

NAPFA Legal Entity Registration Lapse

Issue File No. 2 | Version 1.3 | Prepared October 4, 2026

Categories: Legal, Management, Governance and Issues

Purpose and preliminary finding

This case study examines how NAPFA’s state filing obligations were managed, how leadership responded when lapses were raised, and what controls could strengthen future compliance. We seek to organize the factual record and develop questions that help NAPFA succeed and improve the behavior of those entrusted with its governance.

The supplied records support a documented concern about state compliance and delayed resolution. Sarah Jenkins’s April 14, 2026 letter reports an Illinois revocation on July 12, 2024 and an Indiana administrative dissolution on July 5, 2025. Her July 8, 2026 follow-up states that NAPFA still appeared administratively dissolved in Indiana. In his September 23, 2026 Engage post, Spencer Bone acknowledges an administrative lapse and describes reinstatement work. [S1, S2, S3]

McCurdy’s May 28, 2026 email reports that both databases still showed a lapse. Its forwarded copy includes wider registry screenshots identifying the Indiana entity and showing Illinois authority as revoked. The Indiana excerpt does not display the status field. [S13–S14]

The records do not establish who personally missed a filing, why the lapse occurred, when each leader first learned of it, or when reinstatement was completed. This file therefore examines management responsibility and board oversight without assigning individual fault beyond the available evidence.

What the sources establish

Indiana dissolution reported by member counsel

The April 14, 2026 letter attributes the Indiana dissolution to failure to file a biennial business entity report. It also reports notice and a sixty-day opportunity to cure, and says the public record still identified Geoffrey Brown as CEO after his departure in 2022. These are statements in counsel’s letter; the underlying notices are not supplied. May 28, 2026 email attachments include partial registry screenshots. [S13–S14] [S1, p. 1]

Illinois revocation is a separate event

The same letter reports revocation of NAPFA’s authority as a foreign nonprofit corporation in Illinois on July 12, 2024. Revocation of authority in Illinois should be distinguished from dissolution in Indiana. The specific Illinois filing deficiency and its notice history remain to be documented. [S1, p. 1]

NAPFA acknowledges the lapse

In his September 23, 2026 forum post, Spencer Bone says Indiana’s Department of Revenue approved a Certificate of Clearance, describes a further filing with the Secretary of State, and says internal compliance procedures and oversight were being reviewed. It does not supply a certificate of reinstatement or address Illinois reinstatement. [S3, p. 8]

Chronology of the available record

Date	Event and evidence status	Source
July 12, 2024	Illinois foreign nonprofit authority revoked, according to the April 14, 2026 letter.	S1 p. 1
July 5, 2025	Indiana administrative dissolution for a missed biennial report, according to that letter.	S1 p. 1
April 14, 2026	Jenkins writes to CEO Kathryn Dattomo and Board Chair Natalie Pine, requests records and immediate reinstatement in both states.	S1 pp. 1, 5–6
April 22, 2026	Bromelkamp signs authorization for Jenkins to pursue inspection of NAPFA records.	S6 p. 1
May 28, 2026	At 10:01 AM, McCurdy emails Bromelkamp that both databases still show a lapse. Email timezone unspecified.	S13–S14
May 29, 2026	NAPFA’s counsel provides a document link. The supplied email does not resolve the registration questions.	S4 pp. 1–2
July 8, 2026	Jenkins reports that NAPFA still appears administratively dissolved in Indiana. This is 85 days after the April 14, 2026 letter.	S2 p. 1
August 5, 2026	NAPFA’s counsel supplies further governance records. The supplied response does not expressly confirm reinstatement in either state.	S5
September 23, 2026	Spencer Bone acknowledges the lapse and describes Indiana reinstatement work. Calendar date supplied by David Bromelkamp.	S3 p. 8
September 24, 2026	At 9:03 AM, NAPFA announces Bone’s appointment as Interim CEO effective October 3, 2026; Dattomo’s service ends that date.	S16
Other forum dates unconfirmed	McCurdy raises the two-state status issue and members respond. Their absolute posting dates remain to be verified.	S3 pp. 2–7

