

his status as a limited partner and, in the case of an amendment, after expiration of the 30-day period for filing an amendment relating to the person as a limited partner under section 322A.12, but in either case only if the third party actually believed in good faith that the person was a general partner at the time of the transaction.

Sec. 2. Minnesota Statutes 1982, section 322A.33, is amended to read:

**322A.33 GENERAL POWERS AND LIABILITIES.**

(a) Except as provided in sections 322A.01 to 322A.87 or in the partnership agreement, a general partner of a limited partnership has the rights and powers and is subject to the restrictions and liabilities of a partner in a partnership without limited partners.

(b) Except as provided in sections 322A.01 to 322A.87, a general partner of a limited partnership has the liabilities of a partner in a partnership without limited partners to persons other than the other partners and the partnership. Except as provided in sections 322A.01 to 322A.87 or in the partnership agreement, a general partner of a limited partnership has the liabilities of a partner in a partnership without limited partners to the partnership and to the other partners.

Approved April 23, 1984

**CHAPTER 449 — H.F.No. 996**

*An act relating to energy; allowing port authorities to own and operate district heating systems; allowing certain cities to acquire district heating systems without election; authorizing counties to provide district heating services within cities under certain conditions; amending Minnesota Statutes 1982, section 465.74, by adding subdivisions.*

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MINNESOTA:

Section 1. Minnesota Statutes 1982, section 465.74, is amended by adding a subdivision to read:

Subd. 1a. CITIES WITH OVER 50,000 INHABITANTS. A city with over 50,000 inhabitants that is not a city of the first class is authorized to acquire, construct, improve, and operate a district heating system under the same terms and conditions as a city of the first class except as provided herein. Acquisition or construction and financing of a municipal district heating system is not subject to the election requirements of sections 452.11 and 452.12, however, a resolution for the acquisition or construction and financing must be approved by a two-thirds vote of the governing body of the city.

Changes or additions are indicated by underline, deletions by ~~strikeout~~.

Sec. 2. Minnesota Statutes 1982, section 465.74, is amended by adding a subdivision to read:

**Subd. 7. PORT AUTHORITIES, OWNERSHIP AND OPERATION OF DISTRICT HEATING SYSTEMS.** A port authority organized pursuant to sections 458.09 to 458.1991 or a special law may acquire, own, construct, and operate a district heating system or systems to provide heating and cooling services and other energy services within the statutory or home rule charter city within which it is created. The authority may, in conjunction with a district heating system, acquire, own, construct, and operate an energy management and control system to monitor and control users' energy demand within the city as a related ancillary function of the district heating system. The authority may, in conjunction with a district heating system, acquire, own, construct, and operate ancillary services related to an energy management and control system including, but not limited to, sensing and monitoring services for supervision of fire and life safety systems and building security systems within the city.

This section shall be effective for a port authority only after adoption of an ordinance or resolution by the board of the port authority and by the governing body of the city stating their intention to exercise the authority allowed by this section.

A port authority may, with approval of the city, lease part or all of the district heating system or contract with respect to part or all of the district heating system, with any person, corporation, association, or public utility company for the purpose of constructing, improving, operating, or maintaining the district heating system.

Sec. 3. Minnesota Statutes 1982, section 465.74, is amended by adding a subdivision to read:

**Subd. 8. MANAGEMENT OF A DISTRICT HEATING SYSTEM BY A PORT AUTHORITY.** A statutory or home rule charter city within which a port authority has been created may delegate to the port authority some or all powers and responsibilities for the management and operation of a district heating system.

Sec. 4. Minnesota Statutes 1982, section 465.74, is amended by adding a subdivision to read:

**Subd. 9. OPERATION BY A COUNTY.** A statutory or home rule charter city may contract with a county to operate a district heating system for the provision of district heating services within some or all of the city.

Approved April 23, 1984

Changes or additions are indicated by underline, deletions by ~~strikeout~~.