

Bill No.: _____
Requested: _____
Committee: _____

Drafted by: White
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Stored – 11/07/25
Proofread by _____
Checked by _____

By: **Senator Watson**

A BILL ENTITLED

1 AN ACT concerning

2 **Commercial Law – Uniform Commercial Code – Controllable Electronic Records**

3 FOR the purpose of adding Article 12 of the Uniform Commercial Code to the Maryland
4 Uniform Commercial Code to establish provisions governing the transfer of property
5 rights in certain controllable electronic records, controllable accounts, and
6 controllable payment intangibles; and generally relating to property rights under the
7 Maryland Uniform Commercial Code.

8 BY repealing and reenacting, with amendments,
9 Article – Commercial Law
10 Section 1–101
11 Annotated Code of Maryland
12 (2013 Replacement Volume and 2025 Supplement)

13 BY adding to
14 Article – Commercial Law
15 Section 10A–101 through 10A–107 to be under the new title “Title 10A. Controllable
16 Electronic Records”
17 Annotated Code of Maryland
18 (2013 Replacement Volume and 2025 Supplement)

EXPLANATION: CAPITALS INDICATE MATTER ADDED TO EXISTING LAW.

[Brackets] indicate matter deleted from existing law.



1 SECTION 1. BE IT ENACTED BY THE GENERAL ASSEMBLY OF MARYLAND,
2 That the Laws of Maryland read as follows:

3 **Article – Commercial Law**

4 1–101.

5 (a) Titles 1 through [10] **10A** of this article may be cited as the Maryland Uniform
6 Commercial Code.

7 (b) This title may be cited as Maryland Uniform Commercial Code – General
8 Provisions.

9 **TITLE 10A. CONTROLLABLE ELECTRONIC RECORDS.**

10 **10A–101.**

11 **THIS TITLE MAY BE CITED AS THE MARYLAND UNIFORM COMMERCIAL CODE**
12 **– CONTROLLABLE ELECTRONIC RECORDS.**

13 **10A–102.**

14 (A) IN THIS TITLE THE FOLLOWING WORDS HAVE THE MEANINGS
15 INDICATED.

16 (B) (1) “ACCOUNT DEBTOR” MEANS A PERSON OBLIGATED ON AN
17 ACCOUNT, A CHATTEL PAPER, OR A GENERAL INTANGIBLE.

18 (2) “ACCOUNT DEBTOR” DOES NOT INCLUDE A PERSON OBLIGATED
19 TO PAY A NEGOTIABLE INSTRUMENT, EVEN IF THE NEGOTIABLE INSTRUMENT
20 EVIDENCES CHATTEL PAPER.

21 (C) (1) “CHATTEL PAPER” MEANS:

22 (I) A RIGHT TO PAYMENT OF A MONETARY OBLIGATION
23 SECURED BY SPECIFIC GOODS, IF THE RIGHT TO PAYMENT AND SECURITY
24 AGREEMENT ARE EVIDENCED BY A RECORD; OR

1 **(II) A RIGHT TO PAYMENT OF A MONETARY OBLIGATION OWED**
2 **BY A LESSEE UNDER A LEASE AGREEMENT WITH RESPECT TO SPECIFIC GOODS AND**
3 **A MONETARY OBLIGATION OWED BY THE LESSEE IN CONNECTION WITH THE**
4 **TRANSACTION GIVING RISE TO THE LEASE, IF:**

5 **1. THE RIGHT TO PAYMENT AND THE LEASE AGREEMENT**
6 **ARE EVIDENCED BY A RECORD; AND**

7 **2. THE PREDOMINANT PURPOSE OF THE TRANSACTION**
8 **GIVING RISE TO THE LEASE WAS TO GIVE THE LESSEE THE RIGHT TO POSSESSION**
9 **AND USE OF THE GOODS.**

