

Guidelines and Steps to Becoming an Affiliate of Mobility Worldwide International Inc.

The Process of Becoming an Affiliate of Mobility Worldwide International, Inc., doing business as Mobility Worldwide.

The purpose of this document is to provide guidance in the process of becoming an Affiliate of Mobility Worldwide International, Inc.
(Mobility Worldwide International, Inc.

By completing the process and becoming an Affiliate, you are joining an ecumenical Christian community that is committed to the MOBILITY WORLDWIDE Mission, Organizational Responsibilities and Operational Principles.

Section 3 of this document concentrates on the steps and activities that will be required to successfully complete the processes required by the MOBILITY WORLDWIDE covenant agreement.

Section 4 focuses on optional activities that you will go through to successfully operate and grow your affiliate. These are not requirements but suggested activities that need to be reviewed periodically as your organization grows within the MOBILITY WORLDWIDE family.



Table of Contents

Contents

1.0	Mission	5
2.0	Mobility Worldwide International Covenants with MOBILITY WORLDWIDE Affiliates	5
3.0	Becoming an Affiliate	6
3.1	The First Steps	6
3.2	Affiliate Formation and Organization	7
3.2.1	Identity, Physical Location and Registered Agent	8
3.2.2	Board of Directors	8
3.2.3	Committees	8
3.2.4	Meetings	8
3.2.5	Voting	9
3.2.6	Conflict of Interest	9
3.2.7	Fiscal Policy	9
3.2.8	Amendments	9
3.3	Tax Exemption	9
3.3.1	Employer Identification Number (EIN)	9
3.3.2	Apply for Recognition of Tax-Exempt Public Charity Status 501(c)(3)	9
3.3.3	File for State and Local Tax Exemption	10
3.4	Insurance	10
3.4.1	General Liability	11
3.4.2	Directors & Officers	11
3.4.3	Property	11
3.4.4	Volunteer Accidental Medical	11
3.5	Training	11
3.6	Financial Responsibility	12
3.6.1	A Certified Public Accountant (CPA) is Helpful	12
3.6.2	Develop a Record-Keeping System	12
3.6.3	Develop an Accounting System in Partnership with Your CPA.	13
3.6.4	Bank Accounts	13
3.6.5	Accounting Basis	14

3.6.6	Develop a Budget	14
3.7	Covenant Agreement	14
4.0	Operating and Growing Your Affiliate	15
4.1	Operating Your Affiliate	15
4.1.1	Shop Personnel & Training	15
4.1.2	Getting Approval of Final Work Product	15
4.2	Continuing Operation	15
4.2.1	Design Standardization	16
4.2.2	Interaction with the MOBILITY WORLDWIDE Organization	16
4.3	Growing and Promoting Your Affiliate	16
4.3.1	Capture Donor Information	16
4.3.2	Newsletters	17
4.3.3	Web Site	17
4.3.4	Social Media	17
4.3.5	Presentations	18
4.4	Forming Partnerships	18
4.4.1	Parts Builders	18
4.4.2	Fundraisers	19
4.5	Promoting Your Affiliate	21
4.5.1	GuideStar Approval	21
4.5.2	Amazon Smile	21
Appendix A		22
Intent Agreement to be a MOBILITY WORLDWIDE Affiliate		22
Appendix B		23
U.S. MOBILITY WORLDWIDE AFFILIATE CHECK LIST		23
Appendix C		24
By-Laws Outline	Error! Bookmark not defined.	
Appendix D		27
Accounting Structure		32
Appendix E		33
Appendix F		34
Adult Medical Information & Liability Release Form		34
Youth Medical Information & Liability Release Form		35

Appendix G	36
MOBILITY WORLDWIDE Affiliate Covenant Agreement - (U.S.)	36
Appendix H...	28-31
MOBILITY WORLDWIDE Parts maker Covenant...	28-31

1.0 Mission

The mission of MOBILITY WORLDWIDE® International, Inc., doing business as Mobility Worldwide is to seek to reflect the love of God by bringing the gift of mobility and dignity to those in developing countries who are unable to walk.

MOBILITY WORLDWIDE donors and volunteers work in partnership with God to provide personal energy mobility for those in need and with few resources in developing areas of the world. As directed by our Lord: “As you have done it unto the least of these you have done it to me.”

2.0 Mobility Worldwide International Covenants with MOBILITY WORLDWIDE Affiliates

MOBILITY WORLDWIDE is the central focal point for the entire MOBILITY WORLDWIDE Affiliation. In that role, MOBILITY WORLDWIDE covenants to:

1. Serve as a point of contact for those seeking information about MOBILITY WORLDWIDE.
2. Coordinate workshops for the Annual Meeting for updating MOBILITY WORLDWIDE Affiliates and receiving input from each Affiliate to learn more of the needs of the Affiliates.
3. Establish, update and distribute, as appropriate, Manufacturing Design Specifications for Quality Control as approved by the Design and Standardization Committee.
4. Provide promotional materials for the dissemination of the MOBILITY WORLDWIDE message until an affiliate is capable of developing their own focused materials.
5. Provide assistance in the implementation of a web page for the promotion of the local affiliate.
6. Director of Global Logistics will help coordinate transportation within the U.S. and with distribution partners.
7. Provide information on MOBILITY WORLDWIDE Building parts/materials if requested by a MOBILITY WORLDWIDE Affiliate.
8. Facilitate representation of MOBILITY WORLDWIDE Affiliates at national/international meetings where disability issues are the focus.
9. Assist in the establishment of new partners and relationships as appropriate.
10. Promote MOBILITY WORLDWIDE Mobility Project for the benefit of all MOBILITY WORLDWIDE Affiliates.

3.0 Becoming an Affiliate

It is important that everyone recognize and understand what a MOBILITY WORLDWIDE Affiliate is:

1. It is a legal entity (incorporated, recognized by and reporting to several government agencies)
2. It generates income (donations)
3. It has property (building [owned or rented], equipment, etc.)
4. It manufactures a product (Mobility Carts)
5. It has inventory (parts and finished Mobility Carts)
6. It ships products to end users (Distribution Partners and MOBILITY WORLDWIDE recipients)
7. It has employees (volunteers)
8. Its employees must be protected (insurance, procedures and safety standards)
9. It has operating expenses (utilities, insurance, postage, shipping, marketing, etc.)

A MOBILITY WORLDWIDE Affiliate is a **business** (even though it is a charity).

As you grow and your volunteer base develops, pay close attention to the skills and backgrounds of your volunteer assets. The placement of volunteer skill sets as you develop your initial organizational structure is important. For long term success, it is an important management requirement to keep this in mind as your volunteer base changes and your needs change.

A MOBILITY WORLDWIDE Affiliate is a part of another overall organization, Mobility Worldwide International. Through a legal covenant agreement there are responsibilities and benefits for both organizations.

This document is provided to assist you in successfully becoming a recognized MOBILITY WORLDWIDE Affiliate (Section 3) and provides guideline recommendations (Section 4) for the continued growth and success of your Affiliate. Do not become discouraged, this is a process that takes time and Mobility Worldwide International and the other established MOBILITY WORLDWIDE Affiliates (the Mobility Worldwide Family) are here to assist you along this path.

There are all sizes of MOBILITY WORLDWIDE Affiliates. Some produce a few dozen Mobility Carts a year all the way up to some that produce well over 1000 Mobility Carts per year. Always remember that every MOBILITY WORLDWIDE Affiliate is important, and every Mobility Cart produced allows someone in need to get up out of the dirt. Use the rest of this guideline and get started; with God's guidance grow to the size than can best be supported by your volunteer staff and local donation base.

3.1 The First Steps

Before you get started, there are a few things that need to be considered:

1. Do you have a group of interested people?
2. Do you have woodworkers and welders in your midst? These are the only skill positions that will need to be filled. The major work requires skills that most people have or can be taught.
3. Do you have management skills in your midst? You are setting up a volunteer business and have requirement to:
 - a. generate revenue [communicate a need and receive donations]

- b. purchase equipment and supplies
- c. run a manufacturing operation

- d. ship finished products [Mobility Carts]
- e. maintain company record [accounting, files, insurance, etc.]
- 4. Do you have a shop? Many MOBILITY WORLDWIDE Affiliates have started in the garages of volunteers. However, this is not a good long term solution. At some point you will need a physical location. If you are lucky, this can be a donated space or you will have to consider renting or building a space.
- 5. What is your donation base? This can be individuals, churches, civic organization, etc.

After you have considered this and plan to move forward, you will need to complete the “Intent Agreement to become a MOBILITY WORLDWIDE Affiliate” located in Appendix A. This signed document will then be mailed or emailed to the Mobility Worldwide International Executive Director.

scottwalters@mobilityworldwide.org

Attn: Scott Walters
Executive Director
Mobility Worldwide
An Initiative of Mobility Worldwide
International, Inc. 503 Nifong Blvd, #186
Columbia MO 65201-3737

There is a check list in Appendix B that will guide you through the steps of becoming an Affiliate and must be completed. This will take time so don’t get discouraged. The information in the following sections will assist you in this process.

