

Nonprofit Institutions & Tax-Exempt Organizations

Nonprofit institutions and tax-exempt organizations have unique needs and legal challenges. Amundsen Davis's team represents a range of tax-exempt organizations including public charities, private foundations, arts and cultural organizations, trade associations and educational institutions.

Our attorneys regularly represent nonprofit industry clients in matters such as navigating changes in tax law and regulatory compliance, qualifying for and preserving exempt status, increased scrutiny of boards of directors, employment and labor disputes, issues related to hiring and retaining talent, and concerns about governance and regulatory matters.

Our nonprofit team provides the following services:

GOVERNANCE & OPERATIONS

- Operations of Board of Directors and Trustees
- Anti-trust, conflict of interest and ethics policies
- Document retention policies
- Marketing and affinity programs
- Articles of incorporation and bylaws
- Membership criteria and dues structuring
- Codes of ethics/codes of conduct

ORGANIZATION GENERAL COUNSEL

- Serve as board counsel
- Meeting monitoring/attendance
- Review draft agendas, documents and proposals

GOVERNANCE/BOARD TRAINING

- Develop and conduct Board training on governance pieces (anti-trust, conflict of interest and bylaws)
- Develop and conduct Board training on the role of the Board and Executive Director
- Develop and conduct harassment, anti-bullying and discrimination training

PROFESSIONALS

Julie A. Proscia
Partner

Carmel M. Cosgrave
Of Counsel

Joe Demko
Partner

Eric M. Fogel
Partner

Brad Goss
Partner

Christopher J. Jaekels
Partner

Lisa A. Johnson
Partner

Howard M. Lang
Of Counsel

Jacqueline Lentini
McCullough
Of Counsel

Edna McLain
Partner

Suzannah Wilson Overholt
Partner

Vic Peterson
Partner

Ann M. Rieger
Partner

Thomas P. Scherschel
Partner

Karen A. Tobin
Senior Counsel

FEDERAL AND STATE TAX FOR NOT-FOR-PROFIT INSTITUTIONS/ TRADE ASSOCIATIONS

- Formation, structure and exemption issues
- Tax exempt bonds
- Form 990's and compliance requirements
- Representation in IRS and State audits
- Counseling on unrelated business income

LABOR & EMPLOYMENT

- Counseling on volunteer and employee issues – (hiring through termination)
- Drafting employee handbooks, policies and procedures
- ADA, FMLA, VESSA etc. counseling
- Labor negotiations and grievance/ULP defense
- Employment litigation defense
- OSHA audits and defense

WORKERS' COMPENSATION LITIGATION AND/OR CLAIM COUNSELING

- Workers' compensation consultation
- Workers' compensation assessments audits
- Workers' compensation/claim defense and monitoring

INSURANCE COVERAGE/DEFENSE

- Consultation regarding coverage policy issues
- Defense of minor and catastrophic claims

REAL ESTATE/BANKING

- Property acquisitions/leasing
- Contract review
- Bank financing and arrangements regarding lines of credit

PUBLIC FINANCE

- We represent government issuers and 63-20 entities in the issues of general obligation bonds and revenue bonds as bond counsel and disclosure counsel. We also represent underwriters in municipal bond transactions.

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INTELLECTUAL PROPERTY

- Copyright, trademark, and trade secret protection including state and federal registration
- Resolution of intellectual property rights disputes (enforcement and defense) through amicable settlement, federal or state court litigation, or administrative proceedings in the United States Patent & Trademark Office
- Intellectual property transactions including license, cloud services and transfer agreements

Experience

Negotiated and Led Merger of a Nonprofit Health Care Provider

Defense of Religious and Nonprofit Institutions in Sexual Abuse Claims

Defended a Major Nonprofit Organization Against Claims of Discrimination Against Individuals with Disabilities

Defended a Not-for-profit Organization Against a Contractor's Claims of Sex Discrimination at the Chicago Commission on Human Relations

Defended a Nonprofit Entity Against Claims of Retaliatory Discharge Brought by a Former Employee in a Federal Lawsuit

Obtained Board of Immigration Appeals Accreditation for a Local Nonprofit to Process Immigration Cases

Designed, Drafted and Implemented a Nonqualified Deferred Compensation Plan for Executives of a Tax-Exempt Entity in Compliance with Code Section 457

Prepared an Intrastate Securities Offering on Behalf of a 501(c)(3) Organization to Secure Funding for the Nonprofit

Obtained Summary Judgment in Favor of a Not-For-Profit Organization and Officers in Connection with a Motor Vehicle Accident Involving the Organization's Bus

Facilitated the Merger of Two Long-Term Successful Social Service Agencies

Assisted with the Conversion of a Nonprofit Entity

Firm News

105 Amundsen Davis Attorneys Recognized by Best Lawyers® in 2024 in America Firm News, August 17, 2023

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43 SmithAmundsen Attorneys Recognized by *Best Lawyers in America*© 2023
Firm News, August 18, 2022

Alerts

Community Organizations Create Fund to Offer Grants to Support Northeast Wisconsin Nonprofits Impacted by COVID-19
Article, March 25, 2020

Events

The Business of Doing Business: Everything a Start-up Consultancy Needs to Know in Insurance, Contract Negotiation, and Marketing
The Association of Consultants to Nonprofits, Webcast, May 13, 2021

Volunteers Gone Wild: Managing, Disciplining, and Terminating Volunteers
Lorman Education Services, Webinar, January 11, 2019

Volunteers Gone Wild: Managing, Disciplining, and Terminating Volunteers
Lorman Education Services; Webinar, July 25, 2018

Step-by-Step Estate Planning II
Event, State Bar of Wisconsin Seminar Series; Milwaukee, WI, February 23, 2018

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