How to Keep Your Nonprofit Status:
Filing Requirements with the Secretary of State

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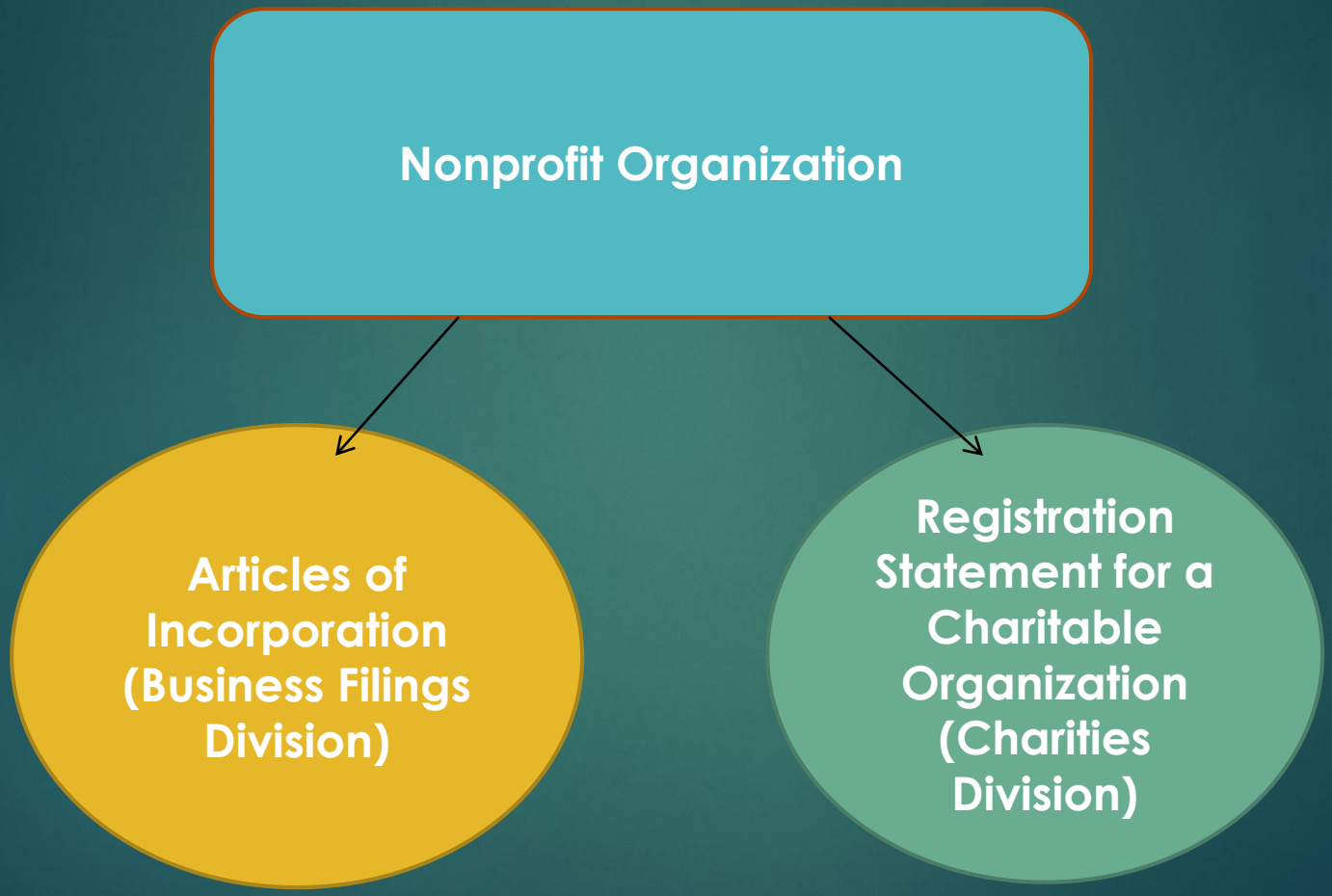
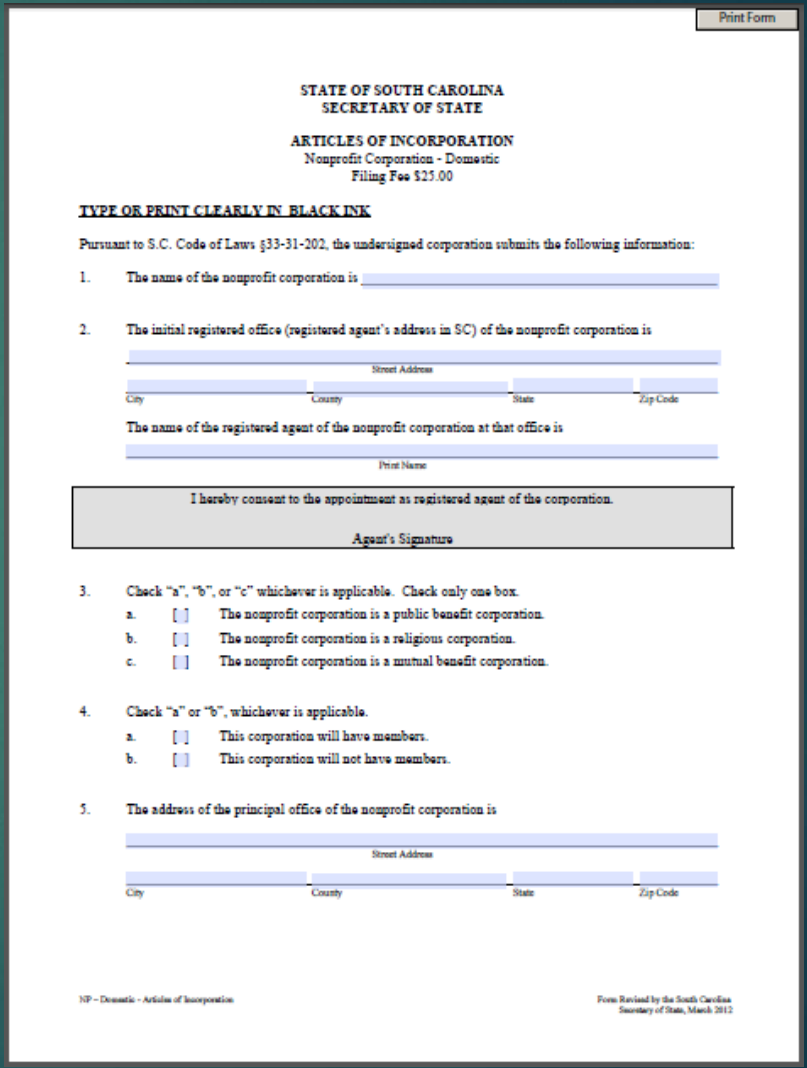
Nonprofit Filing Requirements



