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Sent: Monday, September 25, 2023 2:14 PM
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Subject: Pay.gov Payment Confirmation: Form 1023

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You successfully submitted your Form 1023 user fee payment to Pay.gov and the details are below. You can expect to be contacted about your application by the IRS within 180 days from the date you submitted it. After 180 days, if you haven't been contacted, you can call the toll-free Customer Account Services number, Monday through Friday, 8 a.m. - 5 p.m. (local time), at 877-829-5500 to check on the status. You will need to provide your name, your employer identification number (EIN), and the date you submitted your application when calling.

Application Name: Form 1023
Pay.gov Tracking ID: 277TKJ44
Agency Tracking ID: 76504775512
Transaction Type: Sale
Transaction Date: 09/25/2023 02:14:13 PM EDT
Account Holder Name: [REDACTED]
Transaction Amount: \$600.00
Card Type: [REDACTED]
Card Number: [REDACTED]

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Pay.gov is a program of the U.S. Department of the Treasury, Bureau of the Fiscal Service

**Application for Recognition of Exemption
Under Section 501(c)(3) of the Internal Revenue Code**

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form1023 for instructions and the latest information.**Note:** *If exempt status is approved, this application will be open for public inspection.*

Use the "?" buttons throughout this form for help in completing this application. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500.

If you cannot complete required responses within the textbox limits throughout this form, upload your additional narratives with the other required documents.

Part I Identification of Applicant

1a Full Name of Organization (exactly as it appears in your organizing document) REWIRING AMERICA INC		b Care of Name (if applicable) ARNOLD & PORTER	
c Mailing Address (Number, street and room/suite) 601 MASSACHUSETTS AVENUE NORTHWEST	d City WASHINGTON	e Country United States	
f State District Of Columbia	g Zip Code + 4 20001	h Foreign Province (or State)	i Foreign Postal Code
2 Employer Identification Number 93-2830316	3 Month Tax Year Ends DECEMBER	4 Person to Contact if More Information is Needed (officer, director, trustee, or authorized representative) ANDRAS KOSARAS	
5 Contact Telephone Number 202-942-5271	6 Fax Number (optional)	7 User Fee Submitted \$600.00	

8 Organization's Website (if available):**9** List the names, titles, and mailing addresses of your officers, directors, and/or trustees.

First Name: ARI	Last Name: MATUSIAK	Title: PRESIDENT AND DIRECTOR
Mailing Address: 601 MASSACHUSETTS AVENUE NORTHWEST		City: WASHINGTON
State (or Province): DC		Zip Code (or Foreign Postal Code): 20001
First Name: ALEX	Last Name: LASKEY	Title: BOARD CHAIR AND DIRECTOR
Mailing Address: 601 MASSACHUSETTS AVENUE NORTHWEST		City: WASHINGTON
State (or Province): DC		Zip Code (or Foreign Postal Code): 20001
First Name: JACOB	Last Name: HAROLD	Title: SECRETARY
Mailing Address: 601 MASSACHUSETTS AVENUE NORTHWEST		City: WASHINGTON
State (or Province): DC		Zip Code (or Foreign Postal Code): 20001
First Name: TONY	Last Name: CURNES	Title: TREASURER
Mailing Address: 601 MASSACHUSETTS AVENUE NORTHWEST		City: WASHINGTON
State (or Province): DC		Zip Code (or Foreign Postal Code): 20001
First Name:	Last Name:	Title:
Mailing Address:		City:
State (or Province):		Zip Code (or Foreign Postal Code):

☐ Check here to add more officers, directors, and/or trustees.

Part II Organizational Structure

- 1** You must be a corporation, limited liability company (LLC), unincorporated association, or trust to be tax exempt.

Select your type of organization.

☒ Corporation

At the end of this form, you must upload a copy of your articles of incorporation (and any amendments) that shows proof of filing with the appropriate state agency.

☐ Limited Liability Company (LLC)

At the end of this form, you must upload a copy of your articles of organization (and any amendments) that shows proof of filing with the appropriate state agency. Also, if you adopted an operating agreement, upload a copy, along with any amendments.

☐ Unincorporated Association

At the end of this form, you must upload a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments.

☐ Trust

At the end of this form, you must upload a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments.

- 2** Enter the date you formed. (MM/DD/YYYY)

08/10/2023

- 3** Select your state (or U.S. territory) of incorporation or other formation. If you were formed under the laws of a foreign country, select Foreign Country.

Delaware

- 4** Have you adopted bylaws? If "Yes," at the end of this form, upload a current copy showing the date of adoption. If "No," explain how you select your officers, directors, or trustees.

☒ Yes ☐ No

- 5** Are you a successor to another organization?

☐ Yes ☒ No

Answer "Yes" if you have taken or will take over the activities of another organization, you took over 25% or more of the fair market value of the net assets of another organization, or you were established upon the conversion of an organization from for-profit to nonprofit status. If "Yes," complete Schedule G.

Part III Required Provisions in Your Organizing Document

Part III helps ensure that, when you submit this application, your organizing document contains the required provisions to meet the organizational test under section 501(c)(3).

If you cannot check "Yes" in both Lines 1 and 2, your organizing document does not meet the organizational test. DO NOT file this application until you have amended your organizing document. Remember to upload your original and amended organizing documents at the end of this form.

- 1** Section 501(c)(3) requires that your organizing document limit your purposes to one or more exempt purposes within section 501(c)(3), such as charitable, religious, educational, and/or scientific purposes.

The following is an example of an acceptable purpose clause: The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Does your organizing document meet this requirement?

☒ Yes ☐ No

- 1a** State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph):

Certificate of Incorporation, Article IV, Para A

- 2** Section 501(c)(3) requires that your organizing document provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.

The following is an example of an acceptable dissolution clause: Upon the dissolution of this organization, assets 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.

Does your organizing document meet this requirement?

☒ Yes ☐ No

- 2a** State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph) or indicate that you rely on state law.

Certificate of Incorporation, Article VI, Para B

Part IV Your Activities

1 Describe completely and in detail your past, present, and planned activities. Do not refer to or repeat the purposes in your organizing document.

For each past, present, or planned activity, include information that answers the following questions:

- a. What is the activity?
- b. Who conducts the activity?
- c. Where is the activity conducted?
- d. What percentage of your total time is allocated to the activity?
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity?
- f. How does the activity further your exempt purposes?

Please see the attached supplemental documentation containing the organization's response to Part IV, Line 1.

Part IV Your Activities (continued)

- 2 Enter the 3-character NTEE Code that best describes your activities.

C35

Or check here if you want the IRS to select the NTEE Code that best describes your activities.

☐

- 3 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes" if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program.

☐ Yes☒ No

- 4 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors? If "Yes," explain how these related individuals are eligible for goods, services, or funds.

☐ Yes☒ No

- 5 Do you or will you support or oppose candidates in political campaigns in any way? If "Yes," explain.

☐ Yes☒ No

- 6 Do you or will you attempt to influence legislation? If "Yes," explain how you attempt to influence legislation.

☒ Yes☐ No

Please see the attached supplemental documentation containing the organization's response to Part IV, Line 6.

Part IV Your Activities *(continued)*

- 6a** Did you or will you make an election to have your legislative activities measured by expenditures by filing Form 5768? ☒ Yes ☐ No
If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities.

- 7** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other intellectual property? If "Yes," describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part IV, Line 7.

- 8** Do you or will you provide educational information to the general public on budgeting, personal finance, financial literacy, saving and spending practices, the sound use of consumer credit, and/or assist individuals and families with financial problems such as credit card debt and foreclosure by providing them with counseling? If "Yes," explain. ☐ Yes ☒ No

- 9** Do you or will you make grants, loans, or other distributions to organizations? If "Yes," describe the type and purpose of the grants, loans, or distributions, how you select your recipients including submission requirements (such as grant proposals or application forms), and the criteria you use or will use to select recipients. Also describe how you ensure the grants, loans, and other distributions are or will be used for their intended purposes (including whether you require periodic or final reports on the use of funds and any procedures you have if you identify that funds are not being used for their intended purposes). Finally, describe the records you keep with respect to grants, loans, or other distributions you make and identify any recipient organizations and any relationships between you and the recipients. If "No," continue to Line 10. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part IV, Line 9.

Part IV Your Activities (continued)

- 9a** Do you or will you make grants, loans, or other distributions to organizations that are not recognized by the IRS as tax exempt under section 501(c)(3)? If "Yes," name and/or describe the non-section 501(c)(3) organizations to whom you do or will make distributions and explain how these distributions further your exempt purposes. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part IV, Line 9a.

- 9b** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," name each foreign organization (if not already provided), the country and region within each country in which each foreign organization operates, any relationship you have with each foreign organization, and whether the foreign organization accepts contributions earmarked for a specific country or organization (if so, specify which countries or organizations). If "No," continue to Line 10. ☐ Yes ☒ No

- 9c** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. ☐ Yes ☐ No

- 9d** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. ☐ Yes ☐ No

- 9e** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including periodic reporting requirements, auditing grantees, site visits by your employees or compliance checks by impartial experts, etc., to verify that grant funds are being used appropriately. ☐ Yes ☐ No

Part IV Your Activities (continued)

- 9f** Do you share board members or other key personnel with the recipient organization(s)? If "Yes," identify the relationships.

☐ Yes ☐ No

- 9g** When you make grants, loans, or other distributions to foreign organizations, will you check the OFAC List of Specially Designated Nationals and Blocked Persons for names of individuals and entities with whom you are dealing to determine if they are included on the list? Describe any other practices you will engage in to ensure that foreign expenditures or grants are not diverted to support terrorism or other non-charitable activities.

☐ Yes ☐ No

- 9h** Will you comply with all United States statutes, executive orders, and regulations that restrict or prohibit U.S. persons from engaging in transactions and dealings with designated countries, entities, or individuals, or otherwise engaging in activities in violation of economic sanctions administered by OFAC?

☐ Yes ☐ No

- 9i** Will you acquire from OFAC the appropriate license and registration where necessary?

☐ Yes ☐ No

- 10** Do you or will you operate in a foreign country or countries? If "Yes," name each foreign country and region within each country in which you do or will operate and describe your operations in each one. If "No," continue to Line 11.

☐ Yes ☒ No

- 10a** When you conduct activities in foreign countries, will you check the OFAC List of Specially Designated Nationals and Blocked Persons for names of individuals and entities with whom you are dealing to determine if they are included on the list? Describe any other practices you will engage in to ensure that foreign expenditures or grants are not diverted to support terrorism or other non-charitable activities.

☐ Yes ☐ No

- 10b** Will you comply with all United States statutes, executive orders, and regulations that restrict or prohibit U.S. persons from engaging in transactions and dealings with designated countries, entities, or individuals, or otherwise engaging in activities in violation of economic sanctions administered by OFAC?

☐ Yes ☐ No

- 10c** Will you acquire from OFAC the appropriate license and registration where necessary?

☐ Yes ☐ No

Part IV Your Activities (continued)

- 11** Are you a sponsoring organization that maintains one or more donor advised funds? If yes, please provide a complete description of your program, including the specific advice that such donors may provide. Describe in detail the control you maintain (or will maintain) over the use of the funds. ☐ Yes ☒ No

- 12** Do you or will you operate a school? ☐ Yes ☒ No
If "Yes," complete Schedule B.

- 13** Is your principal purpose or function to provide hospital or medical care? ☐ Yes ☒ No
If "Yes," complete Schedule C.

- 14** Do you or will you provide low-income housing? ☐ Yes ☒ No
If "Yes," complete Schedule F.

- 15** Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? ☐ Yes ☒ No
If "Yes," complete Schedule H - Section I.

- 16** Check any of the following fundraising activities that you will undertake (check all that apply):

- | | |
|--|--|
| <input checked="" type="checkbox"/> Website, mail, email, personal, and/or phone solicitations | <input checked="" type="checkbox"/> Foundation grant solicitations |
| <input type="checkbox"/> Receive donations from another organization's website | <input checked="" type="checkbox"/> Government grant solicitations |
| <input type="checkbox"/> Bingo | <input type="checkbox"/> Other (non-bingo) gaming activities |
| <input checked="" type="checkbox"/> Other (describe) | |

Please see the attached supplemental documentation containing the organization's response to Part IV, Line 16.

- ☐ We will not engage in fundraising activities.

- 17** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements, including the names or descriptions of the organizations for which you raise funds. ☐ Yes ☒ No

Part V Compensation and Other Financial Arrangements

- 1** Do you or will you compensate officers, directors, or trustees, or do or will you have highest compensated employees, or highest compensated independent contractors? If "No," continue to Line 2. ☒ Yes ☐ No

In establishing compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors:

- 1a** Do or will the individuals that approve compensation arrangements follow a conflict of interest policy? ☒ Yes ☐ No
- 1b** Do or will you approve compensation arrangements in advance of paying compensation? ☒ Yes ☐ No
- 1c** Do or will you document in writing the date and terms of approved compensation arrangements? ☒ Yes ☐ No
- 1d** Do or will you record in writing the decision made by each individual who decided or voted on compensation arrangements? ☒ Yes ☐ No
- 1e** Do or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? ☒ Yes ☐ No
- 1f** Do or will you record in writing both the information on which you relied to base your decision and its source? ☒ Yes ☐ No
- 1g** Do or will you have any other practices you use to set reasonable compensation? If "Yes," describe these practices. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part V, Line 1.

- 2** Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If you are a hospital, answer "Yes" if your conflict of interest policy includes provisions consistent with the additional healthcare related provisions in the sample document. If "No," describe the procedures you will follow to ensure that persons who have a conflict of interest will not have influence over setting their own compensation or regarding business deals with themselves. ☒ Yes ☐ No

- 3** Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part V, Line 3.

Part V Compensation and Other Financial Arrangements (continued)

- 4** Do you or will you purchase or sell any goods, services, or assets from or to: (i) any of your officers, directors, or trustees; (ii) any family of any of your officers, directors, or trustees; (iii) any organizations in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest; (iv) your highest compensated employees; or (v) your highest compensated independent contractors? If "Yes," describe any such transactions that you made or intend to make, with whom you make or will make such transactions, how the terms are or will be negotiated at arm's length, and how you determine you pay no more than fair market value or you are paid at least fair market value. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part V, Line 4.

- 5** Do you or will you have any leases, contracts, loans, or other agreements with: (i) your officers, directors, or trustees; (ii) any family of any of your officers, directors, or trustees; (iii) any organizations in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest; (iv) your highest compensated employees; or (v) your highest compensated independent contractors? If "Yes," describe any written or oral arrangements that you made or intend to make, with whom you have or will have such arrangements, how the terms are or will be negotiated at arm's length, and how you determine you pay no more than fair market value or you are paid at least fair market value. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part V, Line 5.

- 6** Do you or will you contract with another organization to develop, build, market, or finance your facilities? If "Yes," describe each facility, the role of the other organization, and any business or family relationship between the organization and your officers, directors, or trustees. Explain how that entity is selected, how the terms of any contract(s) are negotiated at arm's length, and how you determine you will pay no more than fair market value for services. ☐ Yes ☒ No

Part V Compensation and Other Financial Arrangements (continued)

- 7 Does or will someone other than your own employees or volunteers manage your activities or facilities? ☐ Yes ☒ No
- If "Yes," describe the activities or facilities that will be managed by others, the names of the persons or organizations that manage or will manage your activities or facilities, and any business or family relationship between the organization and your officers, directors, or trustees. Explain how these managers were or will be selected, how the terms of any contracts or other agreements were or will be negotiated, and how you determine you will pay no more than fair market value for services.

- 8 Do you participate in any joint ventures, including partnerships or limited liability companies treated as partnerships, in which you share profits and losses with partners? If "Yes," state your ownership percentage in each joint venture, list your investment in each joint venture, describe the tax status of other participants in each joint venture (including whether they are section 501(c)(3) organizations), describe the activities of each joint venture, describe how you exercise control over the activities of each joint venture, and describe how each joint venture furthers your exempt purposes. ☒ Yes ☐ No

Please see the attached supplemental documentation containing the organization's response to Part V, Line 8.

