

Second Regular Session
Sixty-seventh General Assembly
STATE OF COLORADO

REREVISED

*This Version Includes All Amendments
Adopted in the Second House*

LLS NO. 10-1041.01 Thomas Morris

HOUSE BILL 10-1403

HOUSE SPONSORSHIP

Kerr A.,

SENATE SPONSORSHIP

Whitehead,

House Committees

State, Veterans, & Military Affairs
Appropriations

Senate Committees

State, Veterans & Military Affairs
Appropriations

A BILL FOR AN ACT

101 **CONCERNING COMMERCIAL NOTIFICATIONS WITH REGARD TO THE**
102 **SECRETARY OF STATE, AND MAKING AN APPROPRIATION**
103 **THEREFOR.**

Bill Summary

(Note: This summary applies to this bill as introduced and does not reflect any amendments that may be subsequently adopted. If this bill passes third reading in the house of introduction, a bill summary that applies to the reengrossed version of this bill will be available at <http://www.leg.state.co.us/billsummaries>.)

Section 1 of the bill allows the secretary of state (secretary) to notify persons regulated under the charitable solicitations law regarding missed filing deadlines by means other than the mail. **Section 15** allows the secretary to notify any person about any matter arising under

Shading denotes HOUSE amendment. Double underlining denotes SENATE amendment.
*Capital letters indicate new material to be added to existing statute.
Dashes through the words indicate deletions from existing statute.*

SENATE
3rd Reading Unamended
May 12, 2010

SENATE
Amended 2nd Reading
May 11, 2010

HOUSE
3rd Reading Unamended
May 3, 2010

HOUSE
Amended 2nd Reading
April 30, 2010

Colorado's corporation, partnership, and association laws in a manner determined by the secretary. **Sections 10, 11, 21, 24, and 25** repeal redundant notification laws. **Section 13** allows the secretary to charge a fee for giving a notice by mail.

Current law requires corporations, partnerships, and associations to file annual reports with the secretary. **Section 16** allows reporting entities to elect biennial reporting rather than annual reporting and to select an anniversary month different from the default anniversary month. The remaining sections of the bill change references to "annual" reporting to "periodic" reporting and make conforming amendments or other nonsubstantive changes to the law.

1 *Be it enacted by the General Assembly of the State of Colorado:*

2 **SECTION 1.** 6-16-114, Colorado Revised Statutes, is amended
3 to read:

4 **6-16-114. Fine - late filing fee - rules.** Any charitable
5 organization, professional fund-raising consultant, or paid solicitor who,
6 after sufficient notification by the secretary of state, fails to properly
7 register, renew a registration, file a solicitation notice, or file a financial
8 report of a solicitation campaign under this article by the end of the
9 seventh day following the issuance of the final notice, is liable for a fine
10 or late filing fee in an amount to be established by rule promulgated by
11 the secretary of state. The late fee for filing a registration renewal,
12 solicitation notice, or solicitation campaign financial report late shall not
13 exceed one hundred dollars per year for charities or two hundred dollars
14 per year for paid solicitors. Sufficient notification ~~shall consist~~ CONSISTS
15 of at least two notices ~~sent by mail~~ GIVEN to the organization and
16 registered agent of the charitable organization, professional fund-raising
17 consultant, or paid solicitor. The fine or late filing fee is in addition to
18 any other filing fee provided by this article.

19 **SECTION 2.** 7-55-121, Colorado Revised Statutes, is amended

1 to read:

2 **7-55-121. Periodic report.** Part 5 of article 90 of this title,
3 providing for ~~annual~~ PERIODIC reports from reporting entities, applies to
4 associations formed under or subject to this article.

5 **SECTION 3.** 7-56-106 (1), Colorado Revised Statutes, is
6 amended to read:

7 **7-56-106. Periodic and other reports.** (1) Part 5 of article 90
8 of this title, providing for ~~annual~~ PERIODIC reports from reporting entities,
9 applies to cooperatives formed under or subject to this article.

