

LLC

WELCOME PACKET

Dear Business Owner,

At the Department of State, we are committed to ensuring that starting, managing, and growing a business in Rhode Island is easier than ever. We are confident you will find our Business Services Division offers a wealth of tools and resources to help you keep your business on track. As part of this effort, we have included the following helpful materials in this packet:

- **About My Business: Business Snapshot and Annual Task List**

This fillable form is an easy way to keep track of important information about your business and reminds you of the actions you must take annually to remain in good standing.

- **About My Records: Business and Financial Documents**

There are many aspects to starting a business that happen behind the scenes. This resource helps break down important legal and accounting considerations.

- **Life of a Rhode Island Business**

This infographic lays out the steps you should take to keep your business in compliance with the RI Department of State, the IRS, the RI Division of Taxation, and your local municipality.

- **About Business Identity Protection: Protect Your Business**

An introduction to some of the many ways bad actors will try to defraud your business.

- **About Protecting Your Data: Cybersecurity**

A primer on the basics of cybersecurity for small businesses.

- **About Employment: Employer Basics**

This chart describes the agencies you should contact when you're ready to hire employees and the requirements you must fulfill for each.

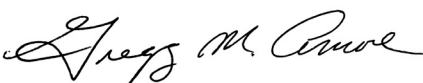
- **Contact List**

This helpful list provides the contact information for state agencies and other business-friendly groups for easy future reference.

In addition to these resources, our RI Business Services Website (sos.ri.gov/divisions/business-services) is available 24/7 to help you navigate managing and growing your business.

I wish you all the best in your new endeavor.

Sincerely,



Gregg M. Amore
Secretary of State

*Congratulations on taking
the first step in starting
your Limited Liability
Company in Rhode
Island!*



**RI Business
Services**

CONTACT

 corporations@sos.ri.gov

 401.222.3040

 sos.ri.gov

 @RISecState

ADDRESS

RI Department of State
148 W. River St.,
Providence, RI 02904

Monday through Friday
8:30 am – 4:30 pm

ABOUT MY BUSINESS

Business Snapshot and Annual Task List

Tip

Complete your Snapshot to make accessing important information about your LLC easy!

ENTITY INFORMATION

Keep track of the information on file with the RI Department of State.

NAME OF LLC *(List the name exactly as it appears in the database)*

IDENTIFICATION NUMBER *(The nine-digit number assigned to your LLC)*

RESIDENT AGENT/RESIDENT OFFICE

(List your resident agent and their RI street address)

NAME OF AGENT *(Resident Agent)*

ADDRESS OF AGENT *(Resident Office)*

CID/PIN *(Use these identifiers to submit online filings)*

MANAGEMENT STRUCTURE *(Who manages your LLC?)*

- ☐ Members (owners)
- ☐ Manager(s) (hired assistance)

TAX DESIGNATION *(How you chose to be taxed federally)*

- ☐ Partnership
- ☐ Corporation
- ☐ Disregarded as an entity separate from its member(s)



FEDERAL INFORMATION

Keep track of the information on
file with the IRS. Obtain your EIN
for free directly from IRS.gov

EMPLOYMENT IDENTIFICATION NUMBER (EIN)

(The nine-digit number assigned to identify your business)

FISCAL YEAR END *(Tax accounting period)*

☐ Calendar year (Dec. 31)

☐ Fiscal year (last day of any other month) _____

MANDATORY ANNUAL FILINGS

Keep track of the filings you must submit to
the RI Department of State, the RI Division
of Taxation and the IRS.

STATE FILING – ANNUAL REPORT (FORM 632)

FILING OFFICE: RI Department of State

PERIOD TO FILE: February 1 – May 1

ANNUAL FILING FEE: \$50

STATE FILING – TAX RETURN (FORM 1065)

FILING OFFICE: RI Division of Taxation

DEADLINE TO FILE: By March 15

Minimum \$400 corporate tax due

FEDERAL FILING – RETURN

FILING OFFICE: Internal Revenue Service

PERIOD TO FILE*: _____

*Depending on your tax structure, your LLC may use a personal or corporate return.

The filing period for each varies. See [irs.gov](https://www.irs.gov) for more information.



PROFESSIONAL ADVISORS

Keep track of your financial, legal,
and insurance support team.

