

**\*\*COMMON QUESTIONS ABOUT FILING ANNUAL REPORTS\*\***

**READ CAREFULLY -- AVOID HAVING TO RESUBMIT**

Minn. Stat. § 319B.11 requires each professional firm offering legal services in Minnesota to submit an annual report to the Lawyers Board of Professional Responsibility. Please review the information below to avoid common mistakes.

1. ***Is my firm required to submit an annual report?***
  - (a) If your firm provided legal services in 2021, yes.
  - (b) If you established your firm in 2021, yes.
  - (c) If you dissolved your firm in 2021, yes.
  - (d) If your firm did not provide legal services, but was active with the Secretary of State's Office during this reporting period, yes.
  - (e) Bonus extra credit - If you dissolved a firm and established a new firm in 2021, *you must file an annual report for each firm.*
  - (f) Still not sure? *See #12 below.*
2. ***Are all questions required?*** Yes.
3. ***What name do I use?*** Use your firm's full formal legal name exactly as it is registered with the Secretary of State. Include any applicable suffix (LLC, PLLC, LLP, PA, etc.). Check the Secretary of State's website if you have questions. Do not use an assumed name or "dba."
4. ***What address do I use?*** For the firm, use the brick-and-mortar address where your physical office is located or another brick-and-mortar address registered with the Secretary of State. For the individuals, use a brick-and-mortar business or home address. No P.O. Boxes, please.
5. ***What is "proof of filing"?*** When amendments and other corporate documents are filed with the Secretary of State, the Secretary of State generates a one-page document known as a "proof of filing." If proof of filing is required, download it from the Secretary of State's website and include it with a copy of the document you filed and your annual report form.
6. ***What is "governance authority"?*** The authority and responsibility to determine important policies for a professional firm; superintend the professional firm's overall operations; and maintain general, active management of and ultimate

control over all matters involving professional judgment. See Minn. Stat. § 319.02, subdiv. 9.

7. ***What is an “ownership interest”?*** For a corporation (other than a nonprofit corporation), an interest in shares of the corporation; for an LLC, a membership interest; and for an LLP, partnership interest. See Minn. Stat. § 319.02, subdiv. 14.
8. ***Are clerks, paralegals, and support staff furnishing services under the supervision of a licensed attorney furnishing “professional legal services”?*** No. Clerks, paralegals, and other support staff are not considered to be providing “professional legal services” for purposes of the annual report.
9. ***Can I sign electronically?*** – Yes, you may sign electronically or in ink. Annual reports are signed under penalty of perjury by an attorney with an ownership interest or governance authority at the firm. Clearly print or type your name in the space provided and then sign and date the form.
10. ***Can I pay the \$25 filing fee electronically?*** Sorry, not yet. Please make your check out to the Lawyers Professional Responsibility Board, and write it on the firm’s business account not an attorney trust (IOLTA) account.
11. ***Where do I mail the printed form and check?*** Send them to our new address as follows:  
  
Lawyers Professional Responsibility Board  
Attn: Professional Firms  
445 Minnesota Street, Suite 2400  
St. Paul, MN 55101-2139
12. ***Questions?*** You can contact this Office at (651) 296-3952. Please ask for Senior Assistant Director Karin Ciano or Paralegal Patricia La Rue. We are here to help!