

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 and not transmitted electronically or online, the secretary of state may require one
2 exact or conformed copy to be delivered with the document, except as provided in
3 R.S. 12:1-503.

4 * * *

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

7 * * *

8 §1701. Filing Methods

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

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

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

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

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

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

25 * * *

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

1 (2) Any requirement that an instrument filed under this Title shall be
2 subscribed or acknowledged before a notary public may be dispensed with if the
3 instrument is filed and signed electronically as provided in Paragraph ~~(A)(3)~~ (A)(2)
4 of this Section by a person authorized to sign the instrument.

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

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

14 §1364.1. Filing Methods

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

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

1 C.(1) Online filing. The secretary of state is authorized to implement and
2 establish procedures and systems for secure online form filing for the filing of any
3 instrument required to be filed with the secretary of state pursuant to the provisions
4 of this Chapter.

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

9 D. Notwithstanding the provisions of this Section, any filing authorized by
10 Chapter 10 of this Title that the secretary of state has the capability to accept online
11 shall only be filed online.

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

13 §195. Filing Methods

14 A.(1) The secretary of state may accept any filing required in Chapters 1 and
15 7 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 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 online.

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 Engrossed

2016 Regular Session

Leger

Abstract: Provides for online filing of documents required to be filed with the 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 secretary of state. Proposed law deletes present law.

Proposed law provides that the secretary of state may accept filings as required in present law by means of electronic, online, or facsimile transmission. Proposed law specifies relative to certain filings required pursuant to present law, if a document is required to be filed or recorded with another entity or official, the online filing with the secretary of state shall not satisfy that requirement.

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

Proposed law provides that "online" means a filing made through the secretary 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 secretary 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 secretary 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 secretary 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 secretary of state pursuant to the provisions of present law.

Proposed law provides that any provision that requires an instrument filed with the secretary of state to be subscribed or acknowledged before a notary public may be dispensed with if the instrument is filed online and signed electronically.

Proposed law provides that for any filing provided for in present law, if the secretary of state has the capability to accept the filing online, it shall be filed online.

(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)

Summary of Amendments Adopted by House

The Committee Amendments Proposed by House Committee on House and Governmental Affairs to the original bill:

1. Specify that if a document is required by law (Title 9) to be filed with any other entity or official, the filing of the document with the secretary of state shall not satisfy that requirement.
2. Make technical changes.