

ENROLLMENT(S)

kwiktag®

062 313 840



5

COUNCIL OF THE DISTRICT OF COLUMBIA

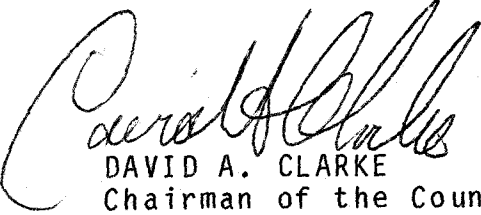
NOTICE

D.C. LAW 10-34

"Registered Limited Liability Partnership
Amendment Act of 1993".

Pursuant to Section 412 of the District of Columbia Self-Government and Governmental Reorganization Act, P. L. 93-198, "the Act", the Council of the District of Columbia adopted Bill No. 10-18 on first and second readings, June 1, 1993, and July 13, 1993, respectively. Following the signature of the Mayor on July 29, 1993, this legislation was assigned Act No. 10-66, published in the August 13, 1993, edition of the D.C. Register, (Vol. 40 page 5764) and transmitted to Congress on August 3, 1993 for a 30-day review, in accordance with Section 602(c)(1) of the Act.

The Council of the District of Columbia hereby gives notice that the 30-day Congressional Review Period has expired, and therefore, cites this enactment as D.C. Law 10-34, effective October 15, 1993.



DAVID A. CLARKE
Chairman of the Council

Dates Counted During the 30-day Congressional Review Period:

August 3,4,5,6

September 7,8,9,10,13,14,15,16,17,20,21,22,23,24,27,28,29,30

October 1,4,5,6,7,12,13,14

Codification

AN ACT

District of Columbia Code

D.C. ACT 10-66

(1994 Supplement)

IN THE COUNCIL OF THE DISTRICT OF COLUMBIA

JULY 29, 1993

To amend the Uniform Partnership Act of 1962 to relieve a partner from individual and joint and several liability for partnership obligations created by another partner's misconduct.

BE IT ENACTED BY THE COUNCIL OF THE DISTRICT OF COLUMBIA, That this act may be cited as the "Registered Limited Liability Partnership Amendment Act of 1993".

Sec. 2. The Uniform Partnership Act of 1962, approved September 27, 1962 (76 Stat. 636; D.C. Code § 41-101 et seq.), is amended as follows:

(a) Section 2 (D.C. Code § 41-101) is amended by adding 2 new definitions to read as follows:

Section 41-101

"Majority in interest" means those persons holding more than 50% of current interest in the profits of the partnership.

"Registered limited liability partnership" means a partnership registered pursuant to section 44 and complying with sections 45 and 46."

(b) New sections 6a, 44, 45, 46, 47, 48, and 49 are added to read as follows:

"Sec. 6a. Registration and fees.

New Section 41-105.1

(a) The Mayor may require that partnerships register on forms provided by the Mayor, and that partnerships be assessed a fee for the registration.

(b) The proposed fee schedule shall be submitted to the Council for a 45-day period of review, excluding Saturdays, Sundays, legal holidays, and days of Council recess. If the Council does not approve or disapprove the proposed rules, in whole or in part, by resolution within this 45-day review period, the proposed fee schedule shall be deemed approved. Nothing in this section shall affect any requirements imposed upon the Mayor by title 1 of the District of Columbia Administrative Procedure Act, approved October 21, 1968 (82 Stat. 1204; D.C. Code § 1-1501 et seq.)."

"Sec. 44. Registered limited liability partnerships.

New Section 41-143

(a) To become a registered limited liability partnership, a partnership must file an application with the Department of Consumer and Regulatory Affairs ("Department") that sets forth the following:

(1) The name of the registered limited liability partnership;

"(2) The address of the principal office and the name and address of the registered agent for service of process on limited liability partnerships and general partnerships;

"(3) The written permission of the registered agent to serve as registered agent;

"(4) The number of partners;

"(5) A brief statement of the business in which the limited liability partnership engages;

"(6) A statement that the limited liability partnership will maintain insurance coverage required pursuant to section 46 at all times during which it conducts business in the District; and

"(7) Any other information the Department considers appropriate.

"(b) The application must be executed by a majority in interest of the partners or by 1 or more partners authorized by a majority in interest of the partners.

