

1 TO THE HOUSE OF REPRESENTATIVES:

2 The Committee on Commerce and 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. 11 V.S.A. chapter 16 is added to read:

11 CHAPTER 16. BUSINESS RAPID RESPONSE TO

12 DECLARED STATE DISASTERS

13 § 1701. DEFINITIONS

14 In this chapter:

15 (1) “Critical infrastructure” means property and equipment owned or
16 used by communications networks and electric generation, transmission, and
17 distribution systems.

18 (2)(A) “Declared State disaster or emergency” means:

19 (i) a disaster or emergency event for which a Governor’s state of
20 emergency proclamation has been issued;

1 (ii) a disaster or emergency event for which a Presidential
2 declaration of a federal major disaster or emergency has been issued; or

3 (iii) a disaster or emergency event within the State for which a
4 good faith response effort is required, and for which the Commissioner of
5 Public Service is given notification from the registered business and the
6 Commissioner, in consultation with the Director of Emergency Management,
7 Department of Public Safety, designates the event as a disaster or emergency,
8 thereby invoking the provisions of this chapter.

9 (B) “Declared State disaster or emergency” does not include an
10 emergency or situation arising solely from a labor dispute.

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

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

1 (5) “Mutual Assistance Agreement” means an agreement to which one
2 or more registered businesses and one or more out-of-state businesses are party
3 and pursuant to which an electric or telephone utility may request and receive
4 assistance from an out-of-state business for performance of disaster- or
5 emergency-related work by the out-of-state business during the disaster
6 response period.

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

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

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

19 (7) “Out-of-state employee” means an employee who does not work in
20 the State, except for disaster- or emergency-related work during the disaster
21 response period.

1 (8) “Registered business in the State” or “registered business” means a
2 business entity that is currently registered with the Secretary of State to do
3 business in the State prior to the declared State disaster or emergency.

4 § 1702. OBLIGATIONS AFTER DISASTER RESPONSE PERIOD

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

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

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

20 (C) For purposes of any State or local tax on or measured by, in
21 whole or in part, net or gross income or receipts, all activity of the out-of-state

1 business that is conducted in this State pursuant to this chapter shall be
2 disregarded with respect to any filing requirements for such tax, including the
3 filing required for a unitary or combined group of which the out-of-state
4 business may be a part.

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

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

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

17 (b) Transaction taxes and fees. An out-of-state business and an out-of-state
18 employee shall be required to pay transaction taxes and fees, including fuel tax
19 and sales and use tax on materials or services consumed or used in the State
20 subject to sales and use tax, rooms and meals tax, car rental taxes or fees that
21 the out-of-state affiliated business or out-of-state employee purchases for use

1 or consumption in the State during the disaster response period, unless such
2 taxes are otherwise exempted during a disaster response period.

3 (c) Business or employee activity after disaster response period. An
4 out-of-state business or out-of-state employee that remains in the State after the
5 disaster response period will become subject to the State's normal standards
6 for establishing presence, residency, or doing business in the State and will
7 therefore become responsible for any business or employee tax requirements
8 that ensue.

9 § 1703. ADMINISTRATION

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

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

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

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

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

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

10 * * * Manufacture or Import of Gun Suppressors * * *

11 Sec. A.2. 13 V.S.A. § 4010 is amended to read:

12 § 4010. ~~GUN SILENCERS~~ SUPPRESSORS

13 (a) A Except as otherwise provided in subsection (b) of this section, a
14 person who manufactures, sells, uses, or possesses with intent to sell or use an
15 appliance known as or used for a gun ~~silencer~~ suppressor shall be fined \$25.00
16 for each offense. The provisions of this section shall not prevent the use or
17 possession of gun ~~silencers~~ suppressors by:

18 * * *

19 (b) Subsection (a) of this section shall not apply to a licensed manufacturer
20 or a licensed importer, as defined in 18 U.S.C. § 921, who is also registered as
21 a manufacturer or an importer pursuant to 26 U.S.C. § 5802, who in the

1 ordinary course of his or her business as a manufacturer or as an importer,
2 manufactures, sells, uses, or possesses with intent to sell or use, an appliance
3 known as or used for a gun suppressor.

4 * * * Blockchain Technology * * *

5 Sec. A.3. STUDY AND REPORT; BLOCKCHAIN TECHNOLOGY

6 On or before January 15, 2016, the Secretary of State, the Commissioner of
7 Financial Regulation, and the Attorney General shall consult with one or more
8 Vermont delegates to the National Conference of Commissioners on Uniform
9 State Laws and with the Center for Legal Innovation at Vermont Law School,
10 and together shall submit a report to the General Assembly their finding and
11 recommendations on the potential opportunities and risks of creating a
12 presumption of validity for electronic facts and records that employ blockchain
13 technology and addressing any unresolved regulatory issues.

14 * * * Fortified Wines * * *

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

16 § 2. DEFINITIONS

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

19 * * *

20 (15) “Manufacturer’s or rectifier’s license”: a license granted by the
21 Liquor Control Board that permits the holder to manufacture or rectify

1 ~~spirituous liquors~~ spirits or fortified wines for export and sale to the Liquor
2 Control Board, or malt beverages and vinous beverages for export and sale to
3 bottlers or wholesale dealers. This license permits a manufacturer of vinous
4 beverages or fortified wines to receive from another manufacturer licensed in
5 or outside this ~~state~~ State bulk shipments of vinous beverages to rectify with
6 the licensee's own product, provided that the vinous beverages or fortified
7 wines produced by a Vermont manufacturer may contain no more than
8 25 percent imported vinous beverage. The Liquor Control Board may grant to
9 a licensed manufacturer or rectifier a first-class restaurant or cabaret license or
10 first- and third-class restaurant or cabaret license permitting the licensee to sell
11 alcoholic beverages to the public only at the manufacturer's premises, which,
12 for the purposes of a manufacturer of malt beverages, includes up to two
13 licensed establishments that are located on the contiguous real estate of the
14 holder of the manufacturer's license, provided the manufacturer owns or has
15 direct control over those establishments. A manufacturer of malt beverages
16 who also holds a first-class restaurant or cabaret license may serve to a
17 customer malt beverage by the glass, not to exceed eight glasses at one time
18 and not to exceed four ounces in each glass. The Liquor Control Board may
19 grant to a licensed manufacturer or a rectifier of malt beverages a second-class
20 license permitting the licensee to sell alcoholic beverages to the public
21 anywhere on the manufacturer's or rectifier's premises. A licensed

1 manufacturer or rectifier of vinous beverages may serve, with or without
2 charge, at an event held on premises of the licensee or the vineyard property,
3 spirits and vinous beverages and malt beverages, provided the licensee gives
4 the Department written notice of the event, including details required by the
5 Department, at least five days before the event. Any beverages not
6 manufactured by the licensee and served at the event shall be purchased on
7 invoice from a licensed manufacturer or wholesale dealer or the Liquor Control
8 Board.

9 * * *

10 (19) “Second-class license”: a license granted by the control
11 commissioners permitting the licensee to export malt or vinous beverages and
12 to sell malt beverages or vinous beverages to the public for consumption off
13 the premises for which the license is granted. The Liquor Control Board may
14 grant a second-class licensee a fortified wine permit that permits the licensee to
15 export and to sell fortified wines to the public for consumption off the licensed
16 premises.

17 (20) “Spirits” or “spirituous liquors”: beverages that contain more than
18 one percent of alcohol obtained by distillation, by chemical synthesis, or
19 through concentration by freezing; ~~and~~ vinous beverages containing more than
20 ~~16~~ 23 percent of alcohol; and ~~all vermouths of any alcohol content;~~ malt
21 beverages containing more than 16 percent of alcohol or more than six percent

1 of alcohol if the terminal specific gravity thereof is less than 1.009; in each
2 case measured by volume at 60 degrees Fahrenheit.

3 * * *

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

7 (23) “Vinous beverages”: all fermented beverages of any name or
8 description manufactured or obtained for sale from the natural sugar content of
9 fruits; or other agricultural product, containing sugar, the alcoholic content of
10 which is not less than one percent nor more than 16 percent by volume at 60
11 degrees Fahrenheit, ~~except that all vermouths shall be purchased and retailed~~
12 ~~by and through the Liquor Control Board as authorized in chapters 5 and 7 of~~
13 ~~this title.~~

14 * * *

15 (27) “Special events permit”: a permit granted by the Liquor Control
16 Board permitting a person holding a manufacturer’s or rectifier’s license to sell
17 by the glass or by unopened bottle spirits, fortified wines, malt beverages, or
18 vinous beverages manufactured or rectified by the license holder at an event
19 open to the public that has been approved by the local licensing authority. For
20 the purposes of tasting only, the permit holder may distribute, with or without
21 charge, beverages manufactured by the permit holder by the glass no more than

1 two ounces per product and eight ounces total of malt beverages or vinous
2 beverages and no more than one ounce in total of spirits or fortified wines to
3 each individual. No more than ~~36~~ 104 special events permits may be issued to
4 a holder of a manufacturer's or rectifier's license during a year. A special
5 event permit shall be valid for the duration of each public event or four days,
6 whichever is shorter. Requests for a special events permit, accompanied by the
7 fee as required by subdivision 231(13) of this title, shall be submitted to the
8 Department of Liquor Control at least five days prior to the date of the event.
9 Each manufacturer or rectifier planning to attend a single special event under
10 this permit may be listed on a single permit. However, each attendance at a
11 special event shall count toward the manufacturer's or rectifier's ~~36~~ 104
12 special-event-permit limitation.

13 (28) "Fourth-class license" or "farmers' market license": the license
14 granted by the Liquor Control Board permitting a manufacturer or rectifier of
15 malt ~~or~~ beverages, vinous beverages, fortified wines, or spirits to sell by the
16 unopened container and distribute, by the glass, with or without charge,
17 beverages manufactured by the licensee. No more than a combined total of ten
18 fourth-class and farmers' market licenses may be granted to a licensed
19 manufacturer or rectifier. At only one fourth-class license location, a
20 manufacturer or rectifier of vinous beverages, malt beverages, fortified wines,
21 or spirits may sell by the unopened container and distribute by the glass, with

1 or without charge, vinous beverages, malt beverages, fortified wines, or spirits
2 produced by no more than five additional manufacturers or rectifiers, provided
3 these beverages are purchased on invoice from the manufacturer or rectifier. A
4 manufacturer or rectifier of vinous beverages, malt beverages, fortified wines,
5 or spirits may sell its product to no more than five additional manufacturers or
6 rectifiers. A fourth-class licensee may distribute by the glass no more than two
7 ounces of malt beverages or vinous beverage with a total of eight ounces to
8 each retail customer and no more than one-quarter ounce of spirits or fortified
9 wine with a total of one ounce to each retail customer for consumption on the
10 manufacturer's premises or at a farmers' market. A fourth class licensee may
11 distribute by the glass up to four mixed drinks containing a combined total of
12 no more than one ounce of spirits or fortified wine to each retail customer for
13 consumption only on the manufacturer's premises. A farmers' market license
14 is valid for all dates of operation for a specific farmers' market location.

15 * * *

16 (38) "Fortified wines": vinous beverages, including those to which
17 spirits have been added during manufacture, containing at least 16 percent
18 alcohol but no more than 23 percent alcohol by volume at 60 degrees
19 Fahrenheit, and all vermouths containing no more than 23 percent alcohol by
20 volume at 60 degrees Fahrenheit.

1 Sec. A.5. 7 V.S.A. § 104 us amended to read:

2 § 104. DUTIES; AUTHORITY TO RESOLVE ALLEGED VIOLATIONS

3 The Board shall have supervision and management of the sale of ~~spirituous~~
4 ~~liquors~~ spirits and fortified wines within the State in accordance with the
5 provisions of this title, and through the Commissioner of Liquor Control shall:

6 * * *

7 Sec. A.6. 7 V.S.A. § 107 is amended to read:

8 § 107. DUTIES OF COMMISSIONER OF LIQUOR CONTROL

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

10 * * *

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

16 (3) Make regulations subject to the approval of the ~~board~~ Board
17 governing:

18 (A) the prices at which ~~spirituous liquors~~ spirits shall be sold ~~in such~~
19 ~~by local~~ agencies, ~~and~~ the method ~~of~~ for their delivery ~~thereof,~~ and the
20 quantities of ~~spirituous liquors to~~ spirits that may be sold to any one person at
21 any one time; and

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

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

10 (5) Purchase through the ~~commissioner of buildings and general services~~
11 ~~spirituous liquors~~ Commissioner of Buildings and General Services ~~spirits and~~
12 fortified wines for and in behalf of the ~~liquor control board~~ Liquor Control
13 Board, supervise the storage thereof and the distribution to local agencies,
14 ~~druggists and~~ licensees of the third class, and holders of fortified wine permits,
15 and make regulations subject to the approval of the ~~board~~ Board regarding the
16 sale and delivery from ~~such~~ the central storage plant.

17 * * *

1 Sec. A.7. 7 V.S.A. § 110 is amended to read:

2 § 110. SPECIAL BRANDS; PURCHASE BY COMMISSIONER OF
3 LIQUOR CONTROL

4 If any person shall desire to purchase any class, variety, or brand of
5 ~~spirituous liquor~~ spirits or fortified wine which any local agency or fortified
6 wine permit holder does not have in stock, the ~~commissioner of liquor control~~
7 Commissioner of Liquor Control shall order the same through the
8 ~~commissioner of buildings and general services~~ Commissioner of Buildings
9 and General Services upon the payment of a reasonable deposit by the
10 purchaser in such proportion of the approximate cost of the order as shall be
11 prescribed by the regulations of the ~~liquor control board~~ Liquor Control Board.

12 Sec. A.8. 7 V.S.A. § 112 is amended as follows:

13 § 112. LIQUOR CONTROL FUND

14 The ~~liquor control fund~~ Liquor Control Fund is hereby established. It shall
15 consist of all receipts from the sale of spirits, fortified wines, and other items
16 by the ~~department of liquor control~~ Department of Liquor Control; fees paid to
17 the ~~department of liquor control~~ Department of Liquor Control for the benefit
18 of the ~~department~~ Department; all other amounts received by the ~~department of~~
19 ~~liquor control~~ Department of Liquor Control for its benefit; and all amounts
20 ~~which~~ that are from time to time appropriated to the ~~department of liquor~~
21 ~~control~~ Department of Liquor Control.

