



this ISSUE

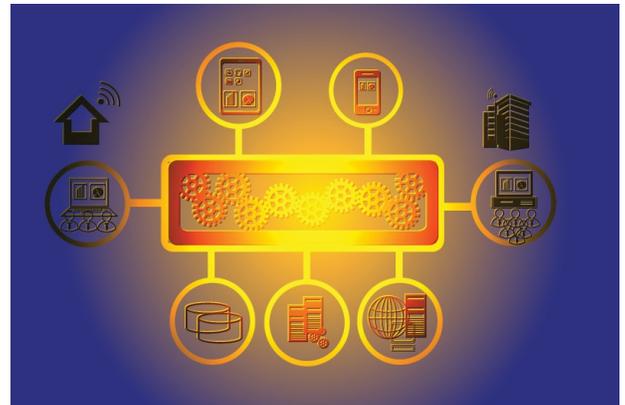
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Focus Group—New Filing System

In November, members from service organizations, legal firms, division management, and our business analyst got together to discuss common goals for the new corporations and charities filing system.



This upfront discussion covered items marked as “wants or needs” for the replacement system and requests from frequent users of the current system.

Subjects covered include:

- Super User Features
- Real Time Filing
- Delegating Filing Authority
- Common File Formats
- Notification Subscriptions
- Global Address Changes
- Payment Options
- Search Services
- Online Certificates
- Alternate Name Suggestions
- Registered Agent Directories, and
- Other Miscellaneous Items

We have wrapped up the “business analysis” stage of the project and are now moving into the RFP (request for proposal) for the user interface design to be completed mid-2014. Based on the current project plan, the new system should be live to the public by early 2016.

the BUZZ**2014 fiscal year statistics:**October 1—
December 31, 2013New formations/
registrations:**13,196**Total active
businesses:**431,313**

Annual reports filed:

78,760

Received mail:

19,181Scanned
documents:**112,309**

Phone calls:

34,598Average time to
answer calls:**2 minutes, 11 seconds****HAPPENINGS****Charities and nonprofit education program!**

The Charity and Nonprofit Education Program had a very successful year, with its final symposium of 2013 bringing in a record crowd of nearly 200. More and more people are requesting that we provide workshops in their area and that makes for 2014 to be a very busy year. We started off with a governance workshop in Bellingham on Jan 31. There are nine more workshops planned through June 2014. Be sure to keep an eye on our training page to see when we're coming to an area near you.



www.sos.wa.gov/charities/training

We have also made additional resources available on our training page. There you will find valuable links to outside agencies like the IRS, Department of Revenue, and handouts from workshops that have already been completed, as well as other resources to help an organization be successful in the delivery of its mission.

2013 Calendar Year Filing Statistics

2013 has proven itself to be a busy year for legal entity registrations. Below are the combined numbers for the Corporations and Charities Division, calendar year 2013:

New formations/registrations:

57,183

Total active businesses:

431,313

Annual reports filed:

353,523

Received mail:

83,311

Scanned documents:

647,326

Phone calls:

146,005

Average time to answer calls:

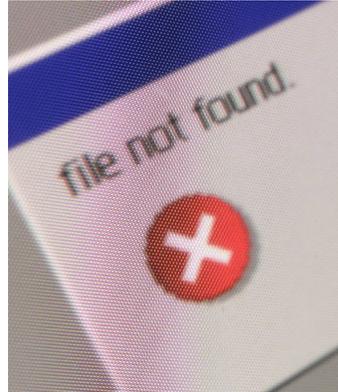
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HIGHLIGHTS

FAQ for out-of-state businesses

Q; My business was formed or created in another state. Do I need to register in Washington State if I am doing business there?

A: The Washington Office of Secretary of State's Corporations and Charities Division does not evaluate or determine if a business qualifies as "doing business" in Washington State. Businesses are encouraged to seek legal advice to answer this question because it involves several topics like business liability, personal liability, business licensing, taxation and others. The Corporations and Charities Division will help you with the appropriate filing once you have made your decision.



Laws that may apply to out-of-state registration with the Secretary of State's Office include:

Limited Liability Companies (LLCs) [RCW 25.15](#)

Profit Corporations [RCW 23B.15](#)

Nonprofit Corporations [RCW 24.03](#)

Limited Partnerships [RCW 25.10](#)

Limited Liability Partnerships [RCW 25.05](#)

Legislative update 2014 session

The 2014 legislative session is underway and the Corporation and Charities Division will monitor bills that may impact the way businesses and records are filed with our office.

Currently, SB 5999 (WSBA requested legislation) has been submitted to address entity conversions. This law would authorize conversion for an organization to and from an LLC, and also to and from a domestic corporation. Exclusions apply to certain entities such as nonprofit corporations, miscellaneous corporations, and quasi-governmental organizations.



Tips & Tidbits

Information about officers, directors, members and managers:

Officers/Directors/Members/Managers may be updated on the annual report. If you need the changes made before it is due, an amended report form can be obtained from our office. We will need your UBI number or the business name as recorded to determine which form you need to use. Contact corps@sos.wa.gov or call 360-725-0377.

Do you need to remove your name from the business and public records?

Changes to records start internally with the corporation or LLC. The corporation or LLC will then need to update the public record with our office. If you have questions about removing your name from the internal business records, please contact the business directly or seek legal advice.

If your name appears on public record for a business you know nothing about:

Contact our office at corps@sos.wa.gov or 360-725-0377. You may also select this link to get more information to [Prevent and Detect Business Identity Theft](#)

A message for businesses from the State OCIO

To Business Owners:

We want to bring to your attention a significant business risk facing all business owners. As most of your technology support staff are already aware, **personal computers (PCs) of a certain type, if running in your business after April 8, 2014, will come under significant risk of attack.**

On April 8, 2014, Microsoft's Windows XP and Office 2003 will both reach end of life and will no longer be supported. This means that Microsoft will no longer provide automatic fixes, security updates, or online technical assistance for these 10-year-old products.



The migration off of Windows XP to newer versions or other operating systems is well under way in most businesses. Other businesses may not be aware, or pockets of these older PCs may remain.

Examples of some of the risks include:

- Unauthorized access and disclosure of business data;
- Corruption of documents and files;
- Stolen employee or contractor login credentials;
- Unauthorized access to business networks and systems;
- Infection of your PCs could compromise your client's networks if you have regular access;
- Disruption or failure of systems and machinery if controlled by XP computers (building security systems, large heating and air conditioning systems, pumps and water systems, for example).

In response, business owners should verify with their computer support staff that the migration off of Windows XP is complete, or will be complete by April 8, 2014. Please follow this link to a Microsoft website for further information and resources: <http://www.microsoft.com/en-us/windows/enterprise/endofsupport.aspx> .

If you allow your employees to work from home, this concern applies to their PCs as well.

If you are a contractor with the state of Washington, we have adopted a policy on Windows XP Migration that requires compliance for all companies contracting for state of Washington business. It can be found at: <http://ofm.wa.gov/ocio/policies/documents/142.pdf> .

This quarterly newsletter from the Secretary of State's Corporations and Charities Division was created to provide general information that may be of interest to businesses, and the organizations that service businesses. It is also a great opportunity to share details of projects and issues being covered by this office.

Starting with this publication, we will continue delivering this newsletter via email distribution, but will no longer be mailing paper copies.

If you would like to be added to the quarterly distribution list please contact:

Patrick Reed, at:
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If you have information you wish to submit, or topics you would like to see in more detail, please email:
patrick.reed@sos.wa.gov