

PROPOSED REGULATION OF THE SECRETARY OF STATE

LCB File No. R077-13

EXPLANATION – Matter in *italics* is new; matter in brackets ~~omitted material~~ is material to be omitted.

AUTHORITY: Section 6 (3) of Senate Bill 60 of the 2013 Nevada Legislature.

A REGULATION relating to registered agents; adopting provisions governing the process by which a natural person or corporation may register a willingness to serve as the registered agent of an entity; adopting provisions governing the publication and updating of the list of natural persons and corporations that have registered a willingness to serve as the registered agent of an entity; authorizing the Secretary of State to charge a fee to cover the cost of providing a printed version of the list of natural persons and corporations that have registered a willingness to serve as the registered agent of an entity; and providing other matters properly relating thereto.

Section 1. Chapter 77 of NAC is hereby amended by adding thereto the provisions set forth as sections 2 to 12, inclusive, of this regulation.

Sec. 2. *As used in sections 2 to 12, inclusive, of this regulation, unless the context otherwise requires, the words and terms defined in sections 3, 4 and 5 of this regulation have the meanings ascribed to them in those sections.*

Sec. 3. *“Entity” has the meaning ascribed to it in NRS 77.060.*

Sec. 4. *“Registered agent” has the meaning ascribed to it in NRS 77.230.*

Sec. 5. *“Registered Agent List” means the list of natural persons and entities residing or located in this State that have registered a willingness to serve as the registered agent of an entity pursuant to Section 6 of SB 60 of the Regular Session of the 2013 Nevada Legislature..*

Sec. 6. 1. *To be included on the Registered Agent List for a calendar year pursuant to Section 6 of SB 60 of the Regular Session of the 2013 Nevada Legislature, a natural person or entity must submit to the Secretary of State:*

(a) The registration form prescribed by the Secretary of State; and

(b) The fee required by subsection 1 of Section 6 of SB 60 of the Regular Session of the 2013 Nevada Legislature.

2. The Secretary of State may reject a registration form submitted pursuant to subsection 1 if the form is incomplete.

3. Except as otherwise provided in section 11 of this regulation, a natural person or entity which submits the registration form and fee described in subsection 1:

(a) Between December 1 and December 31 will be included on the Registered Agent List compiled and published by the Secretary of State for the following calendar year pursuant to subsection 1 of section 10 of this regulation. The registration will expire on December 31 of the year following the year in which the registration form and fee were submitted.

(b) At any time other than between December 1 and December 31 will be included on the Registered Agent List for that calendar year as updated by the Secretary of State pursuant to subsection 2 of section 10 of this regulation. The registration will expire on December 31 of the year in which the registration form and fee were submitted, and the fee will not be prorated.

Sec. 7. 1. *A natural person or entity included on the Registered Agent List may amend any information listed for that natural person or entity by submitting to the Secretary of State:*

(a) The amendment form prescribed by the Secretary of State; and

(b) The fee required pursuant to subsection 3 of Section 6 of SB 60 of the Regular Session of the 2013 Nevada Legislature.

2. The Secretary of State may reject an amendment form submitted pursuant to subsection 1 if the form is incomplete.

3. As soon as reasonably practicable after receiving an amendment form and the fee required pursuant to subsection 3 of Section 6 of SB 60 of the regular Session of the 2013 Nevada Legislature, the Secretary of State will update the Registered Agent List to reflect the requested amendment.

Sec. 8. 1. *A natural person or entity included on the Registered Agent List may withdraw from the Registered Agent List at any time by submitting to the Secretary of State a request to be withdrawn from the Registered Agent List.*

2. If a natural person or entity submits a request to be withdrawn from the Registered Agent List, the Secretary of State will not refund any portion of any fee paid by the person to be included on the Registered Agent List.

3. As soon as reasonably practicable after receiving a request to be withdrawn from the Registered Agent List, the Secretary of State will remove the natural person or entity submitting the request from the Registered Agent List.

Sec. 9. *A natural person or entity submitting a form or request pursuant to section 6, 7 or 8 of this regulation may request expedited service from the Secretary of State by:*

1. Requesting expedited service in the same manner as expedited service is requested for other documents filed with the Secretary of State; and

2. Paying the applicable fee prescribed by paragraph (d) of subsection 2 of NRS 225.140.

Sec. 10. 1. *On or before February 1 of each year, the Secretary of State will compile and publish the Registered Agent List for that calendar year.*

2. The Secretary of State will update the Registered Agent List as soon as reasonably practicable after:

(a) Receiving a registration of a willingness to serve as the registered agent of an entity pursuant to section 6 of this regulation at any time other than between December 1 and December 31;

(b) Receiving an amendment form pursuant to section 7 of this regulation;

(c) Receiving a request to be withdrawn from the Registered Agent List pursuant to section 8 of this regulation; or

(d) Removing a natural person or entity from the Registered Agent List pursuant to section 11 of this regulation.

3. The Secretary of State will list in alphabetical order the name of each natural person and entity included on the Registered Agent List. If a symbol or numeral is used in place of a word that represents the symbol or number, the spelling of the meaning of the symbol or numeral will be used to alphabetize the Registered Agent List. Punctuation will not be considered in determining the alphabetical order of the Registered Agent List.

4. The Secretary of State will:

(a) Make the Registered Agent List available in electronic form on the Secretary of State's website.

(b) Upon request, provide a printed version of the Registered Agent List. The Secretary of State will charge a fee to a person who requests a printed version of the Registered Agent List to cover the cost of providing the printed version of the Registered Agent List.

Sec. 11. 1. If an entity:

(a) Submits to the Secretary of State a registration form pursuant to section 6 of this regulation or is included on the Registered Agent List; and

(b) Is not in good standing with the Secretary of State, the Secretary of State will provide to the entity a written notification stating the reason that the entity is not in good standing with the Secretary of State and that the Secretary of State will refuse to include the entity on the Registered Agent List or will remove the entity from the Registered Agent List unless the entity corrects any deficiencies necessary to come into good standing with the Secretary of State.

2. If an entity does not come into good standing with the Secretary of State after receiving a written notification pursuant to subsection 1, the Secretary of State will:

(a) Refuse to include the entity on the Registered Agent List or remove the entity from the Registered Agent List, whichever is applicable; and

(b) Notify the entity of the action taken by the Secretary of State.

Sec 12. *1. A Registered Agent who has been enjoined from serving as a registered agent or has had his or her ability to serve as a registered agent denied or revoked by the appropriate authority of this State or another State shall have its listing terminated and shall be removed from the list.*

2. A Registered Agents listing shall not be reinstated unless the Registered Agent's right to serve has been restored.

3. To have its listing reinstated, a Registered Agent must submit the registration form and fees required by Section 6 of SB 60 of the 2013 Nevada Legislature.

The following sections are hereby repealed:

Sections 1 – 11 of R71-011A that have not yet been codified.