

SPONSOR: Veit

COMMITTEE ACTION: Voted "Do Pass with HCS" by the Standing Committee on Judiciary by a vote of 11 to 1. Voted "Do Pass" by the Standing Committee on Rules- Regulatory Oversight by a vote of 9 to 0. Recommitted from the Floor to the Standing Committee on Judiciary. Voted "Do Pass with HCS No. 2" by the Standing Committee on Judiciary by a vote of 13 to 0. Voted "Do Pass" by the Standing Committee on Rules- Regulatory Oversight by a vote of 7 to 0 and 1 present.

The following is a summary of the House Committee Substitute for HB 1886.

Currently, a limited liability company (LLC) may be dissolved involuntarily by a decree of the circuit court located in the county of the registered office of the LLC upon application by or for a member of the LLC when it is not reasonably practicable to carry on business in conformity with the operating agreement.

This bill expands the circumstances under which an LLC may be dissolved to include when a court determines that:

- (1) Dissolution is necessary for the protection of the rights or interests of complaining members;
- (2) The business of the LLC has been abandoned;
- (3) The management of the LLC is deadlocked or subject to internal dissension, or
- 4) Those in control of the LLC have been found guilty of, or have knowingly allowed, persistent and pervasive fraud, mismanagement, or abuse of authority.

The bill also establishes an alternative dispute resolution process to which a court may refer, by rule or court order, a single case or a category of cases. The parties themselves may enter into a written agreement to resolve their differences through an alternative dispute resolution process and may agree that the provisions of this bill will apply to the process. The process, whether referred by the court or agreed to by the parties, is non-binding unless the parties agree in writing to it being binding. In an action referred to an alternative dispute resolution process, discovery may proceed as in any other action, except that alternative dispute resolution communications will not be

admissible as evidence in any proceeding or subject to discovery. Similarly, evidence or information that is otherwise admissible or subject to discovery will not become inadmissible or protected from discovery solely because of its disclosure or use in an alternative dispute resolution process. Any participant in an alternative dispute resolution process has standing to intervene in any proceeding to object to the admissibility of an alternative dispute resolution communication made by that person during or relating to that process.

If the court has not referred a case to a non-binding alternative dispute resolution process and the parties do not themselves enter into a written agreement to resolve their differences using the process in this bill, the process the parties use will be considered settlement negotiations and will be subject to rules of confidentiality that generally apply to such negotiations.

The bill changes the definitions of "adult" and "child" as they relate to actions under Chapter 455, RSMo. Under the bill, "adult" refers to someone 18 years of age or older and "child" refers to someone under age 18. Additionally, current law establishes protocol for when the respondent in an ex parte order of protection is under age 17. This bill increases the age to when the respondent is under age 18.

The bill establishes the "Missouri Electronic Wills and Electronic Estate Planning Documents Act", which specifies that an electronic will is considered a will for all purposes of the law of this state and that any written estate planning document may be executed electronically. An "electronic will" is defined in the bill as a record that is readable as text at the time of signing, is signed by the testator or another individual in the testator's name, and is signed in the physical or electronic presence of the testator by at least two individuals after witnessing the signing of the will or the testator's acknowledgment of the signing of the will or acknowledgment of the will itself. Types of estate planning documents include a power of attorney or durable power of attorney, an advance directive, an irrevocable trust, and a beneficiary deed, as well as other types of documents. The bill establishes a process by which an electronic will may be made self-proved as well as how all or part of an electronic will may be revoked.

If there is no evidence that a testator signed an electronic will and neither an electronic will nor a certified paper copy of the electronic will can be found after the testator's death, there will be a presumption that the testator revoked the electronic will even if no instrument or later will revoking the electronic will can be located. A person may create a certified paper copy of an electronic will or an electronic estate planning document by

affirming under penalty of perjury that a paper copy of the electronic will is a complete, true, and accurate copy of the electronic will or the estate planning document.

The provisions of this bill apply to the will of a decedent who dies on or after August 28, 2024, and to each other written estate planning document signed or remotely witnessed on or after August 28, 2024.

The bill also specifies that certain estate planning documents that were executed during the period between April 6, 2020, and December 31, 2021, during which a state of emergency existed due to COVID-19 and there was a temporary suspension of physical appearance requirements, will be deemed to have satisfied the physical presence requirements if certain requirements, specified in the bill, were met.

The bill specifies what assistance a court clerk must provide or make available for a petitioner filing for emergency or full orders regarding a minor entering adult guardianship or conservatorship. It allows fees incurred for guardianship or conservatorship proceedings by court-appointed attorneys, physicians, or other professionals, as well as fees incurred by court clerks providing assistance, to be given priority for payment from the "Family Services and Justice Fund".

Currently, the circuit court in any circuit may collect a fee in civil cases not to exceed \$15, and that fee will go toward maintenance and upkeep of the law library in the designated county. Jackson County and any circuit that reimburses the state for salaries of family court commissioners are allowed to charge a fee not to exceed \$20. The bill adds the Circuit Court in the City of St. Louis to the circuits that may charge a fee not to exceed \$20.

