1

THRESHOLD ISSUES IN FORMING OR REORGANIZING A NEW YORK NOT-FOR-PROFIT ORGANIZATION

Victoria B. Bjorklund
Simpson. Thacher & Bartlett LLP

© 2003 by Victoria B. Bjorklund
Q: Why is representing a New York not-for-profit organization like playing 3-D checkers?

A: Because the lawyer has to think through each move in three dimensions of the law: federal tax law; state laws; and local laws—and sometimes the fourth dimension, international laws.

I. **Threshold Questions**

A. What are the differences between the public charity, private foundation, supporting organization, community trust, and title-holding company forms?

B. How much control is available in each form relative to the others?
C. What is the “public support test” and how should it be taken into account in choosing among forms?

D. Answers: In order to answer each of these questions, the lawyer needs to understand the statutory and regulatory framework applicable to these organizations and where to go to find the answers once the lawyer has determined some threshold facts. The facts to be considered are the ones demanded by the three-dimensional (federal, state and local) statutory scheme outlined below and in each of the outlines that follows.

II. SELECTED TERMS

A. “TAX-EXEMPT ORGANIZATION” is a federal income-tax term that includes charitable and noncharitable organizations that are generally exempt from federal income taxation. These
entities are also known as, "EXEMPT ORGANIZATIONS" or "EOs".

B. "NOT-FOR-PROFIT" or "NONPROFIT" is a state law term that refers to an organization organized under the applicable state law as a corporation, trust or unincorporated association for purposes other than distributing income and profits to private owners. These entities, which overlap with EOs, are also known as, "NFPs".¹

C. A "PRIVATE VOLUNTARY ORGANIZATION" is a tax-exempt organization that registers with and is eligible to receive grants from the U.S. Agency for International Development. These entities are also known as "PVOs".

¹ The terms have slightly different meanings. "NONPROFIT" refers to an entity that does not generate profits. "NOT-FOR-PROFIT" refers to an entity that is organized and operated for a purpose other than generating profits. However, for most purposes, both terms are included within the federal term, "TAX-EXEMPT ORGANIZATION".
D. A "NONGOVERNMENTAL ORGANIZATION" is an organization, usually active in a foreign country, that would qualify as a TAX-EXEMPT ORGANIZATION if it were organized and operated in the United States and with which U.S. PVOs often cooperate on non-U.S. development programs. These entities are also known as "NGOs".

E. The Internal Revenue Service ("IRS") classifies every charitable EO as either a "PUBLIC CHARITY" or a "PRIVATE FOUNDATION." Different regulatory regimes apply to each. For example, private foundations are subject to excise taxes on net investment income, self-dealing, failure to make sufficient distributions, jeopardizing investments, and taxable expenditures (e.g., lobbying). Public charities’ managers and influential persons are subject to an excise tax
on "excess benefit transaction." Public charities can also carry on an insubstantial amount of lobbying. Therefore, one must know an organization's federal classification before one can advise it.

F. EOs sometimes are referred to as the "THIRD SECTOR" or the "INDEPENDENT SECTOR". EOs are an increasingly important part of the U.S. economy, representing about 10.4% of the gross domestic product. Because uniform reporting and accounting practices have not been established for EOs, their aggregate income and assets have not been determined with certainty.

III. THE STATUTORY SCHEME

A. Federal Tax Law

1. Federal EO practice is a regulatory practice. Tax exemption is a privilege granted by law. EOs must comply
with the Internal Revenue Code\(^2\) (especially IRC § 501(c)) and the regulations promulgated thereunder to obtain and maintain federal income tax exemption.

2. **The Treasury Department and the IRS have authority to regulate EOs.** If an EO fails to comply continuously with the exemption law and regulations, its exemption can be revoked or "intermediate sanctions" or other excise tax penalties can be levied. In the rare case that exemption is revoked, the EO becomes taxable at regular corporate income tax rates. In the case of EOs that are dependent on charitable gifts, the deductibility of

\(^{2}\) All IRC citations are to the Internal Revenue Code of 1986, as amended.
those gifts by donors is correspondingly revoked.

