

EIN 92-2825831

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DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
02/14/2023	202304003520	DOMESTIC NONPROFIT CORP - ARTICLES (ARN)	99.00	0.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

WARRIORS FOR WELLNESS CORPORATION
5235 WILKERSON LANE
WAYNESVILLE, OH 45068

**STATE OF OHIO
CERTIFICATE**

**Ohio Secretary of State, Frank LaRose
4999433**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
WARRIORS FOR WELLNESS CORPORATION

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC NONPROFIT CORP - ARTICLES

Effective Date: 03/15/2023

Document No(s):

202304003520



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
14th day of February, A.D. 2023.

Ohio Secretary of State

Form 532B Prescribed by:

Date Electronically Filed: 2/13/2023



Toll Free: 877.767.3453 | Central Ohio: 614.466.3910

OhioSoS.gov | business@OhioSoS.gov

File online or for more information: OhioBusinessCentral.gov

**Initial Articles of Incorporation
(Nonprofit, Domestic Corporation)
Filing Fee: \$99
(114-ARN)
Form Must Be Typed**

First: Name of Corporation

Second: Location of Principal Office in Ohio

City

State

County

Optional: Effective Date (MM/DD/YYYY)

(The legal existence of the corporation begins upon the filing of the articles or on a later date specified that is not more than ninety days after filing.)

Third: Purpose for which corporation is formed

Warriors for Wellness 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 the corporation is to provide free or reduced-cost wellness education, coaching, consultation, and physical therapy services to veterans and other underserved populations, with a particular emphasis on the management of chronic pain.

** Note: for Nonprofit Corporations: The Secretary of State does not grant tax exempt status. Filing with our office is not sufficient to obtain state or federal tax exemptions. Contact the Ohio Department of Taxation and the Internal Revenue Service to ensure that the nonprofit corporation secures the proper state and federal tax exemptions. These agencies may require that a purpose clause be provided. **

** Note: ORC Chapter 1702 allows for additional provisions to be included in the Articles of Incorporation that are filed with this office. If including any of these additional provisions, please do so by including them in an attachment to this form. **

Original Appointment of Statutory Agent

The undersigned, being at least a majority of the incorporators of

Warriors for Wellness Corporation

(Name of Corporation)

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:

TERESA J DIX-GREER

(Name of Statutory Agent)

5235 WILKERSON LN

(Mailing Address)

WAYNESVILLE

(Mailing City)

OH

(Mailing State)

45068

(Mailing ZIP Code)

Must be signed by the incorporators or a majority of the incorporators.

TERESA J DIX-GREER

(Signature)

(Signature)

(Signature)

Acceptance of Appointment

The Undersigned, TERESA J DIX-GREER, named herein as the
(Name of Statutory Agent)

Statutory agent for Warriors for Wellness Corporation
(Name of Corporation)

hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Statutory Agent Signature TERESA J DIX-GREER

(Individual Agent's Signature / Signature on Behalf of Business Serving as Agent)

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by the incorporator(s).

TERESA J DIX-GREER

Signature

By (if applicable)

If the incorporator is an individual, then they must sign in the "signature" box and print his/her name in the "Print Name" box.

Print Name

If the incorporator is a business entity, not an individual, then please print the entity name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print his/her name and title/authority in the "Print Name" box.

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

Warriors for Wellness Corporation

Nonprofit Bylaws

Article I, Name

1.01 Name

The name of this corporation shall be Warriors for Wellness.

The business of the corporation may be conducted as Warriors 4 Wellness.

Article II, Purposes and Legal Powers

2.01 Purpose

Warriors for Wellness is a nonprofit 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 purpose of the corporation is to provide free or reduced cost wellness education, coaching, consultation, and physical therapy services to veterans and other underserved populations, with a particular emphasis on the management of chronic pain. Warriors for Wellness will use the corporation's website to provide educational material related to wellness and chronic pain management to the general public. The corporation may seek to maximize its efforts by collaborating with other non-profit organizations which fall under the 501(c)(3) section of the internal revenue code and are operated exclusively for educational and charitable purposes.

