

1 TO THE HOUSE OF REPRESENTATIVES:

2 The Committee on Commerce & Economic Development to which was
3 referred Senate Bill No. 138 entitled “An act relating to promoting economic
4 development” respectfully reports that it has considered the same and
5 recommends that the House propose to the Senate that the bill be amended by
6 striking out all after the enacting clause and inserting in lieu thereof the
7 following:

8 **A. General Commerce**

9 * * * Facilitating Business Rapid Response to Declared State Disasters * * *

10 Sec. A.1. FINDINGS

11 The General Assembly finds:

12 (1) During times of storm, flood, fire, earthquake, hurricane, or other
13 disaster or emergency, many businesses bring in resources and personnel from
14 other states throughout the United States on a temporary basis to expedite the
15 often enormous and overwhelming task of cleaning up, restoring, and repairing
16 damaged buildings, equipment, and property or even deploying or building
17 new replacement facilities in the State.

18 (2) This may involve the need for out-of-state businesses, including
19 out-of-state affiliates of businesses based in the State to bring in resources,
20 property, or personnel that previously have had no connection to the State, to
21 perform activity in the State including repairing, renovating, installing,

1 building, rendering services, or other business activities and for which
2 personnel may be located in the State for extended periods of time to perform
3 these activities.

4 (3) During the time of operating in the State on a temporary basis solely
5 for purposes of helping the State recover from the disaster or emergency, these
6 businesses and individual employees should not be burdened by any
7 requirements for business and employee taxes as a result of such activities in
8 the State for a temporary period.

9 (4) The State’s nexus and residency thresholds are intended for
10 businesses and individuals in the State as part of the conduct of regular
11 business operations or who intend to reside in the State and should not be
12 directed at businesses and individuals coming into the State on a temporary
13 basis to provide help and assistance in response to a declared State disaster or
14 emergency.

15 (5) To ensure that businesses may focus on quick response to the needs
16 of the State and its citizens during a declared State disaster or emergency it is
17 appropriate for the General Assembly to deem that such activity for a
18 reasonable period of time before, during, and after the disaster or emergency
19 for repairing and restoration of the often devastating damage to critical
20 property and infrastructure in the State as defined in this act shall not establish

1 presence, residency, nor doing business in the State nor any other criteria for
2 purposes of State and local taxes, licensing, and regulatory requirements.

3 **Sec. A.2.** 11 V.S.A. chapter 16 is added to read:

4 CHAPTER 16. BUSINESS RAPID RESPONSE TO

5 DECLARED STATE DISASTERS

6 § 1701. DEFINITIONS

7 In this chapter:

8 (1) “Critical infrastructure” means property and equipment owned or
9 used by communications networks, **and** electric generation, transmission and
10 distribution systems., ~~gas distribution systems, water pipelines, and related~~
11 ~~support facilities that services multiple customers or citizens including real and~~
12 ~~personal property such as buildings, offices, lines, poles, pipes, structures, and~~
13 ~~equipment.~~

14 (2) “Declared State disaster or emergency” means a disaster or
15 emergency event:

16 (A) for which a Governor’s state of emergency proclamation has
17 been issued;

18 (B) for which a Presidential declaration of a federal major disaster or
19 emergency has been issued; or

20 (C) other disaster or emergency event within the State for which a
21 good faith response effort is required, and for which **the Commissioner of the**

1 Department of Public Service ~~another authorized official of the State~~ is given
2 notification from the registered business and the Commissioner, official in in
3 consultation with the Director of the Division of Emergency Management,
4 Department of Public Safety, designates the event as a disaster or emergency
5 thereby invoking the provisions of this chapter.

6 **(D) “Declared State disaster or emergency” does not include an**
7 **emergency or situation arising solely from a labor dispute.**

8 (3) “Disaster response period” means a period that begins ten days prior
9 to the first day of the Governor’s proclamation, the President’s declaration, or
10 designation by another authorized official of the State as set forth in this
11 chapter, whichever occurs first, and that extends 60 calendar days after the
12 declared State disaster or emergency, ~~or any longer period authorized by the~~
13 Governor.

14 (4) “Disaster- or emergency-related work” means repairing, renovating,
15 installing, building, rendering services, or other **non-retail** business activities
16 **in areas of the state affected by the declared State disaster or emergency**
17 that relate to critical infrastructure that has been damaged impaired or
18 destroyed by the declared State disaster or emergency.

19 (5) **“Mutual Assistance Agreement” means an agreement to which**
20 **one or more registered businesses and one or more out-of-state businesses**
21 **are party and pursuant to which an electric or telephone utility**

1 **municipally may request and receive assistance from an out-of-state**
2 **business for performance of disaster or emergency related work by the**
3 **out-of-state business during the disaster response period.**

4 (6)(A) “Out-of-state business” means a business entity that, except for
5 disaster- or emergency-related work, has no presence in the State and conducts
6 no business in the State whose services are requested pursuant to a Mutual
7 Assistance Agreement by a registered business or by a State or local
8 government for purposes of performing disaster- or emergency-related work
9 on critical infrastructure in the State.

10 (B) “Out-of-state-business” also includes a business entity that is
11 affiliated with a the registered business in the State solely through common
12 ownership.

13 (C) An out-of-state business has no registrations or tax filings or
14 nexus in the State other than disaster- or emergency-related work during the
15 tax year immediately preceding the declared State disaster or emergency.

16 (6) “Out-of-state employee” means an employee who does not work in
17 the State, except for disaster- or emergency-related work during the disaster
18 response period.

19 (7) “Registered business in the State” or “registered business” means a
20 business entity that is currently registered with the Secretary of State to do
21 business in the State prior to the declared State disaster or emergency.

1 § 1702. OBLIGATIONS AFTER DISASTER RESPONSE PERIOD

2 (a) Business and employee status during disaster response period.

3 (1)(A) An out-of-state business that conducts operations within the State
4 for purposes of performing work or services related to a declared State disaster
5 or emergency during the disaster response period shall not be considered to
6 have established a level of presence that would require that business to register,
7 file, or remit State or local taxes or that would require that business or its
8 out-of-state employees to be subject to any State licensing or registration
9 requirements.

10 (B) This includes any State or local business licensing or registration
11 requirements or State and local taxes or fees, including unemployment
12 insurance, State or local occupational licensing fees, sales and use tax,
13 ad valorem tax on equipment brought into the State temporarily for use during
14 the disaster response period and subsequently removed from the State, and
15 Public Service Board or Secretary of State licensing and regulatory
16 requirements.

17 (C) For purposes of any State or local tax on or measured by, in
18 whole or in part, net or gross income or receipts, all activity of the out-of-state
19 business that is conducted in this State pursuant to this chapter shall be
20 disregarded with respect to any filing requirements for such tax, including the

1 filing required for a unitary or combined group of which the out-of-state
2 business may be a part.

3 (D) For the purpose of apportioning income, revenue, or receipts, the
4 performance by an out-of-state business of any work in accordance with this
5 section shall not be sourced to or shall not otherwise impact or increase the
6 amount of income, revenue, or receipts apportioned to this State.

7 (2)(A) An out-of-state employee shall not be considered to have
8 established residency or a presence in the State that would require that person
9 or that person’s employer to file and pay income taxes or to be subjected to tax
10 withholdings or to file and pay any other State or local tax or fee during the
11 disaster response period.

12 (B) This includes any related State or local employer withholding and
13 remittance obligations, but does not include any transaction taxes or fees as
14 described in subsection (b) of this section.

15 **(3) If an out-of-state employee is injured while performing disaster-**
16 **or emergency-related work and is entitled to to compensation for such**
17 **injury under the law of the state where he or she was hired, he or she**
18 **shall be entitled to enforce against his or her employer his or her rights in**
19 **this state, if his or her rights are such that they can be reasonably**
20 **determined and dealt with by the Commissioner of Labor and the courts**

1 **in this state.** [*Based on 20 VSA sec. 620 and Letourneau v. AN*
2 *Deringer/Wausau Ins. Co., 2008 VT 106, 184 Vt. 422, 966 A.2d 133 (2008)*]

3 **(4) If required by the laws in which an out-of-state employee resides,**
4 **an out of state business shall continue to contribute to the unemployment**
5 **insurance trust fund of such state while the out-of-state employee is**
6 **performing disaster- or emergency-related work in this state.**

7 (b) Transaction taxes and fees. An out-of-state business and an out-of-state
8 employee shall be required to pay transaction taxes and fees including fuel tax,
9 sales and use tax on materials or services consumed or used in the State subject
10 to sales and use tax, rooms and meals tax, car rental taxes or fees that the
11 out-of-state affiliated business or out-of-state employee purchases for use or
12 consumption in the State during the disaster response period, unless such taxes
13 are otherwise exempted during a disaster response period.

14 (c) Business or employee activity after disaster response period. An
15 out-of-state business or out-of-state employee that remains in the State after the
16 disaster response period will become subject to the State’s normal standards
17 for establishing presence, residency, or doing business in the State and will
18 therefore become responsible for any business or employee tax requirements
19 that ensue.

20 **§ 1703. ADMINISTRATION**

21 (a) Notification of out-of-state business during disaster response period.

1 (1) The out-of-state business that enters the State shall, upon request,
2 provide to the Secretary of State a statement that it is in the State for purposes
3 of responding to the disaster or emergency, which statement shall include the
4 business’s name, state of domicile, principal business address, federal tax
5 identification number, date of entry, and contact information.

6 (2) A registered business in the State shall, upon request, provide the
7 information required in subdivision (1) of this subsection for any affiliate that
8 enters the State that is an out-of-state business.

9 (3) The notification shall also include contact information for the
10 registered business in the State.

11 (b) Notification of intent to remain in State. An out-of-state business or an
12 out-of-state employee that remains in the State after the disaster response
13 period shall complete State and local registration, licensing, and filing
14 requirements that ensue as a result of establishing the requisite business
15 presence or residency in the State applicable under the existing law.

16 (c) Procedures. The Secretary of State may adopt necessary rules, develop
17 and issue forms or online processes, and maintain and make available an
18 annual record of any designations pursuant to this chapter to carry out these
19 administrative procedures.

20 * * * Liability Insurance and Transportation Network Companies * * *

21 Sec. A.3. 23 V.S.A. chapter 11, subchapter 2A is added to read:

1 opportunities and risks of creating a presumption of validity for electronic facts
2 and records that employ blockchain technology.

3 * * * Fortified Wines * * *

4 Sec. A.6. 7 V.S.A. § 2 is amended to read:

5 § 2. DEFINITIONS

6 The following words as used in this title, unless a contrary meaning is
7 required by the context, shall have the following meaning:

8 * * *

9 (15) “Manufacturer’s or rectifier’s license”: a license granted by the
10 Liquor Control Board that permits the holder to manufacture or rectify
11 ~~spirituous liquors~~ spirits or fortified wines for export and sale to the Liquor
12 Control Board, or malt beverages and vinous beverages for export and sale to
13 bottlers or wholesale dealers. This license permits a manufacturer of vinous
14 beverages or fortified wines to receive from another manufacturer licensed in
15 or outside this ~~state~~ State bulk shipments of vinous beverages to rectify with
16 the licensee’s own product, provided that the vinous beverages or fortified
17 wines produced by a Vermont manufacturer may contain no more than
18 25 percent imported vinous beverage. The Liquor Control Board may grant to
19 a licensed manufacturer or rectifier a first-class restaurant or cabaret license or
20 first- and third-class restaurant or cabaret license permitting the licensee to sell
21 alcoholic beverages to the public only at the manufacturer’s premises, which,

1 for the purposes of a manufacturer of malt beverages, includes up to two
2 licensed establishments that are located on the contiguous real estate of the
3 holder of the manufacturer’s license, provided the manufacturer owns or has
4 direct control over those establishments. A manufacturer of malt beverages
5 who also holds a first-class restaurant or cabaret license may serve to a
6 customer malt beverage by the glass, not to exceed eight glasses at one time
7 and not to exceed four ounces in each glass. The Liquor Control Board may
8 grant to a licensed manufacturer or a rectifier of malt beverages a second-class
9 license permitting the licensee to sell alcoholic beverages to the public
10 anywhere on the manufacturer’s or rectifier’s premises. A licensed
11 manufacturer or rectifier of vinous beverages may serve, with or without
12 charge, at an event held on premises of the licensee or the vineyard property,
13 spirits and vinous beverages and malt beverages, provided the licensee gives
14 the Department written notice of the event, including details required by the
15 Department, at least five days before the event. Any beverages not
16 manufactured by the licensee and served at the event shall be purchased on
17 invoice from a licensed manufacturer or wholesale dealer or the Liquor Control
18 Board.

19 * * *

20 (19) “Second-class license”: a license granted by the control
21 commissioners permitting the licensee to export malt or vinous beverages and

1 to sell malt beverages or vinous beverages to the public for consumption off
2 the premises for which the license is granted. The Liquor Control Board may
3 grant a second-class licensee a fortified wine permit that permits the licensee to
4 export and to sell fortified wines to the public for consumption off the licensed
5 premises.

6 (20) “Spirits” or “spirituous liquors”: beverages that contain more than
7 one percent of alcohol obtained by distillation, by chemical synthesis, or
8 through concentration by freezing; ~~and~~ vinous beverages containing more than
9 ~~16~~ 23 percent of alcohol; and ~~all vermouths of any alcohol content~~; malt
10 beverages containing more than 16 percent of alcohol or more than six percent
11 of alcohol if the terminal specific gravity thereof is less than 1.009; in each
12 case measured by volume at 60 degrees Fahrenheit.

13 * * *

14 (22) “Third-class license”: a license granted by the Liquor Control
15 Board permitting the licensee to sell ~~spirituous liquors~~ spirits and fortified
16 wines for consumption only on the premises for which the license is granted.

17 (23) “Vinous beverages”: all fermented beverages of any name or
18 description manufactured or obtained for sale from the natural sugar content of
19 fruits; or other agricultural product, containing sugar, the alcoholic content of
20 which is not less than one percent nor more than 16 percent by volume at 60
21 degrees Fahrenheit, ~~except that all vermouths shall be purchased and retailed~~

1 ~~by and through the Liquor Control Board as authorized in chapters 5 and 7 of~~
2 ~~this title.~~

3 * * *

4 (27) “Special events permit”: a permit granted by the Liquor Control
5 Board permitting a person holding a manufacturer’s or rectifier’s license to sell
6 by the glass or by unopened bottle spirits, fortified wines, malt beverages, or
7 vinous beverages manufactured or rectified by the license holder at an event
8 open to the public that has been approved by the local licensing authority. For
9 the purposes of tasting only, the permit holder may distribute, with or without
10 charge, beverages manufactured by the permit holder by the glass no more than
11 two ounces per product and eight ounces total of malt beverages or vinous
12 beverages and no more than one ounce in total of spirits or fortified wines to
13 each individual. No more than ~~36~~ 104 special events permits may be issued to
14 a holder of a manufacturer’s or rectifier’s license during a year. A special
15 event permit shall be valid for the duration of each public event or four days,
16 whichever is shorter. Requests for a special events permit, accompanied by the
17 fee as required by subdivision 231(13) of this title, shall be submitted to the
18 Department of Liquor Control at least five days prior to the date of the event.
19 Each manufacturer or rectifier planning to attend a single special event under
20 this permit may be listed on a single permit. However, each attendance at a

1 special event shall count toward the manufacturer's or rectifier's ~~36~~ 104
2 special-event-permit limitation.

3 (28) "Fourth-class license" or "farmers' market license": the license
4 granted by the Liquor Control Board permitting a manufacturer or rectifier of
5 malt ~~or~~ beverages, vinous beverages, fortified wines, or spirits to sell by the
6 unopened container and distribute, by the glass, with or without charge,
7 beverages manufactured by the licensee. No more than a combined total of ten
8 fourth-class and farmers' market licenses may be granted to a licensed
9 manufacturer or rectifier. At only one fourth-class license location, a
10 manufacturer or rectifier of vinous beverages, malt beverages, fortified wines,
11 or spirits may sell by the unopened container and distribute by the glass, with
12 or without charge, vinous beverages, malt beverages, fortified wines, or spirits
13 produced by no more than five additional manufacturers or rectifiers, provided
14 these beverages are purchased on invoice from the manufacturer or rectifier. A
15 manufacturer or rectifier of vinous beverages, malt beverages, fortified wines,
16 or spirits may sell its product to no more than five additional manufacturers or
17 rectifiers. A fourth-class licensee may distribute by the glass no more than two
18 ounces of malt beverages or vinous beverage with a total of eight ounces to
19 each retail customer and no more than one-quarter ounce of spirits or fortified
20 wine with a total of one ounce to each retail customer for consumption on the
21 manufacturer's premises or at a farmers' market. A fourth class licensee may

1 distribute by the glass up to four mixed drinks containing a combined total of
2 no more than one ounce of spirits or fortified wine to each retail customer for
3 consumption only on the manufacturer’s premises. A farmers’ market license
4 is valid for all dates of operation for a specific farmers’ market location.

5 * * *

6 (38) “Fortified wines”: vinous beverages, including those to which
7 spirits have been added during manufacture, containing at least 16 percent
8 alcohol but no more than 23 percent alcohol by volume at 60 degrees
9 Fahrenheit, and all vermouths containing no more than 23 percent alcohol by
10 volume at 60 degrees Fahrenheit.

11 Sec. A.7. 7 V.S.A. § 104 us amended to read:

12 § 104. DUTIES; AUTHORITY TO RESOLVE ALLEGED VIOLATIONS

13 The Board shall have supervision and management of the sale of ~~spiruous~~
14 ~~liquors~~ spirits and fortified wines within the State in accordance with the
15 provisions of this title, and through the Commissioner of Liquor Control shall:

16 * * *

17 Sec. A.8. 7 V.S.A. § 107 is amended to read:

18 § 107. DUTIES OF COMMISSIONER OF LIQUOR CONTROL

19 The ~~commissioner of liquor control~~ Commissioner of Liquor Control shall:

20 * * *

1 (2) Make regulations subject to the approval of the ~~board~~ Board
2 governing the hours during which such agencies shall be open for the sale of
3 ~~spirituous liquors, spirits and fortified wines and~~ governing the qualifications
4 ~~and, department, and salaries of the agencies' employees therein and the~~
5 ~~salaries thereof.~~

6 (3) Make regulations subject to the approval of the ~~board~~ Board
7 governing:

8 (A) the prices at which spirituous liquors spirits shall be sold in such
9 by local agencies, and the method of for their delivery thereof, and the
10 quantities of spirituous liquors to spirits that may be sold to any one person at
11 any one time; and

12 (B) the minimum prices at which fortified wines shall be sold by
13 local agencies and second-class licensees that hold fortified wine permits, the
14 method for their delivery, and the quantities of fortified wines that may be sold
15 to any one person at any one time.

16 (4) Supervise the quantities and qualities of ~~spirituous liquor~~ spirits and
17 fortified wines to be kept as stock in ~~such local agency~~ agencies and make
18 regulations subject to the approval of the ~~board~~ Board regarding the filling of
19 requisitions therefor on the ~~commissioner of liquor control~~ Commissioner of
20 Liquor Control.

1 vinous beverages to the public from such premises for consumption off the
2 premises ~~and upon satisfying the Board that such premises are leased, rented,~~
3 ~~or owned by such retail dealers and are safe, sanitary, and a proper place from~~
4 ~~which to sell malt and vinous beverages.~~ A retail dealer carrying on business
5 in more than one place shall be required to acquire a second-class license for
6 each place where ~~he or she shall so sell~~ the retail dealer sells malt and vinous
7 beverages. No malt or vinous beverages shall be sold by a second-class
8 licensee to a minor.

9 * * *

10 (5)(A) The holder of a first-class license may serve a sampler flight of
11 up to 32 ounces in the aggregate of malt beverages to a single customer at one
12 time.

13 (B) The holder of a first-class license may serve a sampler flight of
14 up to 12 ounces in the aggregate of vinous beverages to a single customer at
15 one time.

16 (C) The holder of a third-class license may serve a sampler flight of
17 up to four ounces in the aggregate of ~~spirituous liquors~~ spirits or fortified wines
18 to a single customer at one time.

19 (6) The Liquor Control Board may grant a fortified wine permit to a
20 second-class licensee if the licensee files an application accompanied by the
21 license fee as provided in section 231 of this title. The holder of a fortified

1 wine permit may sell fortified wines to the public from the licensed premises
2 for consumption off the premises. The Liquor Control Board shall issue no
3 more than 150 fortified wine permits in any single year. The holder of a
4 fortified wine permit shall purchase all fortified wines to be offered for sale to
5 the public pursuant to the permit through the Liquor Control Board at a price
6 equal to no more than 75 percent of the current retail price for the fortified
7 wine established by the Commissioner pursuant to subdivision 107(3)(B) of
8 this title.

