



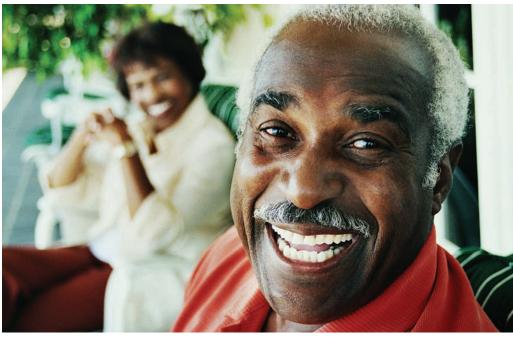




## **DISCOVER**







How to Start a Village in the District of Columbia







#### Dear Community Leader:

Thank you for your interest in developing a Senior Village in your community. As Deputy Mayor for Health and Human Services, I know that Senior Villages are important to the movement towards ensuring the District is an age friendly city. Your work presents the opportunity for older adults to maintain meaningful relationships in their neighborhoods and familiar comforts of daily living that promotes dignity and respect for all District residents. Over the past year, the DC Office on Aging (DCOA) and Capital Impact Partners have convened multiple peer-to-peer knowledge exchanges and conducted numerous interviews with stakeholders in order to produce a tool that provides step-by-step guidance in developing your own Senior Village. DCOA is committed to assisting, developing, and sustaining Senior Villages in our communities, and views you as a critical partner in the continuum of care. As you embark on your journey, I want to thank you for your commitment to your neighborhood. I am proud to present this guide and look forward to our continued work in making the District a world-class age friendly city.

Sincerely,

Brenda Donald

Deputy Mayor for Health and Human Services



### About this Report

The D.C. Senior Village movement has been a model of healthy, active aging in our community. The D.C. Office on Aging (DCOA) has championed this movement as well as the value Villages bring to our older residents. As part of the D.C. Senior Village Sustainability and Replication Initiative, DCOA engaged Capital Impact Partners to provide D.C.-based Villages the opportunity to engage in peer knowledge exchange to strengthen the administration of the Village model. The overarching project goals were to:

- Maximize peer-to-peer knowledge exchange to build local leadership capacity and sustainable organizational management techniques as well as a community of practice among local D.C. Village leaders;
- ▶ Provide targeted and responsive capacity building opportunities for four selected D.C. Villages. This will help them build for a sustainable future while expanding access to neighborhoods currently not served by an open Village, and
- ▶ Document promising practices to inform a "howto" guide on starting and sustaining a Village for older adults of all incomes in D.C.

This how-to guide has been developed to help foster Village growth across our great city. This toolkit has been created for people thinking of starting a Village as a response to their desire to create a livable, age friendly community. This guide will provide information on the initial formation and

startup of a Village—from developing the concept to the day you open your doors. It is intended to provide you with an opportunity to:

- Explore how the Village can help you build a strong community;
- Discover the best Village structure to allow your aging neighbors to stay in your community, and
- Act on your hard work and planning to launch a Village successfully.

We have heard on several occasions: "When you've seen one Village, you've seen one Village". While it is true that no two Villages are identical with more than 150+ Villages in operation, there are some standard steps that many have taken. This how-to guide will reveal the range of possibilities based on a few fundamental decisions that you and your founding group will need to make.

Developing a Village in D.C. takes commitment and more than just one person to navigate the formation process. The nine currently operating Villages in D.C. provided a wealth of knowledge and personal insight based upon their startup experiences. Capital Impact Partners collected the information presented in this guide through a series of one-on-one interviews with D.C. Villages and their stakeholders. We appreciate the level of knowledge-sharing the Villages provided to help make this how-to guide a success.











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### Background

The reality of aging is changing. No longer is the aging process a straight line from home to institution. Today's growing older population is seeking choice and affordable options that will allow them to age on their own terms while living in and feeling connected to their community.

The attitudes toward the aging population are changing, but more can be done to celebrate the wisdom, experience and contributions that our aging population has made to our communities. Through the development of a Village, you can play an important role in helping your community support a healthy aging process.

# Why are there Villages?

Built on cooperative principles (Figure 1), Villages facilitate access to community support services and connection to on-going civic engagement. Most Villages are created and run by their members. As such, the Village is unique to the individual community where it is founded. Since the first Village, Beacon Hill in Boston, opened in 2002, 160+ Villages have opened in the U.S. providing full-service programs to nearly 25,000 older adults. There are currently nine operating Villages in D.C. with at least three poised to launch within the next few years.

At the heart of the Village model is the focus on the individual as the core of the community. Villages can:

- Facilitate connections to existing community services;
- Assist members to navigate medical, non-medical and social support needs;
- Create social networks and expand social capital to support aging in community, and
- Leverage existing assets and resources in the community.

"The community as a whole will strengthen if its oldest residents stay put and local resources are engaged in a network of support."

Skyline newspaper editorial, 10/16/08

In this model, older adults are active members in the service delivery process and provide essential assistance in the planning and implementation of a wide range of programming. Villages offer members a network of resources, services, programs and activities that revolve around daily living needs. This network includes social, cultural and educational programs, ongoing health and wellness activities and member-to-member volunteer support. Villages focus on expanding choice and access; they create social networks within the community and provide assistance to secure long-term services and supports. The need for this is clear: research shows that the most damaging threat to well-being in later life is not fear of absolute destitution or poor health but loss of life purpose and boredom.

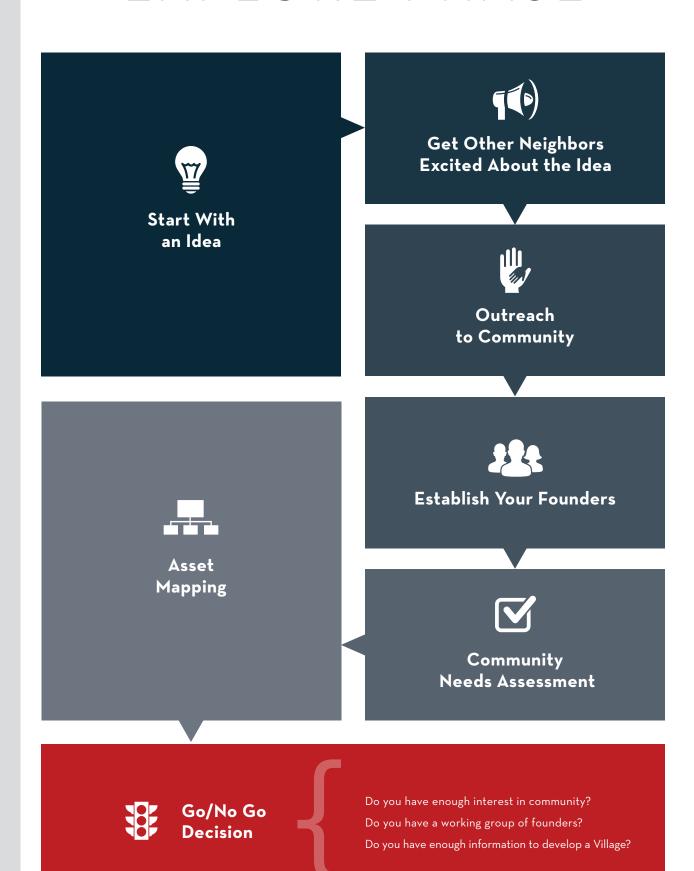
### Where to begin

Villages require the power of dedicated and visionary leaders in the community. This guide is set up to give you the basic information on how to start a Village. It will only discuss the initial founding and startup phase: from developing the concept to the day you open your doors. Creating a community-based network of Villages across D.C. will strengthen the entire city and assist older residents in realizing their dream to age in the community—on their own terms...with a little help from their friends.

#### Figure 1: Village Principles

- ▶ Self-governing, self-supporting, grassroots membership-based organization
- ► Consolidates and coordinates services
- ▶ Strategic partnerships to leverage community resources
- ► Member- and consumer-driven
- ▶ Promotes volunteerism, civic engagement and intergenerational connections

## EXPLORE PHASE



## EXPLORE



Starting a Village requires a strong group of dedicated volunteers who are willing to work towards a common goal of strengthening neighbor-to-neighbor connections to build a strong community support network. A major part of the initial startup is the journey of exploration upon which you and your fellow community members will embark. This Explore Phase will help you learn if a Village is right for your community and if you have the components in place to make your vision a reality.

#### Your Founders

So you have determined you want to start a Village. Where to begin? You should start by getting others involved to help. So, how do you find like-minded neighbors willing to roll up their sleeves to make the community stronger? You should start with the community leaders already doing this type of work. Many D.C. Villages began as either a research or special project started through the local Advisory Neighborhood Council (ANC) chapter or local civic association. Members of these organizations are likely candidates to be your Village founders since they come armed with existing knowledge of the community's needs and resources. You can also engage potential founders by identifying groups of people that are already connected: resident associations and councils at condominium or apartment buildings, cooperatives (including housing, food, and babysitting), faith community groups and veterans' service organizations.

Some Villages have been able to recruit founders by hosting large community meetings, small living room chats or presentations to local service or faith

#### Village Peer Tip:

"Our Village benefitted substantially from the beginning by participating in a regional group of Villages (WAVE) that meets quarterly where we are able to exchange information and ask questions face to face. Initially, we used the Montgomery Co. Blueprint (see Appendix E) and subsequently purchased additional materials from Capitol Hill Village. Plus joining the VtV Network (Appendix E) has been extremely helpful as has looking at a lot of Village websites."

- Foggy Bottom West End Village

organizations. It only takes one person to spark the conversation among your neighbors to see if a Village is worth exploring. It is also good to reach out to the other D.C. Villages (Appendix A). The leaders of these organizations will be able to help you identify strategies to engage your neighbors.

You should assemble a group of people with diverse backgrounds and expertise to support the startup activities. When conducting your initial outreach to identify your founders, be sure to recruit people with backgrounds in nonprofit or general practice law, financial management or accounting, marketing or public relations and nonprofit management (e.g., worked for/served on a board for a nonprofit). Ask neighbors to invite a few friends over. Many a Village has begun around the coffee table!

#### Your Community Needs Assessment

Once you have a few members of your group together, you can begin exploring if the Village model is right for your community. You will need to figure out if you have enough neighbors who have the same vision of aging in their community. Having a common mission and vision is a critical rallying point for the organization.

Villages tend to work best when there is a large population of older adults (55+) who own their own homes or have been in the community for 20+ years. This specific demographic information is easy to access from various sources. You can search the American Community Survey quick facts data by zip code. Locally your ANC will have your community demographics broken down by Ward. You can also access this data through the Neighborhood Info D.C. project (www.neighborhoodinfodc.org), which is sponsored through the Urban Institute and promotes the use of local data for community building and decision-making.

Defining your service area should also be completed in the Explore Phase of your journey. Start with an area not currently being served by a Village. Does your neighborhood border an existing Village? How is your community defined? These are important questions to discuss, as the answers will drive some of your decision-making. For example, if you identify a service area that bumps up against an existing Village, is there a possibility to collaborate with or become part of its organization? You'll also want to consider the size of your service area. You don't want it to be too big for you to provide services. Start small. You can always grow over time.

Villages work best when they have a service area that has a distinct identity and culture. For example, Georgetown, Dupont Circle and Capitol Hill are distinct, identifiable D.C. neighborhoods. The Georgetown Village members not only desire to have services and support to allow them to achieve healthy aging but also want to support the unique culture and feel of their neighborhood. The best advice is to start small and harness the unique resources and culture your neighborhood can offer.

