

TITLE 4: ECONOMIC RESOURCES
DIVISION 4: CORPORATIONS, PARTNERSHIPS AND ASSOCIATIONS

§ 40135. Actions by Partnership and Partners.

(a) A partnership may maintain an action against a partner for a breach of the partnership agreement, or for the violation of a duty to the partnership, causing harm to the partnership.

(b) A partner may maintain an action against the partnership or another partner for legal or equitable relief, with or without an accounting as to partnership business, to:

(1) enforce the partner's rights under the partnership agreement;

(2) enforce the partner's rights under this chapter, including:

(i) the partner's rights under 4 CMC §§ 40131, 40133 or 40134;

(ii) the partner's right on dissociation to have the partner's interest in the partnership purchased pursuant to 4 CMC § 40155 or enforce any other right under article 6 or 7; or

(iii) the partner's right to compel a dissolution and winding up of the partnership business under 4 CMC § 40161 or enforce any other right under article 8; or

(3) enforce the rights and otherwise protect the interests of the partner, including rights and interests arising independently of the partnership relationship.

(c) The accrual of, and any time limitation on, a right of action for a remedy under this section is governed by other law. A right to an accounting upon a dissolution and winding up does not revive a claim barred by law.

Source: PL 15-88, § 2(405), modified.

Commission Comment: The Commission changed capitalization and references to “this Act” to “this chapter” and changed PL 15-88 section references to corresponding code sections pursuant to 1 CMC § 3806(c), (d) and (f).