9 Sec. A.12. 7 V.S.A. § 224 is amended to read:

10 § 224. ~~THIRD-CLASS~~ THIRD-CLASS LICENSES; OPEN CONTAINERS

11 (a) The ~~liquor control board~~ Liquor Control Board may grant to a person
12 who operates a hotel, restaurant, cabaret, or club a license of the third class if
13 the person files an application accompanied by the license fee as provided in
14 section 231 of this title for the premises in which the business of the hotel,
15 restaurant, cabaret, or club is carried on. The holder of a ~~third-class~~ third-class
16 license may sell ~~spirituous liquors~~ spirits and fortified wines for consumption
17 only on the premises covered by the license. The applicant for a ~~third-class~~
18 third-class license shall satisfy the ~~liquor control board~~ Liquor Control Board
19 that the applicant is the bona fide owner or lessee of the premises and that the
20 premises are operated for the purpose covered by the license.

21 * * *

1 (c) A person who holds a ~~third class~~ third-class license shall purchase from
2 the ~~liquor control board~~ Liquor Control Board all ~~spirituous liquors~~ spirits and
3 fortified wines dispensed in accordance with the provisions of the ~~third class~~
4 third-class license and this title.

5 Sec. A.13. 7 V.S.A. § 225 is amended to read:

6 § 225. EDUCATIONAL SAMPLING EVENT PERMIT

7 (a) The ~~liquor control board~~ Liquor Control Board may grant an
8 educational sampling event permit to a person to conduct an event that is open
9 to the public and at which malt beverages, vinous beverages, fortified wines, or
10 ~~spirituous liquors~~ spirits, or all ~~three~~ four are served only for the purposes of
11 marketing and educational sampling, provided the event is also approved by
12 the local licensing authority. At least 15 days prior to the event, an applicant
13 shall submit an application to the ~~department~~ Department in a form required by
14 the ~~department~~ Department. The application shall include a list of the
15 alcoholic beverages to be acquired for sampling at the event, and the
16 application shall be accompanied by a fee in the amount required pursuant to
17 section 231 of this title. No more than four educational sampling event permits
18 shall be issued annually to the same person. An educational sampling event
19 permit shall be valid for no more than four consecutive days. The permit
20 holder shall ~~assure~~ ensure all the following:

21 * * *

1 (b) An educational sampling event permit holder:

2 * * *

3 (2) May transport malt beverages, vinous beverages, fortified wines, and
4 ~~spirituous liquors~~ spirits to the event site, and those beverages may be served at
5 the event by the permit holder or the holder's employees, volunteers, or
6 representatives of a manufacturer, bottler, or importer participating in the
7 event, provided they meet the server age and training requirements under this
8 chapter.

9 (3) ~~[Deleted.]~~ [Repealed.]

10 * * *

11 (d) Taxes for the alcoholic beverages served at the event shall be paid as
12 follows:

13 * * *

14 (3) Spirituous liquors: \$19.80 per gallon served.

15 (4) Fortified wines: \$19.80 per gallon served.

16 Sec. A.14. 7 V.S.A. § 231 is amended to read:

17 § 231. FEES FOR LICENSES AND PERMITS; DISPOSITION OF FEES

18 (a) The following fees shall be paid:

19 * * *

20 (23) For a fortified wine permit, \$100.00.

21 * * *

1 Sec. A.15. 7 V.S.A. § 422 is amended to read:

2 § 422. TAX ON SPIRITUOUS LIQUOR

3 (a) A tax is assessed on the gross revenue ~~on~~ from the retail sale of
4 ~~spirituous liquor~~ spirits and fortified wines in the State of Vermont, ~~including~~
5 ~~fortified wine, sold by the Liquor Control Board, or sold by~~ the retail sale of
6 spirits and fortified wines in Vermont by a manufacturer or rectifier of
7 ~~spirituous liquor~~ spirits or fortified wines, in accordance with the provisions of
8 this title. The tax shall be at the following rates based on the gross revenue of
9 the retail sales by the seller in the current year:

10 (1) if the gross revenue of the seller is \$500,000.00 or lower, the rate of
11 tax is five percent;

12 (2) if the gross revenue of the seller is between \$500,000.00 and
13 \$750,000.00, the rate of tax is \$25,000.00 plus 10 percent of the gross revenues
14 over \$500,000.00;

15 (3) if the gross revenue of the seller is ~~over~~ \$750,000.00 or more, the
16 rate of tax is 25 percent.

17 * * *

18 Sec. A.16. STATUTORY REVISION

19 The Legislative Council, in its statutory revision capacity pursuant to
20 2 V.S.A. § 424, is authorized to correct instances of the words “spirituous
21 liquors” and “spirits” appearing in Title 7 of the Vermont Statutes Annotated

1 to “spirits and fortified wines” as necessary to implement the intent of the
2 revisions to 7 V.S.A. § 2 in this act.

3 * * *

4 Sec. A.17. STUDY; REPORT

5 (a) On or before January 15, 2018, the Commissioner of Liquor Control, in
6 consultation with the holders of second-class licenses and fortified wine
7 permits, shall evaluate whether the number of fortified wine permits issued
8 pursuant to 7 V.S.A. § 222 is sufficient, and how the issuance of fortified wine
9 permits has affected the sales of fortified wines in Vermont and the variety of
10 fortified wines available to Vermont consumers.

11 (b) The Commissioner of Liquor Control shall report to the House
12 Committee on General, Housing and Military Affairs and the Senate
13 Committee on Economic Development, Housing and General Affairs regarding
14 his or her findings on or before January 15, 2018. The Commissioner’s report
15 shall include a recommendation regarding the appropriate number of fortified
16 wine permits to be issued pursuant to 7 V.S.A. § 222.

17 **B. Uniform Commercial Code**

18 * * * Uniform Commercial Code; Article 4A * * *

19
20 Sec. B.1. 9A V.S.A. § 4A-108 is amended to read:

1 § 4A-108. ~~EXCLUSION OF CONSUMER TRANSACTIONS~~
2 ~~GOVERNED BY FEDERAL LAW~~ RELATIONSHIP TO
3 ELECTRONIC FUND TRANSFER ACT

4 (a) ~~This~~ Except as provided in subsection (b) of this section, this article
5 does not apply to a funds transfer any part of which is governed by the
6 Electronic Fund Transfer Act of 1978 (15 U.S.C. § 1693 et seq.) as amended
7 from time to time.

8 (b) This article applies to a funds transfer that is a remittance transfer as
9 defined in the Electronic Fund Transfer Act (15 U.S.C. § 1693o-1) as amended
10 from time to time, unless the remittance transfer is an electronic fund transfer
11 as defined in the Electronic Fund Transfer Act (15 U.S.C. § 1693a) as
12 amended from time to time.

13 (c) In a funds transfer to which this article applies, in the event of an
14 inconsistency between an applicable provision of this article and an applicable
15 provision of the Electronic Fund Transfer Act, the provision of the Electronic
16 Fund Transfer Act governs to the extent of the inconsistency.

17 * * * Uniform Commercial Code; Article 7 * * *

18 Sec. B.2. REPEAL

19 9A V.S.A. article 7 is repealed.

20 Sec. B.3. 9A V.S.A. article 7 is added to read:

21 ARTICLE 7. DOCUMENTS OF TITLE

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Part 1. General

§ 7-101. SHORT TITLE

This article may be cited as Uniform Commercial Code-Documents of Title.

§ 7-102. DEFINITIONS AND INDEX OF DEFINITIONS

(a) In this article, unless the context otherwise requires:

(1) “Bailee” means a person that by a warehouse receipt, bill of lading, or other document of title acknowledges possession of goods and contracts to deliver them.

(2) “Carrier” means a person that issues a bill of lading.

(3) “Consignee” means a person named in a bill of lading to which or to whose order the bill promises delivery.

(4) “Consignor” means a person named in a bill of lading as the person from which the goods have been received for shipment.

(5) “Delivery order” means a record that contains an order to deliver goods directed to a warehouse, carrier, or other person that in the ordinary course of business issues warehouse receipts or bills of lading.

(6) “Goods” means all things that are treated as movable for the purposes of a contract for storage or transportation.

(7) “Issuer” means a bailee that issues a document of title, or, in the case of an unaccepted delivery order, the person that orders the possessor of goods to deliver. The term includes a person for which an agent or employee

1 purports to act in issuing a document if the agent or employee has real or
2 apparent authority to issue documents, even if the issuer did not receive any
3 goods, the goods were misdescribed, or in any other respect the agent or
4 employee violated the issuer's instructions.

5 (8) "Person entitled under the document" means the holder, in the case
6 of a negotiable document of title, or the person to which delivery of the goods
7 is to be made by the terms of, or pursuant to instructions in a record under, a
8 nonnegotiable document of title.

9 (9) "Sign" means, with present intent to authenticate or adopt a record:

10 (A) to execute or adopt a tangible symbol; or

11 (B) to attach to or logically associate with the record an electronic
12 sound, symbol, or process.

13 (10) "Shipper" means a person that enters into a contract of
14 transportation with a carrier.

15 (11) "Warehouse" means a person engaged in the business of storing
16 goods for hire.

17 (b) Definitions in other articles applying to this article and the sections in
18 which they appear are:

19 (1) "Contract for sale," Section 2-106.

20 (2) "Lessee in the ordinary course of business," Section 2A-103.

21 (3) "Receipt" of goods, Section 2-103.

1 (c) In addition, Article 1 contains general definitions and principles of
2 construction and interpretation applicable throughout this article.

3 § 7-103. RELATION OF ARTICLE TO TREATY OR STATUTE

4 (a) This article is subject to any treaty or statute of the United States or
5 regulatory statute of this State to the extent the treaty, statute, or regulatory
6 statute is applicable.

7 (b) This article does not modify or repeal any law prescribing the form or
8 content of a document of title or the services or facilities to be afforded by a
9 bailee, or otherwise regulating a bailee’s business in respects not specifically
10 treated in this article. However, violation of such a law does not affect the
11 status of a document of title that otherwise is within the definition of a
12 document of title.

13 (c) This article modifies, limits, and supersedes the federal Electronic
14 Signatures in Global and National Commerce Act (15 U.S.C. Section 7001, et.
15 seq.) but does not modify, limit, or supersede Section 101(c) of that act
16 (15 U.S.C. Section 7001(c)) or authorize electronic delivery of any of the
17 notices described in Section 103(b) of that act (15 U.S.C. Section 7003(b)).

18 (d) To the extent there is a conflict between the Uniform Electronic
19 Transactions Act (9 V.S.A. chapter 20) and this article, this article governs.

20 § 7-104. NEGOTIABLE AND NONNEGOTIABLE DOCUMENT OF
21 TITLE

1 (a) Except as otherwise provided in subsection (c) of this section, a
2 document of title is negotiable if by its terms the goods are to be delivered to
3 bearer or to the order of a named person.

4 (b) A document of title other than one described in subsection (a) of this
5 section is nonnegotiable. A bill of lading that states that the goods are
6 consigned to a named person is not made negotiable by a provision that the
7 goods are to be delivered only against an order in a record signed by the same
8 or another named person.

9 (c) A document of title is nonnegotiable if, at the time it is issued, the
10 document has a conspicuous legend, however expressed, that it is
11 nonnegotiable.

12 § 7-105. REISSUANCE IN ALTERNATIVE MEDIUM

13 (a) Upon request of a person entitled under an electronic document of title,
14 the issuer of the electronic document may issue a tangible document of title as
15 a substitute for the electronic document if:

16 (1) the person entitled under the electronic document surrenders control
17 of the document to the issuer; and

18 (2) the tangible document when issued contains a statement that it is
19 issued in substitution for the electronic document.

20 (b) Upon issuance of a tangible document of title in substitution for an
21 electronic document of title in accordance with subsection (a) of this section:

1 (1) the electronic document ceases to have any effect or validity; and
2 (2) the person that procured issuance of the tangible document warrants
3 to all subsequent persons entitled under the tangible document that the
4 warrantor was a person entitled under the electronic document when the
5 warrantor surrendered control of the electronic document to the issuer.

6 (c) Upon request of a person entitled under a tangible document of title, the
7 issuer of the tangible document may issue an electronic document of title as a
8 substitute for the tangible document if:

9 (1) the person entitled under the tangible document surrenders
10 possession of the document to the issuer; and

11 (2) the electronic document when issued contains a statement that it is
12 issued in substitution for the tangible document.

13 (d) Upon issuance of an electronic document of title in substitution for a
14 tangible document of title in accordance with subsection (c) of this section:

15 (1) the tangible document ceases to have any effect or validity; and

16 (2) the person that procured issuance of the electronic document
17 warrants to all subsequent persons entitled under the electronic document that
18 the warrantor was a person entitled under the tangible document when the
19 warrantor surrendered possession of the tangible document to the issuer.

20 § 7-106. CONTROL OF ELECTRONIC DOCUMENT OF TITLE

1 (a) A person has control of an electronic document of title if a system
2 employed for evidencing the transfer of interests in the electronic document
3 reliably establishes that person as the person to which the electronic document
4 was issued or transferred.

5 (b) A system satisfies subsection (a) of this section, and a person is deemed
6 to have control of an electronic document of title, if the document is created,
7 stored, and assigned in such a manner that:

8 (1) a single authoritative copy of the document exists which is unique,
9 identifiable, and, except as otherwise provided in subdivisions (4), (5), and (6)
10 of this subsection, unalterable;

11 (2) the authoritative copy identifies the person asserting control as:

12 (A) the person to which the document was issued; or

13 (B) if the authoritative copy indicates that the document has been
14 transferred, the person to which the document was most recently transferred;

15 (3) the authoritative copy is communicated to and maintained by the
16 person asserting control or its designated custodian;

17 (4) copies or amendments that add or change an identified assignee of
18 the authoritative copy can be made only with the consent of the person
19 asserting control;

20 (5) each copy of the authoritative copy and any copy of a copy is readily
21 identifiable as a copy that is not the authoritative copy; and

1 (6) any amendment of the authoritative copy is readily identifiable as
2 authorized or unauthorized.

3 Part 2. Warehouse Receipts: Special Provisions

4 § 7-201. PERSON THAT MAY ISSUE A WAREHOUSE RECEIPT;

5 STORAGE UNDER BOND

6 (a) A warehouse receipt may be issued by any warehouse.

7 (b) If goods, including distilled spirits and agricultural commodities, are
8 stored under a statute requiring a bond against withdrawal or a license for the
9 issuance of receipts in the nature of warehouse receipts, a receipt issued for the
10 goods is deemed to be a warehouse receipt even if issued by a person that is
11 the owner of the goods and is not a warehouse.

12 § 7-202. FORM OF WAREHOUSE RECEIPT; EFFECT OF OMISSION

13 (a) A warehouse receipt need not be in any particular form.

14 (b) Unless a warehouse receipt provides for each of the following, the
15 warehouse is liable for damages caused to a person injured by its omission:

16 (1) a statement of the location of the warehouse facility where the goods
17 are stored;

18 (2) the date of issue of the receipt;

19 (3) the unique identification code of the receipt;

20 (4) a statement whether the goods received will be delivered to the
21 bearer, to a named person, or to a named person or its order;

1 (5) the rate of storage and handling charges, unless goods are stored
2 under a field warehousing arrangement, in which case a statement of that fact
3 is sufficient on a nonnegotiable receipt;

4 (6) a description of the goods or the packages containing them;

5 (7) the signature of the warehouse or its agent;

6 (8) if the receipt is issued for goods that the warehouse owns, either
7 solely, jointly, or in common with others, a statement of the fact of that
8 ownership; and

9 (9) a statement of the amount of advances made and of liabilities
10 incurred for which the warehouse claims a lien or security interest, unless the
11 precise amount of advances made or liabilities incurred, at the time of the issue
12 of the receipt, is unknown to the warehouse or to its agent that issued the
13 receipt, in which case a statement of the fact that advances have been made or
14 liabilities incurred and the purpose of the advances or liabilities is sufficient.

15 (c) A warehouse may insert in its receipt any terms that are not contrary to
16 this title and do not impair its obligation of delivery under section 7-403 of this
17 title or its duty of care under section 7-204 of this title. Any contrary provision
18 is ineffective.

19 § 7-203. LIABILITY FOR NONRECEIPT OR MISDESCRIPTION

20 A party to or purchaser for value in good faith of a document of title, other
21 than a bill of lading, that relies upon the description of the goods in the

1 document may recover from the issuer damages caused by the nonreceipt or
2 misdescription of the goods, except to the extent that:

3 (1) the document conspicuously indicates that the issuer does not know
4 whether all or part of the goods in fact were received or conform to the
5 description, such as a case in which the description is in terms of marks or
6 labels or kind, quantity, or condition, or the receipt or description is qualified
7 by “contents, condition, and quality unknown”, “said to contain”, or words of
8 similar import, if the indication is true; or

9 (2) the party or purchaser otherwise has notice of the nonreceipt or
10 misdescription.

11 § 7-204. DUTY OF CARE; CONTRACTUAL LIMITATION OF

12 WAREHOUSE’S LIABILITY

13 (a) A warehouse is liable for damages for loss of or injury to the goods
14 caused by its failure to exercise care with regard to the goods that a reasonably
15 careful person would exercise under similar circumstances. Unless otherwise
16 agreed, the warehouse is not liable for damages that could not have been
17 avoided by the exercise of that care.

18 (b) Damages may be limited by a term in the warehouse receipt or storage
19 agreement limiting the amount of liability in case of loss or damage beyond
20 which the warehouse is not liable. Such a limitation is not effective with
21 respect to the warehouse’s liability for conversion to its own use. On request

1 of the bailor in a record at the time of signing the storage agreement or within a
2 reasonable time after receipt of the warehouse receipt, the warehouse's liability
3 may be increased on part or all of the goods covered by the storage agreement
4 or the warehouse receipt. In this event, increased rates may be charged based
5 on an increased valuation of the goods.

6 (c) Reasonable provisions as to the time and manner of presenting claims
7 and commencing actions based on the bailment may be included in the
8 warehouse receipt or storage agreement.

9 § 7-205. TITLE UNDER WAREHOUSE RECEIPT DEFEATED IN

10 CERTAIN CASES

11 A buyer in ordinary course of business of fungible goods sold and delivered
12 by a warehouse that is also in the business of buying and selling such goods
13 takes the goods free of any claim under a warehouse receipt even if the receipt
14 is negotiable and has been duly negotiated.

15 § 7-206. TERMINATION OF STORAGE AT WAREHOUSE'S OPTION

16 (a) A warehouse, by giving notice to the person on whose account the
17 goods are held and any other person known to claim an interest in the goods,
18 may require payment of any charges and removal of the goods from the
19 warehouse at the termination of the period of storage fixed by the document of
20 title or, if a period is not fixed, within a stated period not less than 30 days after
21 the warehouse gives notice. If the goods are not removed before the date

1 specified in the notice, the warehouse may sell them pursuant to section 7-210
2 of this title.

3 (b) If a warehouse in good faith believes that goods are about to deteriorate
4 or decline in value to less than the amount of its lien within the time provided
5 in subsection (a) of this section and section 7-210 of this title, the warehouse
6 may specify in the notice given under subsection (a) of this section any
7 reasonable shorter time for removal of the goods and, if the goods are not
8 removed, may sell them at public sale held not less than one week after a
9 single advertisement or posting.

10 (c) If, as a result of a quality or condition of the goods of which the
11 warehouse did not have notice at the time of deposit, the goods are a hazard to
12 other property, the warehouse facilities, or other persons, the warehouse may
13 sell the goods at public or private sale without advertisement or posting on
14 reasonable notification to all persons known to claim an interest in the goods.
15 If the warehouse, after a reasonable effort, is unable to sell the goods, it may
16 dispose of them in any lawful manner and does not incur liability by reason of
17 that disposition.

18 (d) A warehouse shall deliver the goods to any person entitled to them
19 under this article upon due demand made at any time before sale or other
20 disposition under this section.

1 (e) A warehouse may satisfy its lien from the proceeds of any sale or
2 disposition under this section but shall hold the balance for delivery on the
3 demand of any person to which the warehouse would have been bound to
4 deliver the goods.

5 § 7-207. GOODS SHALL BE KEPT SEPARATE; FUNGIBLE GOODS

6 (a) Unless the warehouse receipt provides otherwise, a warehouse shall
7 keep separate the goods covered by each receipt so as to permit at all times
8 identification and delivery of those goods. However, different lots of fungible
9 goods may be commingled.

10 (b) If different lots of fungible goods are commingled, the goods are owned
11 in common by the persons entitled thereto and the warehouse is severally liable
12 to each owner for that owner's share. If, because of overissue, a mass of
13 fungible goods is insufficient to meet all the receipts the warehouse has issued
14 against it, the persons entitled include all holders to which overissued receipts
15 have been duly negotiated.

16 § 7-208. ALTERED WAREHOUSE RECEIPTS

17 If a blank in a negotiable tangible warehouse receipt has been filled in
18 without authority, a good-faith purchaser for value and without notice of the
19 lack of authority may treat the insertion as authorized. Any other unauthorized
20 alteration leaves any tangible or electronic warehouse receipt enforceable
21 against the issuer according to its original tenor.

