

**MINUTES OF THE SENATE BUSINESS & LABOR STANDING COMMITTEE**  
**MONDAY, JANUARY 24, 2011**  
**ROOM 215 SENATE BUILDING**

Members Present: Sen. John Valentine, Chair  
Sen. Dan Liljenquist  
Sen. Kevin VanTassell  
Sen. Gene Davis  
Sen. Karen Mayne

Members Absent: Sen. Curt Bramble  
Sen. David Hinkins  
Sen. Steve Urquhart

Staff Present: Bryant R. Howe, Assistant Director  
Karen Allred, Committee Secretary

Public Speakers Present: Sam Gardner, Dorsey & Whitney LLP  
Ted Lewis, Attorney  
Chris Purcell, Attorney, State Farm

A list of visitors and a copy of handouts are filed with the committee minutes.

Chair Valentine called the meeting to order at 3:30 p.m., welcomed those in attendance and announced that, at the request of the sponsor, S.B. 98 Securities Related Amendments (*B. McAdams*) would not be heard today.

1. **S.B. 11 Worker Classification Coordinated Enforcement** (*K. Mayne*)

Sen. Mayne presented the bill.

**MOTION:** Sen. Mayne moved to adopt 1st Sub. S.B. 11.

The motion passed unanimously.

Sen. Mayne further explained the bill.

**MOTION:** Sen. Liljenquist moved to transmit S.B. 11 with a favorable recommendation.

The motion passed unanimously.

2. **S.B. 95 Shareholder Action Without Meeting** (*B. McAdams*)

Sen. McAdams explained the bill assisted by Sam Gardner, Dorsey & Whitney LLP.

The following amendments were distributed:

***1. Page 5, Lines 122 through 129:***

- 122            {+}    {-(5)}    (6)    Notwithstanding Subsection (1), directors may not be  
                 elected by written consent
- 123    except by unanimous written consent of all shares entitled to vote for the election of  
                 directors.    {+}
- 124            {-(6)}    (7)    If not otherwise determined under Sections 16-10a-703 or  
                 16-10a-707, the record
- 125    date for determining shareholders entitled to take action without a meeting or  
                 entitled to be
- 126    given notice under Subsection (2) [~~of action so taken~~] or (3) is the date the first  
                 shareholder
- 127    delivers to the corporation a writing upon which the action is taken pursuant to  
                 Subsection (1).
- 128            {-(7)}    (8)    Action taken under this section has the same effect as action  
                 taken at a meeting of
- 129    shareholders and may be so described in any document.

**MOTION:** Sen. Davis moved to adopt the amendments.

The motion passed unanimously.

Ted Lewis, Attorney, spoke to the bill.

**MOTION:** Sen. VanTassell moved to transmit S.B. 95 with a favorable recommendation.

The motion passed unanimously.

**3. S.B. 99 Motor Vehicle Insurance - Named Driver Exclusion Amendments (L. Hillyard)**

Sen. Hillyard explained the bill. Chris Purcell, Attorney, State Farm Insurance, spoke to the bill.

**MOTION:** Sen. Mayne moved to transmit S.B. 99 with a favorable recommendation.

The motion passed unanimously.

**MOTION:** Sen. Davis moved to adjourn.

The motion passed unanimously.

Chair Valentine adjourned the meeting at 3:55 p.m.

---

Sen. John Valentine, Committee Chair