



## Notice of Intent to Adopt Rules

A copy of the proposed rules may be obtained at <https://rules.wyo.gov>

Revised June 2020

<b><u>1. General Information</u></b>			
a. Agency/Board Name*			
b. Agency/Board Address		c. City	d. Zip Code
e. Name of Agency Liaison		f. Agency Liaison Telephone Number	
g. Agency Liaison Email Address			
h. Date of Public Notice		i. Comment Period End Date	
j. Public Comment URL or Email Address:			
k. Program			
Amended Program Name (if applicable):			
* <input type="checkbox"/> By checking this box, the agency is indicating it is exempt from certain sections of the Administrative Procedure Act including public comment period requirements. Please contact the agency for details regarding these rules.			
<b><u>2. Legislative Enactment</u></b> For purposes of this Section 2, "new" only applies to regular non-emergency rules promulgated in response to a Wyoming legislative enactment not previously addressed in whole or in part by prior rulemaking and does not include rules adopted in response to a federal mandate.			
a. Are these non-emergency regular rules new as per the above description and the definition of "new" in Chapter 1 of the Rules on Rules?			
<input type="checkbox"/> No. <input type="checkbox"/> Yes. If the rules are new, please provide the Legislative Chapter Numbers and Years Enacted (e.g. 2015 Session Laws Chapter 154):			
<b><u>3. Rule Type and Information</u></b> For purposes of this Section 3, "New" means an emergency or regular rule that has never been previously created.			
a. Provide the Chapter Number, Title and Proposed Action for Each Chapter. Please use the "Additional Rule Information" form to identify additional rule chapters.			
Chapter Number:	Chapter Name:	<input type="checkbox"/> New <input type="checkbox"/> Amended <input type="checkbox"/> Repealed	
Amended Chapter Name (if applicable):			
Chapter Number:	Chapter Name:	<input type="checkbox"/> New <input type="checkbox"/> Amended <input type="checkbox"/> Repealed	
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Chapter Number:	Chapter Name:	<input type="checkbox"/> New <input type="checkbox"/> Amended <input type="checkbox"/> Repealed	
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Amended Chapter Name (if applicable):			
Chapter Number:	Chapter Name:	<input type="checkbox"/> New <input type="checkbox"/> Amended <input type="checkbox"/> Repealed	
Amended Chapter Name (if applicable):			

**4. Public Comments and Hearing Information**

a. A public hearing on the proposed rules has been scheduled.  No.  Yes. Please complete the boxes below.

Date:	Time:	City:	Location:
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b. What is the manner in which interested persons may present their views on the rulemaking action?

By submitting written comments to the Agency at the physical and/or email address listed in Section 1 above.

At the following URL: \_\_\_\_\_

A public hearing will be held if requested by 25 persons, a government subdivision, or by an association having not less than 25 members. Requests for a public hearing may be submitted:

To the Agency at the physical and/or email address listed in Section 1 above.

At the following URL: \_\_\_\_\_

c. Any person may urge the Agency not to adopt the rules and request the Agency to state its reasons for overruling the consideration urged against adoption. Requests for an agency response must be made prior to, or within thirty (30) days after adoption, of the rule, addressed to the Agency and Agency Liaison listed in Section 1 above.

**5. Federal Law Requirements**

a. These rules are created/amended/revoked to comply with federal law or regulatory requirements.  No.  Yes. Please complete the boxes below.

Applicable Federal Law or Regulation Citation:
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Indicate one (1):

The proposed rules meet, but do not exceed, minimum federal requirements.

The proposed rules exceed minimum federal requirements.

Any person wishing to object to the accuracy of any information provided by the Agency under this item should submit their objections prior to final adoption to:

To the Agency at the physical and/or email address listed in Section 1 above.

At the following URL: \_\_\_\_\_

**6. State Statutory Requirements**

a. Indicate one (1):

The proposed rule change *MEETS* minimum substantive statutory requirements.

The proposed rule change *EXCEEDS* minimum substantive statutory requirements. Please attach a statement explaining the reason that the rules exceed the requirements.

b.  The Agency has completed a takings assessment as required by W.S. 9-5-304. A copy of the assessment used to evaluate the proposed rules may be obtained:

By contacting the Agency at the physical and/or email address listed in Section 1 above.

At the following URL: \_\_\_\_\_

**7. Additional APA Provisions**

a. Complete all that apply in regards to uniform rules:

These rules are not impacted by the uniform rules identified in the Administrative Procedure Act, W.S. 16-3-103(j).