10 **SECTION 4.** 7-56-107 (4) (g), Colorado Revised Statutes, is
11 amended to read:

12 **7-56-107. Cooperative records.** (4) A cooperative shall keep a
13 copy of each of the following records at its principal office:

14 (g) A copy of its most recent ~~annual~~ PERIODIC report delivered to
15 the secretary of state pursuant to part 5 of article 90 of this title; and

16 **SECTION 5.** 7-60-149, Colorado Revised Statutes, is amended
17 to read:

18 **7-60-149. Limited liability partnership periodic reports.** Part
19 5 of article 90 of this title, providing for ~~annual~~ PERIODIC reports from
20 reporting entities, applies to limited liability partnerships subject to this
21 article.

22 **SECTION 6.** The introductory portion to 7-63-108 (3) and
23 7-63-108 (3) (a), Colorado Revised Statutes, are amended to read:

24 **7-63-108. Reference to corporation law.** (3) Except as
25 otherwise provided in this article, article 90 of this title and, to the extent
26 not addressed in said article 90, the law of this state applicable to a
27 corporation formed under the "Colorado Business Corporation Act",

1 articles 101 to 117 of this title, ~~shall~~ apply to an association with respect
2 to the following matters:

3 (a) The filing by the secretary of state of articles for the formation
4 or dissolution of an association, ~~annual~~ PERIODIC reports concerning an
5 association, change of principal office, change of registered agent or
6 registered agent address, and other documents including withdrawal and
7 restatement of, amendments to, and statements with respect to any
8 articles, ~~annual~~ PERIODIC reports, and other documents;

9 **SECTION 7.** 7-64-1007, Colorado Revised Statutes, is amended
10 to read:

11 **7-64-1007. Periodic reports.** Part 5 of article 90 of this title,
12 providing for PERIODIC reports from reporting entities, applies to domestic
13 limited liability partnerships and domestic limited liability limited
14 partnerships and applies to foreign limited liability partnerships and
15 foreign limited liability limited partnerships that are authorized to transact
16 business or conduct activities in this state pursuant to part 8 of article 90
17 of this title.

18 **SECTION 8.** 7-71-104 (1) (b), Colorado Revised Statutes, is
19 amended to read:

20 **7-71-104. Effect of filing a statement of trade name.** (1) (b) A
21 filed statement of trade name of a delinquent entity shall remain effective
22 only through the last day of the twelfth calendar month following the
23 calendar month of the effective date of delinquency under section
24 7-90-902 ~~(2)~~ (1), unless it is renewed in accordance with section
25 7-71-105; except that this paragraph (b) shall not apply to a filed
26 statement of trade name of a delinquent entity that cures its delinquency
27 pursuant to section 7-90-904 (1) while such filed statement of trade name

1 is effective.

2 **SECTION 9.** 7-80-301, Colorado Revised Statutes, is amended
3 to read:

4 **7-80-301. Limited liability companies - registered agents -**
5 **service of process - periodic reports.** Part 7 of article 90 of this title,
6 providing for registered agents and service of process, applies to limited
7 liability companies formed under this article. Part 5 of article 90 of this
8 title, providing for ~~annual~~ PERIODIC reports, applies to limited liability
9 companies formed under this article.

10 **SECTION 10. Repeal.** 7-70-104 (4), Colorado Revised Statutes,
11 is repealed as follows:

12 **7-70-104. Duration and renewal.** (4) ~~No earlier than one~~
13 ~~hundred eighty days and no later than sixty days before the expiration of~~
14 ~~the then-current term of each statement of trademark registration, the~~
15 ~~secretary of state shall deliver to the registrant notice regarding renewal~~
16 ~~of the effectiveness of the statement of trademark registration in a form~~
17 ~~prescribed by the secretary of state. The notice regarding renewal shall~~
18 ~~be delivered to the last-known mailing address of the registrant; except~~
19 ~~that the secretary of state shall not be required to deliver to a registrant a~~
20 ~~notice regarding renewal for any statement of trademark registration for~~
21 ~~which a statement of renewal of trademark registration has previously~~
22 ~~been filed pursuant to subsection (2) of this section for the current~~
23 ~~renewal period. The failure of the secretary of state to deliver a notice~~
24 ~~regarding renewal with respect to any statement of trademark registration~~
25 ~~shall not affect the requirement that a statement of renewal of trademark~~
26 ~~registration be filed to maintain the effectiveness of the statement of~~
27 ~~trademark registration, and no person shall have a cause of action if the~~

1 notice is not delivered.