1 Sec. A.9. 7 V.S.A. § 222 is amended to read:

2 § 222. FIRST- AND SECOND-CLASS LICENSES, GRANTING OF; SALE
3 TO MINORS; CONTRACTING FOR FOOD SERVICE

4 With the approval of the Liquor Control Board, the control commissioners
5 may grant the following licenses to a retail dealer for the premises where the
6 dealer carries on business ~~the following~~:

7 * * *

8 (2) Upon making application ~~and~~, paying the license fee provided in
9 section 231 of this title, and upon satisfying the Board that such premises are
10 leased, rented, or owned by the retail dealer and are a safe, sanitary, and proper
11 place from which to sell malt and vinous beverages, a second-class license ~~for~~
12 ~~the premises where such dealer shall carry on the business~~, which shall
13 authorize such dealer to export malt and vinous beverages, and to sell malt and
14 vinous beverages to the public from such premises for consumption off the
15 premises ~~and upon satisfying the Board that such premises are leased, rented,~~
16 ~~or owned by such retail dealers and are safe, sanitary, and a proper place from~~
17 ~~which to sell malt and vinous beverages~~. A retail dealer carrying on business
18 in more than one place shall be required to acquire a second-class license for
19 each place where ~~he or she shall so sell~~ the retail dealer sells malt and vinous
20 beverages. No malt or vinous beverages shall be sold by a second-class
21 licensee to a minor.

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

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

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

(6) The Liquor Control Board may grant a fortified wine permit to a second-class licensee if the licensee files an application accompanied by the license fee as provided in section 231 of this title. The holder of a fortified wine permit may sell fortified wines to the public from the licensed premises for consumption off the premises. The Liquor Control Board shall issue no more than 150 fortified wine permits in any single year. The holder of a fortified wine permit shall purchase all fortified wines to be offered for sale to the public pursuant to the permit through the Liquor Control Board at a price equal to no more than 75 percent of the current retail price for the fortified wine established by the Commissioner pursuant to subdivision 107(3)(B) of this title.

1 Sec. A.10. 7 V.S.A. § 224 is amended to read:

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

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

13 * * *

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

18 Sec. A.11. 7 V.S.A. § 225 is amended to read:

19 § 225. EDUCATIONAL SAMPLING EVENT PERMIT

20 (a) The ~~liquor control board~~ Liquor Control Board may grant an
21 educational sampling event permit to a person to conduct an event that is open

1 to the public and at which malt beverages, vinous beverages, fortified wines, or
2 ~~spirituous liquors~~ spirits, or all ~~three~~ four are served only for the purposes of
3 marketing and educational sampling, provided the event is also approved by
4 the local licensing authority. At least 15 days prior to the event, an applicant
5 shall submit an application to the ~~department~~ Department in a form required by
6 the ~~department~~ Department. The application shall include a list of the
7 alcoholic beverages to be acquired for sampling at the event, and the
8 application shall be accompanied by a fee in the amount required pursuant to
9 section 231 of this title. No more than four educational sampling event permits
10 shall be issued annually to the same person. An educational sampling event
11 permit shall be valid for no more than four consecutive days. The permit
12 holder shall ~~assure~~ ensure all the following:

13 * * *

14 (b) An educational sampling event permit holder:

15 * * *

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

1 (3) ~~{Deleted.}~~ [Repealed.]

2 * * *

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

5 * * *

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

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

8 Sec. A.12. 7 V.S.A. § 231 is amended to read:

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

10 (a) The following fees shall be paid:

11 * * *

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

13 * * *

14 Sec. A.13. 7 V.S.A. § 422 is amended to read:

15 § 422. TAX ON ~~SPIRITUOUS LIQUOR~~ SPIRITS AND FORTIFIED

16 WINES

17 (a) A tax is assessed on the gross revenue ~~on~~ from the ~~retail~~ sale of
18 ~~spirituous liquor~~ spirits and fortified wines in the State of Vermont, ~~including~~
19 ~~fortified wine, sold by the Liquor Control Board, or sold by~~ the retail sale of
20 spirits and fortified wines in Vermont by a manufacturer or rectifier of
21 ~~spirituous liquor~~ spirits or fortified wines, in accordance with the provisions of

1 this title. The tax shall be at the following rates based on the gross revenue of
2 the retail sales by the seller in the current year:

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

5 (2) if the gross revenue of the seller is between \$500,000.00 and
6 \$750,000.00, the rate of tax is \$25,000.00 plus 10 percent of the gross revenues
7 over \$500,000.00;

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

10 * * *

11 Sec. A.14. STATUTORY REVISION

12 The Legislative Council, in its statutory revision capacity pursuant to
13 2 V.S.A. § 424, is authorized to correct instances of the words “spirituous
14 liquors” and “spirits” appearing in Title 7 of the Vermont Statutes Annotated
15 to “spirits and fortified wines” as necessary to implement the intent of the
16 revisions to 7 V.S.A. § 2 in this act.

17 * * *

18 Sec. A.15. STUDY; REPORT

19 (a) On or before January 15, 2018, the Commissioner of Liquor Control, in
20 consultation with the holders of second-class licenses and fortified wine
21 permits, shall evaluate whether the number of fortified wine permits issued

1 pursuant to 7 V.S.A. § 222 is sufficient, and how the issuance of fortified wine
2 permits has affected the sales of fortified wines in Vermont and the variety of
3 fortified wines available to Vermont consumers.

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

10 **B. Uniform Commercial Code**

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

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

13 § 4A-108. ~~EXCLUSION OF CONSUMER TRANSACTIONS~~

14 ~~GOVERNED BY FEDERAL LAW~~ RELATIONSHIP TO
15 ELECTRONIC FUND TRANSFER ACT

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

20 (b) This article applies to a funds transfer that is a remittance transfer as
21 defined in the Electronic Fund Transfer Act (15 U.S.C. § 1693o-1) as amended

1 from time to time, unless the remittance transfer is an electronic fund transfer
2 as defined in the Electronic Fund Transfer Act (15 U.S.C. § 1693a) as
3 amended from time to time.

4 (c) In a funds transfer to which this article applies, in the event of an
5 inconsistency between an applicable provision of this article and an applicable
6 provision of the Electronic Fund Transfer Act, the provision of the Electronic
7 Fund Transfer Act governs to the extent of the inconsistency.

8 * * * Uniform Commercial Code; Article 7 * * *

9 Sec. B.2. REPEAL

10 9A V.S.A. article 7 is repealed.

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

12 ARTICLE 7. DOCUMENTS OF TITLE

13 Part 1. General

14 § 7-101. SHORT TITLE

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

16 § 7-102. DEFINITIONS AND INDEX OF DEFINITIONS

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

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

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

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

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

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

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

10 (7) “Issuer” means a bailee that issues a document of title, or, in the case
11 of an unaccepted delivery order, the person that orders the possessor of goods
12 to deliver. The term includes a person for which an agent or employee
13 purports to act in issuing a document if the agent or employee has real or
14 apparent authority to issue documents, even if the issuer did not receive any
15 goods, the goods were misdescribed, or in any other respect the agent or
16 employee violated the issuer’s instructions.

17 (8) “Person entitled under the document” means the holder, in the case
18 of a negotiable document of title, or the person to which delivery of the goods
19 is to be made by the terms of, or pursuant to instructions in a record under, a
20 nonnegotiable document of title.

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

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

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

4 (10) “Shipper” means a person that enters into a contract of
5 transportation with a carrier.

6 (11) “Warehouse” means a person engaged in the business of storing
7 goods for hire.

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

10 (1) “Contract for sale,” Section 2-106.

11 (2) “Lessee in the ordinary course of business,” Section 2A-103.

12 (3) “Receipt” of goods, Section 2-103.

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

15 § 7-103. RELATION OF ARTICLE TO TREATY OR STATUTE

16 (a) This article is subject to any treaty or statute of the United States or
17 regulatory statute of this State to the extent the treaty, statute, or regulatory
18 statute is applicable.

19 (b) This article does not modify or repeal any law prescribing the form or
20 content of a document of title or the services or facilities to be afforded by a
21 bailee, or otherwise regulating a bailee’s business in respects not specifically

1 treated in this article. However, violation of such a law does not affect the
2 status of a document of title that otherwise is within the definition of a
3 document of title.

4 (c) This article modifies, limits, and supersedes the federal Electronic
5 Signatures in Global and National Commerce Act (15 U.S.C. Section 7001, et.
6 seq.) but does not modify, limit, or supersede Section 101(c) of that act
7 (15 U.S.C. Section 7001(c)) or authorize electronic delivery of any of the
8 notices described in Section 103(b) of that act (15 U.S.C. Section 7003(b)).

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

11 § 7-104. NEGOTIABLE AND NONNEGOTIABLE DOCUMENT OF
12 TITLE

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

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

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

4 § 7-105. REISSUANCE IN ALTERNATIVE MEDIUM

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

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

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

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

14 (1) the electronic document ceases to have any effect or validity; and

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

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

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

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

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

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

8 (2) the person that procured issuance of the electronic document
9 warrants to all subsequent persons entitled under the electronic document that
10 the warrantor was a person entitled under the tangible document when the
11 warrantor surrendered possession of the tangible document to the issuer.

12 § 7-106. CONTROL OF ELECTRONIC DOCUMENT OF TITLE

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

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

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

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

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

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

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

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

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

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

17 Part 2. Warehouse Receipts: Special Provisions

18 § 7-201. PERSON THAT MAY ISSUE A WAREHOUSE RECEIPT;

19 STORAGE UNDER BOND

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

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

6 § 7-202. FORM OF WAREHOUSE RECEIPT; EFFECT OF OMISSION

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

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

10 (1) a statement of the location of the warehouse facility where the goods
11 are stored;

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

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

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

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

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

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

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

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

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

14 § 7-203. LIABILITY FOR NONRECEIPT OR MISDESCRIPTION

15 A party to or purchaser for value in good faith of a document of title, other
16 than a bill of lading, that relies upon the description of the goods in the
17 document may recover from the issuer damages caused by the nonreceipt or
18 misdescription of the goods, except to the extent that:

19 (1) the document conspicuously indicates that the issuer does not know
20 whether all or part of the goods in fact were received or conform to the
21 description, such as a case in which the description is in terms of marks or

1 labels or kind, quantity, or condition, or the receipt or description is qualified
2 by “contents, condition, and quality unknown,” “said to contain,” or words of
3 similar import, if the indication is true; or

4 (2) the party or purchaser otherwise has notice of the nonreceipt or
5 misdescription.

6 § 7-204. DUTY OF CARE; CONTRACTUAL LIMITATION OF

7 WAREHOUSE’S LIABILITY

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

13 (b) Damages may be limited by a term in the warehouse receipt or storage
14 agreement limiting the amount of liability in case of loss or damage beyond
15 which the warehouse is not liable. Such a limitation is not effective with
16 respect to the warehouse’s liability for conversion to its own use. On request
17 of the bailor in a record at the time of signing the storage agreement or within a
18 reasonable time after receipt of the warehouse receipt, the warehouse’s liability
19 may be increased on part or all of the goods covered by the storage agreement
20 or the warehouse receipt. In this event, increased rates may be charged based
21 on an increased valuation of the goods.

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

4 § 7-205. TITLE UNDER WAREHOUSE RECEIPT DEFEATED IN
5 CERTAIN CASES

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

10 § 7-206. TERMINATION OF STORAGE AT WAREHOUSE'S OPTION

11 (a) A warehouse, by giving notice to the person on whose account the
12 goods are held and any other person known to claim an interest in the goods,
13 may require payment of any charges and removal of the goods from the
14 warehouse at the termination of the period of storage fixed by the document of
15 title or, if a period is not fixed, within a stated period not less than 30 days after
16 the warehouse gives notice. If the goods are not removed before the date
17 specified in the notice, the warehouse may sell them pursuant to section 7-210
18 of this title.

19 (b) If a warehouse in good faith believes that goods are about to deteriorate
20 or decline in value to less than the amount of its lien within the time provided
21 in subsection (a) of this section and section 7-210 of this title, the warehouse

1 may specify in the notice given under subsection (a) of this section any
2 reasonable shorter time for removal of the goods and, if the goods are not
3 removed, may sell them at public sale held not less than one week after a
4 single advertisement or posting.

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

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

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

1 § 7-207. GOODS SHALL BE KEPT SEPARATE; FUNGIBLE GOODS

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

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

12 § 7-208. ALTERED WAREHOUSE RECEIPTS

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

18 § 7-209. LIEN OF WAREHOUSE

19 (a) A warehouse has a lien against the bailor on the goods covered by a
20 warehouse receipt or storage agreement or on the proceeds thereof in its
21 possession for charges for storage or transportation, including demurrage and

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

15 (b) A warehouse may also reserve a security interest against the bailor for
16 the maximum amount specified on the receipt for charges other than those
17 specified in subsection (a) of this section, such as for money advanced and
18 interest. The security interest is governed by article 9 of this title.

19 (c) A warehouse's lien for charges and expenses under subsection (a) of
20 this section or a security interest under subsection (b) of this section is also
21 effective against any person that so entrusted the bailor with possession of the

1 goods that a pledge of them by the bailor to a good-faith purchaser for value
2 would have been valid. However, the lien or security interest is not effective
3 against a person that before issuance of a document of title had a legal interest
4 or a perfected security interest in the goods and that did not:

5 (1) deliver or entrust the goods or any document of title covering the
6 goods to the bailor or the bailor’s nominee with:

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

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

9 (C) power of disposition under sections 2-403, 2A-304(2),
10 2A-305(2), 9-320, or 9-321(c) of this title, or other statute or rule of law; or

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

13 (d) A warehouse’s lien on household goods for charges and expenses in
14 relation to the goods under subsection (a) of this section is also effective
15 against all persons if the depositor was the legal possessor of the goods at the
16 time of deposit. In this subsection, “household goods” means furniture,
17 furnishings, or personal effects used by the depositor in a dwelling.

