

**DRAFT ONLY
NOT APPROVED FOR
INTRODUCTION**

HOUSE BILL NO.

ROCK notice act.

Sponsored by: Joint Corporations, Elections & Political
Subdivisions Interim Committee

A BILL

for

1 AN ACT relating to property; providing for the filing of a
2 registered owner contact and key (ROCK) notice by creating
3 the Wyoming ROCK Notice Act; establishing requirements for
4 filing a ROCK notice; requiring duplicate filings and
5 annual reports to the secretary of state; establishing the
6 legal effect of a ROCK notice; providing for the duration,
7 renewal and revocation of a ROCK notice; providing judicial
8 remedies; establishing duties of title insurers;
9 establishing duties for county clerks and the secretary of
10 state; amending the Wyoming Governmental Claims Act for
11 governmental liability related to the Wyoming ROCK Notice

1 Act; providing penalties; requiring rulemaking; specifying
2 applicability; and providing for effective dates.

3

4 *Be It Enacted by the Legislature of the State of Wyoming:*

5

6 **Section 1.** W.S. 34-31-101 through 34-31-120 are
7 created to read:

8

9

CHAPTER 31

10

ROCK NOTICE ACT

11

12 **34-31-101. Short title.**

13

14 This chapter shall be known and may be cited as the
15 "Wyoming ROCK Notice Act."

16

17 **34-31-102. Definitions.**

18

19 (a) As used in this chapter:

20

21 (i) "Acting trustee" means a natural person
22 currently serving as trustee of a trust, including any

1 successor trustee who has accepted appointment in
2 accordance with the applicable governing trust instrument;

3
4 (ii) "Administrative dissolution" means the
5 dissolution or revocation of an entity's authority to
6 transact business by the secretary of state or, in the case
7 of a foreign entity, by the filing jurisdiction pursuant to
8 applicable law, for failure to comply with statutory
9 requirements, including but not limited to a failure to
10 file annual reports, failure to maintain a registered agent
11 or failure to pay required fees;

12
13 (iii) "Authorized representative" means:

14
15 (A) For a partnership, a general partner;

16
17 (B) For a limited partnership, a general
18 partner;

19
20 (C) For a statutory trust, a trustee
21 authorized to act on behalf of the trust; or

1 (D) For any other entity, a person
2 authorized under the entity's governing documents and
3 applicable law to bind the entity in real property
4 transactions.

5
6 (iv) "Entity" means a corporation, nonprofit
7 corporation, limited liability company, partnership,
8 limited partnership, limited liability partnership,
9 statutory trust, or other organization recognized as a
10 legal entity under the laws of this state or another
11 jurisdiction, but does not include a trust as defined in
12 paragraph (xv) of this subsection;

13
14 (v) "Filer" means:

15
16 (A) A natural person if the owner is a
17 natural person;

18
19 (B) An acting trustee if the owner is a
20 trust;

21
22 (C) An authorized representative if the
23 owner is an entity.

1

2 (vi) "Filing jurisdiction" means, with respect
3 to a foreign entity, the state or jurisdiction under whose
4 laws the entity is organized;

5

6 (vii) "Foreign entity" means an entity organized
7 under the laws of a jurisdiction other than this state that
8 is qualified to transact business in this state pursuant to
9 title 17 of the Wyoming statutes;

10

11 (viii) "Good standing" means:

12

13 (A) With respect to a domestic entity, that
14 the entity is not administratively dissolved or revoked,
15 has filed all required annual reports, has paid all fees
16 and penalties due to the secretary of state and is
17 otherwise in compliance with the requirements of title 17
18 of the Wyoming statutes;

19

20 (B) With respect to a foreign entity, that
21 the entity satisfies the requirements of subparagraph (A)
22 of this paragraph with respect to its qualification to

1 transact business in this state, and is in good standing or
2 the equivalent status in its filing jurisdiction.

3
4 (ix) "Incapacity" means a condition in which a
5 natural person, due to physical or mental impairment, is
6 unable to manage the person's own affairs or to make or
7 communicate responsible decisions concerning the person's
8 person or property, as determined by a court of competent
9 jurisdiction;

10
11 *****
12 *****
13 STAFF COMMENT
14 There is an existing definition of "incapacity" in the
15 Wyoming statutes that the Committee could consider as an
16 alternative to this definition. See W.S. 3-9-102(a)(v):

17
18 (v) "Incapacity" means inability of a person to
19 manage property or business affairs because the person:

20 (A) Has an impairment in the ability to receive
21 and evaluate information or make or communicate decisions
22 even with the use of technological assistance; or

23 (B) Is:
24 (I) Missing;
25 (II) Detained, including incarcerated in a
26 penal system; or
27 (III) Outside the United States and unable
28 to return.

29 *****
30 *****
31

32 (x) "Involuntary lien" means a lien that
33 attaches to real property by operation of law or legal

1 process without the voluntary act of the property owner,
2 including but not limited to:

3

4 (A) Mechanic's and materialman's liens
5 pursuant to W.S. 29-2-101 through 29-2-113;

6

7 (B) Tax liens;

8

9 (C) Judgment liens;

10

11 (D) Assessment liens;

12

13 (E) Any other lien arising by operation of
14 law.

15

16 (xi) "Involuntary transfer" means a transfer or
17 conveyance of title to or interest in real property that
18 occurs without the voluntary act of the property owner,
19 including but not limited to:

20

21 (A) Conveyances pursuant to foreclosure of
22 a mortgage, deed of trust or other security instrument
23 recorded prior to a ROCK notice;

1

2 (B) Conveyances pursuant to a tax sale or a
3 tax deed;

4

5 (C) Conveyances by eminent domain or
6 condemnation;

7

8 (D) Conveyances by court order or judicial
9 sale;

10

11 (E) Any other conveyance occurring by
12 operation of law.

13

14 (xii) "Owner" means each natural person, entity
15 or trust holding legal title to or a present interest in
16 real property as reflected in the records of the county
17 clerk, including without limitation joint tenants, tenants
18 in common, tenants by the entireties, entities holding
19 title and trusts holding title through a trustee;

20

21 (xiii) "Real property" means land buildings,
22 improvements, fixtures, structures and interests in land,

1 including water rights and all appurtenances to the land
2 situated in this state;

3
4 (xiv) "ROCK notice" means a registered owner
5 contact and key notice filed pursuant to this chapter;

6
7 (xv) "Trust" means an express trust, whether
8 revocable or irrevocable, created by a written instrument,
9 for which one (1) or more natural persons serve as trustee
10 and that holds legal title to real property in this state.
11 "Trust" shall not include a statutory trust organized under
12 the Wyoming Decentralized Autonomous Organization
13 Supplement, a business trust, a constructive trust or a
14 resulting trust;

15
16 (xvi) "Trust certification" means a written
17 instrument, executed under penalty of perjury by each
18 acting trustee, containing all of the following:

19
20 (A) The name of the trust as it appears in
21 the governing trust instrument;

22

1 (B) The date of execution of the governing
2 trust instrument and each amendment thereto that affects
3 the trustee's authority over real property or the
4 appointment and succession of trustees;

5

6 (C) The name, mailing address, telephone
7 number and email address of each acting trustee;

8

9 (D) A statement that the trust has not been
10 revoked, terminated or modified in a manner that would
11 affect the trustee's authority over the real property;

12

13 (E) A statement identifying the provision
14 or provisions of the governing trust instrument that confer
15 upon the acting trustee or trustees authority to acquire,
16 hold, encumber and convey real property;

17

18 (F) A statement identifying the provisions
19 of the governing trust instrument governing the appointment
20 and succession of trustees.

