

2016 Regular Session

HOUSE BILL NO. 876

BY REPRESENTATIVE LEGER

SECRETARY OF STATE: Provides for certain commercial filings to be submitted electronically

1 AN ACT

2 To amend and reenact R.S. 9:3402(B), R.S. 12:1-120(D) and (J) and 1701(A), (C), and (D)
3 and to enact R.S. 9:3402(D), R.S. 12:1-120(M), R.S. 45:1364.1, and R.S. 51:195,
4 relative to commercial filings submitted to the secretary of state; to provide with
5 respect to definitions; to provide for online filings and related requirements; to
6 provide for the applicability of online filing provisions to certain required
7 commercial filings as provided in certain areas of the law; to remove provisions
8 relative to digital signatures and in-person filing requirements; and to provide for
9 related matters.

10 Be it enacted by the Legislature of Louisiana:

11 Section 1. R.S. 9:3402(B) is hereby amended and reenacted and R.S. 9:3402(D) is
12 hereby enacted to read as follows:

13 §3402. Filing

14 * * *

15 B.(1) The secretary of state may accept any filing authorized by this Title by
16 electronic, online, or facsimile transmission. All ~~electronic~~ online filings authorized
17 by this Title shall include an electronic ~~or digital~~ signature.

18 (2) "~~Digital signature~~" means a ~~type of electronic signature that transforms~~
19 ~~a message using an asymmetric crypt system such that a person having the initial~~
20 ~~message and the signer's public key can accurately determine:~~

1 exact or conformed copy to be delivered with the document, except as provided in
2 R.S. 12:1-503.

3 * * *

4 M. As used in this Section, "online" means through the secretary of state's
5 commercial online computer system.

6 * * *

7 §1701. Filing Methods

8 A.(1) The secretary of state may accept any filing authorized by this Title by
9 electronic, online, or facsimile transmission. All ~~electronic~~ online filings authorized
10 by this Title shall include an electronic ~~or digital~~ signature.

11 (2) ~~"Digital signature" means a type of electronic signature that transforms~~
12 ~~a message using an asymmetric cryptography system such that a person having the~~
13 ~~initial message and the signer's public key can accurately determine both of the~~
14 ~~following:~~

15 (a) ~~Whether the transformation was created using the private key that~~
16 ~~corresponds to the signer's public key.~~

17 (b) ~~Whether the initial message has been altered since the transformation was~~
18 ~~made.~~

19 (3) "Electronic signature" means an electronic sound, symbol, or process
20 attached to or logically associated with a record and executed or adopted by a person
21 with the intent to sign the record.

22 (3) "Online" means through the secretary of state's commercial online
23 computer system.

24 * * *

25 C.(1) ~~Internet~~ Online filing. The secretary of state is authorized to
26 implement and establish procedures and systems for secure ~~Internet-form~~ online
27 form filing for the filing of any instrument required under this Title.

28 (2) Any requirement that an instrument filed under this Title shall be
29 subscribed or acknowledged before a notary public may be dispensed with if the

1 instrument is filed and signed electronically as provided in Paragraph ~~(A)(3)~~ (A)(2)
2 of this Section by a person authorized to sign the instrument.

3 ~~D. In-person filing. Any provision of this Title requiring that an instrument~~
4 ~~filed under this Title shall be subscribed or acknowledged before a notary public may~~
5 ~~be dispensed with if the instrument is signed, by the person authorized to sign, in the~~
6 ~~presence of the employee of the secretary of state receiving the instrument for filing~~
7 ~~and the employee verifies the identity of the person signing the instrument~~
8 Notwithstanding the provisions of this Section, any filing authorized by this Title
9 that the secretary of state has the capability to accept online shall be filed only on the
10 secretary of state's commercial online computer system.

11 * * *

12 Section 3. R.S. 45:1364.1 is hereby enacted to read as follows:

13 §1364.1 Filing Methods

14 A.(1) The secretary of state may accept any filing authorized in Chapter 10
15 of this Title by electronic, online or facsimile transmission. All online filings
16 authorized pursuant to the provisions of this Section shall include an electronic
17 signature.

18 (2) "Electronic signature" means an electronic sound, symbol, or process
19 attached to or logically associated with a record and executed or adopted by a person
20 with the intent to sign the record.

21 (3) "Online" means through the secretary of state's commercial online
22 computer system.

23 B. Filing by facsimile. Printed documents transmitted through the process
24 of an electronic method to the secretary of state are deemed to be properly signed
25 when the document received by a facsimile machine or document image attachment
26 in email by the commercial division, office of the secretary of state, purports to be
27 a copy of the original document and contains the signatures required in this Section.

