

Non Profit Legal Advice

Florida

Incorporating a Non Profit

The Name and Address

When thinking about incorporating a non profit one of the most important aspects is your name. The name must be distinguishable from other businesses or organizations. One piece of advice is to do a search on the name to make sure that it is not in use. Your name **must** include corporation, incorporated, corp, or inc. Lastly, do not use the name until it is officially approved.

Your address or place of business will need to be included for your incorporation. If the mailing address is separate, this will also need to be included.

Registered Agent Name and Address

The registered agent is the person who will accept service on behalf of the business entity. This can be another business entity (registered in Florida), or an individual (with an address in Florida). Furthermore, the entity can not serve as its own registered agent because it is being incorporated. A signature of the agent will be required to incorporate the non profit.

You will also need the incorporator's signature and a valid email address.

Registration of how the Corp. will be run

This is **required** for a non profit, and it is a statement of

Corporate Purpose	purpose (i.e. community outreach).
Officer/Director	Their names and addresses are optional. However, if they are listed write last name, first name, middle initial. If you do list directors, list at least 3.
Manner of Election	How will they be elected (i.e. bylaws or annual meeting).

Effective Date

The non profit's existence begins when the Division of Corporations receives and files your articles, unless the articles specified a different date. For example, if you are incorporating at the end of the business year in the fall, you can avoid filing an annual report by incorporating January 1st. However, 90 days after the document is received is the maximum amount of time the effective date can be delayed.

Constructing your Bylaws

Bylaws provide information about your organization and state how the board of directors will operate. Legally, you do not have to have any specific provisions, but below are some things that NOLO's attorneys recommend you include:

- Official name of the organization
- Principal Address
- The purpose of the organization (i.e. to bring art to the community)
- How the board will be structured (number of directors, how they will be elected, term limits)
- A list of officers and their duties (i.e. President, CFO)
- The date that will be the end of your fiscal year
- How you can change or amend your bylaws
- When and how you can handle the end of the nonprofit
- Document retention policies

Filing an Annual Report

Annual Report

The annual report is required for a non profit. If this is not submitted the corporation will be dissolved. The filling period is January 1st to May 1st. See the chart below for the information that is needed.



Document Number	This number was assigned to your entity when it was registered.
Entity Name	The official name on record. You cannot change the name with this report, instead you will need to file an amendment form.
Federal Employer Identification Number	9 digit numbers the Internal Revenue Service assigned for federal tax identification.
Principle Place of Business Address	Street address of the entity's main office.
Registered Agent Name, Address, and Signature	Registered agent is the individual or legal entity designated to accept service of process on behalf of the business. The entity itself cannot be the agent.
Principals Names and Addresses	You must provide at least one principal, and a person may serve in more than one capacity.
Email Address	Make sure your address is valid.

Yearly Checklist!

Once your non-profit is up and running, be sure to complete the following tasks to stay compliant.

- Organize meetings and minutes.
 - Ensure minutes are organized and that the board has met the required amount of time as designated in the bylaws
- Thank donors!
 - Note that donors who make contributions over \$250 need *written* acknowledgement to claim the deduction on their individual tax returns.
- File IRS 990 Tax Form.
- For grants and contracts, check to see if you are required to report on financial and program activity. Be sure to report to the correct awarders!

Resources

- <https://cullinanelaw.com/nonprofit-year-end-checklist/>
- <https://www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits>

Learning Calendar

Program Accessibility: We strive to facilitate inclusive, accessible programs that enable all individuals, including individuals with physical and/or cognitive disabilities, to engage fully. Each of...

 Center for Excellence in Nonprofits