3.2 Affiliate Formation and Organization

Each affiliate is an independent legal entity operating under the laws of the state in which the affiliate resides. There will be code requirements that will have to be met in accordance with the state along with requirements to be met with the U.S. Internal Revenue Service.

The formation of a Corporation requires (1) Articles of Incorporation and (2) the establishment of a set of Bylaws under which the corporation operates. To begin the filing for incorporation process, visit your web site for the Secretary of State of your state of residence. Go to the forms section of the web site and find the instructions and forms for filing a non-profit corporation. Follow the instructions and fill out the forms and submit them with the appropriate fees. The remaining formal steps towards creating your affiliate organization cannot be completed until you have received notification from the Secretary of State confirming the successful formation of your corporation.

Once your corporate charter has been granted by the proper state authority, the incorporators will create a Board and draft Bylaws. These should be as simple and unrestrictive as possible. The details of your normal operation can be handled with written operating procedures. An approved example of articles of incorporation “purpose” and “dissolution” clauses and bylaws is in **Appendix C** and include general provisions for details of the bylaws, but such may vary from state to state depending on specific state codes. The assistance of counsel is recommended for this step, and PI’s General Counsel can assist in locating help, as needed. Proper drafting of the “purpose” and “dissolution” clauses in the corporate articles is essential to

the relationship between the proposed affiliate and Mobility Worldwide International, and to the tax exempt treatment sought by the affiliate.

3.2.1 Articles of Incorporation: Identity, Physical Location and Registered Agent

You will have to have a legal name. Typically this is “Mobility Worldwide of <city or region>, Inc. d.b.a. MOBILITY WORLDWIDE-<city or region initial>”. This is the name that will be used when you file Articles of Incorporation with the state for recognition as a business entity; and in particular, as a not-for-profit corporation.

You are typically required to list an in-state registered agent and a physical location. The registered agent may be listed as the duly elected President/Chairman, or secretary/treasurer, incorporating counsel, or one of these officers. If you do not yet have a physical address you may initially use the address of the registered agent for the purpose of incorporation. This can be changed once a true physical address is established.

3.2.2 Bylaws – Elements: Board of Directors

One of the first requirements of appropriate bylaws drafted and approved after incorporation is that you have a Board of Directors and elected officers. You will need to determine:

1. How many board members will you have?
2. What are the terms of the board members?
3. What officers are elected and/or appointed? The following are typical but may vary, or in some instances, be combined:
 - i. President/Chairman
 - ii. Vice President/Chairman
 - iii. Secretary
 - iv. Treasurer
4. What are the terms of the officers?
5. What conditions will result in the removal of a board member?
6. How are board members replaced if a term is not fulfilled?

The answers to these questions will be incorporated into your Bylaws, (See Appendix C for an example) as will provisions regarding the following elements.

3.2.3 Committees

This is something that will vary over time as you operate and grow. Some suggested wording for this section would be: “The Board may appoint standing and ad hoc committees as needed.”

3.2.4 Meetings

You will have to establish when your board will meet on a regular basis as well as provide for the calling of special meetings. In many cases, MOBILITY WORLDWIDE shops will have operational meetings that will include Board Members, foremen, partners and other interested volunteers. Your routine board meetings may coincide with these meetings, or be held separately, and if a board action is required those actions can be handled by the Board Members present if a quorum is established. Only Board members may vote on Board actions.

Determining what needs Board action and what may be left to operational officers can be assisted with advice of counsel.

3.2.5 Voting

You will need to identify what will constitute a quorum for the purpose of voting. What constitutes a majority vote, i.e. simple majority, two thirds of members present, etc.? Also, consider the possibility of how an electronic vote will be accomplished.

3.2.6 Conflict of Interest

You will have to have a statement covering a conflict of interest and how that will be handled. The following is one recommendation:

“Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.”

3.2.7 Fiscal Policy

You will need to establish the fiscal year for your organization, typically the calendar year.

3.2.8 Amendments

You will need to set down the basic rules for amending the bylaws with regards to quorum, majority and notification requirements.

3.3 Tax Exemption

In order to be a tax exempt organization, you will have to file with your state (for sales tax exemption) and with the IRS (501(c)(3) status) so you can issue tax exemption receipts to your donors. You will have to consult with the state code where you reside for the specific state requirements.

3.3.1 Employer Identification Number (EIN)

Regardless of whether or not you have employees, non-profits are required to obtain a federal Employer Identification Number (EIN), which is also referred to as the federal ID number. You will need this number before taking any other steps towards tax exemption.

- This number is used to identify the organization when tax documents are filed and is used not unlike an individual's Social Security number.
- If you received your number prior to incorporation, you will need to apply for a new number under the corporate name. Use Form SS-4 when applying for your EIN. Go to <http://www.irs.gov/pub/irs-pdf/fss4.pdf> for the SS-4 for the form. The EIN can be filed for, and received, electronically.

Once your EIN number is issued, you are in the IRS system and are subject to having to file annual reporting IRS form 990.

3.3.2 Apply for Recognition of Tax-Exempt Public Charity Status 501(c)(3)

You'll need to fill out either Form 1023-EZ or 1023, which is an application.

3.3.2.1 Form 1023-EZ

Go to <http://www.irs.gov/pub/irs-pdf/i1023ez.pdf> and download the worksheet. Fill out the questions. If you answer no to all of the questions you may file using the 1023-EZ form.

The Form 1023-EZ can only be filed electronically by going to www.irs.gov/form1023 or www.pay.gov (enter the term “Form 1023-EZ” in the search box). The IRS will not accept printed copy submissions of the application.

3.3.2.2 Form 1023

Publication 557 (which can be downloaded at <http://www.irs.gov/pub/irs-pdf/p557.pdf>) will provide detailed instructions for filling out the 1023 if that is the form you need to file.

An interactive version of the 1023 form can be downloaded from the following site:
<http://www.stayexempt.irs.gov/StartingOut/InteractiveForm1023Application.aspx>

Warning: File your 1023 within 27 months of the date when your organization was established, or when your Articles of Incorporation were filed. Although the IRS may approve an additional extension under certain circumstances, missing the deadline may result in your affiliate not getting 501(c)(3) recognition retroactive to its incorporation date.

3.3.3 File for State and Local Tax Exemption

In accordance with state, county and municipal law, you may apply for exemption from income, sales and property taxes. Contact your state Department of Revenue, your county or municipal Department of Revenue, local Departments of Revenue and your county or municipal clerk’s offices for information on how to apply for exemption in your state or municipality. Be aware also that some localities require a business license to operate a business or solicit funds within their boundaries.

It is easier to do this up front rather than waiting until you receive a tax bill from one of the local authorities. In that case you will have to pay the taxes as billed and wait for a refund after you have completed the paperwork for tax exemption.

3.4 Insurance

It would be nice to simply believe everything will be okay in your affiliate’s day to day operations, and that nothing bad will happen creating potential liability. But, we live in an imperfect world and as stewards of our own little parts of God’s world, we have to consider reality. The following are the different types of liability or insurance coverage that you need to consider. The General Liability and the Directors & Officers coverage are required to fulfill your covenant requirements. The Property and Volunteer Accidental Medical are optional at the beginning (and may be somewhat expensive as you are starting up) but you should consider it as your affiliate grows.

A number of Affiliates use Frates Insurance out of Oklahoma. They are licensed to write policies in all 50 states and are very pro-active in supporting MOBILITY WORLDWIDE. In the packet accompanying this document is a simple form that you can use to contact them for information and quotes.

3.4.1 General Liability

General liability protects your affiliate if someone takes legal action against you. If you are leasing a work space, your lease agreement will require that you have general liability. Typically you have to have a certificate issued listing the landlord as an additional insured on the policy.

As you grow, you may want to consider adding Hired and Non-owned Auto. This protects your affiliate from automobile liability claims arising from MOBILITY WORLDWIDE affiliate related transportation related events, even if your volunteers have personal auto policies.

3.4.2 Directors & Officers

Your directors and officers are assuming a significant amount of responsibility and liability by serving on your board. D & O coverage protects them from potential lawsuits in connection with their affiliate related duties.

3.4.3 Property

Property coverage protects your real estate and business personal property in case of damage or loss. If you do not own your building, this may not be necessary. Most of your business personal property may be donated or be of a low enough value that you can replace it if something happens. However, if you have to replace or repair a building that is damaged by fire or natural disaster, or significant equipment, tools, or inventory, that may be a different story.

