



WORKING DRAFT

General Assembly

July Special Session, 2010

Bill No.

LCO No. 5907

*05907 _____ *

Referred to Committee on

Introduced by:

**AN ACT IMPLEMENTING THE RECOMMENDATIONS OF THE
COMMISSION ON ENHANCING AGENCY OUTCOMES.**

Be it enacted by the Senate and House of Representatives in General Assembly convened:

1 Section 1. Section 2-27 of the general statutes is repealed and the
2 following is substituted in lieu thereof (*Effective from passage*):

3 [Copies of each bill for an act reported favorably by a committee
4 shall be printed in sufficient numbers, as determined by the clerks of
5 the House and Senate, for use by the General Assembly. A greater
6 number of copies of any bill shall be printed upon order of either
7 legislative commissioner. [Seven copies of each printed bill shall be
8 reserved for the use of the Secretary of the State who shall bind and
9 distribute volumes thereof as follows: One to the State Library, one to
10 the law library of Yale University, one to the library of The University
11 of Connecticut and one to the law library of The University of
12 Connecticut, one to the Wesleyan University library, one to the Library
13 of Congress and one to the library of Quinnipiac College.]

Comment [A1]: 02--00--0027---K;////

14 Sec. 2. Section 2-7 of the general statutes is repealed and the
15 following is substituted in lieu thereof (*Effective from passage*):

WORKING DRAFT

Bill No.

16 (a) Whenever the Governor, the members of the General Assembly
17 or the president pro tempore of the Senate and the speaker of the
18 House of Representatives call a special session of the General
19 Assembly, the Secretary of the State shall give notice thereof by
20 mailing a true copy of the call of such special session, by first class
21 mail, [evidenced by a certificate of mailing,] to each member of the
22 House of Representatives and of the Senate at his or her address as it
23 appears upon the records of said secretary not less than ten nor more
24 than fifteen days prior to the date of convening of such special session
25 or by causing a true copy of the call to be delivered to each member by
26 a state marshal, constable, state policeman or indifferent person at least
27 twenty-four hours prior to the time of convening of such special
28 session.

29 (b) Whenever the Secretary of the State is required to reconvene the
30 General Assembly pursuant to article third of the amendments to the
31 Constitution of Connecticut, said secretary shall give notice thereof by
32 mailing a true copy of the call of such reconvened session, by first class
33 mail, [evidenced by a certificate of mailing,] to each member of the
34 House of Representatives and of the Senate at his or her address as it
35 appears upon the records of said secretary not less than five days prior
36 to the date of convening of such reconvened session or by causing a
37 true copy of the call to be delivered to each member by a state marshal,
38 constable, state policeman or indifferent person at least twenty-four
39 hours prior to the time of convening of such reconvened session. |

Comment [A2]: 02--00--0007---K;////

40 Sec. 3. Subsection (d) of section 16-2 of the general statutes is
41 repealed and the following is substituted in lieu thereof (*Effective from*
42 *passage*):

43 (d) The commissioners of the authority shall serve full time and
44 shall make full public disclosure of their assets, liabilities and income
45 at the time of their appointment, and thereafter each member of the
46 authority shall make such disclosure on or before July thirtieth of each
47 year of such member's term, and shall file such disclosure with the

WORKING DRAFT

Bill No.

48 [office of the Secretary of the State] Office of State Ethics. Each
49 commissioner shall receive annually a salary equal to that established
50 for management pay plan salary group seventy-five by the
51 Commissioner of Administrative Services, except that the chairperson
52 shall receive annually a salary equal to that established for
53 management pay plan salary group seventy-seven.

Comment [A3]: 16--00--0002---
K;(d);(d);;;

54 Sec. 4. Section 33-608 of the general statutes is repealed and the
55 following is substituted in lieu thereof (*Effective January 1, 2011*):

56 (a) A document shall satisfy the requirements of this section, and of
57 any other section that adds to or varies from these requirements, to be
58 entitled to filing by the Secretary of the State.

59 (b) Sections 33-600 to 33-998, inclusive, as amended by this act, shall
60 require or permit filing the document in the office of the Secretary of
61 the State.

62 (c) The document shall contain the information required by sections
63 33-600 to 33-998, inclusive, as amended by this act. It may contain
64 other information as well.

65 (d) The document shall be typewritten or printed or, if electronically
66 transmitted, in a format that can be retrieved or reproduced in
67 typewritten or printed form.

68 (e) The document shall be in the English language. A corporate
69 name need not be in English if written in English letters or Arabic or
70 Roman numerals, and the certificate of existence required of foreign
71 corporations need not be in English if accompanied by a reasonably
72 authenticated English translation.

73 (f) The document shall be executed: (1) By the chairman of the board
74 of directors of a domestic or foreign corporation, by its president or by
75 another of its officers; (2) if directors have not been selected or the
76 corporation has not been formed, by an incorporator; or (3) if the

WORKING DRAFT

Bill No.

77 corporation is in the hands of a receiver, trustee or other court-
78 appointed fiduciary, by that fiduciary.

79 (g) The person executing the document shall sign it and state
80 beneath or opposite such person's signature such person's name and
81 the capacity in which such person signs. The document may but need
82 not contain a corporate seal, attestation, acknowledgment or
83 verification.

84 (h) If the Secretary of the State has prescribed a mandatory form for
85 the document under section 33-609, the document shall be in or on the
86 prescribed form.

87 (i) The document shall be delivered to the office of the Secretary of
88 the State for filing. [Delivery may be made by electronic transmission if
89 and to the extent permitted by the Secretary of the State.] If the
90 document is filed in typewritten or printed form and not electronically
91 transmitted, the Secretary of the State may require one exact or
92 conformed copy to be delivered with the document, except as
93 provided in sections 33-662 and 33-928.

94 (j) When the document is delivered to the office of the Secretary of
95 the State for filing, the correct filing fee, and any franchise tax, license
96 fee or penalty required to be paid therewith by sections 33-600 to 33-
97 998, inclusive, as amended by this act, or other law must be paid or
98 provision for payment made in a manner permitted by the Secretary of
99 the State.

100 (k) When any document is required or permitted to be filed or
101 recorded as provided in sections 33-600 to 33-998, inclusive, as
102 amended by this act, the Secretary of the State may, in the Secretary of
103 the State's discretion, for good cause, permit a photostatic or other
104 photographic copy of such document to be filed or recorded in lieu of
105 the original instrument. Such filing or recording shall have the same
106 force and effect as if the original instrument had been so filed or
107 recorded.

WORKING DRAFT

Bill No.

108 (l) As used in this subsection, "filed document" means a document
109 filed with the Secretary of the State under any provision of sections 33-
110 600 to 33-998, inclusive, as amended by this act, except sections 33-920
111 to 33-937, inclusive, as amended by this act, and section 33-953, as
112 amended by this act, and "plan" means a plan of merger or share
113 exchange. Whenever a provision of sections 33-600 to 33-998, inclusive,
114 as amended by this act, permits any of the terms of a plan or filed
115 document to be dependent on facts objectively ascertainable outside
116 the plan or filed document, the following provisions apply:

117 (1) The manner in which the facts will operate upon the terms of the
118 plan or filed document shall be set forth in the plan or filed document;

119 (2) The facts may include, but are not limited to (A) any of the
120 following that is available in a nationally recognized news or
121 information medium either in print or electronically: Statistical or
122 market indices, market prices of any security or group of securities,
123 interest rates, currency exchange rates, or similar economic or financial
124 data, (B) a determination or action by any person or body, including
125 the corporation or any other party to a plan or filed document, or (C)
126 the terms of, or actions taken under, an agreement to which the
127 corporation is a party, or any other agreement or document;

128 (3) The following provisions of a plan or filed document may not be
129 made dependent on facts outside the plan or filed document: (A) The
130 name and address of any person required in a filed document; (B) the
131 registered office of any entity required in a filed document; (C) the
132 registered agent of any entity required in a filed document; (D) the
133 number of authorized shares and designation of each class or series of
134 shares; (E) the effective date of a filed document; and (F) any required
135 statement in a filed document of the date on which the underlying
136 transaction was approved or the manner in which such approval was
137 given; and

138 (4) If a provision of a filed document is made dependent on a fact

WORKING DRAFT

Bill No.

139 ascertainable outside of the filed document, and such fact is not
140 ascertainable by reference to a source described in subparagraph (A) of
141 subdivision (2) of this subsection or a document that is a matter of
142 public record, or the affected shareholders have not received notice of
143 the fact from the corporation, then the corporation shall file with the
144 Secretary of the State a certificate of amendment setting forth the fact
145 promptly after the time when the fact referred to is first ascertainable
146 or thereafter changes. Certificates of amendment under this
147 subdivision are deemed to be authorized by the authorization of the
148 original plan or filed document to which they relate and may be filed
149 by the corporation without further action by the board of directors or
150 the shareholders. |

Comment [RDT4]: T133--00--0608---
K.....

151 (m) The Secretary of the State may require or permit the filing by
152 electronic transmission or by employing new technology as it is
153 developed of any document that is required by law or regulation
154 under sections 33-600 to 33-998, inclusive, as amended by this act, to be
155 filed with the Secretary of the State.

156 Sec. 5. Section 33-953 of the general statutes is repealed and the
157 following is substituted in lieu thereof (*Effective January 1, 2011*):

158 (a) Each domestic corporation, except banks, trust companies,
159 insurance or surety companies, savings and loan associations and
160 public service companies, as defined in section 16-1, and each foreign
161 corporation authorized to transact business in this state, shall file an
162 annual report with the Secretary of the State as prescribed in this
163 section.

164 (b) The first annual report of a domestic corporation shall be filed
165 within thirty days after its organization meeting. [Subsequent] On and
166 after January 1, 2011, subsequent annual reports of such domestic
167 corporation and annual reports of each foreign corporation authorized
168 to transact business in this state shall be filed [at such times as may be
169 provided by regulations adopted by the Secretary of the State in

WORKING DRAFT

Bill No.

170 accordance with chapter 54, provided the Secretary of the State may
171 require any corporation to file an annual report according to reporting
172 schedules established by the secretary so as to effect staggered filing of
173 all such reports] by electronic transmission on or after January first and
174 prior to May first. Upon request of a corporation, the Secretary of the
175 State may grant an exemption from the requirement to file an annual
176 report by electronic transmission if the corporation does not have the
177 capability to file by electronic transmission or make payment in an
178 authorized manner by electronic means or if other good cause is
179 shown.

180 (c) Each annual report shall set forth as of a date which complies
181 with subsection (d) of this section and which is specified in such
182 report: (1) The name of the corporation; (2) the principal office of the
183 corporation or, in the case of a foreign corporation (A) the address of
184 the principal office of the foreign corporation in the state under the
185 laws of which it is incorporated, (B) the address of the executive offices
186 of the foreign corporation, and (C) the address of the principal office of
187 the foreign corporation in this state, if any; [and] (3) the electronic mail
188 address, if any, of the corporation; and (4) the names and respective
189 business and residence addresses of the directors and officers of the
190 corporation, except that if good cause is shown, the Secretary of the
191 State may accept business addresses in lieu of business and residence
192 addresses of the directors and officers of the corporation. For the
193 purposes of this subsection, a showing of good cause shall include, but
194 not be limited to, a showing that public disclosure of the residence
195 addresses of the corporation's directors and officers may expose the
196 personal security of such directors and officers to significant risk.

