

Table of Attachments For
Elliot House IRS Form 1023 Submittal

1. Articles of Incorporation – Certified Copy of California State Filing
2. Articles of Incorporation – Adopted Articles by Elliot House Board of Directors
3. Bylaws – Adopted Bylaws by Elliot House Board of Directors
4. Conflict of Interest Policy and Agreement – Adopted by Elliot House Board of Directors
5. Conflict of Interest Policy Acknowledgements – 5 pages signed by Board of Directors
6. Part IV Narrative Description For Elliot House Activities
7. Start Up Capital Requirements - Fiscal Year 2022 Details and Narrative
8. Stabilized Monthly Cash Flow Projections For Program Operations



5089604



STATE OF CALIFORNIA
Office of the Secretary of State
ARTICLES OF INCORPORATION
CA NONPROFIT CORPORATION
PUBLIC BENEFIT

California Secretary of State
1500 11th Street
Sacramento, California 95814
(916) 653-3516

For Office Use Only
-FILED-
File No.: 5089604
Date Filed: 5/23/2022

B0765-1878 05/23/2022 7:55 PM Received by California Secretary of State

Corporation Name Corporation Name	Elliot House
Initial Street Address of Principal Office of Corporation Principal Address	105 4TH ST. ROSEVILLE, CA 95678
Initial Mailing Address of Corporation Mailing Address	PO BOX 3284 ROSEVILLE, CA 95677
Attention	James R. Calkins
Agent for Service of Process Agent Name	James R. Calkins
Agent Address	
Purpose Statement	This corporation is a Nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for: Charitable purposes
Additional Statements	<p>The specific purpose of this corporation is to Provide transitional housing for the addiction recovery community.</p> <p>This corporation is organized and operated exclusively for the purposes set forth within the meaning of Internal Revenue Code section 501(c)(3).</p> <p>No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.</p> <p>The property of this corporation is irrevocably dedicated to the purposes set forth herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.</p> <p>Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational and/or religious purposes and which has established its tax-exempt status under Internal Revenue Code section 501(c)(3).</p> <p>Notwithstanding any of the above statements of purpose and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.</p>
Additional information and signatures set forth on attached pages, if any, are incorporated herein by reference and made part of these Articles of Incorporation.	
Electronic Signature	<input checked="" type="checkbox"/> I declare that I am the person who executed this instrument, which execution is my act and deed.
<u>James R. Calkins</u> Signature	<u>05/23/2022</u> Date

B0765-1879 05/23/2022 7:55 PM Received by California Secretary of State



Elliot House Mission Statement

The Mission of Elliot House is to provide sustainable, clean, safe, and affordable transitional housing to the addiction recovery community; to provide such service without consideration of race, creed, gender, political, or financial affiliations, beliefs, or participation. Elliot House will execute its mission as a not-for-profit corporation so that the maximum of effort and resources can be focused on accomplishing the core mission.

Attachment: Purpose Section



California Secretary of State

Business Programs Division

1500 11th Street, Sacramento, CA 95814

Request Type: Certified Copies

Entity Name: Elliot House

Formed In: CALIFORNIA

Entity No.: 5089604

Entity Type: Nonprofit Corporation - CA - Public
Benefit

Issuance Date: 05/30/2022

Copies Requested: 1

Receipt No.: 001791459

Certificate No.: 016571018

Document Listing

Reference #	Date Filed	Filing Description	Number of Pages
B0765-1878	05/23/2022	Initial Filing	3

** **** * ***** ***** End of list ***** ***** **** **

I, SHIRLEY N. WEBER, PH.D., California Secretary of State, do hereby certify on the Issuance Date, the attached document(s) referenced above are true and correct copies and were filed in this office on the date(s) indicated above.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California on May 30, 2022.

SHIRLEY N. WEBER, PH.D.
Secretary of State

To verify the issuance of this Certificate, use the Certificate No. above with the Secretary of State Certification Verification Search available at bizfileOnline.sos.ca.gov.

Elliot House
A California Non-profit Corporation

**ARTICLES OF
INCORPORATION**

**ARTICLE I
NAME**

1.01 Name

The name of this corporation shall be Elliot House. The business of the corporation may be conducted as Elliot House.

**ARTICLE II
DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

**ARTICLE III
PURPOSE**

3.01 Purpose

Elliot House is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. The purpose of Elliot House is to provide sustainable, clean, safe, and affordable transitional housing to the addiction recovery community.

3.02 Non-Profit

Elliot House is designated as a non-profit corporation.

ARTICLE IV
NON-PROFIT NATURE

4.01 Non-profit Nature

Elliot House is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Elliot House shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Elliot House is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Elliot House of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Elliot House, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Elliot House hereunder shall be selected by the discretion of a majority of the managing body of the Elliot House and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Elliot House by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of California.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Elliot House to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance

Elliot House shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be: Mike Stewart, Tom Monteton, James R. Calkins, Kelley Nelson, and Guy Wassather.

ARTICLE VI
MEMBERSHIP

6.01 Membership

Elliot House shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII
AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII
ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation is:

Elliot House
105 4th St.
Roseville, CA 95678

The mailing address of the corporation is:

Elliot House
105 4th St.
Roseville, CA 95678

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

James R. Calkins
6330 Matterhorn Dr., Sacramento, CA 95842

ARTICLE X
INCORPORATOR

The incorporators of the corporation are as follow:

Guy Wassather
3174 Anastasia Wy.
Lincoln, CA 95648

Mike Stewart
7040 Hollis Ct.
Sacramento, CA 95842


Tom Monteton
8350 Auburn Blvd #135
Citrus Heights, CA 95610

James R. Calkins
6330 Matterhorn Dr.
Sacramento, CA 95842


Kelly Nelson
8225 Woodyard Way
Citrus Heights, CA 95621

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION


We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Elliot House were approved by the board of directors on 06, 05 2022 and constitute a complete copy of Articles of Incorporation of the Elliot House.