The following chapters do not differ from the uniform rules identified in the Administrative Procedure Act, W.S. 16-3-103(j):

\_\_\_\_\_ (Provide chapter numbers)

These chapters differ from the uniform rules identified in the Administrative Procedure Act, W.S. 16-3-103(j) (see Statement of Principal Reasons).

\_\_\_\_\_ (Provide chapter numbers)

b. Checklist

The Statement of Principal Reasons is attached to this Notice and, in compliance with *Tri-State Generation and Transmission Association, Inc. v. Environmental Quality Council*, 590 P.2d 1324 (Wyo. 1979), includes a brief statement of the substance or terms of the rule and the basis and purpose of the rule.

If applicable: In consultation with the Attorney General's Office, the Agency's Attorney General representative concurs that strike and underscore is not required as the proposed amendments are pervasive (Chapter 3, *Types of Rules Filings*, Section 1, Proposed Rules, of the Rules on Rules).

**8. Authorization**

a. I certify that the foregoing information is correct.

<i>Printed Name of Authorized Individual</i>	
<i>Title of Authorized Individual</i>	
<i>Date of Authorization</i>	



# Wyoming Secretary of State

**Chuck Gray**  
Secretary of State

**Jesse Naiman**  
Deputy Secretary of State

## Statement of Principal Reasons

The Secretary of State is promulgating rules related to the registration of digital assets for the following reasons:

On March 9, 2023, Governor Mark Gordon signed 2023 Senate Enrolled Act No. 95 (hereinafter the "Act") into law. Section 1 of the Act, which is effective December 1, 2023, provides for the creation of W.S. §§ 34-29-201 through 34-29-209, and provides for the registration of digital assets with the Secretary of State. The Act further enumerates that the Secretary of State has all powers reasonably necessary to perform the duties required by the Act, including the promulgation of rules and regulations necessary to carry out its purposes, as well as to set and collect registration and renewal fees to recover the costs of providing the services and administering the Act. The Act provides that the Secretary of State shall promulgate any rules necessary for its December 1, 2023 implementation not later than October 1, 2023.

Accordingly, the Secretary of State finds that the implementation of the Act and digital asset registration requires promulgation of rules for digital asset registration to provide additional clarity and uniformity of application of W.S. §§ 34-29-201 through 34-29-209 to assist registrants with complying with the statutory requirements of digital asset registration, including providing definitions and specific technological requirements for registration of digital assets with the Secretary of State in accordance with the Act.

## **Chapter 1**

### **Digital Asset Registration**

**Section 1. Authority and Purpose.** The Secretary of State is adopting these rules to promote uniform administration of Wyoming Statutes as they pertain to registration of digital assets. The Secretary of State is authorized to promulgate these rules pursuant to W.S. 34-29-209.

#### **Section 2. Definitions.**

(a) “Digital Asset Address” means a unique location on a distributed ledger which records control or possession of one or more digital assets. Digital Asset Addresses commonly allow the receipt and sending of digital assets through some combination of transaction signing, propagation, and verification by a Distributed Ledger, typically through the use of Public Key Cryptography.

(b) “Distributed Ledger” (otherwise referred to as “Distributed Ledger Technology”) means a system to record ownership and transfer of digital assets through the use of replicated, shared, and synchronized digital data which is spread, or distributed, across a plurality of sites which are usually geographically distinct. The veracity and fidelity of the Distributed Ledger is maintained through the application of a consensus mechanism. A Blockchain is an example of a Distributed Ledger, with Bitcoin (BTC) and Ethereum (ETH) being representative examples of Blockchains.

(c) A “Cryptographic Signature” (otherwise referred to as a “Digital Signature”) is the result of a cryptographic algorithm, applied to a Digital Asset, document, or record, which can verify the authenticity, integrity, origin, date, control, and/or other provenance characteristics of the digital document, record, or asset.

(i) A Cryptographic Signature does not verify the accuracy of the contents of the digital asset.

(ii) For the purposes of W.S. § 34-29-202(b), a Cryptographic Signature of a digital asset’s registration will be considered associated with that digital asset if that signature pertains to the digital asset and includes, at a minimum, the Digital Asset’s identifying information as part of the signature, or is otherwise derived from that Digital Asset.

(d) “Structured String” means a string of human-readable characters in a defined format, such as a JSON string. A single-line JSON structured string shall be a string which complies with the JSON standard, but does not include any newline or carriage-return characters.

(e) “Control” of a digital asset means possession and/or control, and may be demonstrated through the use of a Cryptographic Signature, in which the holder of a Digital Asset Address may provide evidence of an ability to access the private keys which exercise control over the digital asset.