ATTORNEY *(Name and contact information)*

ACCOUNTANT *(Name and contact information)*

INSURANCE – LIABILITY

COMPANY NAME _____

POLICY NUMBER _____

COVERAGE PERIOD _____

INSURANCE – WORKERS' COMPENSATION

COMPANY NAME _____

POLICY NUMBER _____

COVERAGE PERIOD _____

LICENSING

Keep track of your state and local licenses.

STATE AGENCY

TYPE OF LICENSE _____

LICENSE NUMBER _____

EXPIRATION DATE _____

MUNICIPALITY

TYPE OF LICENSE/PERMIT _____

LICENSE NUMBER _____

EXPIRATION DATE _____



ABOUT MY RECORDS

Business and Financial Documents

Tip

A new LLC has many important things to consider. Don't be afraid to seek professional help!

The documents you file with the RI Department of State effectively create a legal entity separate from the individuals making up your LLC. Those documents do not determine how the business is managed internally or contain financial or ownership information. Your LLC should consider the following important aspects of organizing and running your business.

Organizational and Planning Documents

It is extremely important that your LLC record its own rules, regulations and provisions. To do this, you should create and agree to an **Operating Agreement**, which are internal documents that determine how the LLC will govern its own operations. A **Business Plan** is another useful document which will help you stay on the right track. A business plan is typically held internally; however, you may be asked to provide a copy of your business plan to financial institutions if you decide to seek funding.

Who can help? Contact a qualified attorney

Recordkeeping

While none of these documents are filed with the RI Department of State or subject to public inspection under normal circumstances, your business is required to keep careful record of the following:

- Financial statements and annual reports showing income, expenses and contributions including a summary of transactions in an accounting journal or ledger for each tax year/accounting period.
- A list of all members, including full names and addresses.
- Copies of the minutes of annual and other special meetings. This may include meetings of the members to amend the Operating Agreement, make resolutions, or make other important business decisions.
- Keep these records permanently: audit reports, determination letter from the IRS and related correspondence, insurance policy documents, real estate deeds, mortgages, and bills of sale.
- Copies of federal, state and local tax returns.

Who can help? Contact a qualified attorney and/or CPA

Financial Accounts

It is vital that business funds and personal funds be kept separate. A business bank account should never be used to pay personal expenses, and a personal account should never be used to pay business expenses, including payroll. When personal and business funds mix, the owner of the personal account risks allowing some or all of his or her personal assets to be attached in payment of the business's debts.

Who can help? Contact a certified public accountant (CPA)

Your Brand

Your business is your brand. It is important to ensure that the public sees your LLC as an entity separate from its members. If not, you not only risk diluting your brand, members' own personal assets may be at risk as well. If you have a logo, you may also consider filing for a Rhode Island or Federal trademark or service mark to protect its use.

Who can help? Contact a qualified attorney

Insurance

There are many reasons a new business may want or need insurance. If you operate a brick and mortar location, for instance, you will need liability insurance to protect your business should an accident happen on the premises. You should consult with an insurance agent to determine the requirements for your specific business and determine what type of coverage is necessary.

Who can help? Contact an insurance agent

Life of a Rhode Island BUSINESS



STARTING YOUR BUSINESS

RHODE ISLAND
DEPARTMENT
OF STATE

File Articles of Incorporation
(\$230), or
Articles of Organization (\$150).

IRS
REQUIREMENTS

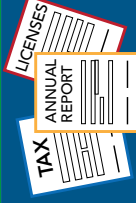
File form SS-4 or apply online
to obtain your Employer
Identification Number (EIN).

RHODE ISLAND
DIVISION
OF TAXATION

If you are making sales at retail or
hiring employees, complete the
Business Application and Registra-
tion (BAR) form at www.tax.ri.gov.

CITY/TOWN

Each city/town has different
procedures for registering
businesses, such as licenses
and/or permits. Check with your
local city/town hall.



MAINTAINING YOUR BUSINESS

File your Annual Report
(\$50) each year you are
in business.

File and pay your business
taxes at least annually, as
required.

File and pay your business
taxes. Pay the minimum
Fee/Tax (\$400) each year you
are in business.

Renew your licenses
and/or permits
each year you are
in business.



CLOSING YOUR BUSINESS

File Articles of Dissolution
(\$50)

! Failing to file an annual report
does not dissolve your business.