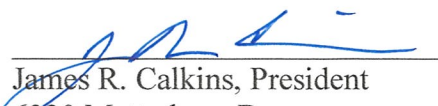
Guy Wassather, Secretary
3174 Anastasia Wy.
Lincoln, CA 95648



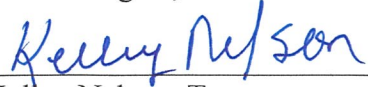
Mike Stewart, Vice President
7040 Hollis Ct.
Sacramento, CA 95842



Tom Monteton
8350 Auburn Blvd., #135
Citrus Heights, CA 95610



James R. Calkins, President
6330 Matterhorn Dr.
Sacramento, CA 95842



Kelley Nelson, Treasure
8225 Woodyard Way
Citrus Heights, CA 95621

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, James R. Calkins, agree to be the registered agent for Elliot House as appointed herein.



James R. Calkins, Registered Agent

Date: June 5, 2022

Elliot House

A California Non-profit Corporation

BYLAWS

ARTICLE I

Elliot House

1.01 Name

The name of this corporation shall be Elliot House the business of the corporation may be conducted as Elliot House.

ARTICLE II

PURPOSES AND POWERS

2.01 Purpose

Elliot House is a non-profit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code.

The Mission of Elliot House is to provide sustainable, clean, safe, and affordable transitional housing to the addiction recovery community; to provide such service without consideration of race, creed, gender, political, or financial affiliations, beliefs, or participation. Elliot House will execute its mission as a not-for-profit corporation so that the maximum of effort and resources can be focused on accomplishing the core mission.

2.02 Powers

The corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes, for which the corporation is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.

2.03 Nonprofit Status and Exempt Activities Limitation.

(a) Nonprofit Legal Status. Elliot House is a California] non-profit public benefit corporation, recognized as tax exempt under Section 501(c)(3) of the United States Internal Revenue Code.

(b) Exempt Activities Limitation. Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by

an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

(c) Distribution Upon Dissolution. Upon termination or dissolution of the Elliot House, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Elliot House hereunder shall be selected in the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Elliot House, by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of California.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to the Elliot House then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of California to be added to the general fund.

ARTICLE III **MEMBERSHIP**

3.01 No Membership Classes

The corporation shall have no members who have any right to vote or title or interest in or to the corporation, its properties and franchises.

3.02 Non-Voting Affiliates

The board of directors may approve classes of non-voting affiliates with rights, privileges, and obligations established by the board. Affiliates may be individuals, businesses, and other organizations that seek to support the mission of the corporation. The board, a designated committee of the board, or any duly elected officer in accordance with board policy, shall have authority to admit any individual or organization as an affiliate, to recognize representatives of affiliates, and to make determinations as to affiliates' rights, privileges, and obligations. At no time shall affiliate information be shared with or sold to other organizations or groups without the

affiliate's consent. At the discretion of the board of directors, affiliates may be given endorsement, recognition and media coverage at fundraising activities, clinics, other events or at the corporation website. Affiliates have no voting rights, and are not members of the corporation.

3.03 Dues

Any dues for affiliates shall be determined by the board of directors.

ARTICLE IV BOARD OF DIRECTORS

4.01 Number of Directors

Elliot House shall have a board of directors consisting of at least 4 and no more than 15 directors. Within these limits, the board may increase or decrease the number of directors serving on the board, including for the purpose of staggering the terms of directors.

4.02 Powers

All corporate powers shall be exercised by or under the authority of the board and the affairs of the Elliot House shall be managed under the direction of the board, except as otherwise provided by law.

4.03 Terms

(a) All directors shall be elected to serve a one-year term, however the term may be extended until a successor has been elected.

(b) Directors may serve terms in succession.

(c) The term of office shall be considered to begin January 1 and end December 31 of the same year in office, unless the term is extended until such time as a successor has been elected.

4.04 Qualifications and Election of Directors

In order to be eligible to serve as a director on the board of directors, the individual must be 18 years of age and an affiliate within affiliate classifications created by the board of directors. Directors may be elected at any board meeting by the majority vote of the existing board of directors. The election of directors to replace those who have fulfilled their term of office shall take place in January of each year.

4.05 Vacancies

The board of directors may fill vacancies due to the expiration of a director's term of office, resignation, death, or removal of a director or may appoint new directors to fill a previously unfilled board position, subject to the maximum number of directors under these Bylaws.

(a) Unexpected Vacancies. Vacancies in the board of directors due to resignation, death, or removal shall be filled by the board for the balance of the term of the director being replaced.

4.06 Removal of Directors

A director may be removed by two-thirds ($\frac{2}{3}$) vote of the board of directors then in office, if:

(a) the director is absent and unexcused from two or more meetings of the board of directors in a twelve-month period. The board president is empowered to excuse directors from attendance for a reason deemed adequate by the board president. The president shall not have the power to excuse him/herself from the board meeting attendance and in that case, the board vice president shall excuse the president. Or:

(b) for cause or no cause, if before any meeting of the board at which a vote on removal will be made the director in question is given electronic or written notification of the board's intention to discuss her/his case and is given the opportunity to be heard at a meeting of the board.

4.07 Board of Directors Meetings.

(a) Regular Meetings. The board of directors shall have a minimum of four (4) regular meetings each calendar year at times and places fixed by the board. Board meetings shall be held upon four (4) days notice by first-class mail, electronic mail, or facsimile transmission or forty-eight (48) hours notice delivered personally or by telephone. If sent by mail, facsimile transmission, or electronic mail, the notice shall be deemed to be delivered upon its deposit in the mail or transmission system. Notice of meetings shall specify the place, day, and hour of meeting. The purpose of the meeting need not be specified.

(b) Special Meetings. Special meetings of the board may be called by the president, vice president, secretary, treasurer, or any two (2) other directors of the board of directors. A special meeting must be preceded by at least 2 days notice to each director of the date, time, and place, but not the purpose, of the meeting.

(c) Waiver of Notice. Any director may waive notice of any meeting, in accordance with California law.

4.08 Manner of Acting.

(a) Quorum. A majority of the directors in office immediately before a meeting shall constitute a quorum for the transaction of business at that meeting of the board. No business shall be considered by the board at any meeting at which a quorum is not present.

(b) Majority Vote. Except as otherwise required by law or by the articles of incorporation, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the board.

(C) Hung Board Decisions. On the occasion that directors of the board are unable to make a decision based on a tied number of votes, the president or treasurer in the order of presence shall have the power to swing the vote based on his/her discretion.

(d) Participation. Except as required otherwise by law, the Articles of Incorporation, or these Bylaws, directors may participate in a regular or special meeting through the use of any means of communication by which all directors participating may simultaneously hear each other during the meeting, including in person, internet video meeting or by telephonic conference call.