10 **(2) “CHATTEL PAPER” DOES NOT INCLUDE A RIGHT TO A PAYMENT**
11 **ARISING OUT OF A CHARTER OR OTHER CONTRACT INVOLVING THE USE OR HIRE OF**
12 **A VESSEL OR A RIGHT TO PAYMENT ARISING OUT OF THE USE OF A CREDIT OR**
13 **CHARGE CARD OR INFORMATION CONTAINED ON OR FOR USE WITH THE CARD.**

14 **(D) “CONTROLLABLE ACCOUNT” MEANS AN ACCOUNT EVIDENCED BY A**
15 **CONTROLLABLE ELECTRONIC RECORD THAT PROVIDES THAT THE ACCOUNT**
16 **DEBTOR UNDERTAKES TO PAY THE PERSON THAT HAS CONTROL OF THE**
17 **CONTROLLABLE ELECTRONIC RECORD IN ACCORDANCE WITH § 10A–105 OF THIS**
18 **TITLE.**

19 **(E) (1) “CONTROLLABLE ELECTRONIC RECORD” MEANS A RECORD**
20 **STORED IN AN ELECTRONIC MEDIUM THAT CAN BE SUBJECTED TO CONTROL UNDER**
21 **§ 10A–105 OF THIS TITLE.**

22 **(2) “CONTROLLABLE ELECTRONIC RECORD” DOES NOT INCLUDE A**
23 **CONTROLLABLE ACCOUNT, A CONTROLLABLE PAYMENT INTANGIBLE, A DEPOSIT**
24 **ACCOUNT, AN ELECTRONIC COPY OF A RECORD EVIDENCING CHATTEL PAPER, AN**
25 **ELECTRONIC DOCUMENT OF TITLE, ELECTRONIC MONEY, INVESTMENT PROPERTY,**
26 **OR A TRANSFERABLE RECORD.**

27 **(F) “CONTROLLABLE PAYMENT INTANGIBLE” MEANS A PAYMENT**
28 **INTANGIBLE EVIDENCED BY A CONTROLLABLE ELECTRONIC RECORD THAT**
29 **PROVIDES THAT THE ACCOUNT DEBTOR UNDERTAKES TO PAY THE PERSON THAT**
30 **HAS CONTROL OF THE CONTROLLABLE ELECTRONIC RECORD IN ACCORDANCE WITH**
31 **§ 10A–105 OF THIS TITLE.**

1 (G) “DEPOSIT ACCOUNT” HAS THE MEANING STATED IN § 9-102 OF THIS
2 ARTICLE.

3 (H) “ELECTRONIC MONEY” MEANS MONEY IN AN ELECTRONIC FORM.

4 (I) “INVESTMENT PROPERTY” HAS THE MEANING STATED IN § 9-102 OF
5 THIS ARTICLE.

6 (J) “QUALIFYING PURCHASER” MEANS A PURCHASER OF A CONTROLLABLE
7 ELECTRONIC RECORD OR AN INTEREST IN A CONTROLLABLE ELECTRONIC RECORD
8 THAT OBTAINS CONTROL OF THE CONTROLLABLE ELECTRONIC RECORD FOR VALUE,
9 IN GOOD FAITH, AND WITHOUT NOTICE OF A CLAIM OF PROPERTY RIGHT IN THE
10 CONTROLLABLE ELECTRONIC RECORD.

11 (K) “TRANSFERABLE RECORDS” HAS THE MEANING STATED IN § 21-115 OF
12 THIS ARTICLE.

13 (L) “VALUE” HAS THE MEANING STATED IN § 3-303 OF THIS ARTICLE BUT
14 WITH RESPECT TO A CONTROLLABLE ACCOUNT, CONTROLLABLE ELECTRONIC
15 RECORD, OR CONTROLLABLE PAYMENT INTANGIBLE, RATHER THAN AN
16 INSTRUMENT.

17 **10A-103.**

18 (A) IF THERE IS A CONFLICT BETWEEN THIS TITLE AND TITLE 9 OF THIS
19 ARTICLE, TITLE 9 OF THIS ARTICLE GOVERNS.