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

1 § 7-210. ENFORCEMENT OF WAREHOUSE'S LIEN

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

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

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

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

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

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

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

18 (c) Before any sale pursuant to this section, any person claiming a right in
19 the goods may pay the amount necessary to satisfy the lien and the reasonable
20 expenses incurred in complying with this section. In that event, the goods may

1 not be sold but shall be retained by the warehouse subject to the terms of the
2 receipt and this article.

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

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

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

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

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

15 (i) A warehouse is liable for damages caused by failure to comply with the
16 requirements for sale under this section and, in case of willful violation, is
17 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 (6) “Bill of lading” means a document of title evidencing the receipt of
2 goods for shipment issued by a person engaged in the business of directly or
3 indirectly transporting or forwarding goods. The term does not include a
4 warehouse receipt.

5 * * *

6 (15) “Delivery,” with respect to an electronic document of title means
7 voluntary transfer of control and with respect to an instrument, a tangible
8 document of title, or chattel paper, means voluntary transfer of possession.

9 (16) “Document of title” ~~includes bill of lading, dock warrant, dock~~
10 ~~receipt, warehouse receipt or order for the delivery of goods, and also any~~
11 ~~other document which~~ means a record (i) that in the regular course of business
12 or financing is treated as adequately evidencing that the person in possession
13 or control of the record ~~is~~ entitled to receive, control, hold, and dispose of the
14 ~~document record~~ and the goods ~~the record covers~~ and (ii) that purports to be
15 issued by or addressed to a bailee and to cover goods in the bailee’s possession
16 which are either identified or are fungible portions of an identified mass. The
17 term includes a bill of lading, transport document, dock warrant, dock receipt,
18 warehouse receipt, and order for delivery of goods. ~~To be a document of title,~~
19 ~~a document must purport to be issued by or addressed to a bailee and purport to~~
20 ~~cover goods in the bailee’s possession which are either identified or are~~
21 ~~fungible portions of an identified mass~~ An electronic document of title means a

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 * * *

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

2 ARTICLE 2. SALES

3 * * *

4 § 2-103. DEFINITIONS AND INDEX OF DEFINITIONS

5 * * *

6 (3) ~~The~~ “Control” as provided in section 7-106 of this title and the

7 following definitions in other articles apply to this article:

8 “Check”. Section 3-104.

9 “Consignee”. Section 7-102.

10 “Consignor”. Section 7-102.

11 “Consumer goods”. Section 9-102.

12 “Dishonor”. Section 3-502.

13 “Draft”. Section 3-104.

14 * * *

15 § 2-104. DEFINITIONS: “MERCHANT”; “BETWEEN MERCHANTS”;

16 “FINANCING AGENCY”

17 * * *

18 (2) “Financing agency” means a bank, finance company or other person

19 who in the ordinary course of business makes advances against goods or

20 documents of title or who by arrangement with either the seller or the buyer

21 intervenes in ordinary course to make or collect payment due or claimed under

1 the contract for sale, as by purchasing or paying the seller's draft or making
2 advances against it or by merely taking it for collection whether or not
3 documents of title accompany or are associated with the draft. "Financing
4 agency" includes also a bank or other person who similarly intervenes between
5 persons who are in the position of seller and buyer in respect to the goods
6 (§ 2-707).

7 * * *

8 § 2-310. OPEN TIME FOR PAYMENT OR RUNNING OF CREDIT;

9 AUTHORITY TO SHIP UNDER RESERVATION

10 Unless otherwise agreed:

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

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

17 (c) if delivery is authorized and made by way of documents of title
18 otherwise than by subsection (b) of this section then payment is due regardless
19 of where the goods are to be received (i) at the time and place at which the
20 buyer is to receive ~~delivery of the~~ tangible documents or ~~regardless of where~~
21 ~~the goods are to be received~~ (ii) at the time the buyer is to receive delivery of

1 the electronic documents and at the seller's place of business, or if none, the
2 seller's residence; and

3 (d) where the seller is required or authorized to ship the goods on credit
4 the credit period runs from the time of shipment but post-dating the invoice or
5 delaying its dispatch will correspondingly delay the starting of the credit
6 period.

7 * * *

8 § 2-323. FORM OF BILL OF LADING REQUIRED IN OVERSEAS
9 SHIPMENT; "OVERSEAS"

10 * * *

11 (2) Where in a case within subsection (1) of this section a tangible bill of
12 lading has been issued in a set of parts, unless otherwise agreed if the
13 documents are not to be sent from abroad the buyer may demand tender of the
14 full set; otherwise only one part of the bill of lading need be tendered. Even if
15 the agreement expressly requires a full set:

16 * * *

17 § 2-401. PASSING OF TITLE; RESERVATION FOR SECURITY;
18 LIMITED APPLICATION OF THIS SECTION

19 * * *

20 (3) Unless otherwise explicitly agreed where delivery is to be made
21 without moving the goods:

1 (a) if the seller is to deliver a tangible document of title, title passes at
2 the time when and the place where he or she delivers such documents and if
3 the seller is to deliver an electronic document of title, title passes when the
4 seller delivers the document; or

5 (b) if the goods are at the time of contracting already identified and
6 no documents of title are to be delivered, title passes at the time and place of
7 contracting.

8 * * *

9 § 2-503. MANNER OF SELLER'S TENDER OF DELIVERY

10 * * *

11 (4) Where goods are in the possession of a bailee and are to be delivered
12 without being moved;

13 (a) tender requires that the seller either tender a negotiable document of
14 title covering such goods or procure acknowledgment by the bailee of the
15 buyer's right to possession of the goods; but

16 (b) tender to the buyer of a ~~non-negotiable~~ nonnegotiable document of
17 title or of a ~~written direction to~~ record directing the bailee to deliver is
18 sufficient tender unless the buyer seasonably objects, and except as otherwise
19 provided in article 9 of this title receipt by the bailee of notification of the
20 buyer's rights fixes those rights as against the bailee and all third persons; but
21 risk of loss of the goods and of any failure by the bailee to honor the

1 ~~non-negotiable~~ nonnegotiable document of title or to obey the direction
2 remains on the seller until the buyer has had a reasonable time to present the
3 document or direction, and a refusal by the bailee to honor the document or to
4 obey the direction defeats the tender.

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

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

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

11 § 2-505. SELLER'S SHIPMENT UNDER RESERVATION

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

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

19 (b) a non-negotiable bill of lading to himself or herself or his or her
20 nominee reserves possession of the goods as security but except in a case of
21 conditional delivery (§ 2-507(2)) a ~~non-negotiable~~ nonnegotiable bill of lading

1 naming the buyer as consignee reserves no security interest even though the
2 seller retains possession or control of the bill of lading.

3 (2) When shipment by the seller with reservation of a security interest is in
4 violation of the contract for sale it constitutes an improper contract for
5 transportation within the preceding section but impairs neither the rights given
6 to the buyer by shipment and identification of the goods to the contract nor the
7 seller's powers as a holder of a negotiable document of title.

8 § 2-506. RIGHTS OF FINANCING AGENCY

9 * * *

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

14 * * *

15 § 2-509. RISK OF LOSS IN THE ABSENCE OF BREACH

16 * * *

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

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

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

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

6 * * *

7 § 2-605. WAIVER OF BUYER'S OBJECTIONS BY FAILURE TO
8 PARTICULARIZE

9 * * *

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

13 * * *

14 § 2-705. SELLER'S STOPPAGE OF DELIVERY IN TRANSIT OR
15 OTHERWISE

16 * * *

17 (2) As against such buyer the seller may stop delivery until:

18 (a) receipt of the goods by the buyer; or

19 (b) acknowledgment to the buyer by any bailee of the goods except a

20 carrier that the bailee holds the goods for the buyer; or

1 (c) such acknowledgment to the buyer by a carrier by reshipment or as
2 ~~warehouseman~~ a warehouse; or

3 (d) negotiation to the buyer of any negotiable document of title covering
4 the goods.

5 (3)(a) To stop delivery the seller must so notify as to enable the bailee by
6 reasonable diligence to prevent delivery of the goods.

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

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

13 * * *

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

15 ARTICLE 2A. LEASES

16 * * *

17 § 2A-103. DEFINITIONS AND INDEX OF DEFINITIONS

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

19 (a) “Buyer in ordinary course of business” means a person who in good
20 faith and without knowledge that the sale to him or her is in violation of the
21 ownership rights or security interest or leasehold interest of a third party in the

1 goods, buys in ordinary course from a person in the business of selling goods
2 of that kind but does not include a pawnbroker. “Buying” may be for cash or
3 by exchange of other property or on secured or unsecured credit and includes
4 ~~receiving~~ acquiring goods or documents of title under a ~~pre-existing~~
5 preexisting contract for sale but does not include a transfer in bulk or as
6 security for or in total or partial satisfaction of a money debt.

7 * * *

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

17 * * *

18 § 2A-514. WAIVER OF LESSEE’S OBJECTIONS

19 * * *

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

4 * * *

5 § 2A-526. LESSOR'S STOPPAGE OF DELIVERY IN TRANSIT OR
6 OTHERWISE

7 * * *

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

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

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

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

15 * * *

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

17 ARTICLE 4. BANK DEPOSITS AND COLLECTIONS

18 * * *

19 § 4-104. DEFINITIONS AND INDEX OF DEFINITIONS

20 * * *

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

3 “Acceptance” § 3-409

4 “Alteration” § 3-407

5 “Cashier’s check” § 3-104

6 “Certificate of deposit” § 3-104

7 “Certified check” § 3-409

8 “Check” § 3-104

9 “Demand draft” § 3-104

10 “Holder in due course” § 3-302

11 “Instrument” § 3-104

12 “Notice of dishonor” § 3-503

13 “Order” § 3-103

14 “Ordinary care” § 3-103

15 “Person entitled to enforce” § 3-301

16 “Presentment” § 3-501

17 “Promise” § 3-103

18 “Prove” § 3-103

19 “Teller’s check” § 3-104

20 “Unauthorized signature” § 3-403

21 * * *

1 § 4-210. SECURITY INTEREST OF COLLECTING BANK IN ITEMS,
2 ACCOMPANYING DOCUMENTS AND PROCEEDS

3 * * *

4 (c) Receipt by a collecting bank of a final settlement for an item is a
5 realization on its security interest in the item, accompanying documents, and
6 proceeds. So long as the bank does not receive final settlement for the item or
7 give up possession of the item or possession or control of the accompanying
8 documents for purposes other than collection, the security interest continues to
9 that extent and is subject to ~~Article~~ article 9 of this title, but:

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

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

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

15 * * *

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

17 ARTICLE 8. INVESTMENT SECURITIES

18 * * *

19 § 8-102. DEFINITIONS

20 (a) In this article:

21 * * *

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

3 (i) a security;

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

8 (iii) any property that is held by a securities intermediary for another
9 person in a securities account if the securities intermediary has expressly
10 agreed with the other person that the property is to be treated as a financial
11 asset under this article.

12 As the context requires, the term means either the interest itself or the
13 means by which a person’s claim to it is evidenced, including a certificated or
14 uncertificated security, a security certificate, or a security entitlement.

15 * * *

16 § 8-103. RULES FOR DETERMINING WHETHER CERTAIN

17 OBLIGATIONS AND INTERESTS ARE SECURITIES OR

18 FINANCIAL ASSETS

19 * * *

20 (g) A document of title is not a financial asset unless subdivision

21 8-102(a)(9)(iii) of this title applies.

1 * * *

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

3 ARTICLE 9. SECURED TRANSACTIONS

4 * * *

5 § 9-102. DEFINITIONS AND INDEX OF DEFINITIONS

6 (a) In this article:

7 * * *

8 (30) “Document” means a document of title or a receipt of the type
9 described in ~~subdivision 7-201(2)~~ subsection 7-201(b) of this title.

10 * * *

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

13 “Applicant” Section 5-102.

14 “Beneficiary” Section 5-102.

15 “Broker” Section 8-102.

16 “Certificated security” Section 8-102.

17 “Check” Section 3-104.

18 “Clearing corporation” Section 8-102.

19 “Contract for sale” Section 2-106.

20 “Customer” Section 4-104.

21 “Entitlement holder” Section 8-102.

- 1 “Financial asset” Section 8-102.
- 2 “Holder in due course” Section 3-302.
- 3 “Issuer” (with respect to a letter of
- 4 credit or letter-of-credit right) Section 5-102.
- 5 “Issuer” (with respect to documents of title) Section 7-102.
- 6 “Issuer” (with respect to a security) Section 8-201.
- 7 “Lease” Section 2A-103.
- 8 “Lease agreement” Section 2A-103.
- 9 “Lease contract” Section 2A-103.
- 10 “Leasehold interest” Section 2A-103.
- 11 “Lessee” Section 2A-103.
- 12 “Lessee in ordinary course of business” Section 2A-103.
- 13 “Lessor” Section 2A-103.
- 14 “Lessor’s residual interest” Section 2A-103.
- 15 “Letter of credit” Section 5-102.
- 16 “Merchant” Section 2-104.
- 17 “Negotiable instrument” Section 3-104.
- 18 “Nominated person” Section 5-102.
- 19 “Note” Section 3-104.
- 20 “Proceeds of a letter of credit” Section 5-114.
- 21 “Prove” Section 3-103.

1 “Sale” Section 2-106.

2 “Securities account” Section 8-501.

3 “Securities intermediary” Section 8-102.

4 “Security” Section 8-102.

5 “Security certificate” Section 8-102.

6 “Security entitlement” Section 8-102.

7 “Uncertificated security” Section 8-102.