1 § 7-209. LIEN OF WAREHOUSE

2 (a) A warehouse has a lien against the bailor on the goods covered by a
3 warehouse receipt or storage agreement or on the proceeds thereof in its
4 possession for charges for storage or transportation, including demurrage and
5 terminal charges, insurance, labor, or other charges, present or future, in
6 relation to the goods, and for expenses necessary for preservation of the goods
7 or reasonably incurred in their sale pursuant to law. If the person on whose
8 account the goods are held is liable for similar charges or expenses in relation
9 to other goods whenever deposited and it is stated in the warehouse receipt or
10 storage agreement that a lien is claimed for charges and expenses in relation to
11 other goods, the warehouse also has a lien against the goods covered by the
12 warehouse receipt or storage agreement or on the proceeds thereof in its
13 possession for those charges and expenses, whether or not the other goods have
14 been delivered by the warehouse. However, as against a person to which a
15 negotiable warehouse receipt is duly negotiated, a warehouse's lien is limited
16 to charges in an amount or at a rate specified in the warehouse receipt or, if no
17 charges are so specified, to a reasonable charge for storage of the specific
18 goods covered by the receipt subsequent to the date of the receipt.

19 (b) A warehouse may also reserve a security interest against the bailor for
20 the maximum amount specified on the receipt for charges other than those

1 specified in subsection (a) of this section, such as for money advanced and
2 interest. The security interest is governed by article 9 of this title.

3 (c) A warehouse's lien for charges and expenses under subsection (a) of
4 this section or a security interest under subsection (b) of this section is also
5 effective against any person that so entrusted the bailor with possession of the
6 goods that a pledge of them by the bailor to a good-faith purchaser for value
7 would have been valid. However, the lien or security interest is not effective
8 against a person that before issuance of a document of title had a legal interest
9 or a perfected security interest in the goods and that did not:

10 (1) deliver or entrust the goods or any document of title covering the
11 goods to the bailor or the bailor's nominee with:

12 (A) actual or apparent authority to ship, store, or sell;

13 (B) power to obtain delivery under section 7-403 of this title; or

14 (C) power of disposition under sections 2-403, 2A-304(2), 2A-
15 305(2), 9-320, or 9-321(c) of this title, or other statute or rule of law; or

16 (2) acquiesce in the procurement by the bailor or its nominee of any
17 document.

18 (d) A warehouse's lien on household goods for charges and expenses in
19 relation to the goods under subsection (a) of this section is also effective
20 against all persons if the depositor was the legal possessor of the goods at the

1 time of deposit. In this subsection, “household goods” means furniture,
2 furnishings, or personal effects used by the depositor in a dwelling.

3 (e) A warehouse loses its lien on any goods that it voluntarily delivers or
4 unjustifiably refuses to deliver.

5 § 7-210. ENFORCEMENT OF WAREHOUSE’S LIEN

6 (a) Except as otherwise provided in subsection (b) of this section, a
7 warehouse’s lien may be enforced by public or private sale of the goods, in
8 bulk or in packages, at any time or place and on any terms that are
9 commercially reasonable, after notifying all persons known to claim an interest
10 in the goods. The notification shall include a statement of the amount due, the
11 nature of the proposed sale, and the time and place of any public sale. The fact
12 that a better price could have been obtained by a sale at a different time or in a
13 method different from that selected by the warehouse is not of itself sufficient
14 to establish that the sale was not made in a commercially reasonable manner.
15 The warehouse sells in a commercially reasonable manner if the warehouse
16 sells the goods in the usual manner in any recognized market therefore, sells at
17 the price current in that market at the time of the sale, or otherwise sells in
18 conformity with commercially reasonable practices among dealers in the type
19 of goods sold. A sale of more goods than apparently necessary to be offered to
20 ensure satisfaction of the obligation is not commercially reasonable, except in
21 cases covered by the preceding sentence.

1 (b) A warehouse may enforce its lien on goods, other than goods stored by
2 a merchant in the course of its business, only if the following requirements are
3 satisfied:

4 (1) All persons known to claim an interest in the goods shall be notified.

5 (2) The notification shall include an itemized statement of the claim, a
6 description of the goods subject to the lien, a demand for payment within a
7 specified time not less than 10 days after receipt of the notification, and a
8 conspicuous statement that unless the claim is paid within that time the goods
9 will be advertised for sale and sold by auction at a specified time and place.

10 (3) The sale shall conform to the terms of the notification.

11 (4) The sale shall be held at the nearest suitable place to where the
12 goods are held or stored.

13 (5) After the expiration of the time given in the notification, an
14 advertisement of the sale shall be published once a week for two weeks
15 consecutively in a newspaper of general circulation where the sale is to be
16 held. The advertisement shall include a description of the goods, the name of
17 the person on whose account the goods are being held, and the time and place
18 of the sale. The sale shall take place at least 15 days after the first publication.
19 If there is no newspaper of general circulation where the sale is to be held, the
20 advertisement shall be posted at least 10 days before the sale in not fewer than
21 six conspicuous places in the neighborhood of the proposed sale.

1 (c) Before any sale pursuant to this section, any person claiming a right in
2 the goods may pay the amount necessary to satisfy the lien and the reasonable
3 expenses incurred in complying with this section. In that event, the goods may
4 not be sold but shall be retained by the warehouse subject to the terms of the
5 receipt and this article.

6 (d) A warehouse may buy at any public sale held pursuant to this section.

7 (e) A purchaser in good faith of goods sold to enforce a warehouse's lien
8 takes the goods free of any rights of persons against which the lien was valid,
9 despite the warehouse's noncompliance with this section.

10 (f) A warehouse may satisfy its lien from the proceeds of any sale pursuant
11 to this section but shall hold the balance, if any, for delivery on demand to any
12 person to which the warehouse would have been bound to deliver the goods.

13 (g) The rights provided by this section are in addition to all other rights
14 allowed by law to a creditor against a debtor.

15 (h) If a lien is on goods stored by a merchant in the course of its business,
16 the lien may be enforced in accordance with subsection (a) or (b) of this
17 section.

18 (i) A warehouse is liable for damages caused by failure to comply with the
19 requirements for sale under this section and, in case of willful violation, is
20 liable for conversion.

1 Part 3. Bills Of Lading: Special Provisions

2 § 7-301. LIABILITY FOR NONRECEIPT OR MISDESCRIPTION; “SAID
3 TO CONTAIN”; “SHIPPER’S WEIGHT, LOAD, AND COUNT”;
4 IMPROPER HANDLING

5 (a) A consignee of a nonnegotiable bill of lading which has given value in
6 good faith, or a holder to which a negotiable bill has been duly negotiated,
7 relying upon the description of the goods in the bill or upon the date shown in
8 the bill, may recover from the issuer damages caused by the misdating of the
9 bill or the nonreceipt or misdescription of the goods, except to the extent that
10 the bill indicates that the issuer does not know whether any part or all of the
11 goods in fact were received or conform to the description, such as in a case in
12 which the description is in terms of marks or labels or kind, quantity, or
13 condition or the receipt or description is qualified by “contents or condition of
14 contents of packages unknown,” “said to contain,” “shipper’s weight, load, and
15 count,” or words of similar import, if that indication is true.

16 (b) If goods are loaded by the issuer of a bill of lading;

17 (1) the issuer shall count the packages of goods if shipped in packages
18 and ascertain the kind and quantity if shipped in bulk; and

19 (2) words such as “shipper’s weight, load, and count,” or words of
20 similar import indicating that the description was made by the shipper are
21 ineffective except as to goods concealed in packages.

1 (c) If bulk goods are loaded by a shipper that makes available to the issuer
2 of a bill of lading adequate facilities for weighing those goods, the issuer shall
3 ascertain the kind and quantity within a reasonable time after receiving the
4 shipper’s request in a record to do so. In that case, “shipper’s weight” or
5 words of similar import are ineffective.

6 (d) The issuer of a bill of lading, by including in the bill the words
7 “shipper’s weight, load, and count,” or words of similar import, may indicate
8 that the goods were loaded by the shipper, and, if that statement is true, the
9 issuer is not liable for damages caused by the improper loading. However,
10 omission of such words does not imply liability for damages caused by
11 improper loading.

12 (e) A shipper guarantees to an issuer the accuracy at the time of shipment
13 of the description, marks, labels, number, kind, quantity, condition, and
14 weight, as furnished by the shipper, and the shipper shall indemnify the issuer
15 against damage caused by inaccuracies in those particulars. This right of
16 indemnity does not limit the issuer’s responsibility or liability under the
17 contract of carriage to any person other than the shipper.

18 § 7-302. THROUGH BILLS OF LADING AND SIMILAR DOCUMENTS

19 OF TITLE

20 (a) The issuer of a through bill of lading, or other document of title
21 embodying an undertaking to be performed in part by a person acting as its

1 agent or by a performing carrier, is liable to any person entitled to recover on
2 the bill or other document for any breach by the other person or the performing
3 carrier of its obligation under the bill or other document. However, to the
4 extent that the bill or other document covers an undertaking to be performed
5 overseas or in territory not contiguous to the continental United States or an
6 undertaking including matters other than transportation, this liability for breach
7 by the other person or the performing carrier may be varied by agreement of
8 the parties.

9 (b) If goods covered by a through bill of lading or other document of title
10 embodying an undertaking to be performed in part by a person other than the
11 issuer are received by that person, the person is subject, with respect to its own
12 performance while the goods are in its possession, to the obligation of the
13 issuer. The person's obligation is discharged by delivery of the goods to
14 another person pursuant to the bill or other document and does not include
15 liability for breach by any other person or by the issuer.

16 (c) The issuer of a through bill of lading or other document of title
17 described in subsection (a) of this section is entitled to recover from the
18 performing carrier, or other person in possession of the goods when the breach
19 of the obligation under the bill or other document occurred:

1 (1) the amount it may be required to pay to any person entitled to
2 recover on the bill or other document for the breach, as may be evidenced by
3 any receipt, judgment, or transcript of judgment; and

4 (2) the amount of any expense reasonably incurred by the issuer in
5 defending any action commenced by any person entitled to recover on the bill
6 or other document for the breach.

7 § 7-303. DIVERSION; RECONSIGNMENT; CHANGE OF

8 INSTRUCTIONS

9 (a) Unless the bill of lading otherwise provides, a carrier may deliver the
10 goods to a person or destination other than that stated in the bill or may
11 otherwise dispose of the goods, without liability for misdelivery, on
12 instructions from:

13 (1) the holder of a negotiable bill;

14 (2) the consignor on a nonnegotiable bill, even if the consignee has
15 given contrary instructions;

16 (3) the consignee on a nonnegotiable bill in the absence of contrary
17 instructions from the consignor, if the goods have arrived at the billed
18 destination or if the consignee is in possession of the tangible bill or in control
19 of the electronic bill; or

20 (4) the consignee on a nonnegotiable bill, if the consignee is entitled as
21 against the consignor to dispose of the goods.

1 (b) Unless instructions described in subsection (a) of this section are
2 included in a negotiable bill of lading, a person to which the bill is duly
3 negotiated may hold the bailee according to the original terms.

4 § 7-304. TANGIBLE BILLS OF LADING IN A SET

5 (a) Except as customary in international transportation, a tangible bill of
6 lading may not be issued in a set of parts. The issuer is liable for damages
7 caused by violation of this subsection.

8 (b) If a tangible bill of lading is lawfully issued in a set of parts, each of
9 which contains an identification code and is expressed to be valid only if the
10 goods have not been delivered against any other part, the whole of the parts
11 constitutes one bill.

12 (c) If a tangible negotiable bill of lading is lawfully issued in a set of parts
13 and different parts are negotiated to different persons, the title of the holder to
14 which the first due negotiation is made prevails as to both the document of title
15 and the goods even if any later holder may have received the goods from the
16 carrier in good faith and discharged the carrier's obligation by surrendering its
17 part.

18 (d) A person that negotiates or transfers a single part of a tangible bill of
19 lading issued in a set is liable to holders of that part as if it were the whole set.

1 (e) The bailee shall deliver in accordance with part 4 of this article against
2 the first presented part of a tangible bill of lading lawfully issued in a set.
3 Delivery in this manner discharges the bailee’s obligation on the whole bill.

4 § 7-305. DESTINATION BILLS

5 (a) Instead of issuing a bill of lading to the consignor at the place of
6 shipment, a carrier, at the request of the consignor, may procure the bill to be
7 issued at destination or at any other place designated in the request.

8 (b) Upon request of any person entitled as against a carrier to control the
9 goods while in transit and on surrender of possession or control of any
10 outstanding bill of lading or other receipt covering the goods, the issuer,
11 subject to section 7-105 of this title, may procure a substitute bill to be issued
12 at any place designated in the request.

13 § 7-306. ALTERED BILLS OF LADING

14 An unauthorized alteration or filling in of a blank in a bill of lading leaves
15 the bill enforceable according to its original tenor.

16 § 7-307. LIEN OF CARRIER

17 (a) A carrier has a lien on the goods covered by a bill of lading or on the
18 proceeds thereof in its possession for charges after the date of the carrier’s
19 receipt of the goods for storage or transportation, including demurrage and
20 terminal charges, and for expenses necessary for preservation of the goods
21 incident to their transportation or reasonably incurred in their sale pursuant to

1 law. However, against a purchaser for value of a negotiable bill of lading, a
2 carrier's lien is limited to charges stated in the bill or the applicable tariffs or,
3 if no charges are stated, a reasonable charge.

4 (b) A lien for charges and expenses under subsection (a) of this section on
5 goods that the carrier was required by law to receive for transportation is
6 effective against the consignor or any person entitled to the goods unless the
7 carrier had notice that the consignor lacked authority to subject the goods to
8 those charges and expenses. Any other lien under subsection (a) of this section
9 is effective against the consignor and any person that permitted the bailor to
10 have control or possession of the goods unless the carrier had notice that the
11 bailor lacked authority.

12 (c) A carrier loses its lien on any goods that it voluntarily delivers or
13 unjustifiably refuses to deliver.

14 § 7-308. ENFORCEMENT OF CARRIER'S LIEN

15 (a) A carrier's lien on goods may be enforced by public or private sale of
16 the goods, in bulk or in packages, at any time or place and on any terms that
17 are commercially reasonable, after notifying all persons known to claim an
18 interest in the goods. The notification shall include a statement of the amount
19 due, the nature of the proposed sale, and the time and place of any public sale.
20 The fact that a better price could have been obtained by a sale at a different
21 time or in a method different from that selected by the carrier is not of itself

1 sufficient to establish that the sale was not made in a commercially reasonable
2 manner. The carrier sells goods in a commercially reasonable manner if the
3 carrier sells the goods in the usual manner in any recognized market therefor,
4 sells at the price current in that market at the time of the sale, or otherwise sells
5 in conformity with commercially reasonable practices among dealers in the
6 type of goods sold. A sale of more goods than apparently necessary to be
7 offered to ensure satisfaction of the obligation is not commercially reasonable,
8 except in cases covered by the preceding sentence.

9 (b) Before any sale pursuant to this section, any person claiming a right in
10 the goods may pay the amount necessary to satisfy the lien and the reasonable
11 expenses incurred in complying with this section. In that event, the goods may
12 not be sold but shall be retained by the carrier, subject to the terms of the bill
13 of lading and this article.

14 (c) A carrier may buy at any public sale pursuant to this section.

15 (d) A purchaser in good faith of goods sold to enforce a carrier's lien takes
16 the goods free of any rights of persons against which the lien was valid, despite
17 the carrier's noncompliance with this section.

18 (e) A carrier may satisfy its lien from the proceeds of any sale pursuant to
19 this section but shall hold the balance, if any, for delivery on demand to any
20 person to which the carrier would have been bound to deliver the goods.

1 (f) The rights provided by this section are in addition to all other rights
2 allowed by law to a creditor against a debtor.

3 (g) A carrier’s lien may be enforced pursuant to either subsection (a) of this
4 section or the procedure set forth in subsection 7-210(b) of this title.

5 (h) A carrier is liable for damages caused by failure to comply with the
6 requirements for sale under this section and, in case of willful violation, is
7 liable for conversion.

8 § 7-309. DUTY OF CARE; CONTRACTUAL LIMITATION OF
9 CARRIER’S LIABILITY

10 (a) A carrier that issues a bill of lading, whether negotiable or
11 nonnegotiable, shall exercise the degree of care in relation to the goods which
12 a reasonably careful person would exercise under similar circumstances. This
13 subsection does not affect any statute, regulation, or rule of law that imposes
14 liability upon a common carrier for damages not caused by its negligence.

15 (b) Damages may be limited by a term in the bill of lading or in a
16 transportation agreement that the carrier’s liability may not exceed a value
17 stated in the bill or transportation agreement if the carrier’s rates are dependent
18 upon value and the consignor is afforded an opportunity to declare a higher
19 value and the consignor is advised of the opportunity. However, such a
20 limitation is not effective with respect to the carrier’s liability for conversion to
21 its own use.

1 (c) Reasonable provisions as to the time and manner of presenting claims
2 and commencing actions based on the shipment may be included in a bill of
3 lading or a transportation agreement.

4 Part 4. Warehouse Receipts and Bills of Lading:

5 General Obligations

6 § 7-401. IRREGULARITIES IN ISSUE OF RECEIPT OR BILL OR
7 CONDUCT OF ISSUER

8 The obligations imposed by this article on an issuer apply to a document of
9 title even if:

10 (1) the document does not comply with the requirements of this article
11 or of any other statute, rule, or regulation regarding its issuance, form, or
12 content;

13 (2) the issuer violated laws regulating the conduct of its business;

14 (3) the goods covered by the document were owned by the bailee when
15 the document was issued; or

16 (4) the person issuing the document is not a warehouse but the
17 document purports to be a warehouse receipt.

18 § 7-402. DUPLICATE DOCUMENT OF TITLE; OVERISSUE

19 A duplicate or any other document of title purporting to cover goods
20 already represented by an outstanding document of the same issuer does not
21 confer any right in the goods, except as provided in the case of tangible bills of

1 lading in a set of parts, overissue of documents for fungible goods, substitutes
2 for lost, stolen, or destroyed documents, or substitute documents issued
3 pursuant to section 7-105 of this title. The issuer is liable for damages caused
4 by its overissue or failure to identify a duplicate document by a conspicuous
5 notation.

6 § 7-403. OBLIGATION OF BAILEE TO DELIVER; EXCUSE

7 (a) A bailee shall deliver the goods to a person entitled under a document
8 of title if the person complies with subsections (b) and (c) of this section,
9 unless and to the extent that the bailee establishes any of the following:

10 (1) delivery of the goods to a person whose receipt was rightful as
11 against the claimant;

12 (2) damage to or delay, loss, or destruction of the goods for which the
13 bailee is not liable;

14 (3) previous sale or other disposition of the goods in lawful enforcement
15 of a lien or on a warehouse's lawful termination of storage;

16 (4) the exercise by a seller of its right to stop delivery pursuant to
17 section 2-705 of this title or by a lessor of its right to stop delivery pursuant to
18 section 2A-526 of this title;

19 (5) a diversion, reconsignment, or other disposition pursuant to section
20 7-303 of this title;

1 (6) release, satisfaction, or any other personal defense against the
2 claimant; or

3 (7) any other lawful excuse.

4 (b) A person claiming goods covered by a document of title shall satisfy
5 the bailee's lien if the bailee so requests or if the bailee is prohibited by law
6 from delivering the goods until the charges are paid.

7 (c) Unless a person claiming the goods is a person against which the
8 document of title does not confer a right under subsection 7-503(a) of this title:

9 (1) the person claiming under a document shall surrender possession or
10 control of any outstanding negotiable document covering the goods for
11 cancellation or indication of partial deliveries; and

12 (2) the bailee shall cancel the document or conspicuously indicate in the
13 document the partial delivery or the bailee is liable to any person to which the
14 document is duly negotiated.

15 § 7-404. NO LIABILITY FOR GOOD-FAITH DELIVERY PURSUANT TO

16 DOCUMENT OF TITLE

17 A bailee that in good faith has received goods and delivered or otherwise
18 disposed of the goods according to the terms of a document of title or pursuant
19 to this article is not liable for the goods even if:

20 (1) the person from which the bailee received the goods did not have
21 authority to procure the document or to dispose of the goods; or

1 (2) the person to which the bailee delivered the goods did not have
2 authority to receive the goods.

3 Part 5. Warehouse Receipts And Bills Of Lading:

4 Negotiation And Transfer

5 § 7-501. FORM OF NEGOTIATION AND REQUIREMENTS OF DUE

6 NEGOTIATION

7 (a) The following rules apply to a negotiable tangible document of title:

8 (1) If the document's original terms run to the order of a named person,
9 the document is negotiated by the named person's indorsement and delivery.
10 After the named person's indorsement in blank or to bearer, any person may
11 negotiate the document by delivery alone.

12 (2) If the document's original terms run to bearer, it is negotiated by
13 delivery alone.

14 (3) If the document's original terms run to the order of a named person
15 and it is delivered to the named person, the effect is the same as if the
16 document had been negotiated.

17 (4) Negotiation of the document after it has been indorsed to a named
18 person requires indorsement by the named person and delivery.

19 (5) A document is duly negotiated if it is negotiated in the manner stated
20 in this subsection to a holder that purchases it in good faith, without notice of
21 any defense against or claim to it on the part of any person, and for value,

1 unless it is established that the negotiation is not in the regular course of
2 business or financing or involves receiving the document in settlement or
3 payment of a monetary obligation.

4 (b) The following rules apply to a negotiable electronic document of title:

5 (1) If the document's original terms run to the order of a named person
6 or to bearer, the document is negotiated by delivery of the document to another
7 person. Indorsement by the named person is not required to negotiate the
8 document.

