

**308A.005 DEFINITIONS.**

Subdivision 1. **Applicability.** The definitions in this section apply to this chapter.

Subd. 1a. **Address.** "Address" means mailing address, including a zip code. In the case of a registered address, the term means the mailing address and the actual office location, which may not be a post office box.

Subd. 2. **Articles.** "Articles" means the articles of incorporation of a cooperative as originally filed and amended.

Subd. 3. **Association.** "Association" means an organization conducting business on a cooperative plan that is incorporated under other laws of this state or another state.

Subd. 4. **Board.** "Board" means the board of directors of a cooperative.

Subd. 5. **Cooperative.** "Cooperative" means an association conducting business on a cooperative plan that is organized under this chapter or is subject to this chapter.

Subd. 6. **Corporation.** "Corporation" means a company, limited liability company, whether domestic or foreign, association, or body vested with a corporate power or function.

Subd. 7. **Domestic corporation.** "Domestic corporation" means a corporation organized under the laws of this state.

Subd. 7a. **Filed with the secretary of state.** "Filed with the secretary of state" means that a document meeting the applicable requirements of this chapter, signed and accompanied by the required filing fee, has been delivered to the secretary of state of this state. The secretary of state shall endorse on the document the word "Filed" and the month, day, and year of filing, record the document in the Office of the Secretary of State, and return a document to the person who delivered it for filing.

Subd. 7b. **Foreign cooperative.** "Foreign cooperative" means a foreign business entity organized to conduct business on a cooperative plan consistent with this chapter or chapter 308B.

Subd. 8. **Foreign corporation.** "Foreign corporation" means a corporation that is not a domestic corporation.

Subd. 8a. **Health care cooperative.** "Health care cooperative" has the meaning given in section 62R.04, subdivision 2.

Subd. 9. **Member.** "Member" means a member or a stockholder of a cooperative who is entitled to vote.

Subd. 10. **Members' meeting.** "Members' meeting" means a regular or special members' meeting.

Subd. 10a. **Signed.** (a) "Signed" means that the signature of a person has been written on a document, as provided in section 645.44, subdivision 14, and, with respect to a document required by this chapter to be filed with the secretary of state, means that the document has been signed by a person authorized to do so by this chapter, the articles or bylaws, or by a resolution approved by the directors or the members.

(b) A signature on a document may be a facsimile affixed, engraved, printed, placed, stamped with indelible ink, transmitted by facsimile or electronically, or in any other manner reproduced on the document.

Subd. 11. **Stockholder.** "Stockholder" means the holder of a share of common stock of a cooperative.

**History:** *1989 c 144 art 1 s 2; 1992 c 517 art 1 s 17; 1994 c 625 art 11 s 9; 1997 c 10 art 4 s 1,2; 1997 c 137 s 9; 2008 c 203 s 6*