2 **SECTION 11. Repeal.** 7-71-105 (2), Colorado Revised Statutes,
3 is repealed as follows:

4 **7-71-105. Renewal of statement of trade name.** (2) The
5 secretary of state shall deliver a notice regarding renewal, in such form
6 as prescribed by the secretary of state, to each person that is not a
7 reporting entity and has an effective statement of trade name on file in the
8 records of the secretary of state no later than the first day of the calendar
9 month preceding the calendar month in which the statement of trade name
10 is no longer effective pursuant to section 7-71-104 (1) or subsection (1)
11 of this section; except that the secretary of state shall not be required to
12 deliver to a person a notice regarding renewal for any trade name of that
13 person for any renewal period for which a statement of trade name
14 renewal has previously been filed pursuant to subsection (1) of this
15 section. The failure of the secretary of state to deliver a notice regarding
16 renewal to any person shall not affect the requirement that any statement
17 of trade name of that person be renewed in accordance with this section
18 in order to remain effective.

19 **SECTION 12.** 7-90-102 (1.3), Colorado Revised Statutes, is
20 amended, and the said 7-90-102 is further amended BY THE ADDITION
21 OF A NEW SUBSECTION, to read:

22 **7-90-102. Definitions.** As used in this title, except as otherwise
23 defined for the purpose of any section, subpart, part, or article of this title,
24 or unless the context otherwise requires:

25 (1.3) "Annual report" means the report required by section
26 7-90-501.

27 (48.5) "PERIODIC REPORT" MEANS THE REPORT REQUIRED BY

1 SECTION 7-90-501.

2

3 SECTION 13. 7-90-306 (3), Colorado Revised Statutes, is
4 amended to read:

5 **7-90-306. Filing duty of secretary of state - manner of filing.**

6 (3) If the secretary of state permits a document to be delivered in a
7 physical medium and if the secretary of state refuses to file the document,
8 the secretary of state shall return it to any individual who has been
9 identified, pursuant to section 7-90-301 (8), as having caused the
10 document to be delivered for filing at the address provided for that
11 individual, together with a written notice providing a brief explanation of
12 the reason for the refusal, within ten days after the document was
13 delivered to the secretary of state; except that no return or notice shall be
14 required with respect to ~~an annual~~ A PERIODIC report that the secretary of
15 state has refused to file.

16 SECTION 14. Part 4 of article 90 of title 7, Colorado Revised
17 Statutes, is amended BY THE ADDITION OF A NEW SECTION to
18 read:

19 **7-90-403. Notices by the secretary of state.** (1) (a) THE
20 SECRETARY OF STATE MAY GIVE NOTICE, IN SUCH MANNER AS THE
21 SECRETARY OF STATE MAY DETERMINE, TO ANY PERSON ABOUT ANY
22 MATTER ARISING UNDER OR WITH RESPECT TO THIS TITLE, INCLUDING
23 NOTICE REGARDING:

24 (I) THE DUE DATE OF A PERIODIC REPORT; ===

25 (II) THE EXISTENCE OF GROUNDS FOR DELINQUENCY;

26 (III) THE PENDENCY OF DISSOLUTION UPON EXPIRATION OF PERIOD
27 OF DURATION;

- 1 (IV) THE DISSOLUTION UPON EXPIRATION OF PERIOD OF DURATION;
2 (V) THE DUE DATE OF A TRADE NAME RENEWAL; AND
3 (VI) THE DUE DATE OF A TRADEMARK RENEWAL.

4 (b) THE SECRETARY OF STATE MAY USE A PHASE-IN PERIOD OR ANY
5 OTHER METHOD TO MITIGATE HARDSHIP ON THE REPORTING ENTITY
6 CAUSED BY ELECTRONIC NOTIFICATION AND MAY PROVIDE EXCEPTIONS
7 FROM SUCH ELECTRONIC NOTIFICATION WHERE HARDSHIP OR OTHER GOOD
8 CAUSE IS SHOWN.