Part VI Financial Data

- 1 Select the option that best describes you to determine the years of revenues and expenses you need to provide.
- ☒ You completed less than one tax year.
Provide a total of three years of financial information (including the current year and two future years of reasonable and good faith projections of your future finances) in the following Statement of Revenues and Expenses.
- ☐ You completed at least one tax year but fewer than five.
Provide a total of four years financial information (including the current year and three years of actual financial information or reasonable and good faith projections of your future finances) in the following Statement of Revenues and Expenses.
- ☐ You completed five or more tax years.
Provide financial information for your five most recent tax years (including the current year) in the following Statement of Revenues and Expenses.

Part VI Financial Data (continued)**A. Statement of Revenues and Expenses**

Type of revenue	Current tax year	4 prior tax years or 2 succeeding tax years			
	From: 08/10/2023 To: 12/31/2023	From: 01/01/2024 To: 12/31/2024	From: 01/01/2025 To: 12/31/2025	From: ____/____/____ To: ____/____/____	From: ____/____/____ To: ____/____/____
1 Gifts, grants, and contributions received (do not include unusual grants)	\$0.	\$79,473,000.	\$123,884,000.		
2 Membership fees received	\$0.	\$526,000.	\$4,412,000.		
3 Gross investment income	\$0.	\$0.	\$0.		
4 Net unrelated business income	\$0.	\$0.	\$0.		
5 Taxes levied for your benefit	\$0.	\$0.	\$0.		
6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)	\$0.	\$0.	\$0.		
7 Any revenue not otherwise listed above or in lines 9 - 12 below (provide an itemized list below)	\$0.	\$838,000.	\$6,127,000.		
8 Total of lines 1 through 7	\$0.	\$80,837,000.	\$134,423,000.	\$0.	\$0.
9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (provide an itemized list below)	\$0.	\$0.	\$0.		
10 Total of lines 8 and 9	\$0.	\$80,837,000.	\$134,423,000.	\$0.	\$0.
11 Net gain or loss on sale of capital assets (provide an itemized list below)	\$0.	\$0.	\$0.		
12 Unusual grants (provide an itemized list below)	\$0.	\$0.	\$0.		
13 Total Revenue (add lines 10 through 12)	\$0.	\$80,837,000.	\$134,423,000.	\$0.	\$0.
Type of expense	Current tax year	4 prior tax years or 2 succeeding tax years			
14 Fundraising expenses	\$0.	\$975.	\$2,110.		
15 Contributions, gifts, grants, and similar amounts paid out (provide an itemized list below)	\$0.	\$0.	\$0.		
16 Disbursements to or for the benefit of members (provide an itemized list below)	\$0.	\$0.	\$0.		
17 Compensation of officers, directors, and trustees	\$0.	\$1,462,000.	\$3,165,000.		
18 Other salaries and wages	\$0.	\$10,886,000.	\$23,558,000.		
19 Interest expense	\$0.	\$0.	\$0.		
20 Occupancy (rent, utilities, etc.)	\$0.	\$0.	\$0.		
21 Depreciation and depletion	\$0.	\$0.	\$0.		
22 Professional fees	\$0.	\$100,000.	\$150,000.		
23 Any expense not otherwise classified, such as program services (provide an itemized list below)	\$0.	\$26,770,000.	\$63,193,000.		
24 Total Expenses (add lines 14 through 23)	\$0.	\$39,218,975.	\$90,068,110.	\$0.	\$0.

25 Itemized financial data

Please see the attached supplemental documentation containing the organization's response to Part VI, Line 25.

Part VI

Financial Data (continued)

B. Balance Sheet (for your most recently completed tax year)		Year End: 12/31/2023
Assets		
1	Cash	\$0.
2	Accounts receivable, net	\$0.
3	Inventories	\$0.
4	Bonds and notes receivable (provide an itemized list below)	\$0.
5	Corporate stocks (provide an itemized list below)	\$0.
6	Loans receivable (provide an itemized list below)	\$0.
7	Other investments (provide an itemized list below)	\$0.
8	Depreciable assets (provide an itemized list below)	\$0.
9	Land	\$0.
10	Other assets (provide an itemized list below)	\$0.
11	Total Assets (add lines 1 through 10)	\$0.
Liabilities		
12	Accounts payable	\$0.
13	Contributions, gifts, grants, etc. payable	\$0.
14	Mortgages and notes payable (provide an itemized list below)	\$0.
15	Other liabilities (provide an itemized list below)	\$0.
16	Total Liabilities (add lines 12 through 15)	\$0.
Fund Balances or Net Assets		
17	Total fund balances or net assets	\$0.
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	\$0.

19 Itemized financial data

Part VII Foundation Classification

Part VII is designed to classify you as an organization that is either a private foundation or a public charity. Public charity classification is a more favorable tax status than private foundation classification. If you are a private foundation, this part will further determine whether you are a private operating foundation.

1 Select the foundation classification you are requesting from the list below.

- ☒ You are described in 509(a)(1) and 170(b)(1)(A)(vi) as an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- ☐ You are described in 509(a)(2) as an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(i) as a church or a convention or association of churches. Complete Schedule A.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(ii) as a school. Complete Schedule B.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(iii) as a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete Schedule C.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(iv) as an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(ix) as an agricultural research organization directly engaged in the continuous active conduct of agricultural research in conjunction with a college or university.
- ☐ You are described in 509(a)(3) as an organization supporting either one or more organizations described in 509(a)(1) or 509(a)(2) or a publicly supported section 501(c)(4), (5), or (6) organization. Complete Schedule D.
- ☐ You are described in 509(a)(4) as an organization organized and operated exclusively for testing for public safety.
- ☐ You are a publicly supported organization and would like the IRS to decide your correct classification.
- ☐ You are a private foundation.

1a As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check this box to confirm that your organizing document includes these provisions or you rely on state law. ☐

State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph) or state that you rely on state law.

1b Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes?
If "Yes," complete Schedule H - Section II.

☐ Yes ☐ No

1c Are you a private operating foundation?

☐ Yes ☐ No

To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations.

Part VII Foundation Classification (continued)

- 1d** Describe how you meet the requirements for private operating foundation status, including how you meet the income test and either the assets test, the endowment test, or the support test. If you've been in existence for less than one year, describe how you are likely to satisfy the requirements for private operating foundation status.

- 2** If you have been in existence more than 5 years, you must confirm your public support status. To confirm your qualification as a public charity described in 509(a)(1) and 170(b)(1)(A)(vi) in existence for five or more tax years, you must have received one-third or more of your total support from governmental agencies, contributions from the general public, and contributions or grants from other public charities; or 10% or more of your total support from governmental agencies, contributions from the general public, and contributions or grants from other public charities and the facts and circumstances indicate you are a publicly supported organization. Calculate whether you meet this support test for your most recent five-year period.

- i. Did you receive contributions from any person, company, or organization whose gifts totaled more than the 2% amount of line 8 in Part VI-A? ☐ Yes ☒ No

If "Yes," identify each person, company, or organization by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- ii. Based on your calculations, did you receive at least one-third of your support from public sources or did you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization? ☒ Yes ☐ No

- 2a** If you have been in existence more than 5 years, you must confirm your public support status. To confirm your qualification as a public charity described in 509(a)(2) in existence for five or more tax years, you must have normally received more than one-third of your support from contributions, membership fees, and gross receipts from activities related to your exempt functions, or a combination of these sources, and not more than one-third of your support from gross investment income and net unrelated business income. Calculate whether you meet this support test for your most recent five-year period.

- i. Did you receive amounts from any disqualified persons? ☐ Yes ☐ No

If "Yes," identify each disqualified person by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- ii. Did you receive amounts from individuals or organizations other than disqualified persons that exceeded the greater of \$5,000 or 1% of the amount on line 10 of Part VI-A Statement of Revenues and Expenses? ☐ Yes ☐ No

If "Yes," identify each individual or organization by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- iii. Based on your calculations, did you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income? ☐ Yes ☐ No

Part VIII Effective Date

In general, a determination letter recognizing exemption of an organization described in section 501(c)(3) is effective as of the date of formation of an organization if: (1) its purposes and activities prior to the date of the determination letter have been consistent with the requirements for exemption; and (2) it has filed an application for recognition of exemption within 27 months from the end of the month in which it was organized.

- 1 Are you submitting this application within 27 months of the end of the month in which you were legally formed? ☒ Yes ☐ No

If "No," complete Schedule E.

Part IX Annual Filing Requirements

If you fail to file a required information return or notice for three consecutive years, your exempt status will be automatically revoked.

- 1 Certain organizations are not required to file annual information returns or notices (Form 990, Form 990-EZ, or Form 990-N, e-Postcard). If you are granted tax-exemption, are you claiming to be excused from filing Form 990, Form 990-EZ, or Form 990-N? ☐ Yes ☒ No

If "Yes," are you claiming you are excepted from filing because you are:

- ☐ A church or association of churches
- ☐ An integrated auxiliary (such as a men's or women's organization, religious school, mission society, or religious group)
- ☐ A church-affiliated organization (other than a section 509(a)(3) organization) that is exclusively engaged in managing funds or maintaining retirement programs and is described in Revenue Procedure 96-10, 1996-1 C.B. 577
- ☐ A school below college level affiliated with a church or operated by a religious order
- ☐ A mission society (other than a section 509(a)(3) supporting organization) sponsored by, or affiliated with, one or more churches or church denominations, if more than half of the society's activities are conducted in, or directed at, persons in foreign countries
- ☐ An affiliate of a governmental unit that meets the requirements of Revenue Procedure 95-48, 1995-2 C.B. 418 (other than a section 509(a)(3) supporting organization)
- ☐ Other (describe)

Part X Signature

- ☒ I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

Ari Matusiak
(Type name of signer)

PRESIDENT AND DIRECTOR
(Type title or authority of signer)

09/25/2023
(Date)

Upload checklist:

- ☒ Organizing document (and any amendments)
- ☒ Bylaws, if adopted
- ☒ Form 2848, Power of Attorney and Declaration of Representative (if applicable)
- ☐ Form 8821, Tax Information Authorization (if applicable)
- ☒ Supplemental responses (if applicable)
- ☒ Expedited handling request (if applicable)

Schedule A. Churches

- 1** Do you have a written creed, statement of faith, or summary of beliefs? If "Yes," describe your written creed, statement of faith, or summary of beliefs. ☐ Yes ☐ No

- 2** Do you have a literature of your own? If "Yes," describe your literature. ☐ Yes ☐ No

- 3** Do you have a formal code of doctrine and discipline? If "Yes," describe your code of doctrine and discipline. ☐ Yes ☐ No

- 4** Describe your religious hierarchy or ecclesiastical government.

- 5** Are you part of a group of churches with similar beliefs and structures? If "Yes," explain. ☐ Yes ☐ No

- 6** Do you have a form of worship? If "Yes," describe your form of worship. ☐ Yes ☐ No

- 7** Do you have regularly scheduled religious services? If "Yes," describe the nature of the services. ☐ Yes ☐ No

- 7a** What is the average attendance at your regularly scheduled religious services?

- 8** Do you have an established place of worship? If "Yes," describe your established place of worship or where you meet to hold regularly scheduled religious services. ☐ Yes ☐ No

Schedule A. Churches (continued)

9 Do you have an established congregation or other regular membership group? If "No," continue to Line 10. ☐ Yes ☐ No

9a How many members do you have?

9b Do you have a process by which an individual becomes a member? If "Yes," describe the process. ☐ Yes ☐ No

9c Do your members have voting rights, rights to participate in religious functions, or other rights? If "Yes," describe the rights your members have. ☐ Yes ☐ No

9d May your members be associated with another denomination or church? ☐ Yes ☐ No

9e Are all of your members part of the same family? ☐ Yes ☐ No

10 Do you conduct baptisms, weddings, funerals, or other religious rites? ☐ Yes ☐ No

11 Do you have a school for the religious instruction of the young? ☐ Yes ☐ No

12 Do you have ministers or religious leaders? If "Yes," describe these roles and explain whether the ministers or religious leaders are ordained, commissioned, or licensed after a prescribed course of study. ☐ Yes ☐ No

13 Do you have schools for the preparation of your ordained ministers or religious leaders? ☐ Yes ☐ No

14 Do you ordain, commission, or license ministers or religious leaders? If "Yes," describe the requirements for ordination, commission, or licensure. ☐ Yes ☐ No

15 Do you have other information you believe should be considered regarding your status as a church? If "Yes," explain. ☐ Yes ☐ No

Schedule B. Schools, Colleges, and Universities

- 1** Do you normally have a regularly scheduled curriculum, a regular faculty of qualified teachers, a regularly enrolled student body, and facilities where your educational activities are regularly carried on? ☐ Yes ☐ No
- 2** Is the primary function of your school the presentation of formal instruction? If "No," continue to Line 3. ☐ Yes ☐ No

2a Select the best description(s) of your school:

- ☐ Elementary school
- ☐ Secondary school
- ☐ Charter school
- ☐ College or university
- ☐ Technical school
- ☐ Other school (describe)

- 3** Are you a public school because you are operated by a state or subdivision of a state or operated wholly or predominantly from government funds or property? If "Yes," explain how you are operated by a state or subdivision of a state. Do not complete the remainder of Schedule B. ☐ Yes ☐ No

- 4** Were you formed or substantially expanded at the time of public school desegregation in the school district or county in which you are located? ☐ Yes ☐ No

- 5** Has a state or federal administrative agency or judicial body ever determined that you are racially discriminatory? If "Yes," explain. ☐ Yes ☐ No

- 6** Has your right to receive financial aid or assistance from a governmental agency ever been revoked or suspended? If "Yes," explain. ☐ Yes ☐ No

Information Required by Revenue Procedure 75-50 as Modified by Revenue Procedure 2019-22

- 7** Have you adopted a racially nondiscriminatory policy as to students in your organizing document, bylaws, or by resolution of your governing body? ☐ Yes ☐ No

State where the policy is located or if adopted by resolution of your governing body.

- 8** Do your brochures, application forms, advertisements, and catalogues dealing with student admissions, programs, and scholarships contain a statement of your racially nondiscriminatory policy? If "Yes," continue to Line 9. ☐ Yes ☐ No

- 8a** ☐ By checking this box, you agree that all future printed materials, including website content, will contain the required nondiscriminatory policy statement.

Schedule B. Schools, Colleges, and Universities (continued)

- 9** Have you made your racially nondiscriminatory policy known to all segments of the general community you serve by: ☐ Yes ☐ No
a) publishing a notice of your policy in a newspaper of general circulation that serves all racial segments of the community; b) publicizing your policy over broadcast media in a way that is reasonably expected to be effective; or c) displaying a notice of your policy at all times on your primary, publicly accessible internet home page in a manner reasonably expected to be noticed by visitors to the homepage? If "Yes," continue to Line 10.

- 9a** ☐ By checking this box, you agree that you will publicize your nondiscriminatory policy in a way that meets the requirements of Revenue Procedure 75-50, 1975-2 C.B. 587, as modified by Revenue Procedure 2019-22, I.R.B. 1260.

- 10** Do or will you (or any department or division of your organization) discriminate in any way on the basis of race with respect to admissions, use of facilities or exercise of student privileges, faculty or administrative staff, or scholarship or loan programs? If "Yes," for any of the above, explain fully. ☐ Yes ☐ No

- 11** Complete the table below to show the racial composition for the current academic year and projected for the next academic year. If you are not operational, submit an estimate based on the best information available (such as the racial composition of the community you serve).

For each racial category, enter the number of (a) students, (b) faculty, and (c) administrative staff. Provide actual numbers rather than percentages for each racial category.

Racial Category	(a) Student Body		(b) Faculty		(c) Administrative Staff	
	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year
Total	0	0	0	0	0	0

- 12** In the table below, enter the number and amount of loans and scholarships awarded to enrolled students by racial categories. Provide actual numbers rather than percentages for each racial category.

☐ Check here if you will not provide any loans or scholarships to students.

Racial Category	Number of Loans		Amount of Loans		Number of Scholarships		Amount of Scholarships	
	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year
Total	0	0	\$0.	\$0.	0	0	\$0.	\$0.

Schedule B. Schools, Colleges, and Universities *(continued)*

- 13** List your incorporators, founders, board members, and donors of land or buildings, whether individuals or organizations.

- 14** Do any of your incorporators, founders, board members, and donors of land or buildings, whether individuals or organizations, have an objective to maintain segregated public or private school education? If "Yes," explain.

☐ Yes☐ No

- 15** Will you maintain records according to the nondiscrimination provisions contained in Revenue Procedure 75-50? If "No," explain.

