

Massachusetts House of Representatives Bill Summary

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| Bill #: | H.486 |
| Title: | An Act relative to LLC reporting fees |
| Sponsor: | Rep. Steven Howitt |
| Committee: | Economic Development and Emerging Technologies |
| Hearing Date: | June 5, 2025 |
| Reporting Deadline: | August 4, 2025 ((subject to extensions under House Rule 27) |
| Prior History: | N/A |
| Key Terms: | N/A |
| Current Law: | <p>Chapter 156C: <i>The Limited Liability Company Act</i> - Massachusetts limited liability companies are governed by this Chapter which was enacted in 1995. The Statute governs the management and operation of an LLC and includes provisions concerning issues, such as:</p> <ul style="list-style-type: none">• Formation• Management by members or <u>managers</u>• Contributions and <u>distributions</u>• Membership and assignment of <u>membership interests</u>• Winding up and dissolution• Filing requirements <p><u>Chapter 156C, Section 12 – Certificate of organization</u></p> <ul style="list-style-type: none">• Subsection (a) requires that, to form a limited liability company, one or more authorized persons must execute a certificate of organization which is filed with the secretary of state. (M.G.L. 156C § 12(a)). Subsection (a) also lists the specific information required to be included within the Certificate of organization. |

- **Subsection (b)** states that a limited liability company is formed upon filing of the initial certificate of organization or at such later date as therein specified, in either case, if there has been “substantial compliance” with the requirements of this section.
- **Subsection (c)** requires that all limited liability companies (LLCs) formed under Chapter 156C must file an annual report with the Secretary of the Commonwealth.
- **Subsection (d)** establishes filing fees for certificate of organization and for filing annual reports. The fee for submitting the certificate of organization required by subsection (a) is \$500 and must be paid at the time of filing the certificate of organization. Similarly, the fee for filing the annual report required by subsection (c) is also \$500 and must be paid annually upon filing the annual report fee.

Summary: The bill proposes to reduce the annual report filing fee for Limited Liability Companies (LLCs) under M.G.L. Chapter 156C, §12(d) from \$500 to \$40.