

OFFICE OF THE NEW HAMPSHIRE ATTORNEY GENERAL
CHARITABLE TRUSTS UNIT
33 Capitol Street
Concord, NH 03301-6397
www.doj.nh.gov/charitable-trusts/

APPLICATION FOR REGISTRATION FORM NHCT-11

INSTRUCTIONS

PLEASE TYPE OR PRINT: Please use the electronic form or type or print legibly.¹ Do not use script.

REGISTRATION FEE: Submit with the application a check made payable to the “State of New Hampshire” in the amount of \$25. Add the name of the entity on the memo line.

LEGAL NAME OF ORGANIZATION: Type or print the legal name of the entity ***EXACTLY*** as it appears on its governing document (e.g., articles of agreement, trust instrument, legislative charter, or constitution).

FEDERAL EMPLOYER ID #: The Internal Revenue Service (“IRS”) assigns federal employer identification numbers to entities. It can be obtained by completing and submitting to the IRS Form SS4.²

CONTACT NAME: Identify an individual who will serve as the main contact for the organization with the Charitable Trusts Unit (e.g., the chair of the governing board, the executive director, a trustee, an attorney, or other advisor).

DATE OF FISCAL YEAR END: This date ***IS NOT*** determined by the Charitable Trusts Unit. The end-of-the-month selected (December 31 or otherwise) should be one that is convenient and suitable for your organization’s activities. The due date for filing the entity’s annual report (Form NHCT 12) is based upon the fiscal year end date.

MAILING ADDRESS: Provide the organization’s mailing address where the Charitable Trusts Unit can send correspondence. ***If the address of the organization changes, promptly notify the Charitable Trusts Unit.***

WEBSITE ADDRESS: Provide the website address for the entity (if any).

¹ Form NHCT-11 is available electronically on the website for the Charitable Trusts Unit: www.doj.nh.gov/charitable-trusts/.

² The form can be found on the IRS website: <https://www.irs.gov/pub/irs-pdf/fss4.pdf>.

TELEPHONE NUMBER OF CONTACT: Provide the telephone number of the person serving as the main contact for the organization with the Charitable Trusts Unit. This should be a telephone number where the contact can be reached between the hours of 8:00 am and 5:00 pm on weekdays.

EMAIL ADDRESS OF CONTACT: Provide the email address of the person serving as the main contact for the organization with the Charitable Trusts Unit.

LIST TRADE NAMES (IF ANY): List any and all trade names of the entity, including for example, any trade names used by the organization for fundraising.

FORM OF ORGANIZATION:

Charitable Corporation: A charitable corporation is one that is incorporated under the nonprofit corporation laws of the State of New Hampshire (by filing articles of agreement with the New Hampshire Secretary of State pursuant to RSA 292) or under the nonprofit corporation laws of another state. Charitable corporations must submit copies of the articles of agreement and bylaws of the corporation. If the corporation has amended the articles of agreement, submit copies of the amendments as well.

Trust: A trust can be established by will, court order, or trust instrument. Trusts must submit a copy of the will, court order, or trust instrument as well as any amendments.

Other Form of Organization/Association: Entities not created by a trust instrument or incorporated under state law are unincorporated associations. Other forms of organizations and associations must submit a copy of their constitution or charter and any amendments.

IRS TAX EXEMPTION: If the entity has received a determination letter from the IRS that the organization is exempt from taxation, provide the applicable Internal Revenue Code section and a copy of the determination letter. For example, the IRS may have determined that the entity is exempt under section 501(c)(3) of the Internal Revenue Code. If so, insert “3” so that the text reads: “501(c)(3).” If the entity has a pending application filed with the IRS for determination that it is exempt from taxation, so indicate. If the entity neither has received or applied for tax exempt status, indicate whether or not it plans to do so within the next year. Entities interested in applying for recognition of tax-exempt status must file Form 1023 or similar with the IRS.³

GOVERNING BOARD MEMBERS: NHCT Form 11 Schedule A provides a template for the information required concerning the entity’s governing board (i.e. directors, trustees, etc.). For entities that are not based in New Hampshire, provide the names and titles of governing board members. For entities that are based in New Hampshire, provide names, titles (i.e. president, treasurer, etc.), home street (not post office box) addresses, daytime telephone numbers, and email addresses. Note that the street address, telephone number, and email address is not subject to public disclosure.

