

489.14107 Additional limitations on operating agreement.

1. An operating agreement shall not vary the effect of any of the following:
 - a. [This section](#).
 - b. [Section 489.14103](#).
 - c. [Section 489.14104, subsection 1](#).
 - d. [Section 489.14104, subsection 2](#), to provide a protected series a power beyond the powers [this chapter](#) provides a limited liability company.
 - e. [Section 489.14104, subsection 3 or 4](#).
 - f. [Section 489.14105](#).
 - g. [Section 489.14106](#).
 - h. [Section 489.14108](#).
 - i. [Section 489.14201](#), except to vary the manner in which a limited liability company approves establishing a protected series.
 - j. [Section 489.14202](#).
 - k. [Section 489.14301](#).
 - l. [Section 489.14302](#).
 - m. [Section 489.14303, subsection 1 or 2](#).
 - n. [Section 489.14304, subsection 3 or 6](#).
 - o. [Section 489.14401](#), except to decrease or eliminate a limitation of liability stated in [section 489.14401](#).
 - p. [Section 489.14402](#).
 - q. [Section 489.14403](#).
 - r. [Section 489.14404](#).
 - s. [Section 489.14501, subsections 1, 4, and 5](#).
 - t. [Section 489.14502](#), except to designate a different person to manage winding up.
 - u. [Section 489.14503](#).
 - v. [Subchapter VI](#).
 - w. [Subchapter VII](#).
 - x. [Subchapter VIII](#).
 - y. A provision of [this subchapter](#) pertaining to any of the following:
 - (1) Registered agents.
 - (2) The secretary of state, including provisions pertaining to records authorized or required to be delivered to the secretary of state for filing under [this subchapter](#).
2. An operating agreement shall not unreasonably restrict the duties and rights under [section 489.14305](#) but may impose reasonable restrictions on the availability and use of information obtained under [section 489.14305](#) and may provide appropriate remedies, including liquidated damages, for a breach of any reasonable restriction on use.

[2019 Acts, ch 26, §7, 41](#); [2022 Acts, ch 1021, §140](#); [2023 Acts, ch 152, §131, 161](#)

Referred to in [§489.14106](#), [489.14108](#)

2023 amendment to subsection 1, paragraphs v – y effective January 1, 2024; [2023 Acts, ch 152, §161](#)

Subsection 1, paragraphs v – y amended