28 C.(1) Online filing. The secretary of state is authorized to implement and
29 establish procedures and systems for secure online-form filing for the filing of any

1 instrument required to be filed with the secretary of state pursuant to the provisions
2 of this Chapter.

3 (2) Any provision that requires an instrument filed pursuant to the provisions
4 of this Chapter to be subscribed or acknowledged before a notary public may be
5 dispensed with if the instrument is filed and signed electronically as provided in
6 Subsection (A)(2) of this Section by a person authorized to sign the instrument.

7 D. Notwithstanding the provisions of this Section, any filing authorized by
8 Chapter 10 of this Title that the secretary of state has the capability to accept online
9 shall only be filed on the secretary of state's commercial online computer system.

10 * * *

11 Section 4. R.S. 51:195 is hereby enacted to read as follows:

12 §195. Filing Methods

13 A.(1) The secretary of state may accept any filing required in Chapters 1 and
14 7 of this Title by electronic, online or facsimile transmission. All online filings
15 authorized pursuant to the provisions of this Section shall include an electronic
16 signature.

17 (2) "Electronic signature" means an electronic sound, symbol, or process
18 attached to or logically associated with a record and executed or adopted by a person
19 with the intent to sign the record.

20 (3) "Online" means through the secretary of state's commercial online
21 computer system.

22 B. Filing by facsimile. Printed documents transmitted through the process
23 of an electronic method to the secretary of state are deemed to be properly signed
24 when the document received by a facsimile machine or document image attachment
25 in email by the commercial division, office of the secretary of state, purports to be
26 a copy of the original document and contains the signatures required in this Section.

27 C.(1) Online filing. The secretary of state is authorized to implement and
28 establish procedures and systems for secure online-form filing for the filing of any

1 instrument required to be filed with the secretary of state pursuant to the provisions
2 of Chapters 1 and 7 of this Title.

3 (2) Any provision that requires an instrument filed pursuant to the provisions
4 of Chapters 1 and 7 of this Title to be subscribed or acknowledged before a notary
5 public may be dispensed with if the instrument is filed and signed electronically as
6 provided in Subsection (A)(2) of this Section by a person authorized to sign the
7 instrument.

8 D. Notwithstanding the provisions of this Section, any filing authorized by
9 Chapters 1 and 7 of this Title that the secretary of state has the capability to accept
10 online shall be filed only on the secretary of state's commercial online computer
11 system.

DIGEST

The digest printed below was prepared by House Legislative Services. It constitutes no part of the legislative instrument. The keyword, one-liner, abstract, and digest do not constitute part of the law or proof or indicia of legislative intent. [R.S. 1:13(B) and 24:177(E)]

HB 876 Original

2016 Regular Session

Leger

Abstract: Provides for online filing of documents required to be filed with the La. secretary of state.

Present law defines "digital signature". Proposed law deletes present law.

Present law provides for certain requirements for persons making in-person filings with the secy. of state. Proposed law deletes present law.

Proposed law provides that the secy. of state may accept any filings as required in present law (The provisions of Title 12, Chapter 1 of Title 9, Chapter 10 of Title 45, and Chapters 1 and 7 of Title 51), by means of electronic, online or facsimile transmission.

Proposed law provides that all online filings are required to include an electronic signature.

Proposed law defines "electronic signature" as an electronic sound, symbol, or process attached to or logically associated with a record and executed or adopted by a person with the intent to sign the record.

Proposed law provides that "online" means a filing made through the secy. of state's commercial online computer system.

Proposed law provides for filing by facsimile. Provides that printed documents transmitted through an electronic method to the secy. of state are deemed properly signed when the document received by a facsimile machine or document image attachment in email by the commercial division, office of the secy. of state, purports to be a copy of the original document and contains the signatures required in proposed law.

Proposed law provides for online filing. The secy. of state is authorized to implement and establish procedures and systems for secure online-form filing for the filing of any instrument required to be filed with the secy. of state pursuant to the provisions of present law.

Proposed law provides that any provision that requires an instrument filed with the secy. of state to be subscribed or acknowledged before a notary public may be dispensed with if the instrument is filed online and signed electronically, as provide in proposed law, by a person authorized to sign the instrument.

Proposed law provides that any filing authorized in present law that the secy. of state has the capability to accept online are required to be filed only on the secy. of state's commercial online computer system.

(Amends R.S. 9:3402(B), R.S. 12:1-120(D) and (J) and 1701(A), (C), and (D); Adds R.S. 9:3402(D), R.S. 12:1-120(M), R.S. 45:1364.1, and R.S. 51:195)