

## **Exhibit F**

### **Supplement to specific questions in Form 1023.**

#### **Part VI.** Members and Other Individuals and Organizations that Receive Benefits

**1a. In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If yes, describe each program that provides goods, services or funds to individuals.**

See Activities One, Two and Three in the Narrative Description of Activities, attached hereto as Exhibit C.

**1b. In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If yes, describe each program that provides goods, services or funds to organizations.**

See Activities One, Two and Three in the Narrative Description of Activities, attached hereto as Exhibit C.

**2. Do any of your programs limit the provision of goods, services or funds to a specific individual or group of specific individuals?**

Yes. The provision of goods, services or funds is limited to individuals within the Targeted Communities (defined in the Narrative Description of Activities, attached hereto as Exhibit C.)

**Part VIII.**

**4a. Do you or will you undertake fundraising? If yes, attach a description of each fundraising program.**

<p>Mail Solicitation</p>	<p>As a means of generating unrestricted operating funds for MCB, direct mail solicitation campaigns will be considered as a viable fundraising tool. To most effectively undertake this effort MCB would: (1) first need to expand its mailing list, and (2) prepare a powerful appeal letter that explains MCB's mission, purpose and impact in the community it serves. The results would be measured after each solicitation campaign, including the growth of the mailing list and an in depth cost-benefit analysis.</p> <p>At the present time no mail solicitation campaign is being considered.</p>
<p>E-mail Solicitation</p>	<p>As a means of generating unrestricted operating funds for MCB or for the express purpose of fulfilling a "Wish List", e- mail solicitation campaigns will be considered as a viable fundraising tool. E-mail solicitations can happen in two ways: First, we reach out to our list of supporters and request their financial support; and/or Second, we reach out to supporters with a specific project or "Wish List". The Wish List could be posted on MCB's website and we ask supporters to make the "wish" happen through the collective financial support of donors. For example, if MCB is looking to open a center for IT/computer training, the Wish List could list necessary items to open the center, such as computers, desk, chairs, and other equipment and/or supplies.</p> <p>Similar to the Mail Solicitation, for any e-mail solicitation campaign MCB would: (1) first need to expand its mailing list, and (2) prepare a powerful appeal message that explains MCB's mission, purpose and impact in the community it serves. The results of such a campaign would be measured, and if successful publicized on the website and through other electronic communication.</p> <p>At the present time no campaign is being considered.</p>
<p>Personal Solicitation</p>	<p>Board members will be individuals with significant ties to the community, who take an active role in fundraising. Personal solicitation by the Board members of their individual social and professional network could be encouraged as a fundraising effort. Another form of Personal Solicitation could be the development of some form "Circle of MCB Friends" that require multi-year pledges in exchange for membership. Yet another alternative could be for MCB to create a position for an employee to be dedicated to pursuing individual giving.</p> <p>At the present time MCB does not have any specific Personal Solicitation plans or campaign, but into the future this would be one of the fundraising opportunities that MCB could consider.</p>
<p>Vehicle, boat, plain or similar donations</p>	<p>MCB will accept vehicles, boats, plains and similar donations representing items of value. MCB, however, will not accept any asset under any condition imposed by the donor which may undermine MCB's exempt activities, mission or purpose.</p>
<p>Foundation Grant Solicitation</p>	<p>MCB will actively apply and solicit institutional/foundation grants that are aligned with MCB's goals, mission and purpose. Potential sources for such grants would include local and national foundations. The solicitation of grants might also depend on the type of project being undertaken. Hence, if it is an affordable housing project, then a search for grants from construction supply companies might be appropriate. At the present time no specific foundation is being identified</p>
<p>Phone Solicitations</p>	<p>While MCB will not preclude itself from the opportunity/possibility of engaging in phone solicitation, at the present time, this form of fundraising is not being</p>