9 (c) THIS SUBSECTION (1) DOES NOT AFFECT A REQUIREMENT THAT
10 THE SECRETARY OF STATE GIVE NOTICE UNDER ANOTHER PROVISION OF
11 LAW.

12 (2) NEITHER THE DETERMINATION OF THE SECRETARY OF STATE TO
13 GIVE, OR NOT TO GIVE, ANY NOTICE UNDER THE AUTHORITY OF
14 SUBSECTION (1) OF THIS SECTION NOR THE FAILURE OF ANY PERSON TO
15 RECEIVE ANY NOTICE SO GIVEN AFFECTS ANY OBLIGATION UNDER OR
16 REQUIREMENT OF ANY PROVISION OF THIS TITLE OR EXCUSES ANY
17 NONCOMPLIANCE BY ANY PERSON OF ANY OBLIGATION UNDER OR
18 REQUIREMENT OF ANY PROVISION OF THIS TITLE.

19 **SECTION 15.** The introductory portion to 7-90-501 (1) and
20 7-90-501 (4) (c), (4) (d), (5.5), and (7), Colorado Revised Statutes, are
21 amended to read:

22 **7-90-501. Periodic reports.** (1) Each reporting entity shall
23 deliver to the secretary of state, for filing pursuant to part 3 of this article,
24 ~~an annual~~ A PERIODIC report that states the entity name of the reporting
25 entity, the jurisdiction under the law of which the reporting entity is
26 formed, and:

27 (4) (c) (I) ~~The~~ UNLESS OTHERWISE ELECTED AS PROVIDED IN

1 SUBPARAGRAPH (II) OF THIS PARAGRAPH (c), A REPORTING ENTITY SHALL
2 DELIVER ITS first ~~annual~~ PERIODIC report for a ~~reporting entity shall be~~
3 ~~delivered~~ to the secretary of state, for filing pursuant to part 3 of this
4 article, no later than the last day of the second calendar month following
5 the first anniversary OF THE CALENDAR month in which the reporting
6 entity's constituent filed document or statement of foreign entity authority,
7 as the case may be, became effective or, in the case of a reporting entity
8 that has been reinstated or that has cured its delinquency, no later than the
9 last day of the second calendar month following the first anniversary of
10 the calendar month in which the reinstatement or curing of delinquency
11 occurred. UNLESS OTHERWISE ELECTED AS PROVIDED IN SUBPARAGRAPH
12 (II) OR (III) OF THIS PARAGRAPH (c), thereafter, the ~~annual~~ PERIODIC report
13 shall be delivered to the secretary of state by each reporting entity
14 annually.

15 (II) THE SECRETARY OF STATE MAY PERMIT, ON SUCH CONDITIONS
16 AS THE SECRETARY OF STATE MAY DETERMINE, A REPORTING ENTITY TO
17 SELECT AN ANNIVERSARY MONTH DIFFERENT THAN THE ANNIVERSARY
18 MONTH AS ESTABLISHED IN SUBPARAGRAPH (I) OF THIS PARAGRAPH (c) BY
19 DELIVERING TO THE SECRETARY OF STATE, FOR FILING PURSUANT TO PART
20 3 OF THIS ARTICLE, A STATEMENT OF ELECTION OF ALTERNATIVE
21 ANNIVERSARY MONTH.

22 (III) THE SECRETARY OF STATE MAY PERMIT, ON SUCH CONDITIONS
23 AS THE SECRETARY OF STATE MAY DETERMINE, A REPORTING ENTITY TO
24 ELECT TO FILE THE PERIODIC REPORT REQUIRED BY THIS SECTION
25 BIENNIALLY BY DELIVERING TO THE SECRETARY OF STATE, FOR FILING
26 PURSUANT TO PART 3 OF THIS ARTICLE, A STATEMENT OF ELECTION OF
27 BIENNIAL REPORTING.

1 (d) Information in the ~~annual~~ PERIODIC report shall be current as
2 of the date the ~~annual~~ PERIODIC report is delivered to the secretary of
3 state, for filing pursuant to part 3 of this article, on behalf of the reporting
4 entity. No ~~annual~~ PERIODIC report shall state a delayed effective date.

