



Blessed Michael McGivney
Special Needs Housing, Inc.
An Illinois Not-For-Profit Corporation

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FORM **NFP 102.10**
ARTICLES OF INCORPORATION
General Not For Profit Corporation Act
File # 73908051
Filing Fee: \$50
Approved By: MAP

FILED
AUG 24 2022
Jesse White
Secretary of State

Article 1.

Corporate Name: BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING. INC.

Article 2.

Registered Agent: CAROL M. MEYER

Registered Office: 1331 VALLEYVIEW DR

<u>EAST PEORIA</u>	<u>IL 61611-9776</u>	<u>WOODFORD COUNTY</u>
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Article 3.

The first Board of Directors shall be 5 in number, their Names and Addresses being as follows

<u>CAROL M. MEYER 1331 VALLEYVIEW DR, EAST PEORIA, IL 61611</u>
<u>ROBERT J. MEYER 1331 VALLEYVIEW DR, EAST PEORIA, IL 61611</u>
<u>DR JOSEPH. RUDOLPH 1125 ALBANY CT, WEBSTER GROVES, MO 63119</u>
<u>JANET R. FISCHER 700 ROHL DR SIOUX FALLS, SD 57103</u>
<u>FR. DOUGLAS GRANDON 12494 E VASSAR DR, AURORA, CO 80014</u>
<u> </u>
<u> </u>

Article 4. Purpose(s) for which the Corporation is organized:

Charitable.

Is this Corporation a Condominium Association as established under the Condominium Property Act? ☐ Yes ☒ No
Is this a Cooperative Housing Corporation as defined in Section 216 of the Internal Revenue Code of 1954? ☐ Yes ☒ No
Is this Corporation a Homeowner's Association, which administers a common-interest community as defined in subsection (c) of Section 9-102 of the code of Civil Procedure? ☐ Yes ☒ No

Article 5. Name & Address of Incorporator

The undersigned incorporator hereby declares, under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

CAROL M. MEYER
Name

1331 VALLEYVIEW
Street

EAST PEORIA, IL 61611

Dated

AUGUST 24

, 2022

City, State, ZIP

Month & Day

Year

This document was created electronically at www.ilsos.gov

Secretary of State
Department of Business Services
501 S. Second St., Rm. 350
Springfield, IL 62756
217-782-1832
www.ilsos.gov

FILED

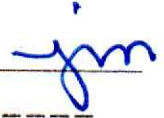
JUL 01 2024

ALEXI GIANNOULIAS
SECRETARY OF STATE

Remit payment in the form of a
check or money order payable
to Secretary of State.

File # 73908051

Filing Fee: \$25

Approved: 

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Corporate Name (**See Note 1 on back.**): Blessed Michael McGivnry Special Needs Housing, Inc.

2. Manner of Adoption of Amendment:

The following amendment to the Articles of Incorporation was adopted on June 6, 2024 in the manner indicated below (check one only): Month Day, Year

- ☒ By affirmative vote of a majority of the directors in office, at a meeting of the board of directors, in accordance with Section 110.15. (**See Note 2 on back.**)
- ☐ By written consent, signed by all the directors in office, in compliance with Sections 110.15 and 108.45. (**See Note 3 on back.**)
- ☐ By members at a meeting of members entitled to vote by the affirmative vote of the members having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the Articles of Incorporation or the bylaws, in accordance with Section 110.20. (**See Note 4 on back.**)
- ☐ By written consent signed by members entitled to vote having not less than the minimum number of votes necessary to adopt such amendment, as provided by this Act, the Articles of Incorporation, or the bylaws, in compliance with Sections 107.10 and 110.20. (**See Note 5 on back.**)

3. Text of Amendment:

(a.) When an amendment affects a name change, insert the new corporate name below. Use 3(b.) below for all other amendments. *Article 1: The Name of the Corporation is:

New Name

(b.) All amendments other than name change.

If the amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to add the full text of the amendment, attach additional sheets of this size.

{See Attachment}

4. The undersigned Corporation has caused these Articles to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct.

All signatures must be in BLACK INK.

Dated June 3, 2024
Month Day Year

Blessed Michael McGivney Special Needs Housing, Inc.
Exact Name of Corporation

Carol M. Meyer
Any Authorized Officer's Signature
President
Name and Title (type or print)

5. If there are no duly authorized officers, the persons designated under Section 101.10(b)(2) must sign below and print name and title.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____, _____
Month Day Year

Signature

Name and Title (print)

Signature

Name and Title (print)

Signature

Name and Title (print)

Signature

Name and Title (print)

NOTES

1. State the true and exact corporate name as it appears on the records of the Secretary of State BEFORE any amendment herein is reported.
2. Directors may adopt amendments without member approval only when the corporation has no members, or no members entitled to vote pursuant to §110.15.
3. Director approval may be:
 - a. by vote at a director's meeting (either annual or special), or
 - b. by consent, in writing, without a meeting.
4. All amendments not adopted under Sec. 110.15 require that:
 - a. the board of directors adopt a resolution setting forth the proposed amendment, and
 - b. the members approve the amendment.

Member approval may be:

- a. by vote at a members meeting (either annual or special), or
- b. by consent, in writing, without a meeting.

To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least two-thirds of the outstanding members entitled to vote on the amendment (but if class voting applies, also at least a two-thirds vote within each class is required).

