

**322B.88 WHEN A MEMBER IS NOT A PROPER PARTY.**

A member of a limited liability company is not a proper party to a proceeding by or against a limited liability company except when:

(1) the object of the proceeding is to determine or enforce a member's right against, or liability to, the limited liability company; or

(2) the proceeding involves a claim of personal liability or responsibility of that member and that claim has some basis other than the member's status as a member.

**History:** 1992 c 517 art 2 s 128