5 (5.5) ~~No later than sixty days prior to the due date of a reporting~~
6 ~~entity's annual report as established pursuant to paragraph (c) of~~
7 ~~subsection (4) of this section, the secretary of state shall deliver notice to~~
8 ~~the reporting entity of such due date at its registered agent address. The~~
9 ~~failure of the secretary of state to provide such notice shall not affect the~~
10 ~~requirement that the reporting entity deliver its annual report pursuant to~~
11 ~~paragraph (c) of subsection (4) of this section.~~

12 (7) Each reporting entity that fails or refuses to deliver to the
13 secretary of state ~~an annual~~ A PERIODIC report for filing ~~within the time~~
14 ~~ON OR BEFORE THE DUE DATE~~ prescribed by subsection (4) of this section
15 and pay the prescribed processing fee ~~shall be~~ IS subject to a penalty,
16 which shall be determined and collected pursuant to section 24-21-104
17 (3), C.R.S. ~~except that no such penalty shall be imposed if the notice~~
18 ~~required to be furnished by the secretary of state pursuant to subsection~~
19 ~~(5.5) of this section is not timely delivered to the reporting entity by the~~
20 ~~secretary of state and such nondelivery causes the failure to file within the~~
21 ~~time prescribed in subsection (4) of this section.~~

22 **SECTION 16.** 7-90-601.6 (1), Colorado Revised Statutes, is
23 amended to read:

24 **7-90-601.6. Entity name of delinquent entity.** (1) The entity
25 name of a delinquent entity shall include the word "delinquent", followed
26 by the month, day, and year of the effective date of the entity's
27 delinquency, after the four-hundredth day after the effective date of its

1 delinquency under section 7-90-902 ~~(2)~~ (1).

2 **SECTION 17.** 7-90-702 (1) (b), Colorado Revised Statutes, is
3 amended to read:

4 **7-90-702. Change or resignation of registered agent.** (1) An
5 entity that maintains a registered agent pursuant to this part 7 may change
6 its registered agent, the registered agent address, or the registered agent
7 name of its registered agent only by stating a different registered agent,
8 different registered agent address, or different registered agent name for
9 its registered agent, as the case may be, in one of the following:

10 (b) ~~An annual~~ A PERIODIC report filed pursuant to section
11 7-90-501; or

12 **SECTION 18.** 7-90-705 (1) (b), Colorado Revised Statutes, is
13 amended to read:

14 **7-90-705. Change of principal office address.** (1) An entity that
15 has stated a principal office address in a document filed by the secretary
16 of state may change its principal office address only by stating a different
17 principal office address in one of the following:

18 (b) ~~An annual~~ A PERIODIC report filed pursuant to section
19 7-90-501;

20 **SECTION 19.** 7-90-806 (2), Colorado Revised Statutes, is
21 amended to read:

22 **7-90-806. Withdrawal of foreign entity.** (2) If a foreign entity
23 causes a statement of foreign entity withdrawal to be delivered to the
24 secretary of state for filing pursuant to part 3 of this article before the date
25 on which ~~an annual~~ A PERIODIC report for the foreign entity is due
26 pursuant to part 5 of this article, the foreign entity ~~shall be~~ IS relieved of
27 its obligation to file such annual report or pay the fee therefor.

1 **SECTION 20.** 7-90-902, Colorado Revised Statutes, is amended
2 to read:

3 **7-90-902. Declaration of delinquency.** (1) If the secretary of
4 state determines that one or more grounds exist under section 7-90-901
5 for declaring an entity delinquent ~~the secretary of state shall deliver~~
6 ~~written notice stating such grounds to the entity at the entity's principal~~
7 ~~office address and to the registered agent address of the entity's most~~
8 ~~recent registered agent. The notice shall state that, if the entity does not~~
9 ~~correct each ground for declaring it delinquent or demonstrate to the~~
10 ~~reasonable satisfaction of the secretary of state that such ground does not~~
11 ~~exist within sixty days after delivery of the notice, the entity shall be~~
12 ~~delinquent following the expiration of such sixty days~~ AND THE ENTITY
13 DOES NOT CORRECT EACH GROUND FOR DECLARING IT DELINQUENT OR
14 DEMONSTRATE TO THE REASONABLE SATISFACTION OF THE SECRETARY OF
15 STATE THAT SUCH GROUND DOES NOT EXIST WITHIN SIXTY DAYS AFTER
16 THE SECRETARY OF STATE MAKES SUCH DETERMINATION, THE ENTITY
17 BECOMES DELINQUENT FOLLOWING THE EXPIRATION OF SUCH SIXTY DAYS.

