

**G. Transition Resolutions of XYZ Conference**

*Introduction- This sample resolution is for an unincorporated conference that is integrating with a council under Option #1 for tax purposes. The resolution should only be used by an unincorporated conference. If the conference is incorporated, please see note at Transition Steps for Option #1, Step 4(b).*

The following Resolutions were approved by both a majority vote of the governing body and members of XYZ Conference, an unincorporated association under [insert state] law at special meetings of both the members and the governing body held on [insert date] and [insert date], respectively.

WHEREAS, the XYZ Conference is organized and operated as an unincorporated association under [insert state] law, has a FEIN, and is tax-exempt as a public charity under Section 501(c)(3) by virtue of its recognition as a subordinate member to the National Society of St. Vincent de Paul’s (“Society”) Group Ruling with the IRS (GEN 5496).

WHEREAS, effective October 1, 2018, XYZ Conference will no longer be eligible for inclusion on the Society’s Group Ruling with the IRS. Pursuant to this transition, the governing bodies of XYZ Conference and ABC Council have collectively decided to restructure the Conference for tax and corporate reporting purposes as an integrated unit of its Diocesan or District Council, [insert name].

WHEREAS, XYZ Conference now hereby approves the following Resolutions to formalize this transition:

RESOLVED, that effective [insert date], XYZ Conference, being an unincorporated association, hereby agrees to cease existence as a separate unincorporated association for all tax and reporting purposes, and to be integrated into its council, [insert name] and FEIN, which exists as a nonprofit corporation under [insert state] law and is a tax-exempt public charity under Section 501(c)(3).

RESOLVED, that officer, [insert officer name and position] is authorized and directed to file a final Form 990 with the IRS for the current tax year through the effective date.

RESOLVED, that the officer [insert officer name and position] is authorized and directed to work with the Council to transition bank accounts to identify the FEIN of the Council; and to take such other actions as may be necessary to wind-up the Conference’s operations as a separate legal entity for tax purposes and to transition to an integrated unit of the Council.

I, the duly-elected Secretary of XYZ Conference, certify that the foregoing resolutions were approved by a majority vote of both the governing body and the members of XYZ Conference as of the above date.

\_\_\_\_\_  
[insert name], Secretary

\_\_\_\_\_  
Date