20 (B) A TRANSACTION SUBJECT TO THIS TITLE IS ALSO SUBJECT TO ANY
21 OTHER APPLICABLE STATE LAW.

22 **10A-104.**

23 (A) THIS SECTION APPLIES TO THE ACQUISITION OF RIGHTS IN A
24 CONTROLLABLE ACCOUNT OR CONTROLLABLE PAYMENT INTANGIBLE, INCLUDING
25 THE RIGHTS AND BENEFITS PROVIDED UNDER SUBSECTIONS (C) THROUGH (E), (G),
26 AND (H) OF THIS SECTION OF A PURCHASER AND QUALIFYING PURCHASER, IN THE
27 SAME MANNER THIS SECTION APPLIES TO A CONTROLLABLE ELECTRONIC RECORD.

1 **(B) TO DETERMINE WHETHER A PURCHASER OF A CONTROLLABLE**
2 **ACCOUNT OR A CONTROLLABLE PAYMENT INTANGIBLE IS A QUALIFYING**
3 **PURCHASER, THE PURCHASER OBTAINS CONTROL OF THE ACCOUNT OR PAYMENT**
4 **INTANGIBLE IF THE PURCHASER OBTAINS CONTROL OF THE CONTROLLABLE**
5 **ELECTRONIC RECORD THAT EVIDENCES THE ACCOUNT OR PAYMENT INTANGIBLE.**

6 **(C) EXCEPT AS PROVIDED IN THIS SECTION, A DETERMINATION ABOUT**
7 **WHETHER A PERSON ACQUIRES A RIGHT IN A CONTROLLABLE ELECTRONIC RECORD**
8 **AND THE TYPE OF RIGHT THE PERSON ACQUIRES CAN BE MADE USING APPLICABLE**
9 **STATE OR FEDERAL LAW.**

10 **(D) (1) A PURCHASER OF A CONTROLLABLE ELECTRONIC RECORD**
11 **ACQUIRES ALL RIGHTS IN THE RECORD THAT THE TRANSFEROR HAD THE**
12 **AUTHORITY TO TRANSFER.**

13 **(2) NOTWITHSTANDING PARAGRAPH (1) OF THIS SUBSECTION, A**
14 **PURCHASER OF A LIMITED INTEREST IN A CONTROLLABLE ELECTRONIC RECORD**
15 **SHALL ACQUIRE RIGHTS ONLY TO THE EXTENT OF THE INTEREST PURCHASED.**

16 **(E) A QUALIFYING PURCHASER ACQUIRES RIGHTS IN THE CONTROLLABLE**
17 **ELECTRONIC RECORD FREE OF A CLAIM OF A PROPERTY RIGHT IN THE**
18 **CONTROLLABLE ELECTRONIC RECORD.**

19 **(F) EXCEPT AS OTHERWISE PROVIDED IN A LAW NOT INCLUDED UNDER**
20 **THIS ARTICLE AND SUBSECTIONS (A) AND (E) OF THIS SECTION WITH RESPECT TO A**
21 **CONTROLLABLE ACCOUNT AND A CONTROLLABLE PAYMENT INTANGIBLE, A**
22 **QUALIFYING PURCHASER TAKES A RIGHT TO PAYMENT, RIGHT TO PERFORMANCE,**
23 **OR OTHER INTEREST IN PROPERTY EVIDENCED BY THE CONTROLLABLE**
24 **ELECTRONIC RECORD SUBJECT TO A CLAIM OF A PROPERTY RIGHT IN THE RIGHT TO**
25 **PAYMENT, RIGHT TO PERFORMANCE, OR OTHER INTEREST IN PROPERTY.**

26 **(G) AN ACTION MAY NOT BE ASSERTED AGAINST A QUALIFYING PURCHASER**
27 **BASED ON BOTH A PURCHASE BY THE QUALIFYING PURCHASER OF A**
28 **CONTROLLABLE ELECTRONIC RECORD AND A CLAIM OF PROPERTY RIGHT IN**
29 **ANOTHER CONTROLLABLE ELECTRONIC RECORD, WHETHER THE ACTION IS**
30 **FRAMED IN CONVERSION, REPLEVIN, CONSTRUCTIVE TRUST, EQUITABLE LIEN, OR**
31 **OTHER THEORY.**