In the beginning, Villages typically hold a number of meetings to discuss how the community could support the Village model. The best way to identify what the Village can do to support its neighbors is to ask them. This can be accomplished by conducting a community needs assessment—also referred to as a market assessment. Conducting a community needs assessment will allow you to gather the information to make some informed decisions about your Village's role in the community.

You can gather information from your neighbors in a variety of ways, including door-to-door canvasing, conducting surveys (mail and/or online) or holding focus groups. These activities will allow you to understand how the Village can play a role in the lives of your neighbors. It also provides a way to engage community members early in the exploratory phase. Villages have conducted their community needs assessments through:

- Focus group discussions: invite people to a meeting to discuss the survey questions;
- ▶ Door-to-door distribution: volunteers conduct short surveys or leave self-addressed stamped envelopes for people to mail in responses. Note: you will need official mailing addresses and funds to cover printing, envelopes and postage, and
- Online survey: distribute a link to community members. Note: you will need email addresses from potential respondents.

#### Village Peer Tip:

- Contact Office of Advisory
   Neighborhood Commissions to help you develop a service area map
- ► Local demographic information for your neighborhood can be accessed through www.NeighborhoodInfoDC.org
  - Northwest Neighbors Village

Whichever route you choose, you will want to continue to set up multiple opportunities to ask your neighbors and community members:

- What is your vision for aging in the community? In what ways can the proposed Village support this vision?
- Are there gaps in services that the Village can fill? What is missing in our community that would support healthy aging? (Note: the answer to these questions will help define the types of services/programs the Village can offer and also help provide the basis for the development of a mission and vision.)
- Are you interested in becoming a member of the Village? Would you be willing to volunteer? What can you offer as far as expertise, knowledge, abilities and interest?
- Are you willing to become a founder and put in the time and share your expertise to get the Village going?

In addition to asking the neighbors what they need, it is also important to understand what they can give back. The Village works best when its members are not only receivers of services but also givers (read: volunteers). Examples of community needs assessment surveys are located in Appendix B and provide you with an idea of how to develop one for your own community.

It is also important to keep track of where the responses to the community needs assessment come from as this can be an indication of interest and can help you to define your service area. At every meeting you should have a sign-in sheet to gather contact information (mailing address, phone and email) from community members. This information will help pave the road to your Village's development as well as identify potential members and volunteers.

Keeping with the Village Principles (Figure 1) you will want to have a picture of the services and resources already available in the community. Identified gaps in the local web of services can often be addressed by the Village either with volunteers or through organizational partners. The Village can strengthen and support the delivery of these services and supports while not duplicating them. It is essential to know what your fellow community members need and want from a Village and understand the landscape of providers, businesses, government agencies and nonprofits in your proposed service area.

#### Your Asset Map

In order to understand your community's landscape, you will want to map these businesses and organizations. This is typically referred to as Asset Mapping, which is an approach to community organizing that champions what resources and services are available—including the residents—and acknowledges the notion that everyone has something good to offer to support quality of life in the neighborhood. With Asset Mapping, you will better understand how the Village can connect the dots and fill in the gaps for residents to access the services and activities they desire. Links to more information on Asset Mapping can be found in Appendix B.

#### Village Peer Tip:

"Keep a database of the contact information gathered at all of the community meetings, focus groups, etc. This will help you build a database of contacts that you can use in your outreach efforts for members and volunteers. You will also be able to use this information to send regular updates on the Village progress, which is a great way to keep the community informed as you develop your Village."

- Georgetown Village



## DISCOVER PHASE



Incorporating Village



Mission/ Vision



Establish Your Board of Directors



Develop Village Concept,
Organization Type and
Business Model



✓ Article of Incorporation

**S** Bylaws

D.C. Regulatory Requirements



Apply for Nonprofit 501(C)3



Business Plan and Budget



Develop a pool of Village Volunteers



Membership Benefits and Services



Go - Action Phase

Do you have a mission?

Have you incorporated with the District of Columbia?

Have your secured your charitable giving license for D.C.?

Do you have a list of initial membership benefits and services?

## DISCOVER PHASE



Armed with the information collected through your discussions in the community, you are ready to shape your Village in the Discovery Phase. This phase provides you the opportunity to identify the Village's role in the community. By assessing the feedback from community surveys, demographic information and the asset map, you will begin to understand the community's needs. There may be gaps in existing services or simply a need to connect people to community-based resources. The Village can be the glue to connect these dots. This information begins to inform your Village mission, vision and goals, which provide the basis for the incorporation of a Village. The Discovery Phase of the startup process can take anywhere from six months to three years depending on how easily the founders can pull information together and come to consensus. On average, Villages take two years to go from the Explore Phase to fully launching their organizations.

During this Discovery Phase, you and your fellow founders will identify how the Village can build a web of community services and connections to support active, healthy living. The Village can connect neighbors to neighbors and build social capital that will provide residents a place to realize a shared vision of a supportive, age friendly community. This vision forms the basis of your mission and the cause that will drive your organization.

#### What does "social capital" mean?

Social capital refers to the collective value of all "social networks" [who people know] and the inclinations that arise from these networks to do things for each other ["norms of reciprocity"].

#### How does social capital work?

The term "social capital" emphasizes a wide variety of quite specific benefits that flow from the trust, reciprocity, information and cooperation associated with social networks. Social capital creates value for the people who are connected and—at least sometimes—for bystanders as well.

Source: BetterTogether.org (http://www.bettertogether.org/ socialcapital.htm), which is an initiative of the Saguaro Seminar on Civic Engagement in America at Harvard University's Kennedy School of Government. Villages are nonprofit, community-based organizations, and in order to be recognized as a legitimate organization within D.C. law there are a few steps to follow. Once you have developed your initial mission and reason for coming together as a Village, you should connect with a lawyer—preferably a pro-bono attorney—to help you and your founding group complete the necessary paperwork and file on behalf of your organization.

The best place to begin when building your Village is to get a better understanding of how a nonprofit operates. The "Starting a Nonprofit in D.C.: A Guide" published by the D.C. Bar Pro Bono program provides a solid overview of the key components of developing your Village. Templates of bylaws, 501(c)(3) applications, Articles of Incorporation are all included in Appendix C. Use the checklist below as your guide to making organizational decisions and to prepare the documents you will need to file for incorporation and to apply for nonprofit status. The sections below provide more detail on the specific tasks listed on this checklist.

#### Figure 2: Village Incorporation Checklist

- Determine the Mission
- Draft a Concept Paper
- Determine the Organization Type
- Establish an initial Board of Directors
- Develop Articles of Incorporation
- Develop the Bylaws

#### Your Mission

One of the most difficult yet important elements your founding group must first determine is your mission statement, which is your succinct and concise way to tell people about your Village's purpose. This statement provides the reason people should join as a member, why your Villages should be supported and why community members should join as volunteers. The mission statement offers the vision for your Village, who you hope to serve and how you will follow through. Some examples of Village mission statements are provided below:

"[Happy Place Village] is a community-based membership organization that allows adults to live happily, healthfully, and successfully in their own homes as they age by providing a network of resources that address members' needs as well as their social, cultural and educational desires."

"[Best Neighborhood Village] is an innovative organization established to enhance the lives of residents in the [Best] neighborhood of the District of Columbia as they grow older."

"[Perfect Place to Live Village] is a nonprofit membership organization created to support residents of \_\_\_\_\_neighborhoods, so they can remain safe, independent, and engaged in the community as long as they wish to do so. Our mission is to provide a one-stop resource for members to access services and programs that will empower them to remain independent in their homes and communities as they grow older."



### Your Concept and Business Plan

Your business plan and concept paper are similar in nature and answer similar questions. A business plan will provide an opportunity for you and your founders to put into greater detail how the Village will operate. A business plan template has been included in Appendix D.

When developing your initial business plan you will want to determine:

- Will you have paid staff or will you operate solely on volunteer manpower?
- ▶ What is your service area or boundaries?
- Will you start a new nonprofit or is there an existing organization that can sponsor you?
- Will you charge a member fee? If so, how much? If not, why not?
- What will it mean to be a member of your Village? What are the member benefits?
- What other organizations serve this neighborhood with similar services?
- Why is your organization needed in the community? What purpose/gap does it fill?
- ► How will members be involved in decision-making or participate in planning activities?

Embedded within the business plan are the initial goals that will drive your Village forward. These goals should be measureable, specific and, most importantly, achievable in order to keep the community engaged as you are building the organization. Start with small, achievable goals to give your Village a firm foundation. The initial goals should allow flexibility for the Village to adapt as it matures. These goals could be:

- To provide a one-stop phone number for Village members to call to speak to a live person who will answer questions regarding access to community services and connect to neighborhood-based social activities;
- ► To assist community members to connect with each other through affinity groups including, but not limited to, book club, gardening, walking/ wellness, meditation, vintage cars and so on;
- To provide opportunities where neighbors can have meaningful interaction and expand their social network.



#### Your Organization Type & Business Model

As the Village movement expands in communities across the nation, four distinct business models, described in Figure 3, have emerged. You and your fellow founders need to determine which of these business models you would like to utilize. Your decision will provide the parameters of how to form your Village operational structure. This how-to guide provides an

overview of how to start a Village using the Grassroots Business model only. The startup activities are similar for all business models, and there are some unique attributes of these models that can impact your process for incorporation. The Village to Village Network can provide more detailed resources on the operation structure for each of these business models.

Figure 3: Description of the Four Village Business Models							
Village Business Model	Description						
Grassroots	This business model is the most common structure for a Village where the organization is a stand-alone nonprofit that is administered through a combination of paid staff and volunteers. Members are encouraged to participate in the governance by serving on the board or committees.						
Parent Sponsored Village	This model provides a way for existing social service and aging service organizations to support the Village model. The parent organization serves as a fiscal agent and supports the Village organization by providing the back office, legal, financial management and office space.						
Hub and Spoke	This model brings together multiple communities or neighborhood enclaves to share costs and back office support in order to serve a wider area. This model allows multiple smaller Villages ("spokes") to be created in an area with a central Village ("hub") that handles the IT, database management, accounting and other support roles ("back office") for the "spoke" Villages.						
Village with TimeBanks™	This model combines the TimeBanks <sup>™</sup> model with the Village. TimeBanks <sup>™</sup> allows members to "exchange time" and earn time dollars for volunteering. Time dollars are exchanged for services or donated to a community pool to benefit those unable to provide a service. This model is beginning to emerge as a way to create a lower fee structure for Village membership where time "banked" is provided as a part of the membership fee.						

## Your 501(c)(3) Nonprofit Status

Another major step to consider when creating a Village is whether your group wants to create a new 501(c)(3) nonprofit entity. If you are developing your Village in the parent organization business model or choose to work with a fiscal sponsor, you will be able to utilize the existing 501(c)(3) designation and bypass this step in the process. One main reason why a Village would seek its own 501(c)(3) designation is to open the opportunity to raise funds through private and corporate giving and to provide a charitable giving tax deduction to individual donors. The application process to secure 501(c)(3) nonprofit status can be done without legal assistance. However it is a much easier process with an attorney who can help guide you through it.