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 Legal 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

Nonprofit Legal Status

Warriors for Wellness is a Ohio nonprofit corporation, recognized as tax exempt under Section 510(c)(3) of the United States Internal Revenue Code.

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.

Distribution Upon Dissolution

- Upon termination or dissolution of the Warriors for Wellness Corporation, any assets and resources lawfully available for distribution shall be distributed to one (1) or more qualifying organization described in Section 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which the organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the termination or dissolving corporation.
- The organization to receive the assets of the Warriors for Wellness Corporation 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 Warriors for Wellness, by (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 and resources to be distributed, giving preference if practicable to organizations located within the State of Ohio.

- 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 Warriors for Wellness Corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Ohio to be added to the general fund.

Article III, Membership

3.01 No Membership Classes

The corporation shall have no membership class and 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 governing body 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, 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, 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 resolutions and these bylaws.

Article IV, Board of Directors

4.01 Number of Directors

Warriors for Wellness Corporation shall have a board of directors consisting of at least three (3) and no more than fifteen (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 legal powers shall be exercised by or under the authority of the board and the affairs of the Warriors for Wellness Corporation shall be managed under the direction of the board, except as otherwise provided by law.

4.03 Terms

- All directors shall be elected to serve a one-year term, however the term may be extended until a successor has been elected.
- Director terms shall be staggered so that approximately half the number of directors will end their terms in any given year.
- Directors may serve terms in succession.
- 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, the individual must be 18 years of age and an affiliate within affiliate classifications created by the board. Directors may be elected at any board meeting by the majority vote. 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 position, subject to the maximum number of directors under these Bylaws.

- **Unexpected Vacancies.** Vacancies due to resignation, death, or removal shall

be filled by the board members for the balance of the term of the director being replaced.

4.06 Removal of Directors

A director may be removed by two-thirds vote of director then in office, if:

- the director is absent and unexcused from two or more board meetings in a twelve month period. The president is empowered to excuse directors from attendance for a reason deemed adequate by the president. The president shall not have the power to excuse him/herself from board meeting attendance and in that case, the vice president shall excuse the president. Or:
- for cause or no cause, if before any meeting of the members 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.

4.07 Board of Director Meetings

- **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. These 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 the meeting. The purpose of the meeting need not be specified.
- **Special Meetings.** Special meetings may be called by the president, vice president, secretary, treasurer, or any two (2) other directors. A special meeting must be preceded by at least two (2) days' notice to each director of the date, time, and place, but not the purpose, of the meeting.
- **Waiver of Notice.** Any director may waive notice of any meeting, in accordance with Ohio law.

4.08 Manner of Acting

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

present.

- **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.
- **Hung Decisions.** On the occasion that directors 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.
- **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 Members for Services

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 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, shall have all the authority of the board, except that no committee, regardless of resolution, may:

- take any final action on matters which also requires board members' approval or approval of a majority of all members;
- fill vacancies on the board of directors or in any committee which has the authority of the board;
- amend or repeal Bylaws or adopt new Bylaws;
- amend or repeal any resolution which by its express terms is not so amendable or repealable;
- appoint any other committees or the members of these committees;
- expend corporate funds to support a nominee or director; or approve any transaction;

(i) to which the corporation is a party and one or more director 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.

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 or by resolution of the committee. Special meetings of the committee may also be called by a resolution. 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 governing body may adopt rules for the governing of the committee not inconsistent with the provision of these Bylaws.

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 email

transmission from an email address on record constitutes a valid writing. The intent of the provision is to allow the board to use email to approve actions, as long as a quorum gives consent.

Article VI, Officers

6.01 Board Officers

The officers of the corporation shall be a president, vice-president, secretary, and treasurer, all of whom shall be chosen by, and serve at the pleasure of, the board of directors. Each 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 directions may determine.

One person may hold two or more offices, but no 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 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 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 President

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

6.05 Vice President

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

The vice-president shall normally accede to the office of president upon the completion of the 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 or the 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 governing body 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 financial condition of the corporation, are made available to the board on a timely basis or as may be required by the board.

