Memorandum

To: LSA

From: Eric Gookin, Chief Operating Officer, Office of the Secretary of State

Date: November 27, 2023

Re: Biennial Reporting pre-filed SOS department bill

The bill makes changes to Code chapter 489, relating to limited liability companies, Code chapter 490, relating to business corporations, Code chapter 501, relating to closed cooperatives, and Code chapter 504, relating to nonprofit corporations, referred to collectively as “entity”. The bill strikes a provision relating to federal tax identification number inclusion on an application for dissolving an entity. The bill also strikes a provision requiring the secretary to refer the federal tax identification number in the application for reinstatement of an entity, and for the department of workforce development to report to the secretary the tax status of an entity. The bill additionally strikes a provision requiring the secretary to refrain from canceling the declaration of dissolution of an entity until the filing delinquency or liability is satisfied upon a specified report by the department of workforce development.