

SPRING 2006 WORKSHOP CALENDAR

For full workshop descriptions please visit our website
at www.lany.org or call Nancy Cruz at 212-219-1800 Ext. 221

February 21, 2006	Basics of Housing Development	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
March 2, 2006	Tax Compliance and Financial Accountability	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
March 7, 2006	Employment Law	Laura Parsons Pratt Conference Center 281 Park Avenue S., Rm. A New York, NY	10:00 a.m. - 1:00 p.m.
March 16, 2006	Role of the Board in Corporate Governance	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
March 21, 2006	Fundraising Law and Regulation	Laura Parsons Pratt Conference Center 281 Park Avenue S., Rm. A New York, NY	10:00 a.m. - 1:00 p.m.
April 6, 2006	Copyright and Trademark Issues for Nonprofits*	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 12:00 p.m.
April 11, 2006	Preventing and Responding to Harassment in the Workplace (New Workshop)	Laura Parsons Pratt Conference Center 281 Park Avenue S., Rm. A New York, NY	10:00 a.m. - 1:00 p.m.
April 21, 2006	Cause-Related Marketing and Corporate Sponsorship (New Workshop)	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
May 2, 2006	Executive Compensation and Related Party Transactions	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
May 16, 2006	Legal Issues for Nonprofits Working with Volunteers and Interns	Laura Parsons Pratt Conference Center 281 Park Avenue S., Rm. A New York, NY	10:00 a.m. - 1:00 p.m.

*Several of these workshops have been made possible by funding from
the Department of Youth and Community Development (DYCD)*

**The Copyright and Trademark Issues for Nonprofits workshop is made
possible by the generous support of Citigroup Inc.*

May 25, 2006	By-Laws and Legal Maintenance for Membership Organizations	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
June 13, 2006	Legal Issues Related to City Contracting	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. - 1:00 p.m.
June 15, 2006	Incorporation and Tax Exemption	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. – 1:00 p.m.
June 22, 2006	Mergers and Strategic Alliances	Empire State Building 350 Fifth Avenue, Rm. 2925 New York, NY	10:00 a.m. – 1:00 p.m.

WORKSHOP REGISTRATION FORM

**THE FEE FOR EACH WORKSHOP IS \$50/PERSON
(\$45/PERSON IF PAYMENT IS RECEIVED AT LEAST THREE DAYS IN ADVANCE)**

To reserve your space for any of these workshops, please fill out and mail this registration form to Lawyers Alliance for New York, 330 Seventh Ave., 19th Floor, New York, NY 10001, or fax it to us at (212) 941-7458. Please list each applicant separately. We request payment in advance, as seating is limited. Checks and money orders should be made payable to: Lawyers Alliance for New York.

If you have registered but cannot attend, please contact us at least three days prior to the workshop; otherwise, we will be unable to provide a refund. Current New York Foundation grantees may attend these workshops for free, and current Department of Youth and Community Development (DYCD) grantees may attend non-asterisked workshops at no cost.

Workshop Name _____ **Workshop Date** _____

Name _____ **Title** _____

Organization _____

Address _____ **City** _____ **State** _____ **Zip Code** _____

Phone _____ **Fax** _____ **Email** _____

Please indicate if you are a current grantee of: New York Foundation DYCD
OR

Method of Payment (check one): Visa MasterCard Amex Check Money Order

Credit Card Number _____

Amount Authorized \$ _____ **Expiration Date** _____

Signature _____

WORKSHOP DESCRIPTIONS

Spring 2006

Basics of Housing Development

This workshop will provide an overview of the development process for groups or individuals new to the affordable housing development field. Topics that will be covered include creating a development team, securing site control, negotiating memorandums of understanding with partnering organizations (both nonprofit and for-profit), and creating housing development fund corporations. We will discuss different project models, including one using federal low-income housing tax credits, and the various stages of a typical housing development. This workshop is geared primarily for individuals – nonprofit managers, directors, or housing development staff – who do not have previous development experience.

By-Laws and Legal Maintenance for Nonprofit Membership Organizations

This workshop will present an overview of the role of members in a nonprofit organization, including the legal structure of a membership corporation, the legal rights of members and the role of "nominal" members. Grass roots community based organizations that desire to give their constituents or local communities a voice in the nonprofit's activities may find this workshop particularly interesting. Specific topics will include the pros and cons of being a membership corporation, by-law provisions relating to membership and an organization's legal obligations relating to its membership. This workshop is designed for nonprofit executive managers of corporations incorporated in New York.

