

HOUSE BILL NO. HB0023

Secretary of state's office-amendments.

Sponsored by: Joint Corporations, Elections & Political
Subdivisions Interim Committee

A BILL

for

1 AN ACT relating to the secretary of state; modifying time
2 period, publication and notice requirements relating to
3 business entities; amending requirements for the secretary
4 of state to publish certain documents; removing requirement
5 for the secretary of state to distribute copies of the
6 election code to county clerks; accordingly repealing the
7 requirement that county clerks distribute copies of
8 election code to election judges; providing an
9 appropriation; and providing for an effective date.

10

11 *Be It Enacted by the Legislature of the State of Wyoming:*

12

13 **Section 1.** W.S. 9-1-303(d) (intro) and by creating a
14 new subsection (e), 17-10-204(e), 17-16-125(c),

1 17-21-1101(f)(ii), 17-23-111, 17-29-705(a) and 22-2-120 are
2 amended to read:

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4 **9-1-303. Powers and duties; affixing seal to and**
5 **countersigning commissions and documents; certified copies**
6 **of acts; file of commissions and appointments; publication**
7 **of documents.**

8
9 (d) The secretary of state shall ~~print~~make the
10 following documents ~~and make those documents~~ available to
11 the public ~~upon tender of fees prescribed by rule and~~
12 ~~regulation, which fees shall be sufficient to the extent~~
13 ~~practical to recover the secretary of state's cost of the~~
14 ~~document provided~~ by publishing the documents on the
15 secretary of state's official website:

16
17 (e) The secretary of state shall print and make
18 available the constitution of the state of Wyoming upon
19 payment of a fee established by rule and in an amount to
20 recover the costs of printing the document.

21
22 **17-10-204. Registered agent; change of registered**
23 **office or registered agent.**

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2 (e) If any cooperative has failed for thirty (30)
3 days to appoint and maintain a registered agent in this
4 state, or has failed for thirty (30) days after change of
5 its registered office or registered agent to file in the
6 office of the secretary of state a statement of the change
7 it shall be deemed to be transacting business within this
8 state without authority and to have forfeited any
9 franchises, rights or privileges acquired under the laws
10 thereof and the forfeiture shall be made effective in the
11 following manner. The secretary of state shall mail by
12 ~~certified~~ first class mail, or by electronic means if the
13 cooperative has consented to receive notices
14 electronically, a notice of its failure to comply with
15 aforesaid provisions. Unless compliance is made within
16 thirty (30) days of ~~the delivery of~~ mailing or electronic
17 submission of the notice, the cooperative shall be deemed
18 defunct and to have forfeited its certificate of
19 organization acquired under the laws of this state.
20 Provided, that any defunct cooperative may at any time
21 within two (2) years after the forfeiture of its
22 certificate, in the manner herein provided, be revived and
23 reinstated, by filing the necessary statement under this

1 act and paying a reinstatement fee established by the
2 secretary of state by rule, together with a penalty of one
3 hundred dollars (\$100.00). The reinstatement fee shall not
4 exceed the costs of providing the reinstatement service.
5 The cooperative shall retain its registered name during the
6 two (2) year reinstatement period under this section.

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8 **17-16-125. Filing duty of secretary of state.**

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10 (c) If the secretary of state refuses to file a
11 document, he shall return it to the domestic or foreign
12 corporation or its representative within ~~five (5)~~ fifteen
13 (15) days after the document was delivered, together with a
14 brief, written explanation of the reason for his refusal.

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16 **17-21-1101. Registered limited liability**
17 **partnerships.**

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19 (f) Registration is effective immediately upon the
20 filing of a statement of registration or at any later date
21 or time specified in the statement of registration, and
22 remains effective until:

23

1 (ii) Sixty (60) days after ~~the first date of~~
2 ~~publication by the office of the secretary of state of~~
3 notice by the secretary of state that the partnership has
4 failed to make timely payment of the annual fee specified
5 in subsection (n) of this section or has failed to pay any
6 penalties imposed under W.S. 17-28-109, unless the fee and
7 any penalties are paid within the sixty (60) day period, or
8 that the partnership is without a registered agent or
9 registered office in this state, unless the partnership
10 regains a registered agent or registered office in this
11 state during the sixty (60) day period. The secretary of
12 state shall mail such notice by ~~certified~~ first class mail
13 to the last known mailing address of the partnership ~~and~~
14 ~~shall publish the notice once a week for two (2)~~
15 ~~consecutive weeks, in a newspaper of general circulation in~~
16 ~~the county in which the registered office of the~~
17 ~~partnership is located~~ or by electronic means if the
18 partnership has consented to receive notices
19 electronically. Notwithstanding any other provisions of
20 this paragraph, any domestic registered limited liability
21 partnership whose statement of registration has lapsed
22 under this paragraph may be reinstated as provided in W.S.
23 17-21-1107.