3. **Organization and exemption.** EO legal work starts with organizing organizations under state law and then applying for recognition of exemption from federal income taxation under any of the exemption categories contained in IRC § 501. Political organizations (PACs) can be exempt under IRC Section 527.

4. **25 EO categories under IRC § 501.** Organizations in these 25 categories qualify for exemption from federal income taxation on the ground that they benefit the public. Their purposes are not necessarily charitable. For a concise survey of categories, see IRS Publication 557 “Tax-Exempt Status
for your Organization,” chart attached.³

5. **Most familiar categories.** Categories of organizations that are exempt from income taxation, but are not charities, include title-holding companies,⁴ civic welfare organizations, business and sports leagues, and voluntary employee beneficiary associations, among others.

6. **Deductibility only to charities.** Gifts to organizations in only one category (IRC § 501(c)(3)) are deductible by the donor pursuant to IRC § 170. See IRS Publication 526, “Charitable


⁴ “Corporations organized for the exclusive purpose of holding title to property, collecting income therefrom and turning over the entire amount thereof, less expenses” to another exempt organization. IRC § 501(c)(2); see also IRC § 501(c)(25).
Contributions.” Charitable organizations must be organized and operated exclusively for charitable purposes, and no part of their net earnings can “inure” to the benefit of any private shareholder or individual. No politics. Limited “lobbying.”

7. Parallel legal scheme. Although EOs are not subject to many of the laws and regulations that govern for-profit corporations and have no stockholders or other owners to whom they are accountable, they are subject to parallel requirements imposed by a separate body of federal, state and local law requiring its own knowledge.

8. The classification test. Once federal tax exemption under IRC § 501(c)(3) is recognized by the IRS, IRS will
classify each EO pursuant to IRC § 509(a) as

a. a "PUBLIC CHARITY," that is generally a charitable organization with a broad base of public support from contributions, admissions, and fees and which it spends in operating its programs and regularly and continuously raising more funds to support itself, or

b. a "SUPPORTING ORGANIZATION," that is generally a charitable organization with a predetermined relationship to one or more public charities to or for the benefit of which the

10
supporting organization makes
grants and expenditures, or
c. a "PRIVATE FOUNDATION," that
is by definition a charitable
organization that is not a public
charity.⁵


Therefore, a private foundation is a
catch-all category for all charitable
organizations that cannot opt out of the
private-foundation excise-tax regime
by qualifying as public charities.

10. What is a "foundation"? Confusion
exists about what it means for an
organization to be a "foundation." As
a practical matter, any not-for-profit

⁵ One of the most common mistakes made by EO
management, boards, and counsel is to know that an
organization is "a 501(c)(3)" but then NOT to know the
equally important classification under IRC § 509.
organization, even a public charity, may use the word “foundation” in its name. Federal tax law, however, classifies as “private foundations” only those organizations that typically have three features:

(a) a single major source of funding—usually gifts from one family or corporation, rather than funding from the general public;

(b) a grant-award program instead of direct operation of charitable programs (except for private operating foundations); and,
(c) payment of grants and administrative expenses from the endowment rather than from the proceeds of an ongoing fundraising program.

11. **Operational consequences turn on an EO's classification.** If an EO is classified by the IRS as a private foundation, it is subject to the excise tax provisions of IRC §§ 4940-4948 and the related regulations and more restrictive rules on deductibility of donations to private foundations. See IRS Publication 578, “Tax Information for Private Foundations and Foundation Managers.”

---

6 For points of intersection between a public charity or a private foundation and the IRS, See “Life Cycle of a Public Charity” and “Life Cycle of a Private Foundation,”
12. **Reclassification.** The IRS issues monthly lists of EOs that have been reclassified as private foundations that can no longer hold themselves out as or operate as public charities. Almost all of these reclassifications are the result of failure to meet the public support test.