1 **(H) THE FILING OF A FINANCING STATEMENT UNDER TITLE 9 OF THIS**
2 **ARTICLE IS NOT NOTICE OF A CLAIM OF A PROPERTY RIGHT IN A CONTROLLABLE**
3 **ELECTRONIC RECORD.**

4 **10A-105.**

5 **(A) A PERSON HAS CONTROL OF A CONTROLLABLE ELECTRONIC RECORD IF**
6 **THE CONTROLLABLE ELECTRONIC RECORD, A RECORD ATTACHED TO OR**
7 **LOGICALLY ASSOCIATED WITH THE CONTROLLABLE ELECTRONIC RECORD, OR A**
8 **SYSTEM IN WHICH THE CONTROLLABLE ELECTRONIC RECORD IS RECORDED:**

9 **(1) GIVES THE PERSON:**

10 **(i) THE AUTHORITY TO AVAIL THE PERSON OF SUBSTANTIALLY**
11 **ALL THE BENEFIT FROM THE CONTROLLABLE ELECTRONIC RECORD; AND**

12 **(ii) SUBJECT TO SUBSECTION (B) OF THIS SECTION, EXCLUSIVE**
13 **POWER TO:**

14 **1. PREVENT OTHERS FROM AVAILING THEMSELVES OF**
15 **SUBSTANTIALLY ALL OF THE BENEFIT FROM THE CONTROLLABLE ELECTRONIC**
16 **RECORD; AND**

17 **2. TRANSFER CONTROL OF THE CONTROLLABLE**
18 **ELECTRONIC RECORD TO ANOTHER PERSON OR CAUSE ANOTHER PERSON TO**
19 **OBTAIN CONTROL OF ANOTHER CONTROLLABLE ELECTRONIC RECORD AS A RESULT**
20 **OF THE TRANSFER OF THE CONTROLLABLE ELECTRONIC RECORD; AND**

21 **(2) ENABLES THE PERSON READILY TO IDENTIFY THE PERSON IN ANY**
22 **WAY, INCLUDING BY NAME, IDENTIFYING NUMBER, CRYPTOGRAPHIC KEY, OFFICE,**
23 **OR ACCOUNT NUMBER AS HAVING THE POWERS SPECIFIED UNDER ITEM (1) OF THIS**
24 **SUBSECTION.**

25 **(B) SUBJECT TO SUBSECTION (C) OF THIS SECTION, POWER IS EXCLUSIVE**
26 **UNDER SUBSECTION (A)(1)(II) OF THIS SECTION, EVEN IF:**

1 **(1) THE CONTROLLABLE ELECTRONIC RECORD, A RECORD**
2 **ATTACHED TO OR LOGICALLY ASSOCIATED WITH THE CONTROLLABLE ELECTRONIC**
3 **RECORD, OR A SYSTEM IN WHICH THE CONTROLLABLE ELECTRONIC RECORD IS**
4 **RECORDED LIMITS THE USE OF THE CONTROLLABLE ELECTRONIC RECORD OR HAS**
5 **A PROTOCOL PROGRAMMED TO CAUSE A CHANGE, INCLUDING A TRANSFER OR LOSS**
6 **OF CONTROL OR A MODIFICATION OF BENEFITS AFFORDED BY THE CONTROLLABLE**
7 **ELECTRONIC RECORD; OR**

8 **(2) THE POWER IS SHARED WITH ANOTHER PERSON.**

9 **(C) THE POWER OF A PERSON IS NOT SHARED WITH ANOTHER PERSON**
10 **UNDER SUBSECTION (B)(2) OF THIS SECTION AND THE PERSON'S POWER IS NOT**
11 **EXCLUSIVE IF:**