File your final annual return.
Visit the IRS Closing a Business
Checklist to be sure you file all
necessary forms.

Complete a Final Return Form.
Be sure you are current with
your taxes.

Cancel all licenses and permits you
will no longer need.
If you do not cancel, you may be
liable for fees.

DISCLAIMER

The content on this infographic is offered as a public service for Business Corporations and LLCs. This information should not be used as a substitute for legal, financial or tax advice from an attorney or a certified public accountant.

TIP

Protect your business just as carefully as you protect yourself!

About Business Identity Protection

Protect Your Business

You probably know how to protect yourself from personal identity theft, but did you know your business's identity can be at risk as well? Bad actors may steal and fraudulently use your business information to commit tax fraud, open credit cards and lines of credit, or even strengthen their chance of perpetuating personal identity theft against the business owner. Fortunately, many of the steps you already take to protect yourself are useful in protecting your business, too.

Avoiding Scams

Even if your business never falls victim to identity theft, it will likely be a target of clever scams designed to charge exorbitant fees for otherwise free or low-cost services. These scams frequently rely on the business owner taking an official-looking notice at face value.

If your business receives a notice in the mail or by email that looks to be from a government agency, credit card company, financial institution or other reputable organization, it pays to take a second look. Be sure to read the entire notice carefully for any telling disclaimers and analyze the sender's name and address. If you have any doubts, contact the organization by calling the number on their official website. Never use the phone number or email address on the notice.

Here are some common scams to watch out for:

- A company offering to apply for an EIN on your behalf. EINs are free and should be obtained only from IRS.gov.
- A company offering to sell required labor posters for your work site.
- A company offering to order a certificate of good standing for you from the Secretary of State.

Bad actors are constantly trying new schemes to trick busy and distracted business owners. Look critically at every email and mailing you receive to keep your business safe.

EIN

An EIN is a free 9-digit number issued by the IRS to identify your business. Think of this as your business's social security number. You should only provide your EIN on official, secure documents such as:

- tax returns
- employment forms
- bank account application
- business loan or credit card application

A great way to ensure your EIN has not fallen into the wrong hands is to regularly monitor your business's credit reports for suspicious activity.

How to report identity theft

If you suspect your business has been the victim of identity theft, you should:

- File a report with your local police department;
- Respond immediately to any notices received from reputable sources such as a state agency or the IRS;
- Request a fraud alert on your business credit reports to prevent further fraud;
- Close any accounts that were opened without your permission or knowledge; and
- File a complaint with the Federal Trade Commission

ABOUT PROTECTING YOUR DATA

Cybersecurity

The same tactics you use to keep yourself safe online apply to your business, too. Depending on the type and amount of personal data your business collects, you may need to invest more heavily in cybersecurity; however, there are certain easy things every small business can do.



Passwords

Never use the same password for different websites. Be sure to keep your passwords private; you should never share them among members of your team.



Antivirus Software

Use malware protection software to prevent costly viruses from infecting your computers and other devices.



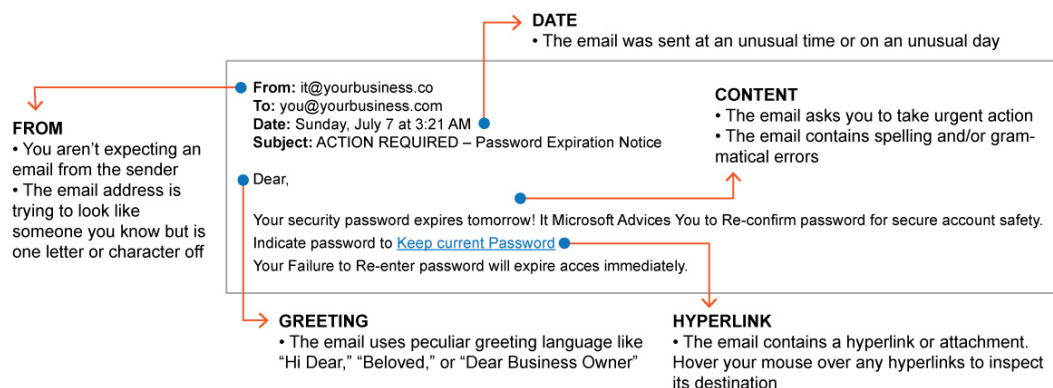
Cybersecurity Plan

Put together a cybersecurity plan for your business that outlines how you will protect your business from cybersecurity threats and how you will respond to and recover from successful attacks. Learn more from the National Institute of Standards and Technology: nist.gov/itl/smallbusinesscyber/cybersecurity-basics