13. **Anticipating the Public Support Test.**

As a practical matter, organizations carved out as public charities all have higher responsibilities to persons other than a single donor and the donor’s family or company, whether those other persons are

(a) donors who contribute to the organization in great

---

both proposed by the Advisory Committee on Tax Exempt and Government Entities ("ACT"), charts attached. See also www.irs.gov/pub/irs-tege/tege_act_rpt.pdf.
enough numbers and even enough amounts to be able to satisfy mechanical or facts and circumstances public support tests, or
(b) the constituents who pay fees for the organization’s services, or
(c) the representatives of publicly supported organizations who benefit from other public charities.\footnote{For further information about the public support test, see “First Steps in Starting a Foundation” or “How to Calculate the Public Support Test” published by the Council on Foundations, www.cof.org, 1828 L Street, N.W., Washington, DC 20036, or call (202) 466-6512 for a list of these and other publications.}

14. \textit{Applying federal law to your facts.} To know what category and classification
your organization is or should be in
requires that you ask:

a. Is deductibility essential for
donations to the EO? If so, the
EO will have to be charitable,
educational, etc., within the
meaning of IRC § 170. This
category is the most regulated
because it carries the most
generous privileges.

b. Will the EO carry on a
continuous fundraising
program that will win it many
supporters? Is not, will it earn
fee revenues from its exempt
purposes? If it will have
ongoing gift or fee revenues, it
will/should try to qualify as a
public charity. Depending on
16
its planned operations, it might be a traditional public charity, a supporting organization or a community trust. Within the IRC § 501(c)(3) category, public charities have the greatest privileges because they are considered to be subject to the broadest public scrutiny and responsibility to the public at large.

c. Will the EO have only one major donor who will control its operations and make grants from its endowments? If so, you will likely need to form a private foundation, or possibly a supporting organization or a donor-advised fund at a
sponsoring charity. If the donor insists on full control, the donor may be satisfied with no alternative other than a private foundation, which is considered the “free agent” of the charitable world: Private foundations are not answerable to large public memberships or required continuously to raise funds. In return, however, private foundations are subject to the excise tax system detailed in IRC Chapter 42 (which is designed to prevent private foundations from abusing their greater control and flexibility) and less
favorable rules on deductibility of donations.

15. **UBIT and UBTI.** All EOs are subject to tax under IRC §§ 512-514 of the Code on their “unrelated business taxable income” ("UBTI"); i.e., their income not derived from sources related to their exempt purpose. The tax due and payable on this unrelated income is “unrelated business income tax” ("UBIT"). EOs require legal advice regarding programs and investments that might give rise to UBTI and regarding structuring transactions to qualify for regulatory exemptions. See IRS Publication 598, “Tax on Unrelated Business Income of Exempt Organizations.”

B. **New York State and Local Laws**
1. A separate category of legal advice involves state and local laws.

2. An NFP must be formed as either
   a. a **CORPORATION** with or without members formed under the New York Not-For-Profit Corporation Law (NPCL), which was enacted in 1969, at which time that the legislature repealed the Membership Corporations Law, substantial portions of which are included in the Corporation Law, or under the laws of another state, or
   b. a **TRUST** formed under Article 8, Charitable Trusts, of the Estates, Powers and Trust Law, which also contains provisions
applicable to not-for-profit corporations, or
c. an **UNINCORPORATED**
   **ASSOCIATION** formed under the New York General Associations Law.

3. **Solicitation Law.** Article 7-A of the New York State Executive Law governs “Solicitation and Collection of Funds for Charitable Purposes.”

4. **Management of Funds.** The Uniform Management of Institutional Funds Act was incorporated into the NPCL in 1978 as sections 102, 512, 514, 522.

5. **Tax Laws.** New York State tax law and various local laws govern exemptions from income, sales and other taxes (e.g., real estate taxes) and
other non-tax privileges (e.g., obtaining grants or issuing bonds).