12 **(1) THE PERSON CAN EXERCISE THE POWER ONLY IF THE POWER IS**
13 **ALSO EXERCISED BY THE OTHER PERSON; AND**

14 **(2) THE OTHER PERSON:**

15 **(I) CAN EXERCISE THE POWER WITHOUT EXERCISE OF THE**
16 **POWER BY THE PERSON; OR**

17 **(II) IS THE TRANSFEROR TO THE PERSON OF AN INTEREST IN**
18 **THE CONTROLLABLE ELECTRONIC RECORD OR A CONTROLLABLE ACCOUNT OR**
19 **CONTROLLABLE PAYMENT INTANGIBLE EVIDENCED BY THE CONTROLLABLE**
20 **ELECTRONIC RECORD.**

21 **(D) IF A PERSON HAS THE POWER SPECIFIED IN SUBSECTION (A)(1)(II) OF**
22 **THIS SECTION, THE POWERS ARE PRESUMED TO BE EXCLUSIVE.**

23 **(E) A PERSON HAS CONTROL OF A CONTROLLABLE ELECTRONIC RECORD IF**
24 **ANOTHER PERSON, OTHER THAN THE TRANSFEROR TO THE PERSON OF AN**
25 **INTEREST IN THE CONTROLLABLE ELECTRONIC RECORD OR A CONTROLLABLE**
26 **ACCOUNT OR CONTROLLABLE PAYMENT INTANGIBLE EVIDENCED BY THE**
27 **CONTROLLABLE ELECTRONIC RECORD:**

1 **(1) HAS CONTROL OF THE CONTROLLABLE ELECTRONIC RECORD**
2 **AND ACKNOWLEDGES THAT THE PERSON HAS CONTROL ON BEHALF OF THE PERSON;**
3 **OR**

4 **(2) OBTAINS CONTROL OF THE CONTROLLABLE ELECTRONIC**
5 **RECORD AFTER HAVING ACKNOWLEDGED THAT THE PERSON WILL OBTAIN CONTROL**
6 **OF THE CONTROLLABLE ELECTRONIC RECORD ON BEHALF OF THE PERSON.**

7 **(F) A PERSON THAT HAS CONTROL UNDER THIS SECTION IS NOT REQUIRED**
8 **TO ACKNOWLEDGE THAT THE PERSON HAS CONTROL ON BEHALF OF ANOTHER**
9 **PERSON.**

10 **(G) IF A PERSON ACKNOWLEDGES THAT THE PERSON HAS, OR WILL OBTAIN,**
11 **CONTROL ON BEHALF OF ANOTHER PERSON, UNLESS THE PERSON OTHERWISE**
12 **AGREES, OR A LAW OTHER THAN IN THIS TITLE OR TITLE 9 OF THIS ARTICLE**
13 **OTHERWISE PROVIDES, THE PERSON DOES NOT OWE A DUTY TO THE OTHER PERSON**
14 **AND IS NOT REQUIRED TO CONFIRM THE ACKNOWLEDGMENT TO ANY OTHER**
15 **PERSON.**

16 **10A-106.**

17 **(A) AN ACCOUNT DEBTOR ON A CONTROLLABLE ACCOUNT OR**
18 **CONTROLLABLE PAYMENT INTANGIBLE MAY DISCHARGE THE ACCOUNT DEBTOR'S**
19 **OBLIGATION BY PAYING:**

20 **(1) THE PERSON HAVING CONTROL OF THE CONTROLLABLE**
21 **ELECTRONIC RECORD THAT EVIDENCES THE CONTROLLABLE ACCOUNT OR**
22 **CONTROLLABLE PAYMENT INTANGIBLE; OR**

23 **(2) EXCEPT AS PROVIDED IN SUBSECTION (B) OF THIS SECTION, A**
24 **PERSON THAT FORMERLY HAD CONTROL OF THE CONTROLLABLE ELECTRONIC**
25 **RECORD.**