## Your Board of Directors

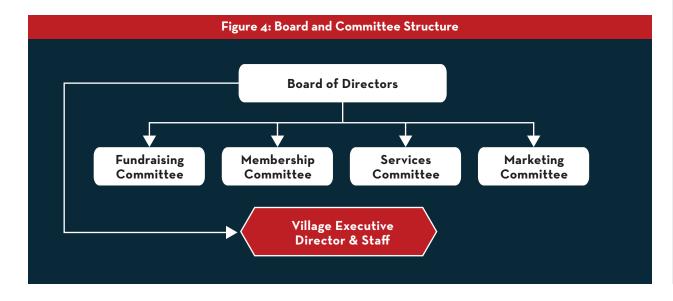
As a grassroots nonprofit, you will need a board of directors to provide oversight on the governance and strategic direction. While developing the governance structure is not the most exhilarating activity, it is necessary for sustaining the Village in the long term. Based upon the discussions with Villages for this research, founders focus on securing members, setting up fundraising, programs/activities and marketing during the Discovery Phase.

During the Discovery and pre-launch phase, the board designs processes, policies and procedures that will provide a foundation for the tactical dayto-day functions. Over time as the Village becomes fully operational and provides services to members,



the board will transition into a more advisory role. The board will set policy and give strategic direction to the paid staff or volunteers who will be responsible for meeting the Village's goals.

The governance structure is based upon members serving the Village. The board is often made up of at least 51% members with other seats filled by community leaders who bring unique skills or connections. In your bylaws you will determine the ultimate size of your board. Keep in mind Village boards usually have 10-15 members. Many Villages lean towards having an odd number in order to avoid tie votes, and typically the founding board is made up of five-seven people.





During the early stages of your Discovery Phase, you and your founding board will be able to divide the task list of startup activities. However as you schedule more community presentations, recruit new members and volunteers and develop the core functions of the Village, you may want to consider dividing up the workload and using committees.

Standard board governance structure (Figure 4) includes a variety of committees, including executive, to be included in the bylaws. Villages have added to this list: fundraising, membership/marketing, volunteer and program committees. By dividing up this work, you will engage additional volunteers to help develop the Village's internal operations and organization structure. Providing targeted and clear committee roles is crucial to recruiting additional volunteers to help establish the Village.

# Your Articles of Incorporation

So why should you incorporate? Having a formal structure will give you credibility. Also, the corporate structure limits the liability of the organization's officers and directors. If you plan to apply for 501(c)(3) tax-exempt status, the IRS requires organizing documents and governance policies that are usually associated with corporations. Incorporation is typically the first formal step in creating a nonprofit organization. To incorporate your Village in D.C. you will need to file Articles of Incorporation with the Department of Consumer and Regulatory Affairs (www.dcra.dc.gov). This will allow your Village to establish itself as a corporation laying the framework for securing tax-exempt status.

Your Articles of Incorporation should include basic Village information such as its name, registered agent and principal office address. The D.C. Bar Association Pro Bono program provides good templates that align with the basic corporation filing requirements for D.C. A sample Articles of Incorporation template is included in Appendix C. Note, however, that not all templates contain the required elements to obtain tax-exempt status. In order to meet the organization test for 501(c)(3) status, you must include language in your Articles of Incorporation specifically stating that:

- ► The corporation's activities will be limited to the purposes set out in section 501(c)(3) of the Internal Revenue Code.
- The organization will not engage in political or legislative activities prohibited under section 501(c)(3).
- ▶ Upon dissolution of the corporation, any remaining assets will be distributed to another nonprofit, government agency or for another public purpose.

### Your Village Bylaws

Bylaws are essentially your Village's operating manual. The bylaws define a variety of organization structure and governance issues including:

- Size of the board and how it will function;
- Roles and duties of directors and officers;
- Rules and procedures for holding meetings, electing directors and appointing officers;
- ► Guidance on Village policies and procedures, and
- ▶ Other essential corporate governance matters.

When designing your bylaws, keep in mind you will want this document to govern your Village for many years to come. Thus, do not feel like you have to include every minute detail. Bylaws should allow for some vagueness as your Village will adapt over time and you want to allow for some flexibility in your governing structure to address unforeseen opportunities. In addition to the bylaws, the Village should develop specific policy and procedures to provide much detail on key operating processes. The D.C. Office of Planning and Economic Development provides a bylaws template that is included in Appendix C. You should also reach out to local D.C. Villages and see if they will provide you with copies of their bylaws that you can use as a guide.

Once you have completed the checklist (Figure 2), you are ready to incorporate your Village in D.C. and file for tax-exempt status through the IRS. You will need to perform specific steps in order to facilitate your filing with the D.C. Government. The Office of the Deputy Mayor for Planning and Economic Development provides a terrific step-by-step guide, which we have included on the next page, on how to register and license a nonprofit organization in D.C.

Some steps unique to D.C. include the need to register for and to get a business license with charitable exemptions. The first will establish your Village's operating location. Depending on the type of organization you are, you may need to amend your location's Certificate of Occupancy or obtain a Home Occupation Permit if you're operating out of home. The business license with the charitable exemption will allow you to raise funds.

#### Village Peer Tip:

- ► Hand deliver documents that need to be filed with the D.C. Office of Regulatory Affairs. This is the best way to get your documents into their hands for processing.
- ➤ Don't forget to get your charitable solicitation license (approx. \$415). This is critical to allow you to raise funds legally for your Village in D.C.
  - East Rock Creek Village



## Steps to Register and License a Nonprofit Organization in the District of Columbia

Provided by: Office of the Deputy Mayor for Planning and Economic Development

#### Step 1

Before you come in to get a license, a lot of work needs to be done. We've outlined some key decisions you need to make before coming in to register your organization and get a Basic Business License. It will be good to have: mission, concept paper, organization type, board of directors, bylaws and a strategic plan.

#### Step 2

If you have already established your mission statement, developed bylaws and created a strategic plan among other actions outlined above, then you're ready to register your new nonprofit organization.

If you want to create a new nonprofit corporation in the District of Columbia then you'll need to file an Articles of Incorporation form DNP-1 to become registered. If you have already incorporated as a nonprofit corporation outside the District of Columbia but wish to conduct business in the District, then you'll need to file for a Foreign Registration Statement FN-1 to become registered.

### Step 3

After filing as a nonprofit in D.C., you must file for federal tax-exempt status. Any organization forecasting annual gross receipts under \$250,000 can apply using the streamlined 1023-EZ. The IRS forms to apply for nonprofit status can be found here: http://www.irs.gov/Charities-&-Non-Profits/Applying-for-Tax-Exempt-Status

#### Step 4

You must be registered as a nonprofit with the Internal Revenue Service (IRS). Also, to do business in D.C., you'll need to register with the D.C. Office of Tax and Revenue (OTR).

First, you'll need to file the FR 500, which is available at the OTR website and is the general tax registration form. Second, you'll need to file the FR 164 which is also available at the OTR website and allows you to become a tax-exempt entity in the District. To access these forms online, visit: http://otr.cfo.dc.gov/node/397482

### Step 5

If you are physically located in the District of Columbia, you will also need to be sure your location is in compliance with D.C. zoning laws. Depending on the type of organization you are, you may need to amend your location's Certificate of Occupancy or obtain a Home Occupation Permit if you're operating out of your home.

### Step 6

Once you have completed the above steps, you may need to obtain a Basic Business License (BBL) for either the Charitable Solicitation or Charitable Exempt category. In some rare cases, the General Business category is required, while in others, no licensure is required.

To determine which category of licensure is applicable to your nonprofit organization, it is imperative that you contact the Business Licensing Division, (202) 442-4400, Option 4.

#### **About the Unified Registration Statement**

Many organizations filing with D.C. have asked about using the Unified Registration Statement (URS). The District of Columbia accepts the URS, however you will still need to apply for a Charitable Solicitation BBL if you directly or indirectly solicit for any contribution in the District of Columbia.

More information and access links to the forms can be found in Appendix C of this guide.

#### Your Member Benefits

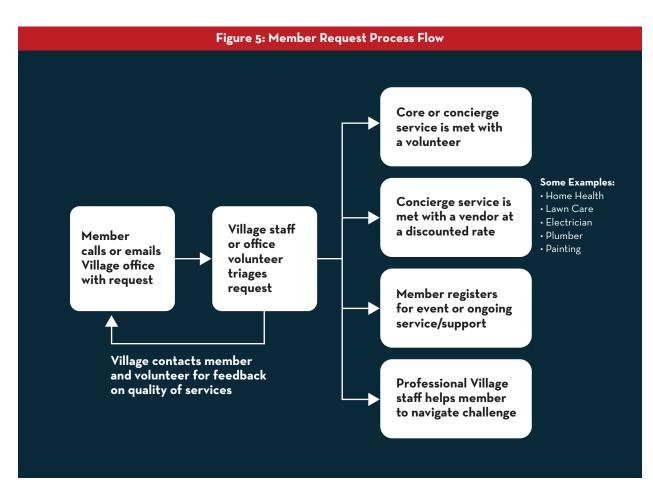
Members are the heart of the Village mission. Villages place a high value on understanding how their community can add value and support active, healthy aging for their members. Using the data collected through the initial community surveys, your Village can design a menu of services and benefits that fills gaps in traditional local service delivery and addresses community needs. It's helpful to think of providing member benefits in the following way. While many local social services offer transportation, meals and friendly visitor programs, some may not be able to provide volunteers to move trashcans to and from the curb. climb a ladder to replace a light bulb or shovel snow from a sidewalk. Addressing these "in-between" services may allow members to remain in the community and also create the purpose your Village can fulfill in the community.

Members are typically searching for connection to information, programs and activities that give them the ability and confidence to age in their community. Developing your initial set of benefits can be daunting. We recommend that you start small. Focus in on the top three services your community members have identified as most important. You will want to ensure you can deliver upon your promise to your members based upon their needs and desires.

#### Typically Villages provide the following member benefits:

- Access to information and referral to resources and services;
- Access to a variety of social, educational and wellness activities, and
- Access and referral to a list of local, vetted professional providers.

Make certain that your Village's mission does not overreach and set your Village up for failure. Use the information you collected from your community surveys. Talk with your local businesses and providers to understand what they can offer to your members. Once you have determined your initial list of benefits, you will want to ensure you have an internal process set up to respond to member requests. The chart below provides a suggested process flow that can be used as a guide as you develop your own. Keep in mind how your Village will use paid staff or volunteers to support the delivery of member services.



#### Your Village Volunteers

Volunteers are an important part of your Village. Community members, who might not be ready to join the Village or are younger than your target member, can support the delivery of services, participate on board committees and assist in day-to-day office administration. Volunteers represent a valuable benefit as they can foster neighbor-to-neighbor connections and provide the needed workforce to run the Village. Based upon research of the national Village movement, 53% of volunteers are also duespaying members. Thus, volunteering also helps bring purpose and a social outlet to your members.

Volunteers are just as important to the Village as members. Getting to know your volunteers and what they would like to get from the experience is important when matching the volunteer to the member request. You will want to establish an orientation and training process along with a standard application and background check process. Recognizing your volunteers for their work strengthens their experience and keeps them coming back.

Your Village's community needs assessment and surveys can help identify member requests that you will need to fulfill. You can also include questions in your needs assessment to help identify your initial pool of volunteers who can help build the organization or who can be called upon when the Village launches. Keep in mind, peer-to-peer connections made through volunteering expand members' social circles, increase sense of purpose and reduce isolation.

