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THE SENATE
Twenty-Fourth Northern Marianas Commonwealth Legislature
P. O. Box 500129
Saipan, MP 96950

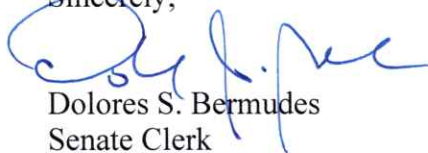
February 05, 2026

The Honorable Edmund S. Villagomez
Speaker
House of Representatives
24th Northern Marianas Commonwealth Legislature
Saipan, MP 96950

Dear Speaker Villagomez:

I have the honor of returning without amendment House Bill No. 24-13, HD1, entitled, "To amend the fee structure for the Office of the Registrar of Corporations under the Department of Commerce and to remove daily penalty fees. The Senate passed on Final Reading H.B. No. 24-13, HD1, by the unanimous vote, in its 2nd Day, Third Regular Session on February 04, 2026.

Sincerely,




Dolores S. Bermudes
Senate Clerk

Attachment

Transmitted to HOUSE:

Received by: _____



Date: _____

2/5/2026

Time: _____

2:17 P



The Senate
NORTHERN MARIANAS COMMONWEALTH LEGISLATURE
P.O. BOX 500129
SAIPAN, MP 96950

STANDING COMMITTEE REPORT NO. **24-60**
Date: January 29, 2026
RE: House Bill No. 24-13, HD1

S Adopted 2/4/26

Honorable Karl R. King-Nabors
President of the Senate
Twenty-Fourth Northern Marianas
Commonwealth Legislature
Saipan, MP 96950

Dear Mr. President:

Your Committee on Resources, Economic Development, and Workforce to which House Bill No. 24-13, HD1 was referred, entitled:

“To amend the fee structure for the Office of the Registrar of Corporations under the Department of Commerce and to remove daily penalty fees,”

begs leave to report as follows:

I. RECOMMENDATION:

After considerable discussion and deliberation, your Committee recommends the passage of House Bill No. 24-13, HD1 in its current form.

II. ANALYSIS:

A. Purpose:

The purpose of House Bill No. 24-13, HD1 is to amend the fee structure for the Office of the Registrar of Corporations under the Department of Commerce, remove daily penalty fees, and authorize the Secretary of Commerce to adjust fees by amending 4 CMC § 4205.

B. Committee Findings:

Your Committee finds that 4 CMC § 4205, pursuant to Public Law 21-37, provides the associated filing, service and copying fee structure for the Registrar of Corporations under the Department of Commerce. In an effort to maintain economic stability for businesses invested in the Commonwealth due to the current hardships of the community, the proposed legislation intends to reduce the fee structure at a reasonable rate and delete daily penalty fees, while removing the sunset provision reflected under Public Law 21-37 and to allow the Secretary of Commerce to adjust the fees accordingly; provided that the adjustment does not exceed twenty-five percent.

Your Committee met on January 29, 2026 to deliberate on the proposed legislation and agreed that the proposed legislation is timely due to the current economic state of the Commonwealth. It was further shared that a similar proposal was made during the Twenty-Third Northern Marianas Commonwealth Legislature. (Please see Section II, (C) Legislative History, of this report for further information.) It is for these reasons that your Committee supports the intent of the proposed legislation and recommends the passage of House Bill No. 24-13, HD1 in its current form.

C. Legislative History:

House Bill No. 24-13 was formally introduced by Representative Thomas John “TJ” DLC. Manglona on March 11, 2025 and was subsequently referred to the House Standing Committee on Commerce for disposition. On May 8, 2025, the House Commerce Committee adopted the proposed legislation in the form of House Bill No. 24-13, House Draft 1, which was reported to the full body of the House of Representatives under House Standing Committee Report (SCR) No. 24-12. On July 14, 2025, during the First Day, Fourth Special Session of the House of Representatives, House SCR 24-12 was adopted, and the House of Representatives passed the proposed legislation in the form of House Bill No. 24-13, House Draft 1. On July 15, 2025, House Bill No. 24-13, House Draft 1, was transmitted to the Senate and was subsequently referred to the Senate Standing Committee on Resources, Economic Development, and Workforce for disposition.