Forum date limits: Bone’s September 23, 2026 date was supplied by Bromelkamp; other relative labels remain unconfirmed. The forum’s referenced attachments are not reproduced in its export. Separate May 28, 2026 email attachments provide partial registry screenshots. [S3, S13–S15]

People and institutional roles

David Bromelkamp is the requesting member. Sarah Jenkins of Taft represents him. Kathryn Dattomo and Natalie Pine were addressed as CEO and Board Chair in the April 14, 2026 letter. Michael Gibney, James Williams and Joni Alt were copied, along with CT Corporation as registered agent. Being addressed or copied does not establish receipt, prior knowledge or individual responsibility. [S1, S6]

Paula Cozzi Goedert responds for NAPFA. McCurdy raises the forum concern; Whicker, Johnson and Klabunde respond. The September 24, 2026 announcement identifies Bone as Managing Director of Member Experience and appoints him Interim CEO effective October 3, 2026. His September 23, 2026 forum post therefore precedes that effective date. [S3–S5, S16]

Questions about management and oversight

The central question is how a routine filing obligation became an unresolved governance issue. The following questions organize what is known and what remains to be learned.

Who was responsible

Who was assigned to prepare, approve, pay for and verify each state filing? Who supervised that person or outside provider? What role did the CEO, registered agent, legal counsel and board play? Were those responsibilities documented, and was a backup assigned?

What was missed

Which report, payment or other requirement triggered each state action? What were the original due dates? Were there earlier delinquency notices? Was the reported outdated CEO entry connected to missed notices or a separate recordkeeping problem?

When leadership knew and acted

When did staff, the CEO, registered agent, board chair and full board first learn of each problem? What action followed each notice or member inquiry? What explains the interval between the April 14, 2026 letter and the July 8, 2026 report that Indiana's status still appeared unresolved?

Where the process failed

Where were notices sent, and were they forwarded to the correct person? Which office, inbox, calendar or service tracked filings in Indiana and Illinois? Were state notices and reminders retained in a central record?

How correction was handled

When were clearance requests, reinstatement applications, overdue reports and fees submitted? Were applications rejected or delayed, and why? What evidence confirms acceptance and current status in each state? Did the board receive regular progress reports?

Why the lapse persisted

Did unclear ownership, staff turnover, inaccurate contact information, vendor failure or inadequate oversight contribute? These are possibilities to investigate, not findings. What root-cause analysis supports NAPFA's proposed changes?

Leadership transition and follow through

Bone's Interim CEO appointment takes effect October 3, 2026. What compliance responsibilities and unresolved reinstatement work were included in the handoff? The September 24, 2026 announcement neither connects Dattomo's departure to the lapse nor confirms reinstatement. [S16]

Questions about fiduciary behavior

The record raises duty-of-care questions about compliance, supervision, follow-through and candid member communication. A lapse alone does not establish an individual director's legal breach. The supplied records do not establish conflicts or self-interest supporting a duty-of-loyalty finding. The inquiry is whether management and board procedures protected the organization and supported prompt correction.

Records needed to complete the file

1. State registry histories and certified records for Indiana and Illinois, including entity identifiers, delinquency notices, dissolution or revocation certificates, filing due dates and subsequent status changes.
2. Copies of the actual notices and delivery records, registered-agent forwarding records, and communications showing when management and directors became aware of each lapse.
3. Filing calendars, policies, job descriptions, vendor agreements and delegations identifying responsibility for preparing, approving and verifying state reports.
4. Nonprivileged board and committee records addressing entity status, corrective action, deadlines, risk review and verification of reinstatement. Identify specific records already produced rather than assuming they are absent.
5. Indiana clearance approval, reinstatement application, overdue report, fee receipts, acceptance notice and certificate of reinstatement; equivalent Illinois correction and reinstatement records.
6. Root-cause findings, corrective policies, assigned owners, board reporting procedures, and records of additional filing fees, penalties or professional costs attributable to the lapse.
7. The original Engage posts with absolute timestamps confirming Bone's September 23, 2026 date and the dates of the other posts and complete registry screenshots, including the attachments referenced in McCurdy's forum post. Preserve the original export and record its capture date.