21

22 (xvii) "Voluntary transfer" means any
23 conveyance, transfer, encumbrance or other disposition of

1 an interest in real property made by the voluntary act of
2 the property owner or purported property owner, including
3 but not limited to:

4

5 (A) Warranty deeds;

6

7 (B) Quitclaim deeds;

8

9 (C) Special warranty deeds;

10

11 (D) Deeds of trust;

12

13 (E) Mortgages;

14

15 (F) Easements granted by the property
16 owner;

17

18 (G) Leases required to be recorded;

19

20 (H) Options to purchase;

21

22 (J) Contracts for deed;

23

1 (K) Any other instrument purporting to
2 convey or encumber title to real property by a voluntary
3 act.

4

5 **34-31-103. Purpose and construction.**

6

7 (a) The purpose of this chapter is to provide owners
8 of real property with a mechanism to protect their property
9 from fraudulent conveyances.

10

11 (b) This chapter shall be liberally construed to
12 effectuate its purpose.

13

14 **34-31-104. ROCK notice filing requirements.**

15

16 (a) An owner of real property may file a ROCK notice
17 by personally appearing before the county clerk of the
18 county in which the real property is situated. If the real
19 property is situated in more than one (1) county, a ROCK
20 notice shall be filed with the county clerk of each county.

21

22 (b) If real property is held by more than one (1)
23 owner, all owners shall jointly execute and file the ROCK

1 notice for the ROCK notice to be effective. A ROCK notice
2 executed by fewer than all owners shall be void and of no
3 effect, except as provided in subsection (c) of this
4 section.

5
6 (c) Notwithstanding subsection (b) of this section and
7 except as otherwise provided in this subsection, if real
8 property is held by two (2) or more owners as tenants in
9 common, any one (1) or more co-owners may file a ROCK
10 notice solely with respect to the co-owner's undivided
11 interest in the real property. A ROCK notice filed pursuant
12 to this subsection shall be subject to the following:

13
14 (i) The ROCK notice shall:

15
16 (A) Comply with all requirements of W.S.
17 34-31-105;

18
19 (B) Identify the filing co-owner or co-
20 owners and state the nature and extent of each filing co-
21 owner's undivided interest;

1 (C) Identify all other co-owners of the
2 real property by name and last known address, to the extent
3 known to the filing co-owner;

4

5 (D) State that the ROCK notice is filed
6 with respect to the undivided interest of the filing co-
7 owner or co-owners only, and does not affect the interests
8 of non-filing co-owners;

9

10 (E) Be accompanied by a certificate of
11 service demonstrating that a copy of the ROCK notice has
12 been sent to each non-filing co-owner by certified mail,
13 return receipt requested, at the co-owner's last known
14 address, not less than fifteen (15) days prior to recording
15 the ROCK notice;

16

17 (ii) A ROCK notice filed under this subsection
18 shall render void only those voluntary transfers purporting
19 to convey or encumber the undivided interest of the filing
20 co-owner or co-owners, and shall not affect the validity of
21 any instrument conveying or encumbering the undivided
22 interest of a non-filing co-owner;

23

1 (iii) A non-filing co-owner may, at any time,
2 join an existing ROCK notice filed under this subsection by
3 recording a separate ROCK notice that:

4
5 (A) References the recording information of
6 the existing ROCK notice previously filed by the co-owner;

7
8 (B) Identifies the joining co-owner and the
9 nature and extent of the co-owner's undivided interest;

10
11 (C) Complies with all requirements of
12 paragraph (i) of this subsection; and

13
14 (D) Is acknowledged in the same manner as an
15 original ROCK notice.

16
17 (iv) A filing co-owner may revoke the ROCK
18 notice with respect to the co-owner's undivided interest
19 only by personal appearance before the county clerk in
20 accordance with W.S. 34-31-110, without the joinder of any
21 other co-owner or filing co-owner; and

22

1 (vi) The seven (7) year effective period of a
2 ROCK notice under W.S. 34-31-109(a) shall apply
3 independently to each co-owner's ROCK notice or
4 supplemental notice under this subsection, running from the
5 date of recording of each notice.

6
7 **34-31-105. ROCK notice form; recording.**

8
9 (a) A ROCK notice filed under W.S. 34-31-104 shall be
10 in writing and shall contain all of the following:

11
12 (i) The legal description of the real property,
13 including any applicable parcel identification number;

14
15 (ii) The name, mailing address, telephone number
16 and email address of each filer;

17
18 (iii) The name, mailing address and telephone
19 number of at least one (1) emergency contact person for
20 each filer, who shall not be another filer of the same ROCK
21 notice;

1 (iv) A statement that the filer or filers are
2 the lawful owners of the real property described in the
3 ROCK notice;

4

5 (v) A statement that the filer or filers have
6 caused all valid existing liens, encumbrances, easements
7 and other interests affecting the real property to be
8 recorded prior to filing the ROCK notice;

9

10 (vi) A statement that the filer or filers
11 understand that, upon recording of the ROCK notice, any
12 subsequent voluntary transfer purporting to affect title to
13 the real property shall be void as a matter of law unless
14 the ROCK notice is first revoked or expires in accordance
15 with this chapter;

16

17 (vii) The date of execution of the ROCK notice
18 and a statement that the ROCK notice is effective for seven
19 (7) years after the date the ROCK notice is executed unless
20 the ROCK notice is revoked prior to that date;

21

22 (viii) The signature of each filer;

23

1 (ix) If the owner is a trust:

2

3 (A) The name of the trust as it appears in
4 the governing trust instrument;

5

6 (B) The date of execution of the governing
7 trust instrument;

8

9 (C) The name, mailing address, telephone
10 number and electronic mail address of each acting trustee;

11

12 (D) A statement that each acting trustee
13 has authority under the governing trust instrument to
14 execute the ROCK notice and to bind the trust with respect
15 to real property transactions;

16

17 (E) A statement that the trust has not been
18 revoked or terminated;

19

20 (F) A trust certification executed by each
21 acting trustee; and

22

1 (G) An excerpt of the governing trust
2 instrument consisting of those provisions that identify the
3 trust and the date of its creation, confer authority upon
4 the trustee or trustees to acquire, hold, encumber and
5 convey real property and that govern the appointment and
6 succession of trustees. The recorded excerpt required by
7 this subparagraph shall not be required to include any
8 other provisions of the governing trust instrument,
9 including but not limited to provisions relating to the
10 identity of beneficiaries, the distribution of trust assets
11 or the terms of any beneficial interest.

12

13 (x) If the owner is an entity:

14

15 (A) The legal name of the entity as it
16 appears in the records of the secretary of state;

17

18 (B) The entity's Wyoming filing number or
19 qualification number assigned by the secretary of state;

20

21 (C) The entity's filing jurisdiction, if
22 other than Wyoming;

23

1 (D) The entity's principal office address,
2 telephone number and electronic mail address;

3

4 (E) A statement that the entity is:

5

6 (I) A domestic entity organized under
7 the laws of this state; or

8

9 (II) A foreign entity qualified to
10 transact business in this state.