9 (2) If the document's original terms run to the order of a named person
10 and the named person has control of the document, the effect is the same as if
11 the document had been negotiated.

12 (3) A document is duly negotiated if it is negotiated in the manner stated
13 in this subsection to a holder that purchases it in good faith, without notice of
14 any defense against or claim to it on the part of any person, and for value,
15 unless it is established that the negotiation is not in the regular course of
16 business or financing or involves taking delivery of the document in settlement
17 or payment of a monetary obligation.

18 (c) Indorsement of a nonnegotiable document of title neither makes it
19 negotiable nor adds to the transferee's rights.

1 (d) The naming in a negotiable bill of lading of a person to be notified of
2 the arrival of the goods does not limit the negotiability of the bill or constitute
3 notice to a purchaser of the bill of any interest of that person in the goods.

4 § 7-502. RIGHTS ACQUIRED BY DUE NEGOTIATION

5 (a) Subject to sections 7-205 and 7-503 of this title, a holder to which a
6 negotiable document of title has been duly negotiated acquires thereby:

7 (1) title to the document;

8 (2) title to the goods;

9 (3) all rights accruing under the law of agency or estoppel, including
10 rights to goods delivered to the bailee after the document was issued; and

11 (4) the direct obligation of the issuer to hold or deliver the goods
12 according to the terms of the document free of any defense or claim by the
13 issuer except those arising under the terms of the document or under this
14 article, but in the case of a delivery order, the bailee's obligation accrues only
15 upon the bailee's acceptance of the delivery order and the obligation acquired
16 by the holder is that the issuer and any indorser will procure the acceptance of
17 the bailee.

18 (b) Subject to section 7-503 of this title, title and rights acquired by due
19 negotiation are not defeated by any stoppage of the goods represented by the
20 document of title or by surrender of the goods by the bailee and are not
21 impaired even if:

1 (1) the due negotiation or any prior due negotiation constituted a breach
2 of duty;

3 (2) any person has been deprived of possession of a negotiable tangible
4 document or control of a negotiable electronic document by misrepresentation,
5 fraud, accident, mistake, duress, loss, theft, or conversion; or

6 (3) a previous sale or other transfer of the goods or document has been
7 made to a third person.

8 § 7-503. DOCUMENT OF TITLE TO GOODS DEFEATED IN CERTAIN
9 CASES

10 (a) A document of title confers no right in goods against a person that
11 before issuance of the document had a legal interest or a perfected security
12 interest in the goods and that did not:

13 (1) deliver or entrust the goods or any document of title covering the
14 goods to the bailor or the bailor's nominee with:

15 (A) actual or apparent authority to ship, store, or sell;

16 (B) power to obtain delivery under section 7-403 of this title; or

17 (C) power of disposition under section 2-403, subdivisions
18 2A-304(2) or 2A-305(2), section 9-320, or subsection 9-321(c) of this title or
19 other statute or rule of law; or

20 (2) acquiesce in the procurement by the bailor or its nominee of any
21 document.

1 (b) Title to goods based upon an unaccepted delivery order is subject to the
2 rights of any person to which a negotiable warehouse receipt or bill of lading
3 covering the goods has been duly negotiated. That title may be defeated under
4 section 7-504 of this title to the same extent as the rights of the issuer or a
5 transferee from the issuer.

6 (c) Title to goods based upon a bill of lading issued to a freight forwarder is
7 subject to the rights of any person to which a bill issued by the freight
8 forwarder is duly negotiated. However, delivery by the carrier in accordance
9 with part 4 of this article pursuant to its own bill of lading discharges the
10 carrier's obligation to deliver.

11 § 7-504. RIGHTS ACQUIRED IN ABSENCE OF DUE NEGOTIATION;

12 EFFECT OF DIVERSION; STOPPAGE OF DELIVERY

13 (a) A transferee of a document of title, whether negotiable or
14 nonnegotiable, to which the document has been delivered but not duly
15 negotiated, acquires the title and rights that its transferor had or had actual
16 authority to convey.

17 (b) In the case of a transfer of a nonnegotiable document of title, until but
18 not after the bailee receives notice of the transfer, the rights of the transferee
19 may be defeated:

20 (1) by those creditors of the transferor which could treat the transfer as
21 void under section 2-402 or 2A-308 of this title;

1 (2) by a buyer from the transferor in ordinary course of business if the
2 bailee has delivered the goods to the buyer or received notification of the
3 buyer's rights;

4 (3) by a lessee from the transferor in ordinary course of business if the
5 bailee has delivered the goods to the lessee or received notification of the
6 lessee's rights; or

7 (4) as against the bailee, by good-faith dealings of the bailee with the
8 transferor.

9 (c) A diversion or other change of shipping instructions by the consignor in
10 a nonnegotiable bill of lading which causes the bailee not to deliver the goods
11 to the consignee defeats the consignee's title to the goods if the goods have
12 been delivered to a buyer in ordinary course of business or a lessee in ordinary
13 course of business and, in any event, defeats the consignee's rights against the
14 bailee.

15 (d) Delivery of the goods pursuant to a nonnegotiable document of title
16 may be stopped by a seller under section 2-705 of this title or a lessor under
17 section 2A-526 of this title, subject to the requirements of due notification in
18 those sections. A bailee that honors the seller's or lessor's instructions is
19 entitled to be indemnified by the seller or lessor against any resulting loss or
20 expense.

1 § 7-505. INDORSER NOT GUARANTOR FOR OTHER PARTIES

2 The indorsement of a tangible document of title issued by a bailee does not
3 make the indorser liable for any default by the bailee or previous indorsers.

4 § 7-506. DELIVERY WITHOUT INDORSEMENT: RIGHT TO COMPEL

5 INDORSEMENT

6 The transferee of a negotiable tangible document of title has a specifically
7 enforceable right to have its transferor supply any necessary indorsement, but
8 the transfer becomes a negotiation only as of the time the indorsement is
9 supplied.

10 § 7-507. WARRANTIES ON NEGOTIATION OR DELIVERY OF

11 DOCUMENT OF TITLE

12 If a person negotiates or delivers a document of title for value, otherwise
13 than as a mere intermediary under section 7-508 of this title, unless otherwise
14 agreed, the transferor, in addition to any warranty made in selling or leasing
15 the goods, warrants to its immediate purchaser only that:

16 (1) the document is genuine;

17 (2) the transferor does not have knowledge of any fact that would impair
18 the document's validity or worth; and

19 (3) the negotiation or delivery is rightful and fully effective with respect
20 to the title to the document and the goods it represents.

1 § 7-508. WARRANTIES OF COLLECTING BANK AS TO DOCUMENTS

2 OF TITLE

3 A collecting bank or other intermediary known to be entrusted with
4 documents of title on behalf of another or with collection of a draft or other
5 claim against delivery of documents warrants by the delivery of the documents
6 only its own good faith and authority even if the collecting bank or other
7 intermediary has purchased or made advances against the claim or draft to be
8 collected.

9 § 7-509. ADEQUATE COMPLIANCE WITH COMMERCIAL CONTRACT

10 Whether a document of title is adequate to fulfill the obligations of a
11 contract for sale, a contract for lease, or the conditions of a letter of credit is
12 determined by article 2, 2A, or 5 of this title.

13 Part 6. Warehouse Receipts and Bills of Lading:

14 Miscellaneous Provisions

15 § 7-601. LOST, STOLEN, OR DESTROYED DOCUMENTS OF TITLE

16 (a) If a document of title is lost, stolen, or destroyed, a court may order
17 delivery of the goods or issuance of a substitute document and the bailee may
18 without liability to any person comply with the order. If the document was
19 negotiable, a court may not order delivery of the goods or issuance of a
20 substitute document without the claimant's posting security unless it finds that
21 any person that may suffer loss as a result of nonsurrender of possession or

1 control of the document is adequately protected against the loss. If the
2 document was nonnegotiable, the court may require security. The court may
3 also order payment of the bailee's reasonable costs and attorney's fees in any
4 action under this subsection.

5 (b) A bailee that, without a court order, delivers goods to a person claiming
6 under a missing negotiable document of title is liable to any person injured
7 thereby. If the delivery is not in good faith, the bailee is liable for conversion.
8 Delivery in good faith is not conversion if the claimant posts security with the
9 bailee in an amount at least double the value of the goods at the time of posting
10 to indemnify any person injured by the delivery which files a notice of claim
11 within one year after the delivery.

12 § 7-602. JUDICIAL PROCESS AGAINST GOODS COVERED BY
13 NEGOTIABLE DOCUMENT OF TITLE

14 Unless a document of title was originally issued upon delivery of the goods
15 by a person that did not have power to dispose of them, a lien does not attach
16 by virtue of any judicial process to goods in the possession of a bailee for
17 which a negotiable document of title is outstanding unless possession or
18 control of the document is first surrendered to the bailee or the document's
19 negotiation is enjoined. The bailee may not be compelled to deliver the goods
20 pursuant to process until possession or control of the document is surrendered
21 to the bailee or to the court. A purchaser of the document for value without

1 notice of the process or injunction takes free of the lien imposed by judicial
2 process.

3 § 7-603. CONFLICTING CLAIMS; INTERPLEADER

4 If more than one person claims title to or possession of the goods, the bailee
5 is excused from delivery until the bailee has a reasonable time to ascertain the
6 validity of the adverse claims or to commence an action for interpleader. The
7 bailee may assert an interpleader either in defending an action for nondelivery
8 of the goods or by original action.

9 Sec. B.4. 9A V.S.A. article 1 is amended to read:

10 ARTICLE 1. GENERAL PROVISIONS

11 * * *

12 § 1-201. GENERAL DEFINITIONS

13 * * *

14 (b) Subject to definitions contained in other articles of this title that apply
15 to particular articles or parts thereof:

16 * * *

17 (5) “Bearer” means a person in control of a negotiable electronic
18 document of title or a person in possession of a negotiable instrument,
19 negotiable tangible document of title, or certificated security that is payable to
20 bearer or indorsed in blank.

1 document of title evidenced by a record consisting of information stored in an
2 electronic medium. A tangible document of title means a document of title
3 evidenced by a record consisting of information that is inscribed on a tangible
4 medium.

5 * * *

6 (21) “Holder” means:

7 (A) the person in possession of a negotiable instrument that is
8 payable either to bearer or to an identified person that is the person in
9 possession; ~~or~~

10 (B) the person in possession of a negotiable tangible document of
11 title if the goods are deliverable either to bearer or to the order of the person in
12 possession; or

13 (C) the person in control of a negotiable electronic document of title.

14 * * *

15 (42) “Warehouse receipt” means a ~~receipt~~ document of title issued by a
16 person engaged in the business of storing goods for hire.

17 * * *

18 Sec. B.5. 9A V.S.A. article 2 is amended to read:

19 ARTICLE 2. SALES

20 * * *

21 § 2-103. DEFINITIONS AND INDEX OF DEFINITIONS

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(3) ~~The~~ “Control” as provided in section 7-106 of this title and the
following definitions in other articles apply to this article:

- “Check”. Section 3-104.
- “Consignee”. Section 7-102.
- “Consignor”. Section 7-102.
- “Consumer goods”. Section 9-102.
- “Dishonor”. Section 3-502.
- “Draft”. Section 3-104.

* * *

§ 2-104. DEFINITIONS: “MERCHANT”; “BETWEEN MERCHANTS”;
“FINANCING AGENCY”

* * *

(2) “Financing agency” means a bank, finance company or other person
who in the ordinary course of business makes advances against goods or
documents of title or who by arrangement with either the seller or the buyer
intervenes in ordinary course to make or collect payment due or claimed under
the contract for sale, as by purchasing or paying the seller’s draft or making
advances against it or by merely taking it for collection whether or not
documents of title accompany or are associated with the draft. “Financing
agency” includes also a bank or other person who similarly intervenes between

1 persons who are in the position of seller and buyer in respect to the goods
2 (§ 2-707).

3 * * *

4 § 2-310. OPEN TIME FOR PAYMENT OR RUNNING OF CREDIT;

5 AUTHORITY TO SHIP UNDER RESERVATION

6 Unless otherwise agreed:

7 (a) payment is due at the time and place at which the buyer is to receive
8 the goods even though the place of shipment is the place of delivery; and

9 (b) if the seller is authorized to send the goods he or she may ship them
10 under reservation, and may tender the documents of title, but the buyer may
11 inspect the goods after their arrival before payment is due unless such
12 inspection is inconsistent with the terms of the contract (§ 2-513); and

13 (c) if delivery is authorized and made by way of documents of title
14 otherwise than by subsection (b) of this section then payment is due regardless
15 of where the goods are to be received (i) at the time and place at which the
16 buyer is to receive delivery of the tangible documents or ~~regardless of where~~
17 ~~the goods are to be received (ii)~~ at the time the buyer is to receive delivery of
18 the electronic documents and at the seller's place of business, or if none, the
19 seller's residence; and

20 (d) where the seller is required or authorized to ship the goods on credit
21 the credit period runs from the time of shipment but post-dating the invoice or

1 (5) Where the contract requires the seller to deliver documents:

2 (a) he or she must tender all such documents in correct form, except as
3 provided in this article with respect to bills of lading in a set (§ 2-323(2)); and

4 (b) tender through customary banking channels is sufficient and
5 dishonor of a draft accompanying or associated with the documents constitutes
6 ~~non-acceptance~~ nonacceptance or rejection.

7 § 2-505. SELLER'S SHIPMENT UNDER RESERVATION

8 (1) Where the seller has identified goods to the contract by or before
9 shipment:

10 (a) his or her procurement of a negotiable bill of lading to his or her own
11 order or otherwise reserves in him a security interest in the goods. His or her
12 procurement of the bill to the order of a financing agency or of the buyer
13 indicates in addition only the seller's expectation of transferring that interest to
14 the person named.

15 (b) a non-negotiable bill of lading to himself or herself or his or her
16 nominee reserves possession of the goods as security but except in a case of
17 conditional delivery (§ 2-507(2)) a ~~non-negotiable~~ nonnegotiable bill of lading
18 naming the buyer as consignee reserves no security interest even though the
19 seller retains possession or control of the bill of lading.

20 (2) When shipment by the seller with reservation of a security interest is in
21 violation of the contract for sale it constitutes an improper contract for

1 transportation within the preceding section but impairs neither the rights given
2 to the buyer by shipment and identification of the goods to the contract nor the
3 seller's powers as a holder of a negotiable document of title.

4 § 2-506. RIGHTS OF FINANCING AGENCY

5 * * *

6 (2) The right to reimbursement of a financing agency which has in good
7 faith honored or purchased the draft under commitment to or authority from
8 the buyer is not impaired by subsequent discovery of defects with reference to
9 any relevant document which was apparently regular ~~on its face~~.

10 * * *

11 § 2-509. RISK OF LOSS IN THE ABSENCE OF BREACH

12 * * *

13 (2) Where the goods are held by a bailee to be delivered without being
14 moved, the risk of loss passes to the buyer:

15 (a) on his or her receipt of possession or control of a negotiable
16 document of title covering the goods; or

17 (b) on acknowledgment by the bailee of the buyer's right to possession
18 of the goods; or

19 (c) after his or her receipt of possession or control of a ~~non-negotiable~~
20 nonnegotiable document of title or other ~~written~~ direction to deliver in a
21 record, as provided in § subdivision 2-503(4)(b) of this title.

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§ 2-605. WAIVER OF BUYER’S OBJECTIONS BY FAILURE TO
PARTICULARIZE

* * *

(2) Payment against documents made without reservation of rights precludes recovery of the payment for defects apparent ~~on the face of~~ in the documents.

* * *

§ 2-705. SELLER’S STOPPAGE OF DELIVERY IN TRANSIT OR
OTHERWISE

* * *

(2) As against such buyer the seller may stop delivery until:
(a) receipt of the goods by the buyer; or
(b) acknowledgment to the buyer by any bailee of the goods except a carrier that the bailee holds the goods for the buyer; or
(c) such acknowledgment to the buyer by a carrier by reshipment or as ~~warehouseman~~ a warehouse; or
(d) negotiation to the buyer of any negotiable document of title covering the goods.
(3)(a) To stop delivery the seller must so notify as to enable the bailee by reasonable diligence to prevent delivery of the goods.

1 (b) After such notification the bailee must hold and deliver the goods
2 according to the directions of the seller but the seller is liable to the bailee for
3 any ensuing charges or damages.

4 (c) If a negotiable document of title has been issued for goods the bailee
5 is not obliged to obey a notification to stop until surrender of possession or
6 control of the document.

7 * * *

8 Sec. B.6. 9A V.S.A. article 2A is amended to read:

9 ARTICLE 2A. LEASES

10 * * *

11 § 2A-103. DEFINITIONS AND INDEX OF DEFINITIONS

12 (1) In this article unless the context otherwise requires:

13 (a) “Buyer in ordinary course of business” means a person who in good
14 faith and without knowledge that the sale to him or her is in violation of the
15 ownership rights or security interest or leasehold interest of a third party in the
16 goods, buys in ordinary course from a person in the business of selling goods
17 of that kind but does not include a pawnbroker. “Buying” may be for cash or
18 by exchange of other property or on secured or unsecured credit and includes
19 ~~receiving~~ acquiring goods or documents of title under a ~~pre-existing~~
20 preexisting contract for sale but does not include a transfer in bulk or as
21 security for or in total or partial satisfaction of a money debt.

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(o) “Lessee in ordinary course of business” means a person who in good faith and without knowledge that the lease to him ~~(or her)~~ or her is in violation of the ownership rights or security interest or leasehold interest of a third party in the goods, leases in ordinary course from a person in the business of selling or leasing goods of that kind but does not include a pawnbroker. “Leasing” may be for cash or by exchange of other property or on secured or unsecured credit and includes ~~receiving~~ acquiring goods or documents of title under a ~~pre-existing~~ preexisting lease contract but does not include a transfer in bulk or as security for or in total or partial satisfaction of a money debt.

* * *

§ 2A-514. WAIVER OF LESSEE’S OBJECTIONS

* * *

(2) A lessee’s failure to reserve rights when paying rent or other consideration against documents precludes recovery of the payment for defects apparent ~~on the face of~~ in the documents.

* * *

§ 2A-526. LESSOR’S STOPPAGE OF DELIVERY IN TRANSIT OR
OTHERWISE

* * *

1 (2) In pursuing its remedies under subsection (1) of this section, the lessor
2 may stop delivery until:

3 (a) receipt of the goods by the lessee;

4 (b) acknowledgment to the lessee by any bailee of the goods, except a
5 carrier, that the bailee holds the goods for the lessee; or

6 (c) such an acknowledgment to the lessee by a carrier via reshipment or
7 as ~~warehouseman~~ a warehouse.

8 * * *

9 Sec. B.7. 9A V.S.A. article 4 is amended to read:

10 ARTICLE 4. BANK DEPOSITS AND COLLECTIONS

11 * * *

12 § 4-104. DEFINITIONS AND INDEX OF DEFINITIONS

13 * * *

14 (c) ~~The~~ “Control” as provided in section 7-106 of this title and the
15 following definitions in other articles apply to this article:

16 “Acceptance” § 3-409

17 “Alteration” § 3-407

18 “Cashier’s check” § 3-104

19 “Certificate of deposit” § 3-104

20 “Certified check” § 3-409

21 “Check” § 3-104

- 1 “Demand draft” § 3-104
- 2 “Holder in due course” § 3-302
- 3 “Instrument” § 3-104
- 4 “Notice of dishonor” § 3-503
- 5 “Order” § 3-103
- 6 “Ordinary care” § 3-103
- 7 “Person entitled to enforce” § 3-301
- 8 “Presentment” § 3-501
- 9 “Promise” § 3-103
- 10 “Prove” § 3-103
- 11 “Teller’s check” § 3-104
- 12 “Unauthorized signature” § 3-403

* * *

§ 4-210. SECURITY INTEREST OF COLLECTING BANK IN ITEMS,
ACCOMPANYING DOCUMENTS AND PROCEEDS

* * *

(c) Receipt by a collecting bank of a final settlement for an item is a realization on its security interest in the item, accompanying documents, and proceeds. So long as the bank does not receive final settlement for the item or give up possession of the item or possession or control of the accompanying

1 documents for purposes other than collection, the security interest continues to
2 that extent and is subject to ~~Article~~ article 9 of this title, but:

3 (1) no security agreement is necessary to make the security interest
4 enforceable (§ 9-203(b)(3)(A));

5 (2) no filing is required to perfect the security interest; and

6 (3) the security interest has priority over conflicting perfected security
7 interests in the item, accompanying documents, or proceeds.