S.C. Nonprofit Corporation Act

S.C. Code §§ 33-31-101 et. seq.

- Under the Nonprofit Corporation Act, the Secretary of State is responsible for filing documents related to the formation of nonprofit corporations in South Carolina.
- These documents are filed in the Secretary of State's Business Filings Division.



Print Form

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
Nonprofit Corporation - Domestic
Filing Fee $25.00

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to S.C. Code of Laws §33-31-202, the undersigned corporation submits the following information:

1. The name of the nonprofit corporation is _____

2. The initial registered office (registered agent's address in SC) of the nonprofit corporation is

Street Address

City | County | State | Zip Code

The name of the registered agent of the nonprofit corporation at that office is

Print Name

I hereby consent to the appointment as registered agent of the corporation.

Agent's Signature

3. Check "a", "b", or "c" whichever is applicable. Check only one box.
   a. [ ] The nonprofit corporation is a public benefit corporation.
   b. [ ] The nonprofit corporation is a religious corporation.
   c. [ ] The nonprofit corporation is a mutual benefit corporation.

4. Check "a" or "b", whichever is applicable.
   a. [ ] This corporation will have members.
   b. [ ] This corporation will not have members.

5. The address of the principal office of the nonprofit corporation is

Street Address

City | County | State | Zip Code

NP - Domestic - Articles of Incorporation

Form Revised by the South Carolina Secretary of State, March 2012

Administrative Dissolution

S.C. Code §33-31-1420

- The Secretary of State's Office may administratively dissolve a nonprofit corporation if:
  - It does not file a change of principal office;
  - It is without a registered agent or registered office in South Carolina;
  - It does not notify the Secretary of State that its registered office or agent has changed, its registered agent has resigned or its registered office has been discontinued;
  - Its period of duration, if stated in its Articles of Incorporation, has expired; or
  - It has been adjudicated bankrupt.

Administrative Dissolution

S.C. Code §33-31-1421

- Upon determination that grounds for dissolution exist, the Secretary of State may serve the nonprofit corporation with written notice of that determination.
- If the nonprofit corporation does not correct the grounds for dissolution or demonstrate that the grounds do not exist within 60 days, the Secretary of State shall administratively dissolve the corporation.
- An administratively dissolved corporation may not carry on any activities except those necessary to wind up and liquidate its affairs and notify its claimants.

THE MOST COMMON CAUSE OF ADMINISTRATIVE DISSOLUTION OF A NONPROFIT CORPORATION IS <u>FAILURE TO MAINTAIN A REGISTERED AGENT.</u>

Registered Office and Agent

S.C. Code §33-31-501

Each nonprofit corporation must continuously maintain in South Carolina:

- A registered office with the same address as that of the registered agent; and
- A registered agent, who may be:
  - An individual who resides in South Carolina;
  - A domestic business or nonprofit corporation; or
  - A foreign business or nonprofit corporation authorized to transact business in South Carolina.

Notice of Change of Registered Office or Agent Form

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

NOTICE OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH OF A NONPROFIT CORPORATION

Pursuant to Sections 33-31-502 and 33-31-1508 of the 1976 S.C. Code of Laws, as amended, the undersigned corporation submits the following information:

1. The name of the corporation is:

   (must match name on record with the Secretary of State)

2. The corporation is (complete either "a" or "b", whichever is applicable):
   a. A domestic nonprofit corporation incorporated in South Carolina on _____ (must match date on record with the Secretary of State); or
   b. A foreign nonprofit corporation incorporated in _____ on _____ and authorized to do business in South Carolina on _____ (must match date on record with the Secretary of State).

3. The street address of the registered office currently on file in South Carolina is:

   _____
   (Street Address)

   _____
   (City, State, Zip Code)

4. If current registered office is to be changed, the **new** street address will be:

   _____
   (Street Address)

   _____
   (City, State, Zip Code)

5. The name of the registered agent currently on file in South Carolina is:

   _____
   (Name)

6. If the current registered agent is to be changed, the name of the **new** registered agent is:

   _____
   (Name)

Form Revised by South Carolina Secretary of State, September 2018
F0099/F0100

File Online at www.sos.sc.gov

South Carolina
Solicitation of Charitable Funds Act

S.C. Code §§ 33-56-10 et. seq.

The Solicitation of Charitable Funds Act was enacted in 1994 in order to regulate the manner, conditions, and procedures in which organizations solicit charitable funds in the state of South Carolina.

South Carolina
Solicitation of Charitable Funds Act

S.C. Code §§ 33-56-10 et. seq.

The Secretary of State is the Administrator of the Solicitation of Charitable Funds Act.

Secretary of State Mark Hammond

Charitable Organizations

S.C. Code § 33-56-20

- "Charitable organization" is defined as a person:
  - that has been determined by the Internal Revenue Service to be a tax exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code;

Charitable Organizations

S.C. Code § 33-56-20

- "Charitable organization" is defined as a person:
  - that is or holds itself out to be established for any benevolent, social welfare, scientific, educational, environmental, philanthropic, humane, patriotic, public health, civic, or other eleemosynary purpose, or for the benefit of law enforcement personnel, firefighters, or other persons who protect the public safety; or

Charitable Organizations
S.C. Code § 33-56-20

- "Charitable organization" is defined as a person:
  - that employs a charitable appeal as the basis of solicitation or an appeal that suggests that there is a charitable purpose to a solicitation, or that solicits or obtains contributions solicited from the public for a charitable purpose.