IV. **OTHER ISSUES IN ADVISING A NEW YORK NOT-FOR-PROFIT ORGANIZATION**

NFPs also need specialized legal advice with regard to all facets of operations, from employment, pensions, insurance, renting or leasing real property, and strategic planning to grantmaking, marketing and solicitations. Some of these matters are unique to EOs, e.g., drafting grant applications. EOs that are public charities under IRC § 501(c)(3) also need advice concerning benefit events and structuring gifts made or pledged by donors and prospective donors, including analysis of restrictions placed on gifts and how gifts will be spent or invested. When such solicitation programs go beyond current gifts into structuring gifts by will, charitable remainder or lead trusts, gift annuities, pooled income funds and the like, the EO needs “PLANNED GIVING” advice.
<table>
<thead>
<tr>
<th>Section of 1986 Code</th>
<th>Description of organization</th>
<th>General nature of activities</th>
<th>Application Form No.</th>
<th>Annual return required to be filed</th>
<th>Contributions allowable</th>
</tr>
</thead>
<tbody>
<tr>
<td>501(c)(1)</td>
<td>Corporations Organized under Act of Congress (Including Federal Credit Unions)</td>
<td>Instrumentalities of the United States</td>
<td>No Form</td>
<td>None</td>
<td>Yes, if made for excluding public purposes</td>
</tr>
<tr>
<td>501(c)(2)</td>
<td>Title Holding Corporation For Exempt Organization</td>
<td>Holding title to property of an exempt organization</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(3)</td>
<td>Religious, Educational, Charitable, Scientific, Literary, Testing for Public Safety, to Foster National or International Amateur Sports Competition, or Prevention of Cruelty to Children or Animals Organizations</td>
<td>Activities of nature implied by description of class of organization</td>
<td>1023</td>
<td>990(e) or 990EZ, or 990-PF</td>
<td>Yes, generally</td>
</tr>
<tr>
<td>501(c)(4)</td>
<td>Civic Leagues, Social Welfare Organizations, and Local Associations of Employees</td>
<td>Promotion of community welfare; charitable, educational or recreational</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No, generally</td>
</tr>
<tr>
<td>501(c)(5)</td>
<td>Labor, Agricultural, and Horticultural Organizations</td>
<td>Educational or instructive, the purpose being to improve conditions of work, and to improve products of efficiency</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(6)</td>
<td>Business Leagues, Chambers of Commerce, Real Estate Boards, Etc.</td>
<td>Improvement of business conditions of one or more lines of business</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(7)</td>
<td>Social and Recreational Clubs</td>
<td>Pleasure, recreation, social activities</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(8)</td>
<td>Fraternal Benefit Societies and Associations</td>
<td>Lodge providing for payment of life, sickness, accident or other benefits to members</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>Yes, if for certain 501(c)(35) purposes</td>
</tr>
<tr>
<td>501(c)(9)</td>
<td>Voluntary Employees Beneficiary Associations</td>
<td>Providing for payment of life, sickness, accident, or other benefits to members</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(10)</td>
<td>Domestic Fraternal Societies and Associations</td>
<td>Lodge devoting its net earnings to charitable, fraternal, and other specified purposes; No life, sickness, or accident benefits to members</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>Yes, if for certain 501(c)(35) purposes</td>
</tr>
<tr>
<td>501(c)(11)</td>
<td>Teachers' Retirement Fund Associations</td>
<td>Teachers' association for payment of retirement benefits</td>
<td>No Form</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(12)</td>
<td>Benevolent Life Insurance Associations, Mutual Benefit or Irrigation Companies, Mutual or Cooperative Telephone Companies Etc.</td>
<td>Activities of a mutually beneficial nature similar to those implied by the description of class of organization</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(13)</td>
<td>Cemetery Companies</td>
<td>Burials and incidental activities</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>Yes, generally</td>
</tr>
<tr>
<td>501(c)(14)</td>
<td>State Chartered Credit Unions, Mutual Reserve Funds</td>
<td>Loans to members</td>
<td>No Form</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(15)</td>
<td>Mutual Insurance Companies or Associations</td>