The treasurer shall perform all duties properly required by the board or the 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

7.01 Contracts and other Writings

Except as otherwise provided by resolution or policy of the board, 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 a resolution.

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 governing body or a designated committee 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

- **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.

- **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.
- **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 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.
- **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 expense to an employee or agent of the corporation who is not a director, consistent with Ohio 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, a record of all actions taken by board of directors without a meeting, and a record of all actions taken by committees of the organization. In addition, the corporation shall keep a copy of the corporation's Articles of Corporation 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.

804 Nondiscrimination Policy

The officers, 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 Warriors for Wellness Corporation 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.

Article IX, Counter-Terrorism and Due Diligence Policy

In furtherance of its tax exemption by contributions to other organizations, domestic or foreign, Warriors for Wellness Corporation 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, Warriors for Wellness Corporation 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 charity activity by terrorist organizations and their support networks.

Warriors for Wellness Corporation shall also comply and put into practice the federal guidelines, suggestion, laws and limitation set form 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 Warriors for Wellness Corporation records.

10.02 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, Warriors for Wellness Corporation 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

Warriors for Wellness Corporation expects all officers, and employees to comply fully with any published records retention or destruction policies and schedules, provided that all officers, and employees should note the following general exception to any stated destruction schedule: If you believe, or the Warriors for Wellness Corporation 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

Corporate Documents

Corporate documents include the corporation's Articles of Incorporation, Bylaws and

IRS Form 1023 and Application for Tax Exemption. Corporate records should be retained permanently. IRS regulations require that the Form 1023 be available for public inspection upon request as set forth in these bylaws.

Tax Records

Tax records include, but are not 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 at least seven (7) years from the date of filing the applicable return.

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 (3) years. Retirement and pension records should be kept permanently. Other employment and personnel records should be retained for seven (7) years.

Board and Committee Materials

Meeting minutes should be retained in perpetuity in the corporation's minute book. A clean copy of all other Board and Committee materials should be kept for no less than three (3) years by the corporation.

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.

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 (10) years.

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 (3) 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 (3) years beyond the life of the agreement.

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 derives independent economic value from the secrecy of the information; and has taken affirmative steps to keep the information confidential.

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 (3) years beyond the life of the agreement, and longer in the case of publicly filed contracts.

Correspondence

Unless correspondence falls under another category listed elsewhere in this policy, correspondence should generally be saved for two (2) years.

Banking and Accounting

Accounts payable ledgers and schedules should be kept for seven (7) years. Bank reconciliations, bank statements, deposit slips and checks (unless for important payments and purchase) should be kept for three (3) years. Any inventories of producers, materials, and supplies and any invoices should be kept for seven (7) years.

Insurance

Expired insurance policies, insurance records, accident reports, claims, etc., should be kept permanently.

Audit Records

External audit reports should be kept permanently. Internal audit reports should be kept for three (3) years.

Section 4 - Electronic Mail

Email that needs to be saved should be either printed in hard copy and kept in the appropriate file; or 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 email, as

covered elsewhere in the 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, Warriors for Wellness Corporation practices and encourages transparency and accountability to the general public. This policy will:

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

The details of this policy are as follow:

Financial and IRS Documents (The form 1023 and the form 990)

Warriors for Wellness Corporation 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.

Means and Conditions of Disclosure

Warriors for Wellness Corporation shall make “widely available” the aforementioned documents on its internet website www.warriors4wellness.org to be viewed and inspected by the general public.

- 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 files with the IRS (except information exempt from public disclosure requirements, such as contributor lists).
- The website shall clearly inform readers that the document is available and

provide instructions for downloading it.

- Warriors for Wellness Corporation 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).
- Warriors for Wellness Corporation 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 within seven (7) days for mailed requests.

11.04 IRS Annual Information Returns (Form 990)

Warriors for Wellness Corporation shall submit the Form 990 to its governing body 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 governing body via hard copy or email at least ten (10) days before the Form 990 is filed with the IRS.

