

MAINE STATE LEGISLATURE

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LAWS
OF THE
STATE OF MAINE

AS PASSED BY THE

ONE HUNDRED AND TWENTY-FOURTH LEGISLATURE

FIRST REGULAR SESSION
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TITLE 3, SECTION 163-A, SUBSECTION 4.

Augusta, Maine
2009

CHAPTER 164
S.P. 169 - L.D. 466

**An Act To Amend the Limited
Liability Company Laws
Concerning Management
Standards**

Be it enacted by the People of the State of Maine as follows:

Sec. 1. 31 MRSA §623, sub-§5, as enacted by PL 1993, c. 718, Pt. A, §1, is repealed.

Sec. 2. 31 MRSA §625, sub-§3 is enacted to read:

3. Certificate effective. A certificate filed under this section is effective even if an amendment to the articles of organization was not filed as required under section 623, former subsection 5.

Sec. 3. 31 MRSA §652, sub-§1, as enacted by PL 1993, c. 718, Pt. A, §1, is amended to read:

1. Good faith; best interests; reasonable belief. The managers and members of a limited liability company shall exercise their powers and discharge their duties in good faith with a view to the interests of the limited liability company and of the members and with that degree of diligence, care and skill that ordinarily prudent persons would exercise under similar circumstances in like positions.

In discharging their duties, managers and members may in all cases, if acting reasonably and in good faith, rely upon financial statements of the limited liability company that were either certified in writing by an independent or certified public accountant or firm of such accountants fairly to reflect the limited liability company's financial condition, or reported to such manager or member to be correct by the manager or member having charge of the books of accounts of the limited liability company.

A manager or member may not be held personally liable for monetary damages for failure to discharge any duty as a manager or member unless the manager or member is found not to have acted honestly or in the reasonable belief that the action was in or not opposed to the best interests of the limited liability company or its members.

Notwithstanding this section, if the articles of organization provide that management of the limited liability company vests in one or more managers, a member of the limited liability company who is not also a manager of the limited liability company owes no duties under this section to the limited liability company or to the other members thereof solely by reason of being a member.

Sec. 4. 31 MRSA §703, sub-§1, as enacted by PL 1993, c. 718, Pt. A, §1, is amended to read:

1. Persons authorized to wind up a limited liability company. Unless otherwise provided in the operating agreement or articles of organization, the managers or, if there is no manager, a majority in interest of the members or one or more liquidating trustees approved by the members may wind up a limited liability company's affairs. The Superior Court, upon cause shown, may wind up a limited liability company's affairs upon application of a member or a member's legal representative or assignee and in connection with the winding up may appoint a liquidating trustee. The failure to comply with the provisions of section 623, former subsection 5 does not affect the rights, duties, powers or authority of persons winding up the affairs of a company pursuant to this section.

See title page for effective date.

CHAPTER 165
S.P. 206 - L.D. 546

**An Act To Ensure Access to
Public Information**

Be it enacted by the People of the State of Maine as follows:

Sec. 1. 5 MRSA §1985 is enacted to read:

§1985. Response to requests for public records

Each agency that collects and uses data or information is responsible for responding to requests for public data or information hosted on state-owned computer devices. The office shall assist the agency in searching for and identifying all data and information stored within the office and in retrieving and compiling the data and information.

See title page for effective date.

CHAPTER 166
H.P. 372 - L.D. 527

**An Act To Require a Referee of
a Land Dispute To Render a
Decision within One Year**

Be it enacted by the People of the State of Maine as follows:

Sec. 1. 4 MRSA §501, as amended by PL 1977, c. 114, §§10 to 12, is further amended to read:

§501. Appointment; fees

In all cases in the Supreme Judicial or in the Superior Court in which the court appoints one or more persons, not exceeding 3, as referees, masters or auditors, to hear the same, their fees and necessary ex-

penses, including stenographic services as determined by the Chief Justice or ~~his~~ the Chief Justice's designee, ~~shall must~~ be paid by the State on presentation of the proper certificate of the clerk of courts for the county in which such case is pending, or by such of the parties, or out of any fund or subject matter of the action, which is in the custody and control of the court, or by apportionment among such sources of payment, as the court ~~shall may~~ direct. The amount thereof ~~shall must~~ be fixed by the court upon the coming in of the report. These referees, masters and auditors shall notify the parties of the time and place of hearing and ~~shall~~ have power to adjourn. Witnesses may be summoned and compelled to attend and may be sworn by the referees, masters or auditors. When there is more than one referee, master or auditor, all must hear, but a majority may report, stating whether all did hear. Their report may be recommitted. They may be discharged and others appointed.

No fee or compensation other than ~~his~~ necessary expenses ~~shall may~~ be paid any Justice of the Supreme Judicial or of the Superior Court for ~~his~~ services as referee, master or auditor, but this provision ~~shall does~~ not apply to an Active Retired Justice.

No per diem fee, other than necessary expenses, ~~shall may~~ be paid any Official Court Reporter for ~~his~~ services in these cases.

A referee appointed to hear a dispute concerning real property must report the referee's decision within one year of appointment by the court unless good cause for extending this period is shown.

Sec. 2. 14 MRSA §1153 is amended to read:
§1153. Authority of referees

All the referees must meet and hear the parties; but a majority may make the report, which ~~shall be is~~ as valid as if signed by all, if it appears by the report or certificate of the dissenting referee that all attended and heard the parties. They may allow costs or not to either party, unless special provision is made therefor in the submission, but the court may reduce their compensation. Any referee may swear witnesses.

A referee appointed to hear a dispute concerning real property must report the referee's decision within one year of appointment by the court unless good cause for extending this period is shown.

See title page for effective date.

CHAPTER 167
H.P. 622 - L.D. 904

**An Act To Permit Brew Pubs
To Sell Half-gallon Containers
of Malt Liquor**

**Be it enacted by the People of the State of
Maine as follows:**

Sec. 1. 28-A MRSA §1355, sub-§2-B is enacted to read:

2-B. Limited sale of malt liquor for off-premises consumption from on-premises establishment. Notwithstanding any provision of this Title to the contrary, a brewery or small brewery licensed in accordance with this section may sell from the establishment at the site of the brewery licensed for the sale of alcoholic beverages to be consumed on the premises malt liquor to be consumed off the premises under the conditions specified in this subsection.

A. Only malt liquor brewed at the brewery where the on-premises establishment is licensed may be sold to patrons of the on-premises establishment.

B. Malt liquor must be dispensed in bottles from 32 ounces to 64 ounces in volume provided by and unique to the brewery.

C. No more than 6 bottles may be prefilled at any one time.

D. A deposit may be charged per bottle. Bottles sold under this subsection are not subject to Title 32, chapter 28.

E. The bottle in which the malt liquor is dispensed must be sealed by the licensee with a seal that is tamper evident.

F. Malt liquor dispensed in accordance with this subsection must be consumed off the premises.

G. All sales of malt liquor from the on-premises establishment for off-premises consumption must be accompanied by a sales receipt with a time stamp that indicates time of purchase.

H. Sale of malt liquor from the on-premises establishment for off-premises consumption may not be made after 10:00 p.m.

The bureau is authorized to adopt rules necessary to enforce this subsection. Rules adopted in accordance with this subsection are routine technical rules in accordance with Title 5, chapter 375, subchapter 2-A.

See title page for effective date.
