

# HB4435



## 104TH GENERAL ASSEMBLY

State of Illinois

2025 and 2026

HB4435

Introduced 1/20/2026, by Rep. Sharon Chung

### SYNOPSIS AS INTRODUCED:

805 ILCS 5/3.10

from Ch. 32, par. 3.10

Amends the Business Corporation Act of 1983. Provides that nothing in the Act shall grant or recognize the power of a corporation to engage in activities related to the nomination or election of candidates for public office or the initiation, submission, or consideration of questions of public policy.

LRB104 17551 SPS 30979 b

A BILL FOR

1 AN ACT concerning business.

2 **Be it enacted by the People of the State of Illinois,**  
3 **represented in the General Assembly:**

4 Section 5. The Business Corporation Act of 1983 is amended  
5 by changing Section 3.10 as follows:

6 (805 ILCS 5/3.10) (from Ch. 32, par. 3.10)

7 Sec. 3.10. General powers. Each corporation shall have  
8 power:

9 (a) To have perpetual succession by its corporate name  
10 unless a limited period of duration is stated in its articles  
11 of incorporation.

12 (b) To sue and be sued, complain and defend, in its  
13 corporate name.

14 (c) To have a corporate seal which may be altered at  
15 pleasure, and to use the same by causing it, or a facsimile  
16 thereof, to be impressed or affixed or in any other manner  
17 reproduced, provided that the affixing of a corporate seal to  
18 an instrument shall not give the instrument additional force  
19 or effect, or change the construction thereof, and the use of a  
20 corporate seal is not mandatory.

21 (d) To purchase, take, receive, lease as lessee, take by  
22 gift, legacy, or otherwise acquire, and to own, hold, use, and  
23 otherwise deal in and with any real or personal property, or

1 any interest therein, situated in or out of this State.

2 (e) To sell and convey, mortgage, pledge, lease as lessor,  
3 and otherwise dispose of all or any part of its property and  
4 assets.

5 (f) To lend money to its directors, officers, employees  
6 and agents.

7 (g) To purchase, take, receive, subscribe for, or  
8 otherwise acquire, own, hold, vote, use, employ, sell,  
9 mortgage, loan, pledge, or otherwise dispose of, and otherwise  
10 use and deal in and with, shares or other interests in, or  
11 obligations of, other domestic or foreign corporations,  
12 associations, partnerships, or individuals and, subject to the  
13 provisions of Sections 9.05 and 9.10 of this Act, to purchase,  
14 take, receive, or otherwise acquire, hold, own, pledge,  
15 transfer, or otherwise dispose of its own shares. However, if  
16 applicable, each corporation shall comply with the provisions  
17 of The Illinois Bank Holding Company Act of 1957.

18 (h) To incur liabilities; to borrow money for its  
19 corporate purposes at such rates of interest as the  
20 corporation may determine without regard to the restrictions  
21 of any usury law of this State, to issue its notes, bonds, and  
22 other obligations; to secure any of its obligations by  
23 mortgage, pledge, or deed of trust of all or any of its  
24 property, franchises, and income; and to make contracts,  
25 including contracts of guaranty and suretyship, but a  
26 corporation may not be organized hereunder for the purpose of

1 insurance.

2 (i) To invest its surplus funds from time to time and to  
3 lend money for its corporate purposes, and to take and hold  
4 real and personal property as security for the payment of  
5 funds so invested or loaned.

6 (j) To conduct its business, carry on its operations, and  
7 have offices within and without this State and to exercise in  
8 any other state, territory, district, or possession of the  
9 United States, or in any foreign country, the powers granted  
10 by this Act.

11 (k) To elect or appoint officers and agents of the  
12 corporation, and define their duties and fix their  
13 compensations.

14 (l) To make and alter by-laws, not inconsistent with its  
15 articles of incorporation or with the laws of this State,  
16 except as provided in Section 2.30, for the administration and  
17 regulation of the affairs of the corporation.

18 (m) To make donations for the public welfare or for  
19 charitable, scientific, religious or educational purposes; to  
20 lend money to the State or Federal government; and, to  
21 transact any lawful business in aid of the United States.

22 (n) To cease its corporate activities and surrender its  
23 corporate franchise.

24 (o) To establish deferred compensation plans, pension  
25 plans, profit-sharing plans, share bonus plans, share option  
26 plans, and other incentive plans for its directors, officers

1 and employees and to make the payments and issue the shares  
2 provided for therein.

3 (p) To indemnify its directors, officers, employees or  
4 agents in accordance with and to the extent permitted by  
5 Section 8.75 of this Act.

6 (q) To be a promoter, partner, member, associate or  
7 manager of any partnership, joint venture or other enterprise.

8 (r) To have and exercise all powers necessary or  
9 convenient to effect any or all of the purposes for which the  
10 corporation is formed, except that nothing in this Act shall  
11 grant or recognize the power of a corporation to engage in  
12 activities related to the nomination or election of candidates  
13 for public office or the initiation, submission, or  
14 consideration of questions of public policy.

15 (Source: P.A. 88-151.)