

Contents

Preface	xi
Acknowledgments	xvii
Introduction	xix
Who Should Use This Book	xx
Features of the Book	xxi
How This Book Is Set Up	xxii
Preliminary Observations	xxiv
Illustrative Cases	xxvii

Part I An Overview of Nonprofits' Legal Needs

Chapter 1	What Good Counsel Can Do for Nonprofits	3
	What Legal Needs Do Nonprofits Have in Common?	4
	Beyond Laws about Nonprofits: Complying with Business Laws, Too	11
	First Stop for Legal Advice: CYA (Consult Your Attorney)	12
	In Sum/Coming Up Next	14
Chapter 2	Nonprofit Legal Basics: Corporate Law and the Requirements of the Tax Exemption	19
	The Benefits of Incorporating	19
	Getting Organized as a Nonprofit Corporation	22
	Following Good Corporate Law Practices	24
	Obtaining Recognition of Tax-Exempt Status	28
	Maintaining Tax-Exempt Status	31
	Meeting Additional IRS Expectations	34

Chapter 3	Good Counsel about Corporate Governance	47
	What Does the Board Do?	47
	Advocacy and Independent Judgment: Counsel in Relation to the Chief Executive	58
	When Governance Fails: Learning by Negative Example	59

Part II A Grand Tour of Nonprofits' Business Law Needs

Chapter 4	Contracts and Intellectual Property: Laws that Matter to Program Staff	67
	Understanding the Organization's Program	67
	Contracts: At the Heart of the Program's Legal Arrangements	68
	What Is Intellectual Property (and What Does It Have to Do with Nonprofits?)	81
	Copyright Law for Nonprofits: An Introduction	82
Chapter 5	Counseling the Rainmakers: Legal Aspects of Raising Money	93
	A Lawyer's Introduction to Fundraising	94
	Laws That Matter to Fundraisers	99
	Other Places Where Legal Meets Fundraising	112
	Better Fundraising Through Good Governance and Compliance	117
Chapter 6	Laws That Matter to the Finance Department (or Not-for-Profit, but Not-for-Loss Either)	123
	Understand the Big Financial Picture	124
	A Year in the Life	132
	Other Places Where Legal and Finance Meet	135
Chapter 7	Getting Personnel: Human Resources Law for Nonprofits	155
	Human Dynamics, Nonprofits, and the Law	157
	Key Legal Elements of Employment Relationships	159
	Other Laws that Matter to Nonprofit Human Resources Professionals	169
Chapter 8	Getting the Word Out, Legally: Counseling the Nonprofit Communications Team	185
	Introduction to the Legal Aspects of Nonprofit Communications	185
	What Nonprofit Marketing Directors Should Know about Trademark Law	186
	Clearing Rights to Use the Protected Works of Others	199
	Consumer Regulatory Laws	211

	Getting the Word Out, Digitally	214
	Other Places Where Legal Meets Communications	217
Chapter 9	Legal Meets Operations, Facilities Management, and Security	223
	Laws That Matter to Operations	225
	About Leases	233
	Risk Management and the Chief Operating Officer	240
Chapter 10	Political Activities and Governmental Lobbying	243
	Thou Shalt Not Politick	243
	Lobbying: Advocacy with Limits	247
	Recordkeeping, Registration, and Financial Disclosure	250
	What Isn't Lobbying?	251
Part III For Good Counsel Only		
Chapter 11	Taking Charge of the Legal Function	257
	Catalogue and Prioritize Legal Needs	258
	The Softer Skills of Good Counsel	265
Chapter 12	Finding Your Dream Job as In-House Counsel at a Nonprofit	271
	Where to Begin Searching for an In-House Job at a Nonprofit	271
	How to Position Yourself to Win an In-House Job in a Nonprofit	272
	Don't Believe the Myths	282
Chapter 13	Mobilizing Other Legal Forces for the Good	287
	Paid and Pro Bono Representations	288
	A Broad-Gauge Role for the Legal Profession in the Nonprofit Sector	294
Notes		297
Index		311