197 (d) The date specified in the annual report pursuant to subsection
198 (c) of this section shall (1) not be later than the date of filing the report,
199 and (2) not be earlier than the latest date preceding the date of filing on
200 which any change of circumstances occurred which would affect the
201 statements of fact required in the report.

WORKING DRAFT

Bill No.

202 (e) Each annual report shall be accompanied by the required filing
203 fee. The report shall be executed as set forth in section 33-608, as
204 amended by this act. The Secretary of the State shall [mail] deliver to
205 each domestic corporation at its principal office or electronic mail
206 address, as shown by his records, and to each foreign corporation
207 authorized to transact business in this state at its executive offices or
208 electronic mail address, as last shown by his records, [a form
209 prescribed by him for the annual report] notice that the annual report
210 is due, but failure to receive such [form] notice shall not relieve a
211 corporation of the requirement of filing the report as provided in this
212 section. |

Comment [RDT5]: T233--00--0953---
K;////

213 Sec. 6. Section 33-1004 of the general statutes is repealed and the
214 following is substituted in lieu thereof (*Effective January 1, 2011*):

215 (a) A document shall satisfy the requirements of this section, and of
216 any other section that adds to or varies from these requirements, to be
217 entitled to filing by the Secretary of the State.

218 (b) Sections 33-1000 to 33-1290, inclusive, as amended by this act,
219 shall require or permit filing the document in the office of the Secretary
220 of the State.

221 (c) The document shall contain the information required by sections
222 33-1000 to 33-1290, inclusive, as amended by this act. It may contain
223 other information as well.

224 (d) The document shall be typewritten or printed or, if electronically
225 transmitted, in a format that can be retrieved or reproduced in
226 typewritten or printed form.

227 (e) The document shall be in the English language. A corporate
228 name need not be in English if written in English letters or Arabic or
229 Roman numerals, and the certificate of existence required of foreign
230 corporations need not be in English if accompanied by a reasonably
231 authenticated English translation.

WORKING DRAFT

Bill No.

232 (f) The document shall be executed: (1) By the chairman of the board
233 of directors of a domestic or foreign corporation, by its president or by
234 another of its officers; (2) if directors have not been selected or the
235 corporation has not been formed, by an incorporator; or (3) if the
236 corporation is in the hands of a receiver, trustee or other court-
237 appointed fiduciary, by that fiduciary.

238 (g) The person executing the document shall sign it and state
239 beneath or opposite such person's signature such person's name and
240 the capacity in which such person signs. The document may but need
241 not contain a corporate seal, attestation, acknowledgment or
242 verification.

243 (h) If the Secretary of the State has prescribed a mandatory form for
244 the document under section 33-1005, the document shall be in or on
245 the prescribed form.

246 (i) The document shall be delivered to the office of the Secretary of
247 the State for filing. [Delivery may be made by electronic transmission if
248 and to the extent permitted by the Secretary of the State.] If the
249 document is filed in typewritten or printed form and not electronically
250 transmitted, the Secretary of the State may require one exact or
251 conformed copy to be delivered with the document, except as
252 provided in sections 33-1052 and 33-1218.

253 (j) When the document is delivered to the office of the Secretary of
254 the State for filing, the correct filing fee, and any franchise tax, license
255 fee or penalty required to be paid therewith by sections 33-1000 to 33-
256 1290, inclusive, as amended by this act, or other law, must be paid or
257 provision for payment made in a manner permitted by the Secretary of
258 the State.

259 (k) When any document is required or permitted to be filed or
260 recorded as provided in sections 33-1000 to 33-1290, inclusive, as
261 amended by this act, the Secretary of the State may, in the Secretary of
262 the State's discretion, for good cause, permit a photostatic or other

WORKING DRAFT

Bill No.

263 photographic copy of such document to be filed or recorded in lieu of
264 the original instrument. Such filing or recording shall have the same
265 force and effect as if the original instrument had been so filed or
266 recorded. |

Comment [RDT6]: T333--00--1004---
K.....

267 (l) The Secretary of the State may require or permit the filing by
268 electronic transmission or by employing new technology as it is
269 developed of any document that is required by law or regulation
270 under sections 33-1000 to 33-1290, inclusive, as amended by this act, to
271 be filed with the Secretary of the State.

272 Sec. 7. Section 33-1243 of the general statutes is repealed and the
273 following is substituted in lieu thereof (*Effective January 1, 2011*):

274 (a) Each domestic corporation, except banks, trust companies,
275 insurance or surety companies, savings and loan associations, credit
276 unions, public service companies, as defined in section 16-1, cemetery
277 associations and incorporated church or religious corporations, and
278 each foreign corporation authorized to conduct affairs in this state, and
279 except corporations formed before January 1, 1961, which under the
280 law in effect on December 31, 1960, were not required to file an annual
281 report, shall file an annual report with the Secretary of the State as
282 prescribed in this section.

283 (b) The first annual report of a domestic corporation shall be filed
284 within thirty days after its organization meeting. [Subsequent] On and
285 after January 1, 2011, subsequent annual reports of such domestic
286 corporation and annual reports of each foreign corporation authorized
287 to conduct affairs in this state shall be filed [at such times as may be
288 provided by regulations adopted by the Secretary of the State in
289 accordance with chapter 54, provided the Secretary of the State may
290 require any corporation to file an annual report according to reporting
291 schedules established by the secretary so as to effect staggered filing of
292 all such reports] by electronic transmission on or after January first and
293 prior to May first. Upon request of a corporation, the Secretary of the

WORKING DRAFT

Bill No.

294 State may grant an exemption from the requirement to file an annual
295 report by electronic transmission if the corporation does not have the
296 capability to file by electronic transmission or make payment in an
297 authorized manner by electronic means or if other good cause is
298 shown.

299 (c) Each annual report shall set forth as of a date which complies
300 with subsection (d) of this section and which is specified in such
301 report: (1) The name of the corporation and, in the case of a foreign
302 corporation, the state under the laws of which it is incorporated; (2) the
303 principal office of the corporation or, in the case of a foreign
304 corporation (A) the address of the principal office of the foreign
305 corporation in the state under the laws of which it is incorporated, (B)
306 the address of the executive offices of the foreign corporation, and (C)
307 the address of the principal office of the foreign corporation in this
308 state, if any; [and] (3) the electronic mail address, if any, of the
309 corporation; and (4) the names and respective business and residence
310 addresses of the directors and officers of the corporation, except that if
311 good cause is shown, the Secretary of the State may accept business
312 addresses in lieu of business and residence addresses of the directors
313 and officers of the corporation. For the purposes of this subsection, a
314 showing of good cause shall include, but not be limited to, a showing
315 that public disclosure of the residence addresses of the corporation's
316 directors and officers may expose the personal security of such
317 directors and officers to significant risk.

318 (d) The date specified in the annual report pursuant to subsection
319 (c) of this section shall (1) not be later than the date of filing the report,
320 and (2) not be earlier than the latest date preceding the date of filing on
321 which any change of circumstances occurred which would affect the
322 statements of fact required in the report.

323 (e) Each annual report shall be accompanied by the required filing
324 fee. The report shall be executed as set forth in section 33-1004, as
325 amended by this act. The Secretary of the State shall [mail] deliver to

WORKING DRAFT

Bill No.

326 each domestic corporation at its principal office or electronic mail
327 address, as shown by his records, and to each foreign corporation
328 authorized to conduct affairs in this state at its executive offices or
329 electronic mail address, as last shown by his records, [a form
330 prescribed by him for the annual report] notice that the annual report
331 is due, but failure to receive such [form] notice shall not relieve a
332 corporation of the requirement of filing the report as provided in this
333 section.

Comment [RDT7]: T433--00--1243--
K;::::;

334 Sec. 8. Section 34-9 of the general statutes is repealed and the
335 following is substituted in lieu thereof (*Effective January 1, 2011*):

336 As used in this chapter, unless the context otherwise requires:

337 (1) "Address" means location as described by the full street number,
338 if any, street, city or town, state or country and not a mailing address
339 such as a post office box.

340 (2) "Certificate of limited partnership" means the certificate referred
341 to in section 34-10 and the certificate as amended or restated.

342 (3) "Consolidation" means a business combination pursuant to
343 section 34-33b.

344 (4) "Contribution" means any cash, property, services rendered, or a
345 promissory note or other binding obligation to contribute cash or
346 property or to perform services, which a partner contributes to a
347 limited partnership in his capacity as a partner.

348 (5) "Deliver" or "delivery" means any method of delivery used in
349 conventional commercial practice including delivery by hand, mail,
350 commercial delivery and electronic transmission.

351 (6) "Document" includes anything delivered to the office of the
352 Secretary of the State for filing under sections 34-9 to 34-38u, inclusive,
353 as amended by this act.

WORKING DRAFT

Bill No.

354 ~~(7)~~ "Electronic transmission" or "electronically transmitted" means
355 any process of communication not directly involving the physical
356 transfer of paper that is suitable for the retention, retrieval and
357 reproduction of information by the recipient.

358 ~~[(5)] (8)~~ "Event of withdrawal of a general partner" means an event
359 that causes a person to cease to be a general partner as provided in
360 section 34-28.

361 ~~[(6)] (9)~~ "Foreign limited partnership" means a partnership formed
362 under the laws of any state other than this state and having as partners
363 one or more general partners and one or more limited partners.

364 ~~[(7)] (10)~~ "General partner" means a person who has been admitted
365 to a limited partnership as a general partner in accordance with the
366 partnership agreement and named in the certificate of limited
367 partnership as a general partner.

368 ~~[(8)] (11)~~ "Interests" means the proprietary interests in an other
369 entity.

370 ~~[(9)] (12)~~ "Limited partner" means a person who has been admitted
371 to a limited partnership as a limited partner in accordance with the
372 partnership agreement.

373 ~~[(10)] (13)~~ "Limited partnership" and "domestic limited partnership"
374 means a partnership formed by two or more persons under the
375 provisions of this chapter and having one or more general partners
376 and one or more limited partners.

377 ~~[(11)] (14)~~ "Merger" means a business combination pursuant to
378 section 34-33a.

379 ~~[(12)] (15)~~ "Organizational documents" means the basic document or
380 documents that create, or determine the internal governance of, an
381 other entity.

WORKING DRAFT

Bill No.

382 [(13)] (16) "Other entity" means any association or legal entity, other
383 than a domestic or foreign limited partnership, organized to conduct
384 business, including, but not limited to, a corporation, general
385 partnership, limited liability partnership, limited liability company,
386 joint venture, joint stock company, business trust, statutory trust and
387 real estate investment trust.

388 [(14)] (17) "Partner" means a limited or general partner.

389 [(15)] (18) "Partnership agreement" means any valid agreement,
390 written or oral, of the partners as to the affairs of a limited partnership
391 and the conduct of its business.

392 [(16)] (19) "Partnership interest" means a partner's share of the
393 profits and losses of a limited partnership and the right to receive
394 distributions of partnership assets.

395 [(17)] (20) "Party to a consolidation" means any domestic or foreign
396 limited partnership or other entity that will consolidate under a plan of
397 consolidation.

398 [(18)] (21) "Party to a merger" means any domestic or foreign limited
399 partnership or other entity that will merge under a plan of merger.

400 [(19)] (22) "Person" means a natural person, partnership, limited
401 partnership, foreign limited partnership, trust, estate, association,
402 limited liability company or corporation.