Cause-Related Marketing and Corporate Sponsorship

This workshop will explore the legal and practical issues relating to cause marketing. This is a topic that combines marketing and fundraising and is of increasing interest to nonprofits, especially in uncertain financial times, as more nonprofits seek to partner with for-profit corporations. Topics will include: corporate sponsorship, commercial co-venture arrangements, and the solicitation of goods and services from corporations.

Copyright and Trademark Issues for Nonprofits

Nonprofit organizations, including community-based nonprofits, have nothing more important to protect and preserve than their reputations -- and that protection begins by securing the rights to their names and the trade names of their important programs. As the nonprofit sector becomes both more complex and more entrepreneurial, community-based nonprofits are increasingly creating and compiling data and resources, such as computer programs, publications and web pages which have tremendous value to their owners and should be protected. This workshop is intended to introduce nonprofit managers to the basic concepts of copyright, trademark and intellectual property law, including a discussion of the steps that each organization should take to protect its valuable, intangible assets.

Employment Law

This workshop deals with the employment and labor law issues commonly confronted by managers of nonprofit organizations. The focus will be on how federal, state and New York City employment laws affect nonprofit corporations. Also to be discussed: treatment of independent contractors and employees; wage and hour laws; development of personnel policies and manuals; hiring and firing; record-keeping; and anti-discrimination laws. This workshop is designed for management personnel and board members of nonprofit organizations.

Executive Compensation and Related Party Transactions

This workshop will address the practical implications of what has been described as the most significant change in the tax law applying to charitable organizations in thirty years, the regulation of executive compensation and transactions between nonprofit organizations and their board members that is known as "intermediate sanctions." In 2002, the IRS issues new regulations that control those decisions and impose penalties on nonprofit organizations and their managers for engaging in "excess benefit transactions." This workshop is designed for managers and board members of nonprofit organizations that are exempt under sections 501(c)(3) or 501(c)(4) of the Internal Revenue Code.

Fundraising Law and Regulation

This workshop will present the basic federal and state law controlling fundraising by nonprofits in New York, including state registration and reporting requirements, the documentation and disclosure rules imposed by the Internal Revenue Code, and legal issues relating to particular types of fundraising such as auctions, solicitation on the internet and corporate sponsorship. This workshop is intended for nonprofit managers and other laypersons involved in the day-to-day operation of not-for-profit, tax-exempt organizations.

Incorporation and Tax Exemption

This is a workshop for groups that have basic questions regarding the benefits and obligations of incorporation and tax-exempt status. The focus of the workshop is on the requirements for qualification as a New York State not-for-profit corporation; the advantages and disadvantages of and procedures for incorporating; and corporate operations, including an overview of specific by-law provisions and discussion of how to comply with by-laws. Applying for federal and state tax exemption, fiscal sponsorship arrangements, the political activity of nonprofits, and registration and reporting requirements of not-for-profit corporations will also be discussed. This workshop is designed for those who are interested in forming a nonprofit organization in New York.

Legal Issues for Nonprofits Working with Volunteers and Interns

Volunteers are essential to nonprofit organizations. This workshop will explore the legal issues surrounding the use of volunteers. The workshop will pay particular attention to liability issues faced by nonprofits that use volunteers with elderly and young clients. Other topics covered are the use of background checks, use of volunteer agreements and codes of conduct, insurance issues, the payment of stipends to volunteers and the application of state and federal employment laws to volunteers.

Legal Issues Related to City Contracting

This workshop will examine the legal issues associated with contracting with New York City governmental agencies. Issues to be discussed include: changes to the vendex process; New York City Procurement Procedures; performance based contracts; and conflict of interest rules.

Mergers and Strategic Alliances

This seminar will address the issues surrounding the merger and other types of strategic alliances of not-for-profit corporations. The focus of this session will be the legal steps which must be accomplished in order to formally merge not-for-profit corporations. Attention will also be paid to determining when a merger is in the best interest of the organization, which organizations the not-for-profit should consider merging with, and how the merged organizations might operate going forward.

Preventing and Responding to Harassment in the Workplace

This workshop will cover what organization managers can do to prevent sexual and other forms of harassment in the workplace. Topics will include: development and enforcement of anti-harassment policies, investigation of employee and volunteer complaints, and organizing harassment training for staff.