In order to have an effective volunteer program, you will need to identify the process you will use for recruiting and signing up volunteers, performing background checks, providing the initial orientation and training, coordinating volunteer activities and ensuring volunteer satisfaction. Develop a volunteer intake form to document their preferences for providing services, their work schedule or other commitments and vacation periods. This form can be used during initial meetings with the volunteers to understand their background and expertise. The form should also give you permission and the information needed to perform a background check. You will also want to develop procedures for conducting background checks as well as a letter informing them when the background check is complete and how they can begin providing services. Most Villages pay a firm to process background checks, and you will want to include this cost in your budget.



At community meetings, be sure to provide a signup sheet for people who are interested in volunteering. By collecting their contact information you can build a strong database of potential volunteers. Since so many members volunteer for the Village, you can add questions regarding volunteer interests to your community needs assessment. While many volunteers may only want to provide neighbor-to-neighbor services, there are a number of ways you can engage volunteers in your startup activities. Be sure to ask community volunteers to help distribute flyers or information, serve on a Village committee or open their home to support an information meeting. Volunteers are the glue that holds the Village together.

## Your Village Budget

Developing your initial startup and first-year budget can be daunting. A budget needs to include both your expected expenses and income. You and your founders should develop two budgets during your Discovery Phase. First you want to start with your initial startup budget that includes the cost of establishing your organization (e.g., fees for incorporating, local application fees), initial marketing/outreach and office set up, if applicable. You should also develop your first-year projected operating budget to guide fundraising and membership outreach efforts.

Consider that after your Village launches, your income will come from both members (if you choose to charge a fee) and outside sources (donations and grants). Before launch you need to raise all your funds from donations, grants or through in-kind support. Your expenses before launch are fixed (in the sense that they do not depend on the number of members). After launch some of your expenses are fixed and some grow as the number of members grows (although your revenue should grow faster). The sections below provide more detail on what revenue and expenses should be included in your startup and first-year operating budget.

### Startup Budget

Village startup expenses are typically for costs associated with establishing the organization and setting up an office. This section provides a discussion on the usual startup costs.

#### Startup Revenue

You and your founders will want to budget for some level of revenue (income) to support startup activities. These funds can be secured once you have obtained your charitable solicitation business license or you may leverage a strategic partner to use their nonprofit status until your Village has been approved. Raising funds for startup activities is addressed in greater length in the fundraising section below. On average, costs to start a Village range from \$5000 to \$25,000. Much of this is based upon how much in-kind and pro-bono support you and your founders can secure to reduce expenses.

#### Startup Expenses

The costs of setting up your Village operations will be determined by some of the early decisions you have made as a group. Will you have an office location? If so, can it be donated? Will you print copies of your marketing materials for outreach? If so, how many? Can you get a discounted rate if you use a local, neighborhood printing service? All of these operational and organizational structure decisions can impact your budget and fundraising activities.

During the Discovery Phase, the largest costs associated with establishing your Village are the legal, tax and accounting fees paid to professionals to develop and file this documentation. Refer to the D.C. Office of Regulatory Affairs (http://dcra.dc.gov/service/domestic-nonprofit-corporation) for a list of fees associated with establishing your Village in D.C.



# Additional startup costs include:

- Machinery and Equipment: computer, laptop, printer, copier, fax and other business-related machinery. You can save if you can get any of these donated or set up your Village in an established office that allows you to use their equipment.
- ► Furniture and Fixtures: office furniture (e.g., desk, shelves, chairs) and fixtures (e.g., lights, carpet, etc.). Again, you can save if you can get these donated or you are located in an existing office space that provides these fixtures.
- Marketing Supplies: includes designing (e.g., graphic designer) and printing your logo and other branded materials to support initial community outreach. This expense includes the cost of hosting outreach events (e.g., food, supplies, printing of surveys, etc.).
- ▶ Other: You may want to pay for a mailing list that can help you target your outreach activities. Or, you may want to send a few board members to the annual National Village Gathering to learn more about the movement and engage with other leaders. You also may want to consider including the cost to join the Washington Area Village Exchange (WAVE), the regional coalition of Villages in the D.C. Metropolitan area and/or the Village to Village Network, the national peer-to-peer association of Villages.

### First-year Budget

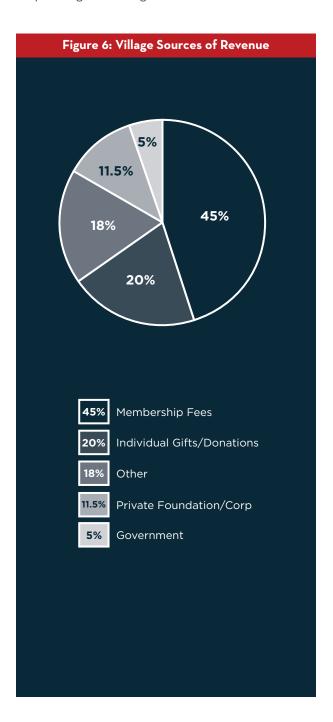
The following sections explain developing your initial first-year operating budget. After you have opened your doors, this budget should reflect the decisions made during your Discovery Phase. Again, your budget will reflect both revenue (income) and expenses (costs) and will be what the board reviews on a quarterly basis after you have opened your doors.

#### Revenue

Member fees generally make up about 60% to 80% of Village income. The level of your fees will determine how much you need to raise towards covering expenses. The decision on the amount to charge depends on whether you have an all-volunteer model or use paid staff. Villages throughout the region have set their fees to reflect the balance of what the targeted market is able to pay and the amount of capacity needed to deliver services. Fees vary nationally but include models

where no fee is charged to a moderate fee of \$25-\$100/year to a high of \$850/year per household. Whatever you decide, size your fee to the level of benefits you can provide so that your members will continue to see the value in their membership.

If you have the capacity to raise funds from foundations and neighbors every year, then your budget can reflect that. If you do not have a lot of potential to raise community and foundation funds, then you may want to have lower fees, find alternative funding or leverage partners and volunteers to supplement your organization's capacity to deliver on its promises. Village revenue (Figure 6) comes from a variety of sources including member fees, individual donations, foundation and corporate grants and government services.



#### Expenses

Like any other organization, your Village will have a number of expenses that you will need to budget and fundraise for to cover your initial year of operations. Figure 7 provides a snapshot of typical operating expenses. Since Villages are service-based organizations, a large portion of the operating budget will cover personnel costs. There are pros and cons to having a paid staff versus an all-volunteer Village. Only you and your founders can determine which is best for you.

#### Figure 7: Sample Village Expense Categories

#### ► Personnel and Benefits

#### **▶** Office Expenses

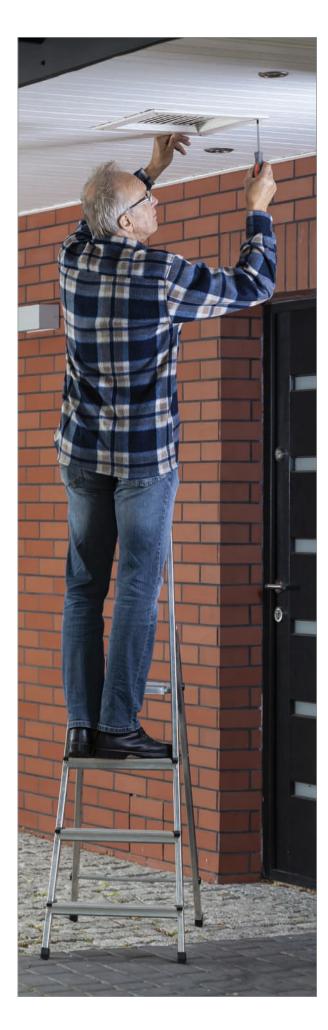
Telephone/Internet/WiFi Rent (if applicable) Supplies Professional Services (legal, accounting, audit) Insurance Payroll Processing

#### Member Services/ Programs

Supplies
Special Events
(e.g., food, drink, space rental)
Graphic Design
Background Check
Training

#### Marketing/Outreach/ Fundraising/Printing

Newsletter Distribution Annual Report Website Design/Maintenance



## ACT PHASE









Have you established initial partnerships to provide member services?

Do you have a marketing plan?

Have you raised funds to support operations?

## ACT PHASE

At this point, you have explored how the Village can support your community and discovered the operational and governing infrastructure upon which you will build. Now it is time to put all of this information and planning into action. Next we will provide information on how you can act on fundraising, marketing and partnership building to get your Village to launch!

### Village Partnerships

Partnerships are crucial to the development and longevity of Villages as typically small staffs and volunteers cannot be all things to all people. Villages have the advantage of leveraging smaller staffing structures to reduce costs and increase benefits with the help of partners. Non-duplication of services is a major principle (Figure 1) of the Village model. Villages can have different types of partnerships to support different activities of the organization.

Villages across the country say that access to a preferred provider network is highly desired by their members. Villages partner and collaborate with local service providers—ranging from home maintenance to home care—and perform background checks on these partners.

During this startup phase, your Village may want to align with strategic partners (e.g., a hospital, university, local government agency, business) that can help you by providing credibility and expertise on the issues facing your community members. Partnerships with universities or local research organizations can provide access to demographic data analysis that you can use to identify your key service area and member benefits. Partnerships with a large hospital or healthcare system in your community can provide expertise and support for the Village's development of health and wellness activities. Additionally, D.C. is home to a number of the national aging and community development associations, including LeadingAge, AARP and National Association of Area Agencies on Aging. The D.C. AARP and LeadingAge organizations were instrumental partners in developing the D.C. Senior Village movement and would be a good resource for your Village to contact for support and expertise.

Using the information you gathered through your Asset Mapping exploration, you will be able to identify providers, organizations and businesses to establish a working relationship with in order to provide joint programming. Villages provide access and referrals to vetted providers as a membership

benefit. You will want to set up a process for conducting background and reference checks on these providers and businesses if you intend to provide referral services for members. This vetting process should include confirmation of appropriate business licensing, better business bureau check and customer references. The possibilities of partnership are endless and can really add value to your Village. For example, the pharmacy in your area could partner with you monthly to conduct wellness lectures on how to manage prescriptions. The local hardware store could offer monthly classes on various home maintenance issues and offer a discount on purchases made by your members.



## Village Marketing and Outreach

Now, you are ready to shout from the rooftops and tell everyone the good news about your Village. Marketing enables you to spread your message throughout a number of communication channels, so you can share your vision, passion and commitment to the community with others. The foundation of a good marketing strategy includes:

- Developing your unique brand: What makes your Village unique?
- Communication around a promise: What is the value of membership?
- Communicating the purpose and mission of your Village: What unmet or under-met need is the Village filling? What problem is your Village solving in a different or better way than what is currently offered in your service area?

While your mission and purpose will not change, the way you tell external people about it will depend on who they are and how they can connect to the Village. You want to understand to whom you are marketing and how you can help them. Your message to a potential member will be slightly different than the message to local businesses because their needs are different.

When marketing to potential members, Villages have found that personal testimony has been the most powerful in cultivating interest. You and your founders should be comfortable telling neighbors why you think the Village will work for the community. By showing your commitment to the Village, others will be inspired by your message and will want to join in the fun!

## Villages provide members with:

- Sense of Belonging A place where I can be myself;
- Mutual Support
   A place where I can give and get support;
- ► Greater Influence
  High level of self-efficacy and worth, and
- Exploration
   A place where I can explore new ideas/activities.

