

## Documentation Required for WBENC WBE Certification

All documentation must be uploaded in WBENCLink2.0. The document list is divided into two (2) sections: Mandatory Documents and Required Documents. If a document is listed as 'Mandatory', you must upload the actual document or a written statement detailing the reason(s) it is being omitted and/or not applicable to the applicant company. Documents listed as 'Required' that apply to the company must be uploaded or the Not Applicable box must be checked. Failure to provide the necessary documentation required to ascertain the eligibility of a company is a reason for denial.

**Note:** Your assigned Regional Partner Organization (RPO) and/or WBENC reserves the right to request additional documentation, if necessary, to determine the eligibility of your firm for certification as a WBE and/or WOSB (if applying for WOSB certification).

If applying for **WOSB certification in addition to WBE certification**, please refer to the end of this document for additional WOSB documentation requirements that must be uploaded under the Required Documents section.

**General Information** – Requirements are the same for all business structures.

- Signed Sworn Affidavit {**mandatory**}
  - Signed by majority female business owner & notarized by an authorized notary of the U.S. or one of its territories.
  - **Please note:** Any changes made to legal documents after the notarized date cannot be taken into consideration during the application process.
- WBENCLink2.0 User Agreement {**mandatory**}
  - Must be signed by female listed in the owner section of the online application.
- Nonrefundable Processing Fee {**mandatory**}
  - Paid by credit card or by mailed check
  - **NOTE:** If your company elects to mail in a check, processing will not begin until the payment has been received by your assigned Regional Partner Organization.
- History of the Business {**mandatory**}
  - Explain the start and history of your business, including when, where, why, with whom, and how the business was started/acquired, as well as an explanation of the primary business of the company
- Professional and business license(s) (if applicable)
- Resumes of all owners, board of directors, and key management team {**mandatory**}
  - Biographies are not an acceptable substitute
  - Resumes should cover related professional experience

**Owner Eligibility** – Requirements are the same for all business structures. *One document must be a photo ID. for identity verification purposes.*

## Documentation Required for WBENC WBE Certification

- Evidence of gender for each female owner(s) **{mandatory}**
  - Copy of current U.S. Passport, U.S. Birth Certificate, Driver's License, or State Issued Identification Card
- Evidence of U.S. Citizenship or Permanent Legal Resident Status for each female owner(s) **{mandatory}**
  - Copy of current U.S. Passport, U.S. Birth Certificate, naturalization papers, or Permanent Legal Resident Card (green card)

**Financial Structure** – Requirements are the same for all business structures.

- Financial statements for the business **{mandatory}**
  - Profit and loss statement that aligns with the most recent tax return submitted
  - Balance sheet that aligns with the most recent tax return submitted
  - For a new business that has been in operation for less than one year, submit an **opening balance sheet only**
- Three years' Federal Income Tax returns, as filed with the IRS **{mandatory}**
  - Includes current and prior two years' federal income tax returns for the business with **all** schedules and statements attached
    - If a company does not have three (3) years of taxes, please provide for the year(s) filed
  - For **new businesses** (no return filed), substitute one (1) year of personal federal tax returns of owners of 10% or more **for the last tax year**. When submitting personal tax returns, you may black out all social security numbers and all dependent names
  - If your company has applied for an extension to file for the most recent tax year, submit extension paperwork
  - State tax returns **will not** be accepted in place of federal tax returns and will delay the file processing.
- Debt instruments (currently active or initiated within 3 years of application)
  - Ex. Promissory Notes, Note Payables, Bank Loan Documents, Security Agreements, Shareholder Loan Documents, Surety Agreements, etc.
- Equipment rental and purchase agreements or proof of purchase of equipment
- Real estate leases
- Copy of bank signature authorization card or proof of authorized signors on company's account **{mandatory}**
  - Bank signature card or proof of who has signature authority for the accounts, as well as any stipulations/restrictions pertaining to signatory authority should be provided by your financial institution
  - If the item does not exist or your financial institution does not release this information, please have your financial institution write a letter on its letterhead indicating the company name, type of accounts held, date account was opened, who has signature authority for those accounts, as well as any stipulations/restrictions pertaining to signatory authority (e.g., two signatures)

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required for amounts greater than \$10,000)

- Proof of capital and/or equity investment by female owner(s) **{mandatory}**
  - Any document or written statements indicating the method by which the female owner(s) obtained her ownership interest (e.g. cancelled checks, opening bank statement, proof of stock purchase, written statement by owner, list of contributed equipment/expertise, etc.)