8 * * *

9 Sec. B.8. 9A V.S.A. article 8 is amended to read:

10 ARTICLE 8. INVESTMENT SECURITIES

11 * * *

12 § 8-102. DEFINITIONS

13 (a) In this article:

14 * * *

15 (9) “Financial asset,” except as otherwise provided in section 8-103 of
16 this title, means:

17 (i) a security;

18 (ii) an obligation of a person or a share, participation, or other interest
19 in a person or in property or an enterprise of a person, which is, or is of a type,
20 dealt in or traded on financial markets, or which is recognized in any area in
21 which it is issued or dealt in as a medium for investment; or

- 1 “Lease agreement” Section 2A-103.
- 2 “Lease contract” Section 2A-103.
- 3 “Leasehold interest” Section 2A-103.
- 4 “Lessee” Section 2A-103.
- 5 “Lessee in ordinary course of business” Section 2A-103.
- 6 “Lessor” Section 2A-103.
- 7 “Lessor’s residual interest” Section 2A-103.
- 8 “Letter of credit” Section 5-102.
- 9 “Merchant” Section 2-104.
- 10 “Negotiable instrument” Section 3-104.
- 11 “Nominated person” Section 5-102.
- 12 “Note” Section 3-104.
- 13 “Proceeds of a letter of credit” Section 5-114.
- 14 “Prove” Section 3-103.
- 15 “Sale” Section 2-106.
- 16 “Securities account” Section 8-501.
- 17 “Securities intermediary” Section 8-102.
- 18 “Security” Section 8-102.
- 19 “Security certificate” Section 8-102.
- 20 “Security entitlement” Section 8-102.
- 21 “Uncertificated security” Section 8-102.

1 (c) Article 1 contains general definitions and principles of construction and
2 interpretation applicable throughout this article.

3 * * *

4 § 9-203. ATTACHMENT AND ENFORCEABILITY OF SECURITY
5 INTEREST; PROCEEDS; SUPPORTING OBLIGATIONS;
6 FORMAL REQUISITES

7 * * *

8 (b) Except as otherwise provided in subsections (c) through (i) of this
9 section, a security interest is enforceable against the debtor and third parties
10 with respect to the collateral only if:

11 (1) value has been given;

12 (2) the debtor has rights in the collateral or the power to transfer rights
13 in the collateral to a secured party; and

14 (3) one of the following conditions is met:

15 (A) the debtor has authenticated a security agreement that provides a
16 description of the collateral and, if the security interest covers timber to be cut,
17 a description of the land concerned;

18 (B) the collateral is not a certificated security and is in the possession
19 of the secured party under section 9-313 of this title pursuant to the debtor's
20 security agreement;

1 (C) the collateral is a certificated security in registered form and the
2 security certificate has been delivered to the secured party under section 8-301
3 pursuant to the debtor's security agreement; or

4 (D) the collateral is deposit accounts, electronic chattel paper,
5 investment property, ~~or~~ letter-of-credit rights, or electronic documents, and the
6 secured party has control under section 7-106, 9-104, 9-105, 9-106, or 9-107 of
7 this title pursuant to the debtor's security agreement.

8 * * *

9 § 9-207. RIGHTS AND DUTIES OF SECURED PARTY HAVING

10 POSSESSION OR CONTROL OF COLLATERAL

11 * * *

12 (c) Except as otherwise provided in subsection (d) of this section, a secured
13 party having possession of collateral or control of collateral under section 7-
14 106, 9-104, 9-105, 9-106, or 9-107 of this title:

15 (1) may hold as additional security any proceeds, except money or
16 funds, received from the collateral;

17 (2) shall apply money or funds received from the collateral to reduce the
18 secured obligation, unless remitted to the debtor; and

19 (3) may create a security interest in the collateral.

20 * * *

1 § 9-208. ADDITIONAL DUTIES OF SECURED PARTY HAVING
2 CONTROL OF COLLATERAL

3 * * *

4 (b) Within 10 days after receiving an authenticated demand by the debtor:

5 * * *

6 (4) a secured party having control of investment property under section
7 8-106(d)(2) or 9-106(b) shall send to the securities intermediary or commodity
8 intermediary with which the security entitlement or commodity contract is
9 maintained an authenticated record that releases the securities intermediary or
10 commodity intermediary from any further obligation to comply with
11 entitlement orders or directions originated by the secured party; ~~and~~

12 (5) a secured party having control of a letter-of-credit right under section
13 9-107 shall send to each person having an unfulfilled obligation to pay or
14 deliver proceeds of the letter of credit to the secured party an authenticated
15 release from any further obligation to pay or deliver proceeds of the letter of
16 credit to the secured party; and

17 (6) a secured party having control of an electronic document shall:

18 (A) give control of the electronic document to the debtor or its
19 designated custodian;

20 (B) if the debtor designates a custodian that is the designated
21 custodian with which the authoritative copy of the electronic document is

1 maintained for the secured party, communicate to the custodian an
2 authenticated record releasing the designated custodian from any further
3 obligation to comply with instructions originated by the secured party and
4 instructing the custodian to comply with instructions originated by the
5 debtor; and

6 (C) take appropriate action to enable the debtor or its designated
7 custodian to make copies of or revisions to the authoritative copy which add or
8 change an identified assignee of the authoritative copy without the consent of
9 the secured party.

10 * * *

11 § 9-301. LAW GOVERNING PERFECTION AND PRIORITY OF
12 SECURITY INTERESTS

13 Except as otherwise provided in sections 9-303 through 9-306 of this title,
14 the following rules determine the law governing perfection, the effect of
15 perfection or nonperfection, and the priority of a security interest in collateral:

16 * * *

17 (3) Except as otherwise provided in subdivision (4) of this section, while
18 tangible negotiable documents, goods, instruments, money, or tangible chattel
19 paper is located in a jurisdiction, the local law of that jurisdiction governs:

20 * * *

1 § 9-310. WHEN FILING REQUIRED TO PERFECT SECURITY
2 INTEREST OR AGRICULTURAL LIEN; SECURITY
3 INTERESTS AND AGRICULTURAL LIENS TO WHICH FILING
4 PROVISIONS DO NOT APPLY

5 * * *

6 (b) The filing of a financing statement is not necessary to perfect a security
7 interest:

8 * * *

9 (5) in certificated securities, documents, goods, or instruments which is
10 perfected without filing, control, or possession under section 9-312(e), (f),
11 or (g);

12 (6) in collateral in the secured party's possession under section 9-313;

13 (7) in a certificated security which is perfected by delivery of the
14 security certificate to the secured party under section 9-313;

15 (8) in deposit accounts, electronic chattel paper, electronic documents,
16 investment property, or letter-of-credit rights which is perfected by control
17 under section 9-314;

18 * * *

1 § 9-312. PERFECTION OF SECURITY INTERESTS IN CHATTEL
2 PAPER, DEPOSIT ACCOUNTS, DOCUMENTS, GOODS
3 COVERED BY DOCUMENTS, INSTRUMENTS, INVESTMENT
4 PROPERTY, LETTER-OF-CREDIT RIGHTS, AND MONEY;
5 PERFECTION BY PERMISSIVE FILING; TEMPORARY
6 PERFECTION WITHOUT FILING OR TRANSFER OF
7 POSSESSION

8 * * *

9 (e) A security interest in certificated securities, negotiable documents, or
10 instruments is perfected without filing or the taking of possession or control for
11 a period of 20 days from the time it attaches to the extent that it arises for new
12 value given under an authenticated security agreement.

13 * * *

14 § 9-313. WHEN POSSESSION BY OR DELIVERY TO SECURED PARTY
15 PERFECTS SECURITY INTEREST WITHOUT FILING

16 (a) Perfection by possession or delivery. Except as otherwise provided in
17 subsection (b), a secured party may perfect a security interest in tangible
18 negotiable documents, goods, instruments, money, or tangible chattel paper by
19 taking possession of the collateral. A secured party may perfect a security
20 interest in certificated securities by taking delivery of the certificated securities
21 under section 8-301.

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* * *

§ 9-314. PERFECTION BY CONTROL

(a) A security interest in investment property, deposit accounts, letter-of-credit rights, ~~or~~ electronic chattel paper, or electronic documents may be perfected by control of the collateral under section 7-106, 9-104, 9-105, 9-106, or 9-107.

(b) A security interest in deposit accounts, electronic chattel paper, ~~or~~ letter-of-credit rights, or electronic documents is perfected by control under section 7-106, 9-104, 9-105, or 9-107 when the secured party obtains control and remains perfected by control only while the secured party retains control.

* * *

§ 9-317. INTERESTS THAT TAKE PRIORITY OVER OR TAKE FREE OF SECURITY INTEREST OR AGRICULTURAL LIEN

* * *

(b) Except as otherwise provided in subsection (e) of this section, a buyer, other than a secured party, of tangible chattel paper, tangible documents, goods, instruments, or a certificated security takes free of a security interest or agricultural lien if the buyer gives value and receives delivery of the collateral without knowledge of the security interest or agricultural lien and before it is perfected.

1 (c) Except as otherwise provided in subsection (e) of this section, a lessee
2 of goods takes free of a security interest or agricultural lien if the lessee gives
3 value and receives delivery of the collateral without knowledge of the security
4 interest or agricultural lien and before it is perfected.

5 (d) A licensee of a general intangible or a buyer, other than a secured party,
6 of ~~collateral other than tangible chattel paper, tangible documents, goods,~~
7 ~~instruments, or~~ accounts, electronic chattel paper, electronic documents,
8 general intangibles, or investment property other than a certificated security
9 takes free of a security interest if the licensee or buyer gives value without
10 knowledge of the security interest and before it is perfected.

11 * * *

12 § 9-338. PRIORITY OF SECURITY INTEREST OR AGRICULTURAL
13 LIEN PERFECTED BY FILED FINANCING STATEMENT
14 PROVIDING CERTAIN INCORRECT INFORMATION

15 If a security interest or agricultural lien is perfected by a filed financing
16 statement providing information described in subdivision 9-516(b)(5) of this
17 title which is incorrect at the time the financing statement is filed:

18 (1) the security interest or agricultural lien is subordinate to a conflicting
19 perfected security interest in the collateral to the extent that the holder of the
20 conflicting security interest gives value in reasonable reliance upon the
21 incorrect information; and

1 and encouraged to apply to Vermont schools, take certain courses, graduate
2 and then take certain Vermont jobs, in exchange for student loan forgiveness,
3 is critically dependent on the State providing reliable, sustainable, and
4 adequate funding for the loan forgiveness.

5 Sec. C.2. 16 V.S.A. § 2888 is amended to read:

6 § 2888. VERMONT STRONG SCHOLARS AND INTERNSHIP
7 INITIATIVE

8 (a) Creation.

9 (1) There is created a postsecondary loan forgiveness and internship
10 initiative designed to forgive a portion of Vermont Student Assistance
11 Corporation loans of students employed in ~~economic sectors~~ occupations
12 identified as important to Vermont's economy and to build internship
13 opportunities for students to gain work experience with Vermont employers.

14 (2) The initiative shall be known as the Vermont Strong Scholars and
15 Internship Initiative and is designed to:

16 (A) encourage students to:

17 (i) consider ~~jobs in economic sectors~~ occupations that are critical
18 to the Vermont economy;

19 (ii) enroll and remain enrolled in a Vermont postsecondary
20 institution; and

21 (iii) live and work in Vermont upon graduation;

1 (B) reduce student loan debt for postsecondary ~~education in targeted~~
2 ~~fields~~ degrees involving a course of study related to, and resulting in,
3 employment in target occupations;

4 (C) provide experiential learning through internship opportunities
5 with Vermont employers; and

6 (D) support a ~~pipeline~~ steady stream of qualified talent for
7 ~~employment with~~ Vermont's employers.

8 (b) Vermont Strong Loan Forgiveness Program.

9 (1) ~~Economic sectors~~ Occupations; projections.

10 (A) Annually, on or before November 15, the Secretary of Commerce
11 and Community Development and the Commissioner of Labor, in consultation
12 with the Vermont State Colleges, the University of Vermont, the Association
13 of Vermont Independent Colleges, the Vermont Student Assistance
14 Corporation, the Secretary of Human Services, and the Secretary of Education,
15 shall identify ~~economic sectors~~ occupations, projecting at least four years into
16 the future, that are or will be critical to the Vermont economy.

17 (B) Based upon the identified ~~economic sectors~~ occupations and the
18 number of students anticipated to qualify for loan forgiveness under this
19 section, the Secretary of Commerce and Community Development shall
20 annually provide the General Assembly with the estimated cost of the Vermont
21 Student Assistance Corporation's loan forgiveness awards under the Loan

1 Forgiveness Program during the then-current fiscal year and each of the four
2 following fiscal years.

3 (2) Eligibility. A graduate of a public or private Vermont postsecondary
4 institution shall be eligible for forgiveness of a portion of his or her Vermont
5 Student Assistance Corporation postsecondary education loans under this
6 section if he or she:

7 (A) was a Vermont resident, as defined in subdivision 2822(7) of this
8 title, at the time he or she was graduated;

9 (B) enrolled in his or her first year of study at a postsecondary
10 institution on or after July 1, 2015 and completed an associate's degree within
11 three years, or a bachelor's degree within six years of his or her enrollment
12 date;

13 (C) becomes employed on a full-time basis in Vermont within
14 12 months of graduation in an ~~economic sector~~ occupation identified by the
15 Secretary and Commissioner under subdivision (1) of this subsection;

16 (D) remains employed on a full-time basis in Vermont throughout the
17 period of loan forgiveness in an ~~economic sector~~ occupation identified by the
18 Secretary and Commissioner under subdivision (1) of this subsection; and

19 (E) remains a Vermont resident throughout the period of loan
20 forgiveness.

1 (3) Loan forgiveness. An eligible individual shall have a portion of his
2 or her Vermont Student Assistance Corporation loan forgiven as follows:

3 (A) ~~For~~ for an individual awarded an associate's degree, in an
4 amount equal to the comprehensive in-state tuition rate for 15 credits at the
5 Vermont State Colleges during the individual's final semester of enrollment, to
6 be prorated over the three years following graduation;

7 (B) ~~For~~ for an individual awarded a bachelor's degree, in an amount
8 equal to the comprehensive in-state tuition rate for 30 credits at the Vermont
9 State Colleges during the individual's final year of enrollment, to be prorated
10 over the five years following graduation;

11 (C) ~~Loan~~ loan forgiveness may be awarded on a prorated basis to an
12 otherwise eligible Vermont resident who transfers to ~~and is graduated from~~ a
13 Vermont postsecondary institution and graduates after July 1, 2017, with an
14 associate's degree or after July 1, 2019, with a bachelor's degree.

15 (4) Management.

16 (A) The Secretary of Commerce and Community Development shall
17 develop all organizational details of the Loan Forgiveness Program consistent
18 with the purposes and requirements of this section.

19 (B) The Secretary shall enter into a memorandum of understanding
20 with the Vermont Student Assistance Corporation for management of the Loan
21 Forgiveness Program.

1 (C) The Secretary may adopt rules pursuant to 3 V.S.A. chapter 25
2 necessary to implement the Program.

3 (c) Vermont Strong Internship Program.

4 (1) ~~Internship Program management.~~

5 (A) ~~The Commissioner of Labor and the Secretary of Commerce and~~
6 ~~Community Development shall jointly develop and implement the~~
7 ~~organizational details of the Internship Program consistent with the purposes~~
8 ~~and requirements of this section. The Commissioner shall and may adopt rules~~
9 ~~pursuant to 3 V.S.A. chapter 25 necessary to implement the Internship~~
10 ~~Program and shall have the authority to adopt rules pursuant to 3 V.S.A.~~
11 ~~chapter 25 necessary to implement the Program pursuant to this section.~~

12 (B) ~~The Commissioner, in consultation with the Secretary, shall issue~~
13 ~~a request for proposals for a person to serve as an Internship Program~~
14 ~~Intermediary, who shall perform the duties and responsibilities pursuant to the~~
15 ~~terms of a performance contract negotiated by the Commissioner and the~~
16 ~~Intermediary~~

17 (2) The Commissioner and the Secretary shall design the Vermont
18 Strong Internship Program to complement and coordinate with the Vermont
19 Career Internship Program in 10 V.S.A. § 544.

20 (C) The Department of Labor, the Agency of Commerce and
21 Community Development, and the regional development corporations, ~~and the~~

1 ~~Intermediary~~, shall have responsibility for building connections within the
2 business community to ensure broad private sector participation in the
3 Internship Program.

4 (D) The ~~Program Intermediary~~ Commissioner of Labor shall:

5 (i) ~~identify and foster postsecondary internships that are rigorous,~~
6 ~~productive, well managed, and mentored;~~

7 (ii) ~~cultivate~~ coordinate relationships ~~with~~ between and among
8 employers, employer-focused organizations, and State and regional
9 government bodies;

10 (iii) build relationships with Vermont postsecondary institutions
11 and facilitate recruitment of students to apply for available internships;

12 (iv) ~~create and maintain a registry of participating employers and~~
13 ~~associated internship opportunities~~ develop a clearinghouse of information and
14 opportunities for internships; and

15 (v) ~~coordinate and provide support to the participating student, the~~
16 ~~employer, and the student's postsecondary institution;~~

17 (vi) ~~develop and oversee a participation contract between each~~
18 ~~student and employer, including terms governing the expectations for the~~
19 ~~internship, a work plan, mentoring and supervision of the student, reporting by~~
20 ~~the employer and student, and compensation terms; and~~

1 (vii) carry out any additional activities and duties as directed by
2 the Commissioner.

3 ~~(2) Qualifying internships.~~

4 ~~(A) Criteria. To qualify for participation in the Internship Program~~
5 ~~an internship shall at minimum:~~

6 ~~(i) be with a Vermont employer as approved by the Intermediary~~
7 ~~in consultation with the Commissioner and Secretary;~~

8 ~~(ii) pay compensation to an intern of at least the prevailing~~
9 ~~minimum wage; and~~

10 ~~(iii) meet the quality standards and expectations as established by~~
11 ~~the Intermediary.~~

12 ~~(B) Employment of interns. Interns shall be employed by the~~
13 ~~sponsoring employer except, with the approval of the Commissioner on a~~
14 ~~case-by-case basis, interns may be employed by the Intermediary and assigned~~
15 ~~to work with a participating Vermont employer, in which case the sponsoring~~
16 ~~employer shall contribute funds as determined by the Commissioner.~~

17 ~~(3) Student eligibility. To participate in the Internship Program, an~~
18 ~~individual shall be:~~

19 ~~(A) a Vermont resident enrolled in a postsecondary institution in or~~
20 ~~outside Vermont;~~

1 ~~(B) a student who graduated from a postsecondary institution within~~
2 ~~24 months of entering the program who was classified as a Vermont resident~~
3 ~~during that schooling or who is a student who attended a postsecondary~~
4 ~~institution in Vermont; or~~

5 ~~(C) a student enrolled in a Vermont postsecondary institution.~~

6 (d) Funding.

7 (1) Loan Forgiveness Program.

8 (A) Loan forgiveness; State funding.

9 (i) There is created a special fund to be known as the Vermont
10 Strong Scholars Fund pursuant to 32 V.S.A. chapter 7, subchapter 5, which
11 shall be used and administered by the Secretary of Commerce and Community
12 Development solely for the purposes of loan forgiveness pursuant to this
13 section.

14 (ii) The Fund shall consist of sums to be identified by the
15 Secretary from any source accepted for the benefit of the Fund and interest
16 earned from the investment of Fund balances.

17 (iii) Any interest earned and any remaining balance at the end of
18 the fiscal year shall be carried forward in the Fund.

19 (iv) The availability and payment of loan forgiveness awards
20 under this ~~subdivision~~ chapter is subject to State funding available for the
21 awards.

1 (B) Loan forgiveness; Vermont Student Assistance Corporation. The
2 Vermont Student Assistance Corporation shall have the authority to grant loan
3 forgiveness pursuant to this section by using the private loan forgiveness
4 capacity associated with bonds issued by the Corporation to raise funds for
5 private loans that are eligible for forgiveness under this section, if available.

6 (2) Internship Program. Notwithstanding any provision of law to the
7 contrary, the Commissioner of Labor shall have the authority to use funds
8 allocated to the Workforce Education and Training Fund established in
9 10 V.S.A. § 543 to implement the Internship Program created in this section.

10 * * * Analysis of Current Workforce Training Programs * * *

11 **Sec. C.3. 10 V.S.A. chapter 22A is amended to read:**

12 Chapter 22A: Workforce Education and Training

13 * * *

14 § 543. WORKFORCE EDUCATION AND TRAINING FUND; GRANT
15 PROGRAMS

16 (a) Creation. There is created a Workforce Education and Training Fund in
17 the Department of Labor to be managed in accordance with 32 V.S.A. chapter
18 7, subchapter 5.

19 (b) Purposes. ~~The Fund shall be used exclusively~~ Department shall use the
20 Fund for the following purposes:

1 (1) training for Vermont workers, including those who are unemployed,
2 underemployed, or in transition from one job or career to another; and

3 (2) internships to provide students with work-based learning
4 opportunities with Vermont employers; ~~and~~

5 (3) apprenticeship-related instruction, pre-apprenticeship, and industry-
6 recognized credential training; and

7 (4) other workforce development initiatives related to current and future
8 job opportunities in Vermont as determined by the Commissioner of Labor.

9 (c) Administrative and Other Support. ~~Administrative~~ The Department of
10 Labor shall provide administrative support for the grant award process ~~shall be~~
11 ~~provided by the Department of Labor. Technical support shall be provided~~
12 ~~whenever~~ When appropriate and reasonable by the State Workforce
13 Investment Board and all other public entities involved in economic
14 development and workforce education and training shall provide other support
15 in the process.