The Articles of Incorporation may supersede the two-thirds vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding votes of such members entitled to vote, and not less than a majority within each class when class voting applies. (Sec. 110.20)

5. When member approval is by written consent, all members must be given notice of the proposed amendment at least five days before the consent is signed. If the amendment is adopted, members who have not signed the consent must be promptly notified of the passage of the amendment. (Sec. 107.10 & 110.20)

4.

Purpose Provisions

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

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

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

5.

Dissolution Provisions

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

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

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

**BYLAWS OF BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC.,
AN ILLINOIS NOT-FOR-PROFIT CORPORATION**

ARTICLE ONE. NAME

The name of the Corporation is BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC. AN ILLINOIS NOT FOR PROFIT CORPORATION.

ARTICLE TWO. PURPOSE OF THE CORPORATION

The Corporation has been organized and will operate exclusively for charitable purposes, including but not limited to the following: charitable, benevolent, religious, social and any other purpose that would qualify for tax-deductible gifts under Section 170 (c) of the United States Internal Tax Code, as now or hereafter amended, as deemed charitable under 805 ILCS 105/103.05(a)(1). More particularly, the purpose of this not-for-profit corporation includes providing residential housing for adults with developmental disabilities. The primary focus is to provide the highest quality of life for adults with developmental disabilities in an atmosphere consistent with the theological and moral commitments of the Catholic Church and to assist the residents to live in community, helping each other and respecting each other's God-given dignity.

The Corporation may not engage in any partisan electoral activity. No officer or staff member of the Corporation may engage in partisan electoral activity in the name of the Corporation or use the Corporation's funds to elect or defeat any candidate for public office.

ARTICLE THREE. OFFICES AND REGISTERED AGENT

Section One. Offices. The Corporation shall continuously maintain a registered office at 1331 Valleyview Drive, East Peoria, IL 61611 or at such place as may be designated by the Board of Directors. The principal office of the Corporation and such other offices as it may establish shall be located at such place(s), either within or without Peoria, as may be designated by the Board of Directors.

Section Two. Agent. The Corporation shall continuously maintain within the Peoria area or East Peoria area, a registered agent, which shall be designated by the Board of Directors.

Section Three. Changes. Any changes in the registered office or registered agent of the Corporation shall be accomplished in compliance with the State of Illinois Nonprofit Corporation Act.

ARTICLE FOUR. MEMBERS

Section 1. The Corporation is a membership Corporation; any interested individual or organization sharing the purposes and generally supporting the programs administered by the Corporation is eligible for membership. Such individuals are eligible without regard to race, ethnicity, gender, religion, income, and sexual orientation. Members of the organization shall not be bound by specific positions of the Corporation. All members are encouraged to fully participate in the affairs of the corporation and to bring forward issues for consideration and action through established

processes and procedures. The right or interest of a member shall not terminate except upon the happening of any of the following events: death, resignation, expulsion, dissolution or liquidation of the Corporation.

Section 2. Individuals and organizations may become members in good standing by completing such membership form and paying such dues as the Board of Directors shall provide from time to time. Members may be removed, with or without cause, by a majority vote of the Board of Directors present at a regularly scheduled meeting.

Section 3. The Secretary shall maintain a current record of members in good standing. All such members in good standing shall enjoy rights and privileges as the Board of Directors, acting pursuant to the Article of Incorporation of these Bylaws, may confer upon members.

Section 4. Meetings of Members. An annual meeting of members, and such other meetings of members as may be deemed desirable by the Board of Directors, shall be held, upon notice of at least ten days, at such times and places as are designated by the Board of Directors. The first Annual Meeting shall be held on a date within twelve months after the formation of the Corporation. Each successive Annual Meeting shall be held on a date not more than twelve months following the preceding Annual Meeting. At each Annual Meeting of Members, the Board of Directors shall present an Annual Report. Such report shall be filed with the records of the Corporation and entered in the minutes of the proceedings of such Annual Meeting of Members. A Special Meeting of the members may also be called on written request of ten percent of members in good standing, Board of Directors, or by any officer of the Corporation instructed to do so by the Board of Directors. Any Annual meeting of members or Special Meeting of Members may be held at such place and at such time as the Board of Directors shall fix. Attendance may be in person, by phone, or any commercially available form of electronic media.

ARTICLE FIVE. BOARD OF DIRECTORS

Section 1. General Powers and Duties. The affairs and property of the Corporation shall be managed, controlled and directed by a Board of Directors. The Board of Directors shall have, and may exercise any and all powers provided in the Articles of Incorporation or the State of Illinois Nonprofit Corporation Act, which are necessary or convenient to carry out the purposes of the Corporation.

Section 2. Composition and Election of Board of Directors

A. Each director shall be at least eighteen years of age, shall be a member of the Corporation during his/her directorship and shall be of good moral character. The initial Board of Directors shall consist of a minimum of three (3) persons and a maximum of ten (10) persons. Subject to the foregoing, the number of Board of Directors may be fixed from time to time by action of the members or of the Directors. Such change in number shall require the vote of a majority of the entire Board of Directors. No decrease shall shorten the term of any director then in office.

B. The first Board of Directors shall consist of those persons elected by the Incorporators or named as the initial Board of Directors in the Certificate of Incorporation of the Corporation, and they

shall hold office until the first Annual Meeting of Members, and until their successors have been duly elected and qualified. Thereafter, at each Annual Meeting of Members, the membership shall elect directors to fill any director vacancies. Each director shall hold office until the expiration of the term for which he/she was elected, and until his/her successor has been duly elected and qualified, or until his/her prior resignation has been tendered and accepted or removal has occurred as hereinafter provided.