During the Twenty-Third Northern Marianas Commonwealth Legislature, a similar legislation, House Bill No. 23-16 was formally introduced by Representative Manny Gregory T. Castro on February 3, 2023, and was subsequently referred to the House Standing Committee on Commerce and Tourism (CT) for disposition. On April 23, 2023, the House CT Committee adopted the proposed legislation in the form of House Bill No. 23-16, House Substitute 1, which was reported to the full body of the House of Representatives under House Standing Committee Report (SCR) No. 23-17. On June 20, 2023, during the First Day, Third Special Session of the House of Representatives, House SCR 23-17 was adopted, and the House of Representatives passed the proposed legislation in the form of House Bill No. 23-26, House Substitute 1. On June 21, 2023, House Bill No. 23-16, House Substitute 1, was transmitted to the Senate and was subsequently referred to the Senate Standing Committee on Fiscal Affairs for disposition. On January 3, 2025, the

Senate convened its 8th Day, Fourth Regular Session, and a motion was made and seconded to file all remaining bills, resolutions, reports, and other assignments given to committees, to include House Communications, that require Senate action. Accordingly, House Bill No. 23-16, House Substitute 1 was filed, and the Senate of the Twenty-Third Northern Marianas Commonwealth Legislature adjourned *sine die*.

D. Public Hearing and Comment:

1. Public Hearing. No public hearing was scheduled for House Bill No. 24-13, HD1. However, a committee meeting, which is open to the public, was held on January 29, 2026. See below for further details.
2. Committee Meeting. The proposed legislation made its first appearance during the scheduled committee meeting on Thursday, January 29, 2026. The committee meeting notices and agenda were officially posted on January 22, 2026, on various legislative forums and social media sites to invite members of the general public to provide comments as indicated under *Item No. IV. Public Comment* on the Committee Agenda. However, no oral testimony in support or opposition of House Bill No. 24-13, HD1 was stated before your Committee.
3. Written Comment. Your Committee sent out several requests for comments on the proposed legislation. To date, the status of comments received from the following government and private entities is as follows:
 - a. Office of the Attorney General, *no comment received*
 - b. Department of Commerce, *no comment received*

E. Estimated Fiscal Cost:

The enactment of House Bill No. 24-13, HD1 will result in a loss of potential revenue for the Commonwealth government due to the decreased adjustment in the fee structure. However, the intent of this adjustment is to provide some relief to the associated costs of doing business in the Commonwealth during these times of economic hardship. Furthermore, should there be an economic uplift in the future, the Secretary of Commerce shall have the discretion to make the necessary adjustments to the fee structure for the Registrar of Corporations to support the operations of the Department.

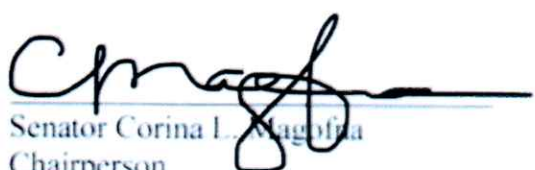
F. Summary of Committee Amendments:

Your Committee agreed that no further amendments were needed.

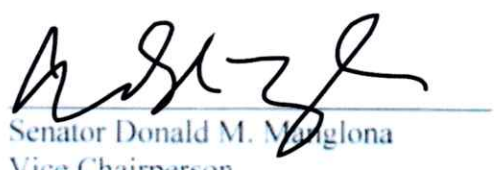
III. CONCLUSION:

Your Committee agrees with the intent and purpose of the proposed legislation and recommends the passage of House Bill No. 24-13, HDI in its current form.

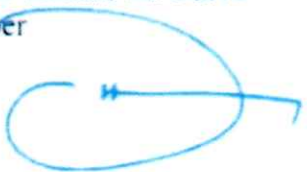
Respectfully submitted,



Senator Corina L. Manglona
Chairperson



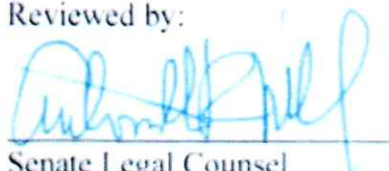
Senator Donald M. Manglona
Vice Chairperson

Senator Ronnie M. Calvo
Member


Senator Manny Gregory T. Castro
Member

Senator Francisco Q. Cruz
Member

Senator Paul A. Manglona
Member

Reviewed by:


Senate Legal Counsel

TWENTY-FOURTH NORTHERN MARIANAS COMMONWEALTH

LEGISLATURE

IN THE HOUSE OF REPRESENTATIVES

MARCH 11, 2025

First Regular Session, 2025

H. B. 24-13, HD1

A BILL FOR AN ACT

To amend the fee structure for the Office of the Registrar of Corporations under the Department of Commerce and to remove daily penalty fees.