(f) “Technical Standards” to which a digital asset conforms mean the technical rules governing the digital asset. Technical Standards are distinct from the rules of the Distributed Ledger upon which the digital asset exists.

(i) For example, some digital assets may be present on the Ethereum Blockchain, but those assets may be governed by the ERC-721 standard, while other digital assets on the Ethereum Blockchain may be governed by the ERC-20 standard.

(g) “Elected or Adopted Standards” mean additional elements which may be applied to a specific category of digital assets, but which are not otherwise present in the Technical Standards.

(h) “Restrictions on Transferability” mean any regulatory, statutory, legal, contractual, or any other non-technical restrictions (even if such restrictions are technically enforced) on the ability to freely transfer the digital asset from the registrant to any future holder. Restrictions on Transferability may include *lis pendens*, requirements that a holder be an accredited investor, requirements that the holder execute some ancillary agreements (e.g. an operating agreement), or any other restrictions imposed by a state or federal regulatory entity.

### **Section 3. Requirements for Registration.**

(a) Form of Application.

(i) To be considered valid for filing, all applications for registration of a digital asset pursuant to W.S. § 34-29-201 *et seq.* shall be electronically submitted to the Secretary of State in digital form.

(b) Applicant.

(i) As specified in W.S. § 34-29-203(d), the applicant shall be either a Wyoming resident (if a natural person) or a Wyoming business entity. If the applicant is a Wyoming business entity, the application shall only be considered valid for filing if that entity is in active and good standing with the Secretary of State.

(c) Filing Fees.

(i) As authorized by W.S. § 34-29-203(c), the initial filing fee shall be Five Hundred Dollars (\$500.00).

(ii) As authorized by W.S. § 34-29-205(a), the filing fee for any renewal period shall be Two Hundred Fifty Dollars (\$250.00); and

(iii) As authorized by W.S. § 34-29-207(a)(i), the filing fee to cancel a registration shall be Thirty Dollars (\$30.00).

(d) Nature of the digital asset.

(i) For the purposes of W.S. § 34-29-203(a)(ii), the nature of the digital asset shall encompass all relevant attributes related to the underlying Distributed Ledger necessary to access the Digital Asset. This may include, with particularity and to the extent relevant to a particular Digital Asset:

(A) The Digital Ledger upon which the digital asset exists at the time of filing;

(B) The character of the digital asset (e.g. Native Token, NFT, Tokenized Security, Ordinal Inscription, etc.);

(C) The Technical Standards to which the digital asset conforms (e.g. Native Token, ERC-20, ERC-721, ERC-1155, Ordinal Inscription, etc.);

(D) Any elected or adopted standards that may apply to the digital asset; and

(E) Any known Restrictions on Transferability.

(e) Sufficient Information to Identify the digital asset.

(i) As required by W.S. § 34-29-203(a)(ii), sufficient information to identify the digital asset shall be construed to mean information which is typical and customary to identify other assets of the same Nature as the digital asset being registered. The information provided must be sufficient to allow a member of the relevant community to individually locate and verify the digital asset. This may include one or more of the following:

(A) The public identifier which relates directly to the mechanism that is able to sign the message required to generate Cryptographic Proof;

(B) The public key and/or wallet address where the digital asset is located;

(C) An xpub (or equivalent) extended public key;

(D) A token ID;

(E) The first Transaction Hash where the digital asset was created, and the Transaction Hash which moved the digital asset into the control of the Registrant;

(F) The Digital Contract address used to create, destroy, move, track, or otherwise manipulate the digital asset; and

(G) Any additional metadata attached to the digital asset.

(f) Cryptographic Proof.

(i) For the purposes of W.S. § 34-29-203(a), cryptographic proof shall include a Cryptographic Signature of a message provided by the Secretary of State or his designee using the digital asset itself or the digital asset Address holding the digital asset, in a manner that is customary for similarly situated digital assets of the same Nature as the digital asset being registered. This message shall be a single-line JSON structured string which will also be included in the filing system, allowing the digital asset's registration to be verified in the future. The information provided by the Secretary of State shall contain, at a minimum, the following:

(A) The date/time stamp corresponding to the filing of the application, in ISO-8601 format UTC time; and

(B) The registration certificate's unique ID;

(g) Rejection of Application.

(i) If the Secretary of State finds that the application does not meet the registration requirements, pursuant to W.S. 34-29-204(a)(iii), the applicant shall have a period of ten (10) business days to reply with corrections and/or amend the application.



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