

Core Policies

The Well Church

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Accountable Reimbursement Policy

Whereas Treasury Regulations 1.162-17 and 1.274-5(e) provide that an employee "need not report on his tax return" expenses paid or incurred by him/her solely for the benefit of his/her employer for which he/she is required to account and does account to the employer and which are charged directly or indirectly to the employer; and

Whereas Treasury Regulation 1.274-5(e) further provides that "an adequate accounting means the submission to the employer of a reimbursement form (statement of expense) or similar record maintained by the employee in which the information as to each element of expenditure (amount, time and place, business purpose, and business relationship) is recorded at or near the time of the expenditure, together with supporting documentary evidence, in a manner which conforms to the 'adequate records' requirements" set forth in the regulation; and

Whereas this organization desires to establish a reimbursement policy pursuant to Treasury Regulations 1.162-17 and 1.274-5(e); therefore be it Resolved, that This organization hereby adopts a reimbursement policy pursuant to IRC Section. 62(c), IRC Section 274 and Treasury Regulations 1.162-17 and 1.274-5(e), upon the following terms and conditions:

The President, or any person now or hereafter employed by this organization shall be reimbursed for any ordinary and necessary business and professional expense incurred on behalf of the organization, if the following conditions are satisfied:

1. The expenses are reasonable in amount;
2. The person incurring the expense documents the amount, time and place, business purpose, and business relationship of each such expense with the same kinds of documentary evidence as would be required to support a deduction of the expense on the person's federal income tax return; and
3. The person documents such expenses by providing the organization treasurer with an accounting of such expenses no less frequently than monthly. In no event will an expense be reimbursed if substantiated more than sixty (60) days after the expense is paid or incurred by a pastor, associate in ministry or employee.

The organization shall not include on a President's or other employee's Form W2 the amount of any business or professional expense properly substantiated and reimbursed according to the preceding paragraph, and these persons should not report the amount of and such reimbursement on his or her Form 1040.

Any organization reimbursement that exceeds the amount of business or professional expenses properly accounted for pursuant to this reimbursement policy must be returned to the organization within 120 days after the associated expenses are paid or incurred and shall not be retained by the President, associate or employee.

If, for any reason, the organization's reimbursements are less than the amount of business and professional expenses properly substantiated by a President or other employee, the organization will report no part of the reimbursements on the employee's W2, and the President or employee may deduct the unreimbursed expenses as allowed by law.

Under no circumstances will the organization reimburse a President or other employee for business or professional expenses incurred on behalf of the organization that are not properly substantiated according to this policy. Organization and staff understand that this requirement is necessary to prevent our reimbursement plan from being classified as a