11.05 Board

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

11.06 Staff Records

- All staff records shall be available for consultation by the staff member concerned or by their legal representatives.
- No staff records shall be made available to any person outside the corporation except the authorized governmental agencies.
- Within the corporation, staff records shall be made available only to those persons with managerial or personnel responsibilities for that staff member, except that;

- Staff records shall be made available to the board when requested.

11.07 Donor Records

- All donor records shall be available for consultation by the members and donors concerned or by their legal representatives.
- No donor records shall be made available to any other person outside the corporation except the authorized governmental agencies.
- 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;
- Donor records shall be made available to the board when requested.

Article XII, Codes of Ethics and Whistle-Blower Policy

12.01 Purpose

Warriors for Wellness Corporation requires and encourages members, 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 Warriors of Wellness Corporation 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 officer, staff or employee reasonably believes that some policy, practice, or activity of Warriors for Wellness Corporation is in violation of law, a written complaint must be filed by that person with the vice-president or the 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 Warriors for Wellness Corporation and provides the Warriors for Wellness with a reasonable opportunity to investigate and correct the alleged unlawful activity.

The protection described below is only available to individuals that comply with the requirement. The Warriors for Wellness Corporation shall not retaliate against any officer, staff or employee who in good faith, has made a protest or raised a complaint against some practice of Warriors for Wellness Corporation or of another individual or entity with whom Warriors for Wellness 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.

The Warriors for Wellness Corporation shall not retaliate against any officer, staff or employee who disclose or threaten to disclose to a supervisor or public body, any activity, policy, or practice of Warriors for Wellness 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. Report 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 president or vice-president shall notify the sender and acknowledge receipt of the reported violation or suspected violation within five (5) 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, staff or employees through these bylaws and they shall have the opportunity to ask questions about the policy.

Article XIII, Amendments of Bylaws and Articles of Incorporation

13.01 Amendments to the Articles of Incorporation

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

13.02 Amendments to the Bylaws

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

- that no amendment shall be made to these Bylaws which would cause the corporation to cease to qualify as a tax 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
- that an amendment does not affect the voting rights of the directors. An amendment that does affect the voting rights of directors further requires ratification by a two-thirds (2/3) vote of a quorum.
- that all amendments be consistent with the Articles of Incorporation.

Nonprofit Bylaws Certificate of Adoption of Bylaws

I do hereby certify that the above stated Bylaws of Warriors for Wellness Corporation were approved by the Warriors for Wellness board of directors on 03_08/2023 and constitute a complete copy of the Bylaws of the corporation.

Jimie Ray Estep II		3/21/2023
Secretary's Name	Secretary Signature	Date

Warriors for Wellness Corporation

Nonprofit Conflict of Interest Policy

Article 1, Purposes

It is important for Warriors of Wellness Corporation 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.

Conflicts are undesirable because they potentially or eventually place the interest 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 interest of the corporation does 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.

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.

Article II, Definitions

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.

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,
- 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.

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

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.

Procedures for Addressing the Conflict of Interest

- An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested director 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 member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV, Records of Proceedings

Board Minutes

The minutes of the governing board and all committees with board delegated poses 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 decisions 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 alternative 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 the 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:

- Has received a copy of the conflicts 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.

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 should be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- Whether partnerships, joint ventures, and arrangements with management corporations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payment 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 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 review are conducted.

Certificate of Adoption of Conflict of Interest Policy

I do hereby certify that the above stated Conflict of Interest Policy and Agreement for Warriors for Wellness Corporation were approved and adopted by the board of directors on 03/08/2023 and constitute a complete copy of the Conflict of Interest Policy of the Corporation.

Jimie Ray Estep II		03/08/2023
Secretary's Name	Secretary Signature	Date

WARRIORS FOR WELLNESS

An Ohio Non-Profit Corporation

IRS FORM 1023

ATTACHMENT

Part IV Narrative Description of Activities

Overview

It is the mission, duty and purpose of Warriors for Wellness to provide equitable access to holistic wellness services in lower socioeconomic communities by providing free or reduced-cost wellness education, coaching, consultation, and group exercise classes to veterans and other underserved populations.