3.4.4 Volunteer Accidental Medical

Volunteer Accidental Medical protects your volunteers from unforeseen medical expenses should they get hurt during their volunteer work. This includes in your shop or if they are hurt loading or unloading a Mobility Cart used in a presentation to a civic, religious or fundraising group or event.

However, Volunteer Accidental Medical insurance is secondary coverage. Your volunteer's personal medical insurance is always their primary coverage. For that reason, you should always have everyone that works at your shop sign a medical release form. These forms are only good for one year to encourage constant review and renewal so you will have to have them renewed periodically. The easiest way to do this is at the beginning of the year have everyone that works in the shop sign a new form. These forms should be kept together in your shop office (i.e. always on premises). You will need to have two forms, one for adults (over 18) and one for youth (under 18). The primary difference is that the youth form has to be signed by a parent or guardian. Appendix F has examples of medical release forms that can be modified for you Affiliate needs.

3.5 Training

Before you begin shop operations, you and some of your key personnel should visit an existing Mobility Worldwide shop that is relatively close to you. You will be able to see how they are set up and how they operate. You will also get to hear some of their experiences of things to avoid.

Then you should make arrangements for **at least two people** to go to one of the two official training shops to receive formal training. The intention is to train the trainers who return to your shop and are responsible for

training your volunteers. This is a requirement before you can be approved as an official affiliate. You should make contact with one of the training coordinators and arrange for a time for your training.

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3.6 Financial Responsibility

Your board of directors will be assuming fiduciary responsibility for the running of your organization. In addition there will be annual reporting and filing responsibilities, i.e. corporate good standing reports, IRS form 990. Also when you try to obtain grants from other organizations and foundations, financial fiduciary responsibility is required.

3.6.1 A Certified Public Accountant (CPA) is Helpful

Be sure and look for an accountant who has experience with charitable organizations. Someone who has never worked with a 501(c)(3) may not have the experience to handle the nuances of the process.

Hopefully you can find someone who has a passion for MOBILITY WORLDWIDE and is willing to provide their services as their donation of time or at a reduced rate. If you do find someone like this, you might want to ask them to be a non-voting Advisory Board member. This allows them to be intimately involved while at the same time mitigates any conflict of interest.

If you choose to go with a firm, try to find one that is willing to work with your affiliate on a pro-bono basis or at a greatly reduced rate.

3.6.2 Develop a Record-Keeping System

Legally, you must save all Board documents including minutes and financial statements.

- You'll have to preserve your important corporate documents, including board meeting minutes,

bylaws, Articles of Incorporation, EIN number, other state tax exemption documents, financial reports and other official records.

- You should contact your appropriate state agency for more information on what records you are required to keep in the official files.

3.6.3 Develop an Accounting System in Partnership with Your CPA.

Non-profits are accountable to the public, their funders (contributors), and, in some instances, government charter granting and taxing bodies.

You have to establish a system of controls (checks and balances) for your affiliate's accounting practices. You should invest in an accounting software package that will meet your current and your anticipated future needs. As a starting point, the Treasurer of Mobility Worldwide International, Inc. can supply you with an outline (Appendix D) listing a potential set of accounts that can be used as a guideline.

Some accounting packages have the capability of handling inventory control. When you purchase supplies they are placed into your parts inventory and when you ship a MOBILITY WORLDWIDE (in most cases handled as a product sale), the appropriate parts quantities are removed from your inventory.

You might also consider setting up your accounting system so that as you add donors, they will have an individual account set up. Even though you will (and should) send them thank you notes when they make donations throughout the year, your accounting system will be able to generate a donation summary for each donor at the end of the year.

3.6.4 Bank Accounts

You will need to open a bank account(s). You will definitely have to have a checking account. You may want to also open a savings account that can be used for Large Capital Expenditures. Large Capital Expenditures may include money to construct a shop, purchase a fork lift, purchase major shop tools, etc.

You will need to specify who has control of these accounts. The ultimate responsibility will reside with the Board Treasurer and the President/Chairman (in an oversight role). You may want to consider having Assistant Treasurers. For example, one person is responsible for handling all funds coming into the affiliate, keeping a log of income and making deposits to the various bank accounts. Copies of the logs and deposits are given to the Board Treasurer for recording in the accounting system. Another person may be responsible for the disbursement of funds, i.e. writing checks. You will need to have more than one person that can sign a check. You may want to require two signatures for significant sized checks, and to define where this line is. It is not good practice for your treasurer to write a check to themselves. Someone should regularly and frequently monitor your bank accounts and on-line and paper statements; monthly is not enough.

You may also consider having one individual responsible for purchasing supplies (purchasing agent) and setting up a purchase order system. As you are getting started you will probably have to operate on a cash or COD basis but putting a system in place will help you in the future in setting up accounts with new vendors as your needs change over the years.

You will also need to establish some guidelines regarding purchasing practices. (The following are considered as guidelines, not requirements.)

1. Small individual purchases: These are spontaneous purchases that will be made by individuals to meet day to day needs. A method of reporting these individual purchases to the treasurer for reimbursement will have to be put in place.
2. Small equipment purchases: Establish a purchase limit that can be approved by the purchasing agent. In some cases these may be purchased by the purchasing agent or they may be purchased

by a volunteer with specific knowledge. In either case, the reimbursement policy should be followed.

3. Intermediate purchases: Establish a purchase limit that can be approved by the Board President/Chairman for larger items. In many cases these may be purchased by the purchasing agent or they may be purchased by a volunteer with specific knowledge. In either case, the reimbursement policy should be followed.
4. Large purchases: Large purchases will need to be brought before the Board of Directors and be approved.
5. Exceptions to 4 above: The Board of Directors may decide to exempt certain routine large purchases from the above approval process. Examples are: purchasing steel to build 100 Mobility Carts, purchasing tires for 100 Mobility Carts, purchasing front forks for 100 Mobility Carts, etc. Any exceptions should be voted on and approved and recorded in Board Meeting Minutes and the Affiliate Operating Procedures.

3.6.5 Accounting Basis

The Board of Directors, at the recommendation of your CPA or financial advisor, will decide whether to use the accrual or cash method of accounting. The difference between the two types of accounting is when revenues and expenses are recorded.

1. In cash basis accounting, revenues are recorded when cash is actually received and expenses are recorded when they are actually paid (no matter when they were actually invoiced).
2. In accrual basis accounting, income is reported in the fiscal period it is earned, regardless of when it is received, and expenses are deducted in the fiscal period they are incurred, whether they are paid or not.

3.6.6 Develop a Budget

Creating a budget is often one of your more challenging tasks when setting up your affiliate. A budget is the expression, in financial terms, of the plan of operation designed to achieve the objectives of your affiliate. Initially, it will be no more than taking the financial basis that has been developed historically by all of the other combined MOBILITY WORLDWIDE Affiliates. A MOBILITY WORLDWIDE costs approximately \$300 to build and ship to a U.S. port of debarkation. International distribution costs vary depending on modes of transport and distribution partnerships. You will then decide how many Mobility Carts you want to build and with that you can start developing a plan to solicit the donations you will need to meet that goal.

Over time you will develop your own historical knowledge and become more detailed in your estimating. You will be able to set goals and develop campaigns to meet those goals.

3.7 Covenant Agreement

After you have completed all of the required portions of the U.S. Affiliate check list and as many of the optional portions as possible, you will execute the Covenant Agreement found in Appendix G. Fill out and sign this agreement and send it along with a copy of your completed Check List to:

Attn: Executive Director
Mobility Worldwide International, Inc.,

503 Nifong Blvd, #186
Columbia MO 65201-3737

Your request for affiliation will be brought up and voted on at the next scheduled Mobility Worldwide International Board Meeting. You will be notified of your status following that meeting.

4.0 Operating and Growing Your Affiliate

You will need to set up some procedures for operating your affiliate. This will include:

1. Shop personnel
2. Training
3. Getting approval of finished work product

The next step is to begin to grow your affiliate. This is done by increasing your volunteer base, increasing your donor base and raising funds to build and ship Mobility Carts.

Another part of growing your affiliate is building relationships. This will include local partnerships like Parts building Partners and Fundraising Partners. You will also need to try and develop relationships with distribution partners that can facilitate the final distribution of your Mobility Carts. Mobility Worldwide International exists for purposes of assisting affiliates in the international distribution effort.

4.1 Operating Your Affiliate

4.1.1 Shop Personnel & Training

Your people that receive formal training will come back and train your other volunteers. You will need to identify people who will be acting as shop shift supervisors/foremen. These individuals will be taking on the responsibility of making sure that everyone that is volunteering is trained for the tasks they are performing and are doing it safely and effectively.

You will also need to have an individual that keeps track of your supplies and tools. They will either be, or will work closely with, the selected shop purchasing agent.