4.09 Compensation for Board Service

Directors shall receive no compensation for carrying out their duties as directors. The board may adopt policies providing for reasonable reimbursement of directors for expenses incurred in conjunction with carrying out board responsibilities, such as travel expenses to attend board meetings.

4.10 Compensation for Professional Services by Directors

Directors are not restricted from being remunerated for professional services provided to the corporation. Such remuneration shall be reasonable and fair to the corporation and must be reviewed and approved in accordance with the board Conflict of Interest policy and state law.

ARTICLE V **COMMITTEES**

5.01 Committees

The board of directors may, by the resolution adopted by a majority of the directors then in office, designate one or more committees, each consisting of two or more directors, to serve at the pleasure of the board. Any committee, to the extent provided in the resolution of the board, shall have all the authority of the board, except that no committee, regardless of board resolution, may:

- (a) take any final action on matters which also requires board members' approval or approval of a majority of all members;
- (b) fill vacancies on the board of directors or in any committee which has the authority of the board;
- (c) amend or repeal Bylaws or adopt new Bylaws;

- (d) amend or repeal any resolution of the board of directors which by its express terms is not so amendable or repeatable;
- (e) appoint any other committees of the board of directors or the members of these committees;
- (f) expend corporate funds to support a nominee for director; or
- (g) approve any transaction;
- (i) to which the corporation is a party and one or more directors have a material financial interest; or
- (ii) between the corporation and one or more of its directors or between the corporation or any person in which one or more of its directors have a material financial interest.

5.2 Meetings and Action of Committees

Meetings and action of the committees shall be governed by and held and taken in accordance with, the provisions of Article IV of these Bylaws concerning meetings of the directors, with such changes in the context of those Bylaws as are necessary to substitute the committee and its members for the board of directors and its members, except that the time for regular meetings of committees may be determined either by resolution of the board of directors or by resolution of the committee. Special meetings of the committee may also be called by resolution of the board of directors. Notice of special meetings of committees shall also be given to any and all alternate members, who shall have the right to attend all meetings of the committee. Minutes shall be kept of each meeting of any committee and shall be filed with the corporate records. The board of directors may adopt rules for the governing of the committee not inconsistent with the provision of these Bylaws.

5.3 Informal Action By The Board of Directors

Any action required or permitted to be taken by the board of directors at a meeting may be taken without a meeting if consent in writing, setting forth the action so taken, shall be agreed by the consensus of a quorum. For purposes of this section an e-mail transmission from an e-mail address on record constitutes a valid writing. The intent of this provision is to allow the board of directors to use email to approve actions, as long as a quorum of board members gives consent.

ARTICLE VI **OFFICERS**

6.01 Board Officers

The officers of the corporation shall be a board president, vice-president, secretary, and treasurer, all of whom shall be chosen by, and serve at the pleasure of, the board of directors. Each board officer shall have the authority and shall perform the duties set forth in these Bylaws or by

resolution of the board or by direction of an officer authorized by the board to prescribe the duties and authority of other officers. The board may also appoint additional vice-presidents and such other officers as it deems expedient for the proper conduct of the business of the corporation, each of whom shall have such authority and shall perform such duties as the board of directors may determine. One person may hold two or more board offices, but no board officer may act in more than one capacity where action of two or more officers is required.

6.02 Term of Office

Each officer shall serve a one-year term of office and may not serve more than three (3) consecutive terms of office. Unless unanimously elected by the board at the end of his/her three (3) year terms or to fill a vacancy in an officer position, each board officer's term of office shall begin upon the adjournment of the board meeting at which elected and shall end upon the adjournment of the board meeting during which a successor is elected.

6.03 Removal and Resignation

The board of directors may remove an officer at any time, with or without cause. Any officer may resign at any time by giving written notice to the corporation without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party. Any resignation shall take effect at the date of the receipt of the notice or at any later time specified in the notice, unless otherwise specified in the notice. The acceptance of the resignation shall not be necessary to make it effective.

6.04 Board President

The board president shall be the chief volunteer officer of the corporation. The board president shall lead the board of directors in performing its duties and responsibilities, including, if present, presiding at all meetings of the board of directors, and shall perform all other duties incident to the office or properly required by the board of directors.

6.05 Vice President

In the absence or disability of the board president, the ranking vice-president or vice-president designated by the board of directors shall perform the duties of the board president. When so acting, the vice-president shall have all the powers of and be subject to all the restrictions upon the board president. The vice-president shall have such other powers and perform such other duties prescribed for them by the board of directors or the board president. The vice-president shall normally accede to the office of board president upon the completion of the board president's term of office.

6.06 Secretary

The secretary shall keep or cause to be kept a book of minutes of all meetings and actions of directors and committees of directors. The minutes of each meeting shall state the time and place that it was held and such other information as shall be necessary to determine the actions taken

and whether the meeting was held in accordance with the law and these Bylaws. The secretary shall cause notice to be given of all meetings of directors and committees as required by the Bylaws. The secretary shall have such other powers and perform such other duties as may be prescribed by the board of directors or the board president. The secretary may appoint, with approval of the board, a director to assist in performance of all or part of the duties of the secretary.

6.07 Treasurer

The treasurer shall be the lead director for oversight of the financial condition and affairs of the corporation. The treasurer shall oversee and keep the board informed of the financial condition of the corporation and of audit or financial review results. In conjunction with other directors or officers, the treasurer shall oversee budget preparation and shall ensure that appropriate financial reports, including an account of major transactions and the financial condition of the corporation, are made available to the board of directors on a timely basis or as may be required by the board of directors. The treasurer shall perform all duties properly required by the board of directors or the board president. The treasurer may appoint, with approval of the board a qualified fiscal agent or member of the staff to assist in performance of all or part of the duties of the treasurer.

6.08 Non-Director Officers

The board of directors may designate additional officer positions of the corporation and may appoint and assign duties to other non-director officers of the corporation.

ARTICLE VII CONTRACTS, CHECKS, LOANS, INDEMNIFICATION AND RELATED MATTERS

7.01 Contracts and other Writings

Except as otherwise provided by resolution of the board or board policy, all contracts, deeds, leases, mortgages, grants, and other agreements of the corporation shall be executed on its behalf by the treasurer or other persons to whom the corporation has delegated authority to execute such documents in accordance with policies approved by the board.

