#0533253

Foundation for Global Health Service, Inc.
EIN
Attachments to Form 1023

Part I, line 7:

Morgan T. Nickerson, Esq., Nelson Mullins, LLP, One Post Office Sq., Boston, MA 02109. Form 2848 is attached.

Part IV:

Dr. Kerry and Dr. Auld have seen the effects of insufficient and expensive medical care in poverty stricken areas, and seek to create an organization to improve medical conditions in those areas. They seek to provide funding that allows doctors, nurses and other medical care professionals to travel to, educate, and care for patients who would not ordinarily receive proper medical care. Thus, the Foundation for Global Heath Service, Inc. ("FGHS") was born. FGHS' mission is to help recruit and support U.S. doctors, nurses, and other health professionals to serve as educators and faculty members in medical and public health fields in resource-poor geographies. The FGHS will have two main functions. The first will be to serve as a coordinating center to provide technical and advisory support to the Peace Corps ("PC")'s new program, a Global Health Service Partnership. The PC will establish a new branch within their agency to house the program. They will employ the volunteers ("PCV") in their traditional model, sending the PCV to pre-selected sites for a minimum of one year; the PCV will be Fellows of the FGHS. The PC will play a major role in the publicity of the program and the recruitment and selection of the volunteers. They will also provide in-country cultural and language training. The PC will help monitor the participants during their service period and evaluate the programs and outcomes of the initiative. The PC lacks medical or nursing technical expertise and will need assistance in selecting appropriate, well-qualified and credentialed volunteers to service as medical educators. Additionally, the PC will need help in selecting appropriate sites. The FGHS will assist in this role, through a partnership with the PC. A second role of the FGHS will be to raise and disburse payment to financially support eligible fellows. Volunteers serving will be eligible to apply for a fellowship from the FGHS to help offset their educational debt, travel expenses or other such costs incurred. The activities of the volunteers will be monitored and evaluated by the FGSH through formal evaluation exercises and reviews.

Part V, line 3a:

Dr. Vanessa Kerry and Dr. Sara Auld are board certified and licensed physicians in the Commonwealth of Massachusetts. They met and developed this idea for this charity while residents at Massachusetts General Hospital and during their respective times delivering medical care to underserved portions of the population both domestically and abroad. The will split duties evenly among each other and each expect to spend 40 hours a month volunteering for FGHS. They do not anticipate being compensated at this time for their work.

Part VI, lines 1a, 1b, and 2:

Dr. Kerry and Dr. Auld have seen the effects of insufficient and expensive medical care in poverty stricken areas, and seek to create an organization to improve medical conditions in those areas. They seek to provide funding that allows doctors, nurses and other medical care professionals to travel to, educate, and care for patients who would not ordinarily receive proper medical care. Thus, the Foundation for Global Heath Service, Inc. ("FGHS") was born. FGHS' mission is to help recruit and support U.S. doctors, nurses, and other health professionals to serve as educators and faculty members in medical and public health fields in resource-poor geographies. The FGHS will have two main functions. The first will be to serve as a coordinating center to provide technical and advisory support to the Peace Corps ("PC")'s new program, a Global Health Service Partnership. The PC will establish a new branch within their agency to house the program. They will employ the volunteers ("PCV") in their traditional model, sending the PCV to pre-selected sites for a minimum of one year; the PCV will be Fellows of the FGHS. The PC will play a major role in the publicity of the program and the recruitment and selection of the volunteers. They will also provide in-country cultural and language training. The PC will help monitor the participants during their service period and evaluate the programs and outcomes of the initiative. The PC lacks medical or nursing technical expertise and will need assistance in selecting appropriate, well-qualified and credentialed volunteers to service as medical educators. Additionally, the PC will need help in selecting appropriate sites. The FGHS will assist in this role, through a partnership with the PC. A second role of the FGHS will be to raise and disburse payment to financially support eligible fellows. Volunteers serving will be eligible to apply for a fellowship from the FGHS to help offset their educational debt, travel expenses or other such costs incurred. The activities of the volunteers will be monitored and evaluated by the FGSH through formal evaluation exercises and reviews..