403 [(20)] (23) "Plan of merger" means a plan entered into pursuant to
404 section 34-33a.

405 [(21)] (24) "Plan of consolidation" means a plan entered into
406 pursuant to section 34-33b.

407 (25) "Sign" or "signature" includes any manual, facsimile, conformed
408 or electronic signature.

WORKING DRAFT

Bill No.

409 [(22)] (26) "State" means a state, territory, or possession of the United
410 States, the District of Columbia or the Commonwealth of Puerto Rico.

411 [(23)] (27) "Survivor" means, in a merger or consolidation, the
412 limited partnership or other entity into which one or more other
413 limited partnerships or other entities are merged or consolidated.

Comment [RDT8]: T534--00--0009--
K;////

414 Sec. 9. Section 34-10b of the general statutes is repealed and the
415 following is substituted in lieu thereof (*Effective January 1, 2011*):

416 (a) A signed copy of the certificate of limited partnership and of any
417 certificates of amendment or cancellation or of any judicial decree of
418 amendment or cancellation or of any certificate of merger or
419 consolidation, or notice or any other document permitted or required
420 to be filed pursuant to this chapter for a limited partnership, shall be
421 delivered to the Secretary of the State. A person who executes a
422 certificate as an agent or fiduciary need not exhibit evidence of his
423 authority as a prerequisite to filing. Unless the Secretary of the State
424 finds that any certificate does not conform to law, upon receipt of all
425 filing fees required by law he shall:

426 (1) Endorse on each copy the word "Filed" and the day, month and
427 year of the filing thereof; and

428 (2) File a signed copy in his office.

429 (b) Upon the filing of a certificate of amendment or judicial decree
430 of amendment in the office of the Secretary of the State, the certificate
431 of limited partnership shall be amended as set forth therein, and upon
432 the effective date of a certificate of cancellation, or a judicial decree
433 thereof or a certificate of merger or consolidation which acts as a
434 certificate of cancellation, the certificate of limited partnership is
435 cancelled.

Comment [DA9]: 34--00--0010--
bK;////

436 (c) When any document is required or permitted to be filed or
437 recorded as provided in sections 34-9 to 34-38u, inclusive, as amended

WORKING DRAFT

Bill No.

438 by this act, the Secretary of the State may, in the Secretary of the State's
439 discretion, for good cause, permit a photostatic or other photographic
440 copy of such document to be filed or recorded in lieu of the original
441 instrument. Such filing or recording shall have the same force and
442 effect as if the original instrument had been so filed or recorded.

443 (d) The Secretary of the State may require or permit the filing by
444 electronic transmission or by employing new technology as it is
445 developed of any document that is required by law or regulation
446 under sections 34-9 to 34-38u, inclusive, as amended by this act, to be
447 filed with the Secretary of the State.

448 Sec. 10. Section 34-13e of the general statutes is repealed and the
449 following is substituted in lieu thereof (*Effective January 1, 2011*):

450 (a) On and after January 1, 1996, each limited partnership shall file
451 an annual report with the Secretary of the State that shall be due upon
452 the anniversary of the formation of the limited partnership. On and
453 after January 1, 2011, each limited partnership shall file an annual
454 report by electronic transmission on or after January first and prior to
455 May first. Upon request of a limited partnership, the Secretary of the
456 State may grant an exemption from the requirement to file an annual
457 report by electronic transmission if the limited partnership does not
458 have the capability to file by electronic transmission or make payment
459 in an authorized manner by electronic means or if other good cause is
460 shown.

461 (b) Each annual report shall set forth: (1) The name of the limited
462 partnership; [and] (2) the address of the office of the limited
463 partnership required to be maintained by section 34-13b; and (3) the
464 electronic mail address, if any, of the limited partnership.

465 (c) Each annual report shall be executed in accordance with section
466 34-10a and be accompanied by the filing fee established in section 34-
467 38n. The Secretary of the State shall [mail] deliver to each limited
468 partnership at [its] the address of the office required to be maintained

WORKING DRAFT

Bill No.

469 by section 34-13b or its electronic mail address, as shown by his
470 records, [a form prescribed by him for the annual report] notice that
471 the annual report is due, but failure to receive such [form] notice shall
472 not relieve a limited partnership of the requirement of filing the report
473 as provided in this section.

Comment [RDT10]: T634--00--0013-
-eK;::;

474 Sec. 11. Section 34-38s of the general statutes is repealed and the
475 following is substituted in lieu thereof (*Effective January 1, 2011*):

476 (a) On and after January 1, 1996, each foreign limited partnership
477 registered to transact business in this state shall file an annual report
478 with the Secretary of the State that shall be due upon the anniversary
479 of the registration of such foreign limited partnership pursuant to
480 section 34-38g. On and after January 1, 2011, each foreign limited
481 partnership shall file an annual report by electronic transmission on or
482 after January first and prior to May first. Upon request of a foreign
483 limited partnership, the Secretary of the State may grant an exemption
484 from the requirement to file an annual report by electronic
485 transmission if the foreign limited partnership does not have the
486 capability to file by electronic transmission or make payment in an
487 authorized manner by electronic means or if other good cause is
488 shown.

489 (b) Each annual report shall set forth: (1) The name of the foreign
490 limited partnership and, if different, the name under which such
491 foreign limited partnership transacts business in this state; [, and] (2)
492 the address of the office required to be maintained in the state or other
493 jurisdiction of the foreign limited partnership's organization by the
494 laws of that state or jurisdiction or, if not so required, the address of its
495 principal office; and (3) the electronic mail address, if any, of the
496 foreign limited partnership.

497 (c) Each annual report shall be executed in accordance with section
498 34-10a and be accompanied by the filing fee established in section 34-
499 38n. The Secretary of the State shall [mail] deliver to each foreign

WORKING DRAFT

Bill No.

500 limited partnership at its principal office or its electronic mail address,
501 as last shown by his records, [a form prescribed by him for the annual
502 report] notice that the annual report is due, but failure to receive such
503 [form] notice shall not relieve a foreign limited partnership of the
504 requirement of filing the report as provided in this section. |

Comment [RDT11]: T734--00--0038-
-sK;////;

505 Sec. 12. Section 34-101 of the general statutes is repealed and the
506 following is substituted in lieu thereof (*Effective January 1, 2011*):

507 As used in sections 34-100 to 34-242, inclusive, as amended by this
508 act, unless the context otherwise requires:

509 (1) "Address" means a location as described by the full street
510 number, if any, street, city or town, state or county and not a mailing
511 address such as a post office box.

512 (2) "Articles of organization" means articles filed under section 34-
513 121, and those articles as amended or restated.

514 (3) "Corporation" means a corporation formed under the laws of this
515 state or a foreign corporation.

516 (4) "Court" includes every court having jurisdiction in the case.

517 (5) "Deliver" or "delivery" means any method of delivery used in
518 conventional commercial practice including delivery by hand, mail,
519 commercial delivery and electronic transmission.

520 (6) "Document" includes anything delivered to the office of the
521 Secretary of the State for filing under sections 34-100 to 34-242,
522 inclusive, as amended by this act.

523 [(5)] (7) "Electronic transmission" or "electronically transmitted"
524 means any process of communication not directly involving the
525 physical transfer of paper that is suitable for the retention, retrieval
526 and reproduction of information by the recipient. [and which does not
527 directly involve the physical transfer of paper.]

WORKING DRAFT

Bill No.

528 [(6)] (8) "Event of dissociation" means an event that causes a person
529 to cease to be a member, as provided in section 34-180.

530 [(7)] (9) "Foreign corporation" means a corporation formed under
531 the laws of any state other than this state or under the laws of any
532 foreign country.

533 [(8)] (10) "Foreign limited liability company" means an entity that is:
534 (A) Organized under the laws of a state other than the laws of this state
535 or under the laws of any foreign country; (B) organized under a statute
536 pursuant to which an entity denominated as a limited liability
537 company may be formed that affords to each of its members limited
538 liability with respect to the liabilities of the entity; and (C) is not
539 required to be registered or organized under any statute of this state
540 other than sections 34-100 to 34-242, inclusive, as amended by this act.

541 [(9)] (11) "Foreign limited partnership" means a limited partnership
542 formed under the laws of any state other than this state or under the
543 laws of any foreign country.

544 [(10)] (12) "Limited liability company" or "domestic limited liability
545 company" means an organization having one or more members that is
546 formed under sections 34-100 to 34-242, inclusive, as amended by this
547 act.

548 [(11)] (13) "Limited liability company membership interest" or
549 "interest" or "interest in the limited liability company" means a
550 member's share of the profits and losses of the limited liability
551 company and a member's right to receive distributions of the limited
552 liability company's assets, unless otherwise provided in the operating
553 agreement.

554 [(12)] (14) "Limited partnership" means a limited partnership
555 formed under the laws of this state or a foreign limited partnership.

556 [(13)] (15) "Manager" or "managers" means, with respect to a limited

WORKING DRAFT

Bill No.

557 liability company that has set forth in its articles of organization that it
558 is to be managed by managers, the person or persons designated in
559 accordance with section 34-140.

560 [(14)] (16) "Member" or "members" means a person or persons who
561 have been admitted to membership in a limited liability company as
562 provided in section 34-179 and who have not disassociated from the
563 limited liability company as provided in section 34-180.

564 [(15)] (17) "Operating agreement" means any agreement, written or
565 oral, as to the conduct of the business and affairs of a limited liability
566 company, which is binding upon all of the members.

567 [(16)] (18) "Organizational documents" means the basic document or
568 documents that create, or determine the internal governance of, an
569 other entity.

570 [(17)] (19) "Organizer" or "organizers" means any member or
571 members or any other person or persons who files or file the articles of
572 organization as provided in section 34-120.

573 [(18)] (20) "Other entity" means any association or legal entity, other
574 than a domestic or foreign limited liability company, organized to
575 conduct business, including, but not limited to, a corporation, general
576 partnership, limited liability partnership, limited partnership, joint
577 venture, joint stock company, business trust, statutory trust and real
578 estate investment trust.

579 [(19)] (21) "Party to a consolidation" means any domestic or foreign
580 limited liability company or other entity that will consolidate under a
581 plan of consolidation.

582 [(20)] (22) "Party to a merger" means any domestic or foreign limited
583 liability company or other entity that will merge under a plan of
584 merger.

585 [(21)] (23) "Person" means an individual, a general partnership, a

WORKING DRAFT

Bill No.

586 limited partnership, a domestic or foreign limited liability company, a
587 trust, an estate, an association, a corporation or any other legal or
588 commercial entity.

589 [(22)] (24) "Plan of merger" or "plan of consolidation" means a plan
590 entered into pursuant to section 34-195.

591 [(23)] (25) "Professional service" means any type of service to the
592 public that requires that members of a profession rendering such
593 service obtain a license or other legal authorization as a condition
594 precedent to the rendition thereof, limited to the professional services
595 rendered by dentists, natureopaths, chiropractors, physicians and
596 surgeons, doctors of dentistry, physical therapists, occupational
597 therapists, podiatrists, optometrists, nurses, nurse-midwives,
598 veterinarians, pharmacists, architects, professional engineers, or jointly
599 by architects and professional engineers, landscape architects, real
600 estate brokers, insurance producers, certified public accountants and
601 public accountants, land surveyors, psychologists, attorneys-at-law,
602 licensed marital and family therapists, licensed professional
603 counselors, licensed or certified alcohol and drug counselors and
604 licensed clinical social workers.