Recent reports per the Center for Disease Control estimate that 6 out of 10 Americans suffer from at least one chronic disease, and 4 out of 10 are managing two or more chronic conditions. (Raghupathi & Raghupathi, 2018). In addition, 65.6% of veterans and 56.4% of non-military individuals in the US experience chronic pain, and veterans experience intense, chronic pain 50% more frequently than non-veterans (Nahin, 2016). The U.S spends twice as much per capita on healthcare than other large, wealthy countries (Wager et al., 2024), yet, the incidence of our chronic health conditions is only expected to exponentially worsen.

There is a large body of research which confirms that chronic conditions can be prevented and/or managed through holistic health practices such as changes in nutrition, activity level, sleep, and stress management. In 2015, the Veterans Administration acknowledged the need for holistic healthcare to prevent and manage chronic disease, however, to date, veterans have experienced significant barriers in accessing holistic care due to staffing issues, clinical preferences and inexperience (VA Directive 1137). This barrier in access to holistic healthcare approaches is shared by many other sectors of the general public. A 2021 National Healthcare Quality and Disparities Report asserts:

Historically, Americans have experienced variable access to care based on race, ethnicity, socioeconomic status, age, sex, disability status, sexual orientation, gender identity, and residential location. Equitable access to healthcare means having the timely use of personal health services to achieve the best health outcomes and includes access to health services aimed at preventing and managing disease, reducing unnecessary disability and premature death, and achieving health equity for all Americans.

Education

Education comprises the mainstay of our mission and will account for 90% or greater of the organization's financial and time resources.

Warriors for Wellness provides free and reduced-cost education promoting holistic health and wellness through the dissemination of evidence-based/evidence-informed facts, charts, graphs, and statistics. The mission of Warriors for Wellness is to target underserved communities who do not traditionally have access to holistic, wellness education. All educational services are

developed and delivered by our Incorporator and Health Coach, Teresa Dix-Greer, who will be the only salaried employee of Warriors for Wellness at present.

Warriors for Wellness provides said education per several forums and in various locations:

Individual and Group Live Online Education

Warriors for Wellness presents live telehealth education per our website as its primary means of educating the public. These presentations focus on the Five Pillars of Wellness, normal physiological function, and safe, holistic means of preventing and managing chronic illness, with a particular emphasis on the management of chronic pain. This education also highlights the geographical, economical, and social aspects of chronic disease. The Five Pillars of Wellness may be viewed on the homepage of our website.

- An example of said live online educational forums includes “Mindful Movement”. This weekly group focuses on 30 minutes of wellness education and 30 minutes of mindfulness-based exercise. The class targets veterans with chronic pain and provides participants with regular access to social interaction and a sense of belonging, some of the strongest predictors of longevity and health.
- Warriors for Wellness offers additional live online group education classes on our website. Wellness and Spirituality and Wellness and Recovery Classes may be scheduled as online groups or as face-to-face education in the Dayton/Cincinnati area by local community organizations such as churches and recovery centers. “Functional Nutrition for Chronic Pain” will also be offered to local veterans organizations, such as AMVETS, and Veterans of Foreign Wars. This course may also be offered as a Master Class as a means of raising funds for our organization, consistent with our exempt purpose. Detailed descriptions of all online classes can be viewed on our website.

We also offer online individualized education with our health coach. The sessions include motivational interviewing strategies which promote healthy, sustainable behavioral change. The professional and educational history of our Incorporator and Health Coach and a detailed description regarding the nature and importance of health coaching can be viewed on the homepage of our website.

Educational Collaboration

Warriors for Wellness also collaborates with other community organizations who share our mission of making holistic education and wellness services available to underserved communities. These connections are opportunities for the exchange of ideas and do not consist of monetary collaborations. We do not make any distributions, monetary or otherwise, to any other organization. Examples of our collaborations related to wellness include our work with 2 charitable organizations offering wellness education to women in recovery from addiction: Hope Hub, (P.O. Box 434 Xenia, OH 45385. EIN # 85-3094746), and Her Story (P.O. Box 212 Xenia, OH 45385. EIN # 81-1009951).