<td>Providing insurance to members substantially at cost</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(16)</td>
<td>Cooperative Organizations to Finance Crop Operations</td>
<td>Financing crop operations in conjunction with activities of a marketing or purchasing association</td>
<td>No Form</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(17)</td>
<td>Supplemental Unemployment Benefit Trusts</td>
<td>Provides for payment of supplemental unemployment compensation benefits</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(18)</td>
<td>Employee Funded Pension Trust (created before June 25, 1950)</td>
<td>Payment of benefits under a pension plan funded by employees</td>
<td>No Form</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(19)</td>
<td>Post or Organization of Past or Present Members of the Armed Forces</td>
<td>Activities implied by nature of organization</td>
<td>1024</td>
<td>990(e) or 990EZ</td>
<td>No, generally</td>
</tr>
<tr>
<td>501(c)(21)</td>
<td>Black Lung Benefit Trusts</td>
<td>Funded by coal mine operators to satisfy their liability for disability or death due to black lung diseases</td>
<td>No Form</td>
<td>990-8L</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(22)</td>
<td>Withdrawal Liability Payment Fund</td>
<td>To provide funds to meet the liability of employers withdrawing from a multi-employer pension fund</td>
<td>No Form</td>
<td>990(e) or 990EZ</td>
<td>No</td>
</tr>
<tr>
<td>Section of 1986 Code</td>
<td>Description of organization</td>
<td>General nature of activities</td>
<td>Application Form No.</td>
<td>Annual return required to be filed</td>
<td>Contributions allowable</td>
</tr>
<tr>
<td>----------------------</td>
<td>-----------------------------</td>
<td>-----------------------------</td>
<td>---------------------</td>
<td>-----------------------------------</td>
<td>-----------------------</td>
</tr>
<tr>
<td>501(c)(23)</td>
<td>Veterans Organization (created before 1986)</td>
<td>To provide insurance and other benefits to veterans</td>
<td>No Form ²</td>
<td>990 or 990EZ ²</td>
<td>No, generally ²</td>
</tr>
<tr>
<td>501(c)(25)</td>
<td>Title Holding Corporations or Trusts with Multiple Parents</td>
<td>Holding title and paying over income from property to 35 or fewer parents or beneficiaries</td>
<td>1024</td>
<td>990 or 990EZ ²</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(26)</td>
<td>State-Sponsored Organization Providing Health Coverage for High-Risk Individuals</td>
<td>Provides health care coverage to high-risk individuals</td>
<td>No Form ²</td>
<td>990 or 990EZ ²</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(27)</td>
<td>State-Sponsored Workers' Compensation Reinsurance Organization</td>
<td>Reimburses members for losses under workers' compensation acts</td>
<td>No Form ²</td>
<td>990 or 990EZ ²</td>
<td>No</td>
</tr>
<tr>
<td>501(c)(28)</td>
<td>National Railroad Retirement Investment Trust</td>
<td>Manages and invests the assets of the Railroad Retirement Account</td>
<td>No Form ¹¹</td>
<td>Not yet determined</td>
<td>No</td>
</tr>
<tr>
<td>501(d)</td>
<td>Religious and Apostolic Associations</td>
<td>Regular business activities. Communal religious community</td>
<td>No Form</td>
<td>1199 ³</td>
<td>No ³</td>
</tr>
<tr>
<td>501(e)</td>
<td>Cooperative Hospital Service Organizations</td>
<td>Performs cooperative services for hospitals</td>
<td>1023</td>
<td>990 or 990EZ ²</td>
<td>Yes</td>
</tr>
<tr>
<td>501(f)</td>
<td>Cooperative Service Organizations of Operating Educational Organizations</td>
<td>Performs collective investment services for educational organizations</td>
<td>1023</td>
<td>990 or 990EZ ²</td>
<td>Yes</td>
</tr>
<tr>
<td>501(k)</td>
<td>Child Care Organizations</td>
<td>Provides care for children</td>
<td>1023</td>
<td>990 or 990EZ ²</td>
<td>Yes</td>
</tr>
<tr>
<td>501(n)</td>
<td>Charitable Risk Pools</td>
<td>Pools certain insurance risks</td>
<td>1023</td>
<td>990 or 990EZ ²</td>
<td>Yes</td>
</tr>
<tr>
<td>521(a)</td>
<td>Farmers' Cooperative Associations</td>
<td>Cooperative marketing and purchasing for agricultural purposes</td>
<td>1028</td>
<td>990-C</td>
<td>No</td>
</tr>
<tr>
<td>527</td>
<td>Political organizations</td>
<td>A party, committee, fund, association, etc., that directly or indirectly accepts contributions or makes expenditures for political campaigns</td>
<td>8871</td>
<td>1120-POL ¹⁰, 990 or 990EZ ²</td>
<td>No</td>
</tr>
</tbody>
</table>