³ Information about applying for recognition of tax exempt status can be found on the IRS website: <https://www.irs.gov/charities-non-profits/application-for-recognition-of-exemption>.

Please note that RSA 292:6-a, requires that the board of directors of New Hampshire charitable corporations must be comprised of 5 or more voting members, and at least 5 of them may not be related to one another by blood or marriage.

PROOF OF BANK ACCOUNT: Provide a copy of the entity's most recent bank statement showing the name of the account holder and account number. If the entity does not yet have a bank account, provide an explanation, along with documentation of any assets of the entity. As an alternative, for entities in existence for more than one year, submit a copy of the most recently filed IRS Form 990, 990-EZ, or 990-PF.

CONFLICT OF INTEREST POLICY: All New Hampshire based charitable organizations (except for IRS Form 990-PF filers) must adopt a policy pertaining to conflict of interests. Indicate on the line provided where in the governing documents the conflict of interest policy appears, or attach the policy if separate. Here are sample policies that a governing board may consider for adoption:

Sample 1

Any possible conflict of interest on the part of any member of the board, officer or employee of the corporation, shall be disclosed in writing to the board and made a matter of record through an annual procedure and also when the interest involves a specific issue before the board. Where the transaction involving a board member, trustee or officer exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000) in a fiscal year, a two-thirds vote of the disinterested directors is required. Where the transaction involved exceeds five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote of the disinterested directors and publication in the required newspaper is required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the board will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging, understanding of and agreement to this policy. The board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made a part of this policy statement.

Sample 2

(a) Each director, prior to taking his position on the board, and all present directors shall submit in writing to the chair of the board a list of all businesses or other organizations of which he is an officer, director, trustee, member, owner (either as a sole proprietor or partner), shareholder, employee or agent, with which the corporation has, or might reasonably in the future enter into, a relationship or a transaction in which the director would have conflicting interests. The chair of the board shall become familiar with the statements of all directors in order to guide his/her conduct should a conflict arise.

(b) At such time as any matter comes before the board in such a way as to give rise to a conflict of interest, the affected director shall make known the potential conflict, whether disclosed by his written statement or not, and after answering any questions that might be asked, shall withdraw from the meeting for so long as the matter shall continue under discussion.

Should the matter be brought to a vote, neither the affected director nor any other director with a pecuniary benefit transaction with the corporation during that year shall vote on the matter.

(c) The board will comply with all the requirements of New Hampshire law where conflicts of interest are involved, including but not limited to the requirements of a two-thirds vote where the financial benefit to the director or trustee is between \$500 and \$5,000 in a fiscal year, and to the requirement of a two-thirds vote and publication in the required newspaper where the financial benefit exceeds \$5,000 in a fiscal year. The New Hampshire statutory requirements are incorporated into and made a part of this conflict policy.

DISSOLUTION PROVISION: All charitable corporations and associations are required to adopt dissolution provisions. New Hampshire voluntary (RSA 292) corporations are required to include a dissolution provision in the articles of agreement. Other entities may include dissolution provisions in their governing documents. Indicate on the line provided where in a governing document the dissolution provision appears, or attach the applicable dissolution provisions.

The following is a sample (generic) dissolution clause:

Upon the dissolution of the corporation, its assets shall be distributed to one or more charitable organizations for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

If another organization is named to receive the assets of an organization in the event of its dissolution, the receiving organization should have a similar purpose. It should also be tax-exempt under Section 501(c)(3). If the receiving organization operates in New Hampshire, it will need to be registered with the Charitable Trusts Unit.

CERTIFICATION: The President or chair of the board must sign the application on behalf of charitable corporations or unincorporated associations.

Signatures of the business manager, clerk, secretary, executive director, chief financial officer, attorney, accountant, or advisor will not be accepted and the form will be returned for proper execution.

A trustee must sign the form on behalf of an express trust.

Please note that if completing and submitting the electronic form, an electronic signature (such as /s/ John Q. Public) is acceptable.

Please note that RSA 641:8 provides that “[a] person shall be guilty of a class B felony if he knowingly makes a false entry in or false alteration of any registration statement, annual report or other information required to be filed with the director of charitable trusts.”