**BE IT ENACTED BY THE 24TH NORTHERN MARIANAS
COMMONWEALTH LEGISLATURE:**

1 **Section 1. Findings and Purpose:** The Legislature finds the Public Law
2 No. 21-37 was enacted on January 7, 2021. The law aimed to establish an elevated
3 fee structure for the Department of Commerce, Office of the Registrar of
4 Corporations, and to designate a specific percentage of these fees to the department
5 to secure necessary funding for technological upgrades and maintenance, thereby
6 enhancing their operational efficiency. The law mandates that the Secretary of
7 Finance establish a separate account, designated as the Commerce Registrar of
8 Corporation Account, into which 75% of the fees collected under 4 CMC § 4205
9 shall be deposited without fiscal year limitations, with the Secretary of Commerce
10 serving as the expenditure authority. In an additional effort to ensure compliance
11 and hold the department accountable for its actions, a sunset provision was
12 incorporated. It read, "If the CNMI Department of Commerce is unable to procure

1 and implement an online platform for the submission and processing of documents
2 by December 21, 2022, all new and increased fees established by this act shall be
3 reduced by 25%”.

4 The Legislature recognizes that the Department of Commerce requires
5 additional resources to support its operations; thus, the purpose of this Act is to
6 delete the sunset provision that will reinstate the higher fee structure; authorize the
7 Secretary of Commerce to adjust fees; and eliminate daily penalty fees.

8 **Section 2. Amendment:** Title 4, Division 4, Section 4205 of the
9 Commonwealth Code shall be amended to read as follows:

10 “§ 4205. Filing, Service, and Copying Fees.

11 (a) The following fees are imposed and, shall be paid to the
12 Department of Finance and proof of payment delivered to the Registrar of
13 Corporations when the documents described in this subsection are delivered
14 for filing:

15 (1) ~~\$150~~ \$112.50 Articles of Organization (LLC);

16 (2) ~~\$150~~ \$112.50 Articles of Incorporation;

17 (3) ~~\$250~~ \$187.50 Application for Reinstatement following
18 Administrative Dissolution;

19 (4) ~~\$250~~ \$187.50 Application for Certificate of Authority for
20 Foreign Corporation;

21 (5) ~~\$50~~ \$37.50 Application for Amended Certificate of Authority

- 1 for Foreign Corporation;
- 2 (6) ~~\$30~~ \$22.50 Non-Profit Corporation (Petition, Charter &
- 3 Bylaws);
- 4 (7) ~~\$100~~ \$75 Registration of Partnership;
- 5 (8) ~~\$100~~ \$75 Amended Articles of Organization;
- 6 (9) ~~\$100~~ \$75 Amended Articles of Incorporation;
- 7 (10) ~~\$100~~ \$75 Restated Articles of Incorporation;
- 8 (11) ~~\$50~~ \$37.50 Articles of Dissolution/Termination;
- 9 (12) ~~\$100~~ \$75 Articles of Merger or Share Exchange;
- 10 (13) ~~\$50~~ \$37.50 Articles of Revocation of Dissolution;
- 11 (14) ~~\$100~~ \$75 Annual & Initial Corporation Report for: Domestic,
- 12 Foreign & Partnership, LLC.;
- 13 (15) ~~\$50~~ \$37.50 Application for Certificate of Withdrawal;
- 14 (16) ~~\$25~~ \$18.75 Articles of Correction;
- 15 (17) ~~\$200~~ \$150 Service of Process served on the Registrar of
- 16 Corporations;
- 17 (18) ~~\$50~~ \$37.50 Any other document required or permitted to be
- 18 filed, such as bylaws affidavit, minutes, resolution, Amendment annual
- 19 report & amendment, by-law, operating agreement, stocks, resignation as
- 20 officer or director;
- 21 (19) ~~\$10~~ \$7.50 Non-Profit Corporation Report, Initial;

