

SESSION OF 2015

SUPPLEMENTAL NOTE ON SENATE BILL NO. 276

As Amended by Senate Committee on
Commerce

Brief*

SB 276, as amended, would modify statutes related to business filings with the Kansas Secretary of State (Secretary). The bill would allow the articles of organization of a limited liability company to be amended upon filing a certificate of amendment or a judicial decree of amendment with the Secretary. For professional associations and professional corporations, the company would be required to file a certificate indicating that each member is duly licensed to practice the profession and that the proposed company name has been approved.

The bill would also remove a requirement that a merger be effective upon filing a certificate of merger unless a future effective date is provided. The bill would allow a person acting as an agent to file documents with the Secretary without providing evidence of the person's authority to file such documents.

Finally, the bill would provide that a new or existing entity may not adopt a former entity's name until after the former entity has been forfeited or canceled for at least one year.

Background

The bill was introduced by the Senate Committee on Ways and Means. At the Senate Committee on Commerce

*Supplemental notes are prepared by the Legislative Research Department and do not express legislative intent. The supplemental note and fiscal note for this bill may be accessed on the Internet at <http://www.kslegislature.org>

hearing on the bill, a representative from the Secretary of State's office testified in favor of the bill. There was no opponent or neutral testimony.

The Senate Committee amended the bill to include statutory references to both domestic and foreign business entities and to correct a typographical error.

A fiscal note on the amended bill was not available. A fiscal note on the bill, as introduced, prepared by the Division of the Budget indicates the bill would have no fiscal effect.