



MISSOURI HOUSE OF REPRESENTATIVES
WITNESS APPEARANCE FORM

BILL NUMBER: HB 1713		DATE: 3/4/2026	
COMMITTEE: Judiciary			
TESTIFYING: <input checked="" type="checkbox"/> IN SUPPORT OF <input type="checkbox"/> IN OPPOSITION TO <input type="checkbox"/> FOR INFORMATIONAL PURPOSES			
WITNESS NAME			
INDIVIDUAL:			
WITNESS NAME: ARNIE C. "HONEST-ABE" DIENOFF-STATE PUBLIC ADVOCAT		PHONE NUMBER:	
BUSINESS/ORGANIZATION NAME:		TITLE:	
ADDRESS:			
CITY:		STATE:	ZIP:
EMAIL:	ATTENDANCE: In-Person	SUBMIT DATE: 3/6/2026 11:27 PM	
THE INFORMATION ON THIS FORM IS PUBLIC RECORD UNDER CHAPTER 610, RSMo.			

I am in Support of this Bill and authorizing the Court to Dissolve Limited Liability Companies when Bad -Actors are present, Fraud is being committed and there is In-Fighting, making the company impossible to function and operate.



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WITNESS NAME			
INDIVIDUAL:			
WITNESS NAME: SARAH BERRY		PHONE NUMBER:	
BUSINESS/ORGANIZATION NAME:		TITLE:	
ADDRESS:			
CITY:		STATE:	ZIP:
EMAIL:	ATTENDANCE: Written	SUBMIT DATE: 3/4/2026 7:44 AM	

THE INFORMATION ON THIS FORM IS PUBLIC RECORD UNDER CHAPTER 610, RSMo.

HB 1713 expands the statutory grounds under which a court may dissolve a limited liability company at the request of a member. While current law already permits dissolution when it is not reasonably practicable for the company to continue operating in conformity with its operating agreement, this bill introduces several additional and broadly defined grounds for judicial dissolution.

The proposed standards—such as internal dissension, substantial impairment of business operations, or dissolution deemed “reasonably necessary” to protect the interests of a complaining member—are inherently subjective and risk expanding judicial intervention into ordinary business disputes.

Limited liability companies are designed to operate through private contractual governance, with operating agreements serving as the primary mechanism for resolving disputes among members. By expanding statutory dissolution triggers beyond the traditional “not reasonably practicable” standard, HB 1713 risks encouraging litigation as a leverage tool in internal disagreements rather than preserving dissolution as an extraordinary remedy.

Business disagreements, management conflicts, and operational challenges are common in closely held entities and are typically addressed through contractual remedies, negotiated exits, or buyout provisions. Allowing broad statutory dissolution claims in such circumstances could destabilize otherwise viable businesses and create uncertainty for members, investors, and creditors.

Missouri’s business statutes should promote stability, predictability, and respect for private agreements among LLC members. Expanding judicial dissolution authority in this manner risks undermining those principles and increasing litigation over internal company disputes.

For these reasons, HB 1713 warrants reconsideration.

Legislative Notice:

HB 1713 expands the statutory grounds for judicial dissolution of limited liability companies by introducing several discretionary standards that extend beyond the traditional “not reasonably practicable” threshold. Broadening these grounds may increase litigation among LLC members and undermine the reliance placed on operating agreements as the governing framework for internal disputes.

Careful consideration should therefore be given to the impact such changes may have on business certainty and the stability of closely held entities operating within Missouri.

Judicial dissolution should be reserved for companies that cannot function—not deployed as leverage in ordinary disputes among members.