

2023 Kansas Statutes

17-6014. Application of the Kansas general corporation code to nonstock corporations. (a) Except as otherwise provided in subsections (b) and (c), the provisions of the Kansas general corporation code shall apply to nonstock corporations in the manner specified in this subsection:

- (1) All references to stockholders of the corporation shall be deemed to refer to members of the corporation;
- (2) all references to the board of directors of the corporation shall be deemed to refer to the governing body of the corporation;
- (3) all references to directors or to members of the board of directors of the corporation shall be deemed to refer to members of the governing body of the corporation; and
- (4) all references to stock, capital stock or shares thereof of a corporation authorized to issue capital stock shall be deemed to refer to memberships of a nonprofit nonstock corporation and to membership interests of any other nonstock corporation.

(b) Subsection (a) shall not apply to:

- (1) K.S.A. 17-6002(a)(4), (b)(1) and (b)(2), 17-6009(a), 17-6301, 17-6404, 17-6505, 17-6518, 17-6520(b), 17-6601, 17-6602, 17-6703, 17-6705, 17-6706, 17-6707, 17-6708, 17-6801, 17-6805, 17-6805a, 17-7001, 17-7002, 17-7503(d)(4), 17-7504 and 17-7505(d)(4), and amendments thereto, and K.S.A. 17-6014, and amendments thereto, that apply to nonstock corporations by their terms;
- (2) K.S.A. 17-6002(e), the last sentence of 17-6009(b), 17-6401, 17-6402, 17-6403, 17-6405, 17-6406, 17-6407(d), 17-6408, 17-6411, 17-6412, 17-6413, 17-6414, 17-6415, 17-6416, 17-6417, 17-6418, 17-6501, 17-6502, 17-6503, 17-6504, 17-6506, 17-6509, 17-6512, 17-6521, 17-6603, 17-6604, 17-6701, 17-6702, 17-6803 and 17-6804, and amendments thereto, and K.S.A. 17-6427 and 17-72a04, and amendments thereto; and
- (3) articles 72 and 73 of chapter 17 of the Kansas Statutes Annotated, and amendments thereto.

(c) In the case of a nonprofit nonstock corporation, subsection (a) shall not apply to:

- (1) The sections and articles listed in subsection (b);
- (2) K.S.A. 17-6002(b)(3), 17-6304(a)(2), 17-6507, 17-6508, 17-6712, 17-7503, 17-7505 and 17-7509, and amendments thereto, and K.S.A. 17-6011(a)(2) and (a)(3), and amendments thereto; and
- (3) article 64 of chapter 17 of the Kansas Statutes Annotated, and amendments thereto, other than K.S.A. 17-6428 and 17-6429, and amendments thereto, and K.S.A. 17-72a01 through 17-72a09, and amendments thereto.

(d) For purposes of the Kansas general corporation code:

- (1) A "charitable nonstock corporation" is any nonprofit nonstock corporation that is exempt from taxation under § 501(c)(3) of the federal internal revenue code of 1986, 26 U.S.C. § 501(c)(3);
- (2) a "membership interest" is, unless otherwise provided in a nonstock corporation's articles of incorporation, a member's share of the profits and losses of a nonstock corporation or a member's right to receive distributions of the nonstock corporation's assets, or both;
- (3) a "nonprofit nonstock corporation" is a nonstock corporation that does not have membership interests; and
- (4) a "nonstock corporation" is any corporation organized under the Kansas general corporation code that is not authorized to issue capital stock.

History: L. 2016, ch. 110, § 4; L. 2017, ch. 71, § 10; L. 2021, ch. 61, § 11; L. 2021, ch. 61, § 12; L. 2023, ch. 66, § 11; July 1.