7.02 Checks, Drafts

All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents, of the corporation and in such manner as shall from time to time be determined by resolution of the board.

7.03 Deposits

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depository as the board or a designated committee of the board may select.

7.04 Loans

No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the board. Such authority may be general or confined to specific instances.

7.05 Indemnification

(a) Mandatory Indemnification. The corporation shall indemnify a director or former director, who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which he or she was a party because he or she is or was a director of the corporation against reasonable expenses incurred by him or her in connection with the proceedings.

(b) Permissible Indemnification. The corporation shall indemnify a director or former director made a party to a proceeding because he or she is or was a director of the corporation, against liability incurred in the proceeding, if the determination to indemnify him or her has been made in the manner prescribed by the law and payment has been authorized in the manner prescribed by law.

(c) Advance for Expenses. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the board of directors in the specific case, upon receipt of (I) a written affirmation from the director, officer, employee or agent of his or her good faith belief that he or she is entitled to indemnification as authorized in this article, and (II) an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation in these Bylaws.

(d) Indemnification of Officers, Agents and Employees. An officer of the corporation who is not a director is entitled to mandatory indemnification under this article to the same extent as a director. The corporation may also indemnify and advance expenses to an employee or agent of the corporation who is not a director, consistent with [YOUR STATE] Law and public policy, provided that such indemnification, and the scope of such indemnification, is set forth by the general or specific action of the board or by contract.

ARTICLE VIII

MISCELLANEOUS

8.01 Books and Records

The corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of all meetings of its board of directors, a record of all actions taken by board of directors without a meeting, and a record of all actions taken by committees of the board. In addition, the corporation shall keep a copy of the corporation's Articles of Incorporation and Bylaws as amended to date.

8.02 Fiscal Year

The fiscal year of the corporation shall be from January 1 to December 31 of each year.

8.03 Conflict of Interest

The board shall adopt and periodically review a conflict-of-interest policy to protect the corporation's interest when it is contemplating any transaction or arrangement which may benefit any director, officer, employee, affiliate, or member of a committee with board-delegated powers.

8.04 Nondiscrimination Policy

The officers, directors, committee members, employees, and persons served by this corporation shall be selected entirely on a nondiscriminatory basis with respect to age, sex, race, religion, national origin, and sexual orientation. It is the policy of Elliot House not to discriminate on the basis of race, creed, ancestry, marital status, gender, sexual orientation, age, physical disability, veteran's status, political service or affiliation, color, religion, or national origin.

8.05 Bylaw Amendment

These Bylaws may be amended, altered, repealed, or restated by a vote of the majority of the board of directors then in office at a meeting of the Board, provided, however,

- (a) that no amendment shall be made to these Bylaws which would cause the corporation to cease to qualify as an exempt corporation under Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code; and,
- (b) that an amendment does not affect the voting rights of directors. An amendment that does affect the voting rights of directors further requires ratification by a two-thirds ($\frac{2}{3}$) vote of a quorum of directors at a Board meeting.
- (c) that all amendments be consistent with the Articles of Incorporation.

ARTICLE IX
COUNTERTERRORISM AND DUE DILIGENCE POLICY

In furtherance of its exemption by contributions to other organizations, domestic or foreign, Elliot House shall stipulate how the funds will be used and shall require the recipient to provide the corporation with detailed records and financial proof of how the funds were utilized.

Although adherence and compliance with the US Department of the Treasury's publication the "Voluntary Best Practice for US. Based Charities" is not mandatory, Elliot House willfully and voluntarily recognizes and puts to practice these guidelines and suggestions to reduce, develop, re-evaluate and strengthen a risk-based approach to guard against the threat of diversion of charitable funds or exploitation of charitable activity by terrorist organizations and their support networks.

Elliot House shall also comply and put into practice the federal guidelines, suggestion, laws and limitation set forth by pre-existing U.S. legal requirements related to combating terrorist financing, which include, but are not limited to, various sanctions programs administered by the Office of Foreign Assets Control (OFAC) in regard to its foreign activities.

ARTICLE X
DOCUMENT RETENTION POLICY

10.01 Purpose

The purpose of this document retention policy is establishing standards for document integrity, retention, and destruction and to promote the proper treatment of Elliot House records.

10.02 Policy

Section 1. General Guidelines. Records should not be kept if they are no longer needed for the operation of the business or required by law. Unnecessary records should be eliminated from the files. The cost of maintaining records is an expense which can grow unreasonably if good housekeeping is not performed. A mass of records also makes it more difficult to find pertinent records.

From time to time, Elliot House may establish retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that warrant special consideration are identified below. While minimum retention periods are established, the retention of the documents identified below and of documents not included in the identified categories should be determined primarily by the application of the general guidelines affecting document retention, as well as the exception for litigation relevant documents and any other pertinent factors.

Section 2. Exception for Litigation Relevant Documents. Elliot House expects all officers, directors, and employees to comply fully with any published records retention or destruction policies and schedules, provided that all officers, directors, and employees should note the following general exception to any stated destruction schedule: If you believe, or the Elliot House informs you, that corporate records are relevant to litigation, or potential litigation (i.e. a dispute that could result in litigation), then you must preserve those records until it is determined that the records are no longer needed. That exception supersedes any previously or subsequently established destruction schedule for those records.

Section 3. Minimum Retention Periods for Specific Categories

(a) Corporate Documents. Corporate records include the corporation's Articles of Incorporation, By-Laws and IRS Form 1023 and Application for Exemption. Corporate records should be retained permanently. IRS regulations require that the Form 1023 be available for public inspection upon request.

(b) Tax Records. Tax records include, but may not be limited to, documents concerning payroll, expenses, proof of contributions made by donors, accounting procedures, and other documents concerning the corporation's revenues. Tax records should be retained for at least seven years from the date of filing the applicable return.

(c) Employment Records/Personnel Records. State and federal statutes require the corporation to keep certain recruitment, employment and personnel information. The corporation should also keep personnel files that reflect performance reviews and any complaints brought against the corporation or individual employees under applicable state and federal statutes. The corporation should also keep in the employee's personnel file all final memoranda and correspondence reflecting performance reviews and actions taken by or against personnel. Employment applications should be retained for three years. Retirement and pension records should be kept permanently. Other employment and personnel records should be retained for seven years.