☐ Yes☐ No

Schedule C. Hospitals and Medical Research Organizations

- 1** Are you a medical research organization (an organization whose principal purpose or function is medical research and which is directly engaged in the continuous active conduct of medical research) operated in conjunction with a hospital? If "No," continue to Line 2. ☐ Yes ☐ No

- 1a** Name the hospitals with which you have a relationship and describe the relationship.

- 1b** List your assets showing their fair market value and the portion of your assets directly devoted to medical research.

Do not complete the remainder of Schedule C.

- 2** Are you applying for exemption as a cooperative hospital service organization described in section 501(e)? ☐ Yes ☐ No
If "Yes," explain.

Do not complete the remainder of Schedule C.

- 3** Are all the doctors in the community eligible for staff privileges? If "No," give the reasons why and explain how the medical staff is selected. ☐ Yes ☐ No

Schedule C. Hospitals and Medical Research Organizations *(continued)*

- 4** Do you or will you provide medical services to all individuals in your community who can pay for themselves or are able to pay through some form of insurance? If "No," explain. ☐ Yes ☐ No

- 5** Do you or will you maintain a full-time emergency room? If "Yes," continue to Line 6. ☐ Yes ☐ No

- 5a** Are you a specialty hospital or would emergency services be duplicative based on your region or locality? ☐ Yes ☐ No

- 6** Do you provide free or below cost services? If "Yes," describe your policy for determining when and to whom you provide these services and how these services promote the organization's benefit to the community. ☐ Yes ☐ No

- 7** Do you or will you carry on a formal program of medical training or medical research? If "Yes," describe such programs, including the type of programs offered, the scope of such programs, and affiliations with other hospitals or medical care providers with which you carry on the medical training or research programs. ☐ Yes ☐ No

- 8** Do you or will you carry on a formal program of community education? If "Yes," describe such programs, including the type of programs offered, the scope of such programs, and affiliation with other hospitals or medical care providers with which you offer community education programs. ☐ Yes ☐ No

Schedule C. Hospitals and Medical Research Organizations *(continued)*

- 9** Is your board of directors composed of a majority of individuals who are representative of the community you serve, or do you operate under a parent organization whose board of directors is composed of a majority of individuals who are representative of the community you serve? If "Yes," continue to Line 10. ☐ Yes ☐ No

- 9a** List each board member's name and business, financial, or professional relationship with the hospital. Also, identify each board member who is representative of the community and describe how that individual is a community representative. If you operate under a parent organization whose board of directors is not composed of a majority of individuals who are representative of the community you serve, provide the requested information for your parent's board of directors as well.

- 10** Do you operate a facility which is required by a state to be licensed, registered, or similarly recognized as a hospital? If "No," do not complete the rest of Schedule C. ☐ Yes ☐ No

- 10a** Do you conduct a community health needs assessment (CHNA) at least once every three years and adopt an implementation strategy to meet the community health needs identified in the assessment as required by section 501(r)(3)? If "No," explain. ☐ Yes ☐ No

- 10b** Do you have a written financial assistance policy (FAP) and a written policy relating to emergency medical care as required by section 501(r)(4)? If "No," explain. ☐ Yes ☐ No

Schedule C. Hospitals and Medical Research Organizations *(continued)*

10c Do you both (1) limit amounts charged for emergency or other medically necessary care provided to individuals eligible for assistance under your FAP to not more than amounts generally billed to individuals who have insurance covering such care, and (2) prohibit use of gross charges as required by section 501(r)(5)? If "No," explain.

☐ Yes☐ No

10d Do you make reasonable efforts to determine whether an individual is FAP-eligible before engaging in extraordinary collection actions as required by section 501(r)(6)? If "No," explain.

☐ Yes☐ No

Schedule D. Section 509(a)(3) Supporting Organizations

- 1** List the names, addresses, and EINs of the organizations you support.

- 2** Are all your supported organizations public charities under section 509(a)(1) or (2)? If "Yes," continue to Line 3.

☐ Yes☐ No

- 2a** Are your supported organizations tax exempt under section 501(c)(4), 501(c)(5), or 501(c)(6) and do your supported organizations meet the public support test under section 509(a)(2)? If "No," explain how each organization you support is a public charity under section 509(a)(1) or 509(a)(2).

☐ Yes☐ No

- 3** Which of the following describes your relationship with your supported organization(s)?

☐ A majority of your governing board or officers are elected or appointed by your supported organization(s). (Type I supporting organization)

☐ Your control or management is vested in the same persons who control or manage your supported organization(s). (Type II supporting organization)

☐ One or more of your officers, directors, or trustees are elected or appointed by the officers, directors, trustees, or membership of your supported organization(s), or one or more of your officers, directors, trustees, or other important office holders, are also members of the governing body of your supported organization(s), or your officers, directors, or trustees maintain a close and continuous working relationship with the officers, directors, or trustees of your supported organization(s). (Type III supporting organization)

- 4** Describe how your governing board and officers are selected. If you are a Type III organization, also describe how your officers, directors, or trustees maintain a close and continuous working relationship with the officers, directors, or trustees of your supported organization(s).

Schedule D. Section 509(a)(3) Supporting Organizations *(continued)*

- 5** Do any persons who are disqualified persons (except individuals who are disqualified persons only because they are foundation managers) with respect to you or persons who have a family or business relationship with any disqualified persons appoint any of your foundation managers? If "Yes," (1) describe the process by which disqualified persons appoint any of your foundation managers, (2) provide the names of these disqualified persons and the foundation managers they appoint, and (3) explain how control is vested over your operations (including assets and activities) by persons other than disqualified persons. ☐ Yes ☐ No

- 6** Do any persons who are disqualified persons (except individuals who are disqualified persons only because they are foundation managers) have any influence regarding your operations, including your assets or activities? If "Yes," (1) provide the names of these disqualified persons, (2) explain how influence is exerted over your operations (including assets and activities), and (3) explain how control is vested over your operations (including assets and activities) by individuals other than disqualified persons. ☐ Yes ☐ No

- 7** Does your organizing document specify your supported organization(s) by name? ☐ Yes ☐ No
If "Yes" and you selected Type I above, continue to Line 8.
If "Yes," and you selected Type II, do not complete the rest of Schedule D.
If "No" and you selected Type III above, amend your organizing document to specify your supported organization(s) by name or you will not meet the organizational test and need to reconsider your requested public charity classification; then continue to Line 8.

- 7a** Does your organizing document name a similar purpose or charitable class of beneficiaries as to your supported organization(s)? If "No," amend your organizing document to specify your supported organization(s) by name, purpose, or class or you will not meet the organizational test and need to reconsider your requested public charity classification. ☐ Yes ☐ No

If you selected Type II above, do not complete the rest of Schedule D.

- 8** Do you or will you receive contributions from any person who alone, or combined with family members or an entity at least 35% controlled by that person, controls any of your supported organizations, or will you receive contributions from any family member of, or an entity at least 35% controlled by, any person who controls any of your supported organizations? If "Yes," explain. ☐ Yes ☐ No

If you selected Type I above, do not complete the rest of Schedule D.

Schedule D. Section 509(a)(3) Supporting Organizations *(continued)*

- 9** Do the officers, directors, or trustees of your supported organization have a significant voice in your investment policies, the timing and making of grants, the selection of grant recipients, and in otherwise directing the use of your income or assets? If "Yes," explain. ☐ Yes ☐ No

- 10** In each taxable year, do you or will you provide each of your supported organizations with (a) a written notice addressed to a principal officer of the supported organization describing the type and amount of all of the support you provided to the supported organization during the immediately preceding taxable year, (b) a copy of your most recently filed Form 990-series return or notice, and (c) a copy of your governing documents? If "No," explain. ☐ Yes ☐ No

- 11** Do you exercise a substantial degree of direction over the policies, programs, and activities of your supported organization(s) and appoint or elect (directly or indirectly) a majority of the officers, directors, or trustees of your supported organization(s)? If "Yes," explain. ☐ Yes ☐ No

- 12** Do substantially all of your activities directly further the exempt purposes of one or more supported organizations to which you are responsive by performing the functions of, or carrying out the purposes of, such supported organization(s) and but for your involvement would normally be engaged in by such supported organization(s). If "Yes," explain and do not complete the rest of Schedule D. ☐ Yes ☐ No

Schedule D. Section 509(a)(3) Supporting Organizations *(continued)*

- 13** Do you distribute at least 85% of your annual net income or 3.5% of the aggregate fair market value of all of your non-exempt-use assets (whichever is greater) to your supported organization(s)? If "No," explain.

☐ Yes☐ No

- 13a** How much do you contribute annually to each supported organization?

- 13b** What is the total annual revenue of each supported organization?

- 13c** Do you or the supported organization(s) earmark your funds for support of a particular program or activity? If "Yes," explain.

☐ Yes☐ No

Schedule E. Effective Date

- 1** Are you applying for reinstatement of exemption after being automatically revoked for failure to file required returns or notices for three consecutive years? If "No," continue to Line 2. ☐ Yes ☐ No

- 1a** Revenue Procedure 2014-11, 2014-1 C.B. 411, provides procedures for reinstating your tax-exempt status. Select the section of Revenue Procedure 2014-11 under which you want us to consider your reinstatement request.

☐ Section 4. You are seeking retroactive reinstatement under section 4 of Revenue Procedure 2014-11. By selecting this line, you attest that you meet the specified requirements of section 4, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future. Do not complete the rest of Schedule E.

☐ Section 5. You are seeking retroactive reinstatement under section 5 of Revenue Procedure 2014-11. By selecting this line, you attest that you meet the specified requirements of section 5, that you have filed required annual returns, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future.

Describe how you exercised ordinary business care and prudence in determining and attempting to comply with your filing requirements in at least one of the three years of revocation and the steps you have taken or will take to avoid or mitigate future failures to file timely returns or notices. Do not complete the rest of Schedule E.

☐ Section 6. You are seeking retroactive reinstatement under section 6 of Revenue Procedure 2014-11. By selecting this line, you attest that you meet the specified requirements of section 6, that you have filed required annual returns, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future.

Describe how you exercised ordinary business care and prudence in determining and attempting to comply with your filing requirements in each of the three years of revocation and the steps you have taken or will take to avoid or mitigate future failures to file timely returns or notices. Do not complete the rest of Schedule E.

☐ Section 7. You are seeking reinstatement under section 7 of Revenue Procedure 2014-11, effective the date you are filling this application. Do not complete the rest of Schedule E.

- 2** Generally, if you did not file Form 1023 within 27 months of formation, the effective date of your exempt status will be the date you filed Form 1023 (submission date). Requests for an earlier effective date may be granted when there is evidence to establish you acted reasonably and in good faith and the grant of relief will not prejudice the interests of the government.

☐ Check this box if you accept the submission date as the effective date of your exempt status. Do not complete the rest of Schedule E.

☐ Check this box if you are requesting an earlier effective date than the submission date.

- 2a** Explain why you did not file Form 1023 within 27 months of formation, how you acted reasonably and in good faith, and how granting an earlier effective date will not prejudice the interests of the Government.

You may want to include the events that led to the failure to timely file Form 1023 and to the discovery of the failure, any reliance on the advice of a qualified tax professional and a description of the engagement and responsibilities of the professional as well as the extent to which you relied on the professional, a comparison of (1) what your aggregate tax liability would be if you had filed this application within the 27-month period with (2) what your aggregate liability would be if you were exempt as of your formation date, or any other information you believe will support your request for relief.

Schedule F. Low-Income Housing

- 1** Describe each facility including the type of facility, whether you own or lease the facility, how many residents it can accommodate, the current number of residents, and whether the residents purchase or rent housing from you.

- 2** Describe who qualifies for your housing in terms of income levels or other criteria and explain how you select residents.

- 3** Do you meet the safe harbor requirements outlined in Revenue Procedure 96-32, 1996-1 C.B. 717, which provides guidelines for providing low-income housing that will be treated as charitable, including for each project that (a) at least 75 percent of the units are occupied by residents that qualify as low-income and (b) either at least 20 percent of the units are occupied by residents that also meet the very low-income limit for the area or 40 percent of the units are occupied by residents that also do not exceed 120 percent of the area's very low-income limit, and less than 25 percent of the units are provided at market rates to persons who have incomes in excess of the low-income limit?

☐ Yes☐ No

- 4** Is your housing affordable to low-income residents? If "Yes," describe how your housing is made affordable to low-income residents.

☐ Yes☐ No

- 5** Do you impose any restrictions to make sure that your housing remains affordable to low-income residents? If "Yes," describe these restrictions.

☐ Yes☐ No

Schedule F. Low-Income Housing *(continued)*

- 6** In addition to rent or mortgage payments, do residents pay periodic fees or maintenance charges? If "Yes," describe what these charges cover and how they are determined. ☐ Yes ☐ No

- 7** Do you provide social services to residents? If "Yes," describe these services. ☐ Yes ☐ No

- 8** Do you participate in any government housing programs? If "Yes," describe these programs. ☐ Yes ☒ No

Schedule G. Successors to Other Organizations

- 1** List the name, last address, and EIN of your predecessor organization and describe its activities.

- 2** List the owners, partners, principal stockholders, officers, and governing board members of your predecessor organization. Include their names, addresses, and share/interest in the predecessor organization (if for-profit).

- 3** Are you a successor to a for-profit organization? If "Yes," explain your relationship with the predecessor organization that resulted in your creation and explain why you took over the activities or assets of a for-profit organization or converted from for-profit to nonprofit status; continue to Line 4.

☐ Yes☐ No

- 3a** Explain your relationship with the other organization that resulted in your creation and why you took over the activities or assets of another organization.

Schedule G. Successors to Other Organizations *(continued)*

- 4** Do or will you maintain a working relationship with any of the persons listed in question 2 or with any for-profit organization in which these persons own more than a 35% interest? If "Yes," describe the relationship.

☐ Yes☐ No

- 5** Were any assets transferred, whether by gift or sale, from the predecessor organization to you? If "Yes," provide a list of assets, indicate the value of each asset, explain how the value was determined, and attach an appraisal, if available. For each asset listed, also explain if the transfer was by gift, sale, or combination thereof and describe any restrictions that were placed on the use or sale of the assets.

☐ Yes☐ No

- 6** Were any debts or liabilities transferred from the predecessor for-profit organization to you? If "Yes," provide a list of the debts or liabilities that were transferred to you, indicating the amount of each, how the amount was determined, and the name of the person to whom the debt or liability is owed.

☐ Yes☐ No

- 7** Will you lease or rent any property or equipment to or from the predecessor organization or any persons listed in Line 2 or a for-profit organization in which these persons own more than a 35% interest? If "Yes," describe the arrangement(s) including how the lease or rental value was determined.

☐ Yes☐ No

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures**Section I** Public charities and private foundations complete lines 1 through 8 of this section.

- 1** Describe the types of educational grants you provide to individuals, such as scholarships, fellowships, loans, etc., including the purpose, number and amount(s) of grants, how the program is publicized, and if you award educational loans, the terms of the loans.

- 2** Do you maintain case histories showing recipients of your scholarships, fellowships, educational loans, or other educational grants, including names, addresses, purposes of awards, amount of each grant, manner of selection, and relationship (if any) to officers, trustees, or donors of funds to you? If "No," explain. ☐ Yes ☐ No

- 3** Describe the specific criteria you use to determine who is eligible for your program (for example, eligibility selection criteria could consist of graduating high school students from a particular high school who will attend college, writers of scholarly works about American history, etc.).

- 4** Describe the specific criteria you use to select recipients (for example, specific selection criteria could consist of prior academic performance, financial need, etc.).

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures *(continued)*

- 5** Describe any requirement or condition you impose on recipients to obtain, maintain, or qualify for renewal of a grant (for example, specific requirements or conditions could consist of attendance at a four-year college, maintaining a certain grade point average, teaching in public school after graduation from college, etc.).

- 6** Describe your procedures for supervising the scholarships, fellowships, educational loans, or other educational grants. Explain whether you obtain reports and grade transcripts from recipients, or you pay grants directly to a school under an arrangement whereby the school will apply the grant funds only for enrolled students who are in good standing. Also, describe your procedures for taking action if the terms of the award are violated.

- 7** How do you determine who is on the selection committee for the awards made under your program?