18 (2) ~~If the entity does not correct each ground identified in the~~
19 ~~notice of the secretary of state for declaring it delinquent or demonstrate~~
20 ~~to the reasonable satisfaction of the secretary of state that such ground~~
21 ~~does not exist within sixty days after delivery of the notice, the entity~~
22 ~~shall be delinquent following the expiration of such sixty days.~~

23 **SECTION 21.** 7-90-905 (1), Colorado Revised Statutes, is
24 amended to read:

25 **7-90-905. Appeal from declaration of delinquency.** (1) An
26 entity may appeal a declaration under section 7-90-902 ~~(2)~~ (1) that it is
27 delinquent to the district court for the county in this state in which the

1 street address of the entity's principal office is located, or, if the entity has
2 no principal office in this state, to the district court for the county in
3 which the street address of its registered agent is located or, if the entity
4 has no registered agent, to the district court for the city and county of
5 Denver within thirty days after the effective date of its delinquency. The
6 entity shall commence such appeal by petitioning the court to set aside the
7 declaration of its delinquency or to determine that the entity has cured its
8 delinquency and attaching to the petition copies of such documents in the
9 secretary of state's records as may be relevant.

10 **SECTION 22.** 7-90-906, Colorado Revised Statutes, is amended
11 to read:

12 **7-90-906. Limited liability partnerships and limited liability**
13 **limited partnerships.** Each limited liability partnership and limited
14 liability limited partnership to which section 7-60-152 or section
15 7-64-1008 was applicable on September 30, 2005, shall be deemed
16 delinquent pursuant to section 7-90-902 ~~(2)~~ (1), effective October 1,
17 2005.

18 **SECTION 23. Repeal.** 7-90-907 (1), Colorado Revised Statutes,
19 is repealed as follows:

20 **7-90-907. Dissolution upon expiration of term.** (1) ~~If the~~
21 ~~secretary of state determines from the records of the secretary of state that~~
22 ~~the period of duration of a domestic entity will expire, the secretary of~~
23 ~~state shall deliver written notice of the pendency of the expiration to the~~
24 ~~entity's principal office address by either the ninetieth day before such~~
25 ~~expiration or the fifth day after the secretary of state makes the~~
26 ~~determination, whichever is later. The secretary of state need not give~~
27 ~~such notice if the secretary of state does not make the determination~~

1 ~~sooner than ten days before the expiration. The failure of the secretary of~~
2 ~~state to deliver a notice contemplated by this subsection (1) shall not~~
3 ~~affect the automatic dissolution of the entity pursuant to subsection (2) of~~
4 ~~this section. No person shall have a cause of action if the secretary of~~
5 ~~state does not make the determination or give the notice contemplated in~~
6 ~~this subsection (1).~~

7 **SECTION 24. Repeal.** 7-90-909, Colorado Revised Statutes, is
8 repealed as follows:

9 **7-90-909. Notice of dissolution upon expiration of term.** ~~Upon~~
10 ~~the dissolution, pursuant to section 7-90-907 (2), of a domestic entity to~~
11 ~~which notice was delivered pursuant to section 7-90-907 (1), the secretary~~
12 ~~of state shall deliver written notice of the dissolution, stating the effective~~
13 ~~date of dissolution, to the principal office address of the principal office~~
14 ~~of the entity.~~

15 **SECTION 25.** 7-116-101 (5) (f), Colorado Revised Statutes, is
16 amended to read:

17 **7-116-101. Corporate records.** (5) A corporation shall keep a
18 copy of each of the following records at its principal office:

19 (f) A copy of its most recent ~~annual~~ PERIODIC report pursuant to
20 part 5 of article 90 of this title; and

21 **SECTION 26.** 7-116-107, Colorado Revised Statutes, is amended
22 to read:

23 **7-116-107. Periodic report to secretary of state.** Part 5 of
24 article 90 of this title, providing for ~~annual~~ PERIODIC reports from
25 reporting entities, applies to domestic corporations and applies to foreign
26 corporations that are authorized to transact business or conduct activities
27 in this state.