16 (d) Eligible Activities. ~~Awards~~

17 (1) The Department shall grant awards from the Fund ~~shall be made to~~
18 ~~employers and entities that offer programs that require collaboration between~~
19 ~~employees and businesses, including~~ private, public, and nonprofit entities,
20 institutions of higher education, high schools, technical centers, and workforce

1 education and training programs. ~~Funding shall be for training programs and~~
2 ~~student internship programs that:~~

3 (A) create jobs, offer education, training, apprenticeship, pre-
4 apprenticeship and industry-recognized credentials, mentoring, or work-based
5 learning activities, or any combination;

6 (B) that employ innovative intensive student-oriented ~~competency-~~
7 ~~based or collaborative~~ approaches to workforce education and training; and

8 (C) that link workforce education and economic development
9 strategies. ~~Training~~

10 (2) The Department may fund programs or projects that demonstrate
11 actual increased income and economic opportunity for employees and
12 employers ~~may be funded~~ for more than one year.

13 (3) The Department may fund student ~~Student~~ internships and training
14 programs that involve the same employer in multiple years ~~may be funded~~
15 ~~multiple times, provided that new students participate~~ with approval of the
16 Commissioner.

17 (e) [Repealed].

18 (f) Awards. The Commissioner of Labor, in consultation with the Chair of
19 the State Workforce Investment Board, shall develop award criteria and may
20 ~~make grant~~ awards to the following:

21 (1) Training Programs.

1 (A) Public, private, and nonprofit entities, including employers and
2 education and training providers, for existing or new ~~innovative~~ training
3 programs that enhance the skills of Vermont workers and:

4 (i) train workers for trades or occupations that are expected to lead
5 to jobs paying at least 200 percent of the current minimum wage or at least 150
6 percent if benefits are included; this requirement may be waived when
7 warranted based on regional or occupational wages or economic reality;

8 (ii) do not duplicate, supplant, or replace other available ~~programs~~
9 training funded with public money;

10 (iii) ~~articulate clear goals and demonstrate readily accountable,~~
11 ~~reportable, and measurable results~~ provide a project timeline, including
12 performance goals, and identify how the effectiveness and outcomes of the
13 program will be measured, including for the individual participants, the
14 employers, and the program as a whole; and

15 (iv) ~~demonstrate an integrated connection between training and~~
16 ~~specific new or continuing employment opportunities~~ articulate the need for
17 the training and the direct connection between the training the job.

18 (B) ~~Awards~~ The Department shall grant awards under this subdivision
19 (1) shall be made to programs or projects that:

1 (i) offer innovative programs of intensive, student-centric,
2 competency-based education, training, apprenticeship, pre-apprenticeship and
3 industry-recognized credentials, mentoring, or any combination of these;

4 (ii) address the needs of workers who are unemployed,
5 underemployed, or are at risk of becoming unemployed, ~~due to changing~~
6 ~~workplace demands by increasing productivity and developing new skills for~~
7 ~~incumbent workers~~ and workers who are in transition from one job or career to
8 another; ~~or~~

9 (iii) address the needs of employers to hire new employees, or
10 retrain incumbent workers, when the employer has demonstrated a need not
11 within the normal course of business, with priority to training that results in
12 new or existing job openings for which the employer intends to hire; or

13 (iv) in the discretion of the Commissioner, otherwise serve the
14 purposes of this chapter.

15 (2) Vermont Career Internship Program. Funding for eligible internship
16 programs and activities under the Vermont Career Internship Program
17 established in section 544 of this title.

18 (3) Apprenticeship Program. The Vermont Apprenticeship Program
19 established under 21 V.S.A. chapter 13. Awards under this subdivision may be
20 used to fund the cost of apprenticeship-related instruction provided by the
21 Department of Labor.

1 (g) [Repealed.]

2 § 544. VERMONT CAREER INTERNSHIP PROGRAM

3 (a)(1) The Department of Labor, in consultation with the Agency of
4 Education, shall develop, and the Department shall implement, a statewide
5 Vermont Career Internship Program for ~~Vermonters~~ students who are in high
6 school or in college and for those who are recent graduates of 24 months or
7 less.

8 (2) The Department of Labor shall coordinate and provide funding to
9 public and private entities for internship programs that match Vermont
10 employers with students from public and private secondary schools, regional
11 technical centers, the Community High School of Vermont, colleges, and
12 recent graduates of 24 months or less.

13 (3) Funding awarded through the Vermont Career Internship Program
14 may be used to build and administer an internship program and to provide
15 participants with a stipend during the internship, based on need. Funds may be
16 made only to programs or projects that ~~do all the following~~:

17 (A) do not replace or supplant existing positions;

18 (B) expose students to the workplace or create real workplace
19 expectations and consequences;

1 (C) provide a process that measures progress toward mastery of skills,
2 attitude, behavior, and sense of responsibility required for success in that
3 workplace;

4 (D) are designed to motivate and educate ~~secondary and~~
5 ~~postsecondary students and recent graduates~~ participants through work-based
6 learning opportunities with Vermont employers ~~that are likely to lead to real~~
7 ~~employment~~;

8 (E) include mechanisms that promote employer involvement with
9 secondary and postsecondary students and curriculum and the delivery of
10 education at the participating schools; ~~and~~ or

11 (F) offer participants a continuum of learning, experience, and
12 relationships with employers that will make it financially possible and
13 attractive for graduates to continue to work and live in Vermont.

14 (4) As used in this section, "internship" means a learning experience
15 working with an employer where the intern may, but does not necessarily,
16 receive academic credit, financial remuneration, a stipend, or any combination
17 of these.

18 (b) The Department of Labor, in collaboration with the Agencies of
19 Agriculture, Food and Markets and of Education, State-funded postsecondary
20 educational institutions, the State Workforce Investment Board, and other State

1 agencies and departments that have workforce education and training and
2 training monies, shall:

3 (1) identify new and existing funding sources that may be allocated to
4 the Vermont Career Internship Program;

5 (2) collect data and establish program goals and ~~quantifiable~~
6 performance measures that demonstrate program results for internship
7 programs funded through the Vermont Career Internship Program;

8 (3) develop or enhance a website that will connect students and
9 graduates with internship opportunities with Vermont employers;

10 (4) engage appropriate agencies and departments of the State in the
11 Internship Program to expand internship opportunities with State government
12 and with entities awarded State contracts; and

13 (5) work with other public and private entities to develop and enhance
14 internship programs, opportunities, and activities throughout the State.

1 **Sec. C.4. YOUTH EMPLOYMENT WORKING GROUP**

2 (a) There is created a youth employment working group to recommend
3 measures to increase work-experience opportunities for 16 and 17 year olds in
4 Vermont.

5 (b) The group shall be composed of the following members:

6 (1) the Commissioner of Labor or designee;

7 (2) the Department of Labor Workforce Education and Training
8 Coordinator;

9 (3) the Secretary of Education or designee;

10 (4) the Secretary of Commerce and Community Development or
11 designee;

12 (5) one member from a regional technical center to be appointed by the
13 Secretary of Education;

14 (6) one member from the House of Representatives to be appointed by
15 the Speaker;

16 (7) one member of the Senate to be appointed by the Committee on
17 Committees;

18 **(8) one member of the Associate General Contractors of Vermont; and**

19 (9) one member of the labor community to be appointed by the
20 Governor.

21 (c) The group shall:

1 (1) study how to increase work-experience opportunities for 16 and 17
2 year olds, including issues of financing, insurance requirements, workplace
3 safety, and educational requirements;

4 (2) make recommendations to increase work-experience opportunities;
5 and

6 (3) develop the metrics to assess the progress to increase work-
7 experience opportunities.

8 (d) The Commissioner of Labor shall convene the first meeting of the
9 group, at which meeting the members of the group shall elect a chair.

10 (e) Legislative members of the group shall be entitled to compensation and
11 expenses as provided in 2 V.S.A. § 406.

12 (f) The Department of Labor shall provide administrative support to the
13 group.

14 (g) On or before January 15, 2016, the group shall report its findings and
15 recommended draft legislation to the House Committee on Commerce and
16 Economic Development and the Senate Committee on Economic
17 Development, Housing and General Affairs.

18 Sec. C.5. ADVANCED MANUFACTURING AND INFORMATION

19 TECHNOLOGY PROGRAMS; ANALYSIS

20 The Agency of Commerce and Community Development, Agency of
21 Education, and the Department of Labor shall conduct an analysis of the

1 workforce education and training programs in manufacturing, advanced
2 manufacturing, and information technology that currently exist in Vermont for
3 mechanical and technical skills, machinist training, web and graphic
4 development, coding, health care technology services, and other high-demand
5 positions in Vermont. The State agencies and department shall collaborate to
6 support the advancement of programs and initiatives, including providing
7 financial resources as appropriate from their program funds.

8 * * * Vermont Governor's Committee on Employment
9 of People with Disabilities * * *

10 Sec. C.6. 21 V.S.A. § 497a is amended to read:

11 § 497a. COMMITTEE ESTABLISHED

12 There is hereby established a permanent committee to be known as the
13 Vermont ~~governor's committee on employment of people with disabilities~~
14 Governor's Committee on Employment of People with Disabilities, to consist
15 of ~~21~~ 22 members, including a one representative ~~of each from~~ the Vermont
16 ~~employment service division~~ Department of Labor's Workforce Development
17 Career Services Division and the Jobs for Veterans State Grant Program, one
18 representative ~~of from~~ the ~~vocational rehabilitation division of the department~~
19 ~~of disabilities, aging, and independent living~~ Department of Disabilities, Aging
20 and Independent Living Vocational Rehabilitation Division and one from the
21 Division for the Blind and Visually Impaired, one representative of the

1 ~~veterans' administration, one representative of the veterans' employment~~
2 ~~service~~ Veterans' Administration, and 17 members to be appointed by the
3 ~~governor~~ Governor. The appointive members shall hold office for the term
4 specified or until their successors are named by the ~~governor~~ Governor. The
5 members shall receive no salary for their services as such, but the necessary
6 expenses of the ~~committee~~ Committee shall be paid by the ~~state~~ State. ~~Those~~
7 ~~persons acting as said committee on June 29, 1963 shall continue as such until~~
8 ~~their successors are appointed as herein provided.~~

9 * * * Vermont ABLE Savings Program * * *

10 Sec. C.7. PURPOSE

11 The purpose of this act is:

12 (1) to encourage and assist individuals and families in saving private
13 funds for the purpose of supporting individuals with disabilities in maintaining
14 health, independence, and quality of life.

15 (2) to provide secure funding for disability-related expenses on behalf of
16 designated beneficiaries with disabilities that will supplement, but not
17 supplant, benefits provided through private insurance, the Medicaid program
18 under Title XIX of the Social Security Act, the supplemental security income
19 program under Title XVI of such Act, the beneficiary's employment, and other
20 sources.

21 Sec. C.8. 33 V.S.A. chapter 80 is added to read:

1 CHAPTER 80: VERMONT ACHIEVING A BETTER LIFE EXPERIENCE

2 (ABLE) SAVINGS PROGRAM

3 § 8001. PROGRAM ESTABLISHED

4 (a) The State Treasurer or designee shall have the authority to establish the
5 Vermont Achieving A Better Life Experience (ABLE) Savings Program
6 consistent with the provisions of this chapter under which a person may make
7 contributions for a taxable year, for the benefit of an individual who is an
8 eligible individual for such taxable year, to an ABLE account which is
9 established for the purpose of meeting the qualified disability expenses of the
10 designated beneficiary of the account; and which:

11 (1) limits a designated beneficiary to one ABLE account for purposes of
12 this section;

13 (2) allows for the establishment of an ABLE account only for a
14 designated beneficiary who is a resident of Vermont or a resident of a
15 contracting State; and

16 (3) meets the other requirements of this chapter.

17 (b) The Treasurer or designee shall have the authority to adopt rules,
18 policies, and procedures necessary to implement the provisions of this chapter
19 and comply with applicable federal law.

20 § 8002. DEFINITIONS

21 In this chapter:

1 (1) “ABLE account” means an account established by an eligible
2 individual, owned by the eligible individual, and maintained under the
3 Vermont ABLE Savings Program.

4 (2) “Designated beneficiary” means the eligible individual who
5 establishes an ABLE account under this chapter and is the owner of the
6 account.

7 (3) “Disability certification” means a certification to the satisfaction of
8 the Secretary by the individual or the parent or guardian of the individual that:

9 (A) certifies that:

10 (i) the individual has a medically determinable physical or mental
11 impairment, which results in marked and severe functional limitations, and
12 which can be expected to result in death or which has lasted or can be expected
13 to last for a continuous period of not less than 12 months, or the individual is
14 blind within the meaning of Section 1614(a)(2) of the Social Security Act, and

15 (ii) such blindness or disability occurred before the individual
16 attained 26 years of age; and

17 (B) includes a copy of the individual’s diagnosis relating to the
18 individual’s relevant impairment or impairments, signed by a physician
19 meeting the criteria of Section 1861(r)(1) of the Social Security Act.

20 (4) “Eligible individual” means:

1 (A) a person who during a taxable year is entitled to benefits based
2 on blindness or disability under Title II or XVI of the Social Security Act, and
3 such blindness or disability occurred before the date on which the individual
4 attained 26 years of age; or

5 (B) a person for whom a disability certification is filed with the
6 Secretary for the taxable year.

7 (5) “Member of family” means a brother, sister, stepbrother, or
8 stepsister of a designated beneficiary.

9 (6) “Qualified disability expense” means an expense related to the
10 eligible individual’s blindness or disability which is made for the benefit of an
11 eligible individual who is the designated beneficiary, including the following
12 expenses: education, housing, transportation, employment training and
13 support, assistive technology and personal support services, health, prevention
14 and wellness, financial management and administrative services, legal fees,
15 expenses for oversight and monitoring, funeral and burial expenses, and other
16 expenses, which are approved by the Secretary under regulations and
17 consistent with the purposes of this section.

18 (7) “Secretary” means the Secretary of the U.S. Department of
19 the Treasury.

20 § 8003. PROGRAM LIMITATIONS

1 (a) Cash contributions. The Treasurer or designee shall not accept a
2 contribution:

3 (1) unless it is in cash; or

4 (2) except in the case of a contribution under 26 U.S.C. § 529A(c)(1)(C)
5 (relating to a change in a designated beneficiary or program), if such
6 contribution to an ABLE account would result in aggregate contributions from
7 all contributors to the ABLE account for the taxable year exceeding the
8 amount in effect under subsection 2503(b) of this title for the calendar year in
9 which the taxable year begins.

10 (b) Separate accounting. The Treasurer or designee shall provide separate
11 accounting for each designated beneficiary.

12 (c) Limited investment direction. A designated beneficiary may, directly or
13 indirectly, direct the investment of any contributions to the Vermont ABLE
14 Savings Program, or any earnings thereon, no more than two times in any
15 calendar year.

16 (d) No pledging of interest as security. A person shall not use an interest
17 in the Vermont ABLE Savings Program, or any portion thereof, as security for
18 a loan.

19 (e) Prohibition on excess contributions. The Treasurer or designee shall
20 adopt adequate safeguards under the Vermont ABLE Savings Program to

1 prevent aggregate contributions on behalf of a designated beneficiary in excess
2 of the limit established by the State pursuant to 26 U.S.C. § 529(b)(6).

3 § 8005. REPORTS

4 (a) In general. The Treasurer or designee shall make such reports regarding
5 the Program to the Secretary and to designated beneficiaries with respect to
6 contributions, distributions, the return of excess contributions, and such other
7 matters as the Secretary may require.

8 (b) Notice of establishment of account. The Treasurer or designee shall
9 submit a notice to the Secretary upon the establishment of an ABLE account
10 that includes the name and state of residence of the designated beneficiary and
11 such other information as the Secretary may require.

12 (c) Electronic distribution statements. The Treasurer or designee shall
13 submit electronically on a monthly basis to the Commissioner of Social
14 Security, in the manner specified by the Commissioner, statements on relevant
15 distributions and account balances from all ABLE accounts created under the
16 Vermont ABLÉ Savings Program.

17 (d) Requirements. The Treasurer or designee shall file the reports and
18 notices required under this section at such time and in such manner and
19 furnished to such individuals at such time and in such manner as may be
20 required by the Secretary.

1 **(e)** On or before January 15 of each year, the Treasurer or designee shall
2 provide a progress update in partnership with the Vermont ABLE Task Force
3 or its successor on implementation of the Vermont ABLE Savings Program
4 consistent with United States Treasury Department Rules, the Internal Revenue
5 Service Code, and federal ABLE Act (P.L. 113-295 of 2014) to the Governor
6 and to the House Committee on Commerce and Economic Development and
7 the Senate Committee on Economic Development, Housing and General
8 Affairs.

9 **Sec. C.9. VERMONT ABLE TASK FORCE; REPORTS**

10 The State Treasurer shall convene a Vermont ABLE Task Force to include
11 representatives of the Department of Disabilities, Aging and Independent
12 Living, the Vermont Developmental Disabilities Council, Vermont Center for
13 Independent Living; Green Mountain Self-Advocates, and other stakeholders
14 with relevant expertise, to provide recommendations on or before January 15,
15 2016 to the House Committee on Commerce and Economic Development and
16 the Senate Committee on Economic Development, Housing and General
17 Affairs on planning and delivery of the ABLE Savings Program, including:

18 (1) promotion and marketing of the Program;

19 (2) rules governing operation of ABLE accounts, including mechanisms
20 for consumer convenience;

21 (3) fees charged to account owners;

1 Social Security Disability Insurance benefits have automatically converted to
2 Social Security retirement benefits; and

3 (5) allow an individual’s enrollment in the Medicaid for Working
4 People with Disabilities program to establish his or her eligibility for
5 developmental disability services under Vermont’s Choices for Care waiver.

6 (b) The Agency of Human Services shall engage the assistance of benefits
7 counselors at public and nonprofit organizations to increase public awareness
8 of the Medicaid for Working People with Disabilities program and of other
9 work incentives for individuals with disabilities.

10 * * * Vermont Career Technical Education * * *

11 **Sec. C.11. VERMONT CAREER TECHNICAL EDUCATION**

12 (a). Findings and intent.

13 (1) Vermont’s CTE centers are insufficiently staffed and funding to
14 focus on training students to fill current and anticipated job openings.

15 (2) According to the Vermont Department of Labor, the total number of
16 people considered “underutilized” labor in Vermont is 31,700.

17 (3) Statistics on number of high wage, high skill jobs that current and
18 future jobs that Vermonters are currently don’t have the skills to fill. [Insert
19 Mat Barewicz’s statistics.]

20 (4) [Statistic re: greying of workers in Vermont’s construction and other
21 trades. Mat Barewicz]

1 (5) Vermont high school graduates currently are not qualified for jobs in
2 these sectors since the level of complexity for work has increased yet the
3 entitlement for CTE high school programming has not increased.

4 (6) There currently is no formal relationship between the Vermont
5 Department of Labor, the Agency of Commerce and Community
6 Development, and the Agency of Education regarding workforce development.
7 These agencies need to collaborate more closely in order to better match the
8 need of Vermonters for jobs with the needs of Vermont’s businesses for
9 qualified employees.

10 (7) There is no continuity in terms of the quantity and quality of the
11 centers programs, which vary widely

12 (8) There is a lack of uniformity between similarly named courses
13 offered at the centers throughout the state.

14 (9) In some cases, the funding models for the centers act as a
15 disincentive for school districts to send their students to regional technical
16 centers.

17 (10) The purpose of this section is to direct the Agency of Education,
18 Department of Labor, and Agency of Commerce and Community
19 Development to collaborate on how to better utilize Vermont’s centers for
20 technical and career education.

21 (b) Study and report.

1 (1) On or before December 1, 2015, the Agency of Education, the
2 Department of Labor, and the Agency of Commerce and Community
3 Development to develop suggestions and report to legislative committees of
4 jurisdiction on how Vermont’s regional technical education and career centers
5 can be better utilized to provide training aligned with high wage, high skills,
6 high demand employment opportunities in Vermont.

7 (2) The Agencies and Department shall notify the House Committee on
8 Commerce and Education of all meetings [in accordance with Vermont’s open
9 meeting law.]

10 (3) The report required by this section shall address the following
11 questions:

12 (A) How can regional career centers develop programs of study
13 subject to the approval of the Agency of Education?

14 (B) How can these programs be aligned to the priority pathways
15 identified by the Agency of Education, in collaboration with the Agency of
16 Commerce and Community Development and the Department of Labor?

17 (C) How can these programs include opportunities for post-secondary
18 enrollment in apprenticeships, internships, approved training programs and
19 sub-baccalaureate programs?

1 (D) How can CTE programs of study be developed and implemented
2 that include a sequence of courses spanning grades 9 through 12, expanding
3 the entitlement in such cases for enrollment at a regional career center?

4 (D) How can high school courses, subject to the approval of the
5 Agency of Education, be designated by the regional career center as a portion
6 of an approved program of study, and considering whether:

7 (i) designated courses shall be identified through an articulated
8 agreement between the host high school and the regional career center as part
9 of a program of study approved by the Agency of Education; and

10 (ii) designated courses, if delivered in a co-teaching model in
11 collaboration with a regional career center, may be eligible for supplemental
12 funding through the regional career center in accordance with 16 V.S.A.
13 § 1561.

