

# HB0149



## 95TH GENERAL ASSEMBLY

### State of Illinois

2007 and 2008

HB0149

Introduced 1/19/2007, by Rep. Jack D. Franks

#### SYNOPSIS AS INTRODUCED:

805 ILCS 180/35-7

Amends the Limited Liability Company Act. Imposes personal liability on a member or manager of a limited liability company, who, with knowledge of the dissolution of that company, creates liability for the limited liability company by an act that is not appropriate for the winding up of the company's business, to the company or any third party for any damage to the company or third party arising from the liability.

LRB095 03988 LCT 24050 b

A BILL FOR

1 AN ACT concerning business.

2 **Be it enacted by the People of the State of Illinois,**  
3 **represented in the General Assembly:**

4 Section 5. The Limited Liability Company Act is amended by  
5 changing Section 35-7 as follows:

6 (805 ILCS 180/35-7)

7 Sec. 35-7. Member or manager's power and liability ~~as agent~~  
8 after dissolution.

9 (a) A limited liability company is bound by a member or  
10 manager's act after dissolution that:

11 (1) is appropriate for winding up the company's  
12 business; or

13 (2) would have bound the company under Section 13-5  
14 before dissolution, if the other party to the transaction  
15 did not have notice of the dissolution.

16 (b) Notwithstanding Section 10-10, a ~~A~~ member or manager  
17 who, with knowledge of the dissolution, creates ~~subjects a~~  
18 ~~limited liability company to~~ liability by an act that is not  
19 appropriate for winding up the company's business is personally  
20 liable to the company or any third party for any damage caused  
21 to the company or third party arising from the liability.

22 (Source: P.A. 90-424, eff. 1-1-98.)