1 **SECTION 27.** 7-136-101 (5) (g), Colorado Revised Statutes, is
2 amended to read:

3 **7-136-101. Corporate records.** (5) A nonprofit corporation
4 shall keep a copy of each of the following records at its principal office:

5 (g) A copy of its most recent ~~annual~~ PERIODIC report pursuant to
6 part 5 of article 90 of this title; and

7 **SECTION 28.** 7-136-107, Colorado Revised Statutes, is amended
8 to read:

9 **7-136-107. Periodic report to secretary of state.** Part 5 of
10 article 90 of this title, providing for ~~annual~~ PERIODIC reports from
11 reporting entities, applies to domestic nonprofit corporations and applies
12 to foreign nonprofit corporations that are authorized to transact business
13 or conduct activities in this state.

14 **SECTION 29.** 7-137-102 (1) and (3), Colorado Revised Statutes,
15 are amended to read:

16 **7-137-102. Pre-1968 corporate entities - failure to file reports**
17 **and designate registered agents - dissolution.** (1) Corporate entities
18 that were formed prior to January 1, 1968, and that did not elect to be
19 governed by articles 20 to 29 of this title and could, if they so elected,
20 elect to be governed by articles 121 to 137 of this title, but that have not
21 done so, are nevertheless reporting entities that are subject to part 5 of
22 article 90 of this title, providing for ~~annual~~ PERIODIC reports from
23 reporting entities, and are domestic entities that are subject to part 7 of
24 article 90 of this title, providing for registered agents and service of
25 process.

26 (3) If any corporate entity, formed prior to January 1, 1968, that
27 could elect to be governed by articles 20 to 29 or 121 to 137 of this title,

1 but that has not so elected and has failed to file ~~annual~~ PERIODIC reports
2 or maintain a registered agent, may be declared delinquent pursuant to
3 section 7-90-902.

4 **SECTION 30.** 7-137-201 (5), Colorado Revised Statutes, is
5 amended to read:

6 **7-137-201. Procedure to elect to accept articles 121 to 137 of**
7 **this title.** (5) All corporate entities accepting articles 121 to 137 of this
8 title ~~shall be~~ ARE reporting entities subject to part 5 of article 90 of this
9 title, providing for ~~annual~~ PERIODIC reports from reporting entities, and
10 ~~shall be~~ ARE subject to part 7 of article 90 of this title, providing for
11 registered agents and service of process.

12 **SECTION 31. Appropriation.** In addition to any other
13 appropriation, there is hereby appropriated, out of any moneys in the
14 department of state cash fund created in section 24-21-104 (3) (b),
15 Colorado Revised Statutes, not otherwise appropriated, to the department
16 of state, for the fiscal year beginning July 1, 2010, the sum of one
17 hundred five thousand two hundred dollars (\$105,200) cash funds, or so
18 much thereof as may be necessary, for the implementation of this act.

19 **SECTION 32. Act subject to petition - effective date -**
20 **applicability.** (1) This act shall take effect at 12:01 a.m. on the day
21 following the expiration of the ninety-day period after final adjournment
22 of the general assembly (August 11, 2010, if adjournment sine die is on
23 May 12, 2010); except that, if a referendum petition is filed pursuant to
24 section 1 (3) of article V of the state constitution against this act or an
25 item, section, or part of this act within such period, then the act, item,
26 section, or part shall not take effect unless approved by the people at the
27 general election to be held in November 2010 and shall take effect on the

- 1 date of the official declaration of the vote thereon by the governor.
- 2 (2) The provisions of this act shall apply to conduct occurring on
- 3 or after the applicable effective date of this act.