C. Eligibility for election to the Board of Directors is limited to current members in the Corporation as set forth in subsection (A).

D. Of the three (3) to ten (10) Directors, at least one shall be knowledgeable in assisting disabled adults and the remaining directors shall be unrestricted.

E. Nominations shall be made and entered in the manner specified by the Board of Directors.

F. The Board of Directors will seek nominations for potential board membership from the Corporation members. Corporation members may submit nominations to the Board of Directors at any time. The Board of Directors may further develop and utilize policies and procedures to determine and meet criteria for board membership.

G. Directors shall serve for a term of three years. Directors may be elected to serve additional terms. As much as possible, terms should be staggered so that approximately one third of the board members are elected or reelected each year. A Director's term shall expire by normal ending of the term of service, by his/her death, by his/her resignation, by the lapse of his or her membership in the Corporation, by failure to attend at least 1 regular board meeting during a rolling 24-month period (exception can be made by the President based upon good cause for absence), or by his/her removal in accordance with these Bylaws.

H. A Director may resign at any time by giving notice thereof in writing to the President.

I. A Director may be removed for cause by a two-thirds vote of the other Directors in office.

J. Vacancies on the Board of Directors due to resignation, death, or removal shall be filled by the existing board members for the term of the director being replaced.

K. The authority of the Board of Directors may be exercised without a meeting if a consent in writing, setting forth the action taken, is signed by all of the directors entitled to vote.

L. A director of the Corporation who is present at a meeting of the Board of Directors at which action on any Corporation matter is taken shall be conclusively presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting or unless he/she shall file his/her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered or certified mail to the secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 3. Meetings of the Board of Directors

A. Regular meetings of the Board of Directors shall be held at least two times yearly. Special meetings shall be called by the President at his/her discretion, or at the written request of one-third of the Directors in office. The meeting of the Board of Directors which is held in conjunction with the Corporation's annual meeting shall constitute its annual meeting. If no such meeting is held, the last meeting of the calendar year shall constitute its annual meeting.

B. The President shall designate the time and place of all meetings. The meetings may be held within or without the registered office upon due notice to all board members. The President of the Board, if any, shall preside at all meetings of the Board of Directors. If there be no President or in his/her absence, the Vice President shall preside and, if there be no Vice President or in his/her absence, any other director chosen by the Board, shall preside.

C. At least ten days' notice shall be given to each Director of the regular meetings of the Board of Directors. Special meetings may be held upon notice of five days. Notice of a meeting shall specify the date, time, and place of the meeting but need not specify the purpose for the meeting or the business to be conducted. Notice must be either delivered personally to each Director, mailed to her/his address, or sent by electronic mail or text message. If such notice is given by mail, it shall be deemed delivered when deposited with commonly accepted delivery services, including but not limited to the U.S. Postal Service, properly addressed and with postage prepaid thereon. Notwithstanding the foregoing, a Director may waive notice of any regular or special meeting written statement filed with the Board, or by oral statement at any such meeting. Attendance at a meeting shall also constitute a waiver of notice, except when a Director states that she/he is attending for the purpose of objecting to the conduct of business on the ground that the meeting was not lawfully called or convened.

D. A majority of the Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, except that if a quorum is not present at a meeting, a majority of the Directors present may adjourn the meeting to another time without further notice.

E. Except as otherwise provided by law, the Articles of Incorporation, or these Bylaws, all matters before the board of Directors shall be decided by the majority vote of the Directors present at a meeting at which a quorum exists.

F. Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if the text of the resolution or matter agreed upon is sent to all the Directors in office and all the Directors in office consent to such action in writing including by electronic mail, setting forth the action taken. Such consent in writing shall have the same force and effect as a vote of the Board of Directors at a meeting and may be described as such in any document executed by the Corporation. Telephonic participation and voting shall be permitted at all Board meetings and Proxy voting shall not be permitted.

Section 4. Conflict of Interest

A. Purpose: The purpose of the conflict of interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in

a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

B. Definitions

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

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

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. Compensation includes direct or indirect remuneration as well as gifts or favors that aren't insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

(3) Definition of Conflict of Interest. A conflict of interest exists whenever there is any proposed activity or transaction of the Corporation in which a director, officer, member of a committee with governing board delegated powers, or staff member who has any actual or potential involvement, interest or relationship, either directly or indirectly. A director, officer or staff member shall have an indirect interest in a proposed activity or transaction if (1) the other party in the transaction is related to such director, officer or staff member, (2) such other party is an entity in which the director, officer or staff member has a material financial interest, or (3) the director, officer or staff member is an officer, director or partner of such other party.

C. Conflict of Interest by Director or Officer

(1) Each director or officer of the Corporation has a duty to disclose to the Board of Directors and to any applicable Committee of the Board the material facts of any proposed activity or transaction of the Corporation in which such director or officer has any actual or potential conflict of interest.

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. After exercising due diligence, the governing board or committee meeting shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transactions or arrangement from a person or entity that would not give rise to a conflict of interest.

(2) The disclosure required under (1) above must be made prior to any consideration of such proposed activity or transaction by the Board or by any applicable Committee of the Board.

(3) The director or officer having the conflict shall not participate in the final deliberation or decision regarding the matter under consideration, and retire from the room during the deliberations.