11

12 (F) A statement that the entity is in good
13 standing with the secretary of state and, if a foreign
14 entity, in its filing jurisdiction;

15

16 (G) A statement that the authorized
17 representative or representatives executing the ROCK notice
18 have authority to bind the entity, with a citation to the
19 provision of the governing documents or applicable law
20 conferring that authority;

21

22 (H) A statement that the entity understands
23 that the ROCK notice shall lose force and effect if the

1 entity enters a state of administrative dissolution and
2 fails to cure the dissolution within the time provided by
3 this chapter;

4
5 (J) If the entity is a foreign entity, a
6 certificate of good standing or equivalent document from
7 the filing jurisdiction, issued not more than ninety (90)
8 days before the date of filing the ROCK notice.

9
10 (b) A ROCK notice shall be acknowledged before a
11 notary public or other officer authorized to take
12 acknowledgments in this state. Each filer shall personally
13 appear before the notary public or other officer and
14 present valid government-issued photographic
15 identification.

16
17 (c) The county clerk shall record a ROCK notice that
18 facially complies with the requirements of this section or
19 as otherwise specified in this chapter upon payment of the
20 applicable recording fee established pursuant to W.S. 18-3-
21 402(a)(xvi). The county clerk shall index the ROCK notice
22 in the grantor-grantee index under the name of each filer.

23

1 **34-31-106. Entity filing with secretary of state;**
2 **annual reports; administrative dissolution.**

3
4 (a) Not later than thirty (30) days after recording a
5 ROCK notice with a county clerk, a filer that is an entity
6 shall file a duplicate of the recorded ROCK notice with the
7 secretary of state, together with:

8
9 (i) A copy of the recorded ROCK notice bearing
10 the county clerk's recording stamp;

11
12 (ii) The recording information, including the
13 book and page or document number and date of recording; and

14
15 (iii) A filing fee established by rule of the
16 secretary of state.

17
18 (b) The secretary of state shall maintain a registry
19 of all ROCK notices filed by entities pursuant to this
20 section, indexed by:

21
22 (i) The name of the entity filer;

1 (ii) The entity's Wyoming filing number or
2 qualification number assigned by the secretary of state;

3

4 (iii) The county or counties in which the real
5 property is located; and

6

7 (iv) The legal description or parcel
8 identification number of the real property.

9

10 (c) The registry maintained by the secretary of state
11 pursuant to this section shall be made available to the
12 public on or through the Internet in a searchable database.

13

14 (d) Failure to file the duplicate notice with the
15 secretary of state within the time required by subsection
16 (a) of this section shall not affect the validity of the
17 ROCK notice recorded with the county clerk, but may subject
18 the entity to the penalty provided in subsection (f) of
19 this section.

20

21 (e) Each entity that has filed a ROCK notice shall
22 disclose on each annual report filed with the secretary of
23 state pursuant to title 17 of the Wyoming statutes, in the

1 form and manner prescribed by the secretary of state, the
2 following information:

3
4 (i) That the entity has one (1) or more ROCK
5 notices on file;

6
7 (ii) For each ROCK notice:

8
9 (A) The county or counties in which the
10 ROCK notice is recorded;

11
12 (B) The recording information for the ROCK
13 notice, including the book and page or document number and
14 date of recording; and

15
16 (C) The legal description or parcel
17 identification number of the real property; and

18
19 (D) A statement that the entity remains the
20 owner of the real property and that the ROCK notice remains
21 in full force and effect at the time the annual report is
22 filed.

23

(f) The secretary of state may, after notice and opportunity to cure, administratively dissolve an entity or revoke the entity's authority to transact business in this state in accordance with the procedures established by title 17 of the Wyoming statutes for administrative dissolution if the entity:

(i) Fails to file the duplicate notice with the secretary of state within the time required by subsection (a) of this section; or

(ii) Fails to include the disclosure required by subsection (e) of this section on an annual report.

STAFF COMMENT

The provisions of subsection (f) above would allow the Secretary of State to dissolve an entity if the entity fails to report a ROCK notice.

While this is a policy decision, the Committee could consider instead a penalty of making the ROCK notice ineffective if the entity fails to report the ROCK notice.

34-31-107. Effect of ROCK notice; involuntary transfers and liens; priority of existing interests.

1

2 (a) If a valid ROCK notice is recorded with the
3 county clerk under this chapter, any instrument purporting
4 to effect a voluntary transfer of or encumbrance of real
5 property that is described in the ROCK notice and that is
6 recorded after the ROCK notice shall be void and of no
7 legal effect unless:

8

9 (i) The ROCK notice has been revoked as provided
10 in this chapter prior to the recording of the instrument;

11

12 (ii) The ROCK notice has expired pursuant to
13 W.S. 34-31-109(a) and has not been renewed prior to the
14 recording of the instrument; or

15

16 (iii) In the case of a ROCK notice filed by an
17 entity, the entity has entered a state of administrative
18 dissolution and the cure period under W.S. 34-31-114 has
19 expired without reinstatement prior to the recording of the
20 instrument, subject to the extended restoration period
21 provided in W.S. 34-31-114(d) (iv) (F).

22

1 (b) An instrument rendered void under subsection (a)
2 of this section shall:

3

4 (i) Not be effective based upon the knowledge or
5 lack of knowledge of a ROCK notice by any party to the
6 instrument;

7

8 (ii) Not be cured by the passage of time, by
9 possession or by any equitable doctrine, except as
10 otherwise expressly provided in this chapter.

11

12 (c) An instrument rendered void under subsection (a)
13 of this section shall not constitute a cloud on title and
14 the filer of the ROCK notice or any interested party may
15 file notice of the void instrument by recording an
16 affidavit identifying the void instrument and citing this
17 section, without the necessity of a quiet title action.

18

19 (d) A recorded ROCK notice shall not prevent or
20 affect:

21

22 (i) The validity, filing or recording of any
23 involuntary lien against the real property; or

1

2 (ii) The validity, filing, recording, perfection
3 or completion of any involuntary transfer of the real
4 property.

5

6 (e) Upon the recording of a deed or other instrument
7 that completes an involuntary transfer of the real property
8 under subsection (d) of this section, the ROCK notice shall
9 be extinguished and shall have no further force or effect
10 as against the transferee who acquires title through the
11 involuntary transfer and all successors and assigns of the
12 transferee.

13

14 (f) A transferee that acquires an interest in real
15 property through an involuntary transfer or an involuntary
16 lien, or any successor or assign thereof, may record an
17 affidavit identifying the involuntary transfer or the
18 involuntary lien and the prior ROCK notice. An affidavit
19 under this subsection of an involuntary transfer shall
20 serve as notice that the ROCK notice has been extinguished
21 as to the real property that was involuntarily transferred.

22

1 (g) A ROCK notice shall not affect the validity or
2 priority of any interest in real property that was recorded
3 prior to the recording of the ROCK notice, including but
4 not limited to:

5
6 (i) Mortgages and deeds of trust;

7
8 (ii) Easements;

9
10 (iii) Liens;

11
12 (iv) Leases;

13
14 (v) Other instruments or interests that encumber
15 or mortgage the real property specified in the ROCK notice.

16
17 (h) The holder of an interest described in subsection
18 (g) of this section may enforce the interest, including by
19 foreclosure or other remedy, notwithstanding the existence
20 of a ROCK notice, and any transfer resulting from the
21 enforcement of that interest shall be treated as an
22 involuntary transfer under subsection (d) of this section.