605 [(24)] (26) "Sign" or "signature" includes any manual, facsimile, [or]
606 conformed or electronic signature.

607 [(25)] (27) "State" means a state, territory or possession of the United
608 States, the District of Columbia or the Commonwealth of Puerto Rico.

609 [(26)] (28) "Survivor" means, in a merger or consolidation, the
610 limited liability company or other entity into which one or more other
611 limited liability companies or other entities are merged or
612 consolidated.

Comment [RDT12]: T834-00-0101-
--K/////

613 Sec. 13. Section 34-106 of the general statutes is repealed and the
614 following is substituted in lieu thereof (*Effective January 1, 2011*):

WORKING DRAFT

Bill No.

615 (a) Each limited liability company shall file an annual report with
616 the Secretary of the State which report shall be due upon the
617 anniversary of the filing of a limited liability company's articles of
618 organization pursuant to section 34-120. On and after January 1, 2011,
619 each limited liability company shall file an annual report by electronic
620 transmission on or after January first and prior to May first. Upon
621 request of a limited liability company, the Secretary of the State may
622 grant an exemption from the requirement to file an annual report by
623 electronic transmission if the limited liability company does not have
624 the capability to file by electronic transmission or make payment in an
625 authorized manner by electronic means or if other good cause is
626 shown.

627 (b) Such reporting requirement shall commence on or after January
628 1, 1995, and continue annually thereafter.

629 (c) Each annual report shall set forth: (1) The name of the limited
630 liability company; (2) the limited liability company's current principal
631 office address; [and] (3) the electronic mail address, if any, of the
632 limited liability company; and (4) the name and respective business
633 and residence addresses of a manager or a member of the limited
634 liability company, except that if good cause is shown, the Secretary of
635 the State may accept a business address in lieu of the business and
636 residence addresses of such manager or member. For the purposes of
637 this subsection and subsection (d) of this section, a showing of good
638 cause shall include, but not be limited to, a showing that public
639 disclosure of the residence address of the manager or member of the
640 limited liability company may expose the personal security of such
641 manager or member to significant risk.

642 (d) If the manager or member named in a limited liability
643 company's most current annual report pursuant to subsection (c) of
644 this section is replaced for such purpose by another manager or
645 member after the limited liability company has filed such annual
646 report, but not later than thirty days preceding the month during

WORKING DRAFT

Bill No.

647 which the limited liability company's next annual report becomes due,
648 the limited liability company shall file with the Secretary of the State
649 an interim notice of change of manager or member that sets forth: (1)
650 The name of the limited liability company; and (2) the name, title and
651 respective business and residence addresses of the new manager or
652 member and the name and title of the former manager or member,
653 except that if good cause is shown, the Secretary of the State may
654 accept a business address in lieu of the business and residence
655 addresses of the new manager or member. Any such change of
656 manager or member that occurs within the thirty-day period preceding
657 the month during which the limited liability company's next annual
658 report becomes due shall be reflected in such next annual report.

659 (e) Each annual report shall be executed in accordance with section
660 34-109 and be accompanied by the filing fee established in section 34-
661 112. The Secretary of the State shall [mail] deliver to each limited
662 liability company at its principal office or electronic mail address, as
663 shown on his records, [a form prescribed by him for the annual report]
664 notice that the annual report is due, but failure to receive such [form]
665 notice shall not relieve a limited liability company of the requirement
666 of filing the report as provided in this section.

Comment [RDT13]: T934-00-0106-
--K*****

667 Sec. 14. Section 34-110 of the general statutes is repealed and the
668 following is substituted in lieu thereof (*Effective January 1, 2011*):

669 (a) The original signed copy of the articles of organization or any
670 other document required to be filed pursuant to sections 34-100 to 34-
671 242, inclusive, as amended by this act, shall be delivered to the
672 Secretary of the State. The articles of organization or any other
673 document required to be filed shall be typewritten or printed or, if
674 [authorized by the Secretary of the State,] electronically transmitted, in
675 a format that can be retrieved or reproduced in typewritten or printed
676 form. Unless the Secretary of the State determines that the document
677 does not conform to the filing provisions of said sections, the Secretary
678 of the State shall, when all required filing fees have been paid: (1)

WORKING DRAFT

Bill No.

679 Endorse on each signed document "filed" and the date and time of its
680 acceptance for filing; and (2) retain the signed document in the
681 Secretary of the State's files.

682 (b) When any document is required or permitted to be filed or
683 recorded as provided in sections 34-100 to 34-242, inclusive, as
684 amended by this act, the Secretary of the State may, in the Secretary of
685 the State's discretion, for good cause, permit a photostatic or other
686 photographic copy of such document to be filed or recorded in lieu of
687 the original instrument. Such filing or recording shall have the same
688 force and effect as if the original instrument had been so filed or
689 recorded.

690 (c) The Secretary of the State may require or permit the filing by
691 electronic transmission or by employing new technology as it is
692 developed of any document that is required by law or regulation
693 under sections 34-100 to 34-242, inclusive, as amended by this act, to be
694 filed with the Secretary of the State.

695 [(c)] (d) If the Secretary of the State determines that the document
696 does not conform to the filing provisions of sections 34-100 to 34-242,
697 inclusive, as amended by this act, or is not accompanied by all fees
698 required by law, the document shall not be filed and the Secretary of
699 the State shall return the document to the person originally submitting
700 it.

Comment [RDT14]: T1034--00--
0110--K;;;;;

701 Sec. 15. Section 34-229 of the general statutes is repealed and the
702 following is substituted in lieu thereof (*Effective January 1, 2011*):

703 (a) A foreign limited liability company registered to transact
704 business in this state shall file an annual report in the office of the
705 Secretary of the State which report shall be due upon the anniversary
706 of such foreign limited liability company's registration pursuant to
707 section 34-223. On and after January 1, 2011, each foreign limited
708 liability company shall file an annual report by electronic transmission
709 on or after January first and prior to May first. Upon request of a

WORKING DRAFT

Bill No.

710 foreign limited liability company, the Secretary of the State may grant
711 an exemption from the requirement to file an annual report by
712 electronic transmission if the foreign limited liability company does
713 not have the capability to file by electronic transmission or make
714 payment in an authorized manner by electronic means or if other good
715 cause is shown.

716 (b) Such reporting requirement shall commence on and after
717 January 1, 1995, and continue annually thereafter.

718 (c) Each annual report shall set forth: (1) The name of the foreign
719 limited liability company and, if different, the name under which such
720 foreign limited liability company transacts business in this state; (2) the
721 address of the office required to be maintained in the state or other
722 jurisdiction of the foreign limited liability company's organization by
723 the laws of that state or jurisdiction or, if not so required, the address
724 of its principal office; [and] (3) the electronic mail address, if any, of the
725 foreign limited liability company; and (4) the name and respective
726 business and residence addresses of a manager or a member of the
727 foreign limited liability company, except that if good cause is shown,
728 the Secretary of the State may accept a business address in lieu of the
729 business and residence addresses of such manager or member. For the
730 purposes of this subsection and subsection (d) of this section, a
731 showing of good cause shall include, but not be limited to, a showing
732 that public disclosure of the residence address of the manager or
733 member of the foreign limited liability company may expose the
734 personal security of such manager or member to significant risk.

735 (d) If the manager or member named in a foreign limited liability
736 company's most current annual report pursuant to subsection (c) of
737 this section is replaced for such purpose by another manager or
738 member after the foreign limited liability company has filed such
739 annual report, but not later than thirty days preceding the month
740 during which the foreign limited liability company's next annual
741 report becomes due, the foreign limited liability company shall file

WORKING DRAFT

Bill No.

742 with the Secretary of the State an interim notice of change of manager
743 or member that sets forth: (1) The name of the foreign limited liability
744 company; and (2) the name, title and respective business and residence
745 addresses of the new manager or member and the name and title of the
746 former manager or member, except that if good cause is shown, the
747 Secretary of the State may accept a business address in lieu of the
748 business and residence addresses of the new manager or member. Any
749 such change of manager or member that occurs within the thirty-day
750 period preceding the month during which the foreign limited liability
751 company's next annual report becomes due shall be reflected in such
752 next annual report.

753 (e) Each annual report shall be executed in accordance with section
754 34-109 and be accompanied by the filing fee established in section 34-
755 112. The Secretary of the State shall [mail] deliver to each foreign
756 limited liability company at its principal office or electronic mail
757 address, as shown on his records, [a form prescribed by him for the
758 annual report] notice that the annual report is due, but failure to
759 receive such [form] notice shall not relieve a foreign limited liability
760 company of the requirement of filing the report as provided in this
761 section.

Comment [RDT15]: T1134--00--
0229--K;,,,,;

762 Sec. 16. Section 34-301 of the general statutes is repealed and the
763 following is substituted in lieu thereof (*Effective January 1, 2011*):

764 As used in sections 34-300 to [34-399] 34-434, inclusive, as amended
765 by this act:

766 (1) "Business" includes every trade, occupation and profession.

767 (2) "Debtor in bankruptcy" means a person who is the subject of: (A)
768 An order for relief under Title 11 of the United States Code or a
769 comparable order under a successor statute of general application; or
770 (B) a comparable order under federal, state or foreign law governing
771 insolvency.

WORKING DRAFT

Bill No.

772 (3) "Deliver" or "delivery" means any method of delivery used in
773 conventional commercial practice including delivery by hand, mail,
774 commercial delivery and electronic transmission.

775 [(3)] (4) "Distribution" means a transfer of money or other property
776 from a partnership to a partner in the partner's capacity as a partner or
777 to the partner's transferee.

778 (5) "Document" includes anything delivered to the office of the
779 Secretary of the State for filing under sections 34-300 to 34-434,
780 inclusive, as amended by this act.

781 (6) "Electronic transmission" or "electronically transmitted" means
782 any process of communication not directly involving the physical
783 transfer of paper that is suitable for the retention, retrieval and
784 reproduction of information by the recipient.

785 [(4)] (7) "Foreign registered limited liability partnership" includes a
786 partnership formed pursuant to an agreement governed by the laws of
787 any state other than this state and registered or denominated as a
788 registered limited liability partnership or limited liability partnership
789 under the laws of such other state.

790 [(5)] (8) "Interests" means the proprietary interests in an other entity.

791 [(6)] (9) "Merger" means a business combination pursuant to section
792 34-388.

793 [(7)] (10) "Organizational documents" means the basic document or
794 documents that create, or determine the internal governance of, an
795 other entity.

796 [(8)] (11) "Other entity" means any association or legal entity, other
797 than a domestic or foreign partnership, organized to conduct business,
798 including, but not limited to, a corporation, limited partnership,
799 limited liability partnership, limited liability company, joint venture,
800 joint stock company, business trust, statutory trust and real estate

WORKING DRAFT

Bill No.

801 investment trust.

802 [(9)] (12) "Partnership" means an association of two or more persons
803 to carry on as co-owners a business for profit formed under section 34-
804 314, predecessor law or comparable law of another jurisdiction, and
805 includes for all purposes of the laws of this state a registered limited
806 liability partnership.

807 [(10)] (13) "Partnership agreement" means the agreement, whether
808 written, oral or implied, among the partners concerning the
809 partnership, including amendments to the partnership agreement.

