**MyTake**

**Form 1023 Narrative Detail**

**Part IV – Past, Present and Planned Activities**

History, Mission and Vision: MyTake formed in 2017 when two colleagues collaborated to formally organize as an initiative intent on building a platform to enable sourced, fact-based dialogue. Mytake envisions a community where fact-based discussion and dialogue is available to all. The initial focus is the United States political environment.

Presently, MyTakes is building a prototype of the platform to do a proof-of-concept.

In the future, a Board of Directors will be named and an initial strategic plan is being developed which includes the action steps necessary to establish our prototype and raise the funds to build the full version once having addressed any issues from the POC.

**Part V – Conflict of Interest Policy Drafted for adoption by the board of directors on XXX-XX-2017**

**ARTICLE 9 – CONFLICTS OF INTEREST - CONTRACTING WITH**

**INTERESTED PARTIES**

*Any and all of the directors, officers and management of the Corporation, or others as may be designated by the Board of Directors shall be “Interested Persons”. It is the policy of the Corporation to hold all Interested Persons to strict standards of fiduciary responsibility, honesty and fair dealing in any transaction with or on behalf of the Corporation. Interested Persons shall not, directly or indirectly, use their positions or knowledge gained there from to personally benefit unfairly from, or to cause any third party to benefit unfairly from, any dealings with the Corporation. No Interested Person shall accept any favor, gratuity, or other consideration that might influence his or her actions affecting the Corporation or its clients. All Interested Persons are expected to regulate their activities so as to avoid actual impropriety and/or the appearance of impropriety which might arise from the influence of those activities on business decisions of the Corporation or from disclosure or private use of the business affairs or plans of the Corporation.*

*The Corporation has adopted the following Conflict of Interest Policy to address any actual or potential conflict of interest:*

***PURPOSE***

*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. It is intended to provide a governing document:*

* *To assure that all Covered Persons exercise the utmost good faith and loyalty to MyTakes Initiative (the Corporation) in all transactions touching upon their duties to THE CORPORATION, its property, and its clients.*
* *To protect the interests of THE CORPORATION when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a Covered Person or might result in a possible excess benefit transaction.*
* *To set forth the conditions for participation by Covered Persons whose service to THE CORPORATION may provide benefit to THE CORPORATION because of his/her business and professional expertise.*

***APPLICABILITY***

*This policy applies to all directors, officers, employees, committee members, and volunteers of THE CORPORATION and its subsidiaries*

***POLICY***

*It is the policy of THE CORPORATION to hold all Covered Persons to strict standards of fiduciary responsibility, honesty, and fair dealing in any transaction with or on behalf of THE CORPORATION. Covered Persons shall not, directly or indirectly, use their positions or knowledge gained there from to personally benefit unfairly from, or to cause any third party to benefit unfairly from, any dealings with THE CORPORATION. No Covered Person shall accept any favor, gratuity, or other consideration that might influence his or her actions affecting THE CORPORATION or its clients.*

*All Covered Persons are expected to regulate their activities so as to avoid actual impropriety and/or the appearance of impropriety which might arise from the influence of those activities on business decisions of THE CORPORATION or from disclosure or private use of the business affairs or plans of THE CORPORATION*

***DEFINITIONS***

*Compensation: Includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.*

*Conflict of Interest: A conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust.*

*Covered Person: Any director, officer, employee, committee member, or volunteer of THE CORPORATION or its subsidiaries.*

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

* *An ownership or investment interest in any entity with which THE CORPORATION has a transaction or arrangement, or*
* *A compensation arrangement with THE CORPORATION or with any entity or individual with which THE CORPORATION has a transaction or arrangement, or*
* *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.*

*Interested Person: An Interested Person is any Covered Person who has a direct or indirect Financial Interest.*

***RESPONSIBILITY***

*Responsibility for Compliance*

*The CORPORATION board of directors has designated the Treasurer as the Chief Compliance Officer responsible for implementation and administration of the Compliance Program. The CORPORATION board of directors shall be responsible for administering this Conflict of Interest policy as it relates to its own members.*

*Responsibilities of Covered Persons*

 *Duty to Disclose. A Covered Person, whether because of his/her employment, business interests, investments, or otherwise, who has interests that do or may, directly or indirectly, compete with or be in conflict with the interests of THE CORPORATION shall promptly disclose all material facts of such conflict of interest in writing to the Chairperson of the Board of Directors and/or to the Executive Director of THE CORPORATION. Such person shall also announce the same at any meeting or discussion in which he/she is a participant and at which such conflict arises and shall refrain from acting thereon.*

*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:*

* *Has received a copy of this Conflict of Interest policy,*
* *Has read and understands the policy,*
* *Has agreed to comply with the policy, and*
* *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.*