Charitable Organizations

S.C. Code § 33-56-20

Some organizations that solicit contributions are excluded from the definition of “charitable organization” under the Act.

Charitable Organizations

S.C. Code § 33-56-20

Churches, synagogues, mosques, or other congregations organized for the purpose of divine worship, and their integrated auxiliaries.

- Integrated auxiliaries include men's or women's organizations, seminaries, mission societies, and youth groups affiliated with the organization.

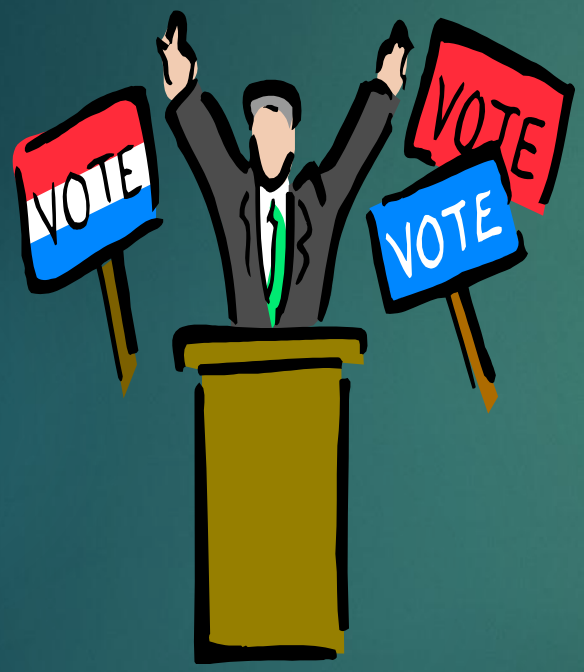
Charitable Organizations

S.C. Code § 33-56-20

Religious organizations determined to be tax-exempt by the IRS, and that are not required to file IRS Form 990, 990-EZ, or 990-N based on their religious classification.

Charitable Organizations

S.C. Code § 33-56-20



Political candidates or parties required to file with the Federal Election Commission or State Election Commission.

Registration with the Secretary of State S.C. Code § 33-56-30

A charitable organization which intends to solicit contributions in the state of South Carolina, or have contributions solicited on its behalf, must file a registration statement with the Secretary of State's Division of Public Charities.

Registration with the Secretary of State S.C. Code § 33-56-30

- The registration statement must be filed <u>prior to solicitation</u>.
- Registration statements must be renewed annually and are due 4 ½ months after the end of the charitable organization's fiscal year.
- The annual registration fee is $50.00.

Registration with the Secretary of State
S.C. Code § 33-56-30

Common Fiscal Years:

- FY Jan. 1st to Dec. 31st:

  Due date is May 15th

- FY July 1st to June 30th:

  Due date is Nov. 15th

Annual Financial Reports
S.C. Code § 33-56-60

- Charitable organizations must file annual financial reports with the Office of the Secretary of State. These are due 4 ½ months after the end of the charitable organization's fiscal year.

- An organization may submit its annual financial report using an IRS Form 990, 990-EZ, or 990-PF, or the form provided by the Secretary of State.

- A charitable organization does not have to pay a fee to file its annual financial report.