HOUSE BILL 24-13, HD1

- 1 (20) ~~\$50~~ \$37.50 Application for Certificate of Existence or Authorization
2 or Good Standing;
- 3 (21) ~~\$50~~ \$37.50 Registered Agent Form;
- 4 (22) ~~\$10~~ \$7.50 Agent's statement of: change of registered office or
5 resignation;
- 6 (23) ~~\$50~~ \$37.50 Application for Reservation of Name, Notice of
7 Transfer of Reserved Name;
- 8 (24) ~~\$50~~ \$37.50 Application for Registered Name, Application for
9 Renewal of Registered Name;
- 10 (25) ~~\$25~~ \$18.75 Corporation's statement of change of registered
11 agent or
12 registered office or both;
- 13 (26) ~~\$20~~ \$15 For Certificate or Certification of Document; ~~\$1.00~~
14 \$0.75 for additional page for copying (Acct. No. 1300-62300);
- 15 (27) ~~\$100~~ \$75 Annual Subscription for the Commonwealth
16 Register; and (Acct. No. 7745-45570);
- 17 (28) ~~\$30~~ \$22.50 Postage fee for the Commonwealth Register
18 (Acct. No. 1170- 62250);
- 19 (29) ~~\$5~~ \$3.75 Per document, i.e., Articles of Inc., Bylaws, Annual
20 Reports (uncertified copies), ~~\$1.00~~ \$0.75 per copy of each additional
21 attachments;

1 (30) ~~\$150~~ \$112.50 Expedited Service fee, business organization
2 document filing (fulfilled within 1 business day);

3 (31) ~~\$150~~ \$112.50 Expedited Service fee, certified research request,
4 i.e., certification requests of documents (fulfilled within 1 business day);

5 (32) ~~\$150~~ \$112.50 Penalty for documents received after March 1st,
6 i.e., Initial Reports, Annual Reports; and

7 (33) ~~\$10 Per day for Annual Reports received after March 2nd (in~~
8 ~~addition to \$150 Penalty for late filing);~~

9 (34) ~~\$25~~ \$18.75 Penalty for late filing on Non-Profit Corporation
10 Report, Annual & Minutes; and

11 (35) ~~\$5 Per day for Non Profit Annual Reports received after March~~
12 ~~2nd (In addition to \$25 Penalty for late filing).~~

13 (b) The Secretary of Finance shall establish a separate account,
14 Commerce Registrar of Corporation Account, and shall deposit 75% of the
15 fees collected pursuant to 4 CMC § 4205 without fiscal year limitation. The
16 Secretary of Commerce shall be the expenditure authority.

17 (c) The authority to adjust fees resides exclusively with the
18 Secretary of Commerce; however, any adjustment shall not exceed
19 25 percent."

20 Section 4. Severability. If any provisions of this Act or the application of
21 any such provision to any person or circumstance should be held invalid by a court

HOUSE BILL 24-13, HD1

1 of competent jurisdiction, the remainder of this Act or the application of its
2 provisions to persons or circumstances other than those to which it is held invalid
3 shall not be affected thereby.

4 **Section 5. Savings Clause.** This Act and any repealer contained herein
5 shall not be construed as affecting any existing right acquired under contract or
6 acquired under statutes repealed or under any rule, regulation, or order adopted
7 under the statutes. Repealers contained in this Act shall not affect any proceeding
8 instituted under or pursuant to prior law. The enactment of the Act shall not have
9 the effect of terminating, or in any way modifying, any liability, civil or criminal,
10 which shall already be in existence on the date this Act becomes effective.

11 **Section 6. Effective Date.** This Act shall take effect upon its approval by
12 the Governor, or it becoming law without such approval.

Prefiled: 3/7/2025

Date: 3/7/2025

Introduced by: /s/ Rep. Thomas J. DLC. Manglona
/s/ Rep. Julie M.A. Ogo
/s/ Rep. Patrick H. San Nicolas

Reviewed for introduction purposes only by:

/s/ Joseph L.G. Tajjeron, Jr.
House Legal Counsel
Date: 3/6/2025

House Bill No. 24-13, HD1: Reviewed for legal sufficiency by:

/s/ Joseph L.G. Tajjeron, Jr.
House Legal Counsel
Date: 5/8/2025