- 8** Are relatives of members of the selection committee, or of your officers, directors, or substantial contributors eligible for awards made under your program? If "Yes," what measures do you take to ensure unbiased selections?

☐ Yes☐ No

Do not complete the rest of Schedule H. If you are a private foundation, you will be directed to complete Section II of Schedule H later in the application.

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures (continued)**Section II Private foundations complete lines 1 through 7 of this section. Public charities do not complete this section.**

- 1** As a private foundation, do you want this application to be considered as a request for advance approval of grant making procedures? ☐ Yes ☐ No

If "No," do not complete the rest of Schedule H.

- 1a** Check the box(es) indicating under which section(s) you want your grant making procedures to be considered.

- ☐ 4945(g)(1) - Scholarship or fellowship grant to an individual for study at an educational institution
- ☐ 4945(g)(3) - Other grants, including loans, to an individual for travel, study, or other similar purposes, to enhance a particular skill of the grantee or to produce a specific product

- 2** Do you represent that you will (1) arrange to receive and review grantee reports annually and upon completion of the purpose for which the grant was awarded, (2) investigate diversions of funds from their intended purposes, and (3) take all reasonable and appropriate steps to recover diverted funds, ensure other grant funds held by a grantee are used for their intended purposes, and withhold further payments to grantees until you obtain grantees' assurances that future diversions will not occur and that grantees will take extraordinary precautions to prevent future diversions from occurring? ☐ Yes ☐ No

- 3** Do you represent that you will maintain all records relating to individual grants, including information obtained to evaluate grantees, identify whether a grantee is a disqualified person, establish the amount and purpose of each grant, and establish that you undertook the supervision and investigation of grants described in Line 2? ☐ Yes ☐ No

- 4** Do you or will you award scholarships, fellowships, and educational loans to attend an educational institution based on the status of an individual being an employee of a particular employer? ☐ Yes ☐ No

If "No," do not complete the rest of Schedule H.

- 5** Will you comply with the seven conditions and either the percentage tests or facts and circumstances test for scholarships, fellowships, and educational loans to attend an educational institution as set forth in Revenue Procedures 76-47, 1976-2 C.B. 670, and 80-39, 1980-2 C.B. 772, which apply to inducement, selection committee, eligibility requirements, objective basis of selection, employment, course of study, and other objectives? ☐ Yes ☐ No

- 6** Do you or will you provide scholarships, fellowships, or educational loans to attend an educational institution to employees of a particular employer? If "No," continue to Line 7. ☐ Yes ☐ No

- 6a** Will you award grants to 10% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No

- 7** Do you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer? ☐ Yes ☐ No

If "No," do not complete the rest of Schedule H.

- 7a** Will you award grants to 25% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No

If "Yes," do not complete the rest of Schedule H.

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures *(continued)*

- 7b** Will you award grants to 10% or fewer of the number of employees' children who can be shown to be eligible for grants (whether or not they submitted an application) in that year, as provided by Revenue Procedures 76-47 and 80-39? If "Yes," describe how you will determine who can be shown to be eligible for grants without submitting an application, such as by obtaining written statements or other information about the expectations of employees' children to attend an educational institution; do not complete the rest of Schedule H.

☐ Yes ☐ No

- 7c** Will you award grants based on facts and circumstances that demonstrate that the grants will not be considered compensation for past, present, or future services or otherwise provide a significant benefit to the particular employer? If "Yes," describe the facts and circumstances you believe will demonstrate that the grants are neither compensatory nor a significant benefit to the particular employer. In your explanation, describe why you cannot satisfy either the 25% test or the 10% test in questions 7a and 7b.

☐ Yes ☐ No

CHECKLIST OF ATTACHMENTS

Exhibit A	Certificate of Incorporation
Exhibit B	Bylaws
Exhibit C	Form 2848, Power of Attorney
Exhibit D	Supplemental Responses to Form 1023
Exhibit E	Signature Page to Form 1023
Exhibit F	Expedited Handling Request

Rewiring America, Inc.
EIN: 93-2830316

EXHIBIT A
CERTIFICATE OF INCORPORATION

(See attached)

Delaware

The First State

Page 1

*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF INCORPORATION OF "REWIRING AMERICA,
INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF AUGUST, A.D.
2023, AT 9:33 O`CLOCK A.M.*


Jeffrey W. Bullock, Secretary of State

7616451 8100
SR# 20233212581

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203934535
Date: 08-10-23

CERTIFICATE OF INCORPORATION

OF

REWIRING AMERICA, INC.

The undersigned, for the purpose of organizing a nonprofit nonstock corporation under the provisions of and subject to the requirements of the Delaware General Corporation Law, certifies as follows:

Article I

NAME

The name of this corporation is **REWIRING AMERICA, INC.** (the "Corporation").

Article II

REGISTERED OFFICE

The address of the Corporation's registered office in the State of Delaware is 251 Little Falls Drive, Wilmington, New Castle County, Delaware 19808. The name of the Corporation's registered agent at such address is Corporation Service Company.

Article III

NONPROFIT NONSTOCK CORPORATION

The Corporation is organized as a nonprofit nonstock corporation under the Delaware General Corporation Law. The Corporation is not organized for profit and shall not have authority to issue capital stock.

Article IV

PURPOSES

A. The Corporation is organized and shall be operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States internal revenue law (the "Code").

B. The specific purposes of the Corporation are as follows:

1. to decarbonize the U.S. economy and reduce greenhouse gases by electrifying the machines we rely on in our homes, businesses and communities, powered by clean electricity;
2. to develop the data, tools, coalitions and partnerships necessary to transform the market so that efficient, electric machines become the most affordable and convenient to purchase and install for everyone, thus helping to fight climate change;
3. to partner with companies, national and community organizations, civic and elected leaders to create high quality, local jobs to install and service efficient, electric machines that cannot be automated or off-shored;
4. to concentrate its resources and efforts to ensure that low-income and disadvantaged households and communities fully participate in and benefit from deployment and adoption of efficient, electric machines;

5. to bridge market failures to facilitate the purchase, installation and maintenance of efficient, electric machines; and
6. to tell the story of the market transformation, and the abundant civic spirit powering it.

C. In furtherance of the foregoing purposes, the Corporation shall have all powers granted to a nonprofit nonstock corporation under the Delaware General Corporation Law and the power to do all things necessary, proper and consistent with maintaining its tax-exempt status under Section 501(c)(3) of the Code.

Article V ACTIVITIES

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

B. Notwithstanding any other provision of this certificate of incorporation, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

C. Notwithstanding any other provision of this certificate of incorporation or other governing instrument of the Corporation, during such period or periods, of time, if any, as the Corporation is treated as a private foundation pursuant to Section 509 of the Code: (i) the Corporation's income must be distributed at such time and in such manner so as not to subject the Corporation to tax under Section 4942 of the Code, and (ii) the Corporation is prohibited from (a) engaging in any act of self-dealing (as defined in Section 4941(d) of the Code); (b) retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject the Corporation to tax under Section 4943 of the Code; (c) making any investments in such manner so as to subject the Corporation to tax under Section 4944 of the Code; and (d) making any taxable expenditures (as defined in Section 4945(d) of the Code).

Article VI DEDICATION OF ASSETS; DISSOLUTION

A. The property of the Corporation is irrevocably dedicated to charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Code. No part of the net income or assets of the Corporation shall ever inure to the benefit of any of its directors or officers, or to the benefit of any private person, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code. In no event shall any of such assets be distributed to any director or officer of the Corporation, or any private person.

**Article VII
MEMBERS**

The conditions of and qualifications for membership in the Corporation shall be set forth in the bylaws of the Corporation. The rights, powers and duties of the members of the Corporation shall be set forth in the bylaws or as provided by law.

**Article VIII
BOARD OF DIRECTORS**

A. Except as otherwise provided by law or in any bylaw of the Corporation, the business of the Corporation shall be managed and all of the powers of the Corporation shall be exercised by or under the direction of the board of directors of the Corporation.

B. The board of directors shall be elected or appointed in the manner provided in the bylaws of the Corporation.

C. The board of directors is expressly authorized to adopt, amend, or repeal the bylaws of the Corporation or adopt new bylaws without any action on the part of the members, provided that any bylaw adopted or amended by the board of directors, and any powers thereby conferred, may be amended, altered, or repealed by the members.

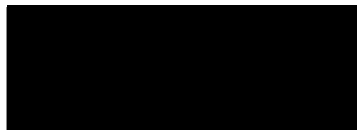
**Article IX
LIMITATION OF LIABILITY**

To the fullest extent permitted by the Delaware General Corporation Law, as now in effect or as may hereafter be amended, no director or officer of the Corporation shall be personally liable to the Corporation or to its members for monetary damages for any breach of fiduciary duty as a director or officer. No amendment to, modification of, or repeal of this provision shall apply to or have any effect on the liability or alleged liability of any director or officer of the Corporation for or with respect to any acts or omissions of such director or officer occurring prior to such amendment.

**Article X
INCORPORATOR**

The name and mailing address of the incorporator is Ari Matusiak, c/o Arnold & Porter, 601 Massachusetts Avenue, NW, Washington, DC 20001.

Date: August 9, 2023



Name: Ari Matusiak
Title: Incorporator

Rewiring America, Inc.
EIN: 93-2830316

EXHIBIT B
BYLAWS

(See attached)

BYLAWS
OF
REWIRING AMERICA, INC.

a Delaware nonprofit nonstock corporation

Adopted August 10, 2023

Section 1. NAME

- 1.1. *Corporate Name.* The name of this corporation is Rewiring America, Inc. (the “**Corporation**”).

Section 2. OFFICES

- 2.1. *Principal Office; Other Offices.* The principal office of the Corporation shall be located at such place as the Board shall designate from time to time. The Corporation may maintain additional offices at such other places as the Board may designate from time to time.
- 2.2. *Registered Office and Agent.* The Corporation shall have and maintain within the State of Delaware a registered office and a registered agent at such place as the Board shall designate from time to time.

Section 3. PURPOSES

- 3.1. *Purposes.* The purposes of the Corporation shall be set forth in the certificate of incorporation of the Corporation (the “**Certificate of Incorporation**”), as the same may be amended from time to time.

Section 4. MEMBERS

- 4.1. *Members.* The directors of the Corporation shall be the members of the Corporation for all purposes.
- 4.2. *Manner of Acting.* All actions, consents and approvals taken by the directors shall be and shall be deemed to be taken by them as the members and as the directors of the Corporation for all purposes, whether or not the specific action, consent or approval specifically references them as acting as members at the time. All meetings of the Board shall be and shall be deemed to be meetings of the Board acting both as the directors and as the members of the Corporation.

Section 5. BOARD OF DIRECTORS

- 5.1. *General Powers.* The business and affairs of the Corporation shall be managed by or under the direction of the board of directors (the “**Board**”).

- 5.2. *Number of Directors.* The number of directors constituting the Board shall be at least one (1). The exact number of directors shall be fixed from time to time by a resolution adopted by the affirmative vote of a majority of the directors then in office.
- 5.3. *Election and Term of Directors.* The directors of the Corporation shall be elected by the Board at the annual meeting of the Board for a term of three (3) years. Each director shall hold office until a successor is duly elected and qualified, or until the director's earlier death, resignation or removal. Directors may be elected to serve any number of terms. By resolution, the Board may arrange for terms to be staggered.
- 5.4. *Vacancies and Newly Created Directorships.* Vacancies on the Board resulting from the death, resignation or removal of a director or an increase in the authorized number of directors shall be filled by the affirmative vote of a majority of the directors then in office, whether or not constituting a quorum, or by a sole remaining director. A director elected to fill a vacancy shall hold office until the next annual meeting of the Board and until a successor is duly elected and qualified.
- 5.5. *Resignation.* A director may resign at any time by giving written notice of the director's resignation to the Chairperson, the President or the Secretary. The resignation will be effective on the date the written notice is delivered to the Corporation, or at such later date as is specified in the written notice.
- 5.6. *Removal.* A director may be removed at any time, with or without cause, by the affirmative vote of a majority of the directors then in office.
- 5.7. *Compensation.* The Corporation may pay compensation in reasonable amounts to directors for services rendered to the Corporation as directors when so authorized by the Board.

Section 6. MEETINGS OF THE BOARD

- 6.1. *Annual and Regular Meetings.* An annual meeting of the Board shall be held at such time and place as determined by the Board for the election of directors, appointment of officers, and transaction of other business. Other regular meetings of the Board may be held at such times and places as may be determined from time to time by the Board.
- 6.2. *Special Meetings.* Special meetings of the Board may be called at any time by the Chairperson, the President, or any two (2) directors.
- 6.3. *Remote Meetings.* Board meetings may be held by means of telephone conference or other communications equipment by means of which all persons participating in the meeting can hear each other and be heard. Participation by a director in a meeting by such remote means shall constitute presence in person at such meeting.
- 6.4. *Notice of Meetings.*
 - (a) *Manner of Giving Notice.* Except when the time and place of a regular meeting is set by the Board by resolution in advance, notice of the time and place of all regular and special meetings of the Board shall be given to each director by one of the following methods:
 - (i) personal delivery of oral or written notice; (ii) first-class mail, postage paid;

(iii) telephone; or (iv) e-mail or other means of electronic transmission. All such notices shall be given or sent to the director's address, phone number, e-mail address as shown on the records of the Corporation. Notice of regular meetings may be given in the form of a calendar or schedule that sets forth the date, time and place of more than one regular meeting.

- (b) *Notice Period.* Notices sent by first-class mail shall be deposited in the U.S. mail at least three (3) days before the time set for the meeting. Notices given by personal delivery, telephone, e-mail or other electronic transmission shall be delivered or communicated at least twenty-four (24) hours before the time set for the meeting.
- (c) *Content of Notice.* The notice shall state the time and place for the meeting. The notice need not specify the purpose of the meeting or the business to be transacted at the meeting unless specifically required by law or these bylaws.

6.5. *Waiver of Notice.*

- (a) *Waiver in Writing.* Whenever notice to directors is required by applicable law, the Certificate of Incorporation, or these bylaws, a written waiver of notice, signed by the director entitled to the notice, whether before or after such notice is required, shall be treated the same as the giving of notice. A waiver of notice need not specify the purpose of the meeting or the business to be transacted at the meeting.
- (b) *Waiver by Attendance.* Attendance by a director at a meeting shall constitute a waiver of notice of such meeting, except when the director attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business on the ground that the meeting was not lawfully called or convened.

6.6. *Conduct of Meetings.*

- (a) *Presiding Officer.* The Chairperson shall preside at all meetings of the Board. If there is no Chairperson or the Chairperson is absent, another director selected by a majority of the directors present at the meeting shall preside at the meeting.
- (b) *Secretary.* The Secretary shall act as secretary of all meetings of the Board. If the Secretary is absent, the presiding officer shall appoint another person to act as secretary of the meeting.

6.7. *Quorum of Directors.* The presence of a majority of the directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board.

6.8. *Action by Majority Vote.* Except as otherwise provided by law, the Certificate of Incorporation, or these bylaws, the vote of a majority of the directors present at a meeting of the Board at which a quorum is present shall be the act of the Board.

6.9. *Adjournment.* A majority of the directors present at any meeting of the Board, whether or not a quorum is present, may adjourn the meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given, unless the meeting is adjourned for more than

twenty-four (24) hours, in which case notice of the time and place shall be given before the time of the adjourned meeting to the directors who were not present at the time of the adjournment.

- 6.10. *Action Without Meeting.* Any action required or permitted to be taken at any meeting of the Board may be taken without a meeting if all directors consent to the action in writing or by electronic transmission. After an action is taken, the consent or consents relating to the action shall be filed with the minutes of proceedings of the Board.

