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## Meet our new Division Director!

Secretary of State Kim Wyman has appointed Assistant Attorney General Tsering Cornell as director of the Washington State Division of Corporations & Charities.

Cornell succeeds Pam Floyd, a 15-year veteran of the Office of Secretary of State, who is retiring to her home state of Wyoming.

Cornell has been the Assistant Attorney General for the office and has worked closely with the Corporations Division.

Cornell was cheered by division staffers when she was introduced as their new leader. Cornell noted that she had already met and worked with many of the employees and is excited to join such a smart and hard-working crew.

Cornell joined Attorney General Bob Ferguson's office three years ago and has represented a variety of state agencies, including OSOS, Department of Retirement Systems, Board for Volunteer Fire Fighters, Citizen Salary Commission for Elected Officials, Board of Tax Appeals and Freight Mobility Strategic Investment Board.

In 2015, Ferguson awarded Cornell the William V. Tanner award for outstanding achievement early in her career. Cornell serves on the Washington State Bar Committee for Diversity and volunteers as a member of United States District Court Western District of Washington Pro Bono Panel.

Prior to joining the AGO, she was an associate in the Business group at Cooley LLP, where she advised a variety of corporate clients, including investors and companies through all stages of a company's life cycle – from incorporation, to rounds of financing, and through IPO, merger or acquisition.

Cornell holds a Master's Degree in Education from Alliant International University and taught 10th grade World History prior to attending law school. She is a graduate of the University of California Hastings School of Law and Dartmouth College.



## the BUZZ

### 2016 Quarterly Statistics:

January 1— March 31,  
2016

New formations/  
registrations:

**14,993**

Total active  
businesses:

**475,871**

Annual reports filed:

**93,209**

Received mail:

**20,213**

Phone calls:

**41,946**

Average time to  
answer calls:

**3 minutes**

## HAPPENINGS



### There are big changes coming with Charities Program filings!

In order to provide better service to our customers, we're happy to announce that Charities registrations will be moving to online.

Effective May 1, 2017, all charitable organization registration/renewals, commercial fundraiser registration/renewals, and charitable trust renewals must be filed online with the Charities Program (WAC 434-120-035).

This new online filing system will bring many changes to how Charities documents are processed. Please visit our web site: <http://www.sos.wa.gov/charities> to obtain updates and to file your forms.

Should you have any questions or concerns please feel free to call the Charities program at 360-725-0378 and speak with a customer service representative.

## Update on the replacement filing system

After an extensive Requirements Validation with the vendor, PCC Technology Group, the impact of the HUB legislation on our business requirements is such that we have altered the approach to system build and implementation.



The new solution will be delivered in two segments, Segment 1 Corporations and Trademarks, followed by Segment 2, Charities and Trusts. The first releases of code for internal testing and feedback is scheduled to arrive from the vendor in middle-to-late May. Three more code releases are scheduled to follow, with User Acceptance Testing, as well as Staff Training on the new system to begin in August. Go Live is targeted for late October. Segment 2, Charities and Trusts will follow a similar cadence, with Go Live targeted for late January 2017.

OSOS changed to this approach so that we could incorporate the largest amount of the changes mandated by the legislation at the earliest possible date, while maintaining an acceptable level of project risk. While the HUB legislation has been a major challenge to our project timeline, OSOS is excited about bringing this functionality in to the solution at the earliest possible date.

## HIGHLIGHTS

### 2016 Changes to Accommodate New Laws

New Laws that took effect January 1, 2016 (RCW 23.95 & RCW 25.15) that have made significant changes to the way we process documents, including changes to the information we gather from businesses.



Here are some of the notable changes:

- All foreign entities now file the same [Foreign Entity Registration](#). Each of the types such as Corporations, LLCs, LPs, and Nonprofit Corporations file the same forms to register or make changes in Washington State.
- A listing was created for [Commercial Registered Agents](#). Commercial Agents can file a listing statement that establishes their registration and allows more flexibility in the way they manager their clients. Commercial Registered Agents are also displayed on our website as reference for customers seeking their type of services.
- Noncommercial Registered agents serve the same role that a regular registered agent did in the past.
- When selecting or making changes to a registered agent you must now file a [Designation of Registered Agent](#) form.
- Most domestic and foreign entities now file the same Annual Report and [Amended Annual Report](#).
- Annual reports require different information such as Principal Office replaced Principal Place of Business, terminology of "Governors" have replaced "Governing Persons", titles and addresses of Governors are no longer collected (except Profit Corporations still require an address for each Governor)
- Domestic Entities now have 120 days to correct missed filings before being administratively dissolved. Previously it was 60 days.
- These and other changes can be found in [RCW 23.95](#) and [RCW 25.15](#)

## Tips & Tidbits

Don't forget to use **live chat**! Need a quick answer to a question? Need to check the status of a filing, or check a name availability?

Use our **live chat** service. It routes to the same customer service teams that you know so well and can speed up your response depending on the level of question.

You can find the **live chat** button on several web pages starting with

### [Contact Us](#)

What is a **Commercial Registered Agent**?

A Commercial Registered Agent can be a person or a business. You must register with the Corporations Division via the **Commercial Registered Agent Listing Statement**.

Once registered your name will appear on the list available at our website. Being a commercial agent could help you with managing you clients or when making changes. Find more information at [RCW 23.95](#) article 4.

You can also visit our [Commercial Registered Agent](#) page to obtain forms.

## Forms generator update

In mid-2015 we started using a generator for customer self-service on commonly used forms.

Now, this generator can provide you with forms for Initial, Annual, and Amended Reports for most entities.

You can also generate Reinstatement paperwork for domestic entities that have lapsed in status, but have not exceeded the 5 year limitation.

It also reduces the need to place calls to our office, the need to wait for forms to arrive by mail, or to wait for an email to be processed in order received.

You can simply enter the UBI number:

- Select from the forms available based on status of the business.
- Determine if you want to expedite the filing for an additional fee.
- Select "create the form" so you can print the form and fill it out (a PDF will be generated).
- Return the completed form to our office with payment, it will be processed in the order received, or within 2 business days if expedited service was selected

Critical areas will be pre-filled such as the entity legal name, registered agent information, and the UBI number.

Our next step is to make these generated forms available in a fillable PDF format. This will allow you to generate the form, complete it on your screen, and print it for signature without having to handwrite all the details. We hope to have the upgraded version available for you later this year.

[Click here to Use the Forms Generator](#)



This quarterly newsletter from the Secretary of State, 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.

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 or if you have information you wish to submit please contact:

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