- Warriors for Wellness developed and delivered a 25 week evidence-informed educational module addressing “Wellness, Spirituality and Recovery” for the residents of Hope Hub.

In 2024, we will offer a 52-week program, (5-10 hours/week) which will include opportunities for individual health coaching, mindfulness-based exercise, and leisure-based learning activities.

- Warriors for Wellness has also collaborated with Her Story on the development of a Holistic Wellness Model for Recovery. This 11 week educational module, funded by the ADAMHS Board of Montgomery County, Ohio, is now being used as a pilot study. Warriors for Wellness has and will participate in the delivery of this education for participants in the pilot study and other organizations who may purchase this model for holistic wellness recovery care. Since March 2024, we have provided 5-6 hours/wk of curriculum building/instruction. To date, these noted collaborations and wellness education services have been provided to both Hope Hub and Her Story, free of charge.

Educational Video Content

Warriors for Wellness also creates educational video content focused on improving community awareness related to health and wellness and concomitantly improving awareness of the services and mission of our organization. An excerpt of educational video created for the Solana Lakeview Community (11001 W 15th Pl, Lakewood, CO) can be viewed on the blog page of our website under “The Five Pillars of Wellness”. To date, the development of video content has not been a priority for our corporation, but this educational forum will likely be utilized more significantly in the future.

Digital Media

We take advantage of various social media outlets such as the Warriors for Wellness blog page and social networking sites, such as Facebook and Twitter. Initially, Warriors for Wellness was creating blogs an average of 1 every 3 weeks. Due to limitations imposed by our insurance which prohibit disseminating this education to the general public, we have decreased emphasis on this forum of education. We plan to continue to work in the future to be able to disseminate this education to a larger audience. All educational blogs can be viewed on the corporation’s website.

It is our goal to bring awareness from every medium possible, and this does not exclude documentaries and photos of our activities, projects, programs and fundraisers. We chronicle our efforts and activities on the corporation’s website and in quarterly Newsletters and updates. Examples of our digital media can be perused on the Warriors for Wellness Facebook page under warriors4wellness.org.

Summary of how the Above Activities Further our Exempt Purpose

Warriors for Wellness is furthering its exempt purposes by improving “access to (holistic) health services aimed at preventing and managing disease, reducing unnecessary disability and premature death, and promoting health equity”, the mission espoused by the 2021 National Healthcare Quality and Disparities Report.

Consistent with our exempt purposes, we have accomplished the following: 1) Offering free and reduced cost, online and in-person group and individualized wellness education and activity.

2) Creating educational video content related to wellness. 3) Utilizing our website's blog and social media forums to disseminate wellness information. 4) Collaborating with other community nonprofits to influence the development and implementation of holistic healthcare models for individuals in recovery. In doing so, Warriors for Wellness is fulfilling our mission to make wellness services available to veterans and other underserved populations.

Part VI Financial Data

Statement of Projected Revenues and Expenses for 2023, 2024, 2025, and 2026 Tax Years

The following table consists of the projected gross income from monetary donations, grants and gifts to the corporation for further clarification.

Revenue Title	2023 Tax Year	2024 Tax Year	2025 Tax Year	2026 Tax Year
Online & Square POS Donations	\$4308	\$6000	\$6600	\$7260
Checks	\$1285	\$540	\$594	\$653
Cash Donations	\$1221	\$420	\$462	\$508
Grants	\$0	\$18,000	\$19,800	\$21,780
In Kind Donations	\$1572	\$6,000	\$6,600	\$7260
Sponsorships	\$0	\$2400	\$2640	\$2904
Fees for Wellness Services	\$455	\$9600	\$10,560	\$11,616
Fundraisers	\$2506	\$10,200	\$11,220	\$12,342
Sales (Website Merchandise, etc....)	\$22	\$600	\$660	\$726
Total Revenue:	\$11,369	\$53,760	\$59,136	\$65,050

The following table consists of the corporation expenses, expenditures and spending for the shown years.