Legal context and limits

Indiana's Secretary of State describes a reinstatement process involving clearance and reinstatement filings. A Department of Revenue clearance approval is a step in that process; the supplied forum statement alone is not evidence that the Secretary of State completed reinstatement. [W1]

Illinois law separately governs revocation and reinstatement of foreign nonprofit authority. Section 113.60 includes provisions treating qualifying reinstatement as continuity of authority and confirming acts that would otherwise have been valid. The case study should therefore avoid a blanket assertion that every action or contract during the lapse was permanently invalid. [W2]

The April 14, 2026 letter advances legal positions about limits on activity during Indiana dissolution. This file reports those positions as counsel's statements. It does not determine contract validity, personal liability, loss of federal tax exemption, or a legal breach by any individual. State entity status and federal tax exemption are separate questions. Current registry status as of October 4, 2026 has not been independently confirmed in this review.

Proposed governance improvements

Maintain a central calendar listing every filing, jurisdiction, deadline and responsible person. Assign a backup and require confirmation that the state accepted each filing. Escalate overdue obligations and official notices promptly to the CEO and board chair. Include entity-status checks in regular board oversight and retain the supporting records.

When a lapse occurs, provide members with a dated explanation of what happened, what remains open and when correction is expected. Publish a completion update supported by the accepted state filings. Reinstatement should be followed by review of the underlying process, so correction produces lasting improvement.

Source register and research notes

The following sources were supplied for this file. Letters and forum statements are evidence of what their authors reported; they do not replace the underlying state records. Analytical memoranda and unsent drafts are supporting research, not independent proof of events.

S1 April 14, 2026 Taft letter to NAPFA, 6 pages. Primary source for the reported July 12, 2024 and July 5, 2025 state actions and the request for correction.

S2 July 8, 2026 follow-up letter to Paula Goedert, 3 pages. Primary source for counsel's report of apparent continuing Indiana dissolution.

S3 NAPFA's Entity Status — Admin Dissolved, Engage Open Forum export, 9 pages. Primary source for member concerns and Spencer Bone's acknowledgment. Bone's September 23, 2026 posting date was supplied by David Bromelkamp. Other absolute posting dates and referenced screenshots remain missing.

S4 NAPFA response to Taft request, May 29, 2026 email chain, 3 pages. Documents an initial records-production link; it does not certify reinstatement.

S5 NAPFA letter to Sarah Jenkins dated August 5, 2026, supplied as Word document. Describes further production of governance records; no express reinstatement confirmation appears in the supplied text.

S6 Member authorization signed April 22, 2026, 1 page. Authorizes Jenkins to pursue inspection. Its body refers to April 14, 2024, an apparent date discrepancy requiring confirmation; the supplied request letter is dated April 14, 2026.

S7 2025 Bromelkamp formal vendor-payment records request. Financial-transparency background; not proof of registration status.

S8 2025 NAPFA response concerning financial disclosures. Related correspondence; not proof of registration status.

S9 Analysis of NAPFA response to the April 14, 2026 request. Earlier secondary assessment of production; not a state record.

S10 NAPFA Records Request — DB analysis dated August 5, 2026. Updated secondary assessment recognizes substantial later board-record production. Earlier assertions that board records were generally absent should not be carried forward without qualification.

S11 Proposed document request list dated September 26, 2026. Research and proposed requests, not evidence that a request was sent.

S12 Draft document request letter dated September 27, 2026. Draft only; no supplied proof of transmission or response.