The research for this report shows that the most effective messaging promotes hope, fun, social care, positive interdependence, and it positions the Village as the "go-to" place for aging gracefully with dignity while connected to community. Village leaders learned early on that using the terms "elderly" and "senior citizen" were off-putting to potential members because of connotations of infirmity, social irrelevance and cognitive decline. Also, these terms do not accurately reflect Villages' true value and brand. Based upon these lessons learned, you should use "connecting language" (Figure 8) for member recruitment, partnership development, donor cultivation and volunteer growth. Linda Zimmer, President and CEO of MarCom Interactive who worked with nine California Villages, suggested this list of connecting language that Villages could employ in their messaging:

Figure 8: Connecting Language for Village Outreach							
Distancing Language	Connecting Language						
Aging Independence Resources Assist Access Program Enroll Caregivers Model	Friends Freedom Happiness Neighbors Community Safe Confidence Enrich Engage						

D.C. Village leaders stated that the most effective marketing activities they used to support their Village startup included:

- Coffee chats offering intimate group discussion with neighbors;
- Handing out information at polling locations and farmer's markets, and
- Presenting or hosting large community meetings (e.g., ANC meeting, civic associations) to talk about the Village).

The D.C. Villages have also developed a "leave behind" brochure or flyer that provides a way to disseminate information and provide contact information on where to sign up or learn more. You can ask local businesses (e.g., restaurants, doctors' offices, pharmacies, grocery stores, library) to post a flyer or have a stack of brochures available for their customers to take.

Marketing is not just about getting new members. It is also about messaging, outreach and visibility. These efforts can connect your Village to partners, volunteers and funders who can help you further your mission. Having various marketing channels is important for all Villages in order to reach as many people as possible. D.C. Villages have found success through placing articles on Village development in local area newspapers (e.g., Northwest Times) and by making presentations at community and faith-based gatherings and the local library.

## Village Fundraising

At this point you are ready to secure both seed funding for your startup activities and funds to support your initial year of operations. For most Villages, 30-50% of their operating budget is raised through fundraising. Even Villages who are 90-100% funded through member dues will likely have times when additional funds are needed. Fundraising also raises awareness of your mission, the non-financial needs of the organization (in-kind and volunteer needs), and it can help motivate people to take action.

Using your startup and projected first-year budgets as a guide, you can project how much money you will need to raise. D.C. Villages have raised startup funds from a variety of sources including donations from the founders, local Advisory Neighborhood Commissions, local businesses (e.g., banks, hospitals and doctors), community foundations and local service organizations (e.g., Rotary Club, Kiwanis Club, Chamber of Commerce). Some D.C. Villages have had success holding fundraisers with their key community leaders as a way to get the word out and raise seed money for the startup activities.





Villages have had success securing pledged members or selling charter memberships during the startup phase to help support the startup and first-year activities. This is usually done after you decide on an initial membership fee structure. Charter members will typically pledge and pay for a two- to three-year membership with a lump sum payment upfront. These types of pledges provide a show of good faith and trust in the organization by early supporters. Charter membership funds are typically a strategy to secure first-year operating funds and are set aside in a separate bank account until the Village begins service delivery.

#### Other fundraising ideas include:

- ▶ **Board Contributions**: Quite simply, if the board is supporting an organization financially, this is an endorsement to others that the organization is worth supporting. If the board is not supporting the organization financially, then why should others?
- ▶ Annual Appeals: These are written appeals for funds, sent to a list of current and prospective donors that you have cultivated through your marketing and outreach activities. The appeals can be via traditional mail (a letter and return self-addressed envelope) or via an electronic request (email letter and a link to the "donate now" button on your website).
- Special Fundraising Events: These events' primary purpose is to raise funds for the Village. Some common event types are luncheons, special events/gala, golf tournaments, wine and cheese events and raffles.
- ➤ **Grants from Foundations**: Grants may come from a corporation, foundation, government agency, trusts or civic groups. There are solicited grants (those that require an application process) and unsolicited (where the grantor has decided which recipients to award money to).

#### Conclusion

Creating a Village is a mixture of the good things already in the community, its spirit and culture and your support of healthy, active aging. As we get older, we want to control our own lives and we want to have purpose. We want to manage our lives, stay in our homes and develop our neighborhoods into Villages that enrich our lives now and into the future. Armed with the information presented in this how-to guide, you and your neighbors are on the road to developing your Village. Additional resources to aid in your journey are included in the appendices. Now you are ready to explore, discover and act on your vision and support our age friendly city. This will ensure we all can age on our own terms...with a little help from our friends and neighbors.

## Appendices

Pages 30-47

## Appendix A–D.C. Villages

Village	Contact	Website	Phone	Email	Open/In Development
Capitol Hill Village	Molly Singer	www.capitolhillvilage.org	202-543-1778	msinger@capitolhillvillage.org	Opened in 2007
Cleveland & Woodley Park Village	Mark W. Ohnmacht	www.clevelandwoodleypark.org	202-615-5853	mark@clevelandwoodleyparkvillage.org	Opened in 2013
Dupont Circle Village	Marty Davis	www.dupontcirclevillage.net		martis_davis@comcast.net	Opened in 2008
East Rock Creek Village	Shannon Cockett	eastrockcreekvillage.com	202-341-7775	shannon.cockett@yahoo.com	In Development (est. 2015)
Embracing our Pearls of Wisdom	Norma Hardie	www.eopow.org	301-326-5460	eopow@hotmail.com	Opened in 2015
Foggy Bottom West End Village	Bob McDonald	www.fbwevillage.org	202-333-1327	bmcdonald@fbwevillage.org	Opened in 2011
Georgetown Village	Lynn Golub-Rofrano	www.georgetown-village.org	202-999-8988	Lynn@georgetown-village.org	Opened in 2009
Glover Park Village	Patricia Clark	www.gloverparkvillage.org	202-436-5545	President@gloverparkvillage.org	Opened
Mount Pleasant Village	Katharine Tyler		202 468 0364	katharine.e.tyler@gmail.com	Opened in 2015
Northwest Neighbors Village	Marianna Blagburn	www.nwnv.org	202-777-3435	nnvillage@gmail.com	Opened in 2009
Palisades Village	Andrea Saccoccia	www.palisadesvillage.org	202-244-3310	asaccoccia@palisadesvillage.org	Opened in 2009

# Appendix B—Market Surveys and Asset Mapping Resources

#### **Links to Asset Mapping Resources**

- Asset Based Community Development Institute Discovering Community Power: A Guide to Mobilizing Local Assets and Your Organization's Capacity <a href="http://www.abcdinstitute.org/docs/kelloggabcd.pdf">http://www.abcdinstitute.org/docs/kelloggabcd.pdf</a>
- Participatory Asset Mapping toolkit <a href="http://communityscience.com/knowledge4equity/AssetMappingToolkit.pdf">http://communityscience.com/knowledge4equity/AssetMappingToolkit.pdf</a>
- ► UCLA Center for Health Policy Research <a href="http://healthpolicy.ucla.edu/programs/health-data/trainings/">http://healthpolicy.ucla.edu/programs/health-data/trainings/</a> Documents/tw\_cba20.pdf

### Market Survey Example

As you may know, the XX Association has appointed the Independence Committee to study the feasibility of establishing a community-based organization that would assist our older neighbors in our community who choose to "stay in place" by providing and/or linking to services that would create a safe, convenient and supportive environment in our neighborhoods. There would be a membership fee to cover the cost of referral and consultation services and, although we will strive to obtain discounted rates for our members, vendors will charge for their services.

We would appreciate your completing this survey if one or more members of your household is over 50 years old. Your response will help us assess the level of interest in, and current need for, the array of services that might be provided. Please check "current" if you would take advantage of the listed service as it becomes available and "future" if you would consider a community-based resource in the future.

	Current	Future
Routine Home Services		
Deliveries (meals, groceries, prescriptions, etc.)		
House cleaning		
Handyman		
Specialized services (carpentry, plumbing, electrical)		
Transportation to Center City stores, entertainment, etc.		
Other:		
Organized Group Activities		
Exercise classes (swimming, yoga, walking, etc.)		
"Meet & greet" coffees, teas, meals, etc.		
Lectures, discussion groups, continuing education		
Games (bridge, chess) hobbies & crafts		
Trips (museums, concerts, theater, movies, etc.)		
Volunteering and mentoring opportunities		
Other:		

	Current	Future
Financial & Legal		
Assistance in paying bills and balancing checkbook		
Guidance related to insurance selection & coverage		
Investment advice		
Wills, estates, power of attorney		
Tax preparation		
Other:		
Health and Mobility Services		
Referrals (doctors, dentists, physical therapists, etc.)		
In-home nursing or home health care		
Medical equipment (wheel chairs, walkers, etc.)		
Modifications to your home for mobility and safety		
Filling out health insurance forms		
Other:		
Other:		

# The following information will help us better understand the community we might serve:

- How many adults over 50 years of age reside in your household?\_\_\_\_\_\_
- 2. Please complete the following profile for each adult over age 50:

Adult #1				
Age	50-64	65-74	75-84	85+
Sex	Male	Female		
Occupational Status	Full Time	Part Time	retired	
Adult #2				
Age	50-64	65-74	75-84	85+
Sex	Male	Female		
Occupational Status	Full Time	Part Time	retired	
Adult #3				
Age	50-64	65-74	75-84	85+
Sex	Male	Female		
Occupational Status	Full Time	Part Time	retired	

Profile								
Your Zip Code:			Old City		Queen Village		Society H	ill
Is this your primary residence	:e?		Yes		No			
Do you?			Own		Rent			
Do you have s second reside	ence?		Yes		No			
10. Are you planning to remain in the neighborhood	?		Yes		No			
We are requesting your inco	me level be	low	to see if we	may l	oe eligible for gra	nts:		
□ \$25,000 or less □	\$25,000	-\$5C	,000 🗆 \$	50,00	00-\$100,000	\$1	00,000 or	m
Would the services listed ab relevant to your decision to our neighborhood			Yes		No			
Please provide contact infor (name, address, telephone &		ou w	ould like to	oe on	our mailing list.			
How do you prefer being co	ntacted?		Email		US Mail		Telephon	e 🗆 Othe
Please indicate below if you categories and would be into				ore of	our service			
☐ Home Services_			Group Activities		Financia		Legal	☐ Health
Please give us your commen	ts or sugge	stion	ns below:					

# Appendix C - Resources to Incorporate a Village in D.C.

Description	Website	Source
IRS Exempt Organizations User Fees	ttp://www.irs.gov/Charities- &-Non-Profits/Charitable- Organizations/Exempt- Organizations-User-Fees-2014	Internal Revenue Service
Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code, Form 1023	http://www.irs.gov/pub/irs-pdf/ f1023.pdf	Internal Revenue Service
Instructions for Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code, Form 1023-EZ	http://www.irs.gov/pub/irs-pdf/ i1023ez.pdf	Internal Revenue Service
D.C. Nonprofit Corporation Code	http://www.lawhelp.org/files/7C92C43F-9283-A7E0-5931-E57134E903FB/attachments/02B6E2E1-A240-4C24-A5DB-C38080FD7F57/alert-summary-of-dc-nonprofit-corp-code-jan-2012.pdf	D.C. Bar Pro Bono Program
Articles of Incorporation of Domestic Nonprofit Corporation DNP-1	http://dcra.dc.gov/node/542372	Department of Consumer and Regulatory Affairs
D.C. Application for Exemption, FR-164	http://otr.cfo.dc.gov/sites/default/files/dc/sites/otr/publication/attachments/FR-164%20REV12-12APPLICATIONPACKAGE.pdf	Government of the District of Columbia Office of Tax and Revenue
Combined Registration Application for Business D.C. Taxes/Fee/Assessments	http://otr.cfo.dc.gov/sites/default/files/dc/sites/otr/publication/attachments/FR-500_042214.pdf	Government of the District of Columbia Office of Tax and Revenue
Commercial Registered Agent Directory	http://www. washingtondcregisteredagent.com/	Washington D.C. Registered Agent LLC
Fiscal Sponsor Directory	http://www.fiscalsponsordirectory.org/	Fiscal Sponsor Directory
Starting a Nonprofit in D.C.: A Guide	https://www. nonprofitadvancement.org/system/ files/imagecache/blog_image/ Starting%20a%20Nonprofit%20 -%20A%20Guide_0.pdf	Center for Nonprofit Advancement

### Sample Bylaws

The following is a sample document for nonprofit organizations incorporated in the District of Columbia only. It is intended for corporations seeking to qualify as a tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code only. This sample is provided only for informational purposes and is not intended to provide specific legal advice for any individual situation. Some or all of this document may not appropriate for your organization. It should be used in conjunction with, and not as a substitute for, qualified legal counsel. The sample also reflects the provisions of the Internal Revenue Code and the laws of the District of Columbia as of the date it is written. However, laws change. Only an attorney with knowledge of your particular situation can provide the legal assistance you need.