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

10 * * *

11 § 9-203. ATTACHMENT AND ENFORCEABILITY OF SECURITY

12 INTEREST; PROCEEDS; SUPPORTING OBLIGATIONS;

13 FORMAL REQUISITES

14 * * *

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

18 (1) value has been given;

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

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

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

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

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

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

14 * * *

15 § 9-207. RIGHTS AND DUTIES OF SECURED PARTY HAVING

16 POSSESSION OR CONTROL OF COLLATERAL

17 * * *

18 (c) Except as otherwise provided in subsection (d) of this section, a secured
19 party having possession of collateral or control of collateral under section
20 7-106, 9-104, 9-105, 9-106, or 9-107 of this title:

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

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

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

6 * * *

7 § 9-208. ADDITIONAL DUTIES OF SECURED PARTY HAVING
8 CONTROL OF COLLATERAL

9 * * *

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

11 * * *

12 (4) a secured party having control of investment property under section
13 8-106(d)(2) or 9-106(b) shall send to the securities intermediary or commodity
14 intermediary with which the security entitlement or commodity contract is
15 maintained an authenticated record that releases the securities intermediary or
16 commodity intermediary from any further obligation to comply with
17 entitlement orders or directions originated by the secured party; ~~and~~

18 (5) a secured party having control of a letter-of-credit right under section
19 9-107 shall send to each person having an unfulfilled obligation to pay or
20 deliver proceeds of the letter of credit to the secured party an authenticated

1 release from any further obligation to pay or deliver proceeds of the letter of
2 credit to the secured party; and

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

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

6 (B) if the debtor designates a custodian that is the designated
7 custodian with which the authoritative copy of the electronic document is
8 maintained for the secured party, communicate to the custodian an
9 authenticated record releasing the designated custodian from any further
10 obligation to comply with instructions originated by the secured party and
11 instructing the custodian to comply with instructions originated by the
12 debtor; and

13 (C) take appropriate action to enable the debtor or its designated
14 custodian to make copies of or revisions to the authoritative copy which add or
15 change an identified assignee of the authoritative copy without the consent of
16 the secured party.

17 * * *

1 § 9-301. LAW GOVERNING PERFECTION AND PRIORITY OF
2 SECURITY INTERESTS

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

6 * * *

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

10 * * *

11 § 9-310. WHEN FILING REQUIRED TO PERFECT SECURITY
12 INTEREST OR AGRICULTURAL LIEN; SECURITY
13 INTERESTS AND AGRICULTURAL LIENS TO WHICH FILING
14 PROVISIONS DO NOT APPLY

15 * * *

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

18 * * *

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

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

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

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

7 * * *

8 § 9-312. PERFECTION OF SECURITY INTERESTS IN CHATTEL

9 PAPER, DEPOSIT ACCOUNTS, DOCUMENTS, GOODS

10 COVERED BY DOCUMENTS, INSTRUMENTS, INVESTMENT

11 PROPERTY, LETTER-OF-CREDIT RIGHTS, AND MONEY;

12 PERFECTION BY PERMISSIVE FILING; TEMPORARY

13 PERFECTION WITHOUT FILING OR TRANSFER OF

14 POSSESSION

15 * * *

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

20 * * *

1 § 9-313. WHEN POSSESSION BY OR DELIVERY TO SECURED PARTY
2 PERFECTS SECURITY INTEREST WITHOUT FILING

3 (a) Perfection by possession or delivery. Except as otherwise provided in
4 subsection (b), a secured party may perfect a security interest in tangible
5 negotiable documents, goods, instruments, money, or tangible chattel paper by
6 taking possession of the collateral. A secured party may perfect a security
7 interest in certificated securities by taking delivery of the certificated securities
8 under section 8-301.

9 * * *

10 § 9-314. PERFECTION BY CONTROL

11 (a) A security interest in investment property, deposit accounts,
12 letter-of-credit rights, ~~or~~ electronic chattel paper, or electronic documents may
13 be perfected by control of the collateral under section 7-106, 9-104, 9-105,
14 9-106, or 9-107.

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

19 * * *

1 § 9-317. INTERESTS THAT TAKE PRIORITY OVER OR TAKE FREE OF
2 SECURITY INTEREST OR AGRICULTURAL LIEN

3 * * *

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

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

14 (d) A licensee of a general intangible or a buyer, other than a secured party,
15 of ~~collateral other than tangible chattel paper, tangible documents, goods,~~
16 ~~instruments, or~~ accounts, electronic chattel paper, electronic documents,
17 general intangibles, or investment property other than a certificated security
18 takes free of a security interest if the licensee or buyer gives value without
19 knowledge of the security interest and before it is perfected.

20 * * *

1 § 9-338. PRIORITY OF SECURITY INTEREST OR AGRICULTURAL
2 LIEN PERFECTED BY FILED FINANCING STATEMENT
3 PROVIDING CERTAIN INCORRECT INFORMATION

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

7 (1) the security interest or agricultural lien is subordinate to a conflicting
8 perfected security interest in the collateral to the extent that the holder of the
9 conflicting security interest gives value in reasonable reliance upon the
10 incorrect information; and

11 (2) a purchaser, other than a secured party, of the collateral takes free of
12 the security interest or agricultural lien to the extent that, in reasonable reliance
13 upon the incorrect information, the purchaser gives value and, in the case of
14 tangible chattel paper, tangible documents, goods, instruments, or a security
15 certificate, receives delivery of the collateral.

16 * * *

17 § 9-601. RIGHTS AFTER DEFAULT; JUDICIAL ENFORCEMENT;
18 CONSIGNOR OR BUYER OF ACCOUNTS, CHATTEL PAPER,
19 PAYMENT INTANGIBLES, OR PROMISSORY NOTES

20 * * *

1 (b) A secured party in possession of collateral or control of collateral under
2 section 7-106, 9-104, 9-105, 9-106, or 9-107 has the rights and duties provided
3 in section 9-207.

4 * * *

5 **C. Workforce Education, Training, and Development**

6 * * * Vermont Strong Scholars and Internship Initiative * * *

7 Sec. C.1. VERMONT STRONG SCHOLARS LOAN FORGIVENESS

8 FINDINGS; INTENT

9 The General Assembly finds that the fundamental fairness, integrity, and
10 success of the Vermont Strong Scholars loan forgiveness program under
11 Sec. C.2 of this act, whereby graduating high school students will be counseled
12 and encouraged to apply to Vermont schools, take certain courses, graduate
13 and then take certain Vermont jobs, in exchange for student loan forgiveness,
14 is critically dependent on the State providing reliable, sustainable, and
15 adequate funding for the loan forgiveness that does not diminish resources for
16 other State workforce education and training programs.

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

18 § 2888. VERMONT STRONG SCHOLARS AND INTERNSHIP

19 INITIATIVE

20 (a) Creation.

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

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

8 (A) encourage students to:

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

11 (ii) enroll and remain enrolled in a Vermont postsecondary
12 institution; and

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

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

17 (C) provide experiential learning through internship opportunities
18 with Vermont employers; and

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

1 (b) Vermont Strong Loan Forgiveness Program.

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

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

10 (B) Based upon the identified ~~economic sectors~~ occupations and the
11 number of students anticipated to qualify for loan forgiveness under this
12 section, the Secretary of Commerce and Community Development shall
13 annually provide the General Assembly with the estimated cost of the Vermont
14 Student Assistance Corporation's loan forgiveness awards under the Loan
15 Forgiveness Program during the then-current fiscal year and each of the four
16 following fiscal years.

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

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

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

7 (C) becomes employed on a full-time basis in Vermont within
8 12 months of graduation in an ~~economic sector~~ occupation identified by the
9 Secretary and Commissioner under subdivision (1) of this subsection;

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

13 (E) remains a Vermont resident throughout the period of loan
14 forgiveness.

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

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

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

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

9 (4) Management.

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

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

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

18 (c) Vermont Strong Internship Program.

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

20 ~~(A)~~ The Commissioner of Labor and the Secretary of Commerce and
21 Community Development shall jointly develop ~~and implement~~ the

1 organizational details of the Internship Program consistent with the purposes
2 and requirements of this section ~~and may adopt rules pursuant to 3 V.S.A.~~
3 ~~chapter 25 necessary to.~~ The Commissioner shall implement the Internship
4 Program and shall have the authority to adopt rules pursuant to 3 V.S.A.
5 chapter 25 necessary to implement the Program pursuant to this section.

6 ~~(B) The Commissioner, in consultation with the Secretary, shall issue~~
7 ~~a request for proposals for a person to serve as an Internship Program~~
8 ~~Intermediary, who shall perform the duties and responsibilities pursuant to the~~
9 ~~terms of a performance contract negotiated by the Commissioner and the~~
10 ~~Intermediary~~

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

14 (C) The Department of Labor, the Agency of Commerce and
15 Community Development, and the regional development corporations, ~~and the~~
16 ~~Intermediary~~, shall have responsibility for building connections within the
17 business community to ensure broad private sector participation in the
18 Internship Program.

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

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

1 (ii) ~~cultivate~~ coordinate relationships ~~with~~ between and among
2 employers, employer-focused organizations, and State and regional
3 government bodies;

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

6 (iv) ~~create and maintain a registry of participating employers and~~
7 ~~associated internship opportunities~~ develop a clearinghouse of information and
8 opportunities for internships; and

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

11 ~~(vi) develop and oversee a participation contract between each~~
12 ~~student and employer, including terms governing the expectations for the~~
13 ~~internship, a work plan, mentoring and supervision of the student, reporting by~~
14 ~~the employer and student, and compensation terms; and~~

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

17 ~~(2) Qualifying internships.~~

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

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

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

3 ~~(iii) meet the quality standards and expectations as established by~~
4 ~~the Intermediary.~~

5 ~~(B) Employment of interns. Interns shall be employed by the~~
6 ~~sponsoring employer except, with the approval of the Commissioner on a~~
7 ~~case by case basis, interns may be employed by the Intermediary and assigned~~
8 ~~to work with a participating Vermont employer, in which case the sponsoring~~
9 ~~employer shall contribute funds as determined by the Commissioner.~~

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

12 ~~(A) a Vermont resident enrolled in a postsecondary institution in or~~
13 ~~outside Vermont;~~

14 ~~(B) a student who graduated from a postsecondary institution within~~
15 ~~24 months of entering the program who was classified as a Vermont resident~~
16 ~~during that schooling or who is a student who attended a postsecondary~~
17 ~~institution in Vermont; or~~

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

19 (d) Funding.

20 (1) Loan Forgiveness Program.

21 (A) Loan forgiveness; State funding.

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

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

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

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

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

19 (2) Internship Program. Notwithstanding any provision of law to the
20 contrary, the Commissioner of Labor shall have the authority to use funds

1 allocated to the Workforce Education and Training Fund established in
2 10 V.S.A. § 543 to implement the Internship Program created in this section.

3 * * * Workforce Education and Training Fund * * *

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

5 CHAPTER 22A. WORKFORCE EDUCATION AND TRAINING

6 * * *

7 § 543. WORKFORCE EDUCATION AND TRAINING FUND; GRANT
8 PROGRAMS

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

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

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

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

18 (3) ~~apprenticeship-related instruction~~ apprenticeship, preapprenticeship,
19 and industry-recognized credential training; and

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

1 (c) ~~Administrative Support and other support.~~ Administrative ~~The~~
2 Department of Labor shall provide administrative support for the grant award
3 process ~~shall be provided by the Department of Labor.~~ ~~Technical support shall~~
4 ~~be provided whenever.~~ When appropriate and reasonable ~~by the~~ State
5 Workforce Investment Board and all other public entities involved in economic
6 development and workforce education and training shall provide other support
7 in the process.

8 (d) ~~Eligible Activities.~~ Awards activities.

9 (1) The Department shall grant awards from the Fund ~~shall be made~~ to
10 employers and entities ~~that offer programs that require collaboration between~~
11 ~~employees and businesses,~~ including private, public, and nonprofit entities,
12 institutions of higher education, high schools, technical centers, and workforce
13 education and training programs. ~~Funding shall be for training programs and~~
14 ~~student internship programs that:~~

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

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

1 (C) that link workforce education and economic development
2 strategies. ~~Training~~

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

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

10 (e) [Repealed].

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

14 (1) Training Programs.

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

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

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

3 (iii) ~~articulate clear goals and demonstrate readily accountable,~~
4 ~~reportable, and measurable results~~ provide a project timeline, including
5 performance goals, and identify how the effectiveness and outcomes of the
6 program will be measured, including for the individual participants, the
7 employers, and the program as a whole; and

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

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

13 (i) offer innovative programs of intensive, student-centric,
14 competency-based education, training, apprenticeship, preapprenticeship and
15 industry-recognized credentials, mentoring, or any combination of these;

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

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

5 (iv) in the discretion of the Commissioner, otherwise serve the
6 purposes of this chapter.

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

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

14 (g) [Repealed.]

15 § 544. VERMONT CAREER INTERNSHIP PROGRAM

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

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

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

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

11 (B) expose students to the workplace or create real workplace
12 expectations and consequences;

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

16 (D) are designed to motivate and educate ~~secondary and~~
17 ~~postsecondary students and recent graduates~~ participants through work-based
18 learning opportunities with Vermont employers ~~that are likely to lead to real~~
19 ~~employment~~;

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

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

7 (4) As used in this section, “internship” means a learning experience
8 working with an employer where the intern may, but does not necessarily,
9 receive academic credit, financial remuneration, a stipend, or any combination
10 of these.

11 (b) The Department of Labor, in collaboration with the Agencies of
12 Agriculture, Food and Markets and of Education, State-funded postsecondary
13 educational institutions, the State Workforce Investment Board, and other State
14 agencies and departments that have workforce education and training and
15 training monies, shall:

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

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

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

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

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

8 * * * Youth Employment Working Group * * *

9 Sec. C.4. YOUTH EMPLOYMENT WORKING GROUP

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

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

14 (1) the Commissioner of Labor or designee;

15 (2) the Department of Labor Workforce Education and Training

16 Coordinator;

17 (3) the Secretary of Education or designee;

18 (4) the Secretary of Commerce and Community Development or
19 designee;

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

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

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

5 (8) one member of the Associated General Contractors of Vermont;

6 (9) one member of the labor community to be appointed by the
7 Governor; and

8 (10) one member appointed by the Vermont Insurance Agents
9 Association.