1 **34-31-108. Judicial remedies for void instruments.**

2

3 (a) A person who acquires or purports to acquire an
4 interest in real property by an instrument rendered void by
5 W.S. 34-31-107(a) may petition the district court of the
6 county in which the real property is situated for an award
7 of compensation as provided in subsection (c) of this
8 section if the person demonstrates, by clear and convincing
9 evidence, all of the following:

10

11 (i) The person paid consideration in good faith
12 for the interest acquired;

13

14 (ii) The person conducted or caused to be
15 conducted a title search conforming to the standards of
16 reasonable practice in the county prior to recording the
17 instrument;

18

19 (iii) The ROCK notice was not discoverable by
20 the title search due to a material error in indexing or
21 recording by the county clerk, including but not limited to
22 misspelling of names, incorrect indexing or failure to

1 index the ROCK notice in the grantor-grantee index as
2 required by this chapter;

3

4 (iv) The person did not have actual knowledge of
5 the existence of the ROCK notice at the time of recording
6 the instrument.

7

8 (b) A petition under subsection (a) of this section
9 shall be filed not more than two (2) years after the date
10 the petitioner knew or reasonably should have known that
11 the instrument was rendered void by a ROCK notice.

12

13 (c) An award of compensation under subsection (a) of
14 this section:

15

16 (i) Shall not reinstate, validate or give effect
17 to the void instrument;

18

19 (ii) Shall not affect the title of the filer or
20 any successor of the filer to the real property;

21

22 (iii) Shall be limited to the lesser of the
23 value paid by the petitioner for the interest or the fair

1 market value of the interest at the time of the
2 transaction; and

3

4 (iv) Shall be recoverable from:

5

6 (A) The county, to the extent that the
7 county clerk's material error in indexing or recording
8 caused the petitioner's loss, subject to the provisions of
9 the Wyoming Governmental Claims Act; and

10

11 (B) Any person who executed the void
12 instrument knowing that a ROCK notice was in effect.

13

14 (d) Nothing in this section shall be construed to:

15

16 (i) Create a cause of action against the filer
17 of a ROCK notice or to limit any cause of action of the
18 filer of a ROCK notice under other law;

19

20 (ii) Impose strict liability on the county or
21 the county clerk;

22

1 (iii) Waive sovereign immunity except to the
2 extent provided by this section and the Wyoming
3 Governmental Claims Act;

4
5 (iv) Affect any right of the person filing a
6 petition under this section to recover under a policy of
7 title insurance; or

8
9 (v) Affect any right of the person filing a
10 petition under this section to any other relief or action
11 allowed under the laws of this state.

12
13 **34-31-109. Duration and renewal of ROCK notice.**

14
15 (a) A ROCK notice shall be effective for a period of
16 seven (7) years after the date of its recording, unless
17 sooner revoked pursuant this chapter or, for an entity
18 filer, the entity enters a state of administrative
19 dissolution and fails to cure within the time provided by
20 W.S. 34-31-114.

1 (b) A ROCK notice may be renewed for successive seven
2 (7) year periods by recording a renewal notice prior to the
3 expiration of the current period. A renewal notice shall:

4
5 (i) Reference the recording information of the
6 original ROCK notice and any prior renewal notices;

7
8 (ii) Contain the information required by W.S.
9 34-31-105(a);

10
11 (iii) Be executed and acknowledged by the owners
12 of the real property in the same manner as the original
13 ROCK notice;

14
15 (iv) Comply with all other requirements
16 applicable to the original ROCK notice under this chapter.

17
18 (c) An entity filer shall file a duplicate of any
19 renewal notice under this section with the secretary of
20 state under W.S. 34-31-106 not more than (30) days after
21 recording the renewal notice with the county clerk.

22

1 (d) Upon expiration of a ROCK notice that has not
2 been renewed under subsection (b) of this section, the ROCK
3 notice shall have no further force or effect, and
4 subsequent voluntary transfers shall not be rendered void
5 by reason of the expired ROCK notice.

6
7 (e) The county clerk and the secretary of state shall
8 not be required to provide notice of the impending
9 expiration of a ROCK notice to any filer or to any other
10 person.

11
12 **34-31-110. Voluntary revocation of ROCK notice.**

13
14 (a) A filer may revoke a ROCK notice by filing a
15 revocation notice with the county clerk under this section.
16 A revocation notice shall:

17
18 (i) Reference the recording information of the
19 ROCK notice to be revoked;

20
21 (ii) Contain the legal description of the real
22 property;

1 (iii) State that the filer intends to revoke the
2 ROCK notice;

3

4 (iv) Be signed by the filer;

5

6 (v) Be acknowledged before a notary public or
7 other officer authorized to take acknowledgements in this
8 state;

9

10 (vi) If the owner is a trust:

11

12 (A) Contain the name of the trust;

13

14 (B) State that the acting trustee or
15 trustees intend to revoke the ROCK notice on behalf of the
16 trust;

17

18 (C) Certify that each person executing the
19 revocation notice is an acting trustee with authority to
20 bind the trust; and

21

22 (D) Be signed by all acting trustees.

23

1 (vii) If the owner is an entity:

2

3 (A) Contain the legal name and filing
4 number of the entity;

5

6 (B) State that the authorized
7 representative intends to revoke the ROCK notice on behalf
8 of the entity; and

9

10 (C) Certify that the authorized
11 representative or representatives executing the revocation
12 notice have authority to bind the entity.

13

14 (b) Except as otherwise provided in this chapter,
15 each filer seeking to revoke a ROCK notice shall personally
16 appear before the county clerk and present valid
17 government-issued photographic identification. The county
18 clerk shall verify the identity of the filer by comparing
19 the photographic identification to the person appearing.

20

21 (c) If a ROCK notice was filed by multiple filers,
22 each applicable filer shall personally appear before the
23 county clerk to execute a revocation notice. A revocation

1 notice executed by fewer than all filers shall be void and
2 of no effect, except as otherwise provided in this chapter.

3

4 (d) A filer shall not revoke a ROCK notice by power
5 of attorney, by agent or by any means other than personal
6 appearance as required by this section, except as provided
7 in W.S. 34-31-115 or by court order pursuant to W.S. 34-31-
8 111.

9

10 (e) Upon recording of a valid revocation notice under
11 this section, the ROCK notice shall have no further force
12 or effect.

13

14 (f) An entity shall file a notice of revocation of a
15 ROCK notice with the secretary of state not more than
16 thirty (30) days after recording a revocation notice with
17 the county clerk under this section. The secretary of state
18 shall prescribe the form for filing notice under this
19 subsection.

20

21 **34-31-111. Judicial revocation of ROCK notice.**

22

1 (a) A district court may order the revocation of a
2 ROCK notice upon a finding, by clear and convincing
3 evidence, that:

4

5 (i) The filer is using or has used the ROCK
6 notice for a purpose other than the protection of the
7 filer's legitimate ownership interest in the real property,
8 including but not limited to:

9

10 (A) Frustrating the enforcement of a valid
11 court order or judgment;

12

13 (B) Refusing to perform an enforceable
14 obligation to convey the real property, including an
15 obligation arising from a decree of specific performance;

16

17 (C) Obstructing a partition action under
18 W.S. 1-32-101 through 1-32-122; or

19

20 (D) Any other abuse of the protections
21 afforded by this chapter.