Section 7. COMMITTEES OF THE BOARD

- 7.1. *Committee Powers and Authority.* The Board may, by resolution adopted by a majority of the directors then in office, designate one or more committees of the Board, each committee to consist of one or more of the directors of the Corporation. Any such committee, to the extent permitted by applicable law, shall have and may exercise all the powers and authority of the Board in the management of the business and affairs of the Corporation. Provided, however, that a committee shall not have the power or authority to:
- (a) Approve or adopt any action or matter for which these bylaws or the DGCL requires the affirmative vote of a majority of the directors then in office; or
 - (b) Approve or adopt any action or matter for which the DGCL requires the affirmative vote of the members of the Corporation.
- 7.2. *Quorum and Action by Committee.* Unless the Board provides otherwise, at all meetings of a committee, a majority of the then authorized members of the committee shall constitute a quorum for the transaction of business, and the vote of a majority of the members of the committee present at any meeting at which there is a quorum shall be the act of the committee.
- 7.3. *Committee Rules and Procedures.* Unless the Board provides otherwise, each committee designated by the Board may make, alter, and repeal rules and procedures for the conduct of its business. In the absence of such rules and procedures, each committee shall conduct its business in the same manner as the Board conducts its business pursuant to Section 6 of these bylaws.
- 7.4. *Alternate Members.* The Board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. If a member of a committee shall be absent from any meeting, or disqualified from voting at any meeting, the remaining member or members present at the meeting and not disqualified from voting, whether or not such member or members constitute a quorum, may unanimously appoint another director to act at the meeting in the place of any such absent or disqualified member.
- 7.5. *Remote Meetings.* Committee meetings may be held by means of telephone conference or other communications equipment by means of which all persons participating in the meeting can hear each other and be heard. Participation by a member of a committee in a meeting by such remote means shall constitute presence in person at such meeting.
- 7.6. *Action Without Meeting.* Any action required or permitted to be taken at any committee meeting may be taken without a meeting if all members of the committee consent to the action in writing or

by electronic transmission. After an action is taken, the consent or consents relating to the action shall be filed with the minutes of proceedings of the committee.

Section 8. OFFICERS, EMPLOYEES AND AGENTS

- 8.1. *Officers.* The officers of the Corporation shall be a President or Chief Executive Officer, a Secretary, and a Treasurer or Chief Financial Officer. The Corporation may have such other officers as the Board shall determine, including, at the Board's discretion, a Chairperson of the Board, one or more Vice Presidents, and one or more Assistant Treasurers or Assistant Secretaries. Other than the Chairperson (who must be a director), the officers may, but need not be, selected from among the directors. Any two or more offices may be held by the same person.
- 8.2. *Election and Term of Office.* The officers of the Corporation shall be elected by the Board at the annual meeting of the Board for a term of three (3) years. Each officer shall hold office until a successor is duly elected and qualified, or until the officer's earlier death, resignation or removal. Officers may be elected to serve any number of terms.
- 8.3. *Removal.* An officer may be removed at any time, with or without cause, by the Board. The removal of an officer without cause shall be without prejudice to the rights of an officer, if any, under any contract of employment, and the appointment of such person shall not itself create contract rights.
- 8.4. *Resignation.* An officer may resign at any time by giving written notice of the officer's resignation to the Chairperson, the President or the Secretary. The resignation will be effective on the date the written notice is delivered to the Corporation, or at such later date as is specified in the written notice.
- 8.5. *Vacancies.* A vacancy in any office shall be filled by the Board at any meeting of the Board. An officer elected to fill a vacancy shall hold office until the next annual meeting of the Board and until a successor is duly elected and qualified.
- 8.6. *Powers and Duties of Officers.* Subject to the control and direction of the Board, the officers of the Corporation shall have such authority and perform such duties in the management of the Corporation as may be prescribed by the Board or these bylaws, and, to the extent not so prescribed, as generally pertain to their respective offices.
- 8.7. *Chairperson of the Board.* The Chairperson of the Board, if any, shall preside at all meetings of the Board. The Chairperson shall have such other powers and perform such other duties as may be prescribed by the Board.
- 8.8. *President or Chief Executive Officer.* The President shall be the chief executive officer of the Corporation and may also be referred to as the Chief Executive Officer or CEO. The President shall have general supervision over the business of the Corporation and shall supervise, direct and control the Corporation's day-to-day activities, business and affairs. The President shall have such other powers and perform such other duties as may be prescribed by the Board.

- 8.9. *Vice President.* The Vice President, if any, shall, in the absence or disability of the President, perform the duties of the President, and, when so acting, shall have all the 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 as may be prescribed by the Board.
- 8.10. *Secretary.* The Secretary shall have the following powers and duties, and such other powers and duties as may be prescribed by the Board:
- (a) *Minute Book.* The Secretary shall attend all meetings of the Board and record, or cause to be recorded, all votes and the minutes of all proceedings in the minute book of the Corporation, and shall perform like duties for committees when required.
 - (b) *Corporate Records.* The Secretary shall keep, or cause to be kept, the corporate records of the Corporation, including a copy of the Certificate of Incorporation and these bylaws as amended to date and the minute book of the Corporation.
 - (c) *Notices.* The Secretary shall give, or cause to be given, notice of all meetings of the Board for which notice may be required.
 - (d) *Corporate Seal.* The Secretary shall have custody of the corporate seal of the Corporation, if any, and shall have the authority to affix the same to any instrument requiring it.
- 8.11. *Treasurer or Chief Financial Officer.* The Treasurer shall be the chief financial officer of the Corporation and may also be referred to as the Chief Financial Officer or CFO. The Treasurer shall have the following powers and duties, and such other powers and duties as may be prescribed by the Board:
- (a) *Custody of Funds.* The Treasurer shall have custody of, and be responsible for, all funds and securities of the Corporation.
 - (b) *Deposit and Disbursement of Money and Valuables.* The Treasurer shall deposit, or cause to be deposited, all money and other valuable property in the name and to the credit of the Corporation with such banks or depositories as the Board may designate; and shall disburse, or cause to be disbursed, the funds of the Corporation as may be ordered by the Board or the President.
 - (c) *Books of Account.* The Treasurer shall keep and maintain, or cause to be kept and maintained, complete and accurate accounts of receipts and disbursements of the Corporation.
 - (d) *Financial Reports.* The Treasurer shall render, or cause to be rendered, to the Board and the President, whenever they request it, an account of all the transactions of the Treasurer and of the financial condition of the Corporation.
- 8.12. *Duties of Officers May Be Delegated.* In the event of the absence or disability of any officer, or for any other reason that the Board may deem sufficient, the Board may delegate for the time being the powers and duties of such officer to any other officer or to any director or other person.

- 8.13. *Employees and Agents.* The Board may appoint employees and agents who shall have such authority and perform such duties as may be prescribed by the Board. The Board may remove any employee or agent at any time with or without cause. The removal of an employee or agent without cause shall be without prejudice to the rights of such person, if any, under any contract of employment, and the appointment of such person shall not itself create contract rights.
- 8.14. *Compensation.* Any officer, employee, or agent of the Corporation is authorized to receive reasonable compensation for services rendered to the Corporation when so authorized by the Board or, if the Board delegates this function to any officer or officers, then by such officer or officers.

Section 9. INDEMNIFICATION AND INSURANCE

- 9.1. *Indemnification.* Except as provided in or limited by Section 9.2 of these bylaws, the Corporation shall indemnify, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person (a “**Covered Person**”) who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative (a “**Proceeding**”), by reason of the fact that the person is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys’ fees) reasonably incurred by such Covered Person.
- 9.2. *Limitations on Indemnification.*
- (a) *Standard of Conduct.* Any indemnification (unless ordered by a court) shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the Covered Person is proper in the circumstances because the Covered Person has met the applicable standard of conduct provided by applicable law. Such determination shall be made (i) by a majority vote of the directors who are not parties to such Proceeding, whether or not constituting a quorum, or (ii) if there are no such directors or if such directors so direct, by independent legal counsel in a written opinion.
 - (b) *Proceeding Commenced by Covered Person.* Except for claims for indemnification following the final disposition of such Proceeding or advancement of expenses not paid in full, the Corporation shall be required to indemnify a Covered Person in connection with a Proceeding (or part thereof) commenced by such Covered Person only if the commencement of such Proceeding (or part thereof) by the Covered Person was authorized in the specific case by the Board.
 - (c) *Indemnification from Other Sources.* The Corporation’s obligation, if any, to indemnify any Covered Person who was or is serving at its request as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, enterprise or nonprofit entity shall be reduced by any amount such Covered Person may collect as indemnification from such other corporation, partnership, joint venture, trust, enterprise or nonprofit entity.

- (d) *Restrictions under the Internal Revenue Code.* The Corporation shall not indemnify any person for any taxes imposed on such person under Chapter 42 of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the “**Code**”), or in any instance where such indemnification would be inconsistent with Section 4958 of the Code or any other provision of the Code applicable to organizations described in Section 501(c)(3) of the Code. In addition, during such period or periods of time, if any, as the Corporation is treated as a private foundation pursuant to Section 509 of the Code, the Corporation shall not indemnify any person in any instance where such indemnification would constitute an act of self-dealing under Section 4941 of the Code or a taxable expenditure under Section 4945 of the Code.
- 9.3. *Advancement of Expenses.* The Board may, in its discretion, authorize the Corporation to pay the expenses (including attorneys’ fees) actually and reasonably incurred by a Covered Person in defending any Proceeding in advance of its final disposition, upon (i) written request of such Covered Person, and (ii) receipt of an undertaking by or on behalf of such Covered Person to repay all amounts advanced, if it shall ultimately be determined by final judicial decision from which there is no further right to appeal that such Covered Person is not entitled to be indemnified for such expenses under these bylaws or otherwise. Payment of such expenses actually and reasonably incurred by such Covered Person may be made by the Corporation, subject to such terms and conditions as the Corporation in its discretion deems appropriate.
- 9.4. *Non-Exclusivity of Rights.* The indemnification and advancement of expenses provided by this Section 9 shall not be deemed exclusive of any other rights to which any director, officer, employee or agent of the Corporation may be entitled under any statute, bylaw, agreement, vote of disinterested directors or otherwise, and shall not restrict the power of the Corporation to make any indemnification or advancement of expenses permitted by law.
- 9.5. *Insurance.* The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, enterprise, or nonprofit entity, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person’s status as such, whether or not the Corporation would have the power to indemnify such person against such liability under applicable law.
- 9.6. *Repeal, Amendment or Modification.* Any amendment, repeal, or modification of this Section 9 shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

Section 10. MISCELLANEOUS PROVISIONS

- 10.1. *Books and Records.* The Corporation shall keep correct and complete books and records of account, the activities and transactions of the Corporation, minutes of the proceedings of the Board and any committees of the Board, and a current list of the directors and officers of the Corporation. Any of the books, minutes and records of the Corporation may be in written form or in any other form capable of being converted into written form within a reasonable time.

- 10.2. *Fiscal Year.* The fiscal year of the Corporation shall be determined by the Board.
- 10.3. *Corporate Seal.* The corporate seal, if any, shall be in such form as may be approved from time to time by the Board. The failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.
- 10.4. *Contracts and Instruments.* The Board may by resolution authorize any officer, employee or agent of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or may be confined to specific instances.
- 10.5. *Checks, Notes and Drafts.* The Board shall designate the officers, employees or agents who are authorized to make, sign or endorse checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness on behalf of the Corporation.

Section 11. CONSTRUCTION AND DEFINITIONS

- 11.1. *Delaware General Corporation Law.* Unless the context requires otherwise, the general provisions, rules of construction, and definitions of the Delaware General Corporation Law (“**DGCL**”) shall govern the construction of these bylaws.
- 11.2. *Conflict with Applicable Law or Certificate of Incorporation.* These bylaws are adopted subject to any applicable law, including the DGCL, and the Certificate of Incorporation. Whenever these bylaws may conflict with any applicable law or the Certificate of Incorporation, such conflict shall be resolved in favor of such law or the Certificate of Incorporation.

Section 12. AMENDMENTS

- 12.1. *Amendment of Certificate of Incorporation.* The Certificate of Incorporation may be amended in whole or in part by the affirmative vote of a majority of the directors then in office in accordance with the procedure set out in Section 242(b)(3) of the DGCL.
- 12.2. *Amendment of Bylaws.* These bylaws may be adopted, amended or repealed or new bylaws adopted by the affirmative vote of a majority of the directors then in office.

Rewiring America, Inc.
EIN: 93-2830316

EXHIBIT C
FORM 2848 POWER OF ATTORNEY

(See attached)

Power of Attorney and Declaration of Representative

► Go to www.irs.gov/Form2848 for instructions and the latest information.

OMB No. 1545-0150

For IRS Use Only

Received by:

Name _____

Telephone _____

Function _____

Date / /

Part I Power of Attorney

Caution: A separate Form 2848 must be completed for each taxpayer. Form 2848 will not be honored for any purpose other than representation before the IRS.

1 Taxpayer information. Taxpayer must sign and date this form on page 2, line 7.

Taxpayer name and address Rewiring America, Inc. c/o Arnold & Porter 601 Massachusetts Avenue, NW, Washington, DC 20001	Taxpayer identification number(s) 93-2830316
	Daytime telephone number
	Plan number (if applicable)

hereby appoints the following representative(s) as attorney(s)-in-fact:

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address James P. Joseph, Esq. 601 Massachusetts Ave NW Washington, DC 20001 Check if to be sent copies of notices and communications <input checked="" type="checkbox"/>	CAF No. 2605-45103R PTIN P01495452 Telephone No. 202-942-5355 Fax No. 202-924-5999 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address Andras Kosaras, Esq. 601 Massachusetts Ave NW Washington, DC 20001 Check if to be sent copies of notices and communications <input checked="" type="checkbox"/>	CAF No. 0306-87494R PTIN P01502146 Telephone No. 202-942-5271 Fax No. 202-924-5999 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address Alissa Kalinowski, Esq. 601 Massachusetts Ave NW Washington, DC 20001 (Note: IRS sends notices and communications to only two representatives.)	CAF No. _____ PTIN _____ Telephone No. 202-942-5010 Fax No. 202-924-5999 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address (Note: IRS sends notices and communications to only two representatives.)	CAF No. _____ PTIN _____ Telephone No. _____ Fax No. _____ Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>

to represent the taxpayer before the Internal Revenue Service and perform the following acts:

3 Acts authorized (you are required to complete line 3). Except for the acts described in line 5b, I authorize my representative(s) to receive and inspect my confidential tax information and to perform acts I can perform with respect to the tax matters described below. For example, my representative(s) shall have the authority to sign any agreements, consents, or similar documents (see instructions for line 5a for authorizing a representative to sign a return).

Description of Matter (Income, Employment, Payroll, Excise, Estate, Gift, Whistleblower, Practitioner Discipline, PLR, FOIA, Civil Penalty, Sec. 4980H Shared Responsibility Payment, etc.) (see instructions)	Tax Form Number (1040, 941, 720, etc.) (if applicable)	Year(s) or Period(s) (if applicable) (see instructions)
Application for Exemption	1023	2023-2025

4 Specific use not recorded on the Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See Line 4. Specific Use Not Recorded on CAF in the instructions ☐

5a Additional acts authorized. In addition to the acts listed on line 3 above, I authorize my representative(s) to perform the following acts (see instructions for line 5a for more information):

☐ Access my IRS records via an Intermediate Service Provider;
☐ Authorize disclosure to third parties; ☐ Substitute or add representative(s); ☐ Sign a return;

☐ Other acts authorized: _____

- b Specific acts not authorized.** My representative(s) is (are) not authorized to endorse or otherwise negotiate any check (including directing or accepting payment by any means, electronic or otherwise, into an account owned or controlled by the representative(s) or any firm or other entity with whom the representative(s) is (are) associated) issued by the government in respect of a federal tax liability.


List any other specific deletions to the acts otherwise authorized in this power of attorney (see instructions for line 5b): _____

- 6 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this form. If you **do not** want to revoke a prior power of attorney, check here ☐ **YES** ☐ **NO**

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

- 7 Taxpayer declaration and signature.** If a tax matter concerns a year in which a joint return was filed, each spouse must file a separate power of attorney even if they are appointing the same representative(s). If signed by a corporate officer, partner, guardian, tax matters partner, partnership representative (or designated individual, if applicable), executor, receiver, administrator, trustee, or individual other than the taxpayer, I certify I have the legal authority to execute this form on behalf of the taxpayer.

▶ IF NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THIS POWER OF ATTORNEY TO THE TAXPAYER.

