



For further information please contact:

Paul Hodnefield
 Associate General Counsel
 Phone: (651) 494-1730
 Toll Free: (800) 927-9801, Ext 61730
 Email: paul.hodnefield@cscglobal.com

Business Entity Legislation 2019

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| State | Bill | Introduced | Description | Status |
|------------|-------|------------|--|--|
| New Jersey | A1498 | 1/9/18 | Revises the laws governing partnerships, limited partnerships and limited liability companies. The bill provides for conversion of such entities to other entity types, eliminates the requirement that an LLC have a member at the time it is formed, and makes other changes regarding LLCs. | Carryover from 2018. Assigned to the Regulated Professions Committee. |
| New Jersey | A1898 | 1/9/18 | Creates the Business Court. The Business Court would have jurisdiction with respect to business and commercial disputes involving contracts; the UCC; banking; insurance; commodities; securities; business organizations; competition among businesses; business reorganizations; dispositions of businesses; business combinations; shareholder, partner and member disputes; intellectual property matters; the termination of services to a business or an agreement not to compete; employment agreements with an executive officer or manager; and other commercial disputes as provided by the court rules. The Business Court would also hear certain private actions authorized under federal law which may be heard in State court pursuant to which a federal agency regulates certain matters. | Carryover from 2018. Assigned to the Assembly Judiciary Committee. |
| New Jersey | A4133 | 6/11/18 | Amends the New Jersey Business Corporation Act to permit domestication and conversion across all entity types. | Carryover from 2018. Passed Assembly 6/21/18. Assigned to the Senate Commerce Committee. |

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| New Jersey | S1151 | 1/25/18 | Amends provisions related to the liability of members and managers of an LLC and directors and officers of a corporation. If enacted, this bill would provide that the members and managers of an LLC, and the directors and officers of a corporation, may be held jointly and severally liable for housing code, building code, or health code charges related to property leased by the entity for residential purposes. In addition, each landlord would be required to file a certificate with the names and addresses of the registered agent and, depending on the type of entity, members of the LLC or officers and directors of the corporation. | Carryover from 2018. Assigned to the Community and Urban Affairs Committee. |
| New Jersey | S2187 | 3/8/18 | This bill would modernize business filing statutes to include entity conversion and domestication. Similar bills were introduced in the 2016-2017 session. | Carryover from 2018. Assigned to Senate Commerce Committee. |
| New Jersey | S2904 | 9/13/18 | Revises the laws governing partnerships, limited partnerships and limited liability companies. The bill provides for conversion of such entities to other entity types, eliminates the requirement that an LLC have a member at the time it is formed, and makes other changes regarding LLCs. | Carryover from 2018. Assigned to Senate Commerce Committee. |
| New Jersey | S8213 | 4/18/18 | Would require LLCs to provide beneficial owner information at formation or qualification and update changes in annual reports. | Carryover from 2018. Assigned to the Corporations, Authorities and Commissions Committee. |
| North Dakota | H1045 | 1/3/19 | Adds a new provision that allows an LLC to establish series through its operating agreement. This provision does not appear to be based on the Uniform Protected Series Act that was approved by the Uniform Law Commission in 2017. Includes other amendments to corporate law. | See Other Uniform Acts Chart for tracking information. |
| South Carolina | H3211 | 1/8/19 | Enacts Uniform Unincorporated Nonprofit Association Act. | Assigned to House Judiciary Committee. |
| South Carolina | S260 | 1/8/19 | Enacts Uniform Unincorporated Nonprofit Association Act. | Assigned to Labor, Commerce and Industry Committee |
| South Carolina | S267 | 1/8/19 | Enacts Limited Partnership Act. | Assigned to Labor, Commerce and Industry Committee |

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| Virginia | H2272 | 1/9/19 | Adopts the Uniform Protected Series Act. | Pending. |