26 **(B) SUBJECT TO SUBSECTION (D) OF THIS SECTION, THE ACCOUNT DEBTOR**
27 **MAY NOT DISCHARGE THE ACCOUNT DEBTOR'S OBLIGATION BY PAYING THE PERSON**
28 **THAT FORMERLY HAD CONTROL OF THE CONTROLLABLE ELECTRONIC RECORD IF**
29 **THE ACCOUNT DEBTOR RECEIVES A NOTIFICATION THAT:**

1 **(1) IS SIGNED BY A PERSON THAT FORMERLY HAD CONTROL OR THE**
2 **PERSON TO WHOM CONTROL WAS TRANSFERRED;**

3 **(2) REASONABLY IDENTIFIES THE CONTROLLABLE ACCOUNT OR**
4 **CONTROLLABLE PAYMENT INTANGIBLE;**

5 **(3) NOTIFIES THE ACCOUNT DEBTOR THAT CONTROL OF THE**
6 **CONTROLLABLE ELECTRONIC RECORD THAT EVIDENCES THE CONTROLLABLE**
7 **ACCOUNT OR CONTROLLABLE PAYMENT INTANGIBLE WAS TRANSFERRED;**

8 **(4) IDENTIFIES THE TRANSFEREE IN ANY REASONABLE WAY,**
9 **INCLUDING BY NAME, IDENTIFYING NUMBER, CRYPTOGRAPHIC KEY, OFFICE, OR**
10 **ACCOUNT NUMBER; AND**

11 **(5) PROVIDES A COMMERCIALY REASONABLE METHOD BY WHICH**
12 **THE ACCOUNT DEBTOR IS TO PAY THE TRANSFEREE.**

13 **(C) AFTER RECEIPT OF A NOTIFICATION THAT COMPLIES WITH SUBSECTION**
14 **(B) OF THIS SECTION, THE ACCOUNT DEBTOR:**

15 **(1) MAY DISCHARGE THE ACCOUNT DEBTOR'S OBLIGATION BY**
16 **PAYING ACCORDING TO INSTRUCTIONS IN THE NOTIFICATION; AND**

17 **(2) MAY NOT DISCHARGE THE OBLIGATION BY PAYING A PERSON**
18 **THAT FORMERLY HAD CONTROL.**

19 **(D) SUBJECT TO SUBSECTION (H) OF THIS SECTION, NOTIFICATION IS**
20 **INEFFECTIVE UNDER SUBSECTION (B) OF THIS SECTION:**

21 **(1) UNLESS, BEFORE NOTIFICATION IS SENT, THE ACCOUNT DEBTOR**
22 **AND THE PERSON THAT AT THAT TIME HAD CONTROL OF THE CONTROLLABLE**
23 **ELECTRONIC RECORD THAT EVIDENCES THE CONTROLLABLE ACCOUNT OR**
24 **CONTROLLABLE PAYMENT INTANGIBLE AGREE IN A SIGNED RECORD TO A**
25 **COMMERCIALY REASONABLE METHOD BY WHICH A PERSON MAY FURNISH**
26 **REASONABLE PROOF THAT CONTROL HAS BEEN TRANSFERRED;**

27 **(2) TO THE EXTENT AN AGREEMENT BETWEEN THE ACCOUNT DEBTOR**
28 **AND SELLER OF A PAYMENT INTANGIBLE LIMITS THE ACCOUNT DEBTOR'S DUTY TO**

1 PAY A PERSON OTHER THAN THE SELLER AND THE LIMITATION IS EFFECTIVE UNDER
2 LAW OTHER THAN UNDER THIS TITLE; OR

3 (3) AT THE OPTION OF THE ACCOUNT DEBTOR, IF THE NOTIFICATION
4 NOTIFIES THE ACCOUNT DEBTOR TO:

5 (I) DIVIDE A PAYMENT;

6 (II) MAKE LESS THAN THE FULL AMOUNT OF AN INSTALLMENT
7 OR OTHER PERIODIC PAYMENT; OR

8 (III) PAY ANY PART OF A PAYMENT BY MORE THAN ONE METHOD
9 OR TO MORE THAN ONE PERSON.