22

1 (ii) The filer obtained the ROCK notice by fraud
2 or material misrepresentation; or

3

4 (iii) Revocation is necessary to give effect to
5 a final court order affecting title to the real property
6 for which no appeal is taken or for which all appeals have
7 been exhausted.

8

9 (b) A certified copy of a court order issued pursuant
10 to subsection (a) of this section may be recorded with the
11 county clerk by any interested party. A court order
12 recorded with the county clerk under this subsection shall
13 constitute a revocation of the ROCK notice as of the date
14 of the court order. The personal appearance requirements of
15 W.S. 34-31-110 shall not apply to a revocation effected by
16 court order under this section. If the filer of the
17 original ROCK notice is an entity, the entity shall file a
18 copy of the recorded court order with the secretary of
19 state not more than thirty (30) days after recording with
20 the county clerk.

21

22 **34-31-112. Revocation by death or incapacity if owner**
23 **is a natural person.**

1

2 (a) If a ROCK notice was filed by a natural person
3 who is deceased and the deceased filer was the sole filer
4 of the ROCK notice, the ROCK notice may be revoked by:

5

6 (i) The personal representative of the deceased
7 filer's estate, upon filing with the county clerk a
8 certified copy of letters testamentary or letters of
9 administration and an affidavit stating that the personal
10 representative has authority to act on behalf of the estate
11 with respect to the real property; or

12

13 (ii) A successor in interest to the real
14 property, upon filing with the county clerk a certified
15 copy of the death certificate of the filer and either:

16

17 (A) A certified copy of a court order
18 determining heirship or distribution of the real property;
19 or

20

21 (B) An affidavit of heirship executed under
22 W.S. 2-1-101 through 2-1-109, together with such other

1 evidence of succession as the county clerk may reasonably
2 require.

3
4 (b) If the deceased filer was one (1) of multiple
5 filers of the ROCK notice, the surviving filer or filers
6 may revoke the ROCK notice by complying with W.S. 34-31-110
7 and filing with the county clerk a certified copy of the
8 death certificate of the deceased filer in lieu of any
9 action otherwise required of the deceased filer.

10
11 (c) If a ROCK notice was filed by a natural person
12 who is incapacitated and the incapacitated filer was the
13 sole filer of the ROCK notice, the ROCK notice may be
14 revoked by:

15
16 (i) A guardian or conservator of the
17 incapacitated filer, upon filing with the county clerk
18 certified copies of the letters of guardianship or
19 conservatorship and the court order appointing the guardian
20 or conservator; or

1 (ii) An agent acting under a valid durable power
2 of attorney that expressly grants authority over real
3 property transactions, upon filing with the county clerk:

4
5 (A) A copy of the durable power of
6 attorney;

7
8 (B) An affidavit stating that the power of
9 attorney is in full force and effect, has not been revoked,
10 and authorizes the agent to act with respect to real
11 property;

12
13 (C) A physician's written statement or
14 court finding establishing the principal's incapacity; and

15
16 (D) An affidavit stating that revocation of
17 the ROCK notice is in the best interest of the principal.

18
19 (d) If the incapacitated filer was one (1) of
20 multiple filers of the ROCK notice, the non-incapacitated
21 filer or filers and the guardian, conservator or agent of
22 the incapacitated filer may jointly revoke the ROCK notice
23 by complying with the requirements of W.S. 34-31-110 with

1 respect to the non-incapacitated filers and by compliance
2 with the requirements of subsection (c) of this subsection
3 with respect to the incapacitated filer.

4
5 (e) The county clerk may require reasonable
6 additional documentation to verify the authority of any
7 person seeking to revoke a ROCK notice pursuant to this
8 section.

9
10 (f) Nothing in this section shall be construed to
11 require revocation of a ROCK notice upon the death or
12 incapacity of a filer. A ROCK notice shall remain in effect
13 until revoked or expired under this chapter,
14 notwithstanding the death or incapacity of one (1) or more
15 filers.

16
17 **34-31-113. Revocation or termination of trust;**
18 **trustee succession; effect on ROCK notice.**

19
20 (a) Upon the revocation of a revocable trust that has
21 filed a ROCK notice under this chapter:

1 (i) The ROCK notice shall not automatically
2 terminate or become invalid upon the revocation of the
3 trust;

4
5 (ii) The settlors or persons entitled to the
6 trust assets upon revocation may revoke the ROCK notice by
7 each personally filing a revocation notice under W.S. 34-
8 31-110 together with an affidavit executed under penalty of
9 perjury stating that the trust has been revoked,
10 identifying the date of revocation of the trust and the
11 person or persons entitled to the real property upon
12 revocation of the trust. The settlors or persons entitled
13 to trust assets shall also file a copy of the instrument of
14 revocation or other evidence of revocation of the trust as
15 the county clerk may reasonably require.

16
17 (b) Upon the termination of a trust that has filed a
18 ROCK notice under this chapter by operation of the terms of
19 the trust or by court order:

20
21 (i) The ROCK notice shall not automatically
22 terminate;

23

1 (ii) The successors in interest to the real
2 property, or the trustee winding up the affairs of the
3 trust, may revoke the ROCK notice by each personally filing
4 a revocation notice under W.S. 34-31-110 together with
5 evidence of the termination of the trust and the transfer
6 or distribution of the real property. The successors or
7 trustees shall also file an affidavit identifying the
8 successors in interest to the real property.

9
10 (c) A change in the identity of the acting trustee or
11 trustees of a trust that has filed a ROCK notice under this
12 chapter, whether by resignation, removal, death,
13 incapacity, appointment of a successor trustee or other
14 reason, shall not void, terminate or otherwise affect the
15 validity or force of a ROCK notice filed by the trust,
16 provided that:

17
18 (i) At least one (1) acting trustee remains
19 serving for the trust; or

20
21 (ii) A successor trustee has been appointed and
22 has accepted appointment in accordance with the governing
23 trust instrument.

1

2 **34-31-114. Entity filers; voluntary dissolution;**
3 **merger or conversion; administrative dissolution; effect on**
4 **ROCK notice.**

5

6 (a) Upon the voluntary dissolution of an entity that
7 filed a ROCK notice:

8

9 (i) If the dissolving entity was the sole filer
10 of the ROCK notice, the ROCK notice may be revoked by:

11

12 (A) The person or persons winding up the
13 affairs of the entity by filing with the county clerk a
14 certified copy of the articles of dissolution or other
15 evidence that the entity has been dissolved and an
16 affidavit stating that the affiant has authority to wind up
17 the affairs of the entity; or

18

19 (B) A successor in interest to the real
20 property, upon filing with the county clerk all of the
21 following:

22

1 (I) A certified copy of the articles
2 of dissolution or other evidence that the entity has been
3 dissolved;

4

5 (II) Evidence of the transfer of the
6 real property to the successor, whether by deed, plan of
7 distribution or operation of law;

8

9 (III) An affidavit stating that the
10 successor is the lawful owner of the real property.

11

12 (ii) If the dissolving entity was one (1) of
13 multiple filers of the ROCK notice, the remaining filer or
14 filers may revoke the ROCK notice by personal appearance
15 pursuant to W.S. 34-31-110 upon filing with the county
16 clerk a certified copy of the articles of dissolution of
17 the dissolved entity or other evidence that the entity has
18 been dissolved.

