

23-104.

IF AN OPERATING AGREEMENT STATES THAT IT SHALL CONTINUE FOR A PERIOD OF TIME OR UNTIL THE HAPPENING OF AN EVENT, THE OPERATING AGREEMENT SHALL BE ENFORCEABLE BETWEEN THE PARTIES UNTIL THE EXPIRATION OF THE PERIOD OF TIME OR THE HAPPENING OF THE EVENT UNLESS THE OPERATING AGREEMENT CONTAINS A RIGHT OF EARLY TERMINATION.

23-105.

(A) THE COVENANT OF GOOD FAITH AND FAIR DEALING SHALL BE IMPLIED IN AN OPERATING AGREEMENT UNLESS THE OPERATING AGREEMENT STATES THAT A PARTY MAY PERFORM A DUTY OR OBLIGATION IN THE PARTY'S SOLE DISCRETION.

(B) UNLESS AN OPERATING AGREEMENT CONTAINS A COVENANT OR OTHER PROVISION THAT SPECIFICALLY INCORPORATES A DUTY INTO THE OPERATING AGREEMENT, NO DUTIES SHALL BE IMPLIED UNDER THE OPERATING AGREEMENT.

23-106.

THIS SUBTITLE MAY NOT BE CONSTRUED TO:

- (1) LIMIT THE DEFENSES OF FRAUD, DURESS, OR ILLEGALITY; OR
- (2) AFFECT ANY CLAIM BETWEEN A THIRD PARTY AND A PARTY TO AN OPERATING AGREEMENT.

SECTION 2. AND BE IT FURTHER ENACTED, That this Act shall be construed to apply to all operating agreements that are executory agreements as of October 1, 2004 or are executed and delivered after October 1, 2004.

SECTION 3. AND BE IT FURTHER ENACTED, That this Act shall take effect October 1, 2004.

Approved May 11, 2004.

CHAPTER 293

(Senate Bill 606)

AN ACT concerning

Frederick County - Solid Waste Disposal Fee or Tax

FOR the purpose of authorizing the Board of County Commissioners of Frederick County to establish, charge, levy, and collect a fee or tax for certain costs for the collection and disposal of solid waste; specifying that the Board's authority extends to all municipal corporations in the County; specifying the manner in which the fee or tax is to be collected and secured; specifying the penalties, procedure, sale, and lien priority for the fee or tax; and generally relating to a solid waste disposal fee or tax in Frederick County.