810 [(11)] (14) "Partnership at will" means a partnership in which the
811 partners have not agreed to remain partners until the expiration of a
812 definite term or the completion of a particular undertaking.

813 [(12)] (15) "Partnership interest" or "partner's interest in the
814 partnership" means all of a partner's interests in the partnership,
815 including the partner's transferable interest and all management and
816 other rights.

817 [(13)] (16) "Party to a merger" means any domestic or foreign
818 partnership or other entity that will merge under a plan of merger.

819 [(14)] (17) "Person" means an individual, corporation, limited
820 liability company, business trust, estate, trust, partnership, association,
821 joint venture, government, governmental subdivision, agency or
822 instrumentality, or any other legal or commercial entity.

823 [(15)] (18) "Plan of merger" means a plan entered into pursuant to
824 section 34-388.

825 [(16)] (19) "Property" means all property, real, personal or mixed,
826 tangible or intangible, or any interest therein.

827 [(17)] (20) "Registered limited liability partnership" includes a
828 partnership formed pursuant to an agreement governed by the laws of

WORKING DRAFT

Bill No.

829 this state, registered under section 34-419, and complying with sections
830 34-406 and 34-420, as amended by this act.

831 (21) "Sign" or "signature" includes any manual, facsimile, conformed
832 or electronic signature.

833 ~~[(18)]~~ (22) "State" means a state of the United States, the District of
834 Columbia, the Commonwealth of Puerto Rico or any territory or
835 insular possession subject to the jurisdiction of the United States.

836 ~~[(19)]~~ (23) "Statement" means a statement of partnership authority
837 under section 34-324, a statement of denial under section 34-325, a
838 statement of dissociation under section 34-365, a statement of
839 dissolution under section 34-376, a statement of merger under section
840 34-390, or an amendment or cancellation of any of the foregoing.

841 ~~[(20)]~~ (24) "Survivor" in a merger means the partnership or other
842 entity into which one or more other partnerships or other entities are
843 merged or consolidated. A survivor of a merger may preexist the
844 merger or be created by the merger.

845 ~~[(21)]~~ (25) "Transfer" includes an assignment, conveyance, lease,
846 mortgage, deed and encumbrance. [-----]

Comment [RDT16]: T1234--00--
0301--K;////;

847 Sec. 17. Section 34-411 of the general statutes is repealed and the
848 following is substituted in lieu thereof (*Effective January 1, 2011*):

849 (a) The original signed copy of a certificate of limited liability
850 partnership of a registered limited liability partnership or the
851 certificate of authority of a foreign registered limited liability
852 partnership or of any other document required to be filed pursuant to
853 sections 34-300 to 34-434, inclusive, as amended by this act, shall be
854 delivered to the Secretary of the State. Unless the Secretary of the State
855 determines that the documents do not conform to the filing provisions
856 of said sections, he shall, when all required filing fees have been paid:
857 (1) Endorse on each signed original "filed" and the date and time of its

WORKING DRAFT

Bill No.

858 acceptance for filing; and (2) retain the signed original in his files.

859 (b) When any document is required or permitted to be filed or
860 recorded as provided in sections 34-300 to 34-434, inclusive, as
861 amended by this act, the Secretary of the State may, in the Secretary of
862 the State's discretion, for good cause, permit a photostatic or other
863 photographic copy of such document to be filed or recorded in lieu of
864 the original instrument. Such filing or recording shall have the same
865 force and effect as if the original instrument had been so filed or
866 recorded.

867 (c) The Secretary of the State may require or permit the filing by
868 electronic transmission or by employing new technology as it is
869 developed of any document that is required by law or regulation
870 under sections 34-300 to 34-434, inclusive, as amended by this act, to be
871 filed with the Secretary of the State.

872 [(b)] (d) If the Secretary of the State determines that the documents
873 do not conform to the filing provisions of sections 34-300 to 34-434,
874 inclusive, as amended by this act, or are not accompanied by all fees
875 required by law, the documents shall not be filed and the Secretary of
876 the State shall return the documents to the person originally
877 submitting them.

Comment [RDT17]: T1334-00-0411---K;////

878 Sec. 18. Section 34-420 of the general statutes is repealed and the
879 following is substituted in lieu thereof (*Effective January 1, 2011*):

880 (a) Each registered limited liability partnership shall file an annual
881 report with the Secretary of the State, which report shall be due upon
882 the anniversary of the filing of a certificate of limited liability
883 partnership pursuant to section 34-419. On and after January 1, 2011,
884 each registered limited liability partnership shall file an annual report
885 by electronic transmission on or after January first and prior to May
886 first. Upon request of a registered limited liability partnership, the
887 Secretary of the State may grant an exemption from the requirement to
888 file an annual report by electronic transmission if the registered limited

WORKING DRAFT

Bill No.

889 liability partnership does not have the capability to file by electronic
890 transmission or make payment in an authorized manner by electronic
891 means or if other good cause is shown.

892 (b) Such reporting requirement shall commence on or after January
893 1, 1997, and continue annually thereafter.

894 (c) Each annual report shall set forth: (1) The name of the registered
895 limited liability partnership; [, and] (2) the registered limited liability
896 partnership's current principal office address; and (3) the electronic
897 mail address, if any, of the registered limited liability partnership.

898 (d) Each annual report shall be executed in accordance with section
899 34-410 and be accompanied by the filing fee established in section 34-
900 413. The Secretary of the State shall [mail] deliver to each registered
901 limited liability partnership at its principal office or electronic mail
902 address, as shown on his records, [a form prescribed by him for the
903 annual report] notice that the annual report is due, but failure to
904 receive such [form] notice shall not relieve a registered limited liability
905 partnership of the requirement of filing the report as provided in this
906 section. [-----

Comment [RDT18]: T1434--00--
0420--K;,,,,;

907 Sec. 19. Section 34-431 of the general statutes is repealed and the
908 following is substituted in lieu thereof (*Effective January 1, 2011*):

909 (a) A foreign registered limited liability partnership authorized to
910 transact business in this state shall file an annual report in the office of
911 the Secretary of the State which report shall be due upon the
912 anniversary of such foreign registered limited liability partnership's
913 certificate of authority pursuant to section 34-429, as amended by this
914 act. On and after January 1, 2011, each foreign registered limited
915 liability partnership shall file an annual report by electronic
916 transmission on or after January first and prior to May first. Upon
917 request of a foreign registered limited liability partnership, the
918 Secretary of the State may grant an exemption from the requirement to
919 file an annual report by electronic transmission if the foreign registered

WORKING DRAFT

Bill No.

920 limited liability partnership does not have the capability to file by
921 electronic transmission or make payment in an authorized manner by
922 electronic means or if other good cause is shown.

923 (b) Such reporting requirement shall commence on and after
924 January 1, 1997, and continue annually thereafter.

925 (c) Each annual report shall set forth: (1) The name of the foreign
926 registered limited liability partnership and, if different, the name
927 under which such foreign registered limited liability partnership
928 transacts business in this state; [and] (2) the address of the office
929 required to be maintained in the state or other jurisdiction of the
930 foreign registered limited liability partnership's organization by the
931 laws of that state or jurisdiction or, if not so required, the address of its
932 principal office; and (3) the electronic mail address, if any, of the
933 foreign registered limited liability partnership.

934 (d) Each annual report shall be executed in accordance with section
935 34-410, and be accompanied by the filing fee established in section 34-
936 413. The Secretary of the State shall [mail] deliver to each foreign
937 registered limited liability partnership at its principal office or
938 electronic mail address, as shown on his records, [a form prescribed by
939 him for the annual report] notice that the annual report is due, but
940 failure to receive such [form] notice shall not relieve a foreign
941 registered limited liability partnership of the requirement of filing the
942 report as provided in this section.

Comment [RDT19]: T1534--00--
0431---K;////

943 Sec. 20. Section 34-501 of the general statutes is repealed and the
944 following is substituted in lieu thereof (*Effective January 1, 2011*):

945 For purposes of sections 34-500 to 34-547, inclusive, as amended by
946 this act:

947 (1) "Beneficial owner" means any owner of a beneficial interest in a
948 statutory trust. Beneficial ownership shall be determined and
949 evidenced, whether by means of registration, the issuance of

WORKING DRAFT

Bill No.

950 certificates or otherwise, in accordance with the applicable provisions
951 of the governing instrument of the statutory trust.

952 (2) "Statutory trust" or "domestic statutory trust" means an
953 unincorporated association which (A) is created by a trust instrument
954 under which property is or will be held, managed, administered,
955 controlled, invested, reinvested or operated, or business or
956 professional activities are carried on or will be carried on, by a trustee
957 or trustees for the benefit of such person or persons as are or may
958 become entitled to a beneficial interest in the trust property, including
959 but not limited to a trust of the type known at common law as a
960 "business trust" or "Massachusetts trust" or "grantor trust", or a trust
961 qualifying as a real estate investment trust under Section 856 et seq., of
962 the United States Internal Revenue Code of 1986, or any subsequent
963 corresponding internal revenue code of the United States, as from time
964 to time amended, or a trust qualifying as a real estate mortgage
965 investment conduit under Section 860D of the United States Internal
966 Revenue Code of 1986, or any subsequent corresponding internal
967 revenue code of the United States, as from time to time amended, and
968 (B) files a certificate of trust pursuant to section 34-503, as amended by
969 this act. Any such association organized before or after October 1, 1997,
970 shall be a statutory trust and a separate legal entity.

971 (3) "Document" includes anything delivered to the office of the
972 Secretary of the State for filing under sections 34-500 to 34-547,
973 inclusive, as amended by this act.

974 [(3)] (4) "Foreign statutory trust" means any business trust,
975 association or similar entity which is not organized under the laws of
976 this state.

977 [(4)] (5) "Governing instrument" means a trust instrument which
978 creates a statutory trust and provides for the governance of the affairs
979 of the statutory trust and the conduct of its business. A governing
980 instrument: (A) May provide that a person shall become a beneficial

WORKING DRAFT

Bill No.

981 owner and shall become bound by the governing instrument if such
982 person, or a representative authorized by such person orally, in
983 writing or by other action such as payment for a beneficial interest,
984 complies with the conditions for becoming a beneficial owner set forth
985 in the governing instrument or any other writing and acquires a
986 beneficial interest; and (B) may consist of one or more agreements,
987 instruments or other writings and may refer to or incorporate bylaws
988 containing provisions relating to the business of the statutory trust, the
989 conduct of its affairs and its rights or powers or the rights or powers of
990 its trustees, beneficial owners, agents or employees.

991 [(5)] (6) "Other business entity" means a corporation, a limited
992 liability company, a general or limited partnership, a limited liability
993 partnership, a common law trust or any other unincorporated
994 business.

995 [(6)] (7) "Person" means a natural person, partnership, limited
996 partnership, limited liability partnership, limited liability company,
997 trust, estate, association, corporation, custodian, nominee or any other
998 individual or entity in its own or any representative capacity.

999 (8) "Sign" or "signature" includes any manual, facsimile, conformed
1000 or electronic signature.

1001 [(7)] (9) "Trustee" means the person or persons appointed as a
1002 trustee in accordance with the governing instrument of a statutory
1003 trust and may include one or more of the beneficial owners of the
1004 statutory trust. |

Comment [RDT20]: T1634--00--
0501---K;,,,,;

1005 Sec. 21. Section 34-503 of the general statutes is repealed and the
1006 following is substituted in lieu thereof (*Effective January 1, 2011*):

1007 (a) Every statutory trust shall file [the original,] a signed copy of its
1008 certificate of trust with the office of the Secretary of the State. The
1009 certificate of trust shall set forth:

WORKING DRAFT

Bill No.