4.1.2 Getting Approval of Final Work Product

After you have been operating and building Mobility Carts, you will need to contact the MOBILITY WORLDWIDE Executive Director and arrange to have a MOBILITY WORLDWIDE representative come to your shop and review your procedures and your finished work product. This is a requirement before you ship your first Mobility Carts and also for getting final approval to become an official Affiliate.

4.2 Continuing Operation

All MOBILITY WORLDWIDE Affiliates operate under certain continuing guidelines.

- 1 Mobility Carts are built with the expectation that they will be distributed to recipients **free of charge**.
- 2 Affiliates use volunteers in the production of Mobility Carts.
- 3 Affiliates share ideas for new designs and development of the MOBILITY WORLDWIDE

vehicle.

4 Mobility Carts are built to approved design standards.

4.2.1 Design Standardization

It is also very important that all Mobility Carts are uniform and their respective parts interchangeable. With that in mind, all affiliates agree to work off a common set of manufacturing prints controlled by the Design and Standardization Committee. You agree that even if you have a new better idea, you will pass the idea to the committee and continue building by the standard prints until a design change is made and all of the affiliates have made the change. In certain cases, not abiding by this guideline may result in the loss of affiliate status.

4.2.2 Interaction with the MOBILITY WORLDWIDE Organization

Each year the Mobility Worldwide International Annual gatherings will be held hosted by one of the MOBILITY WORLDWIDE Affiliates. This is a good opportunity for sharing and training. Also, this is a perfect opportunity to meet and get to know others in the MOBILITY WORLDWIDE family on a face-to-face basis. These gatherings are usually held in late September with notices and registration form sent out in the spring. We recommend that as many of your affiliate members as can do so should attend.

You should set up lines of communication with MOBILITY WORLDWIDE INTERNATIONAL and other MOBILITY WORLDWIDE Affiliates. The Annual gathering is a good place to start this. Also, a listing of all affiliates with contact information can be found at <http://MobilityWorldwideinternational.org/affiliates/>. The individual listed as your site contact will periodically receive an updated contact list from the Mobility Worldwide International secretary with information about how to reach board members, advisory board members, committee members, primary contacts at affiliates, and primary contacts at sites in the process of becoming affiliates.

Be willing to share your volunteer expertise and opportunities with other MOBILITY WORLDWIDE Affiliates and MOBILITY WORLDWIDE INTERNATIONAL. Periodically an affiliate will develop a special skill or in some cases negotiate special pricing for the purchase of specific parts for the MOBILITY WORLDWIDE. Many times when shipping a 40HC container (~220 Mobility Carts) a number of affiliates will work together to fulfill the commitment. This involves getting your Mobility Carts to another affiliate site or receiving Mobility Carts from other affiliates if you are handling the shipping. The MOBILITY WORLDWIDE Director of Global Logistics will assist in coordination of these efforts.

When you do ship Mobility Carts, either to an end-distribution partner or to another affiliate to be included in a combined shipment, communicate this information to the MOBILITY WORLDWIDE Director of Global Logistics. This information is tracked and posted on the MOBILITY WORLDWIDE web site for everyone who has an interest to see. Also, each quarter the MOBILITY WORLDWIDE Director of Global Logistics will send your primary contact a monthly production report form (see Appendix E). Fill out the form and return it as quickly as possible. It is critical to keep up with this information, to not only assist PI in its distribution efforts, but also because you will need to report this information when you fill out your Form 990 to file with the IRS each year.

4.3 Growing and Promoting Your Affiliate

4.3.1 Capture Donor Information

As you gain volunteers, you will capture personal information. Use this to start a volunteer/donor database. When you participate in activities (fundraisers, presentations etc.) capture as many names, addresses and emails as possible. Put these names into your volunteer/donor database. Grow this database whenever possible. This will be your main basis for supporting the growth of your affiliate

4.3.2 Newsletters

Even with the prominence of Web sites, social media and other Internet-based vehicles, traditional newsletters are usually very effective in communicating with volunteers, donors and others interested in MOBILITY WORLDWIDE. Typically, newsletters are created with desktop software that produces an Adobe PDF (portable document format) file. The PDF file can then be used to print paper copies; to email to people that would like to receive by email, and to place on the Web site for people and search engines that visit the site.

4.3.3 Web Site

Often the best general introduction to MOBILITY WORLDWIDE and a MOBILITY WORLDWIDE Affiliate will be a Web site. Mobility Worldwide International maintains two sites, <https://MobilityWorldwide.org> for general purposes and <https://MWinternet.org> for internal use materials. Both of these sites are based on the popular WordPress system which is used by more than 20% of Web sites world-wide. Affiliates are strongly encouraged to use WordPress for their sites for effectiveness, convenience and visual compatibility with other MOBILITY WORLDWIDE sites. Mobility Worldwide International has a list of volunteers who are willing to essentially perform all of the work in setting up a Web site for a new Affiliate. The cost for a Web site is very low, typically \$18/year at this writing. For those Affiliates that want to do the work themselves, see <https://MobilityWorldwideinternet.wordpress.com/documents/> and <https://MobilityWorldwideinternet.wordpress.com/site-inventory/>.

Other web development tools are certainly available. If you have experience with another tool and wish to use it, try to emulate the general format used by Mobility Worldwide and the other Mobility Worldwide affiliates.

4.3.4 Social Media

So called “social media” have become ubiquitous, especially with younger persons. For an Affiliate, the ones of most importance are Facebook and Twitter. Appropriate controls should be exercised by affiliates as to published postings as to content and format. Loss of tax exempt status (and/or affiliation with PI) is possible for inappropriate activities which are beyond the purposes of a charitable not-for-profit organization. If in doubt, consult with your affiliate’s counsel, or with Mobility Worldwide International General Counsel.

4.3.4.1 Facebook

Mobility Worldwide International maintains a Facebook presence at <http://www.facebook.com/pages/GiftofMobility/107847812576423>. It is suggested that each Affiliate find a volunteer with Facebook experience and establish a business-oriented Facebook presence. The current sign-up link is at https://www.facebook.com/pages/create/?ref_type=registration_form.

4.3.4.2 Twitter

Mobility Worldwide International maintains a Twitter presence at <http://twitter.com/GiftofMobility>. It is suggested that each Affiliate find a volunteer with Twitter experience, likely the same person as for Facebook, and establish a Twitter account at <https://twitter.com/>. Twitter is typically simpler to work with than Facebook, and thus may be an easier place to start, but will reach a somewhat different audience than

Facebook.

4.3.5 Presentations

When you and your associates have opportunities to present MOBILITY WORLDWIDE to different people and organizations, it is good to have a common message to communicate. You can certainly develop your own presentations using software tools like Microsoft PowerPoint, but usually this takes time as your affiliate grows.

MOBILITY WORLDWIDE and the other MOBILITY WORLDWIDE affiliates already have collateral materials that can be used and modified to initially meet your needs. Mobility Worldwide has videos that can be used for presentations and to go on your web-site.

Another important part of any presentation is to leave something with the audience you are presenting to. MOBILITY WORLDWIDE has general purpose brochures that you can obtain for this purpose initially. You can use these as long as you wish, but feel free to develop your own brochures as you grow. As with social media (noted in 4.3.4, above), remember your affiliate's activities must meet standard not-for-profit guidelines for content, and problems exist for straying outside them.

4.4 Forming Partnerships

One of the main ways to grow your affiliate is through various partnerships. These may include Parts Builders and fundraising/support organizations.

4.4.1 Parts Builders

In some instances, you may find individuals or groups that wish to help you by building and delivering a specific part(s) to your shop. A wood working club that wants to deliver bodies, a community college that wants their welding shop to construct welded assemblies (as class labs), etc. Encourage these types of relationships.

Some of these partners will receive raw materials from you and return finished products. Other partners may wish to raise their own donations, buy materials and deliver finished products. In either case you will need to establish expectations; what your affiliate will provide to the partner and what the partner will provide to the affiliate.

You will be responsible for providing drawings to the partner as needed. It is also your responsibility to insure that when updates are released by the Design & Standards Committee (D&S) and approved by the MOBILITY WORLDWIDE Board, that those updated drawings are sent to the partner.

When the finished products are returned from the partner, you will insure that the quality meets MOBILITY WORLDWIDE D&S standards.

Some partners may wish to raise their own donations to support their efforts. They will have two choices: 1) they become their own 501(c)(3), or 2) you allow them to use your exemption.

If they are a 501(c)(3) exempt entity, you are accepting donations from another charitable organization, which is totally legal. You should have a covenant agreement in place that specifically spells out the responsibilities and expectations of both organizations. In this case they will have full responsibility for reporting their fundraising to the IRS.

