

**PROPOSED REGULATION OF THE  
SECRETARY OF STATE**

**LCB File No. R077-13**

October 1, 2013

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

AUTHORITY: §§1-8 and 10, section 6 of Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS 77.305); §9, section 6 of Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS 77.305), and NRS 77.430, as amended by section 9 of Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 838.

A REGULATION relating to registered agents; adopting provisions governing the process by which an individual or a 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 individuals and corporations who 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; providing for the removal of an individual or a corporation from the list in certain circumstances; repealing certain provisions; 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 9, inclusive, of this regulation.

**Sec. 2.** *As used in sections 2 to 9, inclusive, of this regulation, unless the context otherwise requires, “Registered Agent List” means the list of individuals residing or corporations located in this State who have registered a willingness to serve as the registered agent of an entity pursuant to section 6 of Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS 77.305).*

**Sec. 3. 1.** *To be included on the Registered Agent List for a calendar year pursuant to section 6 of Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS*

*77.305), an individual residing or a corporation located in this State 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 Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS 77.305).*

*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 8 of this regulation, an individual or a corporation who 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 7 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 7 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. 4. 1. An individual or a corporation included on the Registered Agent List may amend any information listed for that individual or corporation 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 Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS 77.305).*

*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 Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 833 (NRS 77.305), the Secretary of State will update the Registered Agent List to reflect the requested amendment.*

**Sec. 5. 1.** *An individual or a corporation 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 an individual or a corporation 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 individual or corporation submitting the request from the Registered Agent List.*

**Sec. 6.** *An individual or a corporation submitting a form or request pursuant to section 3, 4 or 5 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. 7. 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 3 of this regulation at any time other than between December 1 and December 31;*

*(b) Receiving an amendment form pursuant to section 4 of this regulation;*

*(c) Receiving a request to be withdrawn from the Registered Agent List pursuant to section 5 of this regulation; or*

*(d) Removing an individual or a corporation from the Registered Agent List pursuant to section 8 or 9 of this regulation.*

*3. The Secretary of State will list in alphabetical order the name of each individual and corporation 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. 8. 1. If a corporation:**

*(a) Submits to the Secretary of State a registration form pursuant to section 3 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 corporation a written notification stating the reason that the corporation is not in good standing with the Secretary of State and that the Secretary of State will refuse to include the corporation on the Registered Agent List or will remove the corporation from the Registered Agent List, whichever is applicable, unless the corporation corrects any deficiencies necessary to come into good standing with the Secretary of State.*

*2. If a corporation 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 corporation on the Registered Agent List or remove the corporation from the Registered Agent List, whichever is applicable; and*

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

*Sec. 9. 1. If an individual or a corporation has been enjoined from serving as a registered agent by a court of competent jurisdiction pursuant to NRS 77.430, as amended by section 9 of Senate Bill No. 60, chapter 221, Statutes of Nevada 2013, at page 838, or has had the ability to serve as a registered agent denied or revoked by the appropriate authority of this State or another state, the Secretary of State will remove the individual or corporation from the Registered Agent List.*

*2. Before an individual or a corporation who has been removed from the Registered Agent List pursuant to subsection 1 can be included on the Registered Agent List, the individual or corporation must:*

- (a) Have the ability to serve as a registered agent restored; and*
- (b) Submit to the Secretary of State the registration form and fee required by subsection 1 of section 3 of this regulation.*

**Sec. 10.** NAC 78.200, 78.205, 78.210, 78.215, 78.250, 78.255, 78.260, 78.265, 78.270 and 78.275 are hereby repealed.

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### TEXT OF REPEALED SECTIONS

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**78.200 Definitions. (NRS 78.795)** As used in NAC 78.200 to 78.275, inclusive, unless the context otherwise requires, the words and terms defined in NAC 78.205, 78.210 and 78.215 have the meanings ascribed to them in those sections.

**78.205 “Entity” defined. (NRS 78.795)** “Entity” has the meaning ascribed to it in NRS 77.060.

**78.210 “Registered agent” defined. (NRS 78.795)** “Registered agent” has the meaning ascribed to it in NRS 77.230.

**78.215 “Registered Agent List” defined. (NRS 78.795)** “Registered Agent List” means the list of natural persons and corporations residing or located in this State that have registered a willingness to serve as the registered agent of an entity pursuant to NRS 78.795.

**78.250 Requirements for registration; expiration. (NRS 78.795)**

1. To be included on the Registered Agent List for a calendar year pursuant to NRS 78.795, a natural person or corporation 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 NRS 78.795.

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 NAC 78.275, a natural person or corporation 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 NAC 78.270. 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 NAC 78.270. 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.

**78.255 Amendment of information on List. (NRS 78.795)**

1. A natural person or corporation included on the Registered Agent List may amend any information listed for that natural person or corporation 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 NRS 78.795.

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 NRS 78.795, the Secretary of State will update the Registered Agent List to reflect the requested amendment.

**78.260 Withdrawal from List. (NRS 78.795)**

1. A natural person or corporation 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 corporation 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 corporation submitting the request from the Registered Agent List.

**78.265 Expedited service. (NRS 78.795)** A natural person or corporation submitting a form or request pursuant to NAC 78.250, 78.255 or 78.260 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.

**78.270 Duties of Secretary of State. (NRS 78.795)**

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 NAC 78.250 at any time other than between December 1 and December 31;

(b) Receiving an amendment form pursuant to NAC 78.255;

(c) Receiving a request to be withdrawn from the Registered Agent List pursuant to NAC 78.260; or

(d) Removing a natural person or corporation from the Registered Agent List pursuant to NAC 78.275.

3. The Secretary of State will list in alphabetical order the name of each natural person and corporation 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.

**78.275 Removal from or refusal to include certain corporations on List. (NRS 78.795)**

1. If a corporation:

(a) Submits to the Secretary of State a registration form pursuant to NAC 78.250 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 corporation a written notification stating the reason that the corporation is not in good standing with the Secretary of State and that the Secretary of State will refuse to include the corporation on the Registered Agent List or will remove the corporation from the Registered Agent List unless the corporation corrects any deficiencies necessary to come into good standing with the Secretary of State.

2. If a corporation 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 corporation on the Registered Agent List or remove the corporation from the Registered Agent List, whichever is applicable; and

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