10 (c) The group shall:

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

14 (2) make recommendations to increase work-experience
15 opportunities; and

16 (3) develop the metrics to assess the progress to increase
17 work-experience opportunities.

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

20 (e) Legislative members of the group shall be entitled to compensation and
21 expenses as provided in 2 V.S.A. § 406 for not more than four meetings.

1 (f) The Department of Labor shall provide administrative support to the
2 group.

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

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

9 Sec. C.5. 21 V.S.A. § 497a is amended to read:

10 § 497a. COMMITTEE ESTABLISHED

11 There is hereby established a permanent committee to be known as the
12 ~~Vermont governor's committee on employment of people with disabilities~~
13 Governor's Committee on Employment of People with Disabilities, to consist
14 of ~~21~~ 23 members, including a one representative ~~of each from~~ the Vermont
15 ~~employment service division~~ Department of Labor's Workforce Development
16 Division and the Jobs for Veterans State Grant, one representative ~~of~~ from the
17 ~~vocational rehabilitation division of the department of disabilities, aging, and~~
18 ~~independent living~~ Department of Disabilities, Aging, and Independent Living,
19 Vocational Rehabilitation Division and one from the Division for the Blind and
20 Visually Impaired, one representative of the ~~veterans' administration, one~~
21 ~~representative of the veterans' employment service~~ U.S. Department of

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

9 * * * Vermont ABLE Savings Program * * *

10 Sec. C.6. 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.

1 Sec. C.7. 33 V.S.A. chapter 80 is added to read:

2 CHAPTER 80. VERMONT ACHIEVING A BETTER LIFE

3 EXPERIENCE (ABLE) SAVINGS PROGRAM

4 § 8001. PROGRAM ESTABLISHED

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

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

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

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

18 (b)(1) The Treasurer or designee may solicit proposals from financial
19 organizations to implement the Program as account depositories and managers.

20 (2) A financial organization that submits a proposal shall describe the
21 investment instruments which will be held in accounts.

1 (3) The Treasurer shall select from among the applicants one or more
2 financial organizations that demonstrate the most advantageous combination,
3 both to potential program participants and this State, of the following criteria:

4 (A) the financial stability and integrity of the financial organization;

5 (B) the safety of the investment instrument offered;

6 (C) the ability of the financial organization to satisfy recordkeeping
7 and reporting requirements;

8 (D) the financial organization’s plan for promoting the program and
9 the investment the organization is willing to make to promote the program;

10 (E) the fees, if any, proposed to be charged to the account owners;

11 (F) the minimum initial deposit and minimum contributions that the
12 financial organization will require;

13 (G) the ability of the financial organization to accept electronic
14 withdrawals, including payroll deduction plans; and

15 (H) other benefits to the State or its residents included in the
16 proposal, including fees payable to the State to cover expenses of operation of
17 the Program.

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

1 § 8002. DEFINITIONS

2 In this chapter:

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

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

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

11 (A) certifies that:

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

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

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

1 (4) “Eligible individual” means:

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

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

8 (5) “Financial organization” means an organization authorized to do
9 business in this State and that is:

10 (A) licensed or chartered by the Department of Financial Regulation;

11 (B) chartered by an agency of the federal government; or

12 (C) subject to the jurisdiction and regulation of the federal Securities
13 and Exchange Commission.

14 (6) “Member of family” means a brother, sister, stepbrother, or
15 stepsister of a designated beneficiary.

16 (7) “Qualified disability expense” means an expense related to the
17 eligible individual’s blindness or disability which is made for the benefit of an
18 eligible individual who is the designated beneficiary, including the following
19 expenses: education, housing, transportation, employment training and
20 support, assistive technology and personal support services, health, prevention
21 and wellness, financial management and administrative services, legal fees,

1 expenses for oversight and monitoring, funeral and burial expenses, and other
2 expenses, which are approved by the Secretary under regulations and
3 consistent with the purposes of this section.

4 (8) “Secretary” means the Secretary of the U.S. Department of
5 the Treasury.

6 § 8003. PROGRAM LIMITATIONS

7 (a) Cash contributions. The Treasurer or designee shall not accept a
8 contribution:

9 (1) unless it is in cash; or

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

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

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

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

4 (e) Prohibition on excess contributions. The Treasurer or designee shall
5 adopt adequate safeguards under the Vermont ABLE Savings Program to
6 prevent aggregate contributions on behalf of a designated beneficiary in excess
7 of the limit established by the State pursuant to 26 U.S.C. § 529(b)(6).

8 § 8004. REPORTS

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

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

17 (c) Electronic distribution statements. The Treasurer or designee shall
18 submit electronically on a monthly basis to the Commissioner of Social
19 Security, in the manner specified by the Commissioner, statements on relevant
20 distributions and account balances from all ABLE accounts created under the
21 Vermont ABLE Savings Program.

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

5 Sec. C.8. VERMONT ABLE TASK FORCE; REPORTS

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

14 (1) promotion and marketing of the Program;

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

17 (3) fees charged to account owners;

18 (4) future enhancements to protect from the loss of State benefits as may
19 be necessary to fulfill the intent of the ABLE Act;

20 (5) the composition and charge of an ABLE Advisory Board; and

1 (6) a progress update on implementation of the Program consistent with
2 U.S. Treasury Department Rules, the Internal Revenue Code, and the federal
3 ABLE Act (P.L. 113-295 of 2014).

4 * * * Enhancing Eligibility and Work Incentives for the Medicaid for Working
5 Persons with Disabilities Program * * *

6 Sec. C.9. MEDICAID FOR WORKING PEOPLE WITH DISABILITIES;
7 RULEMAKING

8 (a) On or before October 1, 2015, the Agency of Human Services shall
9 request permission from the Centers for Medicare and Medicaid Services
10 (CMS) in order to increase to \$10,000.00 per individual and \$15,000.00 per
11 couple the asset limit for eligibility for the Medicaid for Working People with
12 Disabilities program. Within 30 days following CMS approval of the
13 increased asset limit, the Agency of Human Services shall commence the
14 rulemaking process pursuant to 3 V.S.A. chapter 25 to amend its rules
15 accordingly.

16 (b) On or before October 1, 2015, the Agency of Human Services shall
17 request permission from CMS to disregard the income of a spouse who is a
18 Medicaid for Working People with Disabilities beneficiary when calculating
19 the eligibility of the other spouse to receive traditional Medicaid benefits.
20 Within 30 days following CMS approval of the income disregard, the Agency

1 of Human Services shall commence the rulemaking process pursuant to
2 3 V.S.A. chapter 25 to amend its rules accordingly.

3 (c) On or before October 1, 2015, the Agency of Human Services shall
4 request permission from CMS to disregard the income of an applicant's or
5 beneficiary's spouse when determining the applicant's or beneficiary's
6 eligibility for the Medicaid for Working People with Disabilities program, after
7 a determination has been made that the applicant's or beneficiary's net family
8 income is below 250 percent of the federal poverty level for a family of the
9 applicable size. Within 30 days following CMS approval of the income
10 disregard, the Agency of Human Services shall commence the rulemaking
11 process pursuant to 3 V.S.A. chapter 25 to amend its rules accordingly.

12 (d) On or before October 1, 2015, the Agency of Human Services shall
13 request permission from CMS to disregard Social Security retirement income
14 for the purpose of calculating eligibility for the Medicaid for Working People
15 with Disabilities program for beneficiaries who have reached the Social
16 Security retirement age and whose Social Security Disability Insurance
17 benefits have automatically converted to Social Security retirement benefits.
18 Within 30 days following CMS approval of the income disregard, the Agency
19 of Human Services shall commence the rulemaking process pursuant to
20 3 V.S.A. chapter 25 to amend its rules accordingly.

1 (e) The Agency of Human Services shall engage the assistance of benefits
2 counselors at public and nonprofit organizations to increase public awareness
3 of the Medicaid for Working People with Disabilities program and of other
4 work incentives for individuals with disabilities.

5 (f) On or before January 15, 2016, the Agency of Human Services shall
6 provide a report on the implementation of this section to the House
7 Committees on Commerce and Economic Development and on Human
8 Services and to the Senate Committees on Economic Development, Housing
9 and General Affairs and on Health and Welfare.

10 * * * Vermont Career Technical Education * * *

11 Sec. C.10. VERMONT CAREER TECHNICAL EDUCATION

12 (a). Findings and intent.

13 (1) The “on time” graduation rate for high school students in Vermont is
14 86.6 percent (2013).

15 (2) The postsecondary continuation rate for 12th grade graduates is
16 approximately 60 percent. Many states have set a target of 80 percent for
17 students graduating from high school and transitioning to further education or
18 training, or both.

19 (3) According to the Vermont Department of Labor, in 2014 the total
20 number of people considered as “underutilized” labor in Vermont was 31,700.

1 (4) Vermont’s workforce is aging, with 27.7 percent of all workers over
2 55 years of age.

3 (5) According to a report issued by the McClure Foundation, with
4 assistance from the Vermont Department of Labor, Labor Market Information
5 Division, there are currently, and will be, many high-wage, high-skill job
6 openings in Vermont between now and 2020.

7 (6) In order to support the creation and growth of high paid jobs in
8 Vermont, we must provide our students with the needed education, skills, and
9 competencies for these positions.

10 (7) Vermont’s Career and Technical Education Centers (CTEs) are a
11 key resource in preparing Vermonters for careers and meeting the workforce
12 needs of Vermont employers.

13 (8) CTE learning is designed to prepare students to be ready for their
14 next step, including further training, college, jobs, and careers.

15 (9) Vermont’s CTEs do not currently offer enough programs of study of
16 the size, scope, and quality necessary to prepare high school students for these
17 current and anticipated high-skill, high-wage, high-demand job openings.

18 (10) Due to the demands and complexity of these jobs, CTE
19 programming should provide new courses in a sequence from grades 9-12,
20 including dual enrollment, with smooth transitions to postsecondary training or
21 further education, or both.

1 (11) There is an approved project within the Vermont Comprehensive
2 Economic Development Strategies (CEDS) that identifies six high-priority
3 cluster programs of study which the Agency of Education is currently
4 implementing: Travel/Tourism and Business Systems (Culinary, Hospitality,
5 Accounting, Management, Entrepreneurship); Manufacturing/Engineering
6 (STEM); Construction/Green Building and Design; Agriculture, Local Food
7 Systems, Natural Resources; Information Technology (Networking, Software
8 Development, Website Design); Health/Medical.

9 (12) The CEDS project for high-priority CTE programs of study will
10 provide uniform high-quality programs at the centers throughout the State.

11 (13) The Vermont Department of Labor, the Agency of Commerce and
12 Community Development, the Agency of Education, and the Vermont State
13 Colleges should collaborate more closely to develop high school CTE
14 programs of study, including adult technical education programs, aligned with
15 the needs of Vermont's employers.

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

19 (15) The purpose of this section is to direct the Department of Labor, the
20 Agency of Commerce and Community Development, the Agency of

1 Education, and the Vermont State Colleges to collaborate on how to better
2 utilize Vermont's CTEs.

3 (b) Study and report. The Agency of Education, the Department of Labor,
4 the Agency of Commerce and Community Development, and the Vermont
5 State Colleges shall convene, develop suggestions, and report on or before
6 December 1, 2015 to the House Committees on Commerce and Economic
7 Development and on Education and the Senate Committees on Economic
8 Development, Housing and General Affairs and on Education on how
9 Vermont's CTEs can be better utilized to provide training aligned with
10 high-wage, high-skills, high-demand employment opportunities in Vermont,
11 including:

12 (1) how the Agency of Education will develop priority pathway
13 programs of study with regional CTEs in collaboration with the Department of
14 Labor, the Agency of Commerce and Community Development, and the
15 Vermont State Colleges;

16 (2) how these programs can include opportunities for post-secondary
17 enrollment in apprenticeships, internships, approved training programs,
18 sub-baccalaureate programs, and adult technical education programs;

19 (3) how to ensure equitable and appropriate access to CTE programs of
20 study developed and implemented in grades 9 through 12;

1 (4) what barriers or challenges exist to the development and
2 implementation of high-quality priority pathways as described in the CEDS
3 approved project; and

4 (5) one or more recommendations to address the financial disincentive
5 for school districts to send students to the CTEs created by the CTE funding
6 model.

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

8 D.1. FINDINGS AND PURPOSE

9 (a) The General Assembly finds:

10 (1) The State of Vermont is a worldwide leader in the global tourism
11 market. Visitors from around the world come to Vermont to recreate and the
12 Vermont brand is now recognized and admired throughout the world.

13 (2) Vermont is rapidly developing a reputation as a place where
14 entrepreneurs and innovators can succeed, and where they can come to start
15 and grow great businesses.

16 (3) The Department of Tourism and Marketing should continue its very
17 successful tourism marketing efforts in order to maintain our standing in the
18 global tourism market.

19 (4) The Department should also develop an economic development
20 marketing program, highlighting the many positive features that make
21 Vermont a great place to live, work, and do business, including:

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

3 (B) the multitude and diversity of successful start-up businesses in
4 environmental technology, health technology, advanced manufacturing,
5 services technology, biotechnology, recreation technology, and social
6 technology;

7 (C) the benefits of Vermont’s size, scale, and accessibility to
8 government officials and resources, which make Vermont a state where
9 business can start, grow, and prosper; and

10 (D) the benefits of Vermont’s educational and workforce
11 development resources, and its highly skilled and highly educated population.

12 (b) The purpose of Secs. D.2 and D.3 of this act is to expand the mission of
13 the Department of Tourism and Marketing to ensure a focus on economic
14 development marketing.

15 Sec. D.2. 3 V.S.A. chapter 47 is amended to read:

16 Chapter 47: Commerce and Community Development

17 * * *

18 § 2472. DEPARTMENT OF HOUSING AND COMMUNITY ~~AFFAIRS~~
19 DEVELOPMENT

20 (a) The ~~department of housing and community affairs is created within the~~
21 ~~agency of commerce and community development~~ Department of Housing and

1 Community Development is created within the Agency of Commerce and
2 Community Development. The ~~department~~ Department shall:

3 (1) Be the central ~~state~~ State agency to coordinate, consolidate, and
4 operate, to the extent possible, all housing programs enacted hereafter by the
5 ~~general assembly~~ General Assembly or created by executive order of the
6 ~~governor~~ Governor.

