

committee. The time for special meetings of committees may also be fixed by the board of directors. The board of directors may also adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these bylaws.

## **ARTICLE 6**

### **EXECUTION OF INSTRUMENTS, DEPOSITS, AND FUNDS**

#### **SECTION 1. EXECUTION OF INSTRUMENTS**

The board of directors, except as otherwise provided in these bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

#### **SECTION 2. CHECKS AND NOTES**

Except as otherwise specifically determined by resolution of the board of directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the treasurer or the president. Items over \$1,000 must be approved in advance in writing by one other officer or director. Approvals may be performed electronically.

#### **SECTION 3. DEPOSITS**

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

#### **SECTION 4. GIFTS**

The board of directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the charitable or public purposes of this corporation.

## **ARTICLE 7**

### **CORPORATE RECORDS, REPORTS, AND SEAL**

#### **SECTION 1. MAINTENANCE OF CORPORATE RECORDS**

The corporation shall keep at its principal office in the State of California:

(a) Minutes of all meetings of directors, committees of the board, and, if this corporation has members, of all meetings of members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;

(b) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses;

(c) A record of its members, if any, indicating their names and addresses and, if applicable, the class of membership held by each member and the termination date of any membership;

(d) A copy of the corporation's articles of incorporation and bylaws as amended to date, which shall be open to inspection by the members, if any, of the corporation at all reasonable times during office hours.

## **SECTION 2. CORPORATE SEAL**

The board of directors may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the principal office of the corporation. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

## **SECTION 3. DIRECTORS' INSPECTION RIGHTS**

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the corporation.

## **SECTION 4. MEMBERS' INSPECTION RIGHTS**

If this corporation has any members, then each and every member shall have the following inspection rights, for a purpose reasonably related to such person's interest as a member:

(a) To inspect and copy the record of all members' names, addresses, and voting rights, at reasonable times, upon five (5) business days' prior written demand on the corporation, which demand shall state the purpose for which the inspection rights are requested.

(b) To obtain from the secretary of the corporation, upon written demand and payment of a reasonable charge, an alphabetized list of the names, addresses, and voting rights of those members entitled to vote for the election of directors as of the most recent record date for which the list has been compiled or as of the date specified by the member subsequent to the date of demand. The demand shall state the purpose for which the list is requested. The membership list shall be made available on or before the later of ten (10) business days after the demand is received or after the date specified therein as of which the list is to be compiled.

(c) To inspect at any reasonable time the books, records, or minutes of proceedings of the members or of the board or committees of the board, upon written demand on the corporation by the member, for a purpose reasonably related to such person's interests as a member.

## **SECTION 5. RIGHT TO COPY AND MAKE EXTRACTS**

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts.

## **SECTION 1. FISCAL YEAR OF THE CORPORATION**

The fiscal year of the corporation shall begin on the first of July and end on the last day of June in each year.

## **ARTICLE 9**

### **CONFLICT OF INTEREST AND COMPENSATION APPROVAL POLICIES**

#### **SECTION 1. PURPOSE OF CONFLICT OF INTEREST POLICY**

The purpose of this conflict of interest policy is to protect this tax-exempt corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

#### **SECTION 2. DEFINITIONS**

(a) Interested Person.

Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.

(b) Financial Interest.

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (1) an ownership or investment interest in any entity with which the corporation has a transaction or arrangement,
- (2) a compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, or
- (3) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph b, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### **SECTION 3. CONFLICT OF INTEREST AVOIDANCE PROCEDURES**

#### **(a) Duty to Disclose.**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

#### **(b) Determining Whether a Conflict of Interest Exists.**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

#### **(c) Procedures for Addressing the Conflict of Interest.**

An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

#### **(d) Violations of the Conflicts of Interest Policy.**

If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **SECTION 4. RECORDS OF BOARD AND BOARD COMMITTEE PROCEEDINGS**

The minutes of meetings of the governing board and all committees with board delegated powers shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **SECTION 5. COMPENSATION APPROVAL POLICIES**

A voting member of the governing board who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