(d) Board and Board Committee Materials. Meeting minutes should be retained in perpetuity in the corporation's minute book. A clean copy of all other Board and Board Committee materials should be kept for no less than three years by the corporation.

(e) Press Releases/Public Filings. The corporation should retain permanent copies of all press releases and publicly filed documents under the theory that the corporation should have its own copy to test the accuracy of any document a member of the public can theoretically produce against the corporation.

(f) Legal Files. Legal counsel should be consulted to determine the retention period of particular documents, but legal documents should generally be maintained for a period of ten years.

(g) Marketing and Sales Documents. The corporation should keep final copies of marketing and sales documents for the same period of time it keeps other corporate files, generally three years. An exception to the three-year policy may be sales invoices, contracts, leases, licenses, and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

(h) Development/Intellectual Property and Trade Secrets. Development documents are often subject to intellectual property protection in their final form (e.g., patents and copyrights). The documents detailing the development process are often also of value to the corporation and are protected as a trade secret where the corporation:

(i) derives independent economic value from the secrecy of the information; and

(ii) has taken affirmative steps to keep the information confidential.

The corporation should keep all documents designated as containing trade secret information for at least the life of the trade secret.

(i) Contracts. Final, execution copies of all contracts entered into by the corporation should be retained. The corporation should retain copies of the final contracts for at least three years beyond the life of the agreement, and longer in the case of publicly filed contracts.

(j) Correspondence. Unless correspondence falls under another category listed elsewhere in this policy, correspondence should generally be saved for two years.

(k) Banking and Accounting. Accounts payable ledgers and schedules should be kept for seven years. Bank reconciliations, bank statements, deposit slips and checks (unless for important payments and purchases) should be kept for three years. Any inventories of products, materials, and supplies and any invoices should be kept for seven years.

(l) Insurance. Expired insurance policies, insurance records, accident reports, claims, etc. should be kept permanently.

(m) Audit Records. External audit reports should be kept permanently. Internal audit reports should be kept for three years.

Section 4. Electronic Mail. E-mail that needs to be saved should be either:

(i) printed in hard copy and kept in the appropriate file; or

(ii) downloaded to a computer file and kept electronically or on disk as a separate file. The retention period depends upon the subject matter of the e-mail, as covered elsewhere in this policy.

ARTICLE XI
Transparency and Accountability
Disclosure of Financial Information With The General Public

11.01 Purpose

By making full and accurate information about its mission, activities, finances, and governance publicly available,

Elliot House practices and encourages transparency and accountability to the general public. This policy will:

- (a) indicate which documents and materials produced by the corporation are presumptively open to staff and/or the public
- (b) indicate which documents and materials produced by the corporation are presumptively closed to staff and/or the public
- (c) specify the procedures whereby the open/closed status of documents and materials can be altered.

The details of this policy are as follow:

11.02 Financial and IRS documents (The form 1023 and the form 990)

Elliot House shall provide its Internal Revenue forms 990, 990-T, 1023 and 5227, bylaws, conflict of interest policy, and financial statements to the general public for inspection free of charge.

11.03 Means and Conditions of Disclosure

Elliot House shall make “Widely Available” the aforementioned documents on its internet website: ElliotHouse.net to be viewed and inspected by the general public.

- (a) The documents shall be posted in a format that allows an individual using the Internet to access, download, view and print them in a manner that exactly reproduces the image of the original document filed with the IRS (except information exempt from public disclosure requirements, such as contributor lists).
- (b) The website shall clearly inform readers that the document is available and provide instructions for downloading it.
- (c) Elliot House shall not charge a fee for downloading the information. Documents shall not be posted in a format that would require special computer hardware or software (other than software readily available to the public free of charge).

- (d) Elliot House shall inform anyone requesting the information where this information can be found, including the web address. This information must be provided immediately for in-person requests and within 7 days for mailed requests.

11.04 IRS Annual Information Returns (Form 990)

Elliot House shall submit the Form 990 to its board of directors prior to the filing of the Form 990. While neither the approval of the Form 990 or a review of the 990 is required under Federal law, the corporation's Form 990 shall be submitted to each member of the board of director's via (hard copy or email) at least 10 days before the Form 990 is filed with the IRS.

11.05 Board

- (a) All board deliberations shall be open to the public except where the board passes a motion to make any specific portion confidential.
- (b) All board minutes shall be open to the public once accepted by the board, except where the board passes a motion to make any specific portion confidential.
- (c) All papers and materials considered by the board shall be open to the public following the meeting at which they are considered, except where the board passes a motion to make any specific paper or material confidential.

11.06 Staff Records

- (a) All staff records shall be available for consultation by the staff member concerned or by their legal representatives.
- (b) No staff records shall be made available to any person outside the corporation except the authorized governmental agencies.
- (c) Within the corporation, staff records shall be made available only to those persons with managerial or personnel responsibilities for that staff member, except that
- (d) Staff records shall be made available to the board when requested.

11.07 Donor Records

- (a) All donor records shall be available for consultation by the members and donors concerned or by their legal representatives.
- (b) No donor records shall be made available to any other person outside the corporation except the authorized governmental agencies.
- (c) Within the corporation, donor records shall be made available only to those persons with managerial or personnel responsibilities for dealing with those donors, except that ;
- (d) donor records shall be made available to the board when requested.

ARTICLE XII
CODES OF ETHICS AND WHISTLEBLOWER POLICY

12.01 Purpose

Elliot House requires and encourages directors, officers and employees to observe and practice high standards of business and personal ethics in the conduct of their duties and responsibilities. The employees and representatives of the corporation must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. It is the intent of Elliot House to adhere to all laws and regulations that apply to the corporation and the underlying purpose of this policy is to support the corporation's goal of legal compliance. The support of all corporate staff is necessary to achieving compliance with various laws and regulations.

12.02 Reporting Violations

If any director, officer, staff or employee reasonably believes that some policy, practice, or activity of Elliot House is in violation of law, a written complaint must be filed by that person with the vice president or the board president.

12.03 Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false shall be subject to civil and criminal review.

12.04 Retaliation

Said person is protected from retaliation only if she/he brings the alleged unlawful activity, policy, or practice to the attention of Elliot House and provides the Elliot House with a reasonable opportunity to investigate and correct the alleged unlawful activity. The protection described below is only available to individuals that comply with this requirement.