## VERY HELPFUL NONPROFIT, INC. BYLAWS ARTICLE I NAME

SECTION 1.01. Name. The name of the Corporation is the Very Helpful Nonprofit, Inc. (the "Corporation").

#### ARTICLE II PURPOSES OF THE CORPORATION

**SECTION 2.01.** Purposes. The Corporation has been organized to operate exclusively for the purposes set forth in the Corporation's Articles of Incorporation.

#### ARTICLE III OFFICES AND REGISTERED AGENT

**SECTION 3.01.** Offices. The principal office of the Corporation shall be located within or without the District of Columbia at such place as the Board of Directors shall from time to time designate. The Corporation may maintain additional offices at such other places within or without the District of Columbia as the Board of Directors may designate.

**SECTION 3.02** Registered Agent. The Corporation shall designate a person to serve as the registered agent for the District of Columbia. The Board of Directors may change the person designated as the registered agent from time to time.

#### **ARTICLE IV MEMBERS**

SECTION 4.01. No Members of the Corporation. The Corporation shall not have any members.

#### ARTICLE V BOARD OF DIRECTORS

**SECTION 5.01.** Function of Directors. The business and affairs of the Corporation shall be managed under the direction of its Board of Directors, which shall determine matters of policy in accordance with the provisions of the Articles of Incorporation, these Bylaws and the District of Columbia Nonprofit Corporation Code (the "Nonprofit Code"). The Board may delegate the management of the activities of the Corporation to any person or persons, management company or committee however composed, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

**SECTION 5.02.** Number of Directors; Qualifications. The Board of Directors shall consist of not less than three (3) or more than \_ members. The maximum number of directors may be changed by an amendment to the Bylaws, but any such amendment shall not affect the tenure of office of any director, except as provided in Section 5.04. Directors need not be residents of the District of Columbia.

**SECTION 5.03.** Election and Tenure of Directors. The Board of Directors shall elect directors by the affirmative vote of a majority of the Board of Directors then in office at the annual meeting of the Board of Directors. The terms of the directors shall be staggered. The initial Board members shall be divided into three approximately equal classes and they shall serve staggered terms of one, two and three years, respectively. Thereafter, each director shall hold office until the third annual meeting subsequent to his or her election with approximately one-third of the Directors elected at each annual meeting. Each Director shall hold office until the expiration of the term for which he or she was elected and until the election and qualification of a successor, or until that Director's earlier resignation or removal in accordance with these Bylaws.

**SECTION 5.04.** Removal or Resignation of Director. Unless the Nonprofit Code provides otherwise, the Board of Directors may remove any director, with or without cause, by the affirmative vote of a two-thirds majority of all of the members of the Board of Directors then in office. A director may resign at any time upon written notice to the Secretary. Such resignation shall take effect on the date the notice was delivered to the Secretary unless a later date is specified. Unless otherwise specified in the notice of resignation, no acceptance of such resignation shall be necessary to make it effective.

**SECTION 5.05.** Vacancy on Board. A majority of the remaining directors may at any time fill a vacancy on the Board of Directors which results from any cause. A director elected to fill a vacancy shall serve for the unexpired term of the director whose resignation or removal created the vacancy on the Board. If the number of Directors then in office is less than a quorum, additional directors may be elected to fill such vacancies by (i) the unanimous written consent of the Directors then in office, (ii) the affirmative vote of a majority of the Directors in office at a meeting held according to notice, or (iii) a sole remaining Director.

**SECTION 5.06.** Annual and Regular Meetings. The Corporation shall hold an annual meeting of its Board of Directors for (a) the election of directors and officers and (b) the transaction of such other business as may properly come before the meeting. The annual meeting shall be held during the \_\_\_\_ quarter of the Corporation's fiscal year at such place and at such time as determined by the Board of Directors. The Corporation may hold other regular meetings at such times as are affixed by the Board of Directors. Unless the Articles of Incorporation, the Nonprofit Code or these Bylaws provide otherwise, any business may be considered at the annual or any other regular meeting without such business having been specified in the notice for such meeting. Failure to hold an annual meeting does not invalidate the Corporation's existence or affect any otherwise valid corporate acts.

**SECTION 5.07.** Special Meetings. The Chairperson or any two (2) directors may call a special meetings of the Board of Directors at any time by. Unless the Articles of Incorporation, the Nonprofit Code or these Bylaws provide otherwise, any business may be considered at any special meeting without such business having been specified in the notice for such meeting. A special meeting of the Board of Directors shall be held on such date and at such place as shall be designated in the notice for such meeting.

**SECTION 5.08.** Notice of Meeting. The Secretary or such person's designee shall give notice to each director of each meeting of the Board of Directors. The notice shall state the time and place of the meeting. Notice is given to a director when it is delivered personally to the director, left at the director's residence or usual place of business, or sent by facsimile or e-mail, at least 48 hours before the time of the meeting or, in the alternative, by U.S. mail to the director's address as it shall appear on the records of the Corporation, at least seven (7) days before the time of the meeting. Notwithstanding the foregoing, a Director may waive notice of any meeting of the Board of Directors by written statement filed with the Board of Directors, or by oral statement at any such meeting. Attendance at a meeting of the Board of Directors shall also constitute a waiver of notice, except where a Director states that he or she is attending solely for the purpose of objecting to the conduct of business on the ground that the meeting was not lawfully called or convened. Any meeting of the Board of Directors may adjourn from time to time to reconvene at the same or some other place, and no notice need be given of any such adjourned meeting other than by general announcement.

**SECTION 5.09.** Action by Directors. Unless the Articles of Incorporation, the Nonprofit Code or these Bylaws require a greater proportion, the action of a majority of the directors present at a meeting at which a quorum is present shall constitute action of the Board of Directors. A majority of the Board of Directors shall constitute a quorum for the transaction of business. The directors present at a duly organized meeting may continue to do business until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum. If a meeting cannot be organized because a quorum has not attended, those present may adjourn the meeting from time to time until a quorum is present, when any business may be transacted that may have been transacted at the meeting as originally called.

**SECTION 5.10.** Action by Written Consent. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting, if a unanimous written consent which sets forth the action to be taken is signed by each director of the Board of Directors and filed with the minutes of proceedings of the Board of Directors.

**SECTION 5.11.** Meeting by Conference Telephone. Members of the Board of Directors may participate in a meeting by means of a conference telephone or similar communications equipment if all persons participating in the meeting can hear one another. Participation in a meeting by these means constitutes presence in person at a meeting.

**SECTION 5.12.** Compensation. The Corporation shall not pay any compensation to any director for services rendered to the Corporation as a director, except that director may be reimbursed for expenses incurred in the performance of his or her duties to the Corporation, in reasonable amounts as approved by a majority of the entire Board of Directors. A director who serves the Corporation in any other capacity may receive reasonable compensation for such other services pursuant to a resolution of the Board of Directors.

**SECTION 5.13.** Attendance at Meetings. In the event that any director has three (3) or more unexcused absences from regular meetings (which may include an annual meeting) in any twelve month period, the Board of Directors may, in its discretion, deem such absences to constitute a resignation from the Board of Directors by such director.

#### **ARTICLE VI COMMITTEES**

**SECTION 6.01.** Board Committees. (a) The Board of Directors, by a vote of a majority of the directors then in office, may establish one or more standing committees of the Board comprised of one or more directors. The Board of Directors may delegate to a committee any of the powers of the Board, except the power to (1) elect or remove directors or Board committee members; (2) approve the dissolution, merger, or reorganization of the Corporation or distribution of its assets; (3) amend the Articles of Incorporation or these Bylaws; or (4) decide such other matters as the Board may determine by vote of the directors.

- (b) The Chairperson of the Board of Directors shall appoint the members and the chairperson of each committee subject to the approval of a majority of the directors then in office. Each committee shall adopt rules of procedure for its business that are consistent with Section 5.08 of the Bylaws. A majority of the members of a committee shall constitute a quorum for the transaction of business and the act of a majority of those present at a meeting at which a quorum is present shall be the act of the committee. Any action required or permitted to be taken at a meeting of a committee may be taken without a meeting, if a unanimous written consent which sets forth the action is signed by each member of the committee and filed with the minutes of the committee. The members of a committee may conduct any meeting thereof by conference telephone or similar communications equipment in accordance with the provisions of Section 5.10.
- (c) Each member of a committee shall serve until the next annual meeting of the Board of Directors and until such member's successor is appointed, unless: (1) the committee shall be sooner terminated, (2) such member be removed from such committee, with or without cause, by a vote of a majority of the directors then in office, or (3) such member shall cease to be a director or otherwise resign from such committee.
- **SECTION 6.02.** Special Committees of the Board. The Board of Directors may appoint one or more special committees for such special tasks as circumstances warrant. Such special committees shall limit their activities to the accomplishment of the task for which they are created and appointed and shall have no power to act except such as is specifically conferred by action of the Board of Directors.
- **SECTION 6.03.** Advisory Committees. (a) The Board of Directors may create advisory committees to the Board. The advisory committees shall have such functions and responsibilities specified by the Board of Directors; however, the Board of Director may not delegate any of its power, authority or functions to the advisory committee. Each advisory committee may adopt rules of procedure for its business that are consistent with Section 5.08 of these Bylaws and with the rules adopted by the Board of Directors.
- (b) The Chairperson shall appoint the members and the chairperson of each advisory committee, subject to the approval of the Board of Directors. A majority of the members of an advisory committee shall constitute a quorum for the transaction of business. The advisory committee may conduct any meeting thereof by conference telephone or similar communications equipment in accordance with the provisions of Section 5.10.
- (c) Each member of an advisory committee shall serve until the next annual meeting of the Board of Directors and until such member's successor is appointed, unless: (1) the committee shall be sooner terminated, (2) such member be removed, with or without cause, by a vote of the Board of Directors, or (3) such member shall otherwise resign from such committee.
- **SECTION 6.04.** Compensation of Members of Committees. The Corporation shall not pay any compensation to any member of any committee for services rendered to the Corporation as such, except that a member may be reimbursed for expenses incurred in the performance of his or her duties to the Corporation, in reasonable amounts as approved by the Board of Directors. A member of a committee who serves the Corporation in any other capacity may receive reasonable compensation for such other services pursuant to a resolution of the Board of Directors.