If you allow them to use your exempt status, you are responsible for insuring that they obey IRS regulations. Your covenant agreement not only will spell out the responsibilities and expectations of both organizations,

but will also describe the financial responsibilities explicitly. They have to keep records, send out donor receipts and most importantly, supply you with a year-end closing reconciliation that you can incorporate into the form 990 that your affiliate files with the IRS.

Appendix H contains a sample covenant agreement that can be used as a starting point. Utilize the expertise of a lawyer that is a volunteer with your organization or seek legal counsel with someone in your church or other group you are familiar with. It is best to use someone locally who understands the laws of your state but you may also consult with PI's General Counsel for help with this issue.

4.4.2 Fundraisers

We all understand that in order for MOBILITY WORLDWIDE to operate, there must be a revenue stream of donations. These can come from individuals, fundraising events, organizations, foundation, grants, etc. It is estimated that every MOBILITY WORLDWIDE will require in the range of \$400 for purchasing the materials to build the Mobility Cart and then delivering that Mobility Cart to some Distribution Partner's Warehouse, Container Site or US port of debarkation.

4.4.2.1 Individual Donors

Tell the MOBILITY WORLDWIDE story as often as you can to as many people as you can. This story touches the hearts of many and the result is individual donations to your affiliate.

In some cases, individuals will work for companies that will match their charitable donations. This typically requires the filling out of a form and providing verification that your affiliate is a valid charitable organization. Always be prompt in responding to these requests because the individuals may have co-workers that they talk to and help spread your story.

4.4.2.2 Fundraising Events

You may want to consider fundraising events. Sell barbeque, fruit, etc. and use the profits of the event as revenue to your affiliate. Have fundraising dinners, again where profits become revenue.

Explore your area and try to identify fundraising organizations that promote regional philanthropy and become a member of the organization and participate in the local events. Do your research and make sure the organization is well founded (it is a 501(c)(3)) and has a good track record. Speak with other members of the organization and determine their typical success rate. This is important because the promoting organization will retain some percentage of the donations to cover their operating cost. Make sure that your donors will get credit for the entire amount they donate; the portion that ultimately comes to you and the portion that is retained by the promoting organization. Insure that the promoting organization will send out receipts to your donors. After an event, even though you are not responsible for sending out receipts, send out personal thank-you notes expressing your appreciation. **Make sure** that you get the contact information for your donors from the promoter to add the individuals to your donor database so you can send them newsletters and future information about your affiliate activities.

4.4.2.3 Religious Organizations

Religious organizations are wonderful sources of revenue. Take every opportunity to make presentations at churches and with church affiliated groups. Sometimes the churches will collect the individual donations and give your affiliate a single check. Be sure and send a thank-you to the church, but if possible get the

donor information from the church so that you can also send thank-you notes to the individuals. Add the church and the individuals to your donor database.

Some church denominations have special mechanisms for churches to make donations through a central clearing office. Try to identify these and go through the steps to get on the accepted donor list.

The United Methodist Church:

The United Methodist Church has been very involved in the MOBILITY WORLDWIDE effort since its inception. Other denominations can be involved in local affiliate efforts. The following is helpful as an example of how connectional ministry can be of assistance to a local MOBILITY WORLDWIDE affiliate. The United Methodist Church is divided up into conferences. Each conference has a program to encourage every local church to grow in mission outreach every year by choosing to participate in every phase of United Methodist mission. These official programs are for voluntary, designated, second-mile giving (“the Advance”) over and above apportionment giving. Local churches – as well as individuals and families – may choose to support particular, approved mission programs or mission personnel with their financial gifts.

Identify the Methodist Conference you are in and go to their web-site and download the application form to get approved as an Advance Project and receive an ‘Advance Special’ number that Methodist churches and members can use to direct donations to your affiliate.

4.4.2.4 Civic Organizations

As you begin and grow your affiliate, you will find volunteers that are also members of organizations like Rotary International, Lions Club International, Kiwanis International, etc. These are all recognized charitable organizations that are sources for donations and volunteers. In many cases, there are opportunities for local club donations along with potential grant availability.

Take every opportunity to get on the program of these organizations to present the MOBILITY WORLDWIDE story.

4.4.2.5 Foundations

Charitable foundations exist throughout the U.S. and around the world doing charitable work and funding aid to the poor and sick. Mobility Worldwide International has set up a collaborative foundation, aMOBILITY WORLDWIDE Mobility Project Foundation, Inc., (PMPF) which is designed to work with Mobility Worldwide International, its Affiliates and distribution partners towards a common goal: providing mobility to those in need (see Mission Statement, 1.0 above).

PMPF has a legal and investment team available to assist you and major donors with legacy giving. Contact Rob Fleming, General Counsel, care of robflaming1@juno.com in this connection.

4.4.2.6 Grants

An invaluable resource to local affiliates exists in seeking grants from local entities that support philanthropic/charitable causes. Recruiting volunteers with grant writing skills and making contacts with such grant providing entities is part of the work of local affiliates and Mobility Worldwide International.

4.5 Promoting Your Affiliate

4.5.1 GuideStar Approval

GuideStar (<http://www.guidestar.org/>) is an important web resource to provide potential donors with assurance of the general status of non-profit organizations. Each Affiliate should establish a GuideStar account and link to the Affiliate account from the Web site. The Mobility Worldwide International report is at <https://www.guidestar.org/profile/86-1128278>

Appendix A

Intent Agreement to be a MOBILITY WORLDWIDE Affiliate

Having read the Guidelines and Steps to Becoming a MOBILITY WORLDWIDE Affiliate we hereby commit ourselves to complete all requirements towards that goal.

Name of MOBILITY WORLDWIDE Site: _____

Name and Title of Volunteer Contact: _____
Name Title

Signature of Volunteer Contact: _____

Date: _____

Return this signed agreement to:

scottwalters@mobilityworldwide.org

Or

Attn: Scott Walters
Executive Director
Mobility Worldwide,
An Initiative of Mobility Worldwide
International, Inc. 503 Nifong Blvd, #186
Columbia MO 65201-3737

Appendix B

AFFILIATE CHECK LIST

Name of Affiliate: _____ Date Began: _____

Mailing Address: _____

(address, city, state, zip)

Site Address: _____

(address, city, state, zip)

Phone: _____ FAX: _____ E-Mail: _____

Contact Volunteer: _____ Contact Address: _____

Phone: _____ FAX: _____ E-Mail: _____

Task	Have Completed	Expected Date	Need Assistance
Legal Responsibility (*) all to be completed			
Articles of Incorporation (State Regulations) *			
By-Laws (State/Local) *			
EIN – Employer Identification Number *			
Board of Directors/Trustees *			
501(c)(3) Status – Form 1023-EZ (Federal Non-Profit Status) *			
File for state sales tax exemption and to accept Charitable contributions *			
Financial Responsibilities (*) all to be completed			
Do you have funding for basic/start-up operation of site *			
Include in Budget contribution to Mobility Worldwide International Suggestion: Donation of \$5 per completed Mobility Cart			
Determine your Audit procedure			
Do you have accounting Software			
Have you registered with GuideStar			
Communication			
Do you have a web site			
Do you have collateral materials			
Training (2 days) and Work Process Approval (*) all to be completed			
Trained at MOBILITY WORLDWIDE-FL Penney Farms or MOBILITY WORLDWIDE-KS Moundridge (circle one)*			
Your completed work product has been inspected by Mobility Worldwide representative*			
Name of inspecting representative:			
Affiliate Relationship to Mobility Worldwide International			
Attend Annual Meeting for updates and input			
Insurance			
General Property/Liability*			
Directors & Officers*			
Medical			
Do you already have a site?			
Are you in need of equipment or tools?			