	considered.
Accept donations on website	MCB anticipates that the website will be a key component in many of its efforts, particularly in fundraising. As alluded to above, one possibility is to have Wish Lists posted on the website. Other postings could include announcements to fundraising events, testimonials by individuals whose lives have been affected, and/or by leaders in the community that can attest to the impact of MCB's work in the community.
Receive donations from other organization's website	MCB expects to have community presence and support from other organizations in the community and would expect to cross service with local organization. Thus, for example, MCB envisions collaboration with other local organizations that may wish to post a testimonial of MCB's impact in the community including a request for donations to MCB. MCB, however, would not agree to compensate any organization or individual for such donations.  At the present time no such partnership, testimonial or solicitation exists.
Government Grant Solicitation	MCB will actively apply and solicit institutional and governmental grants that are aligned with MCB's mission. Potential sources for grants include, but would not be limited to Community Development Block Grants (at the state and federal level), Community Development Financial Institutions Program, Community Facilities Loans and Grants, Community Services Block Grant, Economic Development-Technical Assistance, Empowerment Zone Programs/Grants, Grants for Public Works and Economic Development Facilities, Rural Business Enterprise Grants.
Other	MCB will actively pursue fundraising opportunities that are aligned with MCB's mission, goals and objectives and that are within the scope of its non-profit/exempt status.

**4d. List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.**

MCB has incorporated in the State of Florida, but expects to have a national footprint.

**8. Do you or will you enter into joint ventures, including partnerships or limited liability companies treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "yes," describe the activities in the joint ventures in which you participate.**

Yes. MCB will have affiliations with other artificial entities. in which, to promote fiscal responsibility and self-sufficiency, MCB will share profits and losses. MCB will consider incorporating limited liability companies (LLCs), corporations and other artificial entities of which MCB will be a member, shareholder or hold an interest.

In compliance with IRS guidelines for approval and management of any joint venture entered into by MCB, the By Laws shall include the following guidelines/policy (i.e., the Joint Venture Policy") regarding any joint ventures or activities with affiliated artificial entities.

### Activities Subject to this Policy

“Joint Venture” is defined as any arrangement, including contractual or more formal arrangements undertaken through a limited liability company, partnership, or other entity, through which MCB and another entity jointly undertake any activity or business venture, or otherwise agree to joint ownership of any asset. A Joint Venture may include both taxable and tax-exempt activities.

### Approval and Management of Joint Activities

Before making any decision to participate in a Joint Venture, MCB shall ensure that the Joint Venture furthers MCB’s exempt purposes and will negotiate at arm’s length contractual and other terms of participation that safeguard MCB’s exemption from federal income tax. Such terms shall be in writing in the operating agreement of the Joint Venture and shall include the following minimum requirements:

- With respect to any joint venture (that is, a joint venture in which MCB contributes substantially *all* of its assets to the enterprise), MCB’s control over the Joint Venture through fifty-one percent (51%) or more of the voting rights and/or veto power;
- With respect to any ancillary joint venture (that is, a joint venture to which a portion of MCB’s resources are contributed), MCB shall, at a minimum, maintain sole control over the tax-exempt aspects of the Joint Venture and shall have voting and ownership interests in the Joint Venture that are consistent with MCB’s capital contributions;
- A requirement that any subsequent contract with MCB’s partner in the Joint Venture be negotiated at arm’s length and for fair market value;
- A requirement that the Joint Venture give priority to MCB’s tax-exempt purposes over maximization of profit for the participants of the Joint Venture; and
- A prohibition on activities that would jeopardize MCB’s tax-exempt status.

Where there is any question as to whether a particular Joint Venture may pose a risk to MCB’s tax-exempt status, a decision to enter into such Joint Venture will be made only in consultation with legal and/or tax counsel.

**11. Do you or will you accept contributions of: real property; conservation easements closely held securities; intellectual property such as patents trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If “yes”, describe each type of contribution, and conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution.**

Yes. MCB will accept donations representing items of value. MCB, however, will not accept: (1) any asset that it does not know how to manage, (2) any asset that may have clouds on title, or (3) any donation which imposes conditions by the donor which may undermine MCB’s exempt activities, mission or purpose.

**13a. Do you or will you make grants, loans, or other distributions to organizations?**

Yes.