#### ARTICLE VII OFFICERS OF THE BOARD OFFICERS

**SECTION 7.01.** Officers. The Corporation shall have a Chairperson, Vice Chairperson, Secretary, and Treasurer. The Chairperson and Vice Chairperson of the Board shall be duly elected and qualified members of the Board. All other officers may, but need not be, members of the Board of Directors. A person may hold more than one office in the Corporation but may not serve concurrently as Chairperson and either Treasurer or Secretary of the Corporation. The Board may elect or appoint such other officers as may be deemed necessary or appropriate.

**SECTION 7.02.** Chairperson. The Chairperson of the Board of Directors shall preside at all meetings of the Board of Directors at which the Chairperson shall be present; and, in general, shall perform all such duties as are assigned from time to time to the Chairperson by these Bylaws and the Board of Directors. In the absence of an Executive Director, as specified in Section 7.10, the Chair shall be the chief executive officer of the Corporation.

**SECTION 7.03.** Vice Chairperson. The Vice Chairperson, in the absence of the Chairperson, shall preside at all meetings of the Board of Directors at which the Vice Chairperson shall be present. In general, the Vice Chairperson shall perform all duties incident to the office of a vice chairperson of a corporation and such other duties as are from time to time assigned to the Vice Chairperson by the Board of Directors.

**SECTION 7.04.** Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors and of any committees, in books provided for the purpose. The Secretary shall see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law and shall be custodian of the records of the Corporation. In general, the Secretary shall perform all duties incident to the office of a secretary of a corporation, and such other duties as are from time to time assigned to the Secretary by the Board of Directors.

**SECTION 7.05.** Treasurer. The Treasurer shall have charge of and be responsible for all funds, securities, receipts and disbursements of the Corporation, and shall deposit, or cause to be deposited, in the name of the Corporation, all moneys or other valuable effects in such banks, trust companies or other depositories as shall, from time to time, be selected by the Board of Directors. The Treasurer shall render to the Chairperson and to the Board of Directors, whenever requested, an account of the financial condition of the Corporation. In general, the Treasurer shall perform all of the duties incident to the office of a treasurer of a corporation, and such other duties as are from time to time assigned to the Treasurer by the Board of Directors.

**SECTION 7.06.** Election and Tenure of Officers. The Board of Directors shall elect the officers, who shall be elected for terms not to exceed \_\_ years. An officer may be re-elected for additional terms. The Board of Directors may remove any officer at any time, with or without cause. The Board of Directors may fill a vacancy that occurs in any office for the unexpired portion of the term. Any officer may resign at any time by giving written notice to the Board of Directors. Unless otherwise specified in the written notice, the resignation shall be effective upon delivery to the Corporation.

**SECTION 7.07.** Vacancies. Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting of the Board or by unanimous written consent of the Board.

**SECTION 7.08.** Executive Director. In addition to the other officers of the Corporation specified in Section 7.01, the Board may appoint an Executive Director. The Executive Director shall be the chief executive officer of the Corporation and report to the Board of Directors. The Executive Director shall, subject to the direction of the Board, (1) be responsible for general supervision of the business and affairs of the Corporation, (2) be responsible for providing leadership and direction to the Corporation and (3) establish and maintain management systems needed to ensure and report on the implementation of policies established by the Board of Directors.

(b) The Executive Director, who shall serve at the will of the Board, shall be appointed by a majority of the directors of the Corporation then in office. The Executive Director may be removed, with or without cause, by a majority of the directors. The Executive Director shall report to the Board and between Board meetings to the Chairperson.

#### ARTICLE VIII INDEMNIFICATION

**SECTION 8.01.** Statutory Mandatory Indemnification. The Corporation shall indemnify any officer or director to the extent the officer or director was successful, on the merits or otherwise, in the defense of any proceeding to which the officer or director was a party because the officer or director is or was an officer or director of the Corporation against reasonable expenses incurred by the officer or director in connection with the proceeding.

**SECTION 8.02** Additional Indemnification. (a) The Corporation may also indemnify an officer or director who is a party to a proceeding because he or she is or was an officer or director against liability incurred in the proceeding if the individual:

- (1) Acted in good faith;
- (2) Reasonably believed:
- (A) In the case of conduct in an official capacity, that the conduct was in the best interests of the Corporation; and
- (B) In all other cases, that the individual's conduct was at least not opposed to the best interests of the Corporation;
- (3) In the case of any criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful; and
- (4) In the case of an employee benefit plan, reasonably believed such actions to be in the interests of the participants in and the beneficiaries of the plan.
- (b) Any such determination shall be made in accordance with the Nonprofit Code (1) by a majority vote of the disinterested directors, a majority of whom will constitute a quorum for that purpose; (2) by a majority of the members of a committee of two or more disinterested directors appointed by such a vote; (3) if there are no disinterested directors, by the members or by special legal counsel selected in the manner prescribed in the Nonprofit Code, provided that the special legal counsel determines that indemnification is permissible because the officer or director has met the relevant standard of conduct in these Bylaws and the Nonprofit Code; or (4) by a court of competent jurisdiction.
- (c) The termination of a proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent is not, in itself, determinative that the officer or director did not meet the standard of conduct contained in this Section 8.02.
- (d) Unless ordered by a court of competent jurisdiction, the Corporation may not indemnify an officer or director if such indemnification is otherwise prohibited by law.
- (e) With respect to any matter disposed of by a settlement or compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such settlement or compromise payment is approved (1) by a majority vote of the disinterested directors, a majority of whom will constitute a quorum for that purpose; (2) by a majority of the members of a committee of two or more disinterested directors appointed by such a vote; (3) if there are no disinterested directors, by the members or by special legal counsel selected in the manner prescribed in the Nonprofit Code, provided that the special legal counsel determines that indemnification is permissible because the officer or director has met the relevant standard of conduct in the Bylaws and the Nonprofit Code; or (4) by a court of competent jurisdiction.

**SECTION 8.03.** Advancement of Expenses. (a) The Corporation may advance funds to pay for or reimburse the reasonable expenses incurred by an individual who is a party to a proceeding because he or she was an officer or director if the individual delivers to the Corporation (1) a written statement signed by the individual setting forth his or her good faith belief that he or she has met the relevant standard of conduct described in these Bylaws and the Nonprofit Code and (2) an undertaking in the form of an unlimited general obligation to repay any funds advanced if the individual is not entitled to indemnification under these Bylaws or mandatory indemnification under the Nonprofit Code. Such authorization shall be conducted in the same manner as specified in Section 8.02(b).

**SECTION 8.04.** Selection of Counsel. The Corporation shall have the right to select attorneys and to approve any legal expenses incurred in connection with any suit, action or proceeding to which this indemnification applies. Unless the Corporation waives such right, the Corporation shall not be required to indemnify any director or officer for expenses of counsel not selected by the Corporation.

**SECTION 8.05.** Definitions. For purposes of this Article VIII the terms, "disinterested director," "director," and "officer" shall have such meanings as provided in the Nonprofit Code.

**SECTION 8.06.** Not Exclusive Right. The indemnification provided by these Bylaws shall not be deemed exclusive of any other rights which a director or officer may have under any agreement with the Corporation or otherwise.

**SECTION 8.07.** Severability. Every provision of this Article VIII is intended to be severable, and if any term or provision is invalid for any reason whatsoever, such invalidity shall not affect the validity of the remainder of this Article VIII.

#### **ARTICLE IX MISCELLANEOUS**

**SECTION 9.01.** Maintenance of Tax Exempt Status. The Corporation shall not carry on any activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). Upon the termination, dissolution or final liquidation of the Corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation shall be distributed to, and only to, one or more organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine by majority vote. Such distribution of assets shall be calculated to carry out the objectives and purposes stated in the Articles of Incorporation. In no event shall any of such assets or property be distributed to any director or officer or any private individual.

**SECTION 9.02.** Fiscal Year. The fiscal year of the Corporation shall be the twelve calendar month period ending \_\_\_\_\_\_ in each year, unless otherwise provided by the Board of Directors.

**SECTION 9.03.** Corporate Seal. The Board of Directors shall provide a suitable seal, bearing the name of the Corporation, which shall be in the charge of the Secretary. The Board of Directors may authorize one or more duplicate seals and provide for the custody thereof. If the Corporation is required to place its corporate seal to a document, it is sufficient to meet the requirement of any law, rule or regulation relating to a corporate seal to place the word "Seal" adjacent to the signature of the person authorized to sign the document on behalf of the Corporation.

**SECTION 9.04.** Voting Upon Shares in Other Corporations. The Chairperson, the Treasurer or Executive Director or a proxy appointed by any of them, may vote stock of other corporations or associations registered in the name of the Corporation. The Board of Directors, however, may appoint by resolution some other person to vote such shares, in which case such person shall be entitled to vote such shares upon the production of a certified copy of such resolution.

**SECTION 9.05.** Execution of Documents. A person who holds more than one office in the Corporation may not act in more than one capacity to execute, acknowledge, or verify an instrument required by law to be executed, acknowledged, or verified by more than one officer.

**SECTION 9.06.** Checks, Drafts, Etc. All checks, drafts and orders for the payment of money, notes, and other evidences of indebtedness, issued in the name of the Corporation, shall, unless otherwise provided by resolution of the Board of Directors, including any banking resolution, be signed by the either the Executive Director, the Treasurer or the Chairperson, or by the designees of either the Executive Director, the Treasurer or the Chairperson; provided, however, that each designee shall be approved in advance by the Board of Directors, which may impose additional limitations on such re-delegated authority.

**SECTION 9.07.** Amendments. The Board of Directors shall have the power to amend these Bylaws by the affirmative vote of two-thirds of all of the members of the Board of Directors provided that written notice of such action shall have been given with the notice of the meeting of the Board of Directors at least 10 days prior to such vote.

# Sample Articles of Incorporation

The following is a sample document for nonprofit organizations incorporated in the District of Columbia only. It is intended for corporations seeking to qualify as a tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code only. This sample is provided only for informational purposes and does not provide specific legal advice for any individual situation. Some or all of this document may not appropriate for your organization. It should be used in conjunction with, and not as a substitute for, qualified legal counsel. The sample also reflects the provisions of the Internal Revenue Code and the laws of the District of Columbia as of the date it is written. However, laws change. Only an attorney with knowledge of your particular situation can provide the legal assistance you need.

#### VERY HELPFUL ORGANIZATION, INC. ARTICLES OF INCORPORATION

The Very Helpful Organization (the "Corporation") is incorporated as a nonprofit corporation under the District of Columbia Nonprofit Corporation Act of 2010 (the "Nonprofit Act"), Title 29, Ch. 4. The name of the Corporation is The Very Helpful Organization, Inc.

**FIRST:** The period of its duration is perpetual.

**SECOND:** The purposes for which the Corporation is organized are as follows:

- A. [Insert nonprofit's specific charitable purposes]; and
- B. To engage in any other religious, charitable, scientific or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or corresponding section of any future federal tax code (the "Code"), and regulations thereunder.