So we know where you are in the process, return this form periodically (6 mo.) to:

Attn: Executive Director

Mobility Worldwide,

An Initiative of Mobility Worldwide

International, Inc. 503 Nifong Blvd, #186

Columbia MO 65201-3737

Appendix C

Example of corporate purposes clause:

CORPORATE PURPOSES

The corporation is formed for the following purposes: exclusively for charitable, religious, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and specifically to include, without excluding other charitable relief to the poor, distressed, or underprivileged, the promotion and production of Mobility Worldwide Carts for individuals with disabilities who have no means of mobility, by manufacturing, funding or underwriting the production, coordination and dissemination of such vehicles to international agencies, sponsors, and distribution partners; and all other purposes enumerated and permitted under Section 501(c)(3) of the Internal Revenue Code and Section _____, Georgia Revised Statutes. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and expenses incurred on behalf of the corporation and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). To the extent that the same may be necessary for such purposes, and in connection with the charitable activities of Mobility Worldwide International, Inc. and its MOBILITY WORLDWIDE not-for-profit affiliates in the State of Georgia and around the world, to receive gifts, grants, devises, bequests, subscriptions, transfers, and conveyances of real or personal property as trustee or otherwise in the furtherance of the purposes for which this corporation is formed and to take and to hold the same subject to the conditions, restrictions, and limitations, if any, that may be imposed by the donors or makers of such gifts, grants, devises, bequests, subscriptions, transfers, and conveyances as to the use, purpose, and disposition thereof, and such condition(s) may include provisions for the partial benefit of other charitable organizations; to manage, care for, control, use, mortgage, encumber, exchange, sell, transfer, and convey any and all real and personal property granted and conveyed to, or acquired by, this corporation, and to these broad ends to exercise the following powers and functions, to wit:

- (a) To formulate its own Bylaws and rules of action, provided such Bylaws and rules of action are in harmony with the laws of the State of Georgia and the bylaws of Mobility Worldwide International, Inc. and are consistent with the terms, provisions, limitations, and requirements of the corporate Articles and Certificate of Incorporation or amendments thereto;
- (b) To elect and to remove the officers and trustees of the Board according to its judgment as exercised in accordance with the Bylaws or amendments thereto;

- (c) To collect money, acquire permanent endowment funds and securities, acquire real, personal, and mixed property by grants, gifts, bequests, devises, demises, purchases, or otherwise, and to hold, use, invest, administer, encumber, sell, lease, and convey the same, provided however, that all such property and acquired and held by this corporation shall be held in trust for the use and benefit of Mobility Worldwide International, Inc. and its not-for-profit corporate purposes, and may include provisions for the partial benefit of other charitable organizations and MOBILITY WORLDWIDE affiliates, distribution partners and sponsors, subject to the conditions placed thereon by the donor;
- (d) To promote in all ways and manners deemed advisable the established and contemplated purposes of the established institutions and causes of Mobility Worldwide International, Inc. and its MOBILITY WORLDWIDE affiliates, distribution partners and sponsors;
- (e) To exercise all the powers and privileges granted to corporations by the Georgia General Corporation Act, as amended from time to time.

Example of Disposition of Assets on Dissolution Clause:

The assets of the corporation will be distributed on dissolution as follows: (1) to Mobility Worldwide International, Inc., (Missouri Not For Profit Corporation no. N00621881), doing business internationally as Mobility Worldwide, if said organization is still an operating not-for-profit corporation, in good standing, with the Missouri Secretary of State, for the not-for-profit purposes of Mobility Worldwide International, Inc.; (2) in default of Mobility Worldwide International, Inc. being in good standing as aforementioned, or upon direction of Mobility Worldwide International, Inc., to MOBILITY WORLDWIDE Missouri-Columbia, Inc., (Missouri Not For Profit Corporation no. N00694425) an affiliate not-for-profit corporation, if said organization is still an operating not-for-profit corporation, in good standing, with the Missouri Secretary of State; or in default of both, to any other Mobility Worldwide International, Inc. affiliate not-for-profit corporation in good standing with their respective state regulators, as the Board of Trustees of Mobility Worldwide International, Inc. in its sole discretion hereinafter directs or provides, for the not-for-profit purposes of its aforesaid affiliate(s); (3) in default of Mobility Worldwide International, Inc. and any MOBILITY WORLDWIDE affiliate in good standing being available as aforementioned, the assets of this corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose; and as further limited pursuant to Sections _____, Alabama/Georgia Revised Statutes, to a public benefit corporation, and as more specifically directed within these limitations by the corporate board of trustees.

Example of Approved Bylaws:

**BYLAWS
PET INTERNATIONAL, INC.**

**ARTICLE I
NAME**

Section 1.1. The name of the Corporation is PET International, inc.

**ARTICLE II
MEMBERSHIP**

Section 2.1 The Corporation shall have no members.

**ARTICLE III
BOARD OF TRUSTEES**

Section 3.1 **Powers, Authority and Responsibilities**

- 3.1.1. **Authority.** The affairs of the Corporation shall be governed by and managed under the authority of the Board of Trustees.
- 3.1.2. **Responsibilities.** The Board is responsible to ensure that the Corporation accomplishes its mission: that its interests are appropriately addressed; and that activities are carried out prudently in accordance with ethical and legal principles. In so doing, the Board has the following specific powers and responsibilities.
- (1) To set vision and establish policies for carrying out the mission, purposes and activities of the Corporation;
 - (2) To elect Trustees and Officers, and to fill vacancies in office;
 - (3) To appoint and/or remove the Chief Executive Officer;
 - (4) To authorize acceptance of any contribution, gift, bequest, devise or other instrument of conveyance made to carry out any purpose of the Corporation; to receive and maintain any property as assets of the Corporation, whether real, personal or mixed, by way of gift, bequest, devise or purchase; and to modify or dispose of such assets.
 - (5) To borrow money;
 - (6) To adopt and/or amend the Articles of Incorporation and/or Bylaws;
 - (7) To change the Registered Office, and to appoint the Registered Agent and Auditors and such other advisors as may be required by law or by the Board of Trustees' fiduciary responsibility;
 - (8) To designate the officers and others who shall have authority to execute any instrument on behalf of, or to bind, the Corporation.
 - (9) To set policies and criteria required for affiliation with the corporation;
 - (10) To dissolve the Corporation and dispose of assets in accordance with the Articles of Incorporation;
 - (11) To carry out such other responsibilities as are connected with the Board of Trustees' governing responsibility and/or that may be required by law.

Section 3.2 **Election.** Trustees shall be elected by the Board at the conclusion of the annual meeting of the Board of Trustees. Trustees shall take office immediately upon election.

Section 3.3 **Qualifications, composition, Number and Term**

- 3.3.1 **Qualifications.** Only those persons who understand the responsibilities, role and function of a governing board, and who are committed to attending all meetings of the Board of Trustees unless prevented by unavoidable circumstances, are eligible for election. In addition, every Trustee shall be passionate about the objectives and work of PET International. No more than two (2) Trustees shall be actively involved in any one PET Affiliate.
- 3.3.2 **Composition and Number.** The Board of Trustees shall consist of not less than five (5) nor more than twelve (12) Trustees. The number of trustees may be increased or decreased from time to time by amendment of these Bylaws; notwithstanding, the number shall not be fewer than three (3).
- 3.3.3 **Term.** The term of office is three (3) years. Trustees may be elected for a lesser period so that, as far as possible, the term of office for one-third (1/3) of the Trustees shall expire each year. A Trustee, if otherwise qualified, may be eligible to be re-elected for two (2) successive terms, except that a Trustee may not serve for more than nine (9) years of continuous service without a one-year break in service.

Section 3.4 **Vacancies**

- 3.4.1 **Occurrence.** A vacancy occurs when a Trustee resigns, is removed from office, or dies.
- 3.4.2 **Resignation.** A Trustee may resign by delivering written notice to the Chair or Secretary of the Corporation. Resignation is effective when the notice is received unless the notice states another specific date.
- 3.4.3 **Removal.** The Board of Trustees shall remove a Director who fails to attend two consecutive meetings unless absent for unavoidable reasons. The Board of Trustees may remove a Trustee, or Trustees, for any other reason, with or without cause, by two-thirds (2/3) vote of the other Trustees present and voting at any meeting. Notice of the meeting shall state that the purpose, or one of the purposes, of the meeting is the removal of the Trustee(s). A Trustee subject to removal action shall be given an opportunity to present a defense at the meeting where removal action is taken.
- 3.4.4 **Filling Vacancies.**
- (1) If the occurrence of a vacancy reduces the size of the Board to less than the minimum of five (5) specified in Section 3.3.2, the Board shall elect a person to fill the unexpired term of the Trustee who vacated the office. If the occurrence of a vacancy does not reduce the size of the Board to less than five (5), the Board of Trustees may elect a person to fill the unexpired term of the Trustee being replaced.
- (2) If otherwise qualified, a Trustee elected to fill a vacancy is eligible to be re-elected to the succeeding term(s), if any, of the Trustee who vacated the office.

- Section 3.5. **Compensation.** Trustees serve as volunteers and receive no compensation for their services as Trustees; notwithstanding, the Board of Trustees may authorize reimbursement for ordinary and necessary expenses incurred in conjunction with responsibilities as Trustees.

Section 3.6 **Meetings of the Board**

- 3.6.1. **Time and Place**
- (1) **Regular Meetings.** The Board of Trustees shall have two (2) Regular Meetings each year, one of which shall be designated as the annual meeting, to be held at the principle place of business or another location specified by the Board.

- (2) **Special Meetings.** Special meetings may be called by the Chair or any two (2) of the Trustees, and may be held at the principle place of business or another location specified in the notice of the meeting.
- (3) **Meetings by Telecommunications.** The Board of Trustees may conduct, or permit Trustees to participate in, a regular, or special meeting by means of telecommunication by which all Trustees participating may simultaneously hear each other during the meeting.

