

**489.304 Liability of members and managers.**

1. For debts, obligations, or other liabilities of a limited liability company, whether arising in contract, tort, or otherwise all of the following apply:

a. They are solely the debts, obligations, or other liabilities of the company.

b. They do not become the debts, obligations, or other liabilities of a member or manager solely by reason of the member acting as a member or manager acting as a manager.

2. The failure of a limited liability company to observe any particular formalities relating to the exercise of its powers or management of its activities is not a ground for imposing liability on the members or managers for the debts, obligations, or other liabilities of the company.

[2008 Acts, ch 1162, §30, 155](#)

Referred to in [§421.26](#), [422.16](#), [489.702](#)