Official reference sources

W1 Indiana Secretary of State, Reinstatement Process, reviewed October 4, 2026.

<https://www.in.gov/sos/business/division-forms/business-forms/reinstatement/>

W2 Illinois General Not For Profit Corporation Act of 1986, 805 ILCS 105/113.50–113.60, reviewed October 4, 2026.

<https://www.ilga.gov/legislation/ILCS/details?ActID=2280>

Continuing the case study

We welcome relevant documents, firsthand accounts, corrections and NAPFA's further response. The next revision should add verified registry records, remaining absolute forum dates, filing ownership and proof of correction in each state. Our objective is a reliable record that supports informed discussion and stronger nonprofit governance.

Check NAPFA status in Indiana

Anyone can consult Indiana’s public business search to check the record at the time of their visit. Historical emails and screenshots do not establish today’s status. Use the official state database rather than a commercial directory. [W3–W4]

Official search page: <https://bsd.sos.in.gov/publicbusinesssearch>

1. Open the link in a web browser. Enable JavaScript and complete any verification prompt if requested.
2. In Business Name, enter NATIONAL ASSOCIATION OF PERSONAL FINANCIAL ADVISORS. Choose Contains and select Search. Leave the status filter unrestricted so a dissolved entity is not excluded.
3. Locate NATIONAL ASSOCIATION OF PERSONAL FINANCIAL ADVISORS, INC. If no match appears, try PERSONAL FINANCIAL ADVISORS. Compare the name, address and other identifying information before selecting a record.
4. Open the matching record. The supplied historical Indiana screenshot identifies a Domestic Nonprofit Corporation, jurisdiction Indiana, creation date January 16, 1984, and principal office at 8700 W. Bryn Mawr, Suite 700N, Chicago, Illinois 60631. Addresses and officers may have changed. [S14, p. 2]
5. Read the current Status column and Business Status field if shown. Indiana’s official FAQ says Active indicates the entity is current on business entity reports and has a valid registered agent. Review available filing records for reinstatement evidence and note the next report deadline. [W3]
6. Save the results and detail page as PDFs or screenshots. Record the exact status, business ID, date, time and timezone of your search. Include any reinstatement filing date shown. Share the evidence with Mister Fiduciary if you wish to contribute an update.

An Active result would update the historical record; it would not erase the earlier lapse or resolve questions about its cause. A continued dissolved status would warrant further inquiry. Indiana’s record does not confirm Illinois authority or federal tax exemption.

Additional source documents

S13 Justin McCurdy email about NAPFA registration lapse, May 28, 2026 at 10:01 AM, 2 pages. Reports searches of both states and includes cropped registry images. Timezone is not specified.

S14 Justin McCurdy email to DB about NAPFA registration lapse, 3 pages. Forwarded by Bromelkamp on October 4, 2026 at 2:52 PM. Reproduces the same May 28, 2026 email with wider images; it is not a second independent search. Indiana’s status field is absent and Illinois’s revocation date is clipped at the right edge. Illinois file number 69976158 and agent Kathryn Dattomo are visible. The full July 12, 2024 revocation date remains supported by S1.

S16 NAPFA Announces Leadership Transition, September 24, 2026 at 9:03 AM, 2 pages. Announces Dattomo’s departure and Bone’s Interim CEO appointment effective October 3, 2026; identifies his prior role as Managing Director of Member Experience. Email timezone unspecified.

S15 Additional copy of NAPFA’s Entity Status — Admin Dissolved Open Forum export, 9 pages. Substantially duplicates S3; it does not independently supply absolute posting dates or the referenced attachments.

W3 Indiana official FAQ on business status, reviewed October 4, 2026. <https://faqs.in.gov/hc/en-us/articles/360034160191>

W4 Indiana public business search, reviewed October 4, 2026. <https://bsd.sos.in.gov/publicbusinesssearch>