

NW CORPORATE LAW



OREGON COMPANY FORMATION CHECKLIST

www.nwcorporatelaw.com

POSSIBLE LEGAL ISSUES

(PLEASE NOTE: This checklist is for informational purposes only. Not every issue will apply to every new company, and some companies may have legal issues not set forth in this checklist.)**

Name	Check to see if available with the Oregon Secretary of State (http://egov.sos.state.or.us/br/pkg_web_name_srch_inq.login)	
	Check to see if available in any other states where business will be conducted	
	Run trademark searches and consider filing state and/or federal trademark registrations	
	Check to see if assumed business names are available with the Oregon Secretary of State (http://egov.sos.state.or.us/br/pkg_web_name_srch_inq.login)	
Incorporation And Ownership	Choose an entity: LLC, Corporation, LP, or LLP	
	File the founding document with the Oregon Secretary of State (Articles of Incorporation, Articles of Organization, Certificate of Limited Partnership, or Application for Registration)	
	Draft internal governing documents (Operating Agreement, Shareholders' Agreement and Bylaws, or Partnership Agreement)	
	Hold the organizational meeting	
	Draft consent resolutions	
	Draft contribution and assignment agreements	
	Draft loan documents	
	Issue stock (corporation) or interests or units (LLC)	
	Draft a stock ledger or capitalization table (corporation) or membership ledger (LLC)	
	Draft subscription agreements (corporation)	
Register securities with federal and state authorities or verify exemptions from registration		
Employment	Draft employment contracts	
	Draft employee handbook	
Misc. filings	Register with the IRS for an Employer Identification Number (EIN): (https://www.irs.gov/businesses/small-businesses-self-employed/apply-for-an-employer-identification-number-ein-online)	
	Register with the Oregon Department of Revenue (Business Identification Number): (https://www.oregon.gov/EMPLOY/Businesses/Tax/Pages/Registration-Status-Changes.aspx)	
	Register with the Oregon Employment Department and secure a worker's compensation account with the Director of the Department of Consumer and Business Services	
	Elect S corporation status with the IRS	
	Register for county / city business licenses and tax filings	
	Register for any other necessary business licenses	
	Report to the Oregon Department of Justice all new hires (http://oregonchildsupport.gov/employers/Pages/reporting.aspx)	
	Contact BOLI for employer compliance posters information (http://www.oregon.gov/boli/ta/pages/req_post.aspx)	
OTHER POSSIBLE ISSUES		
Hire an accountant and bookkeeper		
Open a business bank account and purchase necessary insurance		