"(c) The Department shall register or renew any partnership that submits a satisfactorily completed application.

"(d) Registration is effective for 1 year after the date the registration is filed, unless voluntarily withdrawn by filing with the Department a written withdrawal notice executed by a majority in interest of the partners or by 1 or more partners authorized by a majority in interest of the partners, and shall be renewed annually on the anniversary date of the original registration.

"(e) The Department shall provide forms for application or for renewal of registration.

"(f)(1) The Department shall assess charges and publish a schedule of fees for registration, renewal, and amendments.

"(2) The proposed fee schedule shall be submitted to the Council for a 45-day period of review, excluding Saturdays, Sundays, legal holidays, and days of Council recess. If the Council does not approve or disapprove the proposed rules, in whole or in part, by resolution within this 45-day review period, the proposed fee schedule shall be deemed approved. Nothing in this section shall affect any requirements imposed upon the Mayor by title 1 of the District of Columbia Administrative Procedure Act, approved October 21, 1968 (82 Stat. 1204; D.C. Code § 1-1501 *et seq.*).

"(g) Unless otherwise specifically provided by other provisions of this act, the registered limited liability partnership shall be subject to all the provisions of this act.

"Sec. 45. Name of registered limited liability partnerships.

New Section
41-144

"The name of a registered limited liability partnership shall contain the words "Registered Limited Liability Partnership" or the abbreviation "L.L.P." as the last words or letters of its name.

"Sec. 46. Insurance requirement for registered limited liability partnerships.

New Section
41-145

"(a) A registered limited liability partnership shall carry liability insurance in the amount of coverage of either (i) at least \$100,000 of liability insurance of a type that is designed to cover the kind of errors, omissions, negligence, incompetence, or malfeasance for which liability is limited by section 47, or (ii) coverage in a minimum amount of not less than the amount carried by the individual partner carrying the greatest amount of individual liability insurance, whichever is greater.

"(b) If the registered limited liability partnership is in compliance with the requirements of subsection (a) of this section, the requirements of this section shall not be admissible or in any way made known to the jury in determining the issue of liability or extent of the debt or obligation or damages in question.

"Sec. 47. Nature of partners' liability in registered limited liability partnership.

New Section
41-146

"(a) A partner in a registered limited liability partnership is not individually liable for debts and obligations of the partnership arising from errors, omissions, negligence, incompetence, or malfeasance committed in the course of the partnership business by a second partner or a representative of the partnership not working under the supervision or direction of the first partner at the time the errors, omissions, negligence, incompetence, or malfeasance occurred, unless the first partner:

"(1) Was directly involved in the specific activity in which the errors, omissions, negligence, incompetence, or malfeasance were committed by the other partner or representative; or

"(2) Had written notice or knowledge of the errors, omissions, negligence, incompetence, or malfeasance that were committed by the other partner or representative at the time of occurrence.

"(b) Subsection (a) of this section does not affect the joint liability of the partner for debts and obligations of the partnership arising from any cause other than those specified in subsection (a) of this section.

"(c) Subsection (a) of this section does not affect the liability of partnership assets for partnership debts and obligations.

"Sec. 48. Foreign registered limited liability partnerships.

New Section
41-147

"Foreign limited liability partnerships may conduct business in the District of Columbia upon filing a legally sufficient application pursuant to section 44 and other applicable laws and regulations of the District. The laws of the state or other jurisdiction under which a foreign registered limited liability partnership is organized shall govern its organization and internal affairs and the liability of its partners. A foreign registered limited liability partnership may not be prohibited from doing or transacting business in the District of Columbia by reason of any difference between the laws of the state or other jurisdiction under which it is organized and the laws of the District of Columbia.

"Sec. 49. Applicability of chapter to foreign and interstate commerce.

New Section
41-148

"(a) A partnership or registered limited liability partnership organized and existing under this act may conduct its business, carry on its operations, and exercise the powers granted by this act in any state, territory, district, or possession of the United States or in any foreign country.