10 (E) (1) SUBJECT TO SUBSECTION (H) OF THIS SECTION, IF REQUESTED BY
11 THE ACCOUNT DEBTOR, THE PERSON GIVING THE NOTIFICATION UNDER
12 SUBSECTION (B) OF THIS SECTION SHALL FURNISH REASONABLE PROOF, USING THE
13 METHOD IN THE AGREEMENT REFERRED TO UNDER SUBSECTION (D)(1) OF THIS
14 SECTION, THAT CONTROL OF THE CONTROLLABLE ELECTRONIC RECORD HAS BEEN
15 TRANSFERRED.

16 (2) UNLESS THE PERSON COMPLIES WITH THE REQUEST, THE
17 ACCOUNT DEBTOR MAY DISCHARGE THE ACCOUNT DEBTOR'S OBLIGATION BY
18 PAYING A PERSON THAT FORMERLY HAD CONTROL EVEN IF THE ACCOUNT DEBTOR
19 HAD RECEIVED A NOTIFICATION UNDER SUBSECTION (B) OF THIS SECTION.

20 (F) A PERSON FURNISHES PROOF UNDER SUBSECTION (E) OF THIS SECTION
21 THAT CONTROL HAS BEEN TRANSFERRED IF THE PERSON DEMONSTRATES, USING
22 THE METHOD IN THE AGREEMENT REFERRED TO UNDER SUBSECTION (D)(1) OF THIS
23 SECTION, THAT THE TRANSFEREE HAS THE POWER TO:

24 (1) AVAIL THE TRANSFEREE OF SUBSTANTIALLY ALL THE BENEFITS
25 FROM THE CONTROLLABLE ELECTRONIC RECORD;

26 (2) PREVENT OTHERS FROM AVAILING THEMSELVES OF
27 SUBSTANTIALLY ALL THE BENEFITS FROM THE CONTROLLABLE ELECTRONIC
28 RECORD; AND

1 **(3) TRANSFER THE POWER SPECIFIED UNDER ITEMS (1) AND (2) OF**
2 **THIS SUBSECTION TO ANOTHER PERSON.**

3 **(G) SUBJECT TO SUBSECTION (H) OF THIS SECTION, AN ACCOUNT DEBTOR**
4 **MAY NOT WAIVE OR MODIFY THE ACCOUNT DEBTOR’S RIGHTS:**

5 **(1) UNDER SUBSECTION (D)(1) OR (E) OF THIS SECTION; OR**

6 **(2) IF ELECTED BY THE ACCOUNT DEBTOR, UNDER SUBSECTION (D)**
7 **OF THIS SECTION.**

8 **(H) THIS SECTION IS SUBJECT TO ANY OTHER LAW THAT ESTABLISHES A**
9 **DIFFERENT RULE FOR AN ACCOUNT DEBTOR WHO IS AN INDIVIDUAL AND WHO**
10 **INCURRED THE OBLIGATION PRIMARILY FOR PERSONAL, FAMILY, OR HOUSEHOLD**
11 **PURPOSES.**

12 **10A–107.**

13 **(A) EXCEPT AS PROVIDED IN SUBSECTION (B) OF THIS SECTION, THE LOCAL**
14 **LAW OF THE CONTROLLABLE ELECTRONIC RECORD’S JURISDICTION GOVERNS A**
15 **MATTER COVERED BY THIS TITLE.**

16 **(B) FOR A CONTROLLABLE ELECTRONIC RECORD THAT EVIDENCES A**
17 **CONTROLLABLE ACCOUNT OR CONTROLLABLE PAYMENT INTANGIBLE, THE LOCAL**
18 **LAW OF THE CONTROLLABLE ELECTRONIC RECORD’S JURISDICTION GOVERNS A**
19 **MATTER COVERED BY § 10A–106 OF THIS TITLE UNLESS AN EFFECTIVE AGREEMENT**
20 **DETERMINES THAT THE LOCAL LAW OF ANOTHER JURISDICTION GOVERNS.**