Part VIII, line 4a:

The organization anticipates soliciting funds from individuals and businesses through one or more of the methods indicated, but have not commenced any such programs at this time. The organization anticipates soliciting individuals and business primarily through personal contact but may also use email, phone and social networking.

Part VIII, line 4d:

The organization anticipates that most of its fundraising will be conducted in Massachusetts. All fundraising by the organization will be done strictly for its own benefit; it will not solicit funds for other organizations, and does not anticipate having other organizations solicit funds for it.

Part X, line 1b:

The organization anticipates that it will not be a private foundation, based on its projected sources of contributions, but it is possible that it will not generate sufficient

contributions from donors who are not substantial contributors to qualify as a public charity under Sections 509(a)(1) and 170(b)(1)(A)(vi) of the Code. In the event the organization is a private foundation, it relies on Massachusetts law, to automatically include the required private foundation provisions in its Articles of Incorporation.

Schedule H, lines 1a, 1b, 1d, 1e, and 1f:

The organization intends to provide scholarships and fellowship grants to or for the benefit of fellows serving in the Peace Corps in its new Global Health Service Partnership who are either (i) candidates for a degree at educational institutions described in Sections 170(b)(1)(A)(ii) and 501(c)(3) of the Code and use the scholarship or fellowship to pay qualified tuition and related expenses within the meaning of Section 117 of the Code, or (ii) grantees who use such funds, as determined by the organization and within the meaning of Section 4945(g)(3) of the Code, to achieve a specific objective, produce a report or other similar product, or improve or enhance a scientific, teaching, or other similar capacity, skill, or talent of the grantee within the field of medicine. Grants will be made directly to individual fellows selected by the organization's selection committee. The organization will publicize the existence of these scholarships and fellowship grants to prospective applicants through notices, brochures, and other communications made available to medical training institutions which meet the standards described herein. Samples of the types of materials and application which the organization intends to use are still being developed.

Schedule H, line 3:

Eligible recipients consist of eligible fellows who are pursuing, or intend to pursue, studies in the field of medicine described in Sections 170(b)(1)A)(ii) and 501(c)(3) of the Code.

Schedule H, Lines 4a-4d:

Selection of grant recipients will be made on objective and non-discriminatory criteria relating to the applicant's academic record, recommendations from instructors, motivation, character, ability and potential. The selection committee or educational institution may also consider financial need, but awards need not be based on need and may be made solely on the basis of the other factors stated herein. The number and amount of specific scholarships and fellowship grants has not been determined and will depend upon the level of contributions received by the organization and the number of approved applicants at any given time. Recipients selected by the selection committee will need to provide the organization with satisfactory proof that they are maintaining the standards required through periodic reports on the results or progress of their project, research, or other approved purpose of the grant.

Schedule H, line 5:

Grants and fellowships which are awarded directly to individual recipients will require that the individual recipient provide the organization with periodic reports on the results or progress of the specific project, research, or other approved purpose of the their project and through written reports from their immediate supervisors.

Schedule H, line 6:

In the event the organization decides it will make grants directly to individuals as intended, it will create a selection committee of at least three individuals, none of whom will be persons who may benefit, directly or indirectly, if certain potential grantees are selected over others. Such individuals may, but need not, be employees of the Foundation, but in any event shall be persons who are either actively employed by or otherwise engaged in the field of medicine.

Conflict of Interest Policy for Foundation for Global Health Service, Inc.

Article I
Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) 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.

Article II
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 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

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.

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. **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 Organization 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 Organization'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.

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

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

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

   b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from

voting on matters pertaining to that member's compensation.

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

d. Understands the Organization 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 Organization 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 organizations conform to the Organization'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 Organization 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.