

[DISCUSSION DRAFT]

119TH CONGRESS
1ST SESSION

H. R. _____

To provide for the electronic delivery of certain regulatory document required under the securities laws.

IN THE HOUSE OF REPRESENTATIVES

Mr. HUIZENGA introduced the following bill; which was referred to the Committee on _____

A BILL

To provide for the electronic delivery of certain regulatory document required under the securities laws.

1 *Be it enacted by the Senate and House of Representa-*
2 *tives of the United States of America in Congress assembled,*

3 **SECTION 1. SHORT TITLE.**

4 This Act may be cited as the “Improving Disclosure
5 for Investors Act of 2025”.

6 **SEC. 2. ELECTRONIC DELIVERY.**

7 (a) PROMULGATION OF RULES.—Not later than 180
8 days after the date of the enactment of this section, the
9 Securities and Exchange Commission shall propose and,

1 not later than 1 year after the date of the enactment of
2 this section, the Commission shall finalize, rules, regula-
3 tions, amendments, or interpretations, as appropriate, to
4 allow a covered entity to satisfy the entity's obligation to
5 deliver regulatory documents required under the securities
6 laws to investors using electronic delivery.

7 (b) **REQUIRED PROVISIONS.**—Rules, regulations,
8 amendments, or interpretations the Commission promul-
9 gates pursuant to subsection (a) shall:

10 (1) With respect to investors that do not receive
11 all regulatory documents by electronic delivery, pro-
12 vide for—

13 (A) delivery of an initial communication in
14 paper form regarding electronic delivery;

15 (B) a transition period not to exceed 180
16 days until such regulatory documents are deliv-
17 ered to such investors by electronic delivery;
18 and

19 (C) during a period not to exceed 2 years
20 following the transition period set forth in sub-
21 paragraph (B), delivery of an annual notice in
22 paper form solely reminding such investors of
23 the ability to opt out of electronic delivery at
24 any time and receive paper versions of regu-
25 latory documents.

1 (2) Set forth requirements for the content of
2 the initial communication described in paragraph
3 (1)(A).

4 (3) Set forth requirements for the timing of de-
5 livery of a notice of website availability of regulatory
6 documents and the content of the appropriate notice
7 described in subsection (f)(3)(B).

8 (4) Provide a mechanism for investors to opt
9 out of electronic delivery at any time and receive
10 paper versions of regulatory documents.

11 (5) Require measures reasonably designed to
12 identify and remediate failed electronic deliveries of
13 regulatory documents.

14 (6) Set forth minimum requirements regarding
15 readability and retainability for regulatory docu-
16 ments that are delivered electronically.

17 (7) For covered entities other than brokers,
18 dealers, investment advisers registered with the
19 Commission, and investment companies, require
20 measures reasonably designed to ensure the con-
21 fidentiality of personal information in regulatory
22 documents that are delivered to investors electroni-
23 cally.

24 (c) RULE OF CONSTRUCTION.—Nothing in this sec-
25 tion shall be construed as altering the substance or timing

1 of any regulatory document obligation under the securities
2 laws or regulations of a self-regulatory organization.

3 (d) TREATMENT OF REVISIONS NOT COMPLETED IN
4 A TIMELY MANNER.—If the Commission fails to finalize
5 the rules, regulations, amendments, or interpretations re-
6 quired under subsection (a) before the date specified in
7 such subsection—

8 (1) a covered entity may deliver regulatory doc-
9 uments using electronic delivery in accordance with
10 subsections (b) and (c); and

11 (2) such electronic delivery shall be deemed to
12 satisfy the obligation of the covered entity to deliver
13 regulatory documents required under the securities
14 laws.

15 (e) OTHER REQUIRED ACTIONS.—

16 (1) REVIEW OF RULES.—The Commission
17 shall—

18 (A) within 180 days of the date of enact-
19 ment of this Act, conduct a review of the rules
20 and regulations of the Commission to determine
21 whether any such rules or regulations require
22 delivery of written documents to investors; and

23 (B) within 1 year of the date of enactment
24 of this Act, promulgate amendments to such
25 rules or regulations to provide that any require-

1 ment to deliver a regulatory document “in writ-
2 ing” may be satisfied by electronic delivery.

3 (2) ACTIONS BY SELF-REGULATORY ORGANIZA-
4 TIONS.—Each self-regulatory organization shall
5 adopt rules and regulations, or amend the rules and
6 regulations of the self-regulatory organization, con-
7 sistent with this Act and consistent with rules, regu-
8 lations, amendments, or interpretations finalized by
9 the Commission pursuant to subsection (a).

10 (3) RULE OF APPLICATION.—This subsection
11 shall not apply to a rule or regulation issued pursu-
12 ant to a Federal statute if that Federal statute spe-
13 cifically requires delivery of written documents to in-
14 vestors.