 _____ Signature	September 23, 2023 _____ Date	President _____ Title (if applicable)
Ari Matusiak _____ Print name	Rewiring America, Inc. _____ Print name of taxpayer from line 1 if other than individual	

Part II Declaration of Representative

Under penalties of perjury, by my signature below I declare that:

- I am not currently suspended or disbarred from practice, or ineligible for practice, before the Internal Revenue Service;
- I am subject to regulations in Circular 230 (31 CFR, Subtitle A, Part 10), as amended, governing practice before the Internal Revenue Service;
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there; and
- I am one of the following:
 - a** Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
 - b** Certified Public Accountant—a holder of an active license to practice as a certified public accountant in the jurisdiction shown below.
 - c** Enrolled Agent—enrolled as an agent by the IRS per the requirements of Circular 230.
 - d** Officer—a bona fide officer of the taxpayer organization.
 - e** Full-Time Employee—a full-time employee of the taxpayer.
 - f** Family Member—a member of the taxpayer's immediate family (spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister).
 - g** Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the IRS is limited by section 10.3(d) of Circular 230).
 - h** Unenrolled Return Preparer—Authority to practice before the IRS is limited. An unenrolled return preparer may represent, provided the preparer (1) prepared and signed the return or claim for refund (or prepared if there is no signature space on the form); (2) was eligible to sign the return or claim for refund; (3) has a valid PTIN; and (4) possesses the required Annual Filing Season Program Record of Completion(s). **See Special Rules and Requirements for Unenrolled Return Preparers in the instructions for additional information.**
 - k** Qualifying Student or Law Graduate—receives permission to represent taxpayers before the IRS by virtue of his/her status as a law, business, or accounting student, or law graduate working in a LITC or STCP. See instructions for Part II for additional information and requirements.
 - r** Enrolled Retirement Plan Agent—enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

▶ IF THIS DECLARATION OF REPRESENTATIVE IS NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THE POWER OF ATTORNEY. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN PART I, LINE 2.

Note: For designations d–f, enter your title, position, or relationship to the taxpayer in the "Licensing jurisdiction" column.




Designation— Insert above letter (a–r).	Licensing jurisdiction (State) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable)	Signature	Date
a	DC	421231		September 22, 2023
a	DC; MA	DC: 500230; MA: 650911		September 22, 2023
a	DC	1670896		September 22, 2023

EXHIBIT D
SUPPLEMENTAL RESPONSES TO FORM 1023

Part IV, Line 1. Description of Activities.

Rewiring America, Inc. (the “Organization”) is a nonprofit organization organized and operated solely for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (the “Code”).¹ The mission of Rewiring America is to electrify our homes, businesses, and communities. To further this mission, the Organization will develop accessible, actionable data and tools, and build coalitions and partnerships to make going electric easier for households and communities. Through its planned activities, the Organization will help Americans save money, tackle nationwide emissions goals, improve health, and build the next generation of the clean energy workforce.

Some of the Organization’s planned activities described herein are currently fiscally sponsored through another section 501(c)(3) public charity² and are further described on the project’s website at www.rewiringamerica.org. Once the Organization’s exemption application is approved by the U.S. Internal Revenue Service (“IRS”), the fiscal sponsor plans to transfer all of the project activities to the Organization. (The Organization is not a successor to its fiscal sponsor because the fiscal sponsor will continue to carry on its own activities in sponsoring other, unrelated charitable projects.)

A. Background

On August 16, 2022, President Biden signed the Inflation Reduction Act into law, marking the most significant action Congress has taken on clean energy and climate change in the nation’s history. It also marks a generational investment in our personal infrastructure: our homes, vehicles, and communities. By upgrading the machines we use to heat and cool our homes, heat our water, cook our food, dry our clothes, and power our lives, each of us can help the country meet our climate goals, and improve the comfort, health, and cost of living in our homes for years to come.

1. Electrification of American Households

In the United States, 42% of energy-related emissions come from kitchen table decisions: about the cars we drive, how we heat the air and water in our homes, cook our food, dry our clothes and where the power comes from for all of those things.³ Eliminating fossil fuel combustion in our homes is one of the simplest ways to rapidly reduce these emissions. Through its activities, the Organization will assist households to electrify their homes (shifting from burning fossil fuels like oil, gas, and coal for heating and cooking to using electricity) and help households that already rely primarily on electricity obtain upgraded appliances and equipment (as such items can be 3 to 4 times more efficient than their older

¹ Unless otherwise noted, all references to “sections” in this application are to sections of the U.S. Internal Revenue Code of 1986, as amended, and to the Treasury Regulations thereunder.

² Windward Fund (EIN: 47-3522162), <https://www.windwardfund.org/>.

³ <https://www.rewiringamerica.org/pace>; <https://www.whitehouse.gov/briefing-room/statements-releases/2022/12/07/fact-sheet-biden-harris-administration-announces-first-ever-federal-building-performance-standard-catalyzes-american-innovation-to-lower-energy-costs-save-taxpayer-dollars-and-cut-emissions/>; *Sources of Greenhouse Gas Emissions*, <https://www.epa.gov/ghgemissions/sources-greenhouse-gas-emissions#:~:text=Combustion%20of%20natural%20gas%20and,and%20commercial%20sector%20in%202021.>

counterparts).⁴ Once their homes are electrified homes, American households will have instant carbon mitigation values that can be sized and measured.

Addressing climate change requires not only the number of machines installed and replaced as electric, but also the rate at which that occurs. There are one billion electric machines across 121 million households that need to be installed or replaced to meet our country's climate goals.⁵ On that basis, our pace of progress needs to increase, with 24 million more machine sales and installs – heat pumps, induction stoves, rooftop solar and electric vehicles – between now and 2026 than what the market is projected to do on its own. Meeting this pace is important because of the long useful lives of these machines. Every time a new gas furnace is installed, for instance, it locks in 15 or more years of emissions.⁶

In addition to the reduction of fossil fuel emissions, electrification will also improve individual health outcomes. Home electrification measures can improve indoor air quality, increase access to lifesaving infrastructure, like air conditioning, reduce energy bills, and create high-paying local jobs. Improvements from electrification aren't always seen by the naked eye, but can have a tremendous impact on quality of life. In many homes, particularly older homes, dangers lie behind the walls, in the form of old wiring and hazardous materials like asbestos and mold. There are undisputed health benefits of not burning fossil fuels in the home for those most vulnerable to climate change, particularly for children⁷, communities of color⁸, and low-income families and communities.⁹ These populations suffer from 41% higher exposure to fine particulate matter tied to higher rates of heart disease, asthma and other chronic diseases.

⁴ <https://www.rewiringamerica.org/newsletter/zapping-electric-myths>.

⁵ <https://www.rewiringamerica.org/policy/one-billion-machines>

⁶ <https://www.rewiringamerica.org/pace>

⁷ See Perera, Frederica P. *Multiple Threats to Child Health from Fossil Fuel Combustion: Impacts of Air Pollution and Climate Change*, Environmental health perspectives vol. 125, 2 (2017), <https://www.ncbi.nlm.nih.gov/pmc/articles/PMC5289912/> (“Like the many-headed Hydra in Greek mythology, fossil fuel combustion inflicts a multitude of serious health and developmental harms in children through its emissions of toxic particles and gases and carbon dioxide (CO₂), a co-pollutant that is a major driver of climate change.”)

⁸ See *Climate Change and Social Vulnerability in the United States: A Focus on Six Impact*, September 2021, <https://www.epa.gov/cira/social-vulnerability-report> (“Studies have found higher exposures to [fine particulate matter] and ozone in neighborhoods with more racial minorities and higher incidence of childhood asthma. One study found that a large portion of non-Hispanic Black individuals reside in communities with the poorest air quality.”); see also *Study Finds Exposure to Air Pollution Higher for People of Color Regardless of Region or Income*, September 20, 2021, <https://www.epa.gov/sciencematters/study-finds-exposure-air-pollution-higher-people-color-regardless-region-or-income#:~:text=In%20the%20United%20States%2C%20people,%2C%20Climate%2C%20and%20Energy%20Solutions>. (“In the United States, people of color breathe more particulate air pollution on average, a finding that holds across income levels and regions of the US, according to a study by researchers at the EPA-funded Center for Air, Climate, and Energy Solutions. The findings expand a body of evidence showing that African Americans, Hispanics, Asians, and other people of color are disproportionately exposed to a regulated air pollutant called fine particulate matter.”).

⁹ See Adrienne L. Thompson, *Protecting Low-Income Ratepayers As the Electricity System Evolves*, Energy Bar Association, November 11, 2016 (“According to the National Energy Assistance Directors’ Association (NEADA), a significant number of low-income households have at least one member who is particularly reliant on electricity for temperature control or other necessities. Based on a NEADA survey of 1,800 recipients of Low-Income Energy Assistance Program (LIHEAP)10 funding, 40% had someone age sixty or older, 72% had a family member with a serious medical condition, 41% had a child under eighteen and 21% with young children under five, and 42% were disabled.”).

Moreover, electrification presents real economic opportunities for communities. The average American household can save money by switching from fossil fuel heating to a high-efficiency electric machines. These savings, paired with significant high-paying local job creation, make home electrification a community investment – with tremendous beneficial health and climate implications. Clean electrification of heating and transportation decreases energy costs by 63%, saving each American family \$1,000 to \$2,000 per year.¹⁰

2. Electrification of American Households is a Complex Undertaking

Transforming the systems of a house or multi-family building away from fossil fuels and to efficient, electric machines can also be complex and expensive, particularly in buildings requiring repair and remediation. For those who would benefit the most from the savings and health benefits, many either do not have the discretionary income to afford the upfront purchase or, in the case of renters, the discretion to make the decision in the first place.

In addition, the challenge of household electrification, and in accelerating our progress, is that efficient, electric machines are far from the default option. Contractors are accustomed to selling fossil fuel machines. Homeowners, property owners and property managers are unfamiliar with alternatives to fossil fuel machines, and, in many cases, are in the market as a result of an emergency replacement where “like for like” is the fastest solution. Across different housing types, there are multiple pathways to an electrification purchase: from an emergency replacement, to a long-planned rehab or even new construction. The pathway to an electrification purchase needs to be simple and better than the fossil fuel default, with particular focus on low-income and disadvantaged communities where the default to fossil fuel products is the hardest to overcome.

B. Description of the Organization’s Activities

1. Electrification of American Households

The Organization’s primary activities, in furtherance of its charitable purposes, will focus on electrifying our homes, businesses and communities. Because this is a complex undertaking, it will not happen without charitable intervention. This is a classic example of an activity that creates a public good that the government and private sectors cannot achieve on their own without the intervention of the charitable sector. It requires the collaboration of many stakeholders, including local government agencies, nonprofit organizations and private businesses. The Organization will collaborate with all of these key stakeholders to design and implement systems – from educating homeowners about savings, emissions and health benefits, finding trained service providers, finding affordable products and services, and providing financing to homeowners to afford projects – to enable homeowners to undertake household electrification projects.

A key activity of the Organization will be to develop educational content, analytical tools and technical assistance to support household electrification projects that will allow households to develop their individual household electrification plans so that households understand the costs and savings and other benefits. The Organization expects that many of these educational materials and tools will be available free of charge to ensure that they are available and accessible by the general public, especially low-income households and disadvantaged communities.

¹⁰ Abbott et al., *Clean electrification of the U.S. economy* (December 30, 2021), <https://pws.byu.edu/Renewablereport>.

Electrification projects are increasingly being supported by many different types of state and federal government financial incentives (including through the Inflation Reduction Act). For example, the Rewiring America fiscally sponsored project has developed an IRS Savings Calculator (<https://www.rewiringamerica.org/app/ira-calculator>) that helps households estimate what kinds of financial incentives they may be able to receive pursuant to the Inflation Reduction Act to electrify their homes. This tool is freely available to the general public. The Organization will continue to develop this tool and other similar tools. For example, the Organization plans to develop educational content tools that will help to consumers model and understand the energy savings and greenhouse gas reductions of various electrification projects they may be interested in implementing in their homes. The Organization will also develop tools that will enable households to determine how they can afford household electrification projects (e.g., what kind of assistance, incentives and rebates may be available).

The Organization will convene local government agencies, public and community leaders and nonprofit community organizations to promote the benefits of electrification from savings on energy costs to health benefits. The Organization will meet with local leaders, multi-family owners, residents and individual homeowners to educate them about the process of home electrification so that the information is understandable and accessible. The Organization will also work with private businesses – from large box stores selling appliances and equipment – to contractors and builders to encourage them to be ready to deploy their products and services to implement any household electrification plan that a multi-family owner or homeowner decides to implement.

The Organization will develop relationships with a broad group of stakeholders to support efforts ensuring that there are trained and high quality service providers available to execute electrification projects that homeowners desire to implement in their homes. If homeowners call their local service provider who is not familiar with efficient electric machines, homeowners will be thwarted in their plans to electrify their homes.

Service providers must also be trained about opportunities to provide services in disadvantaged communities. Many homeowners in these communities are weary of service providers coming to their communities and trying to sell services that they may perceive as involving deceptive practices. The Organization will support programs and activities that seek to overcome these limitations from the perspective of both the services providers and communities. The Organization will work to ensure that, especially in low- and moderate-income households and communities, trusted government agencies, public and community leaders and nonprofit community organizations are on the ground talking to households about the benefits of electrification, from savings on energy costs to health benefits to educating households about the actual process of electrification.

2. Projects and Scalability

The Organization will focus on activities that create systemic, large scale solutions to electrification of households, so that efficient, electric machines are the most affordable and convenient to purchase and install for everyone. This is the only way that our country's climate emissions goals and related benefits, such as economic and health benefits, can be achieved at scale. The Organization will also have a particular focus on low- and moderate-income households to ensure that they are not left behind in this national transformation. But this will not be the exclusive focus, as the objectives of the government's greenhouse gas reduction will not be achieved by focusing only on low- and moderate-income households.

Many of the Organization's planned activities related to household electrification are still being developed and require field testing. The Organization must test the basic concepts in the real world to establish the viability of various structures and then to bring such refined projects to a larger scale. By

conducting, studying and analyzing projects, the Organization will be able to structure activities that provide the most benefits to the most people.

All of this research and innovation will be shared widely with stakeholders and the general public. Evidence-based research will remain a critical aspects of these programs as they scale and become more innovative. The Organization will support collecting information from projects on the impact of these programs and the challenges faced in establishing programs, with the goal to develop recommendations and best practices for these programs.

To be successful and have long-term impact, projects must be scalable. The Organizations intends to support the expansion of programs that show the most promise, while continuing to study the long-term climate, health and social impact and effectiveness of such programs. This will help identify the most successful approaches with the goal of achieving their widespread adoption. For example, the Organization will research and test various rules and requirements in implementing household electrification projects as it impacts the administrability of a program. For example, a program that is overly complex and costly to administer will not succeed. The Organization will test ideas, such as the use of technology, that reduce administrative costs to ensure success.

3. Government Grants and Awards

The Organization plans to apply for various federal and state government grants and awards related to supporting the use of clean energy by households and businesses to combat climate change and achieve the related economic and health benefits, as described above. For its first federal grant, the Organization, in collaboration with other charitable organizations (including Enterprise Community Partners, Inc., Habitat for Humanity International, United Way Worldwide and Local Initiatives Support Corporation), will seek funding from the Greenhouse Gas Reduction Fund of the U.S. Environmental Protection Agency (“EPA”).

On August 16, 2022, President Biden signed the Inflation Reduction Act into law, marking the most significant action Congress has taken on clean energy and climate change in the nation’s history. Among other provisions, the Inflation Reduction Act authorized the EPA to implement the Greenhouse Gas Reduction Fund, a historic, first-of-its-kind, \$27 billion fund that the EPA will use to mobilize financing and private capital to combat the climate crisis and ensure American economic competitiveness.¹¹

The EPA has designed the Greenhouse Gas Reduction Fund to achieve the following program objectives:

1. reduce greenhouse gas emissions and other air pollutants;
2. deliver the benefits of greenhouse gas- and air pollution-reducing projects to American communities, particularly low-income and disadvantaged communities; and
3. mobilize financing and private capital to stimulate additional deployment of greenhouse gas-reducing and air pollution-reducing projects.¹²

¹¹ *Greenhouse Gas Reduction Fund*, <https://www.epa.gov/greenhouse-gas-reduction-fund>

¹² About the Greenhouse Gas Reduction Fund, <https://www.epa.gov/greenhouse-gas-reduction-fund/about-greenhouse-gas-reduction-fund>.