19

20 (b) Upon a merger or conversion in which the entity
21 that filed the ROCK notice ceases to exist:

22

1 (i) The surviving or converted entity may revoke
2 the ROCK notice by filing a revocation notice in accordance
3 with W.S. 34-31-110, together with:

4

5 (A) A certified copy of the articles of
6 merger or conversion or other evidence of the merger or
7 conversion of the entity;

8

9 (B) An affidavit stating that the surviving
10 or converted entity succeeded to the ownership of the real
11 property by operation of the merger or conversion.

12

13 (ii) The surviving or converted entity may file
14 a new ROCK notice in its own name pursuant to this chapter
15 and the prior ROCK notice shall be deemed superseded upon
16 recording of the new ROCK notice.

17

18 (c) Upon the administrative dissolution of an entity
19 filer:

20

21 (i) The ROCK notice shall lose force and effect
22 as provided in subsection (d) of this section;

23

(ii) Any interested party may record an affidavit with the county clerk stating that the entity filer has been administratively dissolved, that the cure period specified under subsection (d) of this section has expired and citing the date of administrative dissolution and this section.

(d) If an entity that has filed a ROCK notice enters a state of administrative dissolution under W.S. 34-31-106(f):

STAFF COMMENT
This subsection on administrative dissolution deals with a dissolution under W.S. 34-31-106(f) for failure to report a ROCK notice to the Secretary of State. If the Committee determines to revise that penalty, this subsection may not be necessary.

(i) The entity shall have a cure period ninety (90) days from the date of notice of administrative dissolution under paragraph (iii) of this subsection to cure the deficiency and be reinstated to good standing;

1 (ii) If the entity is reinstated to good
2 standing within the cure period under paragraph (i) of this
3 subsection, the ROCK notice shall be deemed to have
4 remained in full force and effect without interruption, and
5 any voluntary transfer recorded during the cure period
6 shall be void as if the administrative dissolution had not
7 occurred;

8
9 (iii) Not more than ten (10) days following the
10 date of administrative dissolution, the secretary of state
11 shall send notice to the entity by certified mail, return
12 receipt requested, at the entity's principal office address
13 and registered agent address on file, stating:

14
15 (A) That the entity has been
16 administratively dissolved;

17
18 (B) That the entity has a ROCK notice on
19 file that will lose force and effect if the entity is not
20 reinstated within ninety (90) days of the date of
21 administrative dissolution, subject to the extended
22 restoration period provided in subparagraph (iv)(F) of this
23 subsection;

1

2 (C) The date on which the cure period under
3 paragraph (i) of this subsection will expire; and

4

5 (D) Instructions for reinstatement.

6

7 (iv) If the entity is not reinstated to good
8 standing within the cure period under paragraph (i) of this
9 subsection:

10

11 (A) Each ROCK notice filed by the entity
12 shall immediately and automatically lose force and effect
13 as of the expiration of the cure period, provided that if
14 there are multiple filers of the ROCK notice, the ROCK
15 notice shall lose force and effect only with respect to the
16 interests of the dissolved entity;

17

18 (B) Any voluntary transfer or interest
19 recorded after the expiration of the cure period shall not
20 be rendered void by reason of the ROCK notice;

21

22 (C) The secretary of state shall, not more
23 than ten (10) days after the expiration of the cure period,

1 send notice to the county clerk of each county in which the
2 entity has a ROCK notice on file, identifying the entity,
3 the recording information of each affected ROCK notice and
4 the date on which the ROCK notice lost force and effect;

5
6 (D) The county clerk shall record the
7 notice provided under subparagraph (C) of this paragraph;

8
9 (E) Subject to subparagraph (F) of this
10 paragraph, the entity's ROCK notice shall not regain force
11 and effect upon any subsequent reinstatement of the entity;

12
13 (F) Notwithstanding subparagraph (E) of
14 this paragraph, if the entity is reinstated to good
15 standing not more than thirty (30) days after the
16 expiration of cure period in paragraph (i) of this
17 subsection:

18
19 (I) If no voluntary transfer or
20 interest affecting the real property described in the ROCK
21 notice was recorded with the county clerk during the time
22 between the expiration of the cure period and the date of
23 reinstatement, the entity's ROCK notice shall be deemed

1 restored to full force and effect retroactively to the date
2 of expiration of the cure period;

3

4 (II) If a voluntary transfer or
5 interest affecting the real property was recorded during
6 the time between the expiration of the cure period and the
7 date of reinstatement, the ROCK notice shall not invalidate
8 the transfer or interest;

9

10 (III) Upon restoration of a ROCK
11 notice under subdivision (I) of this subparagraph, the
12 secretary of state shall, not more than ten (10) days after
13 the restoration, send notice to the county clerk of each
14 county in which the entity has a ROCK notice on file,
15 stating that the entity has been reinstated and the ROCK
16 notice has been restored to full force and effect;

17

18 (IV) The county clerk shall record the
19 notice provided under subdivision (III) of this
20 subparagraph;

21

22 (V) An entity seeking restoration
23 under subdivision (I) of this subparagraph shall, at the

1 time of reinstatement, file with the secretary of state an
2 affidavit under penalty of perjury stating that, to the
3 best of the affiant's knowledge, no voluntary transfer
4 affecting the real property described in the ROCK notice
5 was recorded during the period between the expiration of
6 the cure period and the date of reinstatement.

7
8 (v) Subject to subparagraph (iv)(F) of this
9 subsection, an entity that is reinstated after
10 administrative dissolution as provided by this subsection
11 may file a new ROCK notice in accordance with this chapter,
12 but any voluntary transfers recorded between the expiration
13 of the cure period and the recording of the new ROCK notice
14 shall not be affected by the new ROCK notice;

15
16 (vi) An entity that has entered a state of
17 administrative dissolution and that has a ROCK notice on
18 file may, at any time during the cure period under
19 paragraph (i) of this subsection, file with the secretary
20 of state an expedited cure filing requesting expedited
21 processing and consisting of:

22

1 (A) A completed application for
2 reinstatement in the form prescribed by the secretary of
3 state;

4

5 (B) All annual reports required to be filed
6 by the entity;

7

8 (C) Payment of all fees, penalties and
9 other amounts due to the secretary of state;

10

11 (D) A statement identifying each ROCK
12 notice on file for the entity.

13

14 (vii) Not more than ten (10) business days after
15 receipt of a complete expedited cure filing under paragraph
16 (vi) of this subsection, the secretary of state shall
17 process the reinstatement. If the secretary of state is
18 unable to process the reinstatement within the cure period
19 under paragraph (i) of this subsection due to no fault of
20 the entity, the cure period shall be tolled from the date
21 of receipt of the complete expedited cure filing until the
22 date the secretary of state completes processing. The
23 secretary of state may establish by rule a fee for

1 expedited processing under this paragraph, provided that
2 the fee shall not exceed one hundred fifty dollars
3 (\$150.00).

4
5 (e) A person revoking a ROCK notice pursuant to this
6 section shall file a copy of the notice of revocation with
7 the secretary of state not more than thirty (30) days after
8 recording the revocation notice with the county clerk, in a
9 form prescribed by the secretary of state.

10
11 **34-31-115. Effect of bankruptcy proceedings.**

12
13 (a) As used in this section:

14
15 (i) "Bankruptcy case" means a case commenced
16 under title 11 of the United States Code;

17
18 (ii) "Debtor" means the person or entity that is
19 the subject of a bankruptcy case;

20
21 (iii) "Party in interest" means the debtor, the
22 bankruptcy trustee, any creditor, any committee appointed
23 in the bankruptcy case, the United States trustee or any

1 other party with standing to be heard in the bankruptcy
2 case.