7 (2) Be the central ~~state~~ State agency for local and regional planning and
8 coordination.

9 (3) Administer the community development block grant program
10 pursuant to 10 V.S.A. chapter 29. When awarding municipal planning grants
11 prior to fiscal year 2012, the ~~department~~ Department shall give priority to
12 grants for downtowns, new town centers, growth centers, and Vermont
13 neighborhoods.

14 (4) In partnership with the ~~division for historic preservation~~ Division of
15 Historic Preservation, direct, supervise, and administer the Vermont downtown
16 program, and any other program designed to preserve the continued economic
17 vitality of the ~~state's~~ State's traditional commercial districts.

18 (b) Neither the Vermont ~~state housing authority~~ State Housing Authority or
19 the Vermont ~~home mortgage guarantee board agency~~ Housing Finance
20 Agency shall be considered part of the ~~department of housing and community~~

1 ~~affairs~~ Department, but shall keep the ~~department~~ Department advised of
2 programs and activities being conducted.

3 * * *

4 § 2473. DIVISION FOR HISTORIC PRESERVATION

5 The ~~division for historic preservation~~ Division of Historic Preservation is
6 created within the ~~department of housing and community affairs~~ Department of
7 Housing and Community Development as the successor to and the
8 continuation of the ~~board of historic sites~~ Board of Historic Sites and the
9 ~~division of historic sites~~ Division of Historic Sites.

10 * * *

11 § 2476. DEPARTMENT OF TOURISM AND MARKETING

12 (a) ~~The department of tourism and marketing of the agency is created, as~~
13 ~~successor to the department of travel~~ The Department of Tourism and
14 Marketing is created within the Agency of Commerce and Community
15 Development. The ~~department~~ Department shall be administered by a
16 ~~commissioner~~ Commissioner.

17 (b) Tourism marketing. The ~~department of tourism and marketing~~
18 Department shall be responsible for ~~the promotion of Vermont goods and~~
19 ~~services as well as the~~ promotion of Vermont's travel, recreation, and cultural
20 attractions through advertising and other informational programs, and for
21 provision of travel and recreation information and services to visitors to the

1 ~~state~~ State, in coordination with other agencies of ~~state~~ State government,
2 chambers of commerce and travel associations, and the private sector in order
3 to increase the benefits of tourism marketing, including:

4 (1) enhancing Vermont's image as a tourist destination in the regional,
5 national, and global marketplace;

6 (2) increasing occupancy rates;

7 (3) increasing visitor spending throughout the State; and

8 (4) increasing State revenues generated through the rooms and
9 meals tax.

10 (c) Economic development marketing. The Department shall be
11 responsible for the promotion of Vermont as great place to live, work, and do
12 business in order to increase the benefits of economic development marketing,
13 including:

14 (1) attracting additional private investment in Vermont businesses;

15 (2) recruiting new businesses;

16 (3) attracting more innovators and entrepreneurs to locate in Vermont;

17 (4) attracting, recruiting, and growing the workforce to fill existing
18 vacancies in growing businesses; and

19 (5) promoting and supporting Vermont businesses, goods, and services.

1 (d) On and after July 1, 1997, all departments engaging in marketing
2 activities shall submit to and coordinate marketing plans with the
3 ~~commissioner of the department of tourism and marketing~~ Commissioner.

4 ~~(d) [Repealed.]~~

5 (e) The ~~department of tourism and marketing~~ Department may conduct
6 direct marketing activities pursuant to this chapter or ~~chapter 27 of Title 10~~
7 V.S.A. chapter 27, but and shall make best reasonable efforts work to increase
8 marketing activities conducted in partnership with one or more private sector
9 partners to maximize State marketing resources and to enable Vermont
10 businesses to align their own brand identities with the Vermont brand,
11 enhancing the reputations of both the business and the State.

12 (f) Building on established, successful collaboration with private partners
13 in travel and tourism, agriculture, and other industry sectors, the ~~department~~
14 ~~should~~ Department shall have the authority undertake reasonable efforts to
15 extend its marketing and promotional resources to include partners in the arts
16 and humanities, as well as other partners that depend on tourism for a
17 significant part of their annual revenue.

18 (g) The Department shall expand its outreach and information-gathering
19 procedures to allow Vermont businesses and other interested stakeholders to
20 comment on the design and implementation of its tourism marketing and

1 economic development marketing initiatives and also to provide ongoing
2 feedback to the Department on the effectiveness of its initiatives.

3 § 2477. FUNDING

4 In addition to any other funds appropriated to the Department of Tourism
5 and Marketing, the General Assembly shall cause to be appropriated to the
6 Department on or before August 1 of each year 15 percent, not to exceed
7 \$750,000.00, of the amount by which the actual meals and rooms tax revenue
8 collected in the immediately preceding fiscal year exceeds the meals and
9 rooms tax revenue for that fiscal year as projected in the preceding July's
10 consensus revenue forecast update.

11 Sec. D.3. DEPARTMENT OF TOURISM AND MARKETING; ECONOMIC
12 DEVELOPMENT MARKETING; LEGISLATIVE PROPOSAL
13 AND REPORT TO DEFINE PROGRAM GOALS, TARGETS,
14 PERFORMANCE MEASURES, AND RESULTS

15 (a) On or before January 15, 2016, the Department of Tourism and
16 Marketing shall report to the House Committee on Commerce and Economic
17 Development and the Senate Committee on Economic Development, Housing
18 and General Affairs to identify the goals, targets, performance measures, and
19 results of its economic development marketing programs, including testimony
20 or a written report addressing:

21 (1) Department functions, including:

- 1 (A) the mission and objectives of the Department and its programs;
- 2 (B) measurable goals for success;
- 3 (C) a profile of specific target audiences;
- 4 (D) research necessary to engage those audiences;
- 5 (E) strategies to identify and document Vermont’s unique offerings
- 6 and benefits to those audiences; and
- 7 (F) tactics to accomplish each strategy.
- 8 (2) Desired goals, including:
- 9 (A) new people, employees, and businesses relocate and invest in
- 10 Vermont; and
- 11 (B) current Vermonters and businesses stay and prosper here.
- 12 (3) Measurable targets, including an increase in:
- 13 (A) student applications to Vermont schools;
- 14 (B) workforce participants;
- 15 (C) employment opportunities and jobs;
- 16 (D) number of businesses;
- 17 (E) investment in Vermont businesses; and
- 18 (F) the number of homeowners.
- 19 (4) Methods for identifying and collecting data indicators, and analyzing
- 20 results.

1 D.4. APPROPRIATION

2 In fiscal year 2016 there is appropriated from the General Fund to the
3 Department of Tourism and Marketing the amount of \$500,000.00 for the
4 purpose of preparing and implementing an economic development marketing
5 proposal pursuant to Sec. D.3 of this act.

6 * * * Domestic Export Program * * *

7 Sec. D.5. 6 V.S.A. chapter 207 is amended to read:

8 CHAPTER 207. PROMOTION AND MARKETING OF VERMONT
9 FOODS AND PRODUCTS

10 * * *

11 Subchapter 3. Agricultural Exports

12 § 4621. DOMESTIC EXPORT PROGRAM

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

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

19 (2) providing technical and marketing assistance to Vermont producers
20 to convert these connections into increased sales and sustainable commercial
21 relationships; and

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

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

10 Sec. D.6. IMPLEMENTATION; DOMESTIC EXPORT PROGRAM

11 The Secretary of Agriculture, Food and Markets shall pursue grants,
12 funding, and other resources, and shall continue to identify operational
13 efficiencies within the Agency, in order to sustain adequately the creation and
14 implementation of activities under the domestic export program authorized in
15 6 V.S.A. § 4621.

1 **E. Access to Capital**

2 * * * Vermont Economic Development Authority (VEDA); Lending; Green
3 Manufacture of Microbead Alternatives * * *

4 Sec. E.1. 10 V.S.A. § 280bb is amended to read:

5 § 280bb. VERMONT ENTREPRENEURIAL LENDING PROGRAM

6 (a) There is created the Vermont Entrepreneurial Lending Program to be
7 administered by the Vermont Economic Development Authority. The Program
8 shall seek to meet the working capital and capital-asset financing needs of
9 Vermont-based businesses in seed, start-up, and growth stages. The Program
10 shall specifically seek to fulfill capital requirement needs that are unmet in
11 Vermont, including:

12 (1) loans ~~up to \$100,000.00~~ to manufacturing businesses and software
13 developers with innovative products that typically reflect long-term, organic
14 growth;

15 (2) loans up to \$1,000,000.00 in growth-stage companies that do not
16 meet the underwriting criteria of other public and private entrepreneurial
17 financing sources; ~~and~~

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

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

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

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

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

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

17 (3) The business adopts energy and thermal efficiency practices in its
18 operations or otherwise operates in a way that reflects a commitment to green
19 energy principles.

20 (4) The business will create jobs that pay a livable wage and significant
21 benefits to Vermont employees.

1 (5) The business will create environmental benefits or will manufacture
2 environmentally responsible products.

3 (d) The Authority shall include provisions in the terms of a loan made
4 under the Program to ensure that a loan recipient shall maintain operations
5 within the State for a minimum of five years from the date on which the
6 recipient receives the loan funds from the Authority or shall otherwise be
7 required to repay the outstanding funds in full.

8 Sec. E.2. 10 V.S.A. § 212 is amended to read:

9 § 212. DEFINITIONS

10 As used in this chapter:

11 * * *

12 (6) “Eligible facility” or “eligible project” means any industrial,
13 commercial, or agricultural enterprise or endeavor approved by the authority
14 that meets the criteria established in the Vermont Sustainable Jobs Strategy
15 adopted by the Governor under section 280b of this title, including land and
16 rights in land, air, or water, buildings, structures, machinery, and equipment of
17 such eligible facilities or eligible projects, except that an eligible facility or
18 project shall not include the portion of an enterprise or endeavor relating to the
19 sale of goods at retail where such goods are manufactured primarily out of
20 state, and except further that an eligible facility or project shall not include the

1 portion of an enterprise or endeavor relating to housing. Such enterprises or
2 endeavors may include:

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

10 * * *

11 * * * Vermont State Treasurer; Local Investments * * *

12 Sec. E.3. Sec. 25 of Act 199 of 2014 (sunset of Treasurer's credit facility for
13 local investments and Treasurer's local investment advisory committee) is
14 amended to read:

15 Sec. 25. SUNSET

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

17 * * * Licensed Lender Exemption for Commercial Loans * * *

18 Sec. E.4. 8 V.S.A. § 2201 is amended to read:

19 § 2201. LICENSES REQUIRED

20 * * *

1 (d) No lender license, mortgage broker license, or sales finance company
2 license shall be required of:

3 * * *

4 (10) Persons who lend, other than residential mortgage loans, an
5 aggregate of less than ~~\$75,000.00~~ \$250,000.00 in any one year at rates of
6 interest of no more than 12 percent per annum.

7 * * *

8 **F. Natural Resources, Land Use, and Planning**

9 * * * Giving Deference to Regional Planning and Planners in Mitigating

10 Adverse Economic Impacts of Major Employers * * *

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

12 § 2787. ECONOMIC DEVELOPMENT STRATEGY; DEFERENCE TO
13 REGIONAL PLANS; CEDS

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

1 fiscal challenges related to that employer, including closure, relocation, or
2 reduction in workforce, then:

3 (1) the Executive Branch shall defer to the regional plan and CEDS
4 when using or distributing funds or other resources meant to mitigate
5 anticipated local and regional economic and fiscal challenges, or shall provide
6 the regional planning commission for the region with its basis for not deferring
7 to the plan and the CEDS; and

8 (2) the Executive Branch shall involve the regional planning
9 commission and regional development corporation for the region in decisions
10 regarding the use or distribution of those funds or resources;

11 * * * Southern Vermont Economic Development Zone * * *

12 Sec. F.2. FINDINGS AND PURPOSE

13 (a) The General Assembly finds:

14 (1) the Agency of Commerce and Community Development projects
15 that the forty-four Vermont towns served by the two most Southern regional
16 development corporations and regional planning commissions in Vermont will
17 lose 3.5 percent of their population by 2030 and that the total population of
18 individuals over 65 years of age in this combined region will increase from 17
19 percent in 2010 to 30 percent in 2030;

20 (2) the number of visitors to the Southern Vermont visitor center has
21 decreased 25 percent since 2006;

1 (3) since 2006, growth in the region’s rooms and meals tax is
2 10 percent, as compared to 25 percent in the Chittenden County region;

3 (4) the rate of residential construction in the region is currently half of
4 the prerecession level;

5 (5) the two Southern Vermont regions have collaborated on business
6 recovery programming after Tropical Storm Irene, including development of
7 individualized downtown and village revitalization plans and development of
8 the Southern Vermont Sustainable Marketing program; and

9 (6) the two regions, having also worked together on some workforce
10 development and internship initiatives, are seeking to establish a more formal
11 structure for their workforce and recruitment efforts.

12 (b) The purposes of Secs. F.3 and F.4 of this act are:

13 (1) to establish officially a Southern Vermont Economic Development
14 Zone comprising of the geographic areas served by the Brattleboro
15 Development Credit Corporation and the Bennington County Industrial
16 Corporation; and

17 (2) to establish a study committee that will assist the General Assembly,
18 the Governor, and partners within the Zone in establishing a replicable
19 framework for regional cooperation by and between public sector and private
20 sector partners concerning economic development initiatives; workforce
21 training, retention, and recruitment; and sustainable business investment.

1 (c) The General Assembly acknowledges the challenges in Southern
2 Vermont and intends for this formal designation to accelerate economic
3 development initiatives that are underway or are needed in the future.