(4) Any proposed activity or transaction in which a director or officer has a conflict of interest must be approved by a majority of the directors of the Board or of the applicable Committee of the Board entitled to vote other than the interested director(s) at a meeting at which a quorum is present, even though the disinterested directors may constitute less than a quorum. Such interested director(s), if present, may be counted solely for purposes of determining whether a quorum is present.

(5) The minutes of the meeting of the Board of Directors or the Committee of the Board shall reflect:

- a. the names of the person(s) who disclosed or otherwise was/were found to have a financial interest in connection with an actual or possible conflict of interest,
- b. the nature of the financial interest,
- c. any action taken to determine whether a conflict of interest was present,
- d. the governing board's or committee's decision as to whether a conflict of interest in fact existed,
- e. that the conflict of interest was disclosed and that the interested person did not vote or participate in the final discussions, and, if appropriate, was not present during such discussions and vote,
- f. the names of the persons who were present for discussions,
- g. votes relating to the transaction or arrangement,
- h. the content of the discussion, including any alternatives to the proposed transaction or arrangement, and
- i. a record of any votes taken in connection with the proceedings.

(6) Where there is a doubt as to whether a conflict of interest exists, the matter shall be resolved by a vote of the Board of Directors or the Committee of the Board, excluding the person

concerning whose situation the doubt has arisen.

(7) Each Director shall prepare and submit a Conflict of Interest Disclosure Form annually.

Section 5. Official Policy Positions.

A public policy position adopted by the Board shall become the official position of the Corporation. Individuals who are members of the Board or Policy Advisory Committees whose employment or volunteer affiliation with another organization leads them to take a different position on the same issue shall publicly identify it as the position of such group. Members will exercise diligence in not representing or confusing their position with that of the Corporation.

Section 6. Compensation of Board Members.

No member of the Board shall receive compensation for their service as a board member except for reimbursement or assistance for attendance at board and other meetings as provided for in the board travel policy. Payment for professional services that a board member may perform for the Corporation must be authorized in advance by the Board.

ARTICLE SIX. COMMITTEES

Policy Advisory Committees. The Board of Directors shall create Policy Advisory Committees and shall, from time to time, appoint members and Directors in such numbers, as the Board deems appropriate. Such committees shall provide advice on such topics as the method of determining who shall become a resident of our facility, of determining the businesses that are willing to donate materials or labor for making our facility handicap accessible should the need arise, and other components, and of finding and contacting civic and/or charitable businesses and groups who are willing to donate to our cause. Such committees shall serve a critical function in that they shall be the principal mechanism for the participation of the membership in the policy development of the organization.

ARTICLE SEVEN. OFFICERS

Section 1. The officers of the Corporation shall be a President, a Vice-President, a Secretary, and a Treasurer [Note: the offices of Secretary and Treasurer may be combined so that one person serves in both functions.]. Officers shall be chosen by the Board of Directors.

Section 2. The Officers of the Corporation shall be elected annually by the Board of Directors and shall hold office until their successors are chosen and qualified. Any officer of the Corporation may be removed, at any time by majority of the Directors in office whenever, in its judgment the best interest of the Corporation would be served thereby. Any vacancy occurring in any office of the Corporation may be filled by the Board of Directors.

Section 3. The President, Secretary, and such Directors as may be authorized by the Board of Directors may enter into and execute on behalf of the Corporation contracts, leases, debt, obligations and all other forms of agreements or instruments, whether under seal or otherwise, permitted by law, the Articles of Incorporation and these Bylaws; except where such documents

are required by law to be otherwise signed and executed, or where the signing and execution thereof shall be exclusively delegated to some other officer or agent of the Corporation.

Section 4. The duties and powers of the officers of the Corporation shall be as provided in these Bylaws, or as provided pursuant to these Bylaws or (except to the extent they are inconsistent with these Bylaws or with any provision made pursuant thereto) shall be those customarily exercised by Corporate officers holding such offices.

Section 5. The Board of Directors shall elect one Director as President of the Corporation and one Director as Vice President, each to serve for one year and, thereafter, until a successor is elected. The President of the Corporation shall preside at all meetings of the Board of Directors at which she/he is present and shall perform such other duties as may be required of him/her by the Board of Directors. The Vice-President of the Board of Directors may, in the absence of the President, preside at its meeting and shall perform such other duties as may be required of him/her by the Board of Directors.

Section 6. President. The president will be the chief executive officer of the corporation, and will exercise general supervision and control over all activities of the corporation. The president:

- (a) Will preside at all meetings of members and of directors;
- (b) May sign, with the secretary or other officer authorized by the board of directors, any deeds, mortgages, bonds, contracts, or other instruments the execution of which has been authorized by the board of directors, except in cases where the signing and execution of those instruments has been expressly delegated by the board of directors by these bylaws, or to some other officer or agent of the corporation by law; and
- (c) Perform all other duties generally incident to the office of president and any other duties prescribed by the board of directors.

Section 7. Vice President. In the absence of the president or in the event of the president's inability or refusal to act, the vice president will perform the duties of the president, and when so acting, will have all the powers of, and be subject to all the restrictions upon, the president. Any vice president will perform additional duties assigned to him or her by the president or by the board of directors.