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2 **17-23-111. Failure to maintain registered agent or**
3 **registered office or pay annual fee.**

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5 If any statutory trust has failed to comply with the
6 provisions of W.S. 17-28-101 through 17-28-111 or has
7 failed to pay the fee required by W.S. 17-23-117, it is
8 transacting business within this state without authority
9 and shall forfeit any franchises, rights or privileges
10 acquired under the laws of this state. The forfeiture
11 shall be made effective in the following manner. The
12 secretary of state shall mail by ~~certified~~ first class
13 mail, or by electronic means if the statutory trust has
14 consented to receive notices electronically, a notice of
15 its failure to comply. Unless compliance is made within
16 sixty (60) days of ~~the delivery of~~ mailing or electronic
17 submission of the notice, the statutory trust shall be
18 deemed defunct and to have forfeited its certificate of
19 organization acquired under the laws of this state. Any
20 defunct statutory trust may at any time within two (2)
21 years after the forfeiture of its certificate, be revived
22 and reinstated, by filing the necessary statement under
23 this chapter and paying the prescribed fee, together with a

1 penalty of one hundred dollars (\$100.00). The statutory
2 trust shall retain its registered name during the two (2)
3 year reinstatement period.

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5 **17-29-705. Administrative forfeiture of authority and**
6 **articles of organization.**

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8 (a) If any limited liability company's registered
9 agent has filed its resignation with the secretary of state
10 and the limited liability company has not replaced its
11 registered agent and registered office, or the limited
12 liability company is without a registered agent or
13 registered office in this state for any reason, it shall be
14 deemed to be transacting business within this state without
15 authority and to have forfeited any franchises, rights or
16 privileges acquired under the laws thereof and the
17 forfeiture shall be made effective in the following manner.
18 The secretary of state shall mail by ~~certified~~first class
19 mail, or by electronic means if the limited liability
20 company has consented to receive notices electronically, a
21 notice of its failure to comply with aforesaid provisions.
22 Unless compliance is made within sixty (60) days of ~~the~~
23 ~~delivery of~~mailing or electronic submission of the notice,

1 the limited liability company shall be deemed defunct and
2 to have forfeited its articles of organization acquired
3 under the laws of this state. Provided, that any defunct
4 limited liability company may at any time within two (2)
5 years after the forfeiture of its articles of organization
6 or certificate of authority, in the manner herein provided,
7 be revived and reinstated, by filing the necessary
8 statement under this act and paying a reinstatement fee
9 established by the secretary of state by rule, together
10 with a penalty of two hundred fifty dollars (\$250.00). The
11 reinstatement fee shall not exceed the costs of providing
12 the reinstatement service. The limited liability company
13 shall retain its registered name during the two (2) year
14 reinstatement period under this section.

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16 **22-2-120. Publication of Election Code.**

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18 The secretary of state, not later than the first of July in
19 general election years, shall ~~distribute copies of~~ publish
20 the Election Code ~~to county and municipal clerks~~ on the
21 secretary of state's official website.

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23 **Section 2.** W.S. 22-12-107(a) (ix) is repealed.

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2 **Section 3.** There is appropriated five thousand
3 dollars (\$5,000.00) from the general fund to the secretary
4 of state. This appropriation shall only be expended for the
5 purpose of printing the constitution of the state of
6 Wyoming as required under W.S. 9-1-303(e) as created by
7 this act. Notwithstanding any other provision of law, this
8 appropriation shall not be transferred or expended for any
9 other purpose and any unexpended, unobligated funds
10 remaining from this appropriation shall revert as provided
11 by law on June 30, 2018. This appropriation shall be
12 included in the secretary of state's 2019-2020 standard
13 biennial budget request.

14

15 **Section 4.** This act is effective July 1, 2017.

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(END)