***PROCEDURES***

 *Determining Whether a Conflict of Interest Exists*

* *After disclosure of a 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 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.*
* *The minutes of the governing board and all committees with board delegated powers shall contain:*
* *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.*
* *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.*

*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.*

*Violations of the Conflicts of Interest Policy*

* *If the Governing board or committee has reasonable cause to believe a Covered Person has failed to disclose actual or possible conflicts of interest, the Covered Person shall be informed of the basis for such belief and shall be afforded an opportunity to explain the alleged failure to disclose.*
* *If, after hearing the Covered Person’s response and after making further investigation as warranted by the circumstances, it is determined that the Covered Person has in fact failed to disclose an actual or possible conflict of interest, disciplinary and corrective action shall be taken by the Chief Compliance Officer or by the governing board, as appropriate.*

*Compensation.*

* *Voting members of the governing board and members of committees with board delegated authority who receive compensation, directly or indirectly, from THE CORPORATION for services are precluded from voting on matters pertaining to such compensation.*

***EXAMPLES AND GUIDELINES***

*Financial*

*The following illustrations while not all inclusive, are intended to be representative of the kinds of financial activities that might be engaged in by a Covered Person or a member of his/her household and which could cause a conflict of interest. Any of the items below will require a disclosure in writing in accordance with paragraph 5.2.*

* *Ownership in any outside concern that does business with THE CORPORATION. This does not apply to stock or other investments in a publicly held corporation, provided that the value of such stock or other investment does not exceed one percent of the corporation's outstanding stock. THE CORPORATION may, following a review of the relevant facts, permit ownership interests which exceed one percent if management concludes that such ownership interest will not impact THE CORPORATION's business interests or the judgment of the Covered Person.*
* *Representation of THE CORPORATION by a Covered Person in any transaction in which he/she or a household member has a substantial personal interest.*
* *Conduct of any business with any THE CORPORATION vendor, supplier, contractor, or agency, or with any of their officers or employees.*
* *Disclosure or use of confidential, special, or inside information of, or about, THE CORPORATION particularly if such disclosure or use might accrue to the personal profit or advantage of a Covered Person or a household member.*
* *Competition with THE CORPORATION by a Covered Person, directly or indirectly, in the purchase, sale, or ownership of property or property rights or interests, or in business investment opportunities.*

*Performance of Service for Competitors or Vendors*

* *No Covered Person shall perform work, or render services for, or be employed by any competitor of THE CORPORATION or for any organization with which THE CORPORATION does business or which seeks to do business with THE CORPORATION outside of the normal course of his/her employment with THE CORPORATION without the approval of the Executive Director of THE CORPORATION. Nor shall any employee be a director, trustee, officer, or consultant of such an organization, nor shall he/she permit his/her name to be used in any manner that would tend to indicate a business connection with such organization.*

**Part VI – Provision of goods and services.**

MYTAKES is a community organization providing on-line resources for people to engage in political and other discussions in a fact-based environment.. Access to the site will be offered free of charge.

Participation is user-driven only. The site is open to all users without restriction.

Ads will be used to generate revenue.

**Part VIII**

MYTAKES will accept donations of vehicles and real property to be sold to support the efforts of MyTakes. Acceptance of such items will be evaluated and approved according to the policies and procedures set forth by MYTAKES, and will be recorded per accepted accounting standards.

**Part IX – Financial Data**

Revenue:

Line 9, Receipts from admissions , merchandise or services performed – we do not anticipate such fees for service in the upcoming fiscal year, but we do anticipate fees for *advertisers.* Initially the majority of our income will come from individual donations and grants. As awareness grows and participation increases, we anticipate that income from advertising will increase.

Expenses:

 Line 15, Contributions, gifts, grants and similar amounts paid out *– [do we have any of this?]*  They are anticipated to total -0- in year 1, $xxx in year 2, and $xxx in year 3.

 Line 23, Other expenses – this includes costs for computers, travel expense, food and other costs related to activities of the staff and BoD as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| Budget Item | Year ending 6/30/16 | Year ending 6/30/17 | Year ending 6/30/18 |
| Computers and related equipment and programs | $ 1,500 | 1,000 | 2,000 |
|  |  |  |  |
|  |  |  |  |
| Speakers/training resources | 1,000 | 1,500 | 2,000 |
| Travel expense \* | 1,000 | 1,000 | 1,000 |
| Food, other supplies for meetings and events | 500 | 1,200 | 2,250 |
| Informational materials | 1,250 | 1,500 | 2,500 |
| Postage/Delivery | 250 | 500 | 750 |
| Totals | 5,500 | 6,700 | 10,500 |