

Bill Summary
1st Session of the 57th Legislature

Bill No.:	SB 838
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Bill Analysis

SB 838 authorizes the an operating agreement that provides for the establishment of one or more designated series of members, managers, transferable interests or assets to a limited liability company. The debts, obligations or other liabilities of the limited liability company generally shall not be enforceable against the assets of the series. The measure also limits the liability of a series if the operating agreement provides for limited liability, notice is provided, and the records for the series are separate from the limited liability company within the agreement.

An established series may contract and hold title to assets, including real property and may hold assets directly or indirectly, including in the name of the series or the name of the limited liability company. The operating agreement of a series may also create classes or groups of members or managers of the series, take future actions to amend the operating agreement, create a governing and managing structure of the series, and restrict or amend voting rights in the series. The dissolution of a series shall require a two-thirds vote of shareholders, the dissolution of the limited liability company, or be named in the operating agreement for a certain date.

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