

**ADOPTED REGULATION OF THE
SECRETARY OF STATE**

LCB File No. R071-11

Effective December 30, 2011

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

AUTHORITY: §§1-11, NRS 78.795.

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 78 of NAC is hereby amended by adding thereto the provisions set forth as sections 2 to 11, inclusive, of this regulation.

Sec. 2. *As used in sections 2 to 11, 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 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.*

Sec. 6. 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 section 11 of this regulation, 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 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 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.

Sec. 8. *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.

Sec. 9. *A natural person or corporation 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 corporation 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 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. 11. 1. If a corporation:

(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 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.

**LEGISLATIVE REVIEW OF ADOPTED REGULATIONS AS REQUIRED BY
NRS 233B.066
LCB File No. R071-11**

The following statement is submitted for adopted amendments to Nevada Administrative Code (NAC) Chapter 78.

1) Public comments were solicited at the December 16, 2011 public workshop to solicit comments on proposed regulations and the December 23, 2011 hearing for the adoption of regulations. Copies of the proposed regulations, notices of workshop and notices of intent to act upon the regulations were sent via fax and email to persons known to have an interest in the subject of registered agent listing. These documents were also made available on the Secretary of State website, www.NVSOS.gov and posted at the following locations:

- The Capitol Building, 101 North Carson Street, Carson City, Nevada 89701
- The State Library, 100 North Stewart Street, Carson City, Nevada 89701
- The Secretary of State-Reno, 500 Damonte Ranch Pkwy, Suite 657-A, Reno, Nevada 89521
- The Grant Sawyer Building, 555 East Washington Avenue, Las Vegas, Nevada 89101
- Nevada State Legislative Building, 401 South Carson Street, Carson City, Nevada 89701

The minutes of the December 16, 2011 public workshop to solicit comments on proposed regulations and the December 23, 2011 hearing for the adoption of regulations are attached hereto and contain a summary of the brief discussion held regarding the proposed amendments. A copy of the workshop and hearing minutes may be obtained from the office of the Secretary of State, 101 N. Carson Street, Suite 3, Carson City, Nevada 89701, 775-684-5720 or via email sent to scotta@sos.nv.gov.

2) The number persons who:

- (a) **Attended the December 16, 2011 public workshop: 3**
- (b) **Testified at the December 16, 2011 public workshop: 1**
- (c) **Submitted to the agency written comments: 2**
- (d) **Attended the December 23, 2011 hearing for the adoption of regulations: 5**

3) Comments were solicited from affected businesses in the same manner as they were solicited from the public.

4) The permanent regulation was adopted on December 23, 2011 and included no changes to the LCB version of the proposed regulation, as public comment submitted at the December 16, 2011 public workshop to solicit comments on proposed regulations were related to the agency version of the proposed regulation. The LCB version, which was the version discussed at the workshop, addressed the concerns received.

5) There is no estimated economic effect of the adopted regulation on the businesses which it is to regulate and on the public.

- 6) There is no additional cost to the agency for enforcement of this regulation.
- 7) There are no other state or government agency regulations that the proposed amendments duplicate.
- 8) The proposed regulation does not include provisions that are more stringent than a federal regulation which regulates the same activity, a summary of such provisions.
- 9) The proposed regulation does not involve a new fee or increases an existing fee.
- 10) The proposed regulation is not likely to impose a direct and significant economic burden upon a small business or directly restrict the formation, operation or expansion of a small business.