Currently, under certain circumstances, a statement made by a child under the age of 14 or by a vulnerable person, or the visual and aural recording of a verbal or nonverbal statement of such child or vulnerable person, is admissible in evidence in criminal proceedings as substantive evidence to prove the truth of the matter asserted. This bill increases the age to a child under the age of 18 and it amends the definition of "vulnerable person" to include a person whose developmental level does not exceed that of an ordinary child of 17 years of age, increased from 14 years of age.

This bill specifies that each grand and petit juror will receive at least \$6 per day for every day the juror actually serves and a mileage reimbursement rate as provided by law for state employees. Each county and the City of St. Louis may authorize additional

compensation for its jurors. Alternatively, the court of a judicial circuit may, by a majority vote, vote to restructure juror compensation so that grand and petit jurors do not get paid for the first two days of service but thereafter will receive \$50 per day, as well as mileage reimbursement at the rate provided by law for state employees for necessary travel from the juror's residence to the courthouse and back, to be paid by the county.

This bill establishes the "Uniform Interstate Depositions and Discovery Act". This bill provides procedures and processes for when a subpoena for discovery or a deposition is submitted in Missouri by a party in a foreign jurisdiction.

This bill establishes the "Uniform Public Expression Protection Act".

The bill relates to causes of action filed against individuals who exercise certain constitutional rights. The bill specifies that, when a person, defined in the bill as "an individual, estate, trust, partnership, business or nonprofit entity, governmental unit, or other legal entity", has a cause of action filed against him or her or it based upon his or her or its communication in a governmental proceeding or on an issue under consideration in a governmental proceeding, or when he or she or it exercises his or her or its right of freedom of speech or of the press, the right to assemble, or the right of association, that person may file a special motion to dismiss the cause of action.

The bill establishes procedures for such special motions to dismiss. The bill specifies under which circumstances a court may award costs, reasonable attorneys' fees, and reasonable litigation expenses. The provisions of the bill apply to civil actions filed on or after August 28, 2024.

Currently, information and data obtained by a probation and parole officer is privileged information. This bill excludes criminal proceedings from the circumstances under which such information is privileged.

Currently, a person 21 years old or older commits the offense of enticement of a child if he or she satisfies the elements of the offense and the child is under 15 years old. This bill increases the age of the child to under 17 years old. The bill also amends the offense of patronizing prostitution. Under existing law, the offense is a class E felony if the person being patronized is under 18 years old but older than 14 years old. This bill increases the minimum age for a class E felony to older than 15 years old. The offense is currently a class D felony if the person being patronized is 14 years of age or younger. This bill increases the

age to 15 years of age or older and increases the penalty to a class B felony.

The following is a summary of the public testimony from the committee hearing. The testimony was based on the introduced version of the bill.

PROPONENTS: Supporters say that this bill is basically a redo of SB 72 from 2023 minus the pieces that have already passed. It adds a quicker way to dissolve LLCs; it has a comprehensive process for alternative dispute resolution; it changes provisions related to jurors and it allows the governing body of a county to vote to pay the jurors more but only starting on the third day. Some changes will be made in a committee substitute. The current bill amends the portion and updates it and provides procedure for alternative dispute resolution. It talks about how conflicts should be handled if they come up with a neutral. Doesn't undermine the right to a jury trial, and it doesn't require anyone to settle. It just clarifies things. A majority of cases now is resolved prior to their being heard by a judge or jury. This makes things run efficiently and quickly. Our current LLC dissolution statute language came from model language and it has not been looked at since it was passed, and this gives more options to dissolve them. In the past, a deadlock has been decided in litigation to qualify for a split but this now enumerate the reasons for which an LLC can be dissolved. Uniform public protection expression act has had good, bipartisan support. It's anti-SLAPP. 31 states have adopted this, and the language is modeled from the uniform law commission. It gives people who feel like they should not really be a party to a lawsuit kind of an off-ramp to get off the case. This adds class E felony for the surcharge collection to the crime victims' compensation fund. It was overlooked when the E felony was created. Currently, an admissibility protection applies only to kids under 14 years of age so the change in the bill to increase it to 17 is going to be very helpful for the vulnerable population. The other sections in the bill that increase protections for children in certain criminal offenses like patronizing prostitution and enticement of a minor. The juror compensation alternative compensation structure has been available in Greene county as a pilot program and has been working really well, but this bill opens it to all counties.

Testifying in person for the bill were Representative Veit; Darrell Lee Moore, Missouri Association Of Prosecuting Attorneys; Missouri Office of Prosecution Services; Andy Briscoe, The Missouri Bar; Missouri Kids First; James Harris, Institute For Free Speech; Dale C. Doerhoff; Paul Ladehoff, Mo Bar Adr Committee; David J. Klarich, Riezman Berger, P.C.; Eric D. Jennings, Judicial Conference Of Missouri.

OPPONENTS: There was no opposition voiced to the committee.

Written testimony has been submitted for this bill. The full written testimony and witnesses testifying online can be found under Testimony on the bill page on the House website.