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Act 10 Stakeholder Group Meeting Minutes – May 28, 2026

Participants (spoke)

- David Hall (Director, Business Services, SOS) — host
- Neil Rhodes (SOS Business Services)
- Koren Steventon (SOS Business Services)
- Kim Choquette (SOS Business Services)
- Michelle Bean (SOS Business Services)
- Alohita Nandagiri (Reframe Solutions — system architect)
- Nicole Killoran (Vermont Law & Graduate School — Small Business Law Center)
- Mary Parent (Downs Rachlin Martin)
- Chris Leff (Paul Frank + Collins)
- William “Chip” Mason (Gravel & Shea; Chair, Business Law Association)
- Kurt Lutes (Paralegal, Primmer Piper Eggleston & Cramer)
- Catherine Burke (private practice attorney)
- Sarah Heim (Dept. of Financial Regulation)
- Nick Grimley (Agency of Commerce & Community Development)
- Weiwei Wang (Vermont Professionals of Color Network)
- Chelsea Bardot Lewis (Vermont Businesses for Social Responsibility)
- Kim Velk (Vermont Bar Association)
- Carrie Allen (Association of Vermont Credit Unions)

Topics

- Current processes and support
- Potential new processes/procedures
- Online filing system improvements
- Small-business user experience and education
- Nonprofit reporting cadence
- Future agenda items

Discussion (succinct)

Current processes

- Exempt entity coding (financial institutions, (captive) insurance): Legacy data and process gaps are causing erroneous AR notices and involuntary terminations; cleanup and accuracy improvements needed.

- Support channels: Phone and email are primary; exploring AI Q&A/navigation and optional chat. Recent spam scare from a Florida firm triggered record call volumes; SOS sent cease-and-desist and is hiring to expand capacity.

Potential new processes/procedures

- Expedited processing: Strong support from practitioners for predictable, time-certain options (e.g., 1 hour, 1 business day), with fees. Certainty matters more than the exact window. Suggestion: at minimum, guaranteed 24-hour option; if not guaranteed, be explicit. Idea: accept emailed PDFs for an electronic timestamp to avoid costly hand delivery.
- Complex filings online: Broad support to add online/portal workflows (upload + staff processing) for conversions, mergers, domestications to eliminate mail/hand-delivery.
- Revocation of LLC termination: Interest in a statutory path to reverse accidental LLC terminations (parity with corporations).
- Address confidentiality vs service of process: Acknowledge national debate; aim to balance privacy with effective service.
- Voluntary demographic data: Useful (e.g., owner demographics, geography) but should be voluntary, skippable, and outside organizational documents to avoid burdens/improper delays; note some data is legislatively mandated (separate flow step with opt-in triggers).
- UCC API: In development to support direct filing for high-volume filers; gauge interest from VT law firms and financial institutions.

Online filing system

- Request to restore a “registered agent account” view and improve bulk agent change workflows.
- Desire for more robust public search/sorting/export (e.g., by agent) to align better with internal tools.

Small-business user experience and education

- Common pain points: LLC vs sole proprietor confusion; unclear directions; why certain steps are needed; some content harder to find than prior site; undated PDFs; regulatory confusion.
- Welcome email: SOS sends a post-formation “congrats/resources” email; group would like to review and provide feedback; suggestion to include service-provider contacts and training resources.
- Education partners: VLGS Small Business Law Center offers free public education/webinars (entities, contracts, transitions) and welcomes formal referral



partnership; VPCN refers clients regularly. Several attendees will issue client alerts on spam solicitations.

- Financial literacy gap: Many small businesses misunderstand DBAs, entity protections, and S-corp tax status; strong recommendation to engage accountants early and keep business/personal finances separate; SOS cannot give legal/tax advice but can connect to resources.

Nonprofit reporting cadence

- Mixed views: Some prefer keeping biennial to limit burden/cost; SOS sees frequent credential/board churn causing confusion and amendments between biennial filings.
- Possible path: Move to annual reporting at same or lower total cost to improve accuracy while minimizing burden; more discussion needed.

Future meetings (preview)

- Harmonize processes/timing/consequences across entity types (periodic reporting; admin dissolution/termination; fees).
- Review assumed names/partnerships/UNAs (registration duration, whether to add periodic reports).
- Update name availability rule and UCC rules (modernize from 2001).
- Registered agent functionality.

Decisions

No formal decisions. Emerging consensus:

- Add time-certain expedited processing options.
- Enable online workflows for conversions/mergers/domestications (even if staff-processed after upload).
- Keep demographic collection voluntary and outside formation documents.
- Explore restoring/improving agent-facing functionality and public search/export.

Next steps / Action items

David/SOS:

- Clean up legacy exempt-entity data; tighten exemption coding going forward.
- Scope expedited processing tiers, SLAs, and fees; consider guaranteed 24-hour option and feasibility of timestamp-by-email.
- Advance online workflows for complex filings (conversions/mergers/domestications).
- Continue UCC API build; poll VT law firms/financial institutions for interest.
- Share the current “new business welcome” email with this group for feedback; consider adding statewide support resources and training links.



- Evaluate AI/chat support; proceed with hiring to expand support capacity.
- Schedule next meeting (likely last Wednesday of June) with agenda: harmonization, assumed names/UNAs, name rule, UCC rules, and registered agent functionality.

Law firms/partners (Mary, Chip, Chris, others)

- Provide concrete needs on expedited time windows and use cases; share any fee tolerance guidance.
- Consider issuing client alerts to educate customers on spam solicitations and how SOS communicates.
- Send feedback on the welcome email and suggested content/resources.

Education/support orgs (Nicole/VLGS, VPCN, VBSR, VBA)

- Share links to educational offerings; coordinate with SOS on referral language and visibility.
- Continue accepting referrals for small business education (not legal advice).

All participants

- Send additional comments and topic suggestions to David ahead of the next session, including nonprofit annual-vs-biennial perspectives and registered agent needs.