Section 8. Treasurer. If so required by the board of directors, the treasurer will:

- (a) Give a bond for the faithful discharge of the treasurer's duties in a sum and with surety or sureties deemed appropriate by the board of directors;
- (b) Have charge and custody of, and be responsible for, all funds and securities of the corporation;
- (c) Receive and give receipts for moneys due and payable to the corporation from any source and deposit all such moneys in the name of the corporation in banks, trust companies, or other depositories selected by the board of directors; and
- (d) Perform all duties generally incident to the office of treasurer and any other duties assigned to the treasurer by the president or by the board of directors.

Section 9. Secretary. The secretary will:

- (a) Keep the minutes of meetings of members and of the board of directors, in one or more books provided for that purpose;
- (b) See that all notices are duly given in accordance with these bylaws or as required by law;

- (c) Be custodian of the corporate records;
- (d) Keep a membership book containing the names and addresses of all members and directors of the corporation, and with respect to any membership which has been terminated, record that fact together with the date of termination; and
- (e) Exhibit to any director of the corporation, or to a director's agent, or to any person or agency authorized by law to inspect them, at all reasonable times and on demand, these bylaws, the articles of incorporation, the membership book, the minutes of any meeting, and the other records of the corporation.

ARTICLE EIGHT. DISSOLUTION

Section 1. In case of dissolution or termination, upon payment of all legally incurred obligations, any and all assets of the Corporation lawfully available for distribution shall be distributed to one or more qualifying organizations described in 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization(s) have a charitable purpose which, at least generally, includes a purpose similar to this terminating or dissolving Corporation, in other words, a nonprofit organization that is involved with assisting physically disabled individuals and/or mentally disabled individuals and designated by the Board, consistent with the requirements of federal laws and the laws of the State of Illinois.

ARTICLE NINE. MISCELANEOUS POWERS

Section 1. Fiscal year. The fiscal year of the Corporation shall be the calendar year.

Section 2. Contracts. The Board of Directors may authorize any officer(s), agent(s) of the Corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority maybe general or confined to specific instances.

Section 3. Checks. All checks, drafts, or other orders for the payment of money shall be signed by such officer or officers or such other person or persons as the Board of directors may from time to time designate.

Section 4. Deposits. All funds of the Corporation shall be deposited form time to time to the credit of the Corporation in such banks, trust companies, or other depositories ad the Board of Directors may select.

Section 5. Gifts. The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

Section 6. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the Board. Such authority maybe general or confided to specific instances.

Section 7. 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 who is or was

serving at the request of the Corporation as a director, officer employee or agent of another Corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provision of this Article.

ARTICLE TEN. COUNTERTERRORISM AND DUE DILIGENCE POLICY

In furtherance of its exemption by contributions to other organizations, domestic or foreign, BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC. shall stipulate how the funds will be used and shall require the recipient to provide the corporation with detailed records and financial proof of how the funds were utilized.

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

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

ARTICLE ELEVEN. DOCUMENT RETENTION POLICY

Section 1, Purpose

The purpose of this document retention policy is establishing standards for document integrity, retention, and destruction and to promote the proper treatment of BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC. records.

Section 2. Policy

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

From time to time, the Corporation may establish retention or destruction policies or schedules for specific categories of records in order to ensure legal compliance, and also to accomplish other objectives, such as preserving intellectual property and cost management. Several categories of documents that warrant special consideration are identified below. While minimum retention

periods are established, the retention of the documents identified below and of documents not included in the identified categories should be determined primarily by the application of the general guidelines affecting document retention, as well as the exception for litigation relevant documents and any other pertinent factors.

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

Section 3. Minimum Retention Periods for Specific Categories

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

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

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

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

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

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

(g) Marketing and Sales Documents. The corporation should keep final copies of marketing and

sales documents for the same period of time it keeps other corporate files, generally three years. An exception to the three-year policy may be sales invoices, contracts, leases, licenses, and other legal documentation. These documents should be kept for at least three years beyond the life of the agreement.

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

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

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

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

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

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

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

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

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

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

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

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

ARTICLE TWELVE. TRANSPARENCY AND ACCOUNTABILITY DISCLOSURE OF FINANCIAL INFORMATION WITH THE PUBLIC

Section 1. Purpose

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

publicly available, BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC. practices and encourages transparency and accountability to the general public. This policy will:

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

The details of this policy are as follow:

Section 2. Financial and IRS documents (The form 1023 and the form 990)

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

Section 3. Means and Conditions of Disclosure

The Corporation shall make “Widely Available” the aforementioned documents on its internet website to be viewed and inspected by the general public.

- (a) The documents shall be posted in a format that allows an individual using the Internet to access, download, view and print them in a manner that exactly reproduces the image of the original document filed with the IRS (except information exempt from public disclosure requirements, such as contributor lists).
- (b) The website shall clearly inform readers that the document is available and provide instructions for downloading it.
- (c) The Corporation shall not charge a fee for downloading the information. Documents shall not be posted in a format that would require special computer hardware or software (other than software readily available to the public free of charge).
- (d) The Corporation shall inform anyone requesting the information where this information can be found, including the web address. This information must be provided immediately for in-person requests and within 7 days for mailed requests.

Section 4. IRS Annual Information Returns (Form 990)

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

Section 5. Board of Directors

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

Section 6. Staff Records

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

Section 7. Donor Records

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

ARTICLE THIRTEEN. CODES OF ETHICS AND WHISTLEBLOWER POLICY

Section 1. Purpose

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

Section 2. Reporting Violations

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

Section 3. Acting in Good Faith

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

Section 4. Retaliation

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

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

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

Section 5. Confidentiality

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

Section 6. Handling of Reported Violations

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

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

ARTICLE FOURTEEN. AMMENDMENTS

These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted, at any meeting of the Board of Directors by vote of seventy five percent of all Directors, if at least seven days written notice is given of the intention to take such action at such meeting, and provided such notice includes a written copy of such changes.