Elliot House shall not retaliate against any director, officer, staff or employee who in good faith, has made a protest or raised a complaint against some practice of Elliot House or of another individual or entity with whom Elliot House has a business relationship, on the basis of a reasonable belief that the practice is in violation of law, or a clear mandate of public policy.

Elliot House shall not retaliate against any director, officer, staff or employee who disclose or threaten to disclose to a supervisor or a public body, any activity, policy, or practice of Elliot House that the individual reasonably believes is in violation of a law, or a rule, or regulation mandated pursuant to law or is in violation of a clear mandate of public policy concerning the health, safety, welfare, or protection of the environment.

12.05 Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

12.06 Handling of Reported Violations

The board president or vice president shall notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports shall be promptly investigated by the board and its appointed committee and appropriate corrective action shall be taken if warranted by the investigation.

This policy shall be made available to all directors, officers, staffs or employees and they shall have the opportunity to ask questions about the policy.

ARTICLE XIII
AMENDMENT OF ARTICLES OF INCORPORATION

13.01 Amendment

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

CERTIFICATE OF ADOPTION OF BYLAWS

I do hereby certify that the above stated Bylaws of Elliot House were approved by the Elliot House board of directors on June, 05, 2022 and constitute a complete copy of the Bylaws of the corporation.



Guy Wassather, Secretary

Date: June 5, 2022

Elliot House

A California Non-profit Corporation

CONFLICT OF INTEREST POLICY AND AGREEMENT

ARTICLE I PURPOSES

It is important for Elliot House directors, officers, and staff to be aware that both real and apparent conflicts of interest or dualities of interest sometimes occur in the course of conducting the affairs of the corporation and that the appearance of conflict can be troublesome even if there is in fact no conflict whatsoever. Conflicts occur because the many persons associated with the corporation should be expected to have, and do in fact generally have multiple interests and affiliations and various positions of responsibility within the community. In these situations a person will sometimes owe identical duties of loyalty to two or more corporations. The purpose of the conflict of interest policy is to protect the corporation's tax-exempt 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 might result in a possible excess benefit transaction. The policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Conflicts are undesirable because they potentially or eventually place the interests of others ahead of the corporation's obligations to its charitable purposes and to the public interest. Conflicts are also undesirable because they often reflect adversely upon the person involved and upon the institutions with which they are affiliated, regardless of the actual facts or motivations of the parties. However, the long-range best interests of the corporation do not require the termination of all association with persons who may have real or apparent conflicts that are harmless to all individuals or entities involved.

Each member of the board of directors and the staff of the corporation has a duty of loyalty to the corporation. The duty of loyalty generally requires a director or staff member to prefer the interests of the corporation over the director's/staff's interest or the interests of others. In addition, directors and staff of the corporation shall avoid acts of self-dealing which may adversely affect the tax-exempt status of the corporation or cause there to arise any sanction or penalty by a governmental authority.

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.

ARTICLE II DEFINITIONS

2.1 Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

2.2 Financial Interest

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

- (a) An ownership or investment interest in any entity with which the corporation has a transaction or arrangement,
- (b) A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, or
- (c) 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 Article III, Section 2, 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.

ARTICLE III PROCEDURES

3.1 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

3.2 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.

3.3 Procedures for Addressing the Conflict of Interest

- (a) 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.
- (b) 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.
- (c) 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.
- (d) 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.

3.4 Violations of the Conflicts of Interest Policy

- (a) 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.
- (b) 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.

ARTICLE IV RECORDS OF PROCEEDINGS

4.1 Minutes

The minutes 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.

ARTICLE V
COMPENSATION

5.1 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.

5.2 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.

5.3. 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.

ARTICLE VI
ANNUAL STATEMENTS

Each director, principal officer and member of a committee with governing board delegated powers shall annually 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
- (e) Understands that 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.

ARTICLE VII
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 corporations 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.

ARTICLE VIII
USE OF OUTSIDE EXPERTS

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

CERTIFICATE OF ADOPTION OF CONFLICT OF INTEREST
POLICY AND AGREEMENT

I do hereby certify that the above stated Conflict of Interest Policy and Agreement for Elliot House were approved and adopted by the board of directors on June, 05, 2022 and constitute a complete copy of the Conflict of Interest Policy of the corporation.



Guy Wassather, Secretary

Date: June 5, 2022

CONFLICTS OF INTEREST POLICY ACKNOWLEDGMENT

I have read the attached conflicts of interest policy and agree to comply fully with its terms and conditions at all times during my service as a Elliot House Board member. If at any time following the submission of this form, I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Elliot House Board of Directors in writing.

Disclosure of Actual or Potential Conflicts of Interest:

I acknowledge and agree that my selection for service on the Board and the opportunities made available to me by serving on the Board constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

Name: Kelley Nelson

Signature: Kelley Nelson

Date: June 5, 2022

CONFLICTS OF INTEREST POLICY ACKNOWLEDGMENT

I have read the attached conflicts of interest policy and agree to comply fully with its terms and conditions at all times during my service as a Elliot House Board member. If at any time following the submission of this form, I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Elliot House Board of Directors in writing.

Disclosure of Actual or Potential Conflicts of Interest:

I acknowledge and agree that my selection for service on the Board and the opportunities made available to me by serving on the Board constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

Name: Mike Stewart

Signature:  _____

Date: June 5, 2022

CONFLICTS OF INTEREST POLICY ACKNOWLEDGMENT

I have read the attached conflicts of interest policy and agree to comply fully with its terms and conditions at all times during my service as a Elliot House Board member. If at any time following the submission of this form, I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Elliot House Board of Directors in writing.

Disclosure of Actual or Potential Conflicts of Interest:

I acknowledge and agree that my selection for service on the Board and the opportunities made available to me by serving on the Board constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

Name: Guy Wassather

Signature:  _____

Date: June, 5 2022

CONFLICTS OF INTEREST POLICY ACKNOWLEDGMENT

I have read the attached conflicts of interest policy and agree to comply fully with its terms and conditions at all times during my service as a Elliot House Board member. If at any time following the submission of this form, I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Elliot House Board of Directors in writing.

