

1 IN THE SENATE

BY SENATOR STEPOVICH

2 SENATE BILL NO. 63

3 IN THE LEGISLATURE OF THE TERRITORY OF ALASKA

4 TWENTY-SECOND SESSION

5 A BILL

6 For an Act entitled: "An Act relating to corporate books and
7 records; repealing Section 36-1-121 ACLA
8 1949 and enacting in lieu thereof a new
9 Section 36-1-121."

10 BE IT ENACTED BY THE LEGISLATURE OF THE TERRITORY OF ALASKA:

11 Section 1. Section 36-1-121 ACLA 1949 is repealed, and a
12 new Section, in lieu thereof, is enacted to read as follows:

13 Section 36-1-121. CORPORATE BOOKS AND RECORDS.

14 (a) Each corporation formed under the laws of the Ter-
15 ritory of Alaska shall keep correct and complete books and
16 records of account, and shall also keep minutes of the proceed-
17 ings of its stockholders and board of directors; and shall keep
18 at its principal office in the Territory a record of its stock-
19 holders, giving the names and addresses of all stockholders and
20 the number and class of shares held by each.

21 (b) Any person or persons who shall be the holders of
22 record of at least one per centum of all the outstanding shares
23 of any such corporation shall have the right to examine, at any
24 reasonable time or times, for any proper purpose, its record
25 of stockholders.

26 (c) If any person or persons holding in the aggregate
27 one per centum or more of all of the outstanding shares of a cor-
28 poration shall present to any officer or director of such corpor-
29 ation, ~~or to any agent designated by such corporation as the per-~~

son upon whom process may be served in the Territory of Alaska,
a written request for its statement of affairs, it shall be his
duty to make or procure such a statement, embracing a particular
account of its assets and liabilities in detail, and to have the
same ready and on file at the principal office of the corporation
within thirty days after the presentation of such request. Such
statement shall at all times during business hours be open to
inspection of any such stockholder, but he shall not be entitled
to copy the same.

(d) Any corporation whose officers or agents or direc-
tors (1) shall refuse to allow any such person, entitled under
the provisions of subsection (b) of this Section to examine the
record of stockholders, so to examine such record, or (2) shall
refuse or fail to procure and file, and permit the inspection
of, the statement of corporate affairs pursuant to subsection
(c) of this Section, shall be liable to such person in a penalty
of \$100.00 in addition to any other damages or remedy afforded
him by law. It shall be a defense to any action for penalties
hereunder that the person suing therefor has improperly used any
information secured through any prior examination of the record
of stockholders or the statement of the affairs of the corporation
or any other corporation.

(e) Nothing herein contained shall impair the power
of any court of competent jurisdiction, upon proof by a stock-
holder of proper purpose, irrespective of the period of time
during which such stockholder shall have been a stockholder of
record, and irrespective of the number of shares held by him,
to compel by mandamus or otherwise the production for examination
by such stockholder of the books and records of account, minutes,

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

and record of stockholders of a corporation. At the time of the
initiation of any such proceeding, such stockholder shall file
with the court a ^{surety or cash} bond in the sum of ~~\$250.00~~ ^{500.00}, which shall have
sufficient surety and which shall be conditioned to secure the
payment of all costs which shall be awarded against such stock-
holder by any final order, judgment or decree entered by the
court in such action or proceeding.