SIGNATURES

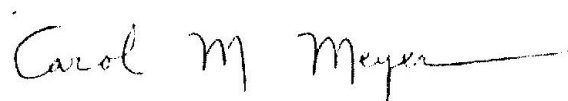
By the signatures below, these bylaws (consisting of the previous 16 pages) are hereby certified to be a complete and correct copy of the above-named Corporation, amended and approved by the Board of Directors on this 3rd day of April, 2024.

President of BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC.
AN ILLINOIS NOT-FOR-PROFIT CORPORATION, not for profit.

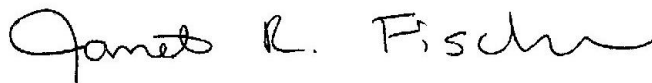
ATTEST: Secretary of BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING,
INC. AN ILLINOIS NOT-FOR-PROFIT CORPORATION, not for profit.

SIGNATURES

By the signatures below, these bylaws (consisting of the previous 16 pages) are hereby certified to be a complete and correct copy of the above-named Corporation, amended and approved by the Board of Directors on this 3rd day of April, 2024.

A handwritten signature in cursive script that reads "Carol M. Meyer". The signature is written in black ink and includes a long horizontal flourish at the end.

President of BLESSED MICHAEL MCGIVNEY SPECIAL
NEEDS HOUSING, INC.
AN ILLINOIS NOT-FOR-PROFIT CORPORATION, not for
profit.

A handwritten signature in cursive script that reads "Janet R. Fischer". The signature is written in black ink and includes a long horizontal flourish at the end.

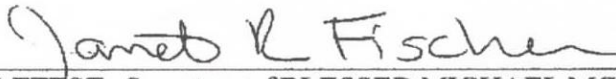
ATTEST: Secretary of BLESSED MICHAEL MCGIVNEY
SPECIAL NEEDS HOUSING, INC. AN ILLINOIS NOT-
FOR-PROFIT CORPORATION, not for profit.

SIGNATURES

By the signatures below, these bylaws (consisting of the previous ten pages) are hereby certified to be a complete and correct copy of the above-named Corporation, duly adopted and approved by the initial Board of Directors on this 12th day of July, 2023.



President of BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC.
AN ILLINOIS NOT-FOR-PROFIT CORPORATION, not for profit



ATTEST: Secretary of BLESSED MICHAEL MCGIVNEY SPECIAL NEEDS HOUSING, INC.
AN ILLINOIS NOT-FOR-PROFIT CORPORATION, not for profit



Blessed Michael McGivney
Special Needs Housing, Inc.

An Illinois Not For Profit Corporation

**CONFLICT OF INTEREST
POLICY AND AGREEMENT**

ARTICLE I

PURPOSES

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

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

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

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

ARTICLE II

DEFINITIONS

2.1 Interested Person

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

2.2 Financial Interest

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

- (a)** An ownership or investment interest in any entity with which the corporation has a transaction or arrangement,
- (b)** A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, or
- (c)** A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

ARTICLE III

PROCEDURES

3.1 Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement

3.2 Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3.3 Procedures for Addressing the Conflict of Interest

- (a)** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- (b)** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- (c)** After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- (d)** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

3.4 Violations of the Conflicts of Interest Policy

(a) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

(b) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

ARTICLE IV

RECORDS OF PROCEEDINGS

4.1 Minutes

The minutes of the governing board and all committees with board delegated powers shall contain:

(a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

ARTICLE V

COMPENSATION

5.1 A voting member of the governing board who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

5.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

5.3. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation,

either individually or collectively, is prohibited from providing information to any committee regarding compensation.

ARTICLE VI

ANNUAL STATEMENTS

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- (a) Has received a copy of the conflicts of interest policy,
- (b) Has read and understands the policy,
- (c) Has agreed to comply with the policy, and
- (e) Understands that the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE VII

PERIODIC REVIEWS

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management corporations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

ARTICLE VIII

USE OF OUTSIDE EXPERTS

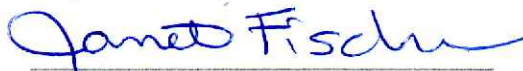
When conducting the periodic reviews as provided for in Article VII, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing

board of its responsibility for ensuring periodic reviews are conducted.

CERTIFICATION

CERTIFICATE OF ADOPTION OF CONFLICT OF INTEREST POLICY AND AGREEMENT

I do hereby certify that the above stated Conflict of Interest Policy and Agreement for the Blessed Michael McGivney Special Needs Housing, Inc. were approved and adopted by the board of directors on 04/16/2024 and constitute a complete copy of the Conflict of Interest Policy of the corporation.