The EPA is implementing the Greenhouse Gas Reduction Fund via three grant competitions: the \$14 billion National Clean Investment Fund (“NCIF”), the \$6 billion Clean Communities Investment Accelerator, and the \$7 billion Solar for All competition. The Organization is collaborating with other national charitable organizations to apply for funding from the NCIF.¹³

If the Organization receives funding from the NCIF, the Organization will implement the activities supported by such funding in compliance with all applicable rules and restrictions imposed by the EPA – and will be used consistent with the mission and activities of the Organization described herein.

In accordance to the EPA’s program requirements and restrictions, funding from the NCIF must be used to provide accessible, affordable financing for tens of thousands of clean technology projects nationwide.¹⁴ NCIF funding is intended to enable individuals, families, nonprofits, governments, small businesses, and others to access the capital they need to deploy a diverse suite of clean technology projects in their homes, businesses, and communities, which will reduce pollution while creating jobs, accelerating progress toward energy security, and lowering energy costs. NCIF funding is intended to mobilize significant amounts of private capital to ensure that every dollar of government funds generates several times more in private investment.

A significant portion of NCFI funding (at least 40%) must be dedicated to low-income and disadvantaged communities, including those that are rural communities, Tribal communities, communities with environmental justice concerns, energy communities, and persistent poverty counties. The type of financial assistance programs that the Organization may support include, but not limited to, no-interest or low-interest loans for households and property owners to finance household electrification projects. But the Organization’s programs and financial assistance will not be restricted exclusively to low-income and disadvantaged communities, as the objectives of greenhouse gas reduction will not be achieved by focusing exclusively on low- and moderate-income households.

Similar to many government incentive programs that provide assistance on a sliding scale, the Organization, using funding from NCIF and other government, corporate and foundation and philanthropic grants, will make its programs widely accessible to all and/or facilitate financial assistance to households for electrification projects that do not qualify as low- and moderate-income. The type of assistance (e.g., amounts and/or requirements) may be different from the assistance made available to low- and moderate-income households, but the Organization’s goal of making its programs widely accessible to all will remain.

C. Description of the Organization’s Tax-Exempt Purposes

The Organization qualifies as an organization exempt from federal income tax under section 501(c)(3) of the Code. An organization is exempt from taxation under section 501(c)(3) if it is organized and operated for charitable or educational purposes. The term “charitable” is used in its generally accepted legal sense and includes, among other things, advancement of education, promotion of social

¹³ In accordance with the EPA requirements, organizations competing for funding must submit their applications to the EPA by October 12, 2023. The EPA anticipates notifying recipients of awards by March 2024, with an anticipated start of performance by July 2024. The EPA anticipates that the period of performance will be up to seven years.

¹⁴ On July 14, 2023, the EPA released a 72-page notice of funding opportunity that provides the program requirements for the National Clean Investment Fund. <https://www.epa.gov/greenhouse-gas-reduction-fund/national-clean-investment-fund#nfo>

welfare, eliminating prejudice and discrimination, and defending human and civil rights.¹⁵ An organization may also be considered exempt under section 501(c)(3) if the organization makes grants to charitable organizations or to individuals for charitable or educational purposes.

Based on its intended activities, the Organization qualifies under section 501(c)(3) as a charitable organization that (i) promotes better environmental and health outcomes for all, with a particular focus on low- and moderate-income households and disadvantaged communities, (ii) educates the general public about how to achieve such outcomes through electrification of single-family homes and multi-family housing, with a particular focus on low- and moderate-income households and disadvantaged communities, (iii) develops and makes tools, resources and financial assistance available to undertake such electrification projects, and (iv) “lessens the burdens of government” through its mission and activities.

1. Environmental Purposes

The IRS has explicitly recognized environmental preservation as a charitable purpose. In Revenue Ruling 76-204, the IRS stated that it is “generally recognized that efforts to preserve and protect the natural environment for the benefit of the public serve a charitable purpose. A 1994 Exempt Organizations Continuing Professional Education text summarized this as follows: “It is generally recognized that efforts to preserve and protect the natural environment for the benefit of the public serve a charitable purpose under IRC 501(c)(3). While not explicitly mentioned in IRC 501(c)(3), this activity would fall under the “generally accepted legal sense” of charitable described in Reg. 1.501(c)(3)-1(d)(2).”¹⁶

Other similar rulings reach the same conclusion. In Revenue Ruling 70-79, 1970-1 C.B. 127, the IRS stated that assisting municipalities of a particular region in the study of problems such as water and air pollution, transportation, water resources and waste disposal qualifies as charitable within the meaning of section 501(c)(3) of the Code. In Revenue Ruling 72-560, 1972-2 C.B. 248, an organization formed to educate the public regarding environmental deterioration due to solid waste pollution was exempt under section 501(c)(3) of the Code.

Charitable organizations working on environmental issues often provide various consulting and technical assistance services to government agencies. The IRS has held that organizations that provide certain services to federal, state or local governments that benefits the entire community and assists the government in carrying out its function qualify as charitable within the meaning of section 501(c)(3) of the Code. For example, in Revenue Ruling 70-79, 1970-1 C.B. 127, an organization assisting local governments of a metropolitan area by conducting research to develop solutions for common regional problems, but not advocating any legislative action to implement its findings, qualified for exemption under section 501(c)(3). In Revenue Ruling 76-418, 1976-2 C.B. 145, an organization formed to initiate and develop plans and programs to reduce vehicle deaths and injuries by providing free expert opinions to local government officials regarding hazardous conditions in the community and conducting programs designed to inform the public about traffic safety qualified for exemption under section 501(c)(3) of the Code. Other rulings reach the same conclusion.¹⁷

¹⁵ Treas. Reg. § 1.501(c)(3)-1(d)(2).

¹⁶ Sadie Copeland and James Bloom, Environmental Preservation Issues, IRS EO CPE Text (1994).

¹⁷ See, e.g., Rev. Rul. 68-14, 1968-1 C.B. 243 (an organization qualified a charitable that planted trees in public areas for which the city does not have sufficient funds; cooperates with municipal authorities in all phases of street tree planting and in programs to keep the city clean; educates the public in the advantages of tree planting through newspapers, radio and distributed literature; encourages architects and builders to include planting with any

The Organization serves environmental purposes by supporting activities to reduce greenhouse gas emissions and other air pollutants as described herein.

2. Educational Purposes

An “educational” purpose within the meaning of section 501(c)(3) relates to the instruction or training of the individual for the purpose of improving or developing his or her capabilities, or the instruction of the public on subjects useful to the individual and beneficial to the community. (Treas. Reg. § 1.501(c)(3)-1(d)(3)). An organization may be educational even though it advocates a particular position or viewpoint so long as it presents a sufficiently full and fair exposition of the pertinent facts as to permit an individual or the public to form an independent opinion or conclusion. On the other hand, an organization is not educational if its principal function is the mere presentation of unsupported opinion. *Id.*

Organizations that further educational purposes within the meaning of section 501(c)(3) include educational organizations that organize public discussions, forums, lectures, panels and other similar programs,¹⁸ organizations that conduct research and make research results available to the public,¹⁹ and organizations that publish educational materials in a manner distinguishable from ordinary commercial publishing practices.²⁰

The Organization serves educational purposes by educating homeowners, the general public and key stakeholders as part of its support to electrify households. Furthermore, the tools that the Organization is developing to enable homeowners and multi-family owners scope and develop an electrification plan and understand the pricing and benefits of such electrification projects will be publicly available. Additionally, as part of the Organization’s evidence-based research, the Organization will support collecting information from projects on the impact of these programs and the challenges faced in establishing such programs, with the goal to develop recommendations and best practices for these programs.

3. Charitable Purposes

Pursuant to Treas. Reg. § 1.501(c)(3)-1(d)(2), charitable purposes within the meaning of section 501(c)(3) includes, among others, “relief of the poor and distressed” and the “promotion of social welfare by organizations designed to . . . combat community deterioration.” An organization that promotes

new building and remodeling projects; and supports other charitable and educational organizations whose primary interest is to preserve and develop the beauty of the city).

¹⁸ Treas. Reg. § 1.501(c)(3)-1(d)(3)(ii), Example (2); Rev. Rul. 66-256, 1966-2 C.B. 210 (organization that conducted public forums, lectures and debates on social, political and international questions held to be educational where the organization adopted an unbiased position).

¹⁹ Rev. Rul. 65-60, 1965-1 C.B. 231 (social science research organization that made research available to public through seminars, lectures and placement in libraries held to be exempt); Internal Revenue Manual 7.25.3.7.11.2.2 (Feb. 23, 1999) (“Organizations that devote most of their effort to research and the development of a new body of knowledge may be educational. The results of the study and research must be available to the public . . .”).

²⁰ Rev. Rul. 67-4, 1967-1 C.B. 121 (publishing materials is educational if content and preparation of materials is “educational” in character, distribution of materials is necessary or valuable to achieving the organization’s educational purpose and manner of distribution is distinguishable from ordinary commercial publishing practices).

economic development may accomplish a charitable purpose either through direct assistance to members of a charitable class.²¹

The IRS has long recognized that organizations established to assist individuals who suffer as a result of financial hardships further charitable purposes by providing relief to the distressed.²² In order to ensure that an organization serves public purposes and benefits the community rather than private interests, the class of individuals served by the organization must be indefinite.²³ An organization will serve a charitable class of beneficiaries if the group of individuals assisted is defined in an open-ended manner or if it is sufficiently large that the organization is benefiting the community, rather than serving the private interests of a few individuals. “[W]here the eligible class of beneficiaries constitutes a mere handful of persons and the benefit is likely to be utilized by just one or two persons within the class, pre-selection has occurred.”²⁴

A charity providing monetary assistance to relieve financial distress must ensure that recipients are financially needy. “Awards should be made on findings of financial hardship based on a determination that the potential recipient’s available cash, assets that can be disposed of without causing further personal hardship, and anticipated cash flow from all sources can reasonably be expected to be insufficient to provide for timely retirement of existing obligations and basic needs.”²⁵ Benefits paid by a charitable organization must be disbursed in an objective and nondiscriminatory manner in order to constitute an activity in furtherance of an exempt purpose.²⁶

In this case, as described above, a significant purpose of the Organization will be dedicated to supporting household electrification projects in low-income and disadvantaged communities across the country. The Organization will serve a sufficiently large class of individuals to qualify as a charitable organization that benefits the community, rather than private interests. The class of recipients is both large and open-ended, with a particular focus on low-income households and multi-family low-income housing.

The Organization will work with public officials and/or other stakeholders to determine appropriate objective and non-discriminatory eligibility criteria for the recipients of these programs, including the various levels of financial need that individuals and families may need to show to qualify for financial support from the Organization to support the overall objectives of the program to reduce greenhouse gas emission and other air pollutants. The type of financial assistance programs that the Organization may support, especially for low-income and disadvantaged communities include, but not limited to, no-interest or low-interest loans for households and property owners to finance household electrification projects.

²¹ See, e.g., Rev. Rul. 72-559 (finding that the provision of free legal services to low-income residents of economically depressed communities was a charitable purpose that “reliev[ed] the poor and distressed”).

²² See Rev. Rul. 56-304 (organization that makes distributions to needy individuals may qualify for exemption; however, adequate case histories and records should be maintained).

²³ See Treas. Reg. 1.501(c)(3)-1(d)(1)(ii) (providing that a charitable organization must be organized and operated to serve public rather than private interests); *Thomason v. Commissioner*, 2 T.C. 441, 443 (1943) (“charity begins where certainty in beneficiaries ends, for it is the uncertainty of the objects and not the mode of relieving them which forms the essential element of charity”).

²⁴ R. Rivera Huetter and M. Friedlander, “Disaster Relief and Emergency Hardship Programs,” in *IRS Continuing Professional Education Exempt Organizations Technical Instruction Program for FY 1999*, at 224 (hereinafter “Disaster Relief”).

²⁵ See “Disaster Relief,” at 227.

²⁶ See *La Verdad v. Commissioner*, 82 T.C. 215, 220 (1984).

4. Economic Development

An organization that promotes economic development may accomplish a charitable purpose either through direct assistance to members of a charitable class or indirectly through assistance to organizations, including for-profit businesses, located in an underprivileged area. The rationale for recognizing economic development organizations as exempt under section 501(c)(3) is that, although services are typically provided directly to for-profit businesses, the benefits received by the general public outweigh the private benefits provided to the direct beneficiaries (the businesses). Assistance to for-profit businesses located in depressed areas may accomplish charitable goals such as the relief of community deterioration and the relief of the poor and distressed (through increased employment opportunities) even though the businesses are not proper charitable objects.

IRS rulings generally provide that economic development organizations may qualify for exemption under section 501(c)(3) where assistance is targeted to: (1) aid an economically depressed or blighted area; (2) benefit a disadvantaged group (such as minorities, the unemployed or underemployed); (3) aid businesses that have actually experienced difficulty in obtaining conventional financing because of the deteriorated nature of the area in which they were or would be located, or because of their racial or demographic background; or (4) aid businesses that would locate or remain in the economically depressed or blighted area and provide jobs and training to the unemployed or underemployed from such area only if the economic development organization's assistance was available.

IRS rulings on economic development organizations include the following:

- In Revenue Ruling 74-587, 1974-2 C.B. 162, the IRS held that an organization that devotes its resources to programs to stimulate economic development in economically depressed, high-density urban areas, inhabited mainly by low-income minority or other disadvantaged groups, qualifies for exemption under section 501(c)(3). The organization made loans and purchased equity interests in businesses unable to obtain funds from conventional sources because of financial risks associated with their location, and/or because of being owned by members of a minority or other disadvantaged group. The IRS concluded that the organization's activities were charitable because the organization was lessening prejudice and discrimination by demonstrating that residents of an impoverished area can operate businesses successfully. The organization's assistance also helped to relieve poverty, while lessening local tensions and combating community deterioration.
- Revenue Ruling 77-111, 1977-1 C.B. 144 laid out factors by which the IRS will determine whether a community development organization furthers charitable purposes. The IRS indicated that the relevant factors include whether financial assistance will be limited to businesses owned by minority groups that are unable to obtain conventional financing and that are located in a deteriorated area. The IRS also considered whether there is a nexus between the business entities assisted and relieving the problems of a disadvantaged area or a disadvantaged group.
- In Revenue Ruling 81-284, 1981-2 C.B. 130, the IRS held that a nonprofit organization formed under the federal Small Business Investment Act and regulated by the Small Business Administration that provides low-cost or long-term loans to businesses not able to obtain funds from conventional commercial sources, with preference given to businesses that provide training and employment opportunities for the unemployed or the underemployed residents of economically depressed areas, qualifies for exemption under section 501(c)(3). The IRS concluded that the organization's activities were charitable because the organization was relieving poverty, eliminating prejudice and discrimination, reducing neighborhood tensions, and combatting community deterioration.

- In Revenue Ruling 76-147, 1976-1 C.B. 151, the IRS held that charitable purposes may include preventing deterioration in a currently non-distressed community. Similarly, in Revenue Ruling 68-655, 1968-2 C.B. 213, the IRS held that an organization engaged in activities designed to stabilize a neighborhood is combatting “potential” community deterioration and qualifies for exemption under section 501(c)(3). In other words, as the IRS prudently recognizes, charitable and philanthropic organizations do not have to wait on the sidelines until a neighborhood or community deteriorates and becomes blighted before they can engage in economic development activities that will qualify as charitable under section 501(c)(3).²⁷

The Organization will promote economic development within the meaning of section 501(c)(3) by promoting and supporting projects related to household electrification that will lead to economic development of disadvantaged communities and the creation of, and training for, high-quality jobs that are necessary to support electrification projects.

Part IV, Line 6. Lobbying

The Organization will engage in lobbying to advocate for legislation and regulation and other policies and practices designed to address climate change through greenhouse gas reduction emission. The Organization will engage in lobbying in the United States at the federal, state and/or local levels, and it may also engage in lobbying in foreign countries. Lobbying will not be a substantial part of the Organization’s expenditures, and the Organization will comply with the limitations on lobbying applicable to 501(c)(3) organizations. The Organization intends to make the 501(h) election by filing Form 5768.

Part IV, Line 7. Intellectual Property.

The Organization does not currently possess any intellectual property, but may eventually seek intellectual property protection over its name, marks, materials and other work product. The Organization plans to develop one or more apps and/or other digital tools in connection with the development and implement of the projects described above. If the Organization decides to allow others to use its intellectual property or charge fees for its use, it will do so pursuant to a license agreement negotiated and approved by the Organization. If the Organization charges fees for use of its intellectual property, it will charge any such fees in amounts not to exceed a fair market valuation of the intellectual property. The Organization will use and license its intellectual property in furtherance of its tax-exempt mission and in accordance with policies approved by the Organization’s board of directors from time to time.