3

4 (b) Subject to subsection (d) of this section, if a
5 bankruptcy case is commenced with respect to a ROCK notice
6 filer or an owner of real property subject to a ROCK
7 notice, and the debtor is the sole filer of the ROCK
8 notice:

9

10 (i) The ROCK notice shall remain in full force
11 and effect during the first sixty (60) days following the
12 filing of the petition commencing the bankruptcy case;

13

14 (ii) Beginning sixty-one (61) days following the
15 filing of the petition commencing the bankruptcy case, any
16 party in interest may revoke the ROCK notice by recording
17 with the county clerk a notice of bankruptcy filing that
18 includes:

19

20 (A) The name of the debtor;

21

22 (B) The bankruptcy court in which the case
23 is pending;

1

2

(C) The case number;

3

4

(D) The date the petition was filed;

5

6

7

(E) The legal description of the real
property subject to the ROCK notice;

8

9

10

(F) The recording information of the ROCK
notice;

11

12

13

14

15

16

17

18

19

20

21

22

23

(J) A certified copy of the petition or
other court document evidencing the commencement of the
bankruptcy case;

1 (K) A statement that there is no order or
2 stay in the bankruptcy case that would preclude the
3 revocation of the ROCK notice or any transfer or
4 disposition of the real property subject to the ROCK
5 notice; and

6

7 (M) A certification under penalty of
8 perjury that the statements in the notice are true and
9 correct to the best of the affiant's knowledge.

10

11 (iii) Upon recording of a valid notice of
12 bankruptcy filing pursuant to paragraph (ii) of this
13 subsection, the ROCK notice shall have no further force or
14 effect;

15

16 (iv) If the bankruptcy case is dismissed prior
17 to the recording of a notice of bankruptcy filing under
18 paragraph (ii) of this subsection, the ROCK notice shall
19 continue in full force and effect as if the bankruptcy case
20 had not been commenced;

21

1 (v) If the bankruptcy case is dismissed after
2 the recording of a notice of bankruptcy filing under
3 paragraph (ii) of this subsection:

4
5 (A) The dismissal shall not reinstate the
6 ROCK notice;

7
8 (B) The previous filer or any successor
9 owner may file a new ROCK notice in accordance with this
10 chapter; and

11
12 (C) Any voluntary transfers or interests
13 recorded between the revocation of the prior ROCK notice
14 and the recording of a new ROCK notice shall not be
15 affected by the new ROCK notice.

16
17 (c) If a bankruptcy case is commenced with respect to
18 a filer who is one (1) of multiple filers of a ROCK notice,
19 or with respect to an owner who is one (1) of multiple
20 owners of real property subject to a ROCK notice, the
21 provisions of subsection (b) of this section shall apply
22 only to the debtor's interest and any filing under
23 paragraph (b) (ii) of this section shall include a statement

1 that the notice of bankruptcy filing revokes the ROCK
2 notice only with respect to the debtor's undivided interest
3 in the real property and does not affect the ROCK notice
4 with respect to the interests of non-debtor filers or
5 owners.

6
7 (d) Nothing in this section shall be construed to:

8
9 (i) Limit the automatic stay under 11 U.S.C. §
10 362 or any other provision of federal bankruptcy law;

11
12 (ii) Authorize any action that would violate the
13 automatic stay;

14
15 (iii) Affect the rights of a debtor, trustee or
16 other party under federal bankruptcy law to sell, transfer
17 or encumber property of the estate free and clear of liens
18 and interests pursuant to 11 U.S.C. § 363 or a confirmed
19 plan;

20
21 (iv) Affect the determination under federal or
22 state law of what interest, if any, becomes property of the
23 bankruptcy estate;

1

2 (v) Affect the rights of non-debtor co-owners
3 under 11 U.S.C. § 363(h) or (j) or any other provision of
4 federal law; or

5

6 (vi) Create any right or remedy that is
7 preempted by federal law.

8

9 (e) If an entity filer is the debtor in a bankruptcy
10 case and the entity has a ROCK notice on file with the
11 secretary of state:

12

13 (i) The sixty (60) day period in subsection (b)
14 of this section shall apply regardless of whether the
15 entity has been administratively dissolved; and

16

17 (ii) Any notice of bankruptcy filing or notice
18 of partial revocation recorded pursuant to this section
19 shall also be filed with the secretary of state not more
20 than thirty (30) days after the date it is recorded in the
21 form and prescribed by rule of the secretary of state.

22

1 (f) Revocation or partial revocation of a ROCK notice
2 under this section shall not require personal appearance
3 before the county clerk, notwithstanding any other
4 provision of this chapter.

5

6 **34-31-116 Title insurance; duty to search; liability.**

7

8 (a) As used in this section:

9

10 (i) "Title insurance agent" means any person
11 authorized to act on behalf of a title insurer in the
12 issuance of title insurance;

13

14 (i) "Title insurer" means any insurer authorized
15 to transact the business of title insurance in this state.

16

17 (b) Before issuing a policy of title insurance
18 covering real property in this state, a title insurer or
19 title insurance agent shall conduct a reasonable search of
20 the records of the county clerk to determine whether a ROCK
21 notice affecting the real property is of record and, if so,
22 whether the ROCK notice remains in force and effect.

23

1 (c) A reasonable search under subsection (b) of this
2 section shall include:

3

4 (i) A search of the grantor and grantee index or
5 similar real estate records maintained by the county clerk
6 for ROCK notices recorded against the names of record
7 owners;

8

9 (ii) If the current or any prior owner of record is
10 an entity, a search of the records of the secretary of
11 state to determine whether the entity is in good standing
12 or has been administratively dissolved. This paragraph
13 shall only apply to entities that are reflected in the
14 chain of title as having owned the real property at any
15 time during the period for which the title search is
16 conducted and that filed a ROCK notice that remains of
17 record and has not been revoked, expired or lost force and
18 effect as reflected in the records of the county clerk; and
19

20 (iii) If the current or any prior owner of
21 record is a trust, a search of the records of the county
22 clerk for any supplemental trust certifications or other
23 instruments recorded pursuant to this chapter.

1

2 (d) A title insurer or title insurance agent that
3 conducts a search of the records of the secretary of state
4 as required by paragraph (c)(ii) of this section shall be
5 deemed to have conducted a reasonable search with respect
6 to the good standing of an entity if:

7

8 (i) The search is conducted not more than thirty
9 (30) days before the date of issuance of the policy of
10 title insurance or the date of closing of the transaction
11 to which the policy relates, whichever is earlier;

12

13 (ii) The search reflects that the entity is in
14 good standing as of the date of the search; and

15

16 (iii) The title insurer or title insurance agent
17 does not have actual knowledge, as of the date of issuance
18 or closing, that the standing of the entity status has
19 changed since the date of the search.

20

21 (e) A title insurer or title insurance agent may rely
22 upon a certificate of good standing or certificate of
23 existence issued by the secretary of state, or by the

1 filing jurisdiction in the case of a foreign entity, as
2 conclusive evidence of the standing of the entity as of the
3 date stated in the certificate. A title insurer or title
4 insurance agent that relies in good faith upon a
5 certificate of good standing or certificate of existence
6 under this subsection shall not be liable under subsection
7 (h) of this section for any change in the standing of the
8 entity occurring after the date stated in the certificate,
9 unless the title insurer or title insurance agent had
10 actual knowledge of the change in standing prior to the
11 issuance of the policy.