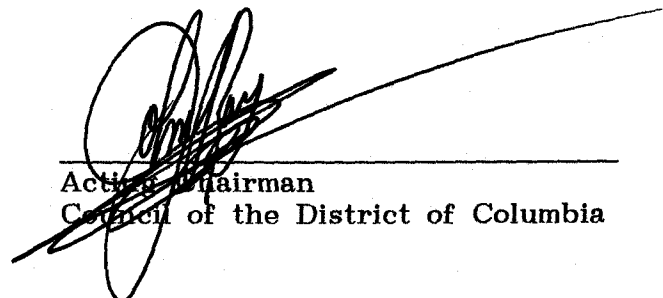
"(b) It is the intent of the Council that the legal existence of registered limited liability partnerships organized in the District of Columbia be recognized outside the boundaries of the District of Columbia and that, subject to any reasonable requirement of registration, a District of Columbia registered limited liability partnership transacting business outside the District of Columbia be granted full faith and credit.

"(c) The liability of partners in a registered limited liability partnership organized and existing under this act for the debts and obligations of the registered limited liability partnership, or for the acts

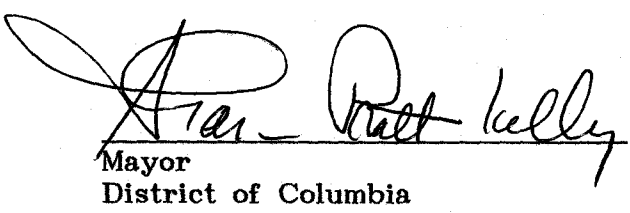
or omission of other partners, employees, or representatives of the registered limited liability partnership shall at all times be determined solely and exclusively by the provisions of this act and any regulations promulgated hereunder."

Sec. 3. Effective date.

This act shall take effect after a 30-day period of Congressional review following approval by the Mayor (or in the event of veto by the Mayor, action by the Council of the District of Columbia to override the veto) as provided in section 602(c)(1) of the District of Columbia Self-Government and Governmental Reorganization Act, approved December 24, 1973 (87 Stat. 813; D.C. Code § 1-233(c)(1)), and publication in either the District of Columbia Register, the District of Columbia Statutes-at-Large, or the District of Columbia Municipal Regulations.



Acting Chairman
Council of the District of Columbia



Mayor
District of Columbia

APPROVED: July 29, 1993



COUNCIL OF THE DISTRICT OF COLUMBIA

COUNCIL PERIOD TEN

RECORD OF OFFICIAL COUNCIL VOTE

DOCKET NO: B10-18

Item on Consent Calendar

ACTION & DATE: Adopted First Reading, 6-1-93

VOICE VOTE: Approved

Recorded vote on request

Absent: Chavous and Jarvis

ROLL CALL VOTE: - RESULT (/ /)

COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.
CHMN. RAY					EVANS					SMITH, JR.				
BARRY					JARVIS					THOMAS, SR.				
BRAZIL					LIGHTFOOT									
CHAVOUS					MASON									
CROPP					NATHANSON									

X - Indicates Vote A.B. - Absent N.V. - Present, not voting

CERTIFICATION RECORD

Philip J. Ford
Secretary to the Council

July 15, 1993
Date

Item on Consent Calendar

ACTION & DATE: Adopted Final Reading, 7-13-93

VOICE VOTE: Approved

Recorded vote on request

Absent: Chavous

ROLL CALL VOTE: - RESULT (/ /)

COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.
CHMN. RAY					EVANS					SMITH, JR.				
BARRY					JARVIS					THOMAS, SR.				
BRAZIL					LIGHTFOOT									
CHAVOUS					MASON									
CROPP					NATHANSON									

X - Indicates Vote A.B. - Absent N.V. - Present, not voting

CERTIFICATION RECORD

Philip J. Ford
Secretary to the Council

July 15, 1993
Date

Item on Consent Calendar

ACTION & DATE:

VOICE VOTE:

Recorded vote on request

Absent:

ROLL CALL VOTE: - RESULT (/ /)

COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.	COUNCIL MEMBER	AYE	NAY	N.V.	A.B.
CHMN. RAY					EVANS					SMITH, JR.				
BARRY					JARVIS					THOMAS, SR.				
BRAZIL					LIGHTFOOT									
CHAVOUS					MASON									
CROPP					NATHANSON									

X - Indicates Vote A.B. - Absent N.V. - Present, not voting

CERTIFICATION RECORD

Secretary to the Council

Date