4 Sec. F.3. 10 V.S.A. chapter 1 is amended to read:

5 CHAPTER 1: ~~THE FUTURE OF ECONOMIC DEVELOPMENT~~

6 * * *

7 ~~SUBCHAPTER 1: THE VERMONT BUSINESS RECRUITMENT~~
8 ~~PARTNERSHIP~~

9 § 8. SOUTHERN VERMONT ECONOMIC DEVELOPMENT ZONE

10 There is created the Southern Vermont Economic Development Zone,
11 comprising of the geographic areas served by the Brattleboro Development
12 Credit Corporation and the Bennington County Industrial Corporation.

13 * * *

14 Sec. F.4. SOUTHERN VERMONT ECONOMIC DEVELOPMENT
15 ZONE; STUDY COMMITTEE; REPORT

16 (a) There is created the Southern Vermont Economic Development Zone
17 Study Committee the purpose of which shall be to reverse the decline in the
18 workforce from 2000–2014 and to revitalize economic growth within the
19 Southern Vermont Economic Development Zone created in 10 V.S.A. § 8.

20 (b) The Study Committee shall consist of the following members:

1 (A) five members who represent the interests of the private sector
2 and represent a balance of geographic interests within the Zone:

3 (i) one member appointed by the Governor;

4 (ii) two members appointed by the Speaker of the House of
5 Representatives; and

6 (iii) two members appointed by the Senate Committee on
7 Committees;

8 (B) one member each from the Brattleboro Development Credit
9 Corporation and the Bennington County Industrial Corporation; and

10 (C) one member each from the Windham Regional Commission and
11 the Bennington County Regional Commission.

12 (c) On or before December 1, 2015, the Committee shall submit a report to
13 the Secretary of the Agency of Commerce and Community Development, the
14 House Committee on Commerce and Community Development, and the
15 Senate Committee on Economic Development, Housing and General Affairs
16 that includes proposals:

17 (1) to establish an integrated investment strategy for retaining businesses
18 within and recruiting business to the Zone;

19 (2) to establish an implementation plan for the Southern Vermont
20 Sustainable Recruitment and Marketing Project created in 2014 and contained

1 in the Windham Region’s federally recognized Comprehensive Economic
2 Development Strategy;

3 (3) to outline the benefits and obstacles within the Zone involved in
4 integrating internship and career exposure programs, workforce development
5 programs, and young professional activities;

6 (4) to propose an organizational and operational structure of a
7 public-private partnership with the mission of aggregating capital and
8 coordinating investment in small- and medium-size businesses located within
9 the Zone; and

10 (5) to recommend whether and in what configuration the Study
11 Committee or other group should continue and its mission.

12 (d) Meetings.

13 (1) The members of the Committee who represent the regional
14 development corporations shall jointly call the first meeting, to occur on or
15 before August 1, 2015.

16 (2) The Committee shall select a chair from among the private sector
17 members at the first meeting.

18 (3) A majority of the membership shall constitute a quorum.

19 (4) The Committee shall cease to exist on July 1, 2016.

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*** Act 250; Criterion 9(L) ***

Sec. F.5. ACT 250; IMPLEMENTATION OF SETTLEMENT PATTERNS

CRITERION

(a) The General Assembly finds that:

(1) 2014 Acts and Resolves No. 147, Sec. 2 amended 10 V.S.A.

§ 6086(a)(9)(L) (Criterion 9L) to become a settlement patterns criterion. The purpose of the amendment was to guide and accomplish coordinated, efficient, and economic development in the State that is consistent with Vermont’s historic settlement pattern of compact centers separated by rural countryside.

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

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

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

(A) As part of this review, the NRB shall solicit input from affected parties and the public, including planners, developers, municipalities, environmental advocacy organizations, regional planning commissions,

1 regional development corporations, and business advocacy organizations such
2 as State and regional chambers of commerce.

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

5 (2) ACCD shall work with the NRB and ANR to develop outreach
6 material on Criterion 9L, including illustrative examples of appropriate
7 development design, and implement a training plan on the criterion for local
8 elected officials, municipal boards, State and regional organizations and
9 associations, environmental groups, consultants, and developers.

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

11 Sec. F.6. 24 V.S.A. § 4471(e) is amended to read:

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

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

1 * * * Act 250; Primary Agricultural Soils * * *

2 Sec. F.7. 10 V.S.A. § 6086(a)(9)(B) is amended to read:

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

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

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

16 (iii) except in the case of an application for a project located in a
17 designated ~~growth-center~~ area listed in subdivision 6093(a)(1) of this title, the
18 subdivision or development has been planned to minimize the reduction of
19 agricultural potential of the primary agricultural soils through innovative land
20 use design resulting in compact development patterns, so that the remaining

1 primary agricultural soils on the project tract are capable of supporting or
2 contributing to an economic or commercial agricultural operation; and

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

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

8 Sec. F.8. 10 V.S.A. § 6310 is added to read:

9 § 6310. CONSERVATION EASEMENT HOLDER; NONMERGER

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

13 Sec. F.9. 30 V.S.A. § 248(q) is amended to read:

14 (q)(1) A certificate under this section shall be required for a plant using
15 methane derived from an agricultural operation ~~shall be required~~ as follows:

16 (A) With respect to a plant that constitutes farming pursuant to 10
17 V.S.A. § 6001(22)(F), only for the equipment used to generate electricity from
18 biogas, the equipment used to refine biogas into natural gas, the structures
19 housing such equipment used to generate electricity or refine biogas, and the
20 interconnection to electric and natural gas distribution and transmission
21 systems. The certificate shall not be required for the methane digester, the

1 digester influents and non-gas effluents, the buildings and equipment used to
2 handle such influents and non-gas effluents, or the on-farm use of heat and
3 exhaust produced by the generation of electricity, and these components shall
4 not be subject to jurisdiction under this section.

5 (B) With respect to a plant that does not constitute farming pursuant
6 to 10 V.S.A. § 6001(22)(F) but which receives feedstock from off-site farms,
7 for all on-site components of the plant, for the transportation of feedstock to
8 the plant from off-site contributing farms, and the transportation of effluent or
9 digestate back to those farms. The certificate shall not regulate any farming
10 activities conducted on the contributing farms that provide feedstock to a plant
11 or use of effluent or digestate returned to the contributing farms from the plant.

12 * * *

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

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

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

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

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

2 § 5930b. VERMONT EMPLOYMENT GROWTH INCENTIVE

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

4 * * *

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

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

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

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

15 (b) Authorization process.

16 (1) A business may apply to the Vermont Economic Progress Council
17 for approval of a performance-based employment growth incentive to be paid
18 out of the business’s withholding account upon approval by the Department of
19 Taxes pursuant to the conditions set forth in this section. Businesses shall not
20 be permitted to deduct approved incentives from withholding liability
21 payments otherwise due. In addition to any other information that the Council

1 may require in order to fulfill its obligations under section 5930a of this title,
2 an employment growth incentive application shall include all the following
3 information:

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

17 (2) The Council shall review each application in accordance with
18 section 5930a of this title, except that the Council may provide for an initial
19 approval pursuant to the conditions set forth in subsection 5930a(c), followed
20 by a final approval at a later date, before December 31 of the calendar year in
21 which the economic activity commences.

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

11 Authorized award amount ÷ the five-year sum of all payroll targets

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

1 approval to the Department of Taxes along with a copy of the application
2 submitted by that applicant.

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

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

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

17 (c) Claiming an employment growth incentive.

18 * * *

19 (6)(A) A business whose application is approved and, in the first,
20 second, or third year of the award period, fails to meet or exceed its payroll
21 target and one out of two of its jobs and capital investment targets may not

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

16 (B)(i) Notwithstanding subdivision (6)(A) of this subsection, if a
17 business determines that it may not reach its first or second year award period
18 targets within the succeeding two calendar year reporting periods due to facts
19 or circumstances beyond its control, the business may request that the Council
20 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 recalculate 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 (4) 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 (h);

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 (h); 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 (5)(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) Employment growth incentive for value-added business.

17 (1) As used in this subsection, a “value-added business” means a person
18 that is subject to income taxation in Vermont and whose current or prospective
19 economic activity in Vermont for which incentives are sought under this
20 section is certified by the Secretary of Commerce and Community
21 Development to be primarily in one or more of the following sectors:

1 (A) production of tangible products, other than real estate; or

2 (B) information processing or information management services,

3 including:

4 (i) computer hardware or software, and information and

5 communication technologies, such as high-level software languages, graphics

6 hardware and software, speech and optical character recognition, high-volume

7 information storage and retrieval, and data compression;

8 (ii) technological applications that use biological systems, living

9 organisms or derivatives thereof, to make or modify products or processes for

10 specific use;

11 (iii) custom computer programming services, such as writing,

12 modifying, testing, and supporting software to meet the needs of a particular

13 customer;

14 (iv) computer systems design services such as planning and

15 designing computer systems that integrate computer hardware, software, and

16 communication technologies; and

17 (v) computer facilities management services, such as providing

18 on-site management and operation of clients' computer systems or data

19 processing facilities, or both.

1 (2) Any application for a Vermont employment growth incentive under
2 this section for a value-added business shall be considered and administered
3 pursuant to all provisions of this section, except that:

4 (A) the “incentive ratio” pursuant to subdivision (a)(11) of this
5 section shall be set at 90 percent; and

6 (B) the “payroll threshold” pursuant to subdivision (a)(17) of this
7 section shall be deemed to be 20 percent of the expected average industry
8 payroll growth as determined by the cost-benefit model.

9 (j) Overall gross cap on total employment growth incentive and education
10 tax incentive authorizations.

11 (1) For any calendar year, the total amount of employment growth
12 incentives the Vermont Economic Progress Council is authorized to approve
13 under this section and property tax stabilizations under 32 V.S.A. § 5404a(a)
14 shall not exceed \$10,000,000.00 from the General Fund and Education Fund
15 combined each year.

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

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

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

3 ~~(a) Net negative awards cap. Notwithstanding any other provision of law,~~
4 ~~in any calendar year, the annual authorization for the total net fiscal cost of~~
5 ~~Vermont employment growth incentives that the Vermont economic progress~~
6 ~~council or the economic incentive review board may approve under 32 V.S.A.~~
7 ~~§ 5930b(b)(5) shall not exceed \$1,000,000.00 from the general fund.~~

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

15 ~~(c) Overall gross cap on total employment growth incentive and education~~
16 ~~tax incentive authorizations. For any calendar year, the total amount of~~
17 ~~employment growth incentives the Vermont economic progress council or the~~
18 ~~economic incentive review board is authorized to approve under 32 V.S.A.~~
19 ~~§ 5930b and property tax stabilizations and allocations under 32 V.S.A.~~
20 ~~§ 5404a(a) and (e) shall not exceed \$10,000,000.00 from the general fund and~~
21 ~~education fund combined each year. This maximum annual amount may be~~

1 ~~exceeded by the Vermont economic progress council upon application to and~~
2 ~~approval by the Emergency Board. [Repealed.]~~

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

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

7 (1) consult with the Commissioner of Labor regarding whether the
8 grantee has accessed, or is eligible to access, other workforce education and
9 training resources;

10 (2) disburse grant funds only for training hours that have been
11 successfully completed by employees; provided that, except for an award
12 under an enhanced training incentive as provided in 32 V.S.A. § 5930b(h), a
13 grant for on-the-job training shall either provide not more than 50 percent of
14 wages for each employee in training, or not more than 50 percent of trainer
15 expense, but not both, and further provided that training shall be performed in
16 accordance with a training plan that defines the subject of the training, the
17 number of training hours, and how the effectiveness of the training will be
18 evaluated; and

19 (3) use funds under this section only to supplement training efforts of
20 employers and not to replace or supplant training efforts of employers.

1 * * * Employee Relocation Tax Credit Study * * *

2 Sec. G.5. EMPLOYEE RELOCATION TAX CREDIT; STUDY
3 COMMITTEE; REPORT

4 (a) Creation. There is created an Employee Relocation Study Committee to
5 research and develop one or more incentive programs to encourage employees
6 who are qualified for high-demand, unfilled positions within Vermont
7 businesses, to relocate to Vermont.

8 (b) Membership. The Committee shall be composed of the following
9 members:

10 (1) one current member of the House of Representatives appointed by
11 the Speaker of the House;

12 (2) one current member of the Senate appointed by the Committee on
13 Committees;

14 (3) one member who represents the interests of the regional
15 development corporations, appointed by the Governor;

16 (4) one member who represents the interests of private business
17 appointed by the Speaker of the House; and

18 (5) one member who represents the interests of private business
19 appointed by the Committee on Committees.

1 (c) Powers and duties. The Committee shall study potential incentive
2 programs, tax credits, or other mechanisms, to encourage employee relocation
3 including the following issues:

4 (1) eligibility criteria for employees, employers, and employment
5 positions;

6 (2) amount and conditions for incentives or credits;

7 (3) distribution of incentives or credits by region, employer, and by
8 State-level or regional-level grantors; and

9 (4) data, and a mechanism for collecting data, to measure the
10 effectiveness of any proposed program.

11 (d) Assistance. The Committee shall have the administrative, technical,
12 and legal assistance of the Agency of Commerce and Community
13 Development.

14 (e) Report. On or before January 15, 2016, the Committee shall submit a
15 report to the House Committee on Commerce and Economic Development and
16 the Senate Committee on Economic Development, Housing and General
17 Affairs with its findings and any recommendations for legislative action.

18 (f) Meetings.

19 (1) The Agency of Commerce and Community Development shall call
20 the first meeting of the Committee, to occur on or before September 1, 2015.

1 (2) The Committee shall select a chair from among its members at the
2 first meeting.

3 (3) A majority of the membership shall constitute a quorum.

4 (4) The Committee shall cease to exist on January 16, 2016.

5 (g) Reimbursement.

6 (1) For attendance at meetings during adjournment of the General
7 Assembly, legislative members of the Committee shall be entitled to per diem
8 compensation and reimbursement of expenses pursuant to 2 V.S.A. § 406 for
9 no more than four meetings.

10 (2) Other members of the Committee who are not employees of the
11 State of Vermont and who are not otherwise compensated or reimbursed for
12 their attendance shall be entitled to per diem compensation and reimbursement
13 of expenses pursuant to 32 V.S.A. § 1010 for no more than four meetings.