Disclosure of Actual or Potential Conflicts of Interest:

Insurance

I acknowledge and agree that my selection for service on the Board and the opportunities made available to me by serving on the Board constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

Name: Tom Monteton

Signature: *Thomas Monteton*

Date: June 5, 2022


CONFLICTS OF INTEREST POLICY ACKNOWLEDGMENT

I have read the attached conflicts of interest policy and agree to comply fully with its terms and conditions at all times during my service as a Elliot House Board member. If at any time following the submission of this form, I become aware of any actual or potential conflicts of interest, or if the information provided below becomes inaccurate or incomplete, I will promptly notify the Elliot House Board of Directors in writing.

Disclosure of Actual or Potential Conflicts of Interest:

I acknowledge and agree that my selection for service on the Board and the opportunities made available to me by serving on the Board constitute good and valuable consideration for entering into this agreement, the receipt and sufficiency of which I hereby acknowledge.

Name: James R. Calkins

Signature:  _____

Date: June 5, 2022

Part IV - Narrative Description For Elliot House Activities

Attachment to Form 1023 submittal

Overview

The activity of Elliot House is to operate and facilitate a clean and sober living environment for the SUD (Substance Use Disorder) recovery community. The Elliot House activity will be conducted, administered, and directed by an all-volunteer group of individuals. Elliot House is located at 105 4th St., Roseville, California 95678. It is estimated that 95% of time expended on Elliot House will be devoted to operating and administrating the facility, with 5% of time expended devoted to corporate governance and reporting functions. The first fiscal year of Elliot House, 2022 will be funded through donations which will be used to acquire furniture, fixtures, utility service, and corporate formation. Subsequent fiscal years will be funded through program fees paid by participants in Elliot House. All moneys donated to or collected by Elliot House will be used for the stated purpose. The activities of Elliot House serve as a public benefit in providing the much-needed resource of a structured clean and sober transitional housing facility to the SUD recovery community, while operating as a nonprofit will allow for lower operating cost increasing the accessibility of the activity to a broader segment of the public.

The vision for Elliot House comes from the building itself, built around 1923, the two-story Craftsman styled structure was designed and built as a boarding house for railroad workers. With its unique floor plan and facilities, the structure is ideal for a group transitional living facility, such as an SLE (sober living environment). Sober in the SLE context is synonymous with a drug and alcohol free environment, The decision to form Elliot House as a California Nonprofit Corporation was made by the BOD (Board of Directors) so that the maximum benefit of the program would be enjoyed by the public and not driven by the profit motive, reducing cost and increasing public services and benefits. Once established the Elliot House program will be self-sustaining through program fees paid by the participants. The owners of the physical property, in appreciation of the unique nature of the property, purchased and remodeled the property with the specific intention of selling or renting the property to an organization for use as a transitional housing facility. The property owners have agreed to lease the property to Elliot House, pending our ability to raise the initial funds required to facilitate the transaction. To experience the unique nature of the property, a virtual tour is available on the Elliot House website, ElliotHouse.net.

Why there is a need for this organization

SUD (Substance Use Disorder) is recognized as a disability under the ADA (Americans with Disabilities Act), Section 1557 of the Affordable Care Act, and Section 504 of the Rehabilitation Act. The majority of programs to treat SUD are detox facilities where an individual's body is, with the help of medical professionals, rid of the chemical traces of intoxicants. Most detox facilities

offer programs from thirty to ninety days in duration. Some detox programs have mental health counseling and offer introductions to other programs that support the long term recovery of the individual such as AA (Alcoholics Anonymous) or NA (Narcotics Anonymous). There is more to long term sustainable recovery from SUD than detoxification of the body. Many of the detox facilities are for profit organizations, most major insurance policies cover the cost of a detoxification program, once the detoxification function is completed, the money is gone, the individual is set out upon the world, without further support, physically free of alcohol or drugs but with no support to achieving sustainable recovery from SUD. Many individuals when released from a detox facility return to the homes, neighborhoods or situations where the environment promotes, encourages, or is actively engaged in substance abuse. The individuals' chances of achieving sustainable recovery from SUD are very slim in this type of environment.

Psychology Today has estimated that 30% of people relapse from SUD recovery within the first year, 21% of people relapse from SUD recovery in the second year but only 9.6% of people relapse in years three through ten of recovery. NIAAA (National Institute on Alcohol Abuse and Alcoholism) estimates that 90% of people will relapse into active addiction within the first four years of the start of recovery. These statistics, along with the many personal testimonials that can be heard in AA and NA meetings attest to the fact that the further away from an active addiction life style to living a recovery life style the better the chances are for sustainable recovery.

An SLE offers an individual a structured, safe, drug and alcohol free environment in which to practice the life/recovery skills of personal responsibility, community involvement, active participation, and acquire, understand, and practice a sustainable recovery life style. An SLE is not a medical facility, it is providing supplemental support to the treatment and rehabilitation of individuals with the SUD disability. By requiring that an individual remain clean and sober to participate in the SLE program, by mandating attendance at recovery meetings such as AA or NA, by requiring participants to rotate on a schedule for house chores, by mandating participation in house meetings, by establishing curfew hours, by requiring an individual to maintain a clean personal space, an SLE can help transition an individual to a sustainable recovery lifestyle. Elliot House is the type of SLE that is committed to helping individuals obtain sustainable recovery.

The need for SLE's is great in the Roseville, CA area. Of the SLE's surveyed during the formation of Elliot House, there were no program spaces available, and many had a waiting list. Interviews with management at one of the Roseville's Alano Clubs, a nonprofit organization that exist to support the participants and families of individuals in the AA program, they receive a call about every other day from people seeking SLE participation. Because the SLE industry is not regulated there is not a broad base of statistical data available. Because the SLE industry is not regulated there are many for profit facilities that are physically substandard, lack mandatory sobriety, and

fail to require a rigorous recovery program. Elliot House in forming as a nonprofit CA corporation, with the transparency and accountability that comes with that nonprofit status and will adhere to a high ethical and practical standard that will be a true public benefit.

Participant Development Program

Elliot House will engage with local individuals seeking recovery through outreach and participation in organizations such as the Placer Community Foundation, a group of 40 nonprofit and governmental organizations that could provide participant referrals, participant services or services to the Elliot House. Within the SUD recovery community Elliot House will engage with the six local Alano Clubs, all 501c3 entities, in the area to support their services and avail them of the services we offer. The recovery community which actively participates in the NA program does not have an affiliated support organization like AA has with the Alano clubs. Elliot House volunteers will attend after meeting fellowship gatherings to spread the word about the mission and services of Elliot House. The traditions and structure of the AA and NA associations do not allow for solicitation of any type within the meeting, but both organizations have a rich tradition and rigorous fellowshipping before and after meetings, which allows for open discussion, personal contact, and active interaction.