¹For exceptions to the filing requirement, see chapter 2 and the form instructions.
²An organization exempt under a subsection of Code sec. 501 other than 501(c)(3) may establish a charitable fund, contributions to which are deductible. Such a fund must itself meet the requirements of section 501(c)(3) and the related notice requirements of section 5306(a).
³Contributions to volunteer fire companies and similar organizations are deductible, but only if made for exclusively public purposes.
⁴Deductible as a business expense to the extent allowed by Code section 192.
⁵Application is by letter to the address shown on Form 8718. A copy of the organizing document should be attached and the letter should be signed by an officer.
⁶Contributions to these organizations are deductible only if 90% or more of the organization's members are war veterans.
⁷For limitations on the use of Form 990EZ, see chapter 2 and the general instructions for Form 990EZ (or Form 990).
⁸Although the organization files a partnership return, all distributions are treated as dividends. The partners are not entitled to pass-through treatment of the organization's income or expenses.
⁹Form 1120-POL is required only if the organization has taxable income as defined in IRC 527(c).
¹⁰Application procedures not yet determined.
Life Cycle of a Public Charity

**Formation**
- Articles of Incorporation
- Bylaws
- Form SS-4 (To Obtain Employer Identification Number)
- State registration requirements to solicit funds

**Exemption Applications**
- Form 1023 (Application for Recognition of Exemption)
  - Form 8718 (Use Fee)
  - Form 872-C (Extension of Statute of Limitations)
  - Form 2848 (Power of Attorney)
- 120-Day Letter from the IRS
  - Determination Letter to the Charity
  - Form 8314 (End of Advisory Ruling Period)

**Annual Filings**
- Form 990
  - 990-EZ
  - 990-T (UBIT)

**Ongoing Compliance**
- Public Disclosure Requirements for Forms 1023/990
- Employment Taxes
- Interstate Sanctions
- Form 4720 - Return of Certain Income Taxes on Charities
- Charitable Contributions Reporting - Publication 1771
  - Substantiation of Contributions
  - Charity Audits
  - Noncash Contributions
    - Form 8283 (Donor's Report)
    - Form 8282 (Charity's Report)

**Significant Events**
- How to Apply for a Private Letter Ruling (Revenue Procedure 2002-4)
- If Your Charity is Audited
- Material Changes
  - Merger
  - Change in Form, Funding, Activity
  - Dissolution
- Making the Lobbying Decision - Form 5768
Life Cycle of a Private Foundation

Formation
- Article, Trust or Charter
- By Laws
- Form 1023 (Application for Recognition of Tax Exemption)
- Form 501c3 (To Obtain Employer Identification Number)
- Charitable Solicitation
- State Registration Requirements to Hold Assets

Exemption Applications
- Form 1023 (Application for Recognition of Tax Exemption)
  - Form 8718 (User Fee)
  - Form 2628 (Power of Attorney)
- 120-Day Letter from the IRS
- Determination Letter To The Charity

Annual Filings
- Form 990-PF
- 990-PF
- 990-T (UBIT)

Ongoing Compliance
- Public Disclosure Requirements for Forms 1023/990-PF
- Employment Taxes
- Private Foundation Tax Information, Including Excise Tax Information
  - Excise Tax Return (Form 4720)
- Charitable Contribution Reporting – Publication 1771
  - Substantial Contributions
  - Noncash Contributions
    - Form 8283 (Donor's Report)
    - Form 8292 (Foundation's Report)

Significant Events
- How to Apply for a Private Letter Ruling (Revenue Procedure 2002-4)
- If Your Charity is Audited
- Material Changes
  - Merger
  - Change in Form
  - Funding, Activity
  - Dissolution