Expense Title	2023 Tax Year	2024 Tax Year	2025 Tax Year	2026 Tax Year
Funds Spent On Actual Programs	\$6059	\$1585	\$4352	\$7526
Accounting/Bookkeeping	\$0	\$842	\$885	\$929
Fundraising Expenses	\$0	\$420	\$441	\$463
Insurance	\$269	\$480	\$504	\$529
Legal Fees	\$499	\$648	\$680	\$714
Printing	\$0	\$176	\$185	\$194

Employee Salaries	\$0	\$45,000	\$47,250	\$49,613
Office Supplies & Software	\$1346	\$1167	\$1225	\$1287
Tax	\$0	\$3442	\$3614	\$3795
Other	\$3196	0	0	0
Total Expenses:	\$11,369	\$53,760	\$59,136	\$65,050

Further Breakdown of Expenses

Please note that the inflation rate for the years of 2025 and 2026 has been calculated based on a 10% increase annually.

Expense	Month	Year	Clarification Notes: Calculated Based On:
Funds Spent on Actual Programs	\$132	\$1585	Financial Projection Worksheet for IRS Form 1023 (based on Zero withholding and Zero-Sum Accounting).
Accounting/Bookkeeping	\$70.16	\$842	Direct quotes from Goldshot, Lamb & Hobbs Accounting for initial set-up (\$290), and for monthly basic payroll software through GUSTO (\$46/month).
Fundraising Expenses	\$35	\$420	Email and Social Media: 4 Facebook Meta Advertisement Campaigns with spending limit of \$30 each (\$120). Foundation Grant/Government Grant Solicitations: No additional cost to the organization. To be completed by volunteers with knowledge of the grant application process. In-Kind donations: No additional cost to the organization. Donations will be obtained by volunteers. Website Donations: No additional cost to the organization. Our fundraising platform assesses its fees per the donor. Lectures & Masterclasses: To be provided by staff at no additional cost. Small-Scale Community Fundraisers & Raffles: Provided at no cost to the organization per donated items and volunteer hours. Holiday Fundraiser: Cost of evergreen supplies (\$300). Market space is donated. Sale of Merchandise: T-shirts created by volunteers. No stock t-shirts needed, as shirts produced only upon customer order through Printful.
Insurance	\$40	\$480	Direct quote for 12 months of liability coverage for one employee (Alternative Balance Insurance \$360), plus the cost of yearly Workman’s Comp Coverage (\$120).
Legal Fees	\$54	\$648	Direct quotes for: Legal consultation related to completion of the 1023 application (\$399), the cost of health coaching forms/disclosures per Wellness Law

			(\$150/hr), and a basic copyright for intellectual property per Trademark Engine (\$99).
Printing	\$14.66	\$176	Cost of 4 Staples Foam Board Posters/large, base price.
Employee Salaries	\$3750	\$45,000	Salary for one, full-time employee to serve as our Health Coach, CEO, developer of wellness education. Salary created with intention to stay well below the limits for highly compensated employees. This also falls below average salary ranges for OH Health Coaches (Indeed 2024 estimate: \$49,600 annually).
Office Supplies & Software	\$97.25	\$1167	We try our best to use "Open Source" or free software when available. When required by third party vendors (ie: payroll, and form builders), we will purchase licenses as required in the most cost effective manner. The total estimated cost is in reference to business cards, printer paper and ink, payroll checks, Adobe, Wix (monthly formbuilder/domain and premium business), Zoom, and Spotify.
Tax	\$286	\$3442	Based on 7.65% FICA for one employee salaried at \$45,000 annually.
Other/Initial Start-Up Costs	\$266	\$3196	2023 Expenses based on mileage reimbursement (.58/mile) and training for "Functional Nutrition for Chronic Pain Certification" (\$1,017). Mileage accrued as part of initial start up costs by the organization's sole employee. Mileage in following tax years will not be covered by the corporation once the employee is receiving a salary, unless determined by the Board of Directors.