When approving compensation for directors, officers and employees, contractors, and any other compensation contract or arrangement, in addition to complying with the conflict of interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the board or a duly constituted compensation committee of the board shall also comply with the following additional requirements and procedures:

- (a) The terms of compensation shall be approved by the board or compensation committee prior to the first payment of compensation.
- (b) All members of the board or compensation committee who approve compensation arrangements must not have a conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations):

1. is not the person who is the subject of compensation arrangement, or a family member of such person
2. is not in an employment relationship subject to the direction or control of the person who is the subject of compensation arrangement
3. does not receive compensation or other payments subject to approval by the person who is the subject of compensation arrangement
4. has no material financial interest affected by the compensation arrangement; and
5. does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.

(c) The board or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include the following:

1. compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size and purpose and with similar resources
2. the availability of similar services in the geographic area of this organization
3. current compensation surveys compiled by independent firms; and
4. actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement.

As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the board or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.

(d) The terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the board or compensation committee that approved the compensation. Such documentation shall include:

1. the terms of the compensation arrangement and the date it was approved
2. the members of the board or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member
3. the comparability data obtained and relied upon and how the data was obtained
4. the board or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of

comparability data obtained, the board or committee shall record in the minutes of the meeting the basis for its determination

5. the board or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the board or committee meeting
6. any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement).

The minutes of board or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next board or committee meeting or 60 days after the final actions of the board or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the board and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next board or committee meeting following final action on the arrangement by the board or committee.

## **SECTION 6. STATEMENTS**

Each director, principal officer, and member of a committee with governing board delegated powers shall sign a statement which affirms such person:

- (a) has received a copy of the conflicts of interest policy,
- (b) has read and understands the policy,
- (c) has agreed to comply with the policy, and
- (d) understands the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **SECTION 7. PERIODIC REVIEWS**

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

## **SECTION 8. USE OF OUTSIDE EXPERTS**

When conducting the periodic reviews as provided for in Section 7, the corporation may, but need not, use outside advisers. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

## **ARTICLE 10 AMENDMENT OF BYLAWS**

### **SECTION 1. AMENDMENT**

Subject to any provision of law applicable to the amendment of bylaws of public benefit nonprofit corporations, these bylaws, or any of them, may be altered, amended, or repealed and new bylaws adopted as follows:

- (a) Subject to the power of members, if any, to change or repeal these bylaws under Section 5150 of the Corporations Code, by approval of the board of directors unless the bylaw amendment would materially and adversely affect the rights of members, if any, as to voting or transfer, provided, however, if this corporation has admitted any members, then a bylaw specifying or changing the fixed number of directors of the corporation, the maximum or minimum number of directors, or changing from a fixed to variable board or vice versa, may not be adopted, amended, or repealed except as provided in subparagraph (b) of this Section; or
- (b) By approval of the members, if any, of this corporation.

## **ARTICLE 11 AMENDMENT OF ARTICLES**

### **SECTION 1. AMENDMENT OF ARTICLES BEFORE ADMISSION OF MEMBERS**

Before any members have been admitted to the corporation, any amendment of the articles of incorporation may be adopted by approval of the board of directors.

### **SECTION 2. AMENDMENT OF ARTICLES AFTER ADMISSION OF MEMBERS**

After members, if any, have been admitted to the corporation, amendment of the articles of incorporation may be adopted by the approval of the board of directors and by the approval of the members of this corporation.

### **SECTION 3. CERTAIN AMENDMENTS**

Notwithstanding the above sections of this Article, this corporation shall not amend its articles of incorporation to alter any statement which appears in the original articles of incorporation of the names and addresses of the first directors of this corporation, nor the name and address of its initial agent, except to correct an error in such statement or to delete such statement after the corporation has filed a "Statement by a Domestic Nonprofit Corporation" pursuant to Section 6210 of the California Nonprofit Corporation Law.



**ARTICLE 12**  
**PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS**

**SECTION 1. PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS**

No member, director, officer, employee, or other person connected with this corporation, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the corporation in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these bylaws and is fixed by resolution of the board of directors; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the corporation.

## WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS

We, the undersigned, are all of the persons acting as the initial directors of Partners for Better Futures, a California nonprofit corporation, and, pursuant to the authority granted to the directors by these bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing bylaws, consisting of 22 pages, as the bylaws of this corporation. These Bylaws may be executed in any number of counterparts with the same effect as if all of the Directors signed the same copy.

← NOTE: PER THIS LAST SENTENCE, EACH DIRECTOR SIGNED A SEPERATE P. 22. THOSE PAGES FOLLOW THIS ONE.

Dated: December 29, 2017

\_\_\_\_\_  
Joyce McKinney, Director

\_\_\_\_\_  
Andrew Lederer, Director

Mark Kirchen  
\_\_\_\_\_  
Mark Kirchen, Director

\_\_\_\_\_  
Dan Kipp, Director

\_\_\_\_\_  
Robert Cornwell, Director

## CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the bylaws of the corporation named in the title thereto and that such bylaws were duly adopted by the board of directors of said corporation on the date set forth below.

Dated: December 29, 2017

Mark Kirchen  
\_\_\_\_\_  
Mark Kirchen, Secretary

**WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS**

We, the undersigned, are all of the persons acting as the initial directors of Partners for Better Futures, a California nonprofit corporation, and, pursuant to the authority granted to the directors by these bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing bylaws, consisting of 22 pages, as the bylaws of this corporation. These Bylaws may be executed in any number of counterparts with the same effect as if all of the Directors signed the same copy.

Dated: 12-29-2017

Joyce McKinney  
Joyce McKinney, Director

\_\_\_\_\_  
Andrew Lederer, Director

\_\_\_\_\_  
Mark Kirchen, Director

\_\_\_\_\_  
Dan Kipp, Director

\_\_\_\_\_  
Robert Cornwell, Director

**CERTIFICATE**

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Dated: \_\_\_\_\_

\_\_\_\_\_  
Mark Kirchen, Secretary

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Dated: 29 Dec 2017

\_\_\_\_\_  
Joyce McKinney, Director

Andrew Lederer

Andrew Lederer, Director

\_\_\_\_\_  
Mark Kirchen, Director

\_\_\_\_\_  
Dan Kipp, Director

\_\_\_\_\_  
Robert Cornwell, Director

## CERTIFICATE

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Dated: \_\_\_\_\_

\_\_\_\_\_  
Mark Kirchen, Secretary

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Dated: December 29 2017

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Joyce McKinney, Director

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Andrew Lederer, Director

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\_\_\_\_\_  
Dan Kipp, Director

\_\_\_\_\_  
Robert Cornwell, Director

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Dated: \_\_\_\_\_

\_\_\_\_\_  
Mark Kirchen, Secretary

**WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS**

We, the undersigned, are all of the persons acting as the initial directors of Partners for Better Futures, a California nonprofit corporation, and, pursuant to the authority granted to the directors by these bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing bylaws, consisting of 22 pages, as the bylaws of this corporation. These Bylaws may be executed in any number of counterparts with the same effect as if all of the Directors signed the same copy.

Dated: 29 Dec 2017

\_\_\_\_\_  
Joyce McKinney, Director

\_\_\_\_\_  
Andrew Lederer, Director

\_\_\_\_\_  
Mark Kirchen, Director

\_\_\_\_\_  
Dan Kipp, Director

Robert Cornwell  
\_\_\_\_\_  
Robert Cornwell, Director

**CERTIFICATE**

This is to certify that the foregoing is a true and correct copy of the bylaws of the corporation named in the title thereto and that such bylaws were duly adopted by the board of directors of said corporation on the date set forth below.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Mark Kirchen, Secretary

**Part IV****Narrative Description of Your Activities**

Using an attachment, describe your *past*, *present*, and *planned* activities in a narrative. If you believe that you have already provided some of this information in response to other parts of this application, you may summarize that information here and refer to the specific parts of the application for supporting details. You may also attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Remember that if this application is approved, it will be open for public inspection. Therefore, your narrative description of activities should be thorough and accurate. Refer to the instructions for information that must be included in your description.