**b. Describe how your grants, loans, or other distribution to organizations further your exempt purpose.**

MCB will have grants/loans for specific purposes. Any grant or loan made will depend on the specific needs of the Targeted Community. For example, in a Targeted Community there might be need for small business start-up/seed funding. Simultaneously, there might be need for a local day care facility, to allow the parent(s) to enroll in an educational program, or to be employed. Here MCB could provide the seed funding to a local entrepreneur who wishes to open a day care facility within the Targeted Community. MCB could also assist with a grant for technical assistance on how to properly set up a day care facility, so that it will become a viable and thriving business, a safe and rich environment for the children, and another asset to the community. By assisting the local entrepreneur to open his/her day care facility, the entrepreneur and the staff, as well as the parents can be gainfully employed or enroll in an educational program, the child is in a safe environment, and the community now has a viable business.

Another example: In a Targeted Community there might be need for housing. Here MCB would provide grants/loans to build or rehabilitate housing.

**c. Do you have written contracts with each of these organizations? Attach a copy of each contract.**

Yes. MCB would have written contracts/agreements with any organization that it funded. The contracts/agreements would specify the conditions of the grants/loans, including any requirement for matching funds, repayment terms, cost of funding, etc.

At the present time there are no projects under consideration and there are no contracts in place.

**d. Identify each recipient organization and any relationship between you and recipient organization.**

The objective will be for MCB to be a vehicle for bringing economic development into the Targeted Communities. Hence, in doing so MCB will seek to work with organizations that also have the goal of revitalizing the community or who can provide a service on behalf of MCB that will fulfill a need that MCB is seeking to address.

For example, if MCB undertakes the mission of developing affordable housing in the community, MCB may wish to align with a local non-profit employment agency from which to recruit the personnel and staff for the project. MCB may also wish to hire local contracting companies, perhaps a start-up company of an experienced laborer, now turned entrepreneur, for specific aspects of the project (e.g., plumbing, electric, tiling, painting, etc.).

Any grants, loans, or financial assistance will closely follow MCB's strategic plan regarding projects in the Targeted Communities, as well as the Conflict of Interest and the Joint Venture Policies delineated in Exhibit E and in response to Question 8, above.

At the present time there are no grants, loans or any type of financial assistance in place.

**e. Describe your selection process, including whether you do any of the following:**

**(i) Do you require an application form? Attach copy.**

Yes. An application will be required for any grant or loan (referred to as "funding"). The applications will be specifically designed for each project and will therefore be tailored to assess whether the applicant is "qualified" for the funding requested. Applicants' qualifications will be measured to ensure that:

- The project for which they are seeking funding is aligned with the mission and purpose of MCB.
- The applicant is a solid organization with proper management and resources, and adequate procedures for accounting practices and program compliance, with a high level of accountability and transparency.
- The applicant has the proper skill set and experience to undertake the project they are proposing to embark on, or to invest the funding in a prudent and business savvy manner.
- The Applicant's business plan is adequate.

**(ii) Do you require a grant proposal? If yes, describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused.**

Yes. MCB will require a detailed explanation/description of how any funding would be used.

Additionally, depending on the type of funding (grant/loan, amount and whether the funding is released in one lump sum or through installments) MCB may require follow up, benchmarking and review.

MCB aims to have a rigorous, yet efficient, application review process in evaluating applications for funding. Any funding provided by MCB will be aligned with MCB's goals and objectives in the Targeted Communities. Hence, it is projected that MCB will have several funding programs, and that each program will have its own assessment qualification and criteria. However, notwithstanding the specific criteria for each program, MCB will have an Application and Review Process Policy that will apply to all programs. The guidelines established to date for that policy include:

**Application Assessment:** An initial assessment of all application submissions will be done by MCB staff. The staff will ensure that the applicant has followed the specific program guidelines and eligibility criteria, supported by the specific documentation required.

At this stage any application that does not meet the guidelines will be rejected. Rejected applicants will have the opportunity to request a debriefing session with MCB staff, and, if possible, will be given the opportunity to reapply with a modified submission.