3.6.2 **Notice**

(1) **Regular Meetings**

- (a) **Ordinary Business.** Dates and times of regular meetings shall be announced at least one (1) meeting in advance, so that no further notice is required.
- (b) **Particular Business.** Written notice of the meeting at which any of the following matters is to be voted upon shall be mailed to each Trustee at least seven (7) days in advance of the meeting:
 - i. Amendments to the Articles of Incorporation or Bylaws;
 - ii. Trustee and/or Officer Conflict of Interest
 - iii. Indemnification for legal costs;
 - iv. Acquisition, disposition or modification of real property;
 - v. Merger or dissolution, or other matters affecting the existence of the Corporation.
- (2) **Special Meetings.** Written notice of special meetings shall be given by regular mail or e-mail at least seven (7) days before the meeting is to take place, and shall include date, time, place and purpose of the meeting. Only those matters described in the Notice of Meeting may be considered and/or acted upon.
- (3) **Waiver of Notice.** A Trustee's attendance at a meeting, whether in person or by telecommunications equipment, waives objection to either lack of or defective notice.

3.6.3 **Quorum and Voting**

- (1) **Quorum.** Unless the Articles of Incorporation or these Bylaws specify a larger quorum for specific matters, official action may be taken when a quorum of at least sixty-seven (67%) percentage of the Trustees present.
- (2) **Vote.** The vote of the majority of the Trustees present at a meeting at which a quorum is present shall be the act of the Board of Trustees unless a greater proportion than a simple majority is required by the Articles of Incorporation or these Bylaws.
- (3) **Action Without a Meeting.** Any required action may be taken without a meeting by unanimous written consent signed by all Trustees, singly or in counterpart, entitled to vote. This consent shall have the same force and effect of a unanimous vote at a meeting and shall be recorded as such in the Corporation's Minutes.

3.6.4 **Committees of the Board**

- (1) **General.** The Board of Trustees may create committees as needed to assist it in its work. Any committee so created shall have the limited authority and specific responsibilities designated by the Board; notwithstanding, no committee shall have the authority to act on behalf of or to exercise the powers of, the Board without the express authority of the Board.

- (2) **Nominating Committee.** The Board may appoint a Nominating Committee consisting of at least two (2) elected Trustees and the Chief executive Officer. At last thirty (30) days before the scheduled election, the Committee is to submit to the Board those nominees for election who, in its judgement, are qualified, as specified in Section 3.3.1 to serve as Trustees and/or Officers. The Nominating Committee may, but is not required to, submit more than one name for each open position.

ARTICLE IV **OFFICERS OF THE CORPORATION**

Section 4.1 **Officers.** The Board of Trustees shall elect the Officers of the Corporation: Chair, Vice Chair, Treasurer, Secretary and Chief Executive Officer, and such other Corporate or Operating Officers as shall be determined from time to time by the Board

4.1.1. **Election.** The Board of Trustees shall elect the Chair and Vice Chair from within the Board of Trustees, and may elect the Treasurer and Secretary, and other officers from within or outside the Board. The Chief Executive Officer shall not be elected from the Board of Trustees. Any two or more officers, except the offices of Chair and Secretary, may be held by same person.

4.1.2. **Term of Office.** Officers shall be elected for a term of one (1) year. If otherwise qualified an officer may be elected to subsequent terms. Officers shall take office immediately upon election and shall hold office until their successors have been duly elected and quailed.

4.1.3 **Vacancies.** A vacancy in an office may occur by reason of resignation, removal or death of the Officers.

(1) **Removal.** An officer may be removed in accordance with the procedure for removal of a Trustee in Section 3.6.3 (2)

(2) **Filling Vacancies.** A vacancy in an office may be filled for the unexpired term at any regular or special meeting of the Board of Trustees.

4.1.4 Powers and Duties

(1) **Chair.**

- The Chair is responsible to coordinate and lead the work of the Board of Trustees and its committees;
- to preside at all meetings of the Board; to call special meetings of the Board; and
- to perform such other duties as may from time to time be assigned to the Chair by the Board.
- The Chair shall be an ex-officio member of all committees created by the Board.

(2) **Vice Chair.**

- The Vice Chair serves as Chair in the Chair's absence;
- performs those duties that may be assigned from time to time by the Chair and/or the Board of Trustees; and
- succeeds to the office of Chair if the Chair is unable to perform the duties of the office.

(3) **Treasurer.**

- The Treasurer is responsible: for the custody of the funds, securities and evidences of the Corporation's ownership;
- to establish and maintain accounts at such financial institutions as the Board of Trustees may designate and
- to ensure that funds and securities are deposited therein in the name of the Corporation; for the signature, whether by manual or facsimile signature, of all checks, drafts, notes and orders for payment of money on behalf of the Corporation;
- to keep true records of account and preparation of financial statements and reports;
- to cooperate with any audit or review of the Corporations' finances or records;
- to produce books of account at any reasonable time to any Trustee who requests this; and
- in general, to perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Board of Trustees or the Chief Executive Officer.

(4) **Secretary.**

- The Secretary is responsible: for the recording and custody of the minutes of the meetings of the Board of Trustees and its committees;
- to authenticate and/or certify records of the Corporation;
- to have charge of all books, corporate documents and papers properly belonging to the office of Secretary, all of which shall be open to examination by any Trustee at a reasonable time; for the custody of the Corporate seal; If any; and
- to perform such other duties incident to the office of Secretary and such other duties as may be required by law, by these Bylaws or by the Board of Trustees.

(5) **Executive Officer (EO).**

- The Executive Officer shall have overall responsibility for the management and operation of the activities of the Corporation and shall be accountable to the Board of Trustees.

(6) **Other Operating Officers.** The Board of Trustees may elect other operating officers according to the needs of the Corporation and assign them appropriate titles accordingly. Such operating officers shall be accountable through the EO.

ARTICLE V CONFLICTS OF INTEREST

Section 5.1 **Disclosure Required.** Before engaging in any type of the following transactions that may present a conflict of interest, a Trustee or Officer shall disclose all of the relevant facts to the Board of Trustees:

- (1) Any contract or business transaction with the Corporation in which the Trustee or Officer, or a related third party, may directly or indirectly profit financially or materially;
- (2) Any contract or business transaction with a material financial interest that would be adverse to the Corporation.

Section 5.2 **Review and Action.** After due deliberation to determine whether the contract or business transaction is just, fair and reasonable to, and in the best interest of the Corporation, the Board of Trustees shall vote to authorize, approve, ratify or prohibit the contract or transaction. Although the interested Trustee or Officer may be counted in the quorum for the meeting, the Trustee or Officer shall not influence the deliberations of the Board and shall leave the meeting during discussion and vote.

- Section 5.3 **Minutes.** The minutes of the meeting shall record that the conflict of interest was disclosed and discussed, the action taken, and that the interested Trustee or Officers was absent from the meeting during discussion and vote.

ARTICLE VI FINANCIAL RESPONSIBILITIES

- Section 6.1 **Fiscal Year.** The fiscal year shall be from July 1st to June 30th of each year.
- Section 6.2 **Audits.** Annually, the Board shall appoint an independent outside auditor to conduct an audit of review of the corporation's financial records for the previous year. The auditor shall timely submit a written report of the findings and recommendations of the Board.

ARTICLE VII DISPUTE RESOLUTION

- Section 7.1 **Dispute Resolution.** The Corporation recognizes its responsibility to manage God-given resources wisely and is committed to resolution of disputes and reconciliation of differences according to Biblical principles. Therefore, should a dispute, claim or controversy arise out of the Corporation's activities that is not peaceable resolved by reference to the Scriptures and these Bylaws, the Board will seek to resolve and settle such dispute, claim or controversy by biblically based conciliation, mediation, and/or if necessary, by legally binding arbitration in accordance with practices established by the Institute for Christian Conciliation of Billings, Montana and articulated in the Rules of Procedure for Christian Conciliation. Any judgement of award therefrom may be entered into any court having jurisdiction.
- Section 7.2 **Indemnification.** Notwithstanding its commitment to Biblical dispute resolution, the Board of Trustees may, in full accordance with Bylaws of the State of Missouri, indemnify Officers, Trustees, employees and agents who were, or are, a party to any threatened, pending or completed action, suit or proceeding arising out of the performance of duties on behalf of the Corporation; and may purchase and maintain insurance on behalf of said Officers, Trustees, employees and agents against any liability arising out of, or in conjunction with, such service in such capacity.

ARTICLE VIII AMENDMENTS

- Section 8.1. These Bylaws may be altered, amended or repealed and replaced at any regular meeting or special meeting of the Board of Trustees at which a quorum is present.
- 8.1.1. Notice. Written notice that complies with the requirements of Section 3.6.2. is to include either the proposed amendment(s) or a summary of the proposed amendment(s).
- 8.1.2. Vote. The affirmative vote of two-third (2/3) of the Trustees present and voting is required.