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Partners for Better Futures (PBF) will fundraise in order to make grants and other distributions to accomplish the specific purpose of the corporation, which is to provide funding and organizational assistance to support the building of schools, renovation and expansion of schools, and/or the funding of school operations for children in needy or disadvantaged parts of the world, which will lead to increased and improved opportunities for them to acquire good educations. It has consistently been shown that more and improved education leads to improved economic, educational, health, and social outcomes in multiple individuals, families and communities on an ongoing basis.

PFB first priority will be to continue the same activities, which will hereinafter be referred to as "Projects," that have been taking place since August 24, 2010 under the U.S. fiscal sponsorship and auspices of One World Children's Fund (OWCF) and then Partners Asia (PA). Both those organization are U.S nonprofit corporations granted 501(c)(3) status that have similar charitable purposes that PBF will now undertake and continue for these Projects. In addition, both OWCF and PA are fully supportive of PBF taking on the full logistic, administrative and legal responsibilities for these Projects.

All of PBF's officers and directors, and many of the individuals, who have volunteered to work with PBF are currently and have been the primary volunteers of OWCF and PA to manage these Projects since 2010. This extensive experience of volunteering for OWCF and PA has provided a very solid base of understanding and skills that will ensure the purposes and goals of PBF are met, and that the specific activities are well researched, well organized, monitored carefully with constant PBF management oversight from concept through implementation on an ongoing basis.

Approximately 70% of PBF's volunteers' time will be devoted to the implementation and management of its Projects, with the remaining, estimated 30% being devoted to fundraising and administrative activities.

All of the initial PBF Projects will be focused on schools for underserved and typically rural children. The school Projects will include construction of completely new school facilities, the expansion of existing schools facilities, major renovations of existing school facilities, and providing support for school

operations. The first three countries where these Projects will occur will be: Burma, also known as Myanmar; India; and the Philippines. Expansion into other countries may be considered in the future.

In every situation, PBF will organize its Projects with local, in-country, non-governmental organizations (NGOs) support. In each country PBF will engage individuals to better provide oversight and communication with the local NGOs and communities. Where construction is involved, a building designer and building contractor will be contracted with by the NGO to do the construction. Before any Projects are undertaken by PBF, the local NGOs and community must demonstrate that the necessary staff, teachers and curriculum are available for school operations.

Besides the demonstrated need for a school, there are other important criteria PBF will consider before agreeing to support a particular Project. One is that the prospective NGO and local community agree to not discriminate by gender, ethnicity, or religion, regarding which students attend the school. Another is that the local community can demonstrate that there are local organizational and financial capabilities to sustain the Project on an ongoing basis. Finally, PBF will assess what and how the local community will contribute, as a partner, to the Project.

PBF's fundraising will be done to enable grants for approved Projects, according to the carefully defined goals that are to be accomplished for each Project. Fundraising will be the sole method of obtaining funds for PBF and its Projects.

The fundraising will be done by asking for donations from friends, family members, corporations, employer matching fund programs, diaspora groups and the networks of contacts from all of these individuals and groups. Information and solicitations will be done via mail, email, personal contacts, foundation grants, travel industry contacts, phone calls, PBF websites, including separate Projects' websites, social media (e.g., Facebook, Instagram, Twitter, YouTube, etc.), crowd funding campaigns, publicity to news outlets, and presentations to groups.

Materials to describe all Project activities and needs will be developed, including letters and emails to prospective and prior donors, newsletters, brochures, social media postings and videos. A robust website for each Project area will be a core strategy for publicity, awareness, access for prospective donors and acquisition of donations.

The processes for assuring Projects' appropriateness, success and adherence to all required regulations and proper business practices are further explained in **Part VIII - Your Specific Activities.**



All of the previously described activities furthers PBF's exempt purposes by providing or improving educational facilities and operations. The purpose is to make it possible that more children can get a better education to improve their understanding of the life around them, as well as personal job prospects and economic development. A person's improved economic development leads to the improved educational, economic, health and social welfare of themselves, their future children, families, and communities. A small seed of one educated person sprouts multiple societal improvements throughout their community and country.