1010 (1) A name of the statutory trust that satisfies the requirements of
1011 section 34-506;

1012 (2) The future effective date, which shall be a date certain, of
1013 effectiveness of the certificate if it is not to be effective upon the filing
1014 of the certificate;

1015 (3) The principal office address of the statutory trust;

1016 (4) The appointment of a statutory agent for service of process, as
1017 required by section 34-507; and

1018 (5) Any other information the trustees determine to include therein.

1019 (b) (1) A certificate of trust may be amended by filing a certificate of
1020 amendment thereto with the office of the Secretary of the State. The
1021 certificate of amendment shall set forth: (A) The name of the statutory
1022 trust; (B) the date of filing of the [original] initial certificate of trust; (C)
1023 the amendment to the certificate; and (D) the future effective date,
1024 which shall be a date certain, of effectiveness of the certificate if it is
1025 not to be effective upon the filing of the certificate.

1026 (2) A certificate of trust may be amended at any time for any
1027 purpose as the trustees may determine, provided the certificate of trust
1028 as amended contains those provisions that are required by law to be
1029 contained in a certificate of trust at the time of making the amendment.

1030 (c) (1) A certificate of trust may be restated by integrating into a
1031 single instrument all of the provisions of the certificate of trust which
1032 are then in effect and operative as a result of there having been
1033 theretofore filed one or more certificates of amendment pursuant to
1034 subsection (b) of this section, and the certificate of trust may be
1035 amended or further amended by the filing of a restated certificate of
1036 trust. The restated certificate of trust shall be specifically designated as
1037 such in its heading and shall set forth: (A) The present name of the
1038 statutory trust and, if it has been changed, the name under which the

WORKING DRAFT

Bill No.

1039 statutory trust was originally formed; (B) the date of filing of the
1040 [original] initial certificate of trust; (C) the information required to be
1041 included pursuant to subsection (a) of this section; (D) the future
1042 effective date, which shall be a date certain, of effectiveness of the
1043 restated certificate of trust if it is not to be effective upon the filing of
1044 the restated certificate of trust; and (E) any other information the
1045 trustees determine to include therein.

1046 (2) A certificate of trust may be restated at any time for any purpose
1047 as the trustees may determine.

1048 (d) A certificate of trust shall be cancelled upon the completion of
1049 winding up of the statutory trust and its termination. A certificate of
1050 cancellation shall be filed in the office of the Secretary of the State and
1051 set forth: (1) The name of the statutory trust; (2) the date of filing of the
1052 [original] initial certificate of trust; (3) the reason for filing the
1053 certificate of cancellation; (4) the future effective date, which shall be a
1054 date certain, of cancellation if it is not to be effective upon the filing of
1055 the certificate; and (5) any other information the trustees determine to
1056 include therein.

1057 (e) When any document is required or permitted to be filed or
1058 recorded as provided in sections 34-500 to 34-547, inclusive, as
1059 amended by this act, the Secretary of the State may, in the Secretary of
1060 the State's discretion, for good cause, permit a photostatic or other
1061 photographic copy of such document to be filed or recorded in lieu of
1062 the original instrument. Such filing or recording shall have the same
1063 force and effect as if the original instrument had been so filed or
1064 recorded.

1065 [(e)] (f) Unless the office of the Secretary of the State determines that
1066 a document filed with it pursuant to this section does not conform to
1067 law, it shall, when all required filing fees have been paid, endorse on
1068 each signed [original of such] document the word "Filed" and the date
1069 and time of its acceptance for filing and retain the [original] signed

WORKING DRAFT

Bill No.

1070 document in its files.

Comment [RDT21]: T1734--00--0503---K;,,,,;

1071 Sec. 22. Section 34-429 of the general statutes is repealed and the
1072 following is substituted in lieu thereof (*Effective January 1, 2011*):

1073 |Before transacting business in this state, a foreign registered limited
1074 liability partnership shall file a certificate of authority with the
1075 Secretary of the State executed by a person with authority to do so
1076 under the laws of the state or other jurisdiction where it is registered as
1077 a registered limited liability partnership. The certificate of authority
1078 shall set forth: (1) The name of the partnership and, if different, the
1079 name under which it proposes to transact business in this state, either
1080 of which shall conform to the requirements of section 34-406; (2) the
1081 state or other jurisdiction where it is registered as a registered limited
1082 liability partnership and the date of its registration; (3) the name and
1083 address of the agent in this state for service of process required to be
1084 maintained by section 34-408 and an acceptance of such appointment
1085 signed by the agent appointed; (4) the address of the office required to
1086 be maintained in the state or other jurisdiction of its organization by
1087 the laws of that state or jurisdiction or, if not so required, of the
1088 principal office of the partnership; (5) a representation that the
1089 partnership is a "foreign registered limited liability partnership" as
1090 defined in [subdivision (4) of] section 34-301, as amended by this act;
1091 (6) a brief statement of the business in which the partnership engages;
1092 and (7) any other matters the partnership may determine to include.

Comment [RDT22]: T1834--00--0429---K;,,,,;

1093 Sec. 23. Section 34-531 of the general statutes is repealed and the
1094 following is substituted in lieu thereof (*Effective January 1, 2011*):

1095 |Before transacting business in this state, a foreign statutory trust
1096 shall register with the Secretary of the State. In order to register, a
1097 foreign statutory trust shall submit to the Secretary of the State an
1098 original signed copy of an application for registration as a foreign
1099 statutory trust executed by a person with authority to do so under the
1100 laws of the state or other jurisdiction of its formation. The application

WORKING DRAFT

Bill No.

1101 shall set forth: (1) The name of the foreign statutory trust and, if
1102 different, the name under which it proposes to transact business in this
1103 state; (2) the state or other jurisdiction where formed, and date of its
1104 organization; (3) the name and address of the agent in this state for
1105 service of process on the foreign statutory trust required to be
1106 maintained by section 34-532 and an acceptance of such appointment
1107 signed by the agent appointed if other than the Secretary of the State;
1108 (4) the address of the office required to be maintained in the state or
1109 other jurisdiction of its organization by the laws of that state or
1110 jurisdiction or, if not so required, of the principal office of the foreign
1111 statutory trust; (5) a representation that the foreign statutory trust is a
1112 "foreign statutory trust" as defined in [subdivision (3) of] section 34-
1113 501, as amended by this act; and (6) the character of the business which
1114 the statutory trust intends to transact in this state. |

Comment [RDT23]: T1934--00--
0531---K;////

1115 Sec. 24. Section 4a-60b of the general statutes is repealed and the
1116 following is substituted in lieu thereof (*Effective from passage*):

1117 (a) For the purposes of this section:

1118 (1) "Reverse auction" means an on-line bidding process in which
1119 qualified bidders or qualified proposers, anonymous to each other,
1120 submit bids or proposals to provide goods, services or supplies
1121 pursuant to an invitation to bid or request for proposals; [and]

1122 (2) "Contracting agency" means a state agency with statutory
1123 authority to award contracts for goods, services or supplies, or a
1124 political subdivision of the state or school district; and

1125 (3) "Services" means any (A) laundry and cleaning service, (B) pest
1126 control service, (C) janitorial service, (D) security service, (E) rental,
1127 repair or maintenance of equipment, machinery or other personal
1128 property owned by the state, a political subdivision of the state or a
1129 school district, (F) advertising, (G) photostating, (H) mimeographing,
1130 or (I) other service arrangements, other than construction or
1131 construction management services, where such services are provided

WORKING DRAFT

Bill No.

1132 by persons other than employees of the state, a political subdivision of
1133 the state or a school district.

1134 (b) Notwithstanding any provision of the general statutes,
1135 whenever a contracting agency determines that the use of a reverse
1136 auction is advantageous to the contracting agency and will ensure a
1137 competitive contract award, the contracting agency may use a reverse
1138 auction to award a contract for goods, services or supplies, in
1139 accordance with any applicable requirement of the general statutes
1140 and policies of the contracting agency. The contracting agency may
1141 contract with a third party to prepare and manage any such reverse
1142 auction.

Comment [BT24]: 04a-00--0060--
bK;::::;

1143 Sec. 25. (*Effective from passage*) (a) For the purposes of this section,
1144 "lean techniques" means a method of improving administrative
1145 processes that (1) is based upon a focus on a customer service
1146 perspective that seeks to optimize value delivered to the public, (2)
1147 involves employees, the regulated community and the public in
1148 continual improvements and the finding of solutions, (3) uses a
1149 continual improvement framework that emphasizes rapid
1150 implementation rather than lengthy planning, (4) seeks to reduce the
1151 complexity of the process, and (5) uses metrics and visual controls to
1152 improve decision making and problem solving.

1153 (b) There is established the Lean Government Steering Committee to
1154 develop a plan to implement lean techniques in state agencies. The
1155 Governor shall appoint five members of the business community who
1156 have experience with lean techniques as follows: One member from
1157 the banking industry, one member from the service sector, one
1158 member from the manufacturing sector, one member from the
1159 healthcare industry and one member from a collective bargaining unit.
1160 A representative from the Connecticut Center for Advanced
1161 Technology shall be a nonvoting member of said committee.

1162 (c) All appointments to the committee shall be made not later than

WORKING DRAFT

Bill No.

1163 thirty days after the effective date of this section. Any vacancy shall be
1164 filled by the appointing authority.

1165 (d) The Secretary of the Office of Policy and Management, or a
1166 designee, shall serve as the chairperson of the committee. Such
1167 chairperson shall schedule the first meeting of the committee, which
1168 shall be held not later than thirty days after the effective date of this
1169 section.

1170 (e) The Connecticut Center for Advanced Technology shall assist
1171 said committee to develop a plan for the implementation of lean
1172 techniques in state agencies, including, but not limited to, which
1173 agencies should implement lean techniques first, which processes
1174 should be made more efficient, a method for such implementation and
1175 the goals of such implementation.

1176 (f) Not later than sixty days after the effective date of this section,
1177 the committee shall submit a report on its findings and
1178 recommendations to the Governor, the speaker of the House of
1179 Representatives, the president pro tempore of the Senate and the joint
1180 standing committee of the General Assembly having cognizance of
1181 matters relating to government administration, in accordance with the
1182 provisions of section 11-4a of the general statutes.

1183 Sec. 26. (*Effective from passage*) One hundred thousand dollars of the
1184 money appropriated to the Department of Economic and Community
1185 Development for the CCAT-CT Manufacturing Supply Chain account
1186 in section 11 of public act 09-3 of the June special session, as amended
1187 by section 79 of public act 09-5, section 58 of public act 09-6, sections 3
1188 and 104 of public act 09-7 of the September special session and section
1189 1 of public act 10-3, shall be used by the Connecticut Center for
1190 Advanced Technology, for the fiscal year ending June 30, 2011, to
1191 provide assistance to the Lean Government Steering Committee in
1192 accordance with section 25 of this act.

1193 Sec. 27. (*Effective February 1, 2011*) (a) The Department of

WORKING DRAFT

Bill No.