Education Program

The education program of Elliot House is twofold, that of the program participants and that of the surrounding community. Program participants through mandated attendance within structured SUD recovery programs, such as AA and NA will learn the practical and belief structure that can lead to a sustainable recovery. Program participants through active participation in the Elliot House life will learn the sustainable recovery life skills of community participation, personal responsibility, cooperative community decision making, independent thinking, short- and long-term goal setting, benchmarking, and pathways to achieve success. Through Elliot House learning will become a natural part of daily life, the quest for knowledge, both self and general, will become a natural part of the individual's pathway to a sustainable recovery. Education of the community at large to the goals, mission, and purpose of the Elliot House will be achieved mainly through the Participant Development Program. By being actively involved in the recovery, general, and nonprofit communities at large all should learn and benefit from a greater understanding of the sustainable recovery process, procedures, resources, and spirit.

Outreach And Engagement Program

The outreach and engagement program of the Elliot House will be implemented through the processes and implementation of the Participant Development Program. By actively engaging with the community at large and targeting the recovery community in particular with the spirit, strength, and hope of the Elliot House program effective outreach and engagement will be achieved.

Distribution to Other Organizations and Individuals

Elliot House does not fundraise for any specific organization and Elliot House is not organized solely to contribute or fundraise for any specific entity. However, at the discretion of the Board of Directors we may at times, choose to contribute to other 501 (c) (3) tax-exempt charitable organization who share a similar mission but only if the contributions further our exempt status.

One example of an organization which we may contribute to is the Roseville Alano Club which is a U.S. based, CA nonprofit, with 501 (c) (3) tax-exempt charitable organization, that focuses on supporting the families and members of Alcoholics Anonymous and providing a meeting room for various recovery programs. The Roseville Alano Club meeting room accommodates approximately 35 AA meetings per week, on a 7 day per week schedule, is open on average 16 hours per day, and is located one block away from the physical location of the Elliot House facility.

Start Up Capital Requirements Fiscal 2022
 Elliot House, Roseville CA
 Jun-22
 Attachment For IRS Form 1023

Item Description & Source	Unit Cost	Units Needed	Total \$	Basis and Origin of Cost or Quantity
Rental Deposit for real property	\$ 8,000.00	1	\$ 8,000.00	Set by contract.
501c3, Inc filing fees, computer & Printer (Overhead Cost)	\$ 2,200.00	1	\$ 2,200.00	Paid fees and hardware cost from Best Buy.
Monthly Operating Expenses 6 mo. reserve for absorption period	\$ 6,525.00	6	\$ 39,150.00	Covering program participant absorption and furnishing facility.
Internet Web Wireless Hub (eire on-line)	\$ 300.00	1	\$ 300.00	Quoted cost for high speed high capacity wireless router.
Bed Frames with 14" floor clearance (Wayfair)	\$ 140.00	11	\$ 1,540.00	Internet researched best price, includes one unit for volunteer House Manager.
6 Drawer Tall Boy Dresser (Wayfair)	\$ 139.00	6	\$ 834.00	Internet researched best price, includes one unit for volunteer House Manager.
Pillows (Walmart)	\$ 22.00	11	\$ 242.00	Internet researched best price, includes one unit for volunteer House Manager.
Sheet Set & Comforter (Walmart)	\$ 50.00	11	\$ 550.00	Internet researched best price, includes one unit for volunteer House Manager.
20.5 CF Refrigerator (Best Buy)	\$ 700.00	2	\$ 1,400.00	Internet researched best price, includes one unit for volunteer House Manager.
2.4 CF Washer & Elec. Dryer Set (Best Buy)	\$ 1,500.00	1	\$ 1,500.00	Internet researched best price, includes one unit for volunteer House Manager.
Cleaning & Common Area Supplies	\$ 400.00	3	\$ 1,200.00	estimate based on interviews with other SLE providers
Cook Ware & Eating Service (Goodwill)	\$ 500.00	1	\$ 500.00	In-store price estimate
Livingroom Furnishing (Goodwill)	\$ 500.00	1	\$ 500.00	In-store price estimate
Breathalyzer & Drug Test	\$ 700.00	1	\$ 700.00	Internet researched best price, evidentiary grade equipment
Bed Bug Killing Enclosure	\$ 300.00	1	\$ 300.00	Internet researched best price
Total Start Up Capital Required			\$ 50,916.00	

Start Up Capital to be provided by Donations

Stabilized Monthly Cash Flow Projections For Program Operations
 Elliot House, Roseville CA
 June, 2022
 Attachment For IRS Form 1023

Income	
Total # Program Participants	10
Monthly Program Rate Per Person	\$ 800.00
Gross Potential income	\$ 8,000.00
Vacancy Factor & Participant roll-over revenue loss	\$ 400.00
Effective Gross Revenue	\$ 7,600.00

Basis and Origin of Cost or Quantity

Maximum Participants allowed by City.
 Established by survey of comparable SLE facilities.

Prudent accounting function

Expenses	
Rent	\$ 4,000.00
Recovery Meetings Support	\$ 150.00
Insurance - property/liability/E&O	\$ 600.00
Plumber	\$ 150.00
Utility Gas & Electric	\$ 700.00
Water, Sewer, Trash, Recycling	\$ 200.00
Cleaning & Common Area Supplies	\$ 400.00
Pest Control	\$ 125.00
Internet	\$ 100.00
Accounting software, and website support (Overhead Cost)	\$ 100.00
Gross Total Monthly Program Cost	\$ 6,525.00
Repair and replacement reserves	\$ 1,075.00

Rent set by contract, flat for 3 years, considered a Program cost for SLE
 Dues for membership in local Alamo Club, \$15 per participant
 Quote from licensed insurance broker familiar with SLE's
 Cost estimate from licensed plumber for drain cleaning
 Cost estimate from PG&E Utility provider based on occupancy
 Cost estimate from City of Roseville
 estimate based on conversations with other SLE facilities
 Cost estimate from licensed pest control provider
 Estimate based on local internet provider for high volume fiber service
 Quoted prices for website and accounting software all labor volunteer

Money to be held for future needs