15 (f) DEFINITIONS.—In this section:

16 (1) COMMISSION.—The term “Commission”
17 means the Securities and Exchange Commission.

18 (2) COVERED ENTITY.—The term “covered en-
19 tity” means—

20 (A) an investment company (as defined in
21 section 3(a)(1) of the Investment Company Act
22 of 1940 (15 U.S.C. 80a-3(a)(1))) that is reg-
23 istered under such Act;

24 (B) a business development company (as
25 defined in section 2(a) of the Investment Com-

1 pany Act of 1940 (15 U.S.C. 80a-2(a))) that
2 has elected to be regulated as such under such
3 Act;

4 (C) a registered broker or dealer (as such
5 terms are defined, respectively, in paragraphs
6 (4) and (5) of section 3(a) of the Securities Ex-
7 change Act of 1934 (15 U.S.C. 78c(a)));

8 (D) a registered municipal securities dealer
9 (as defined in section 3(a)(30) of the Securities
10 Exchange Act of 1934 (15 U.S.C. 78c(a)(30)));

11 (E) a registered government securities
12 broker or government securities dealer (as such
13 terms are defined, respectively, in paragraphs
14 (43) and (44) of section 3(a) of the Securities
15 Exchange Act of 1934 (15 U.S.C. 78c(a)));

16 (F) a registered investment adviser (as de-
17 fined in section 202(a)(11) of the Investment
18 Advisers Act of 1940 (15 U.S.C. 80b-
19 1(a)(11)));

20 (G) a registered transfer agent (as defined
21 in section 3(a)(25) of the Securities Exchange
22 Act of 1934 (15 U.S.C. 78c(a)(25))); or

23 (H) a registered funding portal (as defined
24 in the second paragraph (80) of section 3(a) of

1 the Securities Exchange Act of 1934 (15
2 U.S.C. 78c(a)).

3 (3) ELECTRONIC DELIVERY.—The term “elec-
4 tronic delivery”, with respect to regulatory docu-
5 ments, includes—

6 (A) the direct delivery of such regulatory
7 document to an electronic address of an inves-
8 tor;

9 (B) the posting of such regulatory docu-
10 ment to a website and direct electronic delivery
11 of an appropriate notice of the availability of
12 the regulatory document to the investor; and

13 (C) an electronic method reasonably de-
14 signed to ensure receipt of such regulatory docu-
15 ment by the investor.

16 (4) REGULATORY DOCUMENTS.—The term
17 “regulatory documents” includes—

18 (A) prospectuses meeting the requirements
19 of section 10(a) of the Securities Act of 1933
20 (15 U.S.C. 77j(a));

21 (B) summary prospectuses meeting the re-
22 quirements of—

23 (i) section 230.498 of title 17, Code of
24 Federal Regulations; or

1 (ii) section 230.498A of title 17, Code
2 of Federal Regulations;

3 (C) statements of additional information,
4 as described under section 270.30e-3(h)(2) of
5 title 17, Code of Federal Regulations;

6 (D) annual and semi-annual reports to in-
7 vestors meeting the requirements of section
8 30(e) of the Investment Company Act of 1940
9 (15 U.S.C. 80a-29(e));

10 (E) notices meeting the requirements
11 under section 270.19a-1 of title 17, Code of
12 Federal Regulations;

13 (F) confirmations and account statements
14 meeting the requirements under section
15 240.10b of title 17, Code of Federal Regula-
16 tions;

17 (G) proxy statements meeting the require-
18 ments under section 240.14a-3 of title 17, Code
19 of Federal Regulations;

20 (H) privacy notices meeting the require-
21 ments of Regulation S-P under subpart A of
22 part 248 of title 17, Code of Federal Regula-
23 tions;

24 (I) affiliate marketing notices meeting the
25 requirements of Regulation S-AM under sub-

1 part B of part 248 of title 17, Code of Federal
2 Regulations; and

3 (J) all other regulatory documents re-
4 quired to be delivered by covered entities to in-
5 vestors under the securities laws and the rules
6 and regulations of the Commission and the self-
7 regulatory organizations.

8 (5) SECURITIES LAWS.—The term “securities
9 laws” has the meaning given the term in section
10 3(a) of the Securities Exchange Act of 1934 (15
11 U.S.C. 78c(a)).

12 (6) SELF-REGULATORY ORGANIZATION.—The
13 term “self-regulatory organization” means—

14 (A) a self-regulatory organization, as de-
15 fined in section 3(a)(26) of the Securities Ex-
16 change Act of 1934 (15 U.S.C. 78c(a)(26));
17 and

18 (B) the Municipal Securities Rulemaking
19 Board.

20 (7) WEBSITE.—The term “website” means an
21 internet website or other digital, internet, or elec-
22 tronic-based information repository, such as a mobile
23 application, to which an investor of a covered entity
24 has been provided reasonable access.