

MODEL COMPANY AGREEMENTS FOR CLOSELY HELD LLCs

Cliff Ernst

McGinnis Lochridge LLP

Elizabeth S. Miller

M. Stephen and Alyce A. Beard Chair in Business and Transactional Law

Baylor University School of Law

The University of Texas School of Law

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New Texas Business Entity Filings

| | <u>2020</u> | <u>2021</u> | <u>% Change</u> |
|---|-------------|-------------|-----------------|
| For-Profit Corporations | 22,249 | 25,102 | +12.82 |
| Professional Corporations | 518 | 565 | +9.07 |
| Professional Associations | 268 | 254 | -5.22 |
| Limited Liability Companies | 257,294 | 350,146 | +36.09 |
| Limited Partnerships | 4,134 | 5,722 | +38.41 |
| Limited Liability Partnerships (initial registrations) | 454 | 478 | +5.29 |

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Texas Business Entity Filings (A Look Back)

| | <u>2013</u> | <u>2021</u> | <u>% Change</u> |
|---|-------------|-------------|-----------------|
| For-Profit Corporations | 22,803 | 25,102 | +10.08 |
| Professional Corporations | 846 | 565 | -33.21 |
| Professional Associations | 833 | 264 | -68.31 |
| Limited Liability Companies | 108,815 | 350,146 | +221.78 |
| Limited Partnerships | 7,441 | 5,722 | -23.10 |
| Limited Liability Partnerships (initial registrations) | 754 | 364 | -51.72 |

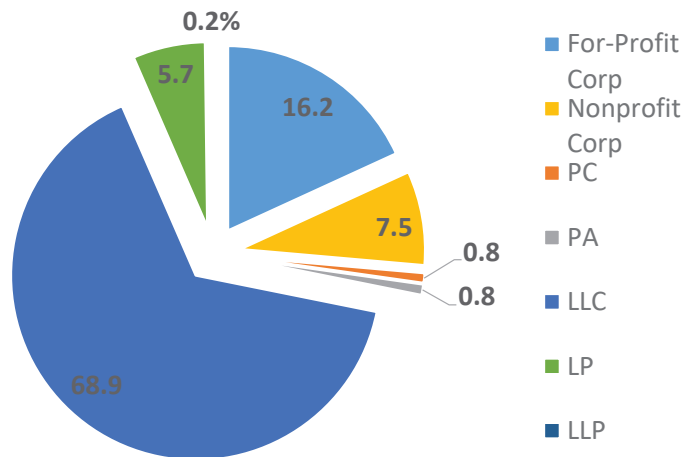
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SOS Census January 1, 2022

| | |
|-----------------|-----------|
| For-Profit Corp | 363,404 |
| Nonprofit Corp | 168,335 |
| Prof. Corp | 17,069 |
| Prof. Ass'n | 17,872 |
| LLC | 1,547,639 |
| LP | 127,958 |
| LLP | 4,030 |

Active Domestic Entities



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Introduction and Overview

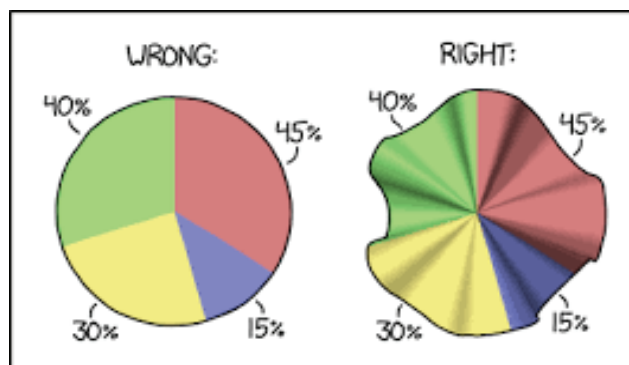
- Anecdotal evidence and analogies to IRS statistics indicate most LLCs have one or two members
- Program materials
 - Agreements for “simple” LLCs may not be so simple to draft; models are not forms to copy and fill in blanks
 - Narrative discussion of drafting issues and explanation of provisions in model agreements
 - Three model agreements:
 - Manager-managed, multi-member
 - Member-managed, multi-member
 - Member-managed, single-member
 - Models are not forms to copy and fill in the blanks

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Members, Percentages, and Assignees

There are three kinds of people in this world, those that are good at math and those that are not.

(Member A has 40%, member B has 45%, member C has 30%, member D has 15%...)



HOW TO MAKE A PIE CHART IF YOUR PERCENTAGES DON'T ADD UP TO 100

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Title search: Model Company Agreements for Closely Held LLCs

Also available as part of the eCourse

[Answer Bar: LLCs and Partnerships Formation](#)

First appeared as part of the conference materials for the
31st Annual LLCs, LPs and Partnerships session

"Updated Model LLC Agreements"