14 **D. Tourism and Economic Development Marketing**

15 Sec. D.1. TOURISM AND MARKETING INITIATIVE

16 (a) Of the amount by which the meals and rooms tax revenue for fiscal year
17 2016 projected at the January 20, 2015, Emergency Board meeting exceeds the
18 fiscal year 2016 projection for the meals and rooms tax at the July 24, 2014,
19 Emergency Board meeting, up to 15 percent, but not more than \$750,000.00, is
20 appropriated to the Agency of Commerce and Community Development to

1 promote economic development strategies targeted to prospective employers
2 and employees outside the State:

3 (1) to emphasize Vermont’s long history of innovation, including
4 agricultural, business, and technical innovation, product design, and
5 entrepreneurship; and

6 (2) to promote Vermont as both a great place to live and a great place to
7 do business.

8 (b) The Agency of Commerce and Community Development may contract
9 with a private marketing firm located in Vermont to carry out the brand
10 initiative pursuant to this section.

11 Sec. D.2. 3 V.S.A. chapter 47, subchapter 7 is added to read:

12 Subchapter 7. Vermont: Innovative by Nature

13 § 2551. VERMONT BRAND; ECONOMIC DEVELOPMENT AND
14 TOURISM STRATEGY

15 (a) Vermont: Innovative by Nature. The Agency of Commerce and
16 Community Development shall design, maintain, and promote an integrated
17 economic development and tourism and marketing brand initiative entitled
18 “Vermont: Innovative by Nature” that incorporates a new vision of Vermont
19 environmentalism, one which equally promotes both the qualities of the natural
20 environment and the many positive features of the current economic
21 environment in the State.

1 (b) Marketing the Vermont Brand. The brand initiative shall convey the
2 message that what makes Vermont a great place makes Vermont a great place
3 to do business, highlighting:

4 (1) Vermont’s long history of innovation, including agricultural,
5 business, and technical innovation, product design, and entrepreneurship;

6 (2) the multitude and diversity of successful start-up businesses in
7 environmental technology, health technology, advanced manufacturing,
8 services technology, biotechnology, recreation technology, and social
9 technology;

10 (3) the benefits of Vermont’s size, scale, and accessibility to
11 government officials and resources, which make Vermont a State where
12 business can start small and grow; and

13 (4) the benefits of Vermont’s educational and workforce development
14 resources, and its highly skilled and highly educated population.

15 (c) Tourism and Marketing. The Agency shall integrate the Vermont:
16 Innovative by Nature brand initiative as appropriate into its tourism and
17 marketing materials, partnerships, and promotions:

18 (1) to increase occupancy rates, tourism spending, and State revenues
19 generated through the rooms and meals tax; and

20 (2) to promote Vermont’s image as a desirable location both for
21 recreation and for business development.

1 (d) Economic Development Supporting Existing and Future Businesses.

2 (1) The Agency shall design and implement the Vermont: Innovative by
3 Nature brand initiative:

4 (A) to recruit and develop new businesses and to maintain growth of
5 and provide support to existing businesses; and

6 (B) to enable Vermont businesses to align their own brand identities
7 with the Vermont brand, enhancing the reputations of both the business and
8 the State.

9 (2) The Agency shall establish outreach and information-gathering
10 procedures that will allow Vermont businesses to comment on the design and
11 implementation of the Vermont: Innovative by Nature initiative and also to
12 provide ongoing feedback to the Agency on the effectiveness of the initiative.

13 § 2552. FUNDING

14 (a) In addition to any other funds appropriated to the Department of
15 Tourism and Marketing, in each fiscal year, the General Assembly shall
16 appropriate to the Department for the purpose of implementing section 2551 of
17 this title 75 percent of the amount by which the total meals and rooms tax
18 revenue collected in the immediately preceding fiscal year exceeds the total
19 meals and rooms tax revenue collected in the fiscal year two years preceding
20 the current fiscal year.

1 (b) The additional amount appropriated in a fiscal year pursuant to this
2 section shall not exceed \$2,000,000.00.

3 Sec. D.3. 6 V.S.A. chapter 207 is amended to read:

4 CHAPTER 207: PROMOTION AND MARKETING OF VERMONT

5 FOODS AND PRODUCTS

6 * * *

7 Subchapter 3. Agricultural Exports

8 § 4621. DOMESTIC EXPORT PROGRAM

9 (a) The Secretary of Agriculture, Food and Markets, in collaboration with
10 the Agency of Commerce and Community Development and the Chief
11 Marketing Officer, shall have the authority to create a Domestic Export
12 Program, the purpose of which may include:

13 (1) connecting Vermont producers with brokers, buyers, and distributors
14 in other U.S. state and regional markets;

15 (2) providing technical and marketing assistance to Vermont producers
16 to convert these connections into increased sales and sustainable commercial
17 relationships; and

18 (3) providing one-time matching grants to attend trade shows and
19 similar events to expand producers' market presence in other U.S. states,
20 subject to available funding.

1 (b) The Secretary shall collect data on the activities and outcomes of the
2 program authorized under this section and submit his or her findings and
3 recommendations in a report on or before January 15 of each year to the House
4 Committees on Agriculture and Forest Products and on Commerce and
5 Economic Development and to the Senate Committees on Agriculture and on
6 Economic Development, Housing and General Affairs.

7 Sec. D.4. IMPLEMENTATION; DOMESTIC EXPORT PROGRAM

8 The Secretary of Agriculture, Food and Markets shall pursue grants and
9 other funding, and shall seek to identify operational efficiencies within the
10 Agency, in order to adequately sustain the creation and implementation of
11 activities under the domestic export program authorized in 6 V.S.A. § 4621.

12 Sec. D.5. MEDIA PRODUCTION DATABASE

13 (a) The Agency of Commerce and Community Development shall create
14 and maintain a current media production database, which it shall make
15 available to the public through its website and other appropriate sources, of
16 production resources that are in the State.

17 (b) The database shall be a searchable directory of media production
18 professionals, including location scouts, lighting resources, animation, studios,
19 equipment rental, sites, editing equipment, independent contractors who work
20 in production, acting, and photographers.

1 (3) loans to businesses that are unable to access adequate capital
2 resources because the primary assets of these businesses are typically
3 intellectual property or similar nontangible assets; and

4 (4) loans to advanced manufacturers and other Vermont businesses for
5 product development and intellectual property design.

6 (b) The Authority shall adopt regulations, policies, and procedures for the
7 Program as are necessary to increase the amount of investment funds available
8 to Vermont businesses whose capital requirements are not being met by
9 conventional lending sources.

10 (c) When considering entrepreneurial lending through the Program, the
11 Authority shall give additional consideration and weight to an application of a
12 business whose business model and practices will have a demonstrable effect
13 in achieving other public policy goals of the State, including:

14 (1) The business will create jobs in strategic sectors such as the
15 knowledge-based economy, renewable energy, advanced manufacturing, wood
16 products manufacturing, and value-added agricultural processing.

17 (2) The business is located in a designated downtown, village center,
18 growth center, industrial park, or other significant geographic location
19 recognized by the State.

1 such eligible facilities or eligible projects, except that an eligible facility or
2 project shall not include the portion of an enterprise or endeavor relating to the
3 sale of goods at retail where such goods are manufactured primarily out of
4 state, and except further that an eligible facility or project shall not include the
5 portion of an enterprise or endeavor relating to housing. Such enterprises or
6 endeavors may include:

7 (A) quarrying, mining, manufacturing, processing, including the further
8 processing of agricultural products, assembling, or warehousing of goods or
9 materials for sale or distribution or the maintenance of safety standards in
10 connection therewith, and including Vermont-based manufacturers that are
11 adversely impacted by the State's regulation or ban of products as they
12 transition from the manufacture of the regulated or banned products to the
13 design and manufacture of environmentally sound substitutes.

14 * * *

1 Sec. E.3. Sec. 71. 10 V.S.A. chapter 14 is amended to read:

2 Chapter 14: ~~The Vermont Venture Capital Fund~~ The Vermont Entrepreneur to
3 Entrepreneur Lending and Investment Program

4 § 281. THE VERMONT ENTREPRENEUR TO ENTREPRENEUR

5 LENDING AND INVESTMENT PROGRAM

6 (a) There is created within the Department of Economic Development in
7 the Agency of Commerce and Community Development the Vermont
8 Entrepreneur to Entrepreneur Lending and Investment Program.

9 (b)(1) The Department shall create and maintain a registry for established
10 entrepreneurs who wish to make loans or investments and for emerging
11 entrepreneurs who seek investments.

12 (2) The Department shall facilitate matchmaking between potential
13 investors and recipients through its website, events, or other mechanisms as it
14 deems appropriate and effective.

15 (c) Notwithstanding any provision of law to the contrary, an established
16 entrepreneur registered with the Department pursuant to subsection (b) of this
17 section:

18 (1) may make one or more commercial loans to one or more registered
19 emerging entrepreneurs with a maximum annual interest rate of not more than
20 12 percent, up to an aggregate cap of \$500,000.00;

1 (2) shall not be subject to the licensed lender provisions of 8 V.S.A.
2 chapter 73; and

3 (3) shall be eligible for a credit against his or her income tax liability
4 imposed under 32 V.S.A. chapter 151, in an amount equal to 50 percent of the
5 interest earned on a loan made pursuant to this section, in each tax year in
6 which he or she earns interest.

7 (d) An established entrepreneur registered with the Department pursuant to
8 subsection (b) of this section:

9 (1) may make one or more equity investments in a business operated by
10 a registered emerging entrepreneur up to an aggregate cap of \$500,000.00;

11 (2) shall be eligible for a credit against his or her income tax liability
12 imposed under 32 V.S.A. chapter 151, in an amount equal to 50 percent of the
13 amount of dividends or capital gains earned on his or her investment made
14 pursuant to this section, in each tax year in which he or she earns dividends or
15 capital gains.

16 (e) A registered person who is the recipient of a loan or an equity
17 investment pursuant to this section shall be eligible for a tax credit against his
18 or her tax liability imposed under 32 V.S.A. chapter 151, in the amount of
19 \$1,000.00 for each new full-time job created and maintained for two years,
20 which he or she may claim for the tax year of the second anniversary of the
21 date of hire.

1 (f) The Department shall have the authority to adopt rules and procedures
2 to administer the program created in this section, including:

3 (1) standards for establishing a registration fee and registration tracking
4 number for each loan or equity investment made through the program;

5 (2) standards for eligibility criteria and ensuring eligibility and
6 compliance consistent with the program; and

7 (3) a process for awarding tax credit certificates for qualifying taxpayers
8 pursuant to the program, which a taxpayer shall file with his or her Vermont
9 income tax return for the tax year in which he or she claims credit.

10 Sec. E.4. PEER-TO-PEER LENDING; STUDY; REPORT

11 (a) The Department of Financial Regulation, in collaboration with the
12 Agency of Commerce and Community Development, shall conduct a study and
13 analysis of models for peer-to-peer lending and investment that will enable
14 established entrepreneurs to connect with emerging entrepreneurs and
15 increased lending, equity investment, and business mentoring while preserving
16 adequate regulatory oversight and business consumer protection.

17 (b) The Department and the Agency shall report its findings and any
18 recommendations for legislation on or before December 1, 2015, to the House
19 Committee on Commerce and Community Development and to the Senate
20 Committee on Economic Development, Housing and General Affairs.

1 Sec. E.5. Sec. 25 of Act 199 of 2014 (sunset of Treasurer’s credit facility for
2 local investments and Treasurer’s local investment advisory committee) is
3 amended to read:

4 Sec. 25. SUNSET

5 Secs. 23–24 of this act shall be repealed on July 1, ~~2015~~ 2016.

6 **F. Land Use and Economic Development Planning**

7 * * * Giving Deference to Regional Planning and Planners in Mitigating
8 Adverse Economic Impacts of Major Employers * * *

9 Sec. F.1. 24 V.S.A. § 2787 is added to read:

10 § 2787. ECONOMIC DEVELOPMENT STRATEGY; DEFERENCE TO
11 REGIONAL PLANS; CEDS;

12 In the event a major employer in an economic region announces a **closure**,
13 **relocation**, or other significant action that will impact directly and indirectly
14 jobs or wages in the region, and a regional planning commission has adopted a
15 regional plan pursuant to section 4348 of this title or a Comprehensive
16 Economic Development Strategy (CEDS) approved by the U.S. Economic
17 Development Administration, or both, and the plan or CEDS, or both, includes
18 mitigation strategies to address substantial local and regional economic and
19 fiscal challenges related to that employer, including closure, relocation, or
20 reduction in workforce, then:

1 purpose of the amendment was to guide and accomplish coordinated, efficient,
2 and economic development in the State that is consistent with Vermont's
3 historic settlement pattern of compact centers separated by rural countryside.

4 (2) Effective on October 17, 2014, the Natural Resources Board (NRB)
5 adopted a procedure to implement Criterion 9L (the Criterion 9L Procedure).

6 (b) The General Assembly determines that additional opportunity for
7 public comment on the Criterion 9L Procedure, as well as additional education
8 and improved guidance, would be beneficial in implementing the criterion.

9 (1) The NRB shall review the Criterion 9L Procedure in full
10 collaboration with the Agency of Commerce and Community Development
11 (ACCD) and the Agency of Natural Resources (ANR).

12 (A) As part of this review, the NRB shall solicit input from affected
13 parties and the public, including planners, developers, municipalities,
14 environmental advocacy organizations, regional planning commissions,
15 regional development corporations, and business advocacy organizations such
16 as State and regional chambers of commerce.

17 (B) Based on this review, the NRB shall adopt revisions in the form
18 of a procedure under 3 V.S.A. chapter 25.

19 (2) ACCD shall work with the NRB and ANR to develop outreach
20 material on Criterion 9L, including illustrative examples of appropriate
21 development design, and implement a training plan on the criterion for local

1 elected officials, municipal boards, State and regional organizations and
2 associations, environmental groups, consultants, and developers.

3 * * * Municipal Land Use; Neighborhood Development Area * * *

4 Sec. F.4. 24 V.S.A. § 4471(e) is amended to read:

5 (e) ~~Vermont neighborhood~~ Neighborhood development area.

6 Notwithstanding subsection (a) of this section, a determination by an
7 appropriate municipal panel shall not be subject to appeal if the determination
8 is that a proposed residential development within a designated downtown
9 development district, designated growth center, ~~or~~ designated Vermont
10 neighborhood, or designated neighborhood development area seeking
11 conditional use approval will not result in an undue adverse effect on the
12 character of the area affected, ~~as provided in~~ under subdivision 4414(3)(A)(ii)
13 of this title.

14 * * * Act 250; Primary Agricultural Soils * * *

15 Sec. F.5. 10 V.S.A. § 6086(a)(9)(B) is amended to read:

16 (B) Primary agricultural soils. A permit will be granted for the
17 development or subdivision of primary agricultural soils only when it is
18 demonstrated by the applicant that, in addition to all other applicable criteria,
19 either, the subdivision or development will not result in any reduction in the
20 agricultural potential of the primary agricultural soils; or:

1 (i) the development or subdivision will not significantly interfere
2 with or jeopardize the continuation of agriculture or forestry on adjoining lands
3 or reduce their agricultural or forestry potential; ~~and~~

4 (ii) except in the case of an application for a project located in a
5 designated ~~growth center~~ area listed in subdivision 6093(a)(1) of this title,
6 there are no lands other than primary agricultural soils owned or controlled by
7 the applicant which are reasonably suited to the purpose of the development or
8 subdivision; ~~and~~

9 (iii) except in the case of an application for a project located in a
10 designated ~~growth center~~ area listed in subdivision 6093(a)(1) of this title, the
11 subdivision or development has been planned to minimize the reduction of
12 agricultural potential of the primary agricultural soils through innovative land
13 use design resulting in compact development patterns, so that the remaining
14 primary agricultural soils on the project tract are capable of supporting or
15 contributing to an economic or commercial agricultural operation; and

16 (iv) suitable mitigation will be provided for any reduction in the
17 agricultural potential of the primary agricultural soils caused by the
18 development or subdivision, in accordance with section 6093 of this title and
19 rules adopted by the Natural Resources Board.

20 * * * Acquisition of Land by Public Agencies; Conservation Easements * * *

21 Sec. F.6. 10 V.S.A. § 6310 is added to read:

1 § 6310. CONSERVATION EASEMENT HOLDER; NONMERGER

2 If a holder of a conservation easement is or becomes the owner in fee
3 simple of property subject to the easement, the easement shall continue in
4 effect and shall not be extinguished.

5 Sec. F.7. 3 V.S.A. § 119 is added to read:

6 § 119. ELECTRONIC RECORDS; PERMITS

7 For each person registered to do business in this State with the Office of the
8 Secretary of State, the Secretary shall create and maintain within the Office's
9 online database a function for creating a customized search and report for each
10 State permit or approval for which the person has an open application,
11 including a live hyperlink to the website of the Agency or Department with
12 authority over the permit or approval, and current contact information for the
13 appropriate person within the Agency or Department to provide information
14 concerning the permit or approval.

15 **G. Tax Credits and Business Incentives**

16 * * * Vermont Employment Growth Incentive (VEGI) * * *

17 Sec. G.1. 32 V.S.A. § 5930a(c)(2) is amended to read:

18 (2) The new jobs should make a net positive contribution to employment
19 ~~in the area, and meet or exceed the prevailing compensation level including~~
20 ~~wages and benefits, for the particular employment sector~~ consistent with the
21 applicable wage threshold for the labor market area. The new jobs should

1 offer benefits and opportunities for advancement and professional growth
2 consistent with the employment sector.

3 Sec. G.2. 32 V.S.A. § 5930b is amended to read:

4 § 5930b. VERMONT EMPLOYMENT GROWTH INCENTIVE

5 (a) Definitions. As used in this section:

6 * * *

7 (24) “Wage threshold” means the minimum annualized Vermont gross
8 wages and salaries paid, as determined by the Council, but not less than:

9 (A) 60 percent above the minimum wage at the time of application;
10 in order for a new job to be a qualifying job under this section; or

11 (B) 40 percent above the State minimum wage at the time of
12 application for a businesses located in a labor market area of this State in
13 which the unemployment rate is greater than the average unemployment rate
14 for the State.

15 (25) “Labor market area” means a labor market area as designated by
16 the Vermont Department of Labor.

17 (b) Authorization process.

18 (1) A business may apply to the Vermont Economic Progress Council
19 for approval of a performance-based employment growth incentive to be paid
20 out of the business’s withholding account upon approval by the Department of
21 Taxes pursuant to the conditions set forth in this section. Businesses shall not

1 be permitted to deduct approved incentives from withholding liability
2 payments otherwise due. In addition to any other information that the Council
3 may require in order to fulfill its obligations under section 5930a of this title,
4 an employment growth incentive application shall include all the following
5 information:

- 6 (A) application base number of jobs;
- 7 (B) total jobs at time of application;
- 8 (C) application base payroll;
- 9 (D) total payroll at time of application;
- 10 (E) jobs target for each year in the award period;
- 11 (F) payroll target for each year in the award period;
- 12 (G) capital investment target for each year in the award period; and
- 13 (H) a statement signed by the president or chief executive officer or
14 equivalent acknowledging that to the extent the applicant fails to meet the
15 minimum capital investment by the end of the award period, any incentives
16 remaining to be earned shall be limited, and any incentives taken shall be
17 subject to complete or partial reversal, pursuant to subdivisions (c)(10) and
18 (11) of this section.

19 (2) The Council shall review each application in accordance with
20 section 5930a of this title, except that the Council may provide for an initial
21 approval pursuant to the conditions set forth in subsection 5930a(c), followed

1 by a final approval at a later date, before December 31 of the calendar year in
2 which the economic activity commences.

3 (3) Except as provided in subdivision (5) of this subsection, the value of
4 the incentives will be dependent upon the net fiscal benefit resulting from
5 projected qualifying payroll and qualifying capital investment. An incentive
6 ratio shall be applied to the net fiscal benefit generated by the cost-benefit
7 model in order to determine the maximum award the Council may authorize
8 for each application it approves. The Council may establish a threshold for
9 wages in excess of, but not less than, the wage threshold, as defined in
10 subsection (a) of this section for individual applications the Council wishes to
11 approve. The Council shall calculate an incentive percentage for each
12 approved application as follows:

13
$$\text{Authorized award amount} \div \text{the five-year sum of all payroll targets}$$

14 (4) An approval shall specify: the application base jobs at the time of the
15 application; total jobs at time of application; the application base payroll; total
16 payroll at time of application; the incentive percentage; the wage threshold; the
17 payroll thresholds; a job target for each year of the award period; a payroll
18 target for each year of the award period; a capital investment target for each
19 year of the award period and description sufficient for application of
20 subdivisions (c)(10) and (11) of this section of the nature of qualifying capital
21 investment over the award period upon which approval shall be conditioned;

1 and the amount of the total award. The Council shall provide a copy of each
2 approval to the Department of Taxes along with a copy of the application
3 submitted by that applicant.

