

March 16, 2015

The Honorable Julia Lynn, Chairperson
Senate Committee on Commerce
Statehouse, Room 445-S
Topeka, Kansas 66612

Dear Senator Lynn:

SUBJECT: Fiscal Note for SB 276 by Senate Committee on Ways and Means

In accordance with KSA 75-3715a, the following fiscal note concerning SB 276 is respectfully submitted to your committee.

SB 276 would allow the articles of organization of a limited liability company (LLC) to be amended upon filing a certificate of amendment or judicial decree of amendment with the Office of the Secretary of State or upon a future effective date specified in the certificate. When filing the articles or organization of a LLC organized to exercise powers of a professional association or professional corporation, the company would also be required to file a certificate which specifies each member is duly licensed to practice that profession, and that the proposed company name has been approved.

The bill would remove a provision which requires a merger to be effective upon filing a certificate of merger unless a future effective or time is provided. Under the bill, a person who executes any document, including any person acting as an agent or fiduciary, would not be required to exhibit evidence of the person's authority as a prerequisite to filing such documents. The bill would allow the Secretary of State to correct the Secretary's own errors on any documents filed under the act on the Secretary's own motion. Other amendments would relate to a power of attorney with respect to matters relating to the formation, internal affairs or termination of a covered entity; the names of all covered entities that must be distinguishable on records; covered or foreign entities whose public organic documents or foreign registration has been canceled or forfeited for any reason within the previous one year; name changes; and requirements that must be met before an entity can be registered to do business in the state.

The Office of the Secretary of State indicates SB 276 would have no fiscal effect.

Sincerely,



Shawn Sullivan,
Director of the Budget

cc: Desiree Taliaferro, Secretary of State's Office