

Act No. 102
Public Acts of 2014
Approved by the Governor
April 7, 2014
Filed with the Secretary of State
April 10, 2014
EFFECTIVE DATE: April 10, 2014

STATE OF MICHIGAN
97TH LEGISLATURE
REGULAR SESSION OF 2014

Introduced by Senator Booher

ENROLLED SENATE BILL No. 548

AN ACT to amend 2000 PA 305, entitled "An act to authorize and provide the terms and conditions under which information and signatures can be transmitted, received, and stored by electronic means," by amending section 16 (MCL 450.846).

The People of the State of Michigan enact:

Sec. 16. (1) As used in this section, "transferable record" means an electronic record that meets both of the following:

(a) Would be a note under article 3 of the uniform commercial code, MCL 440.3101 to 440.3605, or a document under article 7 of the uniform commercial code, MCL 440.7101 to 440.7702, if the electronic record were in writing.

(b) The issuer of the electronic record expressly has agreed is a transferable record.

(2) A person has control of a transferable record if a system employed for evidencing the transfer of interests in the transferable record reliably establishes that person as the person to which the transferable record was issued or transferred.

(3) A system satisfies subsection (2), and a person is considered to have control of a transferable record, if the transferable record is created, stored, and assigned in a manner that all of the following apply:

(a) A single authoritative copy of the transferable record exists that is unique, identifiable, and, except as otherwise provided in subdivisions (d), (e), and (f), unalterable.

(b) The authoritative copy identifies the person asserting control as 1 of the following:

(i) The person to which the transferable record was issued.

(ii) If the authoritative copy indicates that the transferable record has been transferred, the person to which the transferable record was most recently transferred.

(c) The authoritative copy is communicated to and maintained by the person asserting control or its designated custodian.

(d) Copies or revisions that add or change an identified assignee of the authoritative copy can be made only with the consent of the person asserting control.

(e) Each copy of the authoritative copy and any copy of a copy is readily identifiable as a copy that is not the authoritative copy.

(f) Any revision of the authoritative copy is readily identifiable as authorized or unauthorized.

(4) Except as otherwise agreed, a person having control of a transferable record is the holder, as defined in section 1201 of the uniform commercial code, MCL 440.1201, of the transferable record and has the same rights and defenses as a holder of an equivalent record or writing under the uniform commercial code, including, if the applicable statutory requirements under section 3302(1), 7501, or 9308 of the uniform commercial code, MCL 440.3302, 440.7501,

and 440.9308, are satisfied, the rights and defenses of a holder in due course, a holder to which a negotiable document of title has been duly negotiated, or a purchaser. Delivery, possession, and indorsement are not required to obtain or exercise any of the rights under this subsection.

(5) Except as otherwise agreed, an obligor under a transferable record has the same rights and defenses as an equivalent obligor under equivalent records or writings under the uniform commercial code.

(6) If requested by a person against which enforcement is sought, the person seeking to enforce the transferable record shall provide reasonable proof that the person is in control of the transferable record. Proof may include access to the authoritative copy of the transferable record and related business records sufficient to review the terms of the transferable record and to establish the identity of the person having control of the transferable record. The department of management and budget shall determine for each department whether, and the extent to which, the department will create and retain electronic records and convert written records to electronic records.

(7) As used in this section, "uniform commercial code" means the uniform commercial code, 1962 PA 174, MCL 440.1101 to 440.9994.

Enacting section 1. This amendatory act does not take effect unless Senate Bill No. 547 of the 97th Legislature is enacted into law.

This act is ordered to take immediate effect.

Carol Morey Viventi

Secretary of the Senate

Jay E. Randall

Clerk of the House of Representatives

Approved

.....
Governor

Compiler's note: Senate Bill No. 547, referred to in enacting section 1, was filed with the Secretary of State April 7, 2014, and became 2014 PA 101, Imd. Eff. Apr. 10, 2014.