1194 Administrative Services shall provide personnel, payroll, affirmative
1195 action and business office functions of the following state agencies, in
1196 accordance with section 60 of public act 05-251: The Office of the Chief
1197 Medical Examiner, Connecticut State Library, Division of Special
1198 Revenue, Department of Economic and Community Development and
1199 Military Department. The personnel, payroll, affirmative action and
1200 business office functions of such agencies shall be merged and
1201 consolidated within the Department of Administrative Services.

1202 (b) Notwithstanding the provisions of subsections (a) to (d),
1203 inclusive, of section 4-85 of the general statutes, the Governor may,
1204 with the approval of the Finance Advisory Committee, modify or
1205 reduce requisitions for allotments, revise the total number of positions
1206 which may be filled by any state agency during the fiscal years ending
1207 June 30, 2011, and June 30, 2012, and transfer funds and positions to
1208 the Department of Administrative Services, in order to consolidate
1209 personnel, payroll, affirmative action and business office functions as
1210 determined by subsection (a) of this section. In the event there are
1211 filled positions in excess of the work requirements resulting from the
1212 efficiencies created from the merger, individuals will be transferred to
1213 funded vacancies in other agencies in the same or comparable
1214 classifications.

1215 Sec. 28. Section 2-13 of the general statutes is repealed and the
1216 following is substituted in lieu thereof (*Effective from passage*):

1217 (a) The clerk of either house may employ such number of qualified
1218 persons as are necessary to make a record of the proceedings in the
1219 Senate and the House of Representatives and to transcribe the same
1220 without unnecessary delay. [A] An electronic copy of such record of
1221 each day's proceedings shall be [filed in the State Library within]
1222 posted on the Internet web site of the General Assembly not later than
1223 two days after the transcript has been completed. [and shall be
1224 available to the public.]

WORKING DRAFT

Bill No.

1225 (b) The clerks of the Senate and House shall, during sessions of the
1226 General Assembly, publish at such times during the session, as may be
1227 determined by said clerks, a legislative record index which shall report
1228 the status of each bill and resolution pending in or acted upon by the
1229 General Assembly. Said clerks shall [make copies of the legislative
1230 record index available to representatives of the press, the State Library,
1231 the Governor, the Secretary of the State, the Attorney General and such
1232 other persons as the speaker of the House or the president of the
1233 Senate may designate] post the legislative record index on the Internet
1234 web site of the General Assembly.

Comment [HB25]: 02--00--0013---
K*****

1235 Sec. 29. Section 2-23 of the general statutes is repealed and the
1236 following is substituted in lieu thereof (*Effective from passage*):

1237 [The Joint Committee on Legislative Management [shall] may
1238 provide by contract, purchase or lease a process for the reproduction of
1239 copies of each bill and each resolution proposing an amendment to the
1240 Constitution and other substantive resolutions introduced in both
1241 houses, the calendars and journals of both houses and other legislative
1242 publications, in number sufficient to supply the needs of the legislature
1243 and the public. Such reproduction shall be under the supervision of the
1244 clerks of the Senate and the House. To carry out the provisions of this
1245 section, said committee [is authorized to] may hire necessary
1246 personnel and acquire supplies and equipment. The Joint Committee
1247 on Legislative Management [shall] may set aside in a building under
1248 the supervision and control of the Joint Committee on Legislative
1249 Management a room for use as a legislative bill room for distribution
1250 of copies under the supervision of the clerks of the Senate and House.
1251 The clerks of the Senate and House [shall] may, during each session of
1252 the General Assembly, keep copies of all bills and resolutions
1253 reproduced as above provided, in such room, for the convenience of
1254 the members of the legislature and the public. [A file of such] An
1255 electronic copy of such bills and resolutions and the records of
1256 hearings of committees and the proceedings of each house, suitably
1257 indexed, shall be [kept] available in the State Library for public

WORKING DRAFT

Bill No.

1258 inspection, and the clerks of the Senate and House shall [furnish copies
1259 of] electronically submit such bills and resolutions for this purpose.
1260 The State Librarian is authorized to hire not more than two additional
1261 employees and to secure supplies and equipment necessary to make
1262 said index. [Copies of bills] An electronic copy of bills and resolutions
1263 [printed] created after favorable report by a committee or the
1264 amendment on the third reading, i.e., files, [not needed by members of
1265 the General Assembly or for other official use shall be delivered to the
1266 legislative bill room for distribution. After adjournment of the General
1267 Assembly, distribution of such bills, resolutions and files shall be made
1268 from the office of the clerks] shall be posted on the Internet web site of
1269 the General Assembly. [To carry out the provisions of this section, said
1270 clerks are authorized to hire additional employees for distribution of
1271 such copies. The public may obtain copies of bills, resolutions,
1272 journals, bulletins, legislative indexes and other legislative
1273 publications by calling for the same at the State Capitol or the
1274 Legislative Office Building, provided the clerks may, in their
1275 discretion, limit the number of copies to be furnished to any one
1276 person and may, with the approval of the committee, fix reasonable
1277 charges for furnishing copies in quantities which the clerks believe
1278 cannot be furnished free of charge without undue expense to the state.
1279 The clerks shall, at the request of the chief executive officer of any
1280 town, city or borough, send by first class mail one copy of each
1281 legislative bulletin and of the legislative record index to such office of
1282 such municipality as such chief executive officer shall designate.
1283 Copies] Electronic copies of engrossed bills and resolutions shall be
1284 [distributed from the Legislative Commissioners' Office] posted on the
1285 Internet web site of the General Assembly.

Comment [HB26]: 02--00--0023---
K*****

1286 Sec. 30. Section 2-24 of the general statutes is repealed and the
1287 following is substituted in lieu thereof (*Effective from passage*):

1288 [The words "State of Connecticut" shall be printed at the head of each
1289 bill and document printed by order of the General Assembly, or either
1290 house thereof, and on its title page or cover, if any. Before printed,

WORKING DRAFT

Bill No.

1291 electronic or photographic copies of an original bill are made, the bill
1292 shall be endorsed with (1) the date of its introduction; (2) its number;
1293 (3) the name of the member or committee introducing it; and (4) the
1294 name of the committee to which it was referred. Copies of bills or
1295 resolutions printed after favorable report by a committee or reprinted
1296 after amendment on the third reading, i.e., files, shall bear the file
1297 number of such bill or resolution, placed conspicuously at the head of
1298 the same, which file number shall be assigned by the printer in the
1299 order printed, the number and title of the bill, the name of the
1300 committee to which it was referred, the date and nature of the
1301 committee's report, and, in any case where the bill, if passed, would
1302 require the expenditure of state or municipal funds or affect state or
1303 municipal revenue, a fiscal note, including an estimate of the cost or of
1304 the revenue impact shall be appended thereto. When a bill or
1305 resolution is accompanied with a report of a committee, other than a
1306 recommendation that it ought or ought not to pass, it shall then have
1307 an additional endorsement, as follows: "Accompanied by special
1308 report, No.-". Bills shall be designated in the [printed] calendar of each
1309 house by their file numbers, as well as by the titles and numbers of the
1310 bills.

Comment [SAM27]: 02--00--0024---
K*****

1311 Sec. 31. Section 2-26 of the general statutes is repealed and the
1312 following is substituted in lieu thereof (*Effective from passage*):

1313 At each regular or special session of the General Assembly no bill
1314 shall be passed or become a law unless it has been [printed] posted on
1315 the Internet web site of the General Assembly in its final form, as
1316 prescribed by section 2-24, as amended by this act, with the exception
1317 of germane amendments, [and upon the desks of the members] at least
1318 two legislative days prior to its final passage, unless the president pro
1319 tempore of the Senate and the speaker of the House of Representatives
1320 have certified, in writing, the facts which in their opinion necessitate
1321 an immediate vote on such bill, in which case it shall nevertheless be
1322 [upon the desks of the members] posted on said web site in final form,
1323 accompanied by the fiscal note required by section 2-24, as amended

WORKING DRAFT

Bill No.

1324 by this act, when applicable, with the exception of germane
1325 amendments, but not necessarily printed, before its final passage.

Comment [SAM28]: 02--00--0026---
K:////

1326 Sec. 32. Section 2-49 of the general statutes is repealed and the
1327 following is substituted in lieu thereof (*Effective from passage*):

1328 Within three months after the adjournment of each General
1329 Assembly, the clerk of the Senate and the clerk of the House of
1330 Representatives shall prepare a full and accurate alphabetical subject-
1331 index to the journals, and shall cause [to be printed three hundred
1332 seventy-five copies] an electronic copy to be made of each of said
1333 journals with the index. One printed copy of each journal so indexed
1334 shall be certified by the clerk of the Senate or the clerk of the House, as
1335 the case may be, to be a true record of the proceedings of such house
1336 and shall be deposited in the office of the secretary as the official
1337 journal thereof. They shall [cause to be transmitted] transmit an
1338 electronic copy of each journal directly to the secretary [fifty copies of
1339 each journal, to the State Library fifty copies, to each incorporated or
1340 associated library in the state requesting the same and to each county
1341 bar library, one copy, and to each state officer, to each member of the
1342 General Assembly, one copy and to each town, at the request of the
1343 town clerk of such town, one copy, and the remainder shall be
1344 deposited with the secretary, who, upon receiving the certified copies
1345 as above provided,] and shall post a copy of each journal on the
1346 Internet web site of the General Assembly. Upon the posting of the
1347 electronic copies of each journal with the index, the Secretary shall
1348 certify to the Comptroller that said journals have been indexed and
1349 [distributed] posted in accordance with this section; and the
1350 Comptroller shall thereupon draw his order on the Treasurer in favor
1351 of the persons whose duty it is to index and distribute the same, for the
1352 sum of three hundred dollars each for their services and expenses.

Comment [HB29]: 02--00--0049---
K:////

1353 Sec. 33. Section 11-4a of the general statutes is repealed and the
1354 following is substituted in lieu thereof (*Effective from passage*):

WORKING DRAFT

Bill No.

1355 Each commission, task force or committee appointed by the
1356 Governor or the General Assembly, or both, and required to report its
1357 findings and recommendations, and each state agency which submits a
1358 report to the General Assembly or any committee of the General
1359 Assembly, shall submit its report electronically to the clerks of the
1360 Senate and the House of Representatives, [and shall file with the State
1361 Librarian as many copies of such report as the commission, task force,
1362 committee or agency and the librarian jointly deem appropriate, and
1363 one copy with] the State Librarian and the Office of Legislative
1364 Research.

Comment [SAM30]: 11--00--0004--
aK;::::;

1365 Sec. 34. Section 2-110 of the general statutes is repealed and the
1366 following is substituted in lieu thereof (*Effective from passage*):

1367 (a) There is established a Commission on Innovation and
1368 Productivity for State Government. The commission shall be composed
1369 as follows: The chairpersons of the Legislative Program Review and
1370 Investigations Committee, the chairpersons and ranking members of
1371 the joint standing committees of the General Assembly having
1372 cognizance of matters relating to appropriations and the budgets of
1373 state agencies and government administration, the Secretary of the
1374 Office of Policy and Management and the Commissioner of
1375 Administrative Services; ten persons appointed by the Governor, two
1376 of whom shall represent the State Employees' Bargaining Agent
1377 Coalition (SEBAC), two of whom shall represent the business
1378 community and two of whom shall represent the State Managers
1379 Association of Connecticut; and six members appointed as follows:
1380 One appointed by the president pro tempore of the Senate, one
1381 appointed by the majority leader of the Senate, one appointed by the
1382 minority leader of the Senate, one appointed by the speaker of the
1383 House of Representatives, one appointed by the majority leader of the
1384 House of Representatives and one appointed by the minority leader of
1385 the House of Representatives. Appointments by legislative leaders
1386 may be public members or legislators. The Governor shall appoint a
1387 cochairperson who is not a legislator from among the members

WORKING DRAFT

Bill No.