THIRD: The Corporation shall not have the authority to issue capital stock.

**FOURTH:** The Corporation shall [not] have any members. [The Bylaws of the Corporation, as adopted and amended by the Board of Directors in accordance with Article SIXTH, shall set forth the qualifications for becoming a member of the Corporation. The members shall have the right to vote as set forth in the Bylaws of the Corporation.]

**FIFTH:** The number, term and selection of the Board of Directors shall be provided for in the Bylaws of the Corporation, but the number of directors shall not be less than three (3).

**SIXTH**: The internal affairs of the Corporation shall be regulated by the Bylaws, and the Board of Directors shall supervise the management of the business and affairs of the Corporation in accordance with the Bylaws. The initial Bylaws shall be adopted by the Board of Directors, and the power to amend or repeal the Bylaws shall be provided for in the Bylaws and shall be subject to the following:

A This Corporation shall not directly or indirectly engage in any activity:

- 1. That will prevent this Corporation from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(3) of the Code and regulations thereunder, or
- 2. Which is prohibited by an organization that contributions to which are deductible under Section 170(c)(2) of the Code and regulations thereunder.
- B No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Article SECOND hereof.
- C. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- D. At no time shall the Corporation engage in any activities that are unlawful under the laws of the United States, the District of Columbia, or any other jurisdiction where its activities are carried on.

- E. In furtherance of the foregoing, and subject to the limitations otherwise set forth in these Articles of Incorporation, the Corporation shall have and may exercise all the powers conferred by the laws of the District of Columbia, including all powers necessary and convenient to effect any or all of the aforesaid purposes, and shall have and may exercise additional powers which may be conferred by the Nonprofit Act to an organization organized and operated exclusively for religious, educational, scientific, and charitable purposes, as such terms are defined under Section 501(c)(3) of the Code and the regulations thereunder, including, but not limited to, the authority to:
  - Accept donations of money or property, whether real or personal, or any interest therein, wherever situated.
  - 2. Maintain control and discretion over the use of funds received by the Corporation,
  - 3. Monitor the use of funds made available by the Corporation to assure that the funds are used in conformity with the intended purposes, and
  - 4. Enter into contracts with public and private entities.
- F. If at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Code, then during such time or times the Corporation shall (1) distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Code; (2) not engage in any act of self-dealing, as defined in Section 4941(d) of the Code; (3) not retain any excess business holdings, as defined in Section 4943(c) of the Code; (4) not make any investments in such a manner as to subject the Corporation to tax under Section 4944 of the Code; and (5) not make any taxable expenditures as defined in Section 4945(d) of the Code.

**SEVENTH:** Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**EIGHTH:** Except as required by law, the incorporators, directors and officers of the Corporation shall not be liable for any debt, liability or obligation of the Corporation. All persons or other entities extending credit to, contracting with, or having a claim against, the Corporation may only look to the funds and property of the Corporation for the payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or for any money that may otherwise become due or payable to them from the Corporation.

**NINTH:** The Corporation shall indemnify any director or former director or officer of the Corporation as provided in the Bylaws. In no case, however, shall the Corporation indemnify or reimburse any person for any federal excise taxes imposed on such individual under Chapter 42 of the Code. Further, if at any time or times the Corporation is a private foundation within the meaning of Section 509 of the Code, then, during such time or times, no payment shall be made if such payment would constitute an act of self-dealing (as defined in Section 4941(d) of the Code) or a taxable expenditure (as defined in Section 4945(d) of the Code).

**TENTH:** The Corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate the Corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statue, provided that any such action shall be undertaken exclusively to carry out the objects and purposes for which the Corporation is formed, and is carried out in a manner consistent with the requirements of Section 501(c)(3) of the Code.

ELEVENTH: T	he name	of the	Corporation's	initial	registered	agent is	 and	the	registered
agent's address	is				·				

Articles of Incorporation as of this day	
Name of Incorporator	Address
Signature of Incorporator	
Name of Incorporator	Address
Signature of Incorporator	
Name of Incorporator	Address
Signature of Incorporator	

# **Appendix D** - Business Plan and Marketing Plan

**Goal:** Educate the community about the Village movement and your new community enterprise; Recruit members and encourage renewals.

#### Messaging:

- 1. A Village is a nonprofit organization that comes from the community for the benefit of the community
- 2. Self-sustaining; grassroots
- 3. Time banking: equal giving and getting
- 4. Helping people live a full life in their home and their community
- 5. Make new friends; engage in life; stay healthy
- 6. Join the lifelong journey together
- 7. Getting the most out of all the resources in the area for you
- 8. Offers peace of mind

Generally Villages do not use the words seniors, citizens or aging. Ageism is still "alive and well" in the U.S. and it is important to not to create images that people can say that is not me or that is not for me. It is important that your images and messaging are positive, fun and engaging. Most people when they hear about Villages, they think they are an alternative to assisted living or a nursing home. In order to engage people of all ages so that you have a diverse and vibrant community, especially for time banking, it is important to create a picture (and reality) that shows people an organization that they want to get involved with for themselves and their community for a long time.

Segmented Audience/Marketing: Healthy \* Not so Healthy \* Frail

A lot of people use age as the marker for their marketing approach, but this does not take into consideration how individual needs change when there are changes in health. These changes can happen as they age but sadly declining health or a medical change can happen at any age. (i.e., someone breaks a leg skiing; trips on the sidewalk; chronic illness; early dementia)

Although the images are not that different, your services and offering will vary with the target market. When creating your Village it is important that you develop services and programs that your membership wants and needs and that you reflect this back to them. "You asked for it; We offer it." Your Village must offer value that is included in the membership fee. This value will range from discounts to providers, all the way to the time bank volunteer collaboration to programs that are unique to the Village members. "What do I get for my money?" "Will I only be with old people?" Your messaging must address these concerns to each segment. Most Villages focus their message on a happy and healthy life now and in the future.

### Marketing Strategies for Startup Villages:

#### A. Create marketing materials

- 1. Website with public and private sides
- 2. Facebook page
- 3. Brochure: flexible one pagers to change for the audience
- 4. Tri-fold with room for a mailing label
- 5. Short elevator speech\* Note: Be clear that Central Village is not just for ASEC members.

#### B. Create the basics

- 1. Write up a Member Agreement
- 2. Be able to take credit cards
- 3. Create volunteer and sign-in sheets
- 4. Develop a training for presenters (ambassadors)

#### C. Develop an Ambassador program

This is a group of people who are part of the Village who want to let others know about the Village. They will need to be able to share their story and make it personal why they joined and what they get out of it. Personals stories are critical. It is also important that the ambassador looks and presents the image of your Village. If you want to attract younger people (50s) make sure that that is who is presenting to that audience. (Others presenters- couples; active; engaged; influential in the community; their neighbor)

#### D. Hold a launch party

- 1. Goal is to get people to join the Village
- 2. Can be held at the Church at the beginning and then do a second one when you expand out to the whole community

#### E. Hold "prospect" parties

- 1. Hold parties to get the message out: muffins in the a.m. or wine & cheese in the early evening
- 2. Have food; make it fun
- 3. Create and send invitations and follow up with phone calls
- 4. Community people (steering com) present for about 15 min.
- 5. Show one of the VtVN videos: What is a Village?
- 6. Have people give their personal reason for being part of the Village
- 7. Explain time banking
- 8. Open it up to Q & A and discussion
- 9. Have Member Agreement for them to sign
- 10. Locations: Churches; people's homes; libraries; fancy furniture stores; galleries; Temples; community rooms in their neighborhoods, etc.

#### F. Other audiences for your message and for referrals

- 1. Word of mouth is the number 1 referral source
  - a. Create incentive programs for members to get their friends to join
  - b. Have people hold prospect parties at their house and invite their friends/immediate neighbors
  - c. When you have members: have parties where a member brings a friend
  - d. Run a program with a great speaker and invite the community
- 2. Local paper
  - a. Gets articles written
  - b. Write editorials
  - c. Pay for an AD (especially if you are running an event)
  - d. Put all events into the calendar section
  - e. Do all of this online if your local paper is online
- 3. Neighborhood Associations
- 4. Block parties/local Fairs
- 5. More: doctors; hospitals; social service agencies; real estate agents, lawyers; local stores; local GCM's; etc.

# Suggestions on how to overcome objections to joining the Village:

#### A. People join Villages for many reasons:

- 1. They need the services
- 2. Support the community idea
- 3. So that it is there when they do need it
- 4. Their friends joined
- 5. They want to be in control of their life and stay in their own home as they age

#### B. Objections and the "Not ready yet" crowd

- 1. I do not need that yet
- 2. I do not want to be with old people
- 3. I am not old enough to want that yet
- 4. I am not a "joiner"

### Suggested points for overcoming objections:

- ► The Village is not a bricks and mortar facility. It's a virtual community that is founded by residents who want to stay in their homes and neighborhoods.
- ▶ It means enjoying a culture of positive interdependence with people who live near you. It's like the neighborhood your grandmother grew up in where neighbors helped each other because they knew it would be reciprocated.
- ► The Village keeps you from moving to an age-segregated community where there are no younger people to interact with.
- ▶ Village members report better quality of life since joining a Village.
- Village life and volunteering give life meaning and relevance.
- Villages address directly what recent research has documented as health-related problems caused by social isolation, including depression, increased risk of morbidity, mortality, cardiovascular disease, dementia, and Alzheimer's disease.
- Real-life social networks (Villages) decrease isolation, the likelihood of institutionalization, and early mortality, as well as increase longevity.
- Some members view the Village as insurance policy that they can tap into when they need it because they recognize that they cannot stay in their homes indefinitely without a little bit of help.

#### Phone bank and cheat sheet

For all events and even to follow up when people call interested in the Village you can set up a phone calling party. Invite volunteers to someone's house or to the Church and have everyone call people and see if they are interested. Make sure that all volunteers have a script or what to say and a "cheat sheet" about the Village offerings and philosophy so that they can answer people's questions. The organizer of this phone bank usually has wine and cheese. Do not call during dinner hours. In people's experience the best time to call is between 3:30 or 4:00 p.m. and 6:00 p.m.. This approach is great to follow up after you send out an invitation to a program, community Village event or prospect party. It is also great when following up on a lot of calls for information that come into the Village. Remember the best approach to "person to person." Word of mouth is the best marketing strategy. Keep a list of prospects in your database management system and reach out to them frequently with Village news.

# Appendix E - Links to other useful information

## District of Columbia Resources

- ► Office on Aging <u>www. dcoa.dc.gov</u>
- Aging and Disability Resource Centers www.dcoa.dc.gov/page/aging-and-disability-resource-center-adrc
- Deputy Mayor's Office for Planning and Economic Development www.dmped.dc.gov
- ► Office of Tax and Revenue (OTR) <u>www.otr.cfo.dc.gov</u>
- Department of Consumer and Regulatory Affairs (DCRA) www. dcra.dc.gov
- Advisory Neighborhood Commission <a href="https://www.anc.dc.gov">www.anc.dc.gov</a>
- ► Village Blueprint for Montgomery County, MD https://www.montgomerycountymd.gov/bcc/resources/files/finalvillageblueprint\_2011.pdf

## Village Peer Resources/Networks

- ► Washington Area Village Exchange (WAVE) <u>www.wavevillages.org</u>
- ► Village to Village Network <u>www.vtvnetwork.org</u>



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