Janet Fischer, Secretary

Date: 07/05/2024

BMMH Narrative for 501c3 Application

Housing Needs for Adults with Developmental Disabilities:

Throughout the United States, Catholic parents of adult children with disabilities dream of finding a living situation for their child that provides a homelike atmosphere in a Catholic setting. A few organizations, such as L'Arche in St. Louis and Misericordia in Chicago provide such a setting, but there are only a few like them across the country. In the Central Illinois area, there is no such facility. In fact, there is a significant shortage of both housing and support professionals for adults with developmental disabilities in Illinois, as well as in the nation. A Chicago Tribune exposé published in 2016 highlighted the sufferings and even deaths of adults with disabilities in Illinois living in groups homes. This three-part series identified 1311 cases of documented harm, including 42 deaths linked to abuse or neglect, in group homes or day programs in Illinois over a seven-year period. The article attributes much of the neglect and abuse to lack of oversight and regulation, along with inadequate funding to hire and train competent caregivers, with some homes having caregiver turnover rates as high as 40% annually. At the time the article was written, Illinois was ranked among the five worst states for adequately funding group homes. Another Tribune article from July 19, 2018 highlighted a state auditor general report that found systemic failures in the licensing and oversight of taxpayer funded group homes in Illinois. The audit noted that licensing officials did not receive reports from those who investigated complaints of abuse or neglect at group homes. A follow up article by the Tribune stated that the Coleman Institute Researchers, in their 2017 report "State of the States in Intellectual and Developmental Disabilities" ranked Illinois 47th in the nation in its fiscal effort funding of Community Disability Services. Despite these problems, the State of Illinois proposed a budget cut of \$87 million for services for people with developmental disabilities in January 2024. Clearly there is a need for better housing and care for adults with disabilities in Illinois. In the Peoria area specifically, there is a general shortage of homes for adults with disabilities, there are no Catholic facilities, and one with a Christian mission, the Apostolic Christian Home, has a multi-year waiting list.

Who would be served by Catholic Homes for Adults with Disabilities?

Who are the people who would benefit from a home such as this? Mike is a 55-year-old male with autism since childhood who unfortunately did not receive a diagnosis until he was over the age of 50. Throughout his adult life he struggled to hold down a job, and eventually was evicted from his low-income housing due to events that occurred related to his autism. His family has taken him in, helped him get tested and diagnosed, and has sought state support to help him with housing and caregiving costs, but none is available due to his late diagnosis. Without family support, he would be homeless. His Catholic faith is incredibly important to him and he longs to live more independently in a Catholic environment.

Daniel is a 27-year-old man with Down syndrome whose parents strongly desired a home that would have a Catholic or Christian atmosphere. The only option in the area was the Apostolic Christian Home in Morton, IL. His parents placed him on their waiting list in 2004 when he was only 7 years old, hoping that it would be a place he could move to as an adult. He has now been on the waiting list for almost 20 years, and there are still 7 people ahead of him. In 2023, only one adult male on their waiting list was able to begin residency in their facility. Daniel's Catholic faith is a huge part of his life and his true desire is to live in a home that will support his overall needs and also allow him to continue his church involvement such as serving at Sunday Mass and participating in the Knights of Columbus.

John is a 47-year-old Catholic man with Down syndrome who was the only child of elderly parents who spent their whole lives caring for him. When his father died and his mother required a nursing home, there was no family who could take him in. Since they had not previously sought state support, the only option was emergency housing, which was not Catholic or Christian, and was in a town many miles distant from his hometown, which would have separated him from his mother and his job of 10 years at a Peoria retail outlet. Without friends to step in, he also could have become homeless.

All these men desire a Catholic home where they can receive the support they need to live active and meaningful lives. In our interactions with other families in the central Illinois area, we have recognized that there are numerous parents seeking a similar type of home for their adult children with disabilities.

Goal of Blessed Michael McGivney Special Needs Housing, Inc.:

Blessed Michael McGivney Special Needs Housing, Inc. was established to help meet this need in Central Illinois. We aim to provide the highest quality of life for adults with developmental disabilities and to do so in an atmosphere consistent with the theological and moral commitments of the Catholic Church. Our goal is to assist the future residents to live in community, helping each other and respecting each other's God-given dignity. We plan to provide them with housing in a family-like atmosphere, along with assuring they have adequate support to live a fulfilling life. We desire to establish small, family-like homes with a Catholic atmosphere and to assure that residents have adequate support to work a job, to pursue hobbies, and to practice their faith with others. Living in a community will allow them to develop relationships with peers, improve communication and problem-solving skills, work cooperatively to care for their home, and share hobbies and social activities. Daily prayer time, weekly mass, participation in church events, and volunteering at church activities will deepen their spiritual life. We hope this environment will draw them closer to Jesus and help them know how much they are loved by God.

The National Institute on Disability, Independent Living and Rehabilitation Research Report from 2015 states that Illinois has 1,362,286 developmentally disabled persons. The Tri-county area around Peoria includes Peoria, Tazwell and Woodford Counties.

Peoria County has 20,664 developmentally disabled persons, Tazewell 14,667 and Woodford has 3,692.⁵ Our plan is to provide housing in the Tri-county area first and then branch out to some of the other 42 counties that make up Central Illinois.

Organization of Blessed Michael McGivney Special Needs Housing, Inc.

We are a non-profit corporation and operates exclusively for religious and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

We have a volunteer Board of Directors who are focused on establishing the organization and raising funds. As we grow, we expect to identify other volunteers and professionals who will contribute needed services and professional advice at reduced rates or in-kind. To date we have spoken with more than 20 families concerning their developmentally disabled loved ones about the need to plan for the future. In May of 2024, we spoke at the Central Illinois Parents of Special Adults meeting. We plan to begin our fundraising once we achieve tax exempt status. When we have adequate funds to obtain our first home, activity will begin to place residents in the home and provide support as outlined above.

