

SECRETARY OF STATE[721]

Adopted and Filed Emergency

Pursuant to the authority of Iowa Code sections 488.206, 489.205, 490.120, and 504.111, the Secretary of State hereby amends Chapter 40, “Corporations,” Iowa Administrative Code.

Rule 721—40.9(490) requires that a registered agent if filing online provide an e-mail address through which to receive notices and other communication pursuant to Iowa Code chapters 488, 489, and 504. The amendment to rule 721—40.9(490) specifies that an alternate e-mail address must be provided if the registered agent does not have an e-mail address available where communication may be received on behalf of the business. The registered agent must notify the Secretary of State within 60 days if the registered agent’s e-mail address has been changed or discontinued. This rule applies to electronic documents filed in conjunction with filing requirements in Iowa Code chapters 488, 489, 490, and 504.

In compliance with Iowa Code section 17A.4(3), the Secretary of State finds that notice and public participation are impracticable because of the immediate need for the ability to receive correspondence on behalf of the corporation and because the creation of this amendment is a natural outgrowth of the previous rule making published as **ARC 9970B** in the January 11, 2012, Iowa Administrative Bulletin.

The Secretary also finds, pursuant to Iowa Code section 17A.5(2)“b”(2), that the normal effective date of the amendment should be waived and this amendment should be made effective upon filing with the Administrative Rules Coordinator on February 23, 2012, because the amendment confers a benefit by providing accessibility to e-mail communication for businesses filing electronically. Additionally, this amendment is a natural outgrowth of the earlier rule making to amend Chapter 40. Based on public comment from the earlier rule making, the Secretary of State has made this additional change to allow an alternate e-mail address.

After analysis and review of this rule making, no adverse impact on jobs has been found. Requiring e-mail addresses should increase efficiency for partnerships, limited liability corporations, and nonprofit corporations when conducting business in Iowa.

This amendment is intended to implement Iowa Code chapters 488, 489, 490, and 504.

This amendment became effective February 23, 2012.

The following amendment is adopted.

Amend rule 721—40.9(490) as follows:

721—40.9(490) Online filing requirements. The following requirements apply to the electronic filing of documents and the certification of electronic documents.

40.9(1) Registered agents who file documents electronically must provide an e-mail address to the secretary of state.

a. If a registered agent does not have an e-mail address, the agent shall provide the e-mail address of another individual or entity designated to receive electronic correspondence on behalf of the registered agent.

b. The registered agent shall notify the secretary of state within 60 days that the e-mail address provided in compliance with this rule has been changed or discontinued.

~~c.~~ c. An e-mail address disclosed in compliance with this rule shall not be viewed as a public record under Iowa Code chapter 22 and shall not be disclosed by the secretary of state.

~~d.~~ d. The secretary of state may use e-mail for official correspondence with an entity, except when law requires delivery by United States mail.

40.9(2) For filings requiring an online account, an applicant must follow the terms and conditions on the secretary of state’s Internet Web site for each electronic filing.

40.9(3) All correspondence related to an electronic filing shall be handled electronically in accordance with the requirements set forth in the uniform electronic transactions Act, Iowa Code chapter 554D.

40.9(4) Documents filed electronically shall be accompanied by the appropriate fee. This fee must be paid by check, credit card, or secretary of state charge account.

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