

## Checklist for Making Your Quota Club a Legal Entity

1. Contact Karen Smith at Quota International, [karen@quota.org](mailto:karen@quota.org), (202) 331-9694, who will ask you for a few items such as your club's officers and their addresses, and who will draft articles of incorporation for your club free of charge. *(If you prefer, you or an attorney you choose may draw up your own articles of incorporation; draft language is enclosed in the Making Your Quota Club a Legal Entity kit. Go to your state's Secretary of State—or department that maintains the corporation database—Web site for your state's requirements and forms for incorporating.)*
2. Once Karen sends your club completed articles of incorporation, follow her detailed instructions for having the appropriate members of your club sign the articles of incorporation, complete a cover letter if necessary, photocopy all documents, and mail them with a check for the filing fee to the appropriate office in your state, typically the Secretary of State. Upon filing, the state will send you a certified copy of the articles and/or a certificate of incorporation. This may take a few weeks.
3. Once you receive the certified articles of incorporation from the state, obtain an Employee Identification Number (EIN) for your newly incorporated club on the IRS website: <http://www.irs.gov/businesses/small/article/0,,id=102767,00.html>. When you provide the requested information, you will be assigned a number online. When the site asks you what type of legal structure your organization has, select "View Additional Types, Including Tax-Exempt and Government Organizations" and then select "Other Non-Profit/Tax-Exempt Organizations." Once you have completed the application, print the Form SS-4 letter for your records.
4. Go to your club's bank with your certified articles and open an account using your EIN. Obtain any forms required by the bank to create the account. (Your board may need to sign a resolution provided by the bank or provide other documents such as the minutes of the organizational meeting.)
5. Hold an organizational meeting of your club's board of directors within a month of filing your articles of incorporation. Follow the meeting procedure outlined in the draft organizational meeting minutes enclosed in the *Making Your Quota Club a Legal Entity kit*. You may revise the minutes to meet your needs. Contact Karen Smith at [Karen@quota.org](mailto:Karen@quota.org) or 202-331-9694 to receive a copy of the draft minutes in Word by e-mail. (In your final minutes document, please delete the instructions for completing the form that are noted in parenthesis and italics.)
6. You will see in the draft meeting minutes provided that at the organizational meeting your board will vote to ratify the articles of incorporation, adopt bylaws for your club (sample club bylaws are available in your New Club Organization materials provided by the QI office), and adopt a conflict of interest policy (which we have provided in the kit, along with an explanation of the policy and why you should adopt it). You will also give authority to your club's secretary and treasurer to act on behalf of the corporation. Be sure to sign any required bank documents at this meeting.
7. Return to the bank if necessary to complete the process for obtaining an account.
8. Send to Karen Smith at the Quota International office, copies of your club's certified articles of incorporation, the certificate of incorporation (if one was received from the state), and the Form SS-4 letter from the IRS noting your new EIN. Also, please complete the letter in the *Making Your Quota Club a Legal Entity kit* authorizing Quota International, Inc. to include your club in its IRS group exemption letter and include it. The authorization letter asks if you have received an official determination letter from the IRS stating your club's tax status. New clubs have not and should check no. Since your club will have no history of income, please leave the section about gross revenues blank.

***Congratulations! Your Quota club is now an incorporated legal entity and has 501(c)(4) tax status as part of Quota's IRS group exemption, currently 501(c)(4).  
We will let you know if our request for 501(c)(3) status is approved by the IRS.***

**Please consult the Club President, Treasurer, Secretary and Member Guides  
for information on operating your Quota club.**