Exemptions from Registration

S.C. Code § 33-56-50

- If fundraising activities are <u>not</u> conducted by professional solicitors, professional fundraising counsel, or commercial co-venturers:
  - Educational institutions
  - Person or organization soliciting contributions for a specific named individual and all proceeds to be turned over to that individual
  - Tax-exempt organizations which intend to solicit less than $20,000 and all functions of the organization (including fundraising) are conducted by persons compensated less than $500

Exemptions from Registration

S.C. Code § 33-56-50

- If fundraising activities are <u>not</u> conducted by professional solicitors, professional fundraising counsel, or commercial co-venturers:
  - Organizations that solicit only from members
  - Veterans' organizations with a congressional charter
  - The State and its political subdivisions subject to FOIA

Exemptions from Registration

S.C. Code § 33-56-50

- Regardless if fundraising activities are conducted by professional solicitors, professional fundraising counsel, or commercial co-venturers:
  - Public school districts and public schools
  - Organizations that solicit less than $7,500 per year

Exemptions from Registration

S.C. Code § 33-56-50

- Exempt charitable organizations must file an annual application for exemption with the Secretary of State.
- Exempt charitable organizations do not have to pay a filing fee for the application for exemption.
- Exempt charitable organization do not have to file annual financial reports.

File Online at www.sos.sc.gov

Professional Fundraisers

S.C. Code § 33-56-20

- The three types of professional fundraisers defined in the Solicitation of Charitable Funds Act are:
  - Professional Solicitors
  - Professional Fundraising Counsel
  - Commercial Co-venturers

Professional Fundraisers
S.C. Code § 33-56-20

- A "professional solicitor" is a person that, for monetary consideration, solicits contributions for or on behalf of a charitable organization.

- "Professional solicitor" also means a person that plans, conducts, manages, carries on, advises, or acts as a consultant to a charitable organization in connection with the solicitation of contributions, but that does not qualify as a "professional fundraising counsel" under the Act.

Professional Fundraisers
S.C. Code § 33-56-20

- A “professional fundraising counsel” is a person that for a fixed rate of compensation plans, conducts, manages, prepares materials for, advises, or acts as a consultant, directly or indirectly, in connection with soliciting contributions for or on behalf of a charitable organization, but that does not actually solicit contributions as a part of these services.

Professional Fundraisers

S.C. Code § 33-56-20

A person whose compensation is computed on the basis of funds actually raised or to be raised is not a “professional fundraising counsel” under the Act.

Professional Fundraisers
S.C. Code § 33-56-20

- Directors, officers or employees of charitable organizations are generally not included in the definitions of “professional solicitor” or “professional fundraising counsel;” however, a paid director or employee may be considered a professional solicitor if his or her compensation is paid as a commission computed on the basis of funds raised.

Professional Fundraisers

S.C. Code § 33-56-20

- A "commercial co-venturer" is a person that regularly and primarily engages in trade or commerce for profit that, for the benefit of an organization, may raise funds by advertising that the purchase or use of goods, services, entertainment, or other thing of value benefits the charitable organization, if it is offered at a price comparable to similar goods or services on the market.

Professional Fundraiser Registration

S.C. Code § 33-56-110

- Professional solicitors, professional fundraising counsel, and commercial co-venturers must register with the Secretary of State.
- The fee for filing an application for registration is $50.00.
- Registrations must be renewed every year.

Professional Fundraising Contracts
S.C. Code § 33-56-70

- A professional solicitor, professional fundraising counsel, or commercial co-venturer must file its contract with a charitable organization with the Secretary of State's Office prior to beginning any solicitation activity or activity contemplated by the contract in South Carolina.

- Professional solicitors and commercial co-venturers must also file a Notice of Solicitation form with their contract.

Joint Financial Reports
S.C. Code § 33-56-70

- Professional solicitors and commercial co-venturers must file joint financial reports within 90 days after a solicitation campaign has been completed, or 90 days after the anniversary of a solicitation campaign lasting more than one year.

Investigative Role of the Secretary of State

S.C. Code § 33-56-140

- The Office of the Secretary of State has the authority to investigate, upon its own motion or upon the complaint of any person, any charitable organization, professional solicitor, professional fundraising counsel, or commercial co-venturer, for violations of the Solicitation of Charitable Funds Act.

- The Office of the Secretary of State may subpoena or audit persons and require the production of books, papers, and other documents to aid in its investigation.

Fines and Penalties

S.C. Code § 33-56-140

- The Office of the Secretary of State may impose administrative fines against both charitable organizations and professional fundraisers of up to $2,000 for late registrations and filings of required reports.