Role of the Board in Corporate Governance

Nonprofit organizations must pay attention to their corporate governance procedures and structure to be effective in their operations and long-term charitable pursuits. This workshop will address the role of the Board of Directors in ensuring that a not-for-profit corporation's corporate governance is not only legally adequate, but also consistent with best practices. Specific topics will include fiduciary duties and obligations of directors under federal and state laws, measures that executive managers of nonprofits and their Boards can implement to ensure adequate corporate accountability, including compliance with the Better Business Bureau standards for charitable accountability, procedural aspects of running a Board of Directors and the penalties that can be imposed by the IRS on nonprofit organizations and their managers for engaging in "excess benefit transactions." This workshop is designed for individuals who serve as directors of not-for-profit corporations and nonprofit executive managers.

Tax Compliance and Financial Accountability

This workshop will address the federal and state reporting and registration requirements for nonprofit corporations as well as the circumstances under which a nonprofit, tax -exempt corporation is responsible for paying tax. Topics to be discussed include: filing and dissemination of Form 990; payment of, and liability for, withholding taxes; unrelated business income tax; and real property tax exemption. This workshop is designed for nonprofit managers, fiscal officers and board members

Other Workshops Offered Throughout The Year (But Not Currently Scheduled):

Business Ventures for Nonprofits

Increasingly, nonprofit organizations are involved in implementing business ventures in order to achieve such purposes as job development, neighborhood revitalization, and revenue generation. In this workshop, we will: (1) describe the different legal structures through which nonprofit organizations can participate in business ventures and commercial activity, with a particular focus on limited liability companies, for-profit subsidiaries, partnerships, and contractual joint ventures; (2) evaluate the benefits and disadvantages of these legal structures, with emphasis on the goals of: (a) protecting the nonprofit organization from potential liability; (b) protecting the nonprofit organization's tax-exempt status; and (c) raising outside capital for the business venture; and (3) review and discuss a sample operating agreement for a limited liability company. This is a basic level workshop.

Contracts and Your Organization

Many not-for-profits sign contracts without understanding their rights and obligations. Learn how to negotiate contracts that work for you, not against you. We will walk you through model contracts, both government and private, and highlight the hidden traps. This workshop is designed for nonprofit managers.

Creating a Successful Community Lending Program

Nonprofit organizations are responding to the need for credit in New York City's underserved neighborhoods by establishing loan funds. These community-based programs lend money to individuals and small businesses that have trouble accessing conventional financing. This workshop will explore the various components of running a successful community-based lending program. Topics covered will include: getting started, how to raise capital for your loan fund, types of loans and financial products, evaluating financing applications, how to document loans, as well as legal and regulatory considerations. The workshop speakers will include directors of successful community loan funds and credit unions.

Debt Restructuring for Nonprofits

Nonprofit corporations frequently accumulate debt in the form of bank loans, withholding tax liability and unpaid bills. These debts can threaten the ability of the corporation to deliver vital programs. This workshop will provide an overview of the legal techniques available to nonprofits to restructure their debt.

Developing Low Income Housing Using the Federal Tax Credit: The Legal Framework

This program, designed for nonprofit housing developers and attorneys new to this area, provides an overview of LISC/Enterprise-sponsored tax credit projects. The workshop will review the roles, rights and responsibilities of the various players, i.e., the sponsoring community organization; the general partner; the limited partner; LISC and Enterprise; and the financing institutions.

Family Child Care Networks

This workshop addresses the legal issues related to administering family child care networks. Topics to be discussed include: contracting with providers; employment status of providers; and liability and insurance issues. This workshop is designed for nonprofit managers either currently administering family child care networks or whose organizations are considering establishing a family child care network.

Financing Affordable Housing

The focus of the workshop will be to review the terms in mortgage loan documents, including loan commitments, so that the nonprofit developer can get a better understanding of what they are signing when they enter into a mortgage loan. Particular emphasis will be placed on government funding, including the Homeless Housing Assistance Program and HPD loan programs. This workshop is intended for employees of nonprofit developers of affordable housing.

Joint Ventures for Housing Organizations

Increasingly, nonprofit organizations are forming joint ventures to carry out affordable housing projects. In this workshop, we will: (1) describe different legal structures that nonprofits can use to participate in joint ventures (with a particular emphasis on limited partnerships, limited liability companies, subsidiaries, and contractual relationships); (2) identify the advantages and disadvantages of these structures (mainly with respect to shielding the nonprofit from liability, protecting its tax-exempt status, taking advantage of tax benefits, and bringing together the experience, land, and financing needed to carry out the project); and (3) review sample documents.