4 (5)(A) Notwithstanding subdivision (3) of this subsection, the Council
5 may authorize incentives in excess of net fiscal benefit multiplied by the
6 incentive ratio ~~not to exceed an annual authorization established by law for~~
7 awards to businesses located in a labor market area in which the
8 unemployment rate is greater than the average unemployment rate for the State
9 or in which the average annual wage is below the average annual wage for the
10 State.

11 (B)(i) Except as provided in subdivision (5)(B)(ii) of this subsection,
12 the total amount of employment growth incentives the Vermont Economic
13 Progress Council is authorized to approve under subdivision (5)(A) of this
14 subsection shall not exceed \$1,000,000.00 from the General Fund.

15 (ii) The Council shall have the authority to exceed the cap
16 imposed in subdivision (5)(B)(i) of this subsection upon application to and
17 approval by the Emergency Board.

18 (c) Claiming an employment growth incentive.

19 * * *

20 (6)(A) A business whose application is approved and, in the first,
21 second, or third year of the award period, fails to meet or exceed its payroll

1 target and one out of two of its jobs and capital investment targets may not
2 claim incentives in that year. To the extent such business reaches its first,
3 second, or third year award period targets within the succeeding two calendar
4 year reporting periods immediately succeeding year one, two, or three of the
5 award period, or within the extended period if an extension is granted under
6 subdivision (B) of this subdivision (6), whichever is applicable, such business
7 may claim incentives in five-year installments as provided in subdivisions (1)
8 through (4) of this subsection. A business which fails to meet or exceed its
9 payroll target and one of its two jobs and capital investment targets within this
10 time frame shall forfeit all authority under this section to earn and claim
11 incentives for award period year one, two, or three, as applicable, and any
12 future award period years. The Department of Taxes shall notify the Vermont
13 Economic Progress Council that the first, second, or third year award period
14 targets have not been met within the prescribed period, and the Council shall
15 rescind authority for the business to earn incentives for the activity in year one,
16 two, or three, as applicable, and any future award period years.

17 (B)(i) Notwithstanding subdivision (6)(A) of this subsection, if a
18 business determines that it may not reach its first or second year award period
19 targets within the succeeding two calendar year reporting periods due to facts
20 or circumstances beyond its control, the business may request that the Council
21 extend the period to meet the targets for another two reporting periods,

1 reviewed annually, for award year one, and one reporting period for award
2 year two.

3 (ii) The Council may grant an extension pursuant to this
4 subdivision (B) if it determines that the business failed to meets its targets due
5 to facts or circumstances beyond the control of the business and that there is a
6 reasonable likelihood the business will meet the award period targets within
7 the extension period.

8 (iii) If the Council grants an extension pursuant to this subdivision
9 (B), the Council shall re-calculate the value of the incentive using the
10 cost-benefit model and adjust the amount of the award as is necessary to
11 account for the extension of the award period.

12 * * *

13 (h) Enhanced training incentive. Notwithstanding any provision of law to
14 the contrary, the Council may award an enhanced training incentive as follows:

15 (1) A business whose incentive application is approved may elect to
16 claim an enhanced training incentive at any time during the award period by:

17 (A) notifying the Council of its intent to pursue an enhanced training
18 incentive and dedicate its incentive funds to training through the Vermont
19 Training Program or a Workforce Education and Training Fund program; and

1 (B) applying for a grant from the Vermont Training Program or the
2 Workforce Education and Training Fund to perform training for new
3 employees who hold qualifying jobs.

4 (2) If a business is awarded a grant for training pursuant to subdivision
5 (1) of this subsection, the Agency of Commerce and Community
6 Development, or the Department of Labor, as applicable, shall disburse grant
7 funds for on-the-job training of not more than 75 percent of wages for each
8 employee in training, or not more than 75 percent of trainer expense, and the
9 business shall be responsible for the remaining 25 percent of the applicable
10 training costs.

11 (3) If the business successfully completes its training and meets or
12 exceeds its payroll target and either its jobs target or capital investment target,
13 the Council shall approve the enhanced training incentive and notify the
14 Department of Taxes.

15 (5) Upon notification by the Council, the Department of Taxes:

16 (A) shall disburse to the business a payment in an amount equal to 25
17 percent of the cost for training expenses pursuant to subdivision (3) of this
18 subsection;

19 (B) shall disburse to the Agency of Commerce and Community
20 Development, or the Department of Labor, as applicable, a payment in an

1 amount equal to 25 percent of the cost for training expenses pursuant to
2 subdivision (3) of this subsection; and

3 (C) shall disburse the remaining value of the incentive award in
4 annual installments pursuant to subdivision (c)(2) of this section.

5 (6)(A) If, during the utilization period for the incentive paid pursuant to
6 this subsection (h), the business fails to maintain the qualifying jobs or
7 qualifying payroll established in the award year, or does not reestablish
8 qualifying jobs or qualifying payroll to 100 percent of the award year level, the
9 Department of Taxes shall recapture the enhanced incentive pursuant to
10 subsection (d) of this section.

11 (B) The amount of recapture shall equal the sum of the installments
12 that the Department would have disbursed if it had paid the incentive in
13 five-year installments pursuant to subdivision (c)(2) of this section for the
14 years during the utilization period that the qualifying jobs or qualifying payroll
15 were not maintained.

16 (i) Overall gross cap on total employment growth incentive and education
17 tax incentive authorizations.

18 (1) For any calendar year, the total amount of employment growth
19 incentives the Vermont Economic Progress Council is authorized to approve
20 under this section and property tax stabilizations under 32 V.S.A. § 5404a(a)

1 shall not exceed \$10,000,000.00 from the General Fund and Education Fund
2 combined each year.

3 (2) The Council shall have the authority to exceed the cap imposed in
4 subdivision (1) of this subsection upon application to and approval by the
5 Emergency Board.

6 Sec. G.3. 2006 Acts and Resolves No. 184, Sec. 11 is amended to read:

7 Sec. 11. ~~VEGI; ANNUAL CALENDAR YEAR CAPS~~

8 ~~(a) Net negative awards cap. Notwithstanding any other provision of law,~~
9 ~~in any calendar year, the annual authorization for the total net fiscal cost of~~
10 ~~Vermont employment growth incentives that the Vermont economic progress~~
11 ~~council or the economic incentive review board may approve under 32 V.S.A.~~
12 ~~§ 5930b(b)(5) shall not exceed \$1,000,000.00 from the general fund.~~

13 ~~(b) Restrictions to labor market area. Employment growth incentives within~~
14 ~~the annual authorization amount in subsection (a) of this section shall be~~
15 ~~granted solely for awards to businesses located in a labor market area of this~~
16 ~~state in which the rate of unemployment is greater than the average for the~~
17 ~~state or in which the average annual wage is below the average annual wage~~
18 ~~for the state. For the purposes of this section, a “labor market area” shall be as~~
19 ~~determined by the department of labor.~~

20 ~~(c) Overall gross cap on total employment growth incentive and education~~
21 ~~tax incentive authorizations. For any calendar year, the total amount of~~

1 ~~employment growth incentives the Vermont economic progress council or the~~
2 ~~economic incentive review board is authorized to approve under 32 V.S.A.~~
3 ~~§ 5930b and property tax stabilizations and allocations under 32 V.S.A.~~
4 ~~§ 5404a(a) and (e) shall not exceed \$10,000,000.00 from the general fund and~~
5 ~~education fund combined each year. This maximum annual amount may be~~
6 ~~exceeded by the Vermont economic progress council upon application to and~~
7 ~~approval by the Emergency Board. [Repealed.]~~

8 Sec. G.4. 10 V.S.A. § 531(d) is amended to read:

9 (d) In order to avoid duplication of programs or services and to provide the
10 greatest return on investment from training provided under this section, the
11 Secretary of Commerce and Community Development shall:

12 (1) consult with the Commissioner of Labor regarding whether the
13 grantee has accessed, or is eligible to access, other workforce education and
14 training resources;

15 (2) disburse grant funds only for training hours that have been
16 successfully completed by employees; provided that, except for an award
17 under an enhanced training incentive as provided in 32 V.S.A. § 5930b(h), a
18 grant for on-the-job training shall either provide not more than 50 percent of
19 wages for each employee in training, or not more than 50 percent of trainer
20 expense, but not both, and further provided that training shall be performed in
21 accordance with a training plan that defines the subject of the training, the

1 number of training hours, and how the effectiveness of the training will be
2 evaluated; and

3 (3) use funds under this section only to supplement training efforts of
4 employers and not to replace or supplant training efforts of employers.

5 * * * Incentives; Tax Credits * * *

6 **Sec. G.5. 10 V.S.A. chapter 1 is amended to read:**

7 Chapter 1: ~~The Future of~~ Economic Development

8 * * *

9 § 5. EMPLOYEE RELOCATION INCENTIVE

10 (a) In this section:

11 (1) “Qualifying employee” means a natural person who on or after July
12 1, 2015:

13 (A) moves to Vermont from another state or country and maintains
14 his or her permanent residence in Vermont for 12 consecutive months or
15 longer; and

16 (B) works the equivalent of at least 35 hours per week in a
17 consecutive 12-month period and earns at least 200 percent, but not more than
18 300 percent, of the livable wage calculated under 2 V.S.A. § 505(a) in a
19 qualifying job.

1 (2) “Qualifying job” means a permanent employment position in
2 Vermont with an employer that is domiciled or authorized to business in this
3 State.

4 (3) “Relocation expenses” mean the reasonable expenses a person incurs
5 in relocating his or her family to Vermont for the purpose of establishing his or
6 her permanent residence in Vermont and accepting and maintaining qualifying
7 employment.

8 (b) A qualifying employee shall be eligible for an incentive payment for
9 relocation expenses in the amount of up to \$5,000.00.

10 (c)(1) To claim an incentive pursuant to this section, a qualifying employee
11 shall submit to the Agency of Commerce and Community Development
12 documentation and information requested by the Agency necessary to
13 demonstrate compliance with the requirements of this section.

14 (2) The Agency, upon review and confirmation of the qualifying
15 employee’s eligibility under this section, shall issue an incentive to the
16 qualifying employee if available.

17 (3) The Secretary of Commerce and Community Development shall
18 have the authority to adopt forms, procedures, and rules necessary to
19 implement the provisions of this section.

20 (d) The maximum amount of incentives available to all claimants under
21 this section in each tax year shall not exceed \$750,000.00.

1 (B) owner-occupied housing identified in 26 U.S.C. § 143(e) and (f)
2 and eligible (c)(1) or that qualifies under the Vermont Housing Finance
3 Agency ~~allocation plan~~ criteria governing owner-occupied housing.

4 (2) “Affordable housing tax credits” means the tax credit provided by
5 this subchapter.

6 (3) “Allocating agency” means the Vermont Housing Finance Agency.

7 (4) “Committee” means the Joint Committee on Tax Credits consisting
8 of five members; a representative from the Department of Housing and
9 Community Affairs, the Vermont Housing and Conservation Board, the
10 Vermont Housing Finance Agency, the Vermont State Housing Authority, and
11 the Office of the Governor.

12 (5) “Credit certificate” means a certificate issued by the allocating
13 agency to a taxpayer that specifies the amount of affordable housing tax credits
14 that can be applied against the taxpayer’s individual or corporate income tax or
15 franchise or insurance premium tax liability as provided in this subchapter.

16 (6) “Eligible applicant” means any municipality, private sector
17 developer, ~~department of state government as defined in 10 V.S.A. § 6302(a),~~
18 State agency as defined in 10 V.S.A. § 6301a, the Vermont Housing Finance
19 Agency, or a nonprofit organization qualifying under 26 U.S.C. § 501(c)(3); or
20 cooperative housing organization, the purpose of which is ~~the creation and~~
21 ~~retention of~~ to create and retain affordable housing for ~~lower income~~

1 Vermonters; with lower income and ~~the~~ which has in its bylaws ~~that require a~~
2 requirement that housing to the housing the organization creates be maintained
3 as affordable housing for ~~lower income~~ Vermonters with lower income on a
4 perpetual basis.

5 (7) “Eligible cash contribution” means an amount of cash contributed to
6 the owner, developer, or sponsor of an affordable housing project and
7 determined by the allocating agency as eligible for affordable housing tax
8 credits.

9 (8) “Section 42 credits” means tax credit provided by 26 U.S.C.
10 §§ 38 and 42.

11 (9) “Allocation plan” means the plan recommended by the Committee
12 and approved by the Vermont Housing Finance Agency, which sets forth the
13 eligibility requirements and process for selection of eligible housing projects to
14 receive affordable housing tax credits under this section. The allocation plan
15 shall include:

16 (A) requirements for creation and retention of affordable housing for
17 ~~low income~~ persons; with low income; and

18 (B) requirements to ensure that eligible housing is maintained as
19 affordable by subsidy covenant, as defined in 27 V.S.A. § 610 on a perpetual
20 basis, and meets all other requirements of the Vermont Housing Finance
21 Agency related to affordable housing.

1 (b) Eligible tax credit allocations.

2 (1) Affordable housing credit allocation.

3 (A) An eligible applicant may apply to the allocating agency for an
4 allocation of affordable housing tax credits under this section related to an
5 affordable housing project authorized by the allocating agency under the
6 allocation plan. In the case of a specific affordable rental housing project, the
7 eligible applicant ~~must~~ shall also be the owner or a person having the right to
8 acquire ownership of the building and ~~must~~ shall apply prior to placement of
9 the affordable housing project in service. In the case of owner-occupied
10 housing units, the applicant ~~must apply prior to purchase of the unit and must~~
11 shall ensure that the allocated funds ~~will be used to ensure that the housing~~
12 ~~qualifies or program funds remain~~ as an affordable housing resource for all
13 future owners ~~of the housing~~. The allocating agency shall issue a letter of
14 approval if it finds that the applicant meets the priorities, criteria, and other
15 provisions of subdivision ~~(2)(B)~~ of this ~~subsection~~ subdivision (1). The burden
16 of proof shall be on the applicant.

17 ~~(2)(B)~~ Upon receipt of a completed application, the allocating agency
18 shall award an allocation of affordable housing tax credits with respect to a
19 project ~~under this section shall be granted~~ to an applicant, provided the
20 applicant demonstrates to the satisfaction of the ~~committee~~ allocating agency
21 all of the following:

1 ~~(A)~~(i) The owner of the project has received from the allocating
2 agency a binding commitment for, a reservation or allocation of, or an
3 out-of-cap determination letter for, Section 42 credits, or meets the
4 requirements of the allocation plan for development or financing of units to be
5 owner-occupied;

6 ~~(B)~~(ii) The project has received community support.

7 (2) Down payment assistance program.

8 (A) The Vermont Housing Finance Agency shall have the authority
9 to allocate affordable housing tax credits to finance down payment assistance
10 loans that meet the following requirements:

11 (i) the loan is made in connection with a mortgage through an
12 Agency program;

13 (ii) the borrower is a first-time homebuyer of an owner-occupied
14 primary residence; and

15 (iii) the borrower uses the loan for the borrower's down payment,
16 or closing costs, or both.

17 (B) The Agency shall require the borrower to repay the loan upon the
18 sale or refinance of the residence.

19 (C) The Agency shall use the proceeds of loans made under the
20 program for future down payment assistance.

1 (c) Amount of credit. A taxpayer who makes an eligible cash contribution
2 shall be entitled to claim against the taxpayer's individual income, corporate,
3 franchise, or insurance premium tax liability a credit in an amount specified on
4 the taxpayer's credit certificate. The first-year allocation of a credit amount to
5 a taxpayer shall also be deemed an allocation of the same amount in each of
6 the following four years.

7 (d) Availability of credit. The amount of affordable housing tax credit
8 allocated with respect to a project shall be available to the taxpayer every year
9 for five consecutive tax years, beginning with the tax year in which the eligible
10 cash contribution is made. Total tax credits available to the taxpayer shall be
11 the amount of the first-year allocation plus the succeeding four years' deemed
12 allocations.

13 (e) Claim for credit. A taxpayer claiming affordable housing tax credits
14 shall submit with each return on which such credit is claimed a copy of the
15 allocating agency's credit allocation to the affordable housing project and the
16 taxpayer's credit certificate. Any unused affordable housing tax credit may be
17 carried forward to reduce the taxpayer's tax liability for no more than 14
18 succeeding tax years, following the first year the affordable housing tax credit
19 is allowed.

20 (f) ~~{Deleted.}~~ [Repealed.]

21 (g)(1) In any fiscal year, the allocating agency may award up to:

1 (A) \$400,000.00 in total first-year credit allocations to all applicants
2 for rental housing projects, for a total aggregate limit of \$2,000,000.00 over
3 any given five-year period that credits are available under this subdivision; and
4 ~~may award up to~~

5 (B) \$300,000.00 per year for owner-occupied unit applicants
6 financing or down payment loans consistent with the allocation plan, including
7 for new construction and manufactured housing, for a total aggregate limit of
8 \$1,500,000.00 over any given five-year period that credits are available under
9 this subdivision.

10 (2) In fiscal years 2016 through 2020, the allocating agency may award
11 up to \$125,000.00 per year for loans through the down payment assistance
12 program created in subdivision (b)(2) of this section for a total aggregate limit
13 of \$625,000.00 over the five-year period that credits are available under this
14 subdivision.

15 (h) ~~In any fiscal year, total first-year allocations plus succeeding year~~
16 ~~deemed allocations shall not exceed \$3,500,000.00.~~ The aggregate limit for all
17 credit allocations available under this section in any fiscal year is
18 \$4,125,000.00.

19 **Sec. G.7. PREWRITTEN SOFTWARE ACCESSED REMOTELY**

20 Charges for the right to remotely access prewritten software shall not be
21 considered charges for tangible personal property under 32 V.S.A. § 9701(7).

1 * * * Wood Products Manufacturer Incentive * * *

2 Sec. G.8. 2014 Acts and Resolves No. 179, Sec. G.100(b) is amended to read:

3 (b) Sec. E.100.6 (wood products manufacture incentive) shall take effect
4 retroactively on January 1, 2014 and apply to tax year 2014 and 2015.

5 Sec. G.8. 32 V.S.A. § 5930ii is amended to read:

6 § 5930II. RESEARCH AND DEVELOPMENT TAX CREDIT

7 (a) A taxpayer of this State shall be eligible for a credit against the tax
8 imposed under this chapter in an amount equal to ~~27~~ 30 percent of the amount
9 of the federal tax credit allowed in the taxable year for eligible research and
10 development expenditures under 26 U.S.C. § 41(a) and which are made within
11 this State.

12 (b) Any unused credit available under subsection (a) of this section may be
13 carried forward for up to 10 years.

14 ~~(c) Each year, on or before January 15, the Department of Taxes shall~~
15 ~~publish a list containing the names of the taxpayers who have claimed a credit~~
16 ~~under this section during the most recent completed calendar year.~~

17 Sec. G.9. 32 V.S.A. § 5930v is added to read:

18 § 5930v. ANGEL INVESTOR TAX CREDIT

19 (a) A qualified taxpayer who makes an eligible venture capital investment:

1 (1) may claim a credit against his or her income tax liability for 50
2 percent of the value of each eligible venture capital investment per qualifying
3 business made during a taxable year;

4 (2) may claim credit in increments of 25 percent of the total credit over
5 four years; provided that the amount of the credit allowed under this section for
6 any one taxable year may not exceed 50 percent of the taxpayer's income tax
7 liability for the taxable year before application of the credit; and

8 (3) may carry forward for up to 10 years the value of credit that the
9 taxpayer could not claim due to the limitations in subdivision (2) of this
10 subsection.

11 (b)(1) The maximum aggregate investment in any one qualifying business
12 for which a single qualified investor may receive tax credit under this section is
13 limited to \$500,000.00 in any three consecutive years.

14 (2) The maximum aggregate investment in any one qualified business
15 for which all qualified investors may receive tax credit under this section is
16 limited to \$5,000,000.00.

17 (c)(1) To claim a credit pursuant to this section a qualified taxpayer shall
18 submit to the Vermont Economic Progress Council documentation and any
19 additional information requested by the Council necessary to demonstrate
20 compliance with the requirements of this section.

1 (2) The Council, upon review and confirmation of the qualified
2 taxpayer’s eligibility for a credit, shall issue a credit certificate to the taxpayer,
3 who shall file the certificate with the Department of Taxes with his or her State
4 income tax return for the applicable year.

5 (d) In this section:

6 (1) “At-risk debt” means debt which is not secured, is not guaranteed by
7 a substantial owner of the business, will not be repaid for at least five years, or
8 bears a reasonable rate of interest.

9 (2) “Eligible venture capital investment” means up to \$500,000.00 of
10 total investment by one person, which is equity or at-risk debt investment in
11 one qualified business, for expenditure by the qualified business on the plant,
12 equipment, research, and development, or as working capital in Vermont.

13 (3) “Qualified business” means a business that:

14 (A) has its principal place of business in this State;

15 (B) had in the year preceding the investment annual gross sales of
16 \$3,000,000.00 or less; and

17 (C)(i) is primarily engaged in manufacturing; or

18 (ii) is a knowledge-based business;

19 (I) whose value is based on intellectual property rights or
20 similar intangible assets; and

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3
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Representative _____

FOR THE COMMITTEE