12

13 (f) If a ROCK notice is on record and remains in
14 force and effect:

15

16 (i) The title insurer or title insurance agent
17 shall disclose the existence of the ROCK notice to the
18 proposed insured in writing; and

19

20 (ii) The title insurer may:

21

22 (A) Decline to issue a policy of title
23 insurance;

1

2 (B) Require revocation of the ROCK notice
3 as a condition of issuing a title insurance policy; or

4

5 (C) Issue a policy with an exception for
6 the ROCK notice and matters arising therefrom.

7

8 (g) Subject to the exceptions established by this
9 section, if a title insurer or title insurance agent fails
10 to conduct a reasonable search as required by subsection
11 (b) of this section, or fails to discover a ROCK notice
12 that would have been discovered by a reasonable search:

13

14 (i) The title insurer shall not deny a claim
15 under the policy on the basis of:

16

17 (A) The existence of a ROCK notice;

18

19 (B) The invalidity of any instrument
20 rendered void by a ROCK notice under this chapter; or

21

1 (C) Any exception or exclusion in the
2 policy relating to matters that would have been disclosed
3 by a reasonable search.

4

5 (ii) The failure to discover the ROCK notice
6 shall not constitute a defense to liability under the
7 policy; and

8

9 (iii) The insured may recover under the policy
10 as if the ROCK notice had not existed.

11

12 (j) Nothing in this section shall be construed to
13 limit or affect any other duty of a title insurer or title
14 insurance agent under the laws of this state or under the
15 terms of a policy of title insurance. The exceptions
16 established by this section shall apply only to the duties
17 created by this chapter and do not limit or modify any duty
18 arising under other applicable law or under the terms of a
19 policy of title insurance.

20

21 **34-31-117. County clerk; duties.**

22

1 (a) The county clerk shall accept for recording any
2 instrument that facially complies with the requirements for
3 recording under the laws of this state, including
4 instruments that may be rendered void by operation of a
5 ROCK notice under this chapter.

6
7 (b) The county clerk shall not be required to:

8
9 (i) Determine whether a ROCK notice affects any
10 instrument presented for recording;

11
12 (ii) Refuse to record an instrument on the basis
13 of an existing ROCK notice;

14
15 (iii) Notify any filer of the recording of an
16 instrument affecting real property subject to a ROCK
17 notice;

18
19 (iv) Notify any filer of the impending
20 expiration of a ROCK notice;

21
22 (v) Verify the good standing of any entity
23 filer; or

1

2 (vi) Verify the authority of any acting trustee
3 or the validity of any trust certification or supplemental
4 trust certification.

5

6 **34-31-118. Secretary of state duties; rulemaking.**

7

8 (a) The secretary of state shall:

9

10 (i) Maintain the registry of ROCK notices filed
11 by entities pursuant to W.S. 34-31-106 and take other
12 action as may be necessary to comply with the requirements
13 of this chapter;

14

15 (ii) Prescribe forms for filings required by
16 this chapter;

17

18 (iii) Establish fees for filings with the
19 secretary of state pursuant to this chapter, provided that
20 fees under this chapter shall not exceed the fees for
21 comparable filings under title 17 of the Wyoming statutes;

22

1 (iv) Adopt all rules necessary to implement this
2 chapter.

3
4 (b) The secretary of state shall not be required to:

5
6 (i) Notify any filer of impending expiration of
7 a ROCK notice due to the expiration of the period under
8 W.S. 34-31-109;

9
10 (ii) Provide notice related to a ROCK notice
11 that is not specifically required to be provided under this
12 chapter;

13
14 (iii) Verify receipt of any notice sent pursuant
15 to this chapter;

16
17 (iv) Notify any county clerk or other person of
18 the administrative dissolution of an entity filer prior to
19 the expiration of the cure period specified in W.S. 34-31-
20 114; or

21

1 (v) Process an expedited cure filing within any
2 specified time frame if the filing is incomplete or if the
3 entity has failed to pay all required fees and penalties.
4

5 **W.S. 34-31-119. Penalties for fraudulent filings.**
6

7 (a) Any person who knowingly files or causes to be
8 filed a fraudulent ROCK notice, renewal notice or
9 revocation notice under this chapter shall be guilty of a
10 felony punishable by imprisonment for not more than ten
11 (10) years, a fine of not more than ten thousand dollars
12 (\$10,000.00), or both.
13

14 (b) Any person who knowingly presents false
15 identification or documentation for the purpose of filing a
16 ROCK notice, renewal notice or revocation notice under this
17 chapter shall be guilty of a felony punishable by
18 imprisonment for not more than ten (10) years, a fine of
19 not more than ten thousand dollars (\$10,000.00), or both.
20

21 (c) The penalties provided in this section shall be
22 in addition to, and not in lieu of, any other criminal or
23 civil penalties provided by law.

1

2 **W.S. 34-31-120. Relation to other law.**

3

4 (a) Nothing in this chapter shall be construed to:

5

6 (i) Create any duty on the part of any person to
7 file a ROCK notice;

8

9 (ii) Create any liability for failure to file a
10 ROCK notice;

11

12 (iii) Affect the validity or priority of any
13 instrument recorded prior to the recording of a ROCK
14 notice;

15

16 (iv) Impair any rights acquired prior to July 1,
17 2027;

18

19 (v) Limit or supersede the provisions of title
20 17 of the Wyoming statutes relating to the organization,
21 operation, dissolution or good standing of entities;

22

1 (vi) Create any new form of ownership or tenancy
2 in real property; or

3

4 (vii) Affect the laws of descent and
5 distribution or the administration of decedents' estates.

6

7 (b) In the event of a conflict between this chapter
8 and any other provision of law:

9

10 (i) This chapter shall control with respect to
11 the effect of a ROCK notice on voluntary transfers and
12 interests;

13

14 (ii) Other law shall control with respect to any
15 matter not related to the effect of a ROCK notice on
16 voluntary transfers and interests.

17

18 **Section 2.** W.S. 1-39-123 is amended to read:

19

20 **W.S. 1-39-123. Liability; financial privacy; ROCK**
21 **notice.**

22

1 (a) A governmental entity is liable for damages
2 resulting from a violation of W.S. 9-14-403 caused by the
3 negligent, reckless or intentional acts of public employees
4 while acting within the scope of their duties.

5

6 (b) A county is liable for a material error related
7 to a ROCK notice to the extent provided by W.S. 34-31-108.

8

9 **Section 3.** The secretary of state shall adopt rules
10 necessary to implement this act not later than July 1,
11 2027.

12

13 **Section 4.** This act shall not be construed to alter,
14 amend or impair any conveyance or transaction occurring
15 before July 1, 2027. This act shall not be construed to
16 alter or impair any title insurance policy issued before
17 July 1, 2027.

18

19 **Section 5.**

20

21 (a) Except as provided in subsection (b) of this
22 section, this act is effective immediately upon completion

1 of all acts necessary for a bill to become law as provided
2 by Article 4, Section 8 of the Wyoming Constitution.

3

4 (b) Sections 1 and 2 of this act are effective July
5 1, 2027.

6

7

(END)