14 * * * VHFA; Down Payment Assistance Program * * *

15 Sec. G.6. DOWN PAYMENT ASSISTANCE PROGRAM; FINDINGS

16 The General Assembly finds:

17 (1) The Federal Bipartisan Policy Center's Housing Commission notes
18 that homeownership can produce powerful economic, social, and civic benefits
19 that serve the individual homeowner, the larger community, and the nation.

1 (2) Supporting more Vermonters to become homeowners allows them
2 an opportunity to improve and invest in their neighborhoods and become a
3 stable member of their community’s life and workforce.

4 (3) Homeownership, even with the recent decline in housing values, has
5 continued to be the most reliable source of individual wealth accumulation and
6 equity for the future.

7 (4) First-time homebuyers often delay purchasing a home due to the fees
8 and down payment costs required at closing and need support to achieve their
9 homeownership opportunity.

10 Sec. G.7. 32 V.S.A. § 5930u is amended to read:

11 § 5930u. TAX CREDIT FOR AFFORDABLE HOUSING

12 (a) As used in this section:

13 (1) “Affordable housing project” or “project” means:

14 (A) a rental housing project identified in 26 U.S.C. § 42(g); or

15 (B) owner-occupied housing identified in 26 U.S.C. § 143(e) and (f)

16 and eligible (c)(1) or that qualifies under the Vermont Housing Finance
17 Agency allocation plan criteria governing owner-occupied housing.

18 (2) “Affordable housing tax credits” means the tax credit provided by
19 this subchapter.

20 (3) “Allocating agency” means the Vermont Housing Finance Agency.

1 (4) “Committee” means the Joint Committee on Tax Credits consisting
2 of five members; a representative from the Department of Housing and
3 Community Affairs, the Vermont Housing and Conservation Board, the
4 Vermont Housing Finance Agency, the Vermont State Housing Authority, and
5 the Office of the Governor.

6 (5) “Credit certificate” means a certificate issued by the allocating
7 agency to a taxpayer that specifies the amount of affordable housing tax credits
8 that can be applied against the taxpayer’s individual or corporate income tax or
9 franchise or insurance premium tax liability as provided in this subchapter.

10 (6) “Eligible applicant” means any municipality, private sector
11 developer, ~~department of state government as defined in 10 V.S.A. § 6302(a),~~
12 State agency as defined in 10 V.S.A. § 6301a, the Vermont Housing Finance
13 Agency, or a nonprofit organization qualifying under 26 U.S.C. § 501(c)(3), or
14 cooperative housing organization, the purpose of which is the creation and
15 retention of to create and retain affordable housing for ~~lower income~~
16 Vermonters, with lower income and ~~the~~ which has in its bylaws ~~that require a~~
17 requirement that housing to the housing the organization creates be maintained
18 as affordable housing for ~~lower income~~ Vermonters with lower income on a
19 perpetual basis.

20 (7) “Eligible cash contribution” means an amount of cash contributed to
21 the owner, developer, or sponsor of an affordable housing project and

1 determined by the allocating agency as eligible for affordable housing tax
2 credits.

3 (8) “Section 42 credits” means tax credit provided by 26 U.S.C.
4 §§ 38 and 42.

5 (9) “Allocation plan” means the plan recommended by the Committee
6 and approved by the Vermont Housing Finance Agency, which sets forth the
7 eligibility requirements and process for selection of eligible housing projects to
8 receive affordable housing tax credits under this section. The allocation plan
9 shall include:

10 (A) requirements for creation and retention of affordable housing for
11 ~~low income~~ persons; with low income; and

12 (B) requirements to ensure that eligible housing is maintained as
13 affordable by subsidy covenant, as defined in 27 V.S.A. § 610 on a perpetual
14 basis, and meets all other requirements of the Vermont Housing Finance
15 Agency related to affordable housing.

16 (b) Eligible tax credit allocations.

17 (1) Affordable housing credit allocation.

18 (A) An eligible applicant may apply to the allocating agency for an
19 allocation of affordable housing tax credits under this section related to an
20 affordable housing project authorized by the allocating agency under the
21 allocation plan. In the case of a specific affordable rental housing project, the

1 eligible applicant ~~must~~ shall also be the owner or a person having the right to
2 acquire ownership of the building and ~~must~~ shall apply prior to placement of
3 the affordable housing project in service. In the case of owner-occupied
4 housing units, the applicant ~~must apply prior to purchase of the unit and must~~
5 shall ensure that the allocated ~~funds will be used to ensure that the housing~~
6 ~~qualifies or program funds remain as an affordable housing resource for all~~
7 future owners ~~of the housing~~. The allocating agency shall issue a letter of
8 approval if it finds that the applicant meets the priorities, criteria, and other
9 provisions of subdivision ~~(2)(B)~~ of this ~~subsection~~ subdivision (1). The burden
10 of proof shall be on the applicant.

11 ~~(2)(B)~~ Upon receipt of a completed application, the allocating agency
12 shall award an allocation of affordable housing tax credits with respect to a
13 project ~~under this section shall be granted~~ to an applicant, provided the
14 applicant demonstrates to the satisfaction of the ~~committee~~ allocating agency
15 all of the following:

16 ~~(A)(i)~~ The owner of the project has received from the allocating
17 agency a binding commitment for, a reservation or allocation of, or an
18 out-of-cap determination letter for, Section 42 credits, or meets the
19 requirements of the allocation plan for development or financing of units to be
20 owner-occupied;

21 ~~(B)(ii)~~ The project has received community support.

1 (2) Down payment assistance program.

2 (A) The Vermont Housing Finance Agency shall have the authority
3 to allocate affordable housing tax credits to finance down payment assistance
4 loans that meet the following requirements:

5 (i) the loan is made in connection with a mortgage through an
6 Agency program;

7 (ii) the borrower is a first-time homebuyer of an owner-occupied
8 primary residence; and

9 (iii) the borrower uses the loan for the borrower's down payment,
10 or closing costs, or both.

11 (B) The Agency shall require the borrower to repay the loan upon the
12 sale or refinance of the residence.

13 (C) The Agency shall use the proceeds of loans made under the
14 program for future down payment assistance.

15 (c) Amount of credit. A taxpayer who makes an eligible cash contribution
16 shall be entitled to claim against the taxpayer's individual income, corporate,
17 franchise, or insurance premium tax liability a credit in an amount specified on
18 the taxpayer's credit certificate. The first-year allocation of a credit amount to
19 a taxpayer shall also be deemed an allocation of the same amount in each of
20 the following four years.

1 (d) Availability of credit. The amount of affordable housing tax credit
2 allocated with respect to a project shall be available to the taxpayer every year
3 for five consecutive tax years, beginning with the tax year in which the eligible
4 cash contribution is made. Total tax credits available to the taxpayer shall be
5 the amount of the first-year allocation plus the succeeding four years' deemed
6 allocations.

7 (e) Claim for credit. A taxpayer claiming affordable housing tax credits
8 shall submit with each return on which such credit is claimed a copy of the
9 allocating agency's credit allocation to the affordable housing project and the
10 taxpayer's credit certificate. Any unused affordable housing tax credit may be
11 carried forward to reduce the taxpayer's tax liability for no more than 14
12 succeeding tax years, following the first year the affordable housing tax credit
13 is allowed.

14 (f) ~~[Deleted.]~~ [Repealed.]

15 (g)(1) In any fiscal year, the allocating agency may award up to:

16 (A) \$400,000.00 in total first-year credit allocations to all applicants
17 for rental housing projects, for a total aggregate limit of \$2,000,000.00 over
18 any given five-year period that credits are available under this subdivision; and
19 ~~may award up to~~

20 (B) \$300,000.00 ~~per year~~ in total first-year credit allocations for
21 owner-occupied unit ~~applicants~~ financing or down payment loans consistent

1 with the allocation plan, including for new construction and manufactured
2 housing, for a total aggregate limit of \$1,500,000.00 over any given five-year
3 period that credits are available under this subdivision.

4 (2) In fiscal years 2016 through 2020, the allocating agency may award
5 up to \$125,000.00 in total first-year credit allocations for loans through the
6 down payment assistance program created in subdivision (b)(2) of this section
7 for a total aggregate limit of \$625,000.00 over the five-year period that credits
8 are available under this subdivision.

9 (h) ~~In any fiscal year, total first-year allocations plus succeeding-year~~
10 ~~deemed allocations shall not exceed \$3,500,000.00~~ The aggregate limit for all
11 credit allocations available under this section in any fiscal year is
12 \$4,125,000.00.

13 * * * “Cloud Tax” * * *

14 Sec. G.8. PREWRITTEN SOFTWARE ACCESSED REMOTELY

15 Charges for the right to access remotely prewritten software shall not be
16 considered charges for tangible personal property under 32 V.S.A. § 9701(7).

17 * * * Wood Products Manufacturer Incentive * * *

18 Sec. G.9. 2014 Acts and Resolves No. 179, Sec. G.100(b) is amended to read:

19 (b) Sec. E.100.6 (wood products manufacture incentive) shall take effect
20 retroactively on January 1, 2014 and apply to tax ~~year~~ years 2014 and 2015.

1 Sec. G.10. 32 V.S.A. § 5930ii is amended to read:

2 * * * R & D Tax Credit * * *

3 § 5930ii. RESEARCH AND DEVELOPMENT TAX CREDIT

4 (a) A taxpayer of this State shall be eligible for a credit against the tax
5 imposed under this chapter in an amount equal to ~~27~~ 30 percent of the amount
6 of the federal tax credit allowed in the taxable year for eligible research and
7 development expenditures under 26 U.S.C. § 41(a) and which are made within
8 this State.

9 (b) Any unused credit available under subsection (a) of this section may be
10 carried forward for up to 10 years.

11 ~~(c) Each year, on or before January 15, the Department of Taxes shall~~
12 ~~publish a list containing the names of the taxpayers who have claimed a credit~~
13 ~~under this section during the most recent completed calendar year.~~

14 **H. Effective Dates**

15 Sec. H.1. EFFECTIVE DATES

16 (a) This section and the following sections shall take effect on passage:

17 (1) Sec. A.2 (manufacture of gun suppressors);

18 (2) Sec. A.3 (blockchain technology study);

19 (3) Sec. B.1 (Uniform Commercial Code, Article 4A);

20 (4) Secs. C.1–C.2 (Vermont Strong Scholars and Internship Initiative);

21 (5) Sec. C.4. (youth employment working group);

1 (6) Sec. C.5 (Vermont Governor’s Committee on Employment of People
2 with Disabilities);

3 (7) Secs. C.6–C.8 (Vermont ABLE Savings Program);

4 (8) Sec. C.9 (Medicaid for working people with disabilities);

5 (9) Sec. C.10 (Vermont career technical education report);

6 (10) Secs. D.5–D.6 (Domestic Export Program);

7 (11) Sec. E.1–E.2 (Vermont economic development authority; green
8 manufacture of microbeads);

9 (12) Sec. E.3 (extending sunset of Treasurer’s credit facility for local
10 investments and Treasurer’s local investment advisory committee);

11 (13) Sec. F.1 (deference to regional planning);

12 (14) Secs. F.2–F.4 (Southern Vermont Economic Development Zone);

13 (15) Sec. F.5 (Act 250; implementation of settlement patterns criterion;
14 criterion 9(L)); and

15 (16) Sec. F.9 (certificate of public good; methane digesters).

16 (b) The following sections shall take effect on July 1, 2015:

17 (1) Secs. A.1 (business rapid response to declared State disasters);

18 (2) Sec. C.3 (Workforce Education and Training Fund revisions);

19 (3) Secs. D.1–D.4 (Tourism and marketing initiative; appropriation),

20 except as otherwise provided in subsection (f) of this section;

21 (4) Sec. E.4 (increase in license exemption for commercial lending);

1 (5) Sec. F.6 (municipal land use; neighborhood development area);

2 (6) Sec. F.7 (Act 250; primary agricultural soils);

3 (7) Sec. F. 8 (conservation easements);

4 (8) Sec. G.5 (employee relocation tax credit);

5 (9) Sec. G.6–7 (downpayment assistance program);

6 (10) Sec. G.8 (prewritten software accessed remotely);

7 (11) Sec. G.9 (wood products manufacturer incentive); and

8 (12) Sec. G.10 (research and development tax credit).

9 (c)(1) In Sec. A.4, in 7 V.S.A. § 2, subdivisions (27) (definition; “special
10 events permit”) and (28) (definition; “fourth-class license”) shall take effect on
11 July 1, 2015. The remaining provisions of Sec. A.4 (alcoholic beverages;
12 definitions) shall take effect on January 1, 2016.

13 (d) Secs. A.5–A.15 (fortified wines) shall take effect on January 1, 2016.

14 (e) Secs. B.2–B.9 (Uniform Commercial Code; Article 7) shall take effect
15 on passage and shall apply as follows:

16 (1) This act shall apply to a document of title that is issued or a bailment
17 that arises on or after the effective date of this act.

18 (2) This act does not apply to a document of title that is issued or a
19 bailment that arises before the effective date of this act even if the document of
20 title or bailment would be subject to this act if the document of title had been
21 issued or bailment had arisen on or after the effective date of this act.

1 (3) This act does not apply to a right of action that has accrued before
2 the effective date of this act.

3 (4) A document of title issued or a bailment that arises before the
4 effective date of this act and the rights, obligations, and interests flowing from
5 that document or bailment are governed by any statute or other rule amended
6 or repealed by this act as if amendment or repeal had not occurred and may be
7 terminated, completed, consummated, or enforced under that statute or other
8 rule.

9 (f) In Sec. D.2, 3 V.S.A. § 2477 (tourism funding) shall take effect on
10 January 1, 2016.

11 (g) Notwithstanding 1 V.S.A. § 214, other than 32 V.S.A. § 5930b(c)
12 (extension of time to meet first or second year award targets), Secs. G.1–G.4
13 (Vermont Employment Growth Incentive) shall take effect retroactively as of
14 January 1, 2015.

15

16

17 (Committee vote: _____)

18

19

Representative _____

20

FOR THE COMMITTEE

21