Part IV, Line 9. Grants to Organizations.

Lines 9-9a. The Organization may make grants to charitable organization to support activities and projects that further the Organization’s exempt purposes. In general, the Organization will require a proposal, application, agreement or other documentation for a particular grant. The grant agreement will set forth the terms under which the grant will operate, including the purpose, amount and term of the grant, the grantee’s obligation to use the grant funds solely for approved purposes, the grantee’s reporting and recordkeeping requirements, and the Organization’s right to withhold or recover grant funds if the

²⁷ See also IRS 1992 EO CPE Text (“Assistance to for-profit businesses located in depressed areas may accomplish charitable goals such as the relief of community deterioration and the relief of the poor and distressed (through increased employment opportunities) even though the businesses are not proper charitable objects. Thus, an organization may justify exemption on the basis that its charitable purposes may be accomplished either through direct assistance to members of a charitable class or by accomplishing charitable ends through the use of individuals who are not themselves members of a charitable class.”).

grantee does not comply with the terms of the grant. Depending on the purpose of the grant and the type of grant recipient, the grantee may be required to provide periodic reports to the Organization documenting how it used the grant funds, and to make other relevant documents, records or information available for the Organization's inspection on request. The Organization may take additional steps to ensure that grant funds are being used for approved purposes, which may include audits of grantees, site visits by Organization personnel, or compliance checks by impartial experts, among other measures. The grantee will be required to repay or return to the Organization any grant funds not used for approved purposes.

The Organization will keep records of its grant activities, which may include information about grantees and their nonprofit or tax-exempt status (as applicable), a description of each grant (including the purpose, amount and payment schedule for each grant), copies of grant agreements, grant letters, grant proposals, grant applications and related documentation, copies of grant reports and other materials provided by grantees, and records of any correspondence, check-ins, interviews, site visits or other communications with grantees.

If a potential grant recipient has an existing relationship with the Organization or any of its directors, officers or employees, that relationship will need to be disclosed and managed in accordance with the Organization's conflict of interest policy to ensure that neither the Organization nor any of its directors, officers or employees engages in any impermissible conflict of interest transaction.

Part IV, Line 16. Fundraising.

The Organization may engage in fundraising activities which will include solicitations for gifts and grants from federal and state government, foundations, nonprofit groups, corporate sponsors, philanthropists, and the general public. As described above, the Organization will seek funding from the EPA's Greenhouse Gas Reduction Fund. The Organization will engage in fundraising activities nationwide. Like many charities that fundraise from companies, the Organization's efforts to raise funding from companies may enable companies to fulfill their corporate social responsibility and philanthropic objectives by donating to the Organization. In addition, by supporting the Organization's activities of household electrification that result in reduced greenhouse gas emissions, companies may be able to claim carbon offsets against their own greenhouse gas emissions (a carbon offset is a reduction of carbon emissions against emissions from another source).

The Organization does not currently anticipate using professional fundraisers. If the Organization ultimately chooses to retain professional fundraisers, it will pay reasonable compensation for the services provided by such fundraisers and comply with all applicable income tax reporting requirements.

The Organization may conduct fundraising on its own behalf in the United States and worldwide.

Part V, Line 1. Compensation.

Line 1. As the Organization becomes operational, the Organization will provide reasonable compensation to its officers, employees and independent contractors for services rendered to the Organization. The estimated initial compensation amounts (if any) for the Organization's officers, employees and independent contractors are provided in the budget for this application.

Line 1a. The Organization will approve compensation arrangements in accordance with its governing documents and policies, including its conflict of interest policy. Under the Organization's conflict of interest policy, any individual who will receive compensation from the Organization, or who has a family or business relationship with an individual or entity who will receive compensation from the

Organization, must be recused from the discussions and approval for that compensation arrangement. The compensation arrangement must be reviewed by disinterested persons who do not have a personal interest in the arrangement under review, and such disinterested persons may approve the compensation arrangement after determining that the terms are fair and reasonable to the Organization.

Lines 1b-1f. The Organization will approve compensation arrangements in advance of paying compensation, and it will document in writing the date and terms of approved compensation arrangements and the decision made by each individual who decided or voted on the compensation arrangement. In reviewing and approving compensation arrangements, the Organization may use information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, information from current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations, depending on the circumstances. The Organization will document the information and sources it uses to review and approve compensation arrangements.

Line 1g. The Organization intends to follow the procedures for establishing a presumption that compensation paid by the Organization is reasonable within the meaning of section 4958 of the Code, where necessary or appropriate under the circumstances. At a later date, the Organization may adopt a compensation policy to provide additional requirements for approving compensation arrangements for certain officers and employees.

Part V, Line 2. Conflict of Interest Policy.

The Organization has a conflict of interest policy that requires directors, officers, key employees and other designated individuals to disclose if they have a personal interest or relationship in a transaction involving the Organization, whether directly or indirectly through a family member, controlled entity or business or investment relationship. Any individual with a personal interest or relationship in a transaction involving the Organization must be recused from the discussions and approval for that transaction. The transaction must be reviewed by disinterested persons who do not have a personal interest in the transaction under review, and such disinterested persons may approve the transaction after determining that the terms are fair and reasonable to the Organization. The Organization may also consider whether there are alternative transactions or arrangements that are reasonably available under the circumstances that do not present a potential conflict of interest.

The Organization is still in its start-up phase and has only two directors. The Organization is actively working to recruit and appoint additional independent members to the board of directors and expand the expertise of the board.

Part V, Line 3. Non-Fixed Compensation Arrangements.

Officers and employees of the Organization may be eligible for discretionary bonuses based on the employee's overall performance and such other organizational metrics approved by the board. In setting and approving bonus amounts, the Organization anticipates that it will use information about bonus or incentive compensation paid by similarly situated taxable or tax-exempt organizations for similar services. Any bonus or incentive compensation offered by the Organization will be subject to a cap and must be approved by the board.

Part V, Line 4. Transactions with Individuals or Organizations.

In pursuant of its mission, the Organization may enter into agreements to receive services from organizations in which some of its officers, directors or trustees may also be officers, directors, or trustees, or in which any individual officer, director or trustee owns more than a 35% interest. For

example, the Organization may enter into a service agreement with an entity in which an officer or director of the Organization also serves as a director, officer or more than 35% owner to provide various services to the Organization as a contractor to develop tools and resources that the Organization will use to carry out its mission and activities.

The Organization has not entered into any such transactions and/or agreements at this time. If the Organization decides to engage in any such transaction or agreement, it will evaluate the transaction to ensure the terms are fair and reasonable to the Organization and in the Organization's best interests. The Organization will investigate alternatives to the transaction to determine whether any more favorable alternative is reasonably available to the Organization. The Organization will ensure that it pays no more than fair market value or is paid at least fair market value for such goods, services, or assets.

The Organization will approve any such transaction in accordance with its conflict of interest policy, as well as any applicable laws that apply to Section 501(c)(3) organizations. Any individual with a financial interest in the transaction will be recused from the Organization's discussion and voting on the transaction, after the individual discloses all material terms of his or her financial interest in the transaction. The transaction must be approved by disinterested members of the Organization's board of directors or a duly authorized committee designated to address conflicts of interest.

Other than the agreements described above, and other than agreements with officers, employees or contractors to provide services to the Organization in their respective capacities as officers, employees or contractors, the Organization does not and does not intend to purchase or sell any goods, services or assets from or to: (i) any of its officers, directors or trustees, (ii) any family members of its officers, directors or trustees, (iii) its highest compensated employees, or (iv) its highest compensated independent contractors.

Part V, Line 5. Agreements with Individuals or Organizations.

Other than as disclosed in Part IV, Question 4, above, and other than agreements with officers, employees or contractors to provide services to the Organization in their respective capacities as officers, employees or contractors, the Organization does not have and does not intend to have any leases, contracts, loans or other agreements with: (i) any of its officers, directors or trustees, (ii) any family members of its officers, directors or trustees, (iii) any organizations in which any of its officers, directors or trustees are also officers, directors, or trustees, or in which any individual officer, director or trustee owns more than a 35% interest, (iv) its highest compensated employees, or (v) its highest compensated independent contractors.

If the Organization decides to enter into any such agreement, it will evaluate the agreement to ensure the terms are fair and reasonable to the Organization and in the Organization's best interests, as well as any applicable laws that apply to Section 501(c)(3) organizations. The Organization will investigate alternatives to the agreement to determine whether any more favorable alternative is reasonably available to the Organization. The Organization will ensure that it pays no more than fair market value or is paid at least fair market value under the terms of the agreement.

The Organization will approve any such agreement in accordance with its conflict of interest policy. Any individual with a financial interest in the agreement will be recused from the Organization's discussion and voting on the agreement, after the individual discloses all material terms of his or her financial interest in the agreement. The agreement must be approved by disinterested members of the Organization's board of directors or a duly authorized committee designated to address conflicts of interest.

Part V, Line 8. Joint Ventures and Subsidiaries.

The Organization may enter into joint ventures with non-section 501(c)(3) entities and/or may create for-profit subsidiaries. For example, as the Organization develops and implements its programs, the Organization may determine that certain activities may generate unrelated business taxable income. In that case, the Organization will file Form 990-T and pay unrelated business income tax. The Organization will also review and assess whether such unrelated business activity should be conducted through a for-profit subsidiary to ensure that the Organization's tax-exempt status is not jeopardized.

Should the Organization, acting through its board of directors, determine that entering into a joint venture with one or more non-501(c)(3) entities, or establishing a for-profit affiliate, is in the organization's best interests and is consistent with its tax-exempt status, the formation and operation of any such joint venture or affiliate will be subject to a joint venture or other appropriate policy that will require the Organization to (1) negotiate transactions and arrangements with other members of the venture or arrangement to provide safeguards adequate to ensure that the Organization's exempt status is protected; and (2) take steps to safeguard the Organization's exempt status with respect to the formation and operation of the venture or arrangement.

Part VI, Financial Data

The information provided in Part VI of Form 1023 is based on the Organization's estimated, planned budget. The additional information below provides explanations for some of the line items reported in Part VI of the Form 1023. The Organization does not expect to receive any revenue or have any expenses in 2023.

The Organization expects that it will receive significant commitments of philanthropic funding quickly, as reflected in its 2024 and 2025 estimated budget. At the same time, the Organization is still in the process of being established and its programs and administration and operational systems put in place. For that reason, the difference between its total revenue and total expense, especially for 2024 appears to be large, because the programmatic and operational expenses are not expected to ramp up as quickly as the philanthropic funding that the Organization expects to receive. However, as the Organization and its programs become fully operational, the Organization expects that the gap between its total revenue and total expense will narrow significantly.

Revenue – Line 2 (Membership fees received)

The Organization may seek to develop modest revenue sources by engaging with companies and the general public by providing membership-type engagement and benefits. This is a common activity and strategy used by many nonprofit organizations, including national organizations, like the American Heart Association, The Nature Conservancy, and cultural and educational nonprofits. The purpose of creating a membership strategy is to obtain support and interest in, and educate the general public about, an organization's charitable mission and activities. For example, beyond all the educational materials that such nonprofits make widely available for free, membership benefits may include specialized newsletters and other resources and publications, priority registrations for educational events and trainings, etc.

Revenue – Line 7 (Other revenue)

Line 7. Other revenue	2023	2024	2025
Revenue from serving to connect households with various stakeholders and service providers assisting in the design and implementation of household electrification projects As described in the narrative above, the Organization will work with a wide range of stakeholders and service providers who are necessary to assist households to design and implement electrification projects. The Organization may charge these various stakeholders and service providers some fees to cover the costs of the Organization’s activities in this area. The Organization will ensure that any fees it charges are reasonable and will also ensure that its services are available free of charge and/or below cost for those who would not otherwise be able to afford it.	\$0	\$463,000	\$4,127,000
Revenue from licensing of analytical tools and other intellectual property As described in the narrative above, the Organization may license some of its intellectual property, including analytical tools, as part of accomplishing its mission of electrification of households. The revenue in this line item reflects potential licensing fees that the Organization may receive. The Organization will ensure that any fees it charges are reasonable and will also ensure that its tools are available free of charge and/or below cost for those who would not otherwise be able to afford it.	\$0	\$375,000	\$2,000,000
SUBTOTAL	\$0	\$838,000	\$6,127,000

Expense – Line 14 (Fundraising expenses)

These expenses primarily reflect the costs (compensation and benefits) of full-time employees who are responsible for implementing the Organization’s fundraising strategy and activities. The Organization’s proposed budget for this line item is based on approximately nine full-time employees in 2024 and approximately 11 full-time employees in 2025. These employees would have various levels of seniority and experience and their reasonable compensation determined accordingly.

Expense – Line 17 (Compensation of officers, directors, and trustees)

These expenses reflect the costs (compensation and benefits) of full-time employees who serve as officers, senior level management and/or department head roles for the Organization. The Organization does not plan to provide compensation to its board members. The Organization’s proposed budget for this line item is based on approximately 17 full-time employees in 2024 and approximately 26 full-time employees in 2025.

Expense – Line 18 (Other salaries and wages)

These expenses reflect the costs (compensation and benefits) of full-time employees who serve in various roles for the Organization. The Organization’s proposed budget for this line item is based on approximately 106 full-time employees in 2024 and approximately 163 full-time employees in 2025.

Expense – Line 22 (Professional fees)

These expenses reflect legal, accounting and auditing fees.

Expense – Line 23 (Other program and operational expenses)

The estimated expenses itemized below include costs of consultants, vendors and other service providers (including related to IT and technology) that the Organization will retain to assist in carrying out these activities.

Expenses	2023	2024	2025
Communications, publications and educational materials and engagement (designed for the general public and all stakeholders necessary to design and implement household electrification projects)	\$0	\$7,484,000	\$18,584,000
Research and development, including data analysis	\$0	\$2,461,000	\$6,192,000
Development of analytical tools and resources	\$0	\$5,258,000	\$12,799,000
Activities related to design and implementation of household electrification projects (e.g., the Organization’s projects to test ideas and activities to bring them to scale; develop and implement pilot programs to understand challenges of household electrification projects in low-income and disadvantaged communities; etc.)	\$0	\$7,499,000	\$19,049,000
Overhead/administrative (e.g., general and administrative expenses, travel, professional development, advisory boards, etc.)	\$0	\$4,069,000	\$6,568,000
SUBTOTAL	\$0	\$26,770,000	\$63,193,000

EXHIBIT E
SIGNATURE PAGE TO FORM 1023

Part X. Signature.

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct and complete.

Date: September 22, 2023

By: _____

Name: Ari Matusiak

Title: President

EXHIBIT F
EXPEDITED HANDLING REQUEST

September 19, 2023

Internal Revenue Service
Exempt Organizations Determinations

Re: Expedited Handling Request for Form 1023 Application
Rewiring America, Inc. (EIN: 93-2830316)

Dear Sir or Madam:

Rewiring America, Inc. (the "Organization") respectfully requests an expedited determination that it is a charitable organization described in section 501(c)(3) of the Internal Revenue Code (the "Code") and a public charity described in sections 509(a)(1) and 170(b)(1)(A)(vi) of the Code.

Expedited handling is necessary to allow the Organization to receive funding essential to its initial operations. The Organization is moving ahead with developing and funding projects, but it faces significant restrictions on receiving funding related to its tax-exempt status.

In particular, as described above in its exemption application, the activities that the Organization will undertake are currently fiscally sponsored by Windward Fund, a section 501(c)(3) public charity (EIN: 47-3522162). Windward Fund and the Organization desire to begin transitioning the fiscally sponsored activities (and Windward Fund employees implementing those activities) by no later than December 31, 2023. However, Windward Fund is not able to transfer such activities to the Organization unless the Organization receives approval of its 501(c)(3) tax-exempt status. Therefore, receiving 501(c)(3) approval before the end of December 2023 is critical to the Organization's operations and its ability to raise funds for its activities.

For this reason, the undersigned respectfully ask the IRS to expedite the processing of the Organization's application for tax-exempt status.

Sincerely,



Ari Matusiak
President and CEO
Rewiring America, Inc.



C. Lynn McNair
President
Windward Fund