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**House of Representatives**  
Commonwealth of Pennsylvania  
Harrisburg

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**MEMORANDUM**

**DATE:** April 8, 2011

**FROM:** Rep. Gordon R. Denlinger

A handwritten signature in black ink, appearing to read "G. Denlinger".

**TO:** All House Members

**SUBJECT:** Cosponsor - Benefit Corporations or "B-Corps"

In the near future, I will be introducing legislation to create a new class of corporations within the Commonwealth. A Benefit Corporation class (B-Corp) would redefine the fiduciary duty of a corporation's directors allowing them to take non-financial interests into consideration when making decisions for the corporation.

This voluntary new form of corporation will allow companies that desire to make positive societal impacts on their communities to include those "for benefit" operations as part of their corporate mission. Other corporation classes do not allow directors to take non-monetary benefits into account since their decisions are legally required to maximize shareholder profit. A B-Corp's legal structure expands that corporate accountability so that directors are permitted to make decisions that are for the good of society, not just maximizing shareholder profits. In turn, consumers are able to support businesses that align with their values.

Currently, B-Corp legislation has been enacted in Maryland, Vermont and New Jersey, and is being considered in Colorado, Hawaii, New York, North Carolina, Virginia, California and Michigan.

If you wish to co-sponsor this legislation, please contact Jessica Murphy in my office at [jlmurphy@pahousegop.com](mailto:jlmurphy@pahousegop.com).