- The Office of the Secretary of State may impose administrative fines of $2,000 per violation for non-disclosures and misrepresentations.

Fines and Penalties

S.C. Code § 33-56-140

- Violations and failure to pay fines may result in suspension of registration. Also, the Office of the Secretary of State may seek an injunction in the Administrative Law Court.

- A charitable organization or professional fundraiser may appeal the imposition of a fine in the Administrative Law Court.

Nonprofit Raffles

S.C. Code § 33-57-100 et. seq.

On November 4, 2014, South Carolina voters approved an amendment to the state constitution to allow nonprofit organizations to conduct raffles for charitable purposes.

Nonprofit Raffles

S.C. Code § 33-57-110

South Carolina law defines “raffle” as a game of chance in which a participant is required to pay something of value for a ticket for a chance to win a prize, and the winner is determined by a random drawing or similar process in which all participants have an equal chance of winning.

Nonprofit Raffles
S.C. Code § 33-57-120(A)

In order to hold a raffle, a nonprofit organization must be:

- A tax-exempt organization, or an organization of educational institution;
- Operated for a charitable purpose; and
- In compliance with the Solicitation of Charitable Funds Act.

Nonprofit Raffles

S.C. Code §§ 33-57-120 & 33-57-140

A for-profit entity or a professional fundraiser **cannot** conduct charitable raffles in the state of South Carolina, nor can a nonprofit organization contract with another entity to conduct raffles on its behalf.

Nonprofit Raffles

S.C. Code § 33-57-120 & § 33-57-150

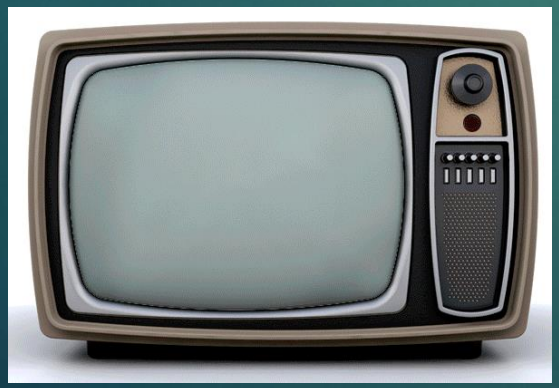
- Unless a nonprofit organization intends to conduct only exempt raffles, the organization must file an annual raffle registration and an annual raffle financial report.
- The raffle registration and financial report are separate from a registration and financial report filed under the Solicitation of Charitable Funds Act.
- The raffle registration and financial report are due 4 ½ months after the end of the nonprofit organization's fiscal year.

Nonprofit Raffles

S.C. Code § 33-57-120(B)

Raffles that are exempt for the purposes of registration include:

- Raffles in which a noncash prize is donated for the raffle and the total value of the prize or prizes for the raffle event are $950 or less.



Nonprofit Raffles

S.C. Code § 33-57-120(B)

Raffles that are exempt for the purposes of registration include:

- Fifty-fifty raffles in which the raffle tickets are sold to members or guests of the nonprofit organization (not to the general public), and the total value to the proceeds collected is not more than $950.00.

Nonprofit Raffles

S.C. Code § 33-57-160

- The Secretary of State may impose administrative fines of up to $500.00 (or $2,000.00 for late financial reports) and/or seek injunctive relief for any violations of the statutory provisions governing raffles. A $500.00 fine may be assessed for <u>each violation</u> and <u>each day</u> a person is in violation of the law.

- If a person or organization is assessed an administrative fine, has its registration suspended or revoked, or is denied registration by the Secretary of State, that person or organization has 30 days to file an appeal with the Administrative Law Court.

Nonprofit Raffles

S.C. Code § 33-57-100

"Casino nights" and other fundraising events using gambling devices remain illegal, unless the event is conducted for entertainment purposes only and no prizes, financial awards, or incentives are received by the players. Likewise, events using electronic gambling devices, video poker, slot machines, and wagering on sports events are not permitted.

Contact Information

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