**Personnel** – Requirements are the same for all business structures.

- List of all full and part time employees by name, position and length of service or date of hire, including all owners **{mandatory}**
- Employee payroll for the month prior to submitting the application **{mandatory}**
  - Indicate time span of the pay period on the document
  - For each employee, list his/her name, title/position, hours worked for the pay period indicated, gross pay for the pay period indicated, hourly pay rate and/or commission earned in period (if applicable)
  - Information is required for internal employees, not those who are leased to/from other companies
- W-2s and/or 1099 forms from every owner, officer or director receiving compensation from the company for the most recent year **{mandatory}**

**Management Information** - Requirements are the same for all business structures.

- Trust agreement(s) that involve the majority female ownership
- Employee Stock Ownership Plan Agreements (ESOPs)
- Any agreement(s) that impacts or influences the management and/or operations of the applicant company. Ex. Consulting, licensing, long-term service agreements, etc.
- Franchise Agreements

**Governance Information** – Requirements **DIFFER** by business structure.

### **Sole Proprietorships**

- Assumed Name Documents

### **Partnerships**

- Partnership agreement (including Buy Out Rights and Profit Sharing) **{mandatory for WOSB}**
- Limited Partnership Certificate
- If Applicant is a limited partnership, submit a certificate of existence and a copy of the certificate of limited partnership issued by the state of formation

### **Corporations**

- Articles/Charter of Incorporation and any amendments **{mandatory}**
- Current corporate Bylaws with all amendments (including any voting agreements/equity

## Documentation Required for WBENC WBE Certification

- interests) **{mandatory for WOSB}**
- Minutes from most recent meeting of shareholders **{mandatory for WBE & WOSB}**
    - Name of company
    - Date of meeting
    - Names of shareholders participating
    - Elections of directors
      - Note: Number of directors elected must match specifications in bylaws
    - Any other governance actions by the shareholders, if applicable
    - Date and signature
  - Minutes from most recent meeting of board of directors **{mandatory for WBE & WOSB}**
    - Name of company
    - Date of meeting
    - Names of directors participating
    - Elections of officers
      - Note: Officer positions must match specifications in bylaws
    - Any other governance actions by the board of directors, if applicable
    - Dated and signed
  - Both sides of ALL stock certificates issued, including voided and/or cancelled **{mandatory}**
  - Stock Transfer Ledger (Record of stock certificates issued and transferred) **{mandatory for WOSB}**
  - Voting agreements and other equity interests including stock options, warrants, buy/sell agreements, and right of first refusal

### Limited Liability Corporations

- Articles of Organization/Formation and any amendments **{mandatory for WOSB}**
- LLC Regulations, Operating Agreement and/or Member Agreement with any amendments **{mandatory for WOSB}**
  - WOSB Applicants: This document must be submitted, per SBA guidance; otherwise, the WOSB application will not be processed. It must include Members, Management Structure (decision making authority), ownership percentages, voting procedures, etc. with formal date and signature.

## Additional Documentation Required ONLY if applying for Woman Owned Small Business Certification (WOSB) Certification

### All businesses seeking WOSB Certification must submit:

- Printout of 1<sup>st</sup> page of System for Award Management (SAM) showing an “Active” status.
  - A Unique Entity Identifier (UEI) is required for completion of the WOSB Certification application (UEIs are issued by [www.sam.gov](http://www.sam.gov))

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**NOTE: It may take the SBA up to 3-5 days to update your registration to Active.**

- Proof of Exclusions section from the SAM Registration (PDF)
  - Go to [www.sam.gov](http://www.sam.gov)
  - Under Entity Information, select Exclusions
  - Click Actions and select Download

**Partnerships, Corporations, and LLCs must submit one of the following:**

- 1<sup>st</sup> page of IRS Form 941 (Quarterly Tax Return) for preceding 12 months **OR**
- W-3 (Transmittal of Wage & Tax Statements) for past year **OR**
- List of all employees for the past year, *if Form 941 or W-3 are not available/applicable*
- Based on the business' structure the following documents will be **mandatory** requirements
  - Partnership
    - Partnership agreement (including Buy Out Rights and Profit Sharing)
  - Corporation
    - Current corporate Bylaws with all amendments (including any voting agreements/equity interests)
    - Stock Transfer Ledger (Record of stock certificates issued and transferred)
    - Shareholder and Board of Director Meeting Minutes (*see requirement above*)
  - LLC
    - LLC Regulations, Operating Agreement and/or Member Agreement with any amendments
      - This document must be submitted, per SBA guidance; otherwise, the WOSB application will not be processed. It must include Members, Management Structure (decision making authority), ownership percentages, voting procedures, etc. with formal date and signature.
- **NOTE:** Failure to submit the mandatory required documents will result in the WOSB application being closed.