Leasing of Child Care Facilities

Leasing of commercial space in New York City is a difficult and expensive process. This process is even more challenging for child care and school age child care providers because the regulations governing child care and school age child care facilities are very complicated and funding is limited. This workshop is designed for not for profit managers and board members of child care and school age child care programs that current lease space or will be in the near future. Topics to be discussed include: negotiating a lease, zoning limitations and regulatory compliance.

Legal Aspects of Insurance

This workshop will present the basic law and practical issues confronting nonprofit groups when they seek insurance coverage and assert claims under their insurance policies. Topics covered will include the basic differences between hazard, general liability, and directors and officers liability coverage, how to analyze the scope of coverage which is appropriate for your organization, and what steps to take both prior to and after asserting an insurance claim in order to best protect your rights under any policies which you hold. This seminar is designed for managers and directors of not-for-profit corporations.

Legal Issues Associated with Nonprofit Child Care Centers

The focus of this workshop will be the issues surrounding the creation and administration of nonprofit child care centers. Topics to be addressed include: incorporating a nonprofit child care center; seeking tax exempt status; regulation of child care centers; and licensing of child care centers. Additional topics to be covered include: employment issues, child abuse reporting requirements, and liability issues. This seminar is designed for managers and directors of nonprofit child care centers and for those considering starting a nonprofit child care center. The

first hour will be devoted to issues of incorporation and tax exemption and is intended for start-up programs.

Legal Issues Associated with Operating After School Programs

This workshop explores a variety of legal issues encountered by nonprofit organizations operating after school programs. Topics to be addressed include: regulation of school-aged child care programs and how to determine whether your after school program needs to be licensed; background screening and other employment issues; distinguishing between independent contractors and employees; child abuse reporting requirements; and liability issues. This seminar is designed for managers and directors of nonprofit organizations that operate after school programs and those considering operating after school programs.

Legal Issues Related to Faith-Based Organizations

This workshop will cover issues important to religious organizations involved in activities to improve life in low-income communities. In addition to providing basic legal information on establishing a New York not-for-profit corporation and obtaining tax exemption, the workshop will discuss the advantages of organizing a separate faith-based community development corporation ("CDC"), how to structure relationships between a faith-based CDC and one or more religious corporations, and compliance with federal and state laws. The impact of the Religious Corporation Law, New York Not-for-Profit Corporation Law and other New York statutes on fundraising, real estate and business ventures by faith-based CDC's will be discussed.

Legal Issues Related to Securing Financing

This workshop will address the legal documentation and due diligence requirements expected of borrowers and grantees borrowing money and obtaining grants. The workshop will focus on standard lending and grant documents and closing checklists. It is designed for nonprofits contemplating borrowing money or applying for grants.

Lobbying and Political Activity

This workshop focuses on the rules that govern involvement by nonprofits in the Political Process—both electoral and legislative. Nonprofits' political activities may present a potential source of legal trouble if a nonprofit exceeds the limits on political activity permitted for nonprofit tax-exempt organizations. The workshop will identify problem areas and clarify the rules a nonprofit must observe when participating in electoral politics, and will address the extent to which nonprofits can freely participate in the legislative and budgeting processes. This basic workshop is intended for nonprofit managers and other laypersons involved in the day-to-day operation of not-for-profit tax-exempt organizations.

Nonprofits and the Internet

The Internet is reshaping charities and charitable giving. It enables further access to information about not-for-profit organizations' programs, operations and finances. Such changes create opportunities, but also practical and legal questions for not-for-profit groups. This workshop will address emerging legal issues relating to the use of the Internet by not-for-profit organizations, including charitable solicitation on the Internet, intellectual property and privacy considerations relating to websites, and the applicability of federal and state tax laws to the sale of goods and services and other activities conducted over the Internet. It is intended as a basic seminar for

nonprofit managers contemplating using the Internet to promote their organization and its programs.

Workforce Development Contracts and Strategic Alliances

This seminar will examine some of the issues involved in entering into arrangements by contract, subcontract, or Memorandum of Understanding with certain funders or other agencies, using examples for provision of services in the workforce development field. Particular attention will be paid to how the issues associated with the processes involved, from initial expression of interest or Request for Proposal through performance and payment, where applicable, can be reflected in written agreements for purposes of enhanced efficiency. Various forms of agreements will be used for illustrative purposes.