

# SENATE BILL REPORT

## HB 2299

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As Reported By Senate Committee On:  
Judiciary, February 26, 2002

**Title:** An act relating to defining person under the business corporation act, uniform limited partnership act, and limited liability company act.

**Brief Description:** Defining person under the business corporation act, uniform limited partnership act, and limited liability company act.

**Sponsors:** Representatives Esser, Lantz and Benson.

**Brief History:**

**Committee Activity:** Judiciary: 2/21/02, 2/26/02 [DP].

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### SENATE COMMITTEE ON JUDICIARY

**Majority Report:** Do pass.

Signed by Senators Kline, Chair; Kastama, Vice Chair; Costa, Hargrove, Johnson, Long, McCaslin, Roach, Thibaudeau and Zarelli.

**Staff:** Lisa Ellis (786-7421)

**Background:** The word "person" is defined in several sections of laws relating to business entities. The Revised Uniform Partnership Act (RUPA) is the most recent enactment relating to business entities. RUPA contains a more detailed and comprehensive definition of the term "person" than provided in other laws relating to business organizations.

**Summary of Bill:** The Business Corporation Act, Limited Partnerships Act and the Limited Liability Company Act are each amended to incorporate the definition of "person" that is used in the RUPA.

In all three sections, "person" is defined as an individual, corporation, business trust, estate, trust, partnership, limited liability company, association, joint venture, government, governmental subdivision, agency, or instrumentality, or any other legal or commercial entity.

**Appropriation:** None.

**Fiscal Note:** Not requested.

**Effective Date:** Ninety days after adjournment of session in which bill is passed.

**Testimony For:** The Business Law Section of the Washington State Bar Association likes the definition of "person" as defined in RUPA and wants it to be applied to three additional business law areas.

**Testimony Against:** None.

**Testified:** PRO: Representative Luke Esser, prime sponsor; Daren Nitz, Washington State Bar Association.