Our role in registering and maintaining information about businesses operating in Connecticut
WHO WE ARE AND WHAT WE DO

- Officially named the “Commercial Recording Division”—operating under a name that better describes what we do.

- Maintain the record of birth, major lifetime events and dissolution of business entities, including the registration of foreign entities seeking authority to transact business in Connecticut.

- Maintain the public record of the Uniform Commercial Code

- Gateway Agency—Often the first point of contact with the State of Connecticut

Entities include:
- Business Corporations
- Nonstock Corporations
- LLC’s
- LP’s
- LLP’s
- Statutory Trusts

High Volume Filing Office
- Approx. 750K filings/year
- >$30 million annual revenue in filing fees
- Approx. 300K active entities
STATUTORILY PRESCRIBED OPERATIONAL ENVIRONMENT

- Ministerial Role
- Prescriptive Statutes—little discretion
- Ministerial Standard of Review

“If a form is properly completed with data in all the required fields, and if the fee is paid, we MUST file the document.”

- Judicial Order required to remove document from record
- Statutes establish criminal code violations for fraudulent/harassment filings
- Statutes provide civil recourse for harmed parties
A RECORD OF POSITIVE PARTNERSHIPS TO IMPROVE LAWS AND SERVICES

The BSD partners actively and regularly with many agencies and organizations, including:

- Int’l Assn. of Commercial Administrators*
- CT Economic Resource Center
- Int’l Assn. of Commercial Administrators*
- CT Bar Association Business Law Section Executive Committee
- CT Data Collaborative
- CT Bar Association Business Law Section Executive Committee
- Dept. of Revenue Services
- Chambers of Commerce
- Dept. of Economic & Community Development
- Dept. of the Governor
- Office of the Governor
- Small Business Development Center
- Dept. of Labor
- U.S. Dept. of Commerce
- ReSet Social Enterprise Trust
- CT Business Expo
- Nat’l Assn. of Secretaries of State*
- Legal Advisory Committees to Law Revision Committee
- Chambers of Commerce

* Participation ensures that the BSD develops best practices and operates efficiently.
THE BSD—HARNESSING MODERN TECHNOLOGIES TO DRIVE EFFICIENCY AND CONVENIENCE

- Mandatory Online Filing of Annual Reports
  - 98% Adoption Rate
  - Agency has overcome historic backlogs
  - Agency has absorbed 29% staffing reductions through attrition
  - Agency can handle increasing volumes of work with stable workforce

Welcome to the Business Startup Tool

The Business Startup Tool will help you to get your business started in Connecticut on the right footing, using an online tool that leads you easily through all the steps. If you operate an existing foreign entity that is formed under the laws of another jurisdiction, you can also use the Business Startup Tool to register your Certificate of Authority. The Business Startup Tool is brought to you by Secretary of the State Denise W. Merrill.

Connecticut... your business starts here!
Secretary of State Denise Merrill

Award-winning Online Business Startup Tool
THE BSD—HARNESSING MODERN TECHNOLOGIES TO DRIVE EFFICIENCY AND CONVENIENCE

➢ An unprecedented level of new online filing options
  • Frontloaded the automation of the most popular filings and services, including Certificates of Legal Existence
  • All UCC filings are now automated—80%+ online filing rate
  • Many more online services to come, including online business formation and registration

➢ Agency has met many significant law changes with timely automation responses
  • Benefit Corporation Act—Database tracks benefit status of domestic corporations
  • CETA—Connecticut Entity Transaction Act—a business-friendly law
  • UCC Revised Article 9
  • Amendments to the CBCA (CT Business Corporation Act)
All challenges are resource-based

- Transitioning from heavy volume paper filing office to a largely automated filing office with heavy phone traffic and assisting customers with online filing navigational issues
  - Need to update our staffing model over time to meet the new mission
  - Call center; multi-task

- More complex legal filings (CETA)—Will need additional attorney and para-professional positions
CHALLENGES FACING THE BSD (RELATIVE TO THE COMMISSION’S WORK)

• Development of the Online Business App (CONCORD) lagged due to inconsistent funding in past
  o Some IT funding in 2011 helped
  o Will need funding to grow system to match DE

• BSD’s automation and online functions are constrained by the interface with state-wide IT infrastructure
  o May require upgrade in server capacity to match DE’s system in terms of processing speed and service.

➢ Competing with Delaware requires commitment of resources on par with that state.
Questions?

Thank you for your time and attention.