**Program and Financial Due Diligence:** All eligible applications will be subjected to extensive due diligence to ensure, among other evaluation criteria, that the purpose for the funding request is aligned with MCB's goals and objectives. Further, for each application MCB will conduct a financial due diligence review of the applicant, including review of financial statements, tax returns and compliance, credit reports and other underwriting analysis.

If, MCB staff concludes the application is complete and in compliance with all application requirements, the application shall be presented to the MCB Investment Advisory Committee, a standing committee of MCB board of directors.

**Investment Advisory Committee:** The Investment Advisory Committee will be a standing committee, comprised of board members and other members of the Targeted Communities or members of the community at large with specific knowledge and skills to assist MCB with the assessment and implementation of selection criteria and guidelines for a specific program. The Investment Advisory Committee will be charged with the task of reviewing and evaluating applications presented by the staff.

It shall be the task of the Investment Advisory Committee, to recommend to the board further action on each application. Recommendations by the Investment Advisory Committee shall be clearly documented.

**Initial Project Approval (IPA):** During the Investment Advisory Committee IPA meeting, each application will be discussed along with due diligence findings and recommendations provided by MCB staff. The Investment Advisory Committee will determine whether to recommend the funding to board.

**Board Approval:** The board will have the final position of MCB's funding decision.

**Approval Documentation:** After each application is approved by the board, staff members will complete legal documentation to effectuate the funding with the applicant.

**Monitoring and Reporting:** All MCB funding will be closely monitored by MCB. The requirements for each program will be clearly specified.

Regardless of the specific criteria that any program may require, it is anticipated that some of the monitoring and reporting requirements may include (1) monthly interest and/or principal payments throughout the term of the loan, (2) requiring a borrower to submit semi-annual

financial reports and/or annual audited financial statements, and/or (3) annual social impact reports to measure objectives, tasks, milestones and economic development outcomes.

This type of monitoring will also enable MCB to determine whether it will provide ongoing funding (in the case of an applicant with installment funding), or in other situations whether funding to a certain applicant will be renewed.

**Compliance:** To ensure rigorous and consistent evaluation of all funding applications and the transparency of the MCB's review and compliance processes, all funding considered by MCB must follow the process outlined herein or as more specifically designed for each program.

**Confidentiality:** MCB's confidentiality and documentation policy will restrict disclosure of sensitive information by staff, directors and officers, and will prohibit personal use of information gathered through their official capacities. External reviewers, if any, will be required to comply with this policy and to sign confidentiality agreements.

**Post-Funding Reporting Requirements:** Post funding reporting requirements will be established for every program. In instances where funding calls for periodic disbursements, a report on milestones will likely be required before each disbursement is made. Another post funding requirement might be a report on actual project success and progress compared to projected milestones and objectives.

**Company Impact Metrics:** All funding will require that the applicant's chief financial officer (or equivalent) report on the economic impact created by the funding project activities. Naturally, the reporting on economic impact will depend on the specific program being funded. However, some of the measurement metrics would include:

- Full-time jobs created or jobs retained and total associated wages
- Part-time jobs created or retained and total associated wages
- Increased revenues
- Increase wages
- Number of strategic partners
- Number of patents applied for and granted
- Federal funds acquired
- Capital expenditures (purchases of new equipment or construction/ rehabilitation of facilities at the company)
- New start-up companies created
- Number of commercial products or services (e.g. Trademark)
- Third party funding
  - Venture capital
  - Other investments (e.g. strategic partners)
- Income generated by commercializing a product identified in the proposal
- Invention disclosures, licenses, patent applications, and patents awarded for technologies developed under this proposal

**Repayment Requirements:** As stated above, each program will have its own independent criteria and requirements. For some programs, it is possible that MCB will require that the business activities created or developed from the funding remain in operation within the Targeted Communities for a specified period subsequent to the expiration of the funding period. The failure to meet this requirement could create a repayment obligation for some programs/funding. In any situation that this may apply, the application will clearly state so.

**Conflict of Interest:** A key factor in establishing and protecting the MCB's reputation and credibility is establishing total transparency and accountability. Central to this is a governance structure that includes a conflict of interest policy (see Exhibit E) that will be strictly adhered to by all MCB staff members, officers and directors.