21 **(C) THE FOLLOWING RULES DETERMINE A CONTROLLABLE ELECTRONIC**
22 **RECORD’S JURISDICTION UNDER THIS SECTION:**

23 **(1) IF THE CONTROLLABLE ELECTRONIC RECORD, OR A RECORD**
24 **ATTACHED TO OR LOGICALLY ASSOCIATED WITH THE CONTROLLABLE ELECTRONIC**
25 **RECORD THAT IS READILY AVAILABLE FOR REVIEW, EXPRESSLY PROVIDES THAT A**
26 **PARTICULAR JURISDICTION IS THE CONTROLLABLE ELECTRONIC RECORD’S**
27 **JURISDICTION, THEN FOR PURPOSES OF THIS TITLE, THAT JURISDICTION IS THE**
28 **CONTROLLABLE ELECTRONIC RECORD’S JURISDICTION;**

1 **(2) IF ITEM (1) OF THIS SUBSECTION DOES NOT APPLY AND THE**
2 **RULES OF THE SYSTEM IN WHICH THE CONTROLLABLE ELECTRONIC RECORD IS**
3 **RECORDED ARE READILY AVAILABLE FOR REVIEW AND EXPRESSLY PROVIDE THAT**
4 **A PARTICULAR JURISDICTION IS THE CONTROLLABLE ELECTRONIC RECORD’S**
5 **JURISDICTION, THEN FOR PURPOSES OF THIS TITLE, THAT JURISDICTION IS THE**
6 **CONTROLLABLE ELECTRONIC RECORD’S JURISDICTION;**

7 **(3) IF ITEMS (1) AND (2) OF THIS SUBSECTION DO NOT APPLY AND THE**
8 **CONTROLLABLE ELECTRONIC RECORD, OR A RECORD ATTACHED TO OR LOGICALLY**
9 **ASSOCIATED WITH THE CONTROLLABLE ELECTRONIC RECORD THAT IS READILY**
10 **AVAILABLE FOR REVIEW, EXPRESSLY PROVIDES THAT THE CONTROLLABLE**
11 **ELECTRONIC RECORD IS GOVERNED BY THE LAW OF A PARTICULAR JURISDICTION,**
12 **THEN THAT JURISDICTION IS THE CONTROLLABLE ELECTRONIC RECORD’S**
13 **JURISDICTION; AND**

14 **(4) IF ITEMS (1) THROUGH (3) OF THIS SUBSECTION DO NOT APPLY**
15 **AND THE RULES OF THE SYSTEM IN WHICH THE CONTROLLABLE ELECTRONIC**
16 **RECORD IS RECORDED ARE READILY AVAILABLE FOR REVIEW AND EXPRESSLY**
17 **PROVIDE THAT THE CONTROLLABLE ELECTRONIC RECORD OR SYSTEM IS**
18 **GOVERNED BY THE LAW OF A PARTICULAR JURISDICTION, THEN THAT**
19 **JURISDICTION IS THE CONTROLLABLE ELECTRONIC RECORD’S JURISDICTION.**

20 **(D) TO THE EXTENT SUBSECTIONS (A) AND (B) OF THIS SECTION PROVIDE**
21 **THAT THE LOCAL LAW OF THE CONTROLLABLE ELECTRONIC RECORD’S**
22 **JURISDICTION GOVERNS A MATTER COVERED BY THIS TITLE, THAT LAW GOVERNS**
23 **EVEN IF THE MATTER OR A TRANSACTION TO WHICH THE MATTER RELATES DOES**
24 **NOT BEAR ANY RELATION TO THE CONTROLLABLE ELECTRONIC RECORD’S**
25 **JURISDICTION.**

26 **(E) THE RIGHTS ACQUIRED UNDER § 10A-104 OF THIS TITLE BY A**
27 **PURCHASER OR QUALIFYING PURCHASER ARE GOVERNED BY THE LAW APPLICABLE**
28 **UNDER THIS SECTION AT THE TIME OF PURCHASE.**

29 SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall take effect
30 October 1, 2026.