon any such merger or consolidation becoming effective,

(1) The corporate existence and identity of each corporation which is a party thereto shall continue in the surviving or consolidated corporation which shall be deemed to be the same corporation as each of the constituent corporations;

(2) All the property, assets, rights, privileges, powers, franchises and immunities of each corporation which is a party to said merger or consolidation shall vest in the surviving or consolidated corporation, and the surviving or consolidated corporation, by the continuance in it of the corporate existence and identity of each corporation which is a party to said merger or consolidation, shall be the corporation entitled to receive all gifts, devises, bequests, legacies, or other transfers or assignments of money or property, real, personal, or mixed, made directly or in trust to or intended for any corporation which is a party to said merger or consolidation; provided always, however, that except as provided in Minnesota Statutes 1945, section 501.12, no properties or assets and no income of any properties or assets held or received by any corporation which is a party to said merger or consolidation or which shall be received by the surviving or consolidated corporation after the date of such merger or consolidation shall be diverted from the uses and purposes for which the same were or are received and held or from the uses and purposes for which same were expressed and intended; and

(3) All debts, liabilities and obligations of each corporation which is a party to said merger or consolidation shall become the debts, liabilities and obligations of the surviving or consolidated corporation.

Approved April 2, 1947.

CHAPTER 197—H. F. No. 310

An act relating to workmen's compensation; providing that the workmen's compensation law shall apply to executive officers of corporations; amending Minnesota Statutes 1945, Section 176.01.

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

Section 1. Minnesota Statutes 1945, Section 176.01, Subdivision 8, is amended to read as follows:

176.01. **Definitions.** Subd. 8. **Employee.** The terms "employee" and "workman" are used interchangeably and have the same meaning throughout this chapter and shall be construed to mean:

(1) Every person in the service of the state, or any county, city, town, village, borough, or school district therein, under any appointment or contract of hire, expressed or implied, oral or written, but shall not include any official of the state or of any county, city, town, village, borough, or school district therein, who shall have been elected or appointed for a regular term of office or to complete the unexpired portion of any regular term; sheriffs, deputy sheriffs, constables, marshals, policemen, and firemen shall be deemed employees within the meaning of this section; where, in any city operating under a home rule charter, a mode and manner of compensation is provided by the charter which is different from that provided by this chapter, and the amount of compensation provided by the charter would, if taken thereunder, exceed the amount the employee is entitled to under this chapter for the same period, he shall, in addition to his compensation under this chapter, receive under the charter an amount equal to the excess in compensation provided by the charter over what he is entitled to by this chapter; if the amount of compensation provided by the charter would, if taken thereunder, be equal to or less than the amount of compensation the employee is entitled to under this chapter for the same period, he shall take only under this chapter; any peace officer, other than a sheriff, deputy sheriff, marshal, or policeman shall be considered an employee while engaged in the enforcement of peace or in and about the pursuit and capture of any person charged with or suspected of crime;

(2) Every person in service of another under any contract of hire, expressed or implied, oral or written, including aliens, and also including minors, who, for the purpose of making election of remedy under this chapter, shall be construed the same, and have the same power of contracting and electing as adult employees.

(3) *Every executive officer of a corporation.*

Sec. 2. Minnesota Statutes 1945, Section 176.01, is amended by adding a subdivision which shall read as follows:

176.01. **Definitions.** Subd. 17. **Executive officer of a corporation.** "*Executive officer of a corporation*" means any

officer of a corporation elected or appointed in accordance with its charter and by-laws.

Approved April 2, 1947.

CHAPTER 198—H. F. No. 379

An act relating to the conduct of schools on certain holidays and amending Minnesota Statutes 1945, Section 131.22.

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

Section 1. Minnesota Statutes 1945, Section 131.22, is amended to read:

131.22. **Conduct of school on certain holidays.** The governing body of any school district may contract with any of the teachers thereof for the conduct of schools, and may conduct schools, on either, or any, of the following holidays, provided that a clause to this effect is inserted in the teacher's contract: Lincoln's and Washington's birthdays, *Columbus day* and Armistice day, provided that on Washington's birthday, Lincoln's birthday, and Armistice day at least one hour of the school program be devoted to a patriotic observance of the day.

Approved April 2, 1947.

CHAPTER 199—H. F. No. 380

An act relating to official seals; and amending Minnesota Statutes 1945, Section 358.03.

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

Section 1. Minnesota Statutes 1945, Section 358.03, is amended to read as follows:

358.03. **Form of official seals.** Upon every seal of a court or officer authorized or required to have a seal there shall be engraved the same device that is engraved on the seal of the state, and the name of the court or office in which it is to be used.

Approved April 2, 1947.