Phishing

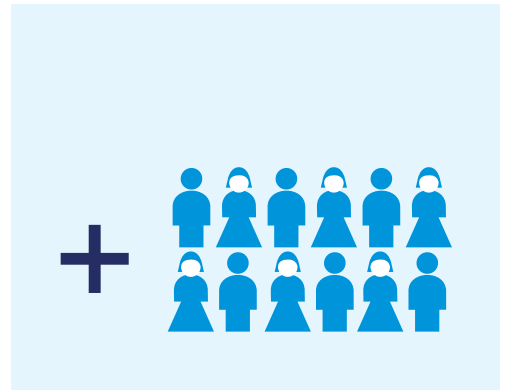
Make sure you and all members of your team are educated on how to identify even the most sophisticated phishing attacks. Let's take a look at some of the red flags you should watch for in a phishing email:



Learn more about phishing from the Federal Trade Commission: https://www.ftc.gov/system/files/attachments/phishing/cybersecurity_sb_phishing.pdf

ABOUT EMPLOYMENT

Employer Basics



There are State & Federal requirements that you must complete to ensure you do things the right way. Use this guide to assist you in navigating that big step.

AGENCY	REQUIREMENTS
RI Department of Labor and Training www.dlt.state.ri.us 401-462-8000	Carry workers' compensation insurance. Display unemployment and training posters on-site. Contact the agency if an employee suffers a workplace injury.
Rhode Island New Hire Reporting Directory ri-newhire.com 888-870-6461 Ext. 200	Contact the agency if you hire or re-hire an employee within the last month.
U.S. Department of Labor www.dol.gov 866-487-2365	Comply with federal and state minimum wage, overtime, recordkeeping and child labor standards.
Occupational Safety and Health Administration (OSHA) www.osha.gov 401-528-4669	Comply with federal and state workplace safety and health regulations.
U.S. Citizenship and Immigration Services www.uscis.gov 800-375-5283	Complete form I-9 for all employees and store completed forms on-site.

This guidance is not intended to replace the assistance of an attorney or CPA.

Your local Chamber of Commerce may be a great resource to help your business thrive. Contact your local chamber directly to find out about the opportunities they offer.

Helpful Contacts

For Business Registration, Taxes and Employment

RI Dept. of State, Business Services Division

148 W. River Street, Providence, RI 02904
(401) 222-3040

<https://sos.ri.gov/divisions/business-services>

RI Division of Taxation

One Capitol Hill, Providence, RI 02908
(401) 574-8484

<http://www.tax.ri.gov/>

RI Dept. of Labor and Training

1511 Pontiac Avenue, Cranston, RI 02920
(401) 462-8000

<https://dlt.ri.gov/>

For Professional Licensing

RI Department of Health

3 Capitol Hill, Providence RI 02908
(401) 222-5960

<https://health.ri.gov/>

Contractors' Registration & Licensing Board

560 Jefferson Blvd., Suite 200, Warwick, RI 02886
(401) 921-1590

<http://www.crb.ri.gov/>

RI Department of Business Regulation

1511 Pontiac Avenue, Cranston, RI 02920
(401) 462-9500

<https://dbr.ri.gov/>

Public Utilities Commission &

Division of Public Utilities and Carriers

89 Jefferson Blvd., Warwick, RI 02888
(401) 941-4500

<http://www.ripuc.org/>

RI Department of Environmental Management

235 Promenade Street, Providence, RI 02908
(401) 222-4700

<http://www.dem.ri.gov/>

For Business Support

SCORE

(401) 226-0077

<https://ri.score.org/>

Social Enterprise Greenhouse (SEG)

(401) 272-2558

<http://seggreenhouse.org/>

RI Small Business Development Center (SBDC)

(401) 874-7232

<https://web.uri.edu/risbdc/>

RI Commerce Corporation

(401) 278-9100

<https://commercerci.com/financing/>

Center for Women & Enterprise (CWE)

(401) 222-0800

<https://cweonline.org/about-cwe/cwe-rhode-island>

RI Small Business Administration

(401) 528-4561

<https://www.sba.gov/funding-programs/loans>