1388 appointed by him. The other cochairperson shall be a legislator elected
1389 by the legislative members of the commission at its first meeting. All
1390 appointments shall be made on or before July 15, 1993. The
1391 cochairperson appointed by the Governor shall convene the first
1392 meeting on or before July 31, 1993.

1393 (b) The commission shall recommend innovations for the
1394 improvements of cost-effectiveness and efficiency in state government.
1395 It shall examine ways to increase state government productivity,
1396 reduce costs and provide the highest quality services. The commission
1397 shall report its findings and recommended innovations to the
1398 Governor and the General Assembly not later than February 1, 1994,
1399 and annually thereafter, in accordance with the provisions of section
1400 11-4a, as amended by this act. The innovations shall include
1401 recommendations for the reduction of expenditures of at least ten
1402 million dollars for each of the two fiscal years succeeding the fiscal
1403 year in progress. On and after October 1, 1996, the report shall be
1404 submitted to the joint standing committees of the General Assembly
1405 having cognizance of matters relating to appropriations and budgets of
1406 state agencies and government administration and, upon request, to
1407 any member of the General Assembly. A summary of the report shall
1408 be electronically submitted to each member of the General Assembly if
1409 the summary is two pages or less and a notification of the report shall
1410 be electronically submitted to each member if the summary is more
1411 than two pages. Submission shall be by [mailing] electronically
1412 sending the report, summary or notification to [the legislative address
1413 of] each member of the committees or the General Assembly, as
1414 applicable.

Comment [SAM31]: 02--00--0110--
K*****

1415 Sec. 35. Subsection (b) of section 17b-369 of the 2010 supplement to
1416 the general statutes is repealed and the following is substituted in lieu
1417 thereof (*Effective from passage*):

1418 (b) (1) The Commissioner of Social Services shall submit, in
1419 accordance with this subdivision, a copy of any report on the Money

WORKING DRAFT

Bill No.

1420 Follows the Person demonstration project that the commissioner is
1421 required to submit to the Secretary of Health and Human Services and
1422 that pertains to (A) the status of the implementation of the Money
1423 Follows the Person demonstration project, (B) the anticipated date that
1424 the first eligible person or persons will be transitioned into the
1425 community, or (C) information concerning when and how the
1426 Department of Social Services will transition additional eligible
1427 persons into the community. The commissioner shall submit any such
1428 [copy] report to the joint standing committee of the General Assembly
1429 having cognizance of matters relating to human services and to the
1430 select committee of the General Assembly having cognizance of
1431 matters relating to aging, in accordance with the provisions of section
1432 11-4a, as amended by this act. Copies of reports prepared prior to
1433 October 1, 2009, shall be submitted by said date and [copies of] reports
1434 prepared thereafter shall be submitted semiannually.

1435 (2) After October 1, 2009, if the commissioner has not prepared any
1436 new reports for submission to the Secretary of Health and Human
1437 Services for any six-month submission period under subdivision (1) of
1438 this subsection, the commissioner shall prepare and submit a written
1439 report in accordance with this subdivision to the joint standing
1440 committee of the General Assembly having cognizance of matters
1441 relating to human services and to the select committee of the General
1442 Assembly having cognizance of matters relating to aging, in
1443 accordance with the provisions of section 11-4a, as amended by this
1444 act. Such report shall include (A) the status of the implementation of
1445 the Money Follows the Person demonstration project, (B) the
1446 anticipated date that the first eligible person or persons will be
1447 transitioned into the community, and (C) information concerning
1448 when and how the Department of Social Services will transition
1449 additional eligible persons into the community. |

Comment [SAM32]: 17b-00-0369---
K;(b);(b);;;

1450 Sec. 36. (NEW) (*Effective from passage*) (a) For the purposes of this
1451 section, (1) "state employee" means any employee in the executive,
1452 legislative or judicial branch of state government, whether in the

WORKING DRAFT

Bill No.

1453 classified or unclassified service and whether full or part-time and any
1454 employee of a quasi-public agency, (2) "salary" has the same meaning
1455 as in section 5-154 of the general statutes, (3) "pay card" means a card
1456 issued by an employer or its payroll service provider to its employee
1457 that is linked to a payroll card account and credited with the
1458 employee's wages at the close of a pay period; and (4) "pay card
1459 system" means an electronic pay arrangement where an employee's
1460 wages are credited on a recurring basis to a payroll card account
1461 directly or indirectly established by the employer on behalf of the
1462 employee that is subject to withdrawal charges and fees and where
1463 withdrawals may be made using a pay card at automated teller
1464 machines or point of sale terminals.

1465 (b) Unless otherwise requested by the employee, the Comptroller
1466 shall make any payment of salary to a state employee by electronic
1467 direct deposit to the account in a bank, Connecticut credit union or
1468 federal credit union of such state employee that will agree to accept
1469 such payment, or by pay card.

1470 Sec. 37. (NEW) (*Effective April 1, 2011*) (a) As used in this section, (1)
1471 "pay card" means a card (A) issued by the state or its payroll service
1472 provider to a recipient, and (B) linked to a payroll card account and
1473 credited with the recipient's pension payment at the close of a pay
1474 period; and (2) "pay card system" means an electronic pay
1475 arrangement where a recipient's pension payments are credited on a
1476 recurring basis to a payroll card account directly or indirectly
1477 established by the state on behalf of the recipient that is subject to
1478 withdrawal charges and fees and where withdrawals may be made
1479 using a pay card at automated teller machines or point of sale
1480 terminals.

1481 (b) Unless otherwise requested by the recipient, any pension
1482 payment made under (1) the retirement system administered by the
1483 Connecticut State Employees Retirement Commission pursuant to
1484 chapter 66 of the general statutes, (2) an alternate retirement program

WORKING DRAFT

Bill No.

1485 authorized by said commission, or (3) the Connecticut teacher's
1486 retirement system established under section 10-183c of the general
1487 statutes, shall be made by electronic direct deposit to the recipient's
1488 account in a bank, Connecticut credit union or federal credit union that
1489 will agree to accept such payment, or by pay card.

1490 Sec. 38. (NEW) (*Effective from passage*) Any compensation payable
1491 under chapter 568 of the general statutes to any employee of the state
1492 or to any dependents of any employee of the state, excluding any
1493 payments made to a provider under section 31-294d of the general
1494 statutes, shall be made by electronic direct deposit to the account in a
1495 bank, Connecticut credit union or federal credit union of such
1496 employee or such dependent that will agree to accept such deposit or
1497 by pay card, as defined in section 36 of this act.

1498 Sec. 39. Section 3-119a of the general statutes is repealed and the
1499 following is substituted in lieu thereof (*Effective from passage*):

1500 (a) The Comptroller shall develop, implement and maintain a
1501 comprehensive retirement data base system and shall regularly consult
1502 and inform the State Employees Retirement Commission concerning
1503 the system.

1504 (b) The Comptroller, in conjunction with the Commissioner of
1505 Administrative Services, shall develop, implement and maintain a
1506 state-wide time and attendance system. The system shall be integrated
1507 with the central payroll system and compatible with the development
1508 of the comprehensive retirement data base system. [-----

Comment [SAM33]: 03--00--0119--
aK;::::

1509 (c) On or before July 1, 2011, each agency shall implement and
1510 maintain its employee time and attendance system in an electronic
1511 format that is compatible with the state-wide time and attendance
1512 system developed pursuant to subsection (b) of this section.

1513 Sec. 40. (NEW) (*Effective from passage*) The state shall furnish a record
1514 of hours worked and gross earnings as described in section 31-13a of

WORKING DRAFT

Bill No.

1515 the general statutes, as amended by this act, in electronic format, to
1516 each employee, unless the employee requests to receive such record in
1517 writing.

1518 Sec. 41. Section 31-13a of the general statutes is repealed and the
1519 following is substituted in lieu thereof (*Effective from passage*):

1520 [With] Except as provided in section 40 of this act, with each wage
1521 payment each employer shall furnish to each employee in writing a
1522 record of hours worked, the gross earnings showing straight time and
1523 overtime as separate entries, itemized deductions and net earnings,
1524 except that the furnishing of a record of hours worked and the
1525 separation of straight time and overtime earnings shall not apply in the
1526 case of any employee with respect to whom the employer is
1527 specifically exempt from the keeping of time records and the payment
1528 of overtime under the Connecticut Minimum Wage Act or the Fair
1529 Labor Standards Act.

1530 Sec. 42. Sections 3-81 and 3-84 of the general statutes are repealed.
1531 (*Effective from passage*)

This act shall take effect as follows and shall amend the following sections:		
Section 1	<i>from passage</i>	2-27
Sec. 2	<i>from passage</i>	2-7
Sec. 3	<i>from passage</i>	16-2(d)
Sec. 4	<i>January 1, 2011</i>	33-608
Sec. 5	<i>January 1, 2011</i>	33-953
Sec. 6	<i>January 1, 2011</i>	33-1004
Sec. 7	<i>January 1, 2011</i>	33-1243
Sec. 8	<i>January 1, 2011</i>	34-9
Sec. 9	<i>January 1, 2011</i>	34-10b
Sec. 10	<i>January 1, 2011</i>	34-13e
Sec. 11	<i>January 1, 2011</i>	34-38s
Sec. 12	<i>January 1, 2011</i>	34-101
Sec. 13	<i>January 1, 2011</i>	34-106

WORKING DRAFT

Bill No.

Sec. 14	<i>January 1, 2011</i>	34-110
Sec. 15	<i>January 1, 2011</i>	34-229
Sec. 16	<i>January 1, 2011</i>	34-301
Sec. 17	<i>January 1, 2011</i>	34-411
Sec. 18	<i>January 1, 2011</i>	34-420
Sec. 19	<i>January 1, 2011</i>	34-431
Sec. 20	<i>January 1, 2011</i>	34-501
Sec. 21	<i>January 1, 2011</i>	34-503
Sec. 22	<i>January 1, 2011</i>	34-429
Sec. 23	<i>January 1, 2011</i>	34-531
Sec. 24	<i>from passage</i>	4a-60b
Sec. 25	<i>from passage</i>	New section
Sec. 26	<i>from passage</i>	New section
Sec. 27	<i>February 1, 2011</i>	New section
Sec. 28	<i>from passage</i>	2-13
Sec. 29	<i>from passage</i>	2-23
Sec. 30	<i>from passage</i>	2-24
Sec. 31	<i>from passage</i>	2-26
Sec. 32	<i>from passage</i>	2-49
Sec. 33	<i>from passage</i>	11-4a
Sec. 34	<i>from passage</i>	2-110
Sec. 35	<i>from passage</i>	17b-369(b)
Sec. 36	<i>from passage</i>	New section
Sec. 37	<i>April 1, 2011</i>	New section
Sec. 38	<i>from passage</i>	New section
Sec. 39	<i>from passage</i>	3-119a
Sec. 40	<i>from passage</i>	New section
Sec. 41	<i>from passage</i>	31-13a
Sec. 42	<i>from passage</i>	Repealer section