Appendix D

Accounting Structure

Appendix E

MOBILITY WORLDWIDE Affiliate ____

Monthly Production and Distribution Report

Please submit the Monthly Shop Data report vial the link that will be emailed out and respond via email to: wayne@mobilityworldwide.org

Thank you for doing your part to help Mobility Worldwide International keep accurate records.

1. Number of and Type of Mobility Carts produced this past month____
2. Number of finished Mobility Carts currently on hand (left over) at your location.____
3. Number of Mobility Carts shipped or given to distribution partners.____
4. Number of volunteers serving through your affiliate._____
5. Combined volunteer hours served at your affiliate._____

Appendix F

= YEAR =

Mobility Worldwide of <City or Region>
(MOBILITY WORLDWIDE-<City or Region>)

Adult Medical Information & Liability Release Form

Volunteer Name: _____

Address: _____

Phone #: _____ Birthdate: _____

Email Address: _____

In case of emergency contact:

Name: _____ Phone: _____ Relationship: _____

Name: _____ Phone: _____ Relationship: _____

Family Physician: Name: _____ Phone: _____

Address: _____

Hospital Preference: _____

Medical Issues:

Please list any allergies / medical issues, including those requiring maintenance medication (i.e. diabetic, asthma, seizure disorder). For medication, please include name, diagnosis, dosage, and frequency of dosage.

(The purpose of the above listed information is to ensure that medical personnel have the details of any medical concerns, which may interfere with or alter treatment)

Liability Release Statement:

I have my own medical insurance and do not hold Mobility Worldwide of <city or region> (MOBILITY WORLDWIDE

<city or region>) responsible for any accident that may occur during my volunteer time.

Volunteer's Signature: _____ Date: _____

= YEAR =

Mobility Worldwide of <City or Region>
(MOBILITY WORLDWIDE-<City or Region>)

Youth Medical Information & Liability Release Form

Volunteer Name: _____

Address: _____

Phone #: _____ Birthdate: _____

Email Address: _____

In case of emergency contact:

Name: _____ Phone: _____ Relationship: _____

Name: _____ Phone: _____ Relationship: _____

Family Physician: Name: _____ Phone: _____

Address: _____

Hospital Preference: _____

Medical Issues:

Please list any allergies / medical issues, including those requiring maintenance medication (i.e.diabetic, asthma, seizure disorder). For medication, please include name, diagnosis, dosage, and frequency of dosage.

(The purpose of the above listed information is to ensure that medical personnel have the details of any medical concerns, which may interfere with or alter treatment)

Liability Release Statement:

I, or my parents, have my own medical insurance and do not hold Mobility Worldwide of Austin (MOBILITY WORLDWIDE Austin) responsible for any accident that may occur during my volunteer time.

Guardian's Signature: _____ Date: _____

Youth Signature: _____ Date: _____

Appendix G

MOBILITY WORLDWIDE Affiliate Covenant Agreement - (U.S.)

Having fulfilled all the requirements to become a full MOBILITY WORLDWIDE Affiliate as stated in the Guidelines and Steps to Becoming A MOBILITY WORLDWIDE Affiliate, which are incorporated herein by reference in this Covenant Agreement, we,

Name of Affiliate

agree to this covenant with MOBILITY WORLDWIDE INTERNATIONAL, INC. and all other MOBILITY WORLDWIDE Affiliates.

Name of MOBILITY WORLDWIDE Affiliate

Date

Signature of President, Board of Directors/Trustees

Signature of CEO

**Agreed to by MOBILITY WORLDWIDE INTERNATIONAL, INC.
d/b/a Mobility Worldwide**

Signature of President, Board of Directors/Trustees

Signature of CEO

Effective Date

As a MOBILITY WORLDWIDE Affiliate you are now eligible to use the MOBILITY WORLDWIDE ® LOGO and TRADEMARK NAME with your own local designation.

Appendix H

MOBILITY WORLDWIDE-<CITY> PARTS-MAKER'S COVENANT

This MOBILITY WORLDWIDE-<city> Parts-Maker's Covenant (this "Covenant"), effective as of the date this Covenant is last executed on the signature page hereto, is entered into by and between MOBILITY WORLDWIDE-<city>, Inc., a <state> non-profit corporation ("MOBILITY WORLDWIDE-<city>"), and the undersigned parts-maker (the "MOBILITY WORLDWIDE Parts-Maker").

RECITALS

A. MOBILITY WORLDWIDE-<city> manufactures three-wheeled, off-road wheelchairs operated by hand power, referred to as Mobility Carts that are delivered at no cost to individuals in developing countries who have lost the use of their legs due to, among other things, birth defects, polio, diabetes, spinal cord injuries, landmines or war and who cannot afford or effectively use conventional wheelchairs;

B. MOBILITY WORLDWIDE-<city> seeks to demonstrate the love and teachings of Jesus Christ to all people by welcoming into affiliate partnership all who are committed to MOBILITY WORLDWIDE-<city>'s Mission Statement;

C. In order to effectively manufacture Mobility Carts, <city> requires assistance from volunteers such as the MOBILITY WORLDWIDE Parts-Maker for the purposes of manufacturing component parts, providing other services and fundraising; and

D. MOBILITY WORLDWIDE-<city> and the MOBILITY WORLDWIDE Parts-Maker desire to enter into this Covenant in order to affirm certain agreements and responsibilities of each party.

AGREEMENT

1. Agreement. MOBILITY WORLDWIDE-<city> and MOBILITY WORLDWIDE Parts-Maker do hereby agree to perform and comply at all times and in all respects with the covenants set forth herein.

2. MOBILITY WORLDWIDE Parts-Maker Covenants.

(a) *Organizational Responsibilities.* MOBILITY WORLDWIDE Parts-Maker does hereby covenant with MOBILITY WORLDWIDE-<city> to fulfill the organizational responsibilities of MOBILITY WORLDWIDE-<city>, as follows:

- (i) to seek funds for the basic operation of purchasing and assembling the component parts of Mobility Carts;
- (ii) to assume financial responsibility for shipping parts to MOBILITY WORLDWIDE-<city>;
- (iii) to develop a program for the on-going solicitation of funds;
- (iv) to maintain accurate books and records related to the fiscal accounts of MOBILITY WORLDWIDE Parts-Maker, and to provide such books and records to MOBILITY WORLDWIDE-<city> in order to permit MOBILITY WORLDWIDE-<city> to fully and accurately report its financial position to the Internal Revenue Service on Form 990;
- (v) to send thank you letters and receipts to all donors in a timely fashion.

(b) *Operational Principles.* MOBILITY WORLDWIDE Parts-Maker does hereby covenant with MOBILITY WORLDWIDE-~~<city>~~ to abide by the following operational principles of MOBILITY WORLDWIDE-~~<city>~~, as follows:

- (i) to comply with the manufacturing specifications for parts established by MOBILITY WORLDWIDE-~~<city>~~ and its organizational affiliate, Mobility Worldwide International, Inc., as evidenced by MOBILITY WORLDWIDE Parts-

Maker providing an initial sample of the part or parts MOBILITY WORLDWIDE Parts-Maker intends to produce prior to initial production or following a change in design;

- (ii) to supply the part or parts to MOBILITY WORLDWIDE-~~<city>~~;
- (iii) to establish a schedule for the regular supply of the part or parts to MOBILITY WORLDWIDE-~~<city>~~;
- (iv) to arrange with MOBILITY WORLDWIDE-~~<city>~~ the best manner of transportation for delivery of the part or parts;
- (v) to participate in annual gatherings for the sharing of information and experiences or for training;
- (vi) to share ideas for new designs and development of Mobility Carts;
- (vii) to participate in effective communication with MOBILITY WORLDWIDE-~~<city>~~; and
- (viii) to be willing to share volunteer expertise with MOBILITY WORLDWIDE-~~<city>~~.

3. MOBILITY WORLDWIDE-~~<city>~~ Covenants.

follows:

- (a) *Operational Principles.* MOBILITY WORLDWIDE-~~<city>~~ does hereby covenant with MOBILITY WORLDWIDE Parts-Maker as
 - (i) to establish, update and distribute, as appropriate, the Manufacturing Specifications for Quality Control;
 - (ii) to provide opportunities for on-site training at MOBILITY WORLDWIDE-~~<city>~~ or at another affiliate of Mobility Worldwide International.

[*Remainder of Page Left Intentionally Blank*]

IN WITNESS WHEREOF, the parties have executed this Covenant as of the latest date of execution set forth herein.

MOBILITY WORLDWIDE-<CITY>:

**MOBILITY WORLDWIDE PARTS-
MAKER:**

Signature: _____

Signature: _____

Printed Name: _____

Printed Name: _____

Title: _____

Title: _____

Date: _____

Date: _____