<b>Part V</b>	<b>Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors</b>
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1a List the names, titles, and mailing addresses of all of your officers, directors, and trustees. For each person listed, state their total annual **compensation**, or proposed compensation, for all services to the organization, whether as an officer, employee, or other position. Use actual figures, if available. Enter "none" if no compensation is or will be paid. If additional space is needed, attach a separate sheet. Refer to the instructions for information on what to include as compensation.

Note: This is the complete list of the Corporation's (PBF's) Directors and Officers. All these Names and Titles are also listed on the actual 1023 form, but due to lack of space on the 1023 form, the mailing addresses are shown below.

Name	Title	Mailing address	Compen-sation
Andrew Lederer	Director & President	1275 Fairway Drive Los Altos, CA 94024	NONE
Dan Kipp	Director & Treasurer	9 Patriot Lane Napa, CA 94558	NONE
Mark Kirchen	Director & Secretary	12989 W Kicking Horse Trail Peoria, AZ 85383	NONE
Joyce McKinney	Director	431 Holly Park Circle San Francisco, CA 94110	NONE
Robert Cornwell	Director	31 Fair Oaks Street San Francisco, CA 94110	NONE

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

- 5a Have you adopted a **conflict of interest policy** consistent with the sample conflict of interest policy in **Yes No** Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c.
- b What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?
- c What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?

5a-c The Bylaws approved and signed by each member of the board of directors of Partners for Better Futures (PBF) includes the sections highlighted below that address PBF's Conflict of Interest policies.

These sections can be seen in the PBF Bylaws on pages 15-16.

**ARTICLE 9**

**CONFLICT OF INTEREST AND COMPENSATION APPROVAL POLICIES**

**SECTION 1. PURPOSE OF CONFLICT OF INTEREST POLICY**

**SECTION 2. DEFINITIONS**

**SECTION 3. CONFLICT OF INTEREST AVOIDANCE PROCEDURES**

**Part VI Your Members and Other Individuals and Organizations That Receive Benefits From You**

The following "Yes" or "No" questions relate to goods, services, and funds you provide to individuals and organizations as part of your activities. Your answers should pertain to *past, present, and planned* activities. (See instructions.)

**1 a** In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If "Yes," describe each program that provides goods, services, or funds to individuals. **Yes No**

**b** In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If "Yes," describe each program that provides goods, services, or funds to organizations. **Yes No**

Partners for Better Futures (PBF) will fundraise in order to make grants and other distributions to organizations and individuals to accomplish the specific purpose of the corporation. The grants will include the provision of funding and organizational assistance to support the building of schools, renovation and expansion of schools, and/or the funding of school operations for children in needy or disadvantaged parts of the world.

An education for children will lead to increased and improved opportunities for them to acquire knowledge and skills to better their lives. It has consistently been shown that more and improved education leads to improved economic, educational, health, and social outcomes for multiple individuals, families and communities on an ongoing basis.

**1 a** Individuals who will receive funds will utilize the funds to accomplish what is described in the paragraph above per detailed agreements and budgets developed by PBF and signed by all parties. These individuals will be involved with supporting or running a local NGOs (non-government organization) based in the country where the school is located.

**b** Organizations that will receive funds will utilize the funds to accomplish what is described in the paragraph above per detailed agreements and budgets developed by PBF and signed by all parties. These organizations will be local NGOs (non-government organizations) based in the country where the school is located.

PBF currently has no defined relationship with any potential grant recipient organizations. PBF intends to start developing relationships, only after receiving an IRS tax-exempt, 501(c)(3) designation.

PBF's leadership, however, have all been volunteers to the nonprofit corporations One World Children's Fund OWCF or Partners Asia (PA). In working for OWCF and PA (both established 501(c)(3) organizations), PBF's leadership have individually supported activities, which have introduced PBF's leadership

to several organizations that have expressed a desire to work with PBF, when it becomes operational.

Additional details relevant to this Part VI are provided in the Attachment for **Part VIII, #13a-g – Will you make grants to orgs?**