Fundraising:

Our organization will have a two-tiered approach to fundraising. The initial fundraising will focus on obtaining suitable, family style housing for low-income adults with developmental disabilities in the Greater Peoria Illinois area. We will be seeking homes that will provide private bedrooms for 3-4 residents, with shared living space and an area for caregivers to complete tasks and documentation. We will solicit donations of money, property, homes and/or donated services. Though we hope to have homes or property donated, we will also seek to purchase or build homes that will suit the needs of future residents, with a focus on family style living. Initially we would like to establish one home for developmentally disabled men and one home for developmentally disabled women.

Once housing is obtained, further funds raised will be used to establish an endowment that will provide funds to hire administrators as well as to supplement the cost of caregivers. We realize that many adults with developmental disabilities and their families do not have the funds to pay for caregiving and that public support programs generally fall far short of what is needed. Hiring talented and caring support personnel is expensive, so we hope to be able to offset some of these costs for our residents.

Initial Administrators:

The endowment will initially be used to hire a property manager and home administrator. The duties of the property manager will include care and upkeep of the properties, managing contracts and leases, managing finances, and managing security.

We do anticipate the manager possibly having additional duties that are not normally thought of as property management – primarily, handling household emergencies that residents with disabilities might not know how to handle, such as issues with minor plumbing, appliances, or electrical outages.

In addition, a home administrator will be needed to coordinate the day-to-day lives of the residents. Coordination of caregivers may be needed if residents use different agencies for caregivers. Home administration will also involve coordinating residents' schedules for work and activities, assuring transportation, planning menus, planning activities within the house, assigning chores, and coordinating caregiver duties and schedules.

Use of Donated Funds:

Obtaining donated funds or houses and/or buying or building homes for low-income developmentally disabled adults will further our exempt purposes by following our mission statement. We will help low-income adults who are developmentally disabled.

One hundred percent of funds raised will be used for these core activities – obtaining housing, covering the cost of property management and home administration, and supplementing the cost of caregivers. It is expected that residents will pay below market value for room and board. These will help cover the costs of utilities, repairs, maintenance, and upkeep, as well as food, cleaning, and security.

Once adequate funds are raised, Blessed Michael McGivney Special Needs Housing, Inc. will spend 90% of its time and resources providing housing and support for adults with developmental disabilities. 5% of our time and resources will be spent on continued fundraising. 5% of our time and resources will be for promoting community awareness and talking with parents or guardians of developmentally disabled adults and local organizations.

Part VI Financial Data

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

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

Revenue Title	2024 Tax Year	2025 Tax Year	2026 Tax Year
Online / Credit Cards	\$0	\$10,000	\$15,000
Checks	\$0	\$298,000	\$307,000
Fundraisers	\$0	\$12,000	\$18,000
Rent Including Food	\$0	\$28,800	\$63,360
Total revenue:	\$0	\$320,000	\$340,000

Any expense not otherwise classified (attach itemized list.)

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

Expense Title	2024 Tax Year	2025 Tax Year	2026 Tax Year
Funds Spent On Actual Programs	\$0	\$242,984	\$218,785
Accounting / Bookkeeping	\$0	\$800	\$880
Fundraising Expenses	\$0	\$1200	\$1320
Insurance	\$0	\$816	\$1795
Legal Fees	\$0	\$600	\$660
Taxes	\$0	\$6000	\$13,200
Maintenance	\$0	\$8400	\$18,480

Security System	\$0	\$600	\$1320
Utilities	\$0	\$2400	\$5280
Employee Salaries	\$0	\$40,000	\$50,000
Employee Benefits	\$0	\$6000	\$6600
Website Setup and Maintenance	\$0	\$600	\$660
Telephone & Internet	\$0	\$1800	\$3960
Future Expenses	\$0	\$600	\$1220
Food	\$0	\$7200	\$15,840
Total Expenses:	\$0	\$77,016	\$121,215

Further Breakdown of Expenses

Please note that the inflation rate for the years of 2026 has been calculated based on a 10% increase annually, except for the administrator salary.

Expense	Month	Year	Clarification Notes
Accounting / Bookkeeping	\$67	\$800	This will cover the income tax preparation fee for the corporation.
Fundraising Expenses	\$100	\$1200	This should pay for advertising and promotional materials.
Insurance	\$68	\$816	This will be for 1 house the first year and 2 houses the second year.
Legal Fees	\$50	\$600	This will include closing on one house and legal advice
Real Estate Taxes	\$500	\$6000	Taxes on first house should be covered by this.
Maintenance	\$700	\$8400	This will include trash, housecleaning, snow removal, lawn care, water softener salt, misc. expenses.
Security System	\$50	\$600	Camera monitoring who comes and goes will be essential for safety of each house

Utilities	\$200	\$2400	Gas and electric for one house
Employee Salary	\$3333	\$40,000	An administrator will be hired to ensure everything is operating smoothly. 2026 will be \$10,000 higher because, the work will be the same but there will be 2 houses.
Employee Benefits	\$500	\$6000	Administrator will have \$500 per month to help with medical expenses i.e. Samaritan Ministries.
Website Setup and Maintenance	\$50	\$600	This will include originally setting up the site and making changes as necessary.
Telephone and Internet	\$150	\$1800	This will include internet along with 1 phone.
Food	\$600	\$7200	Amount is figured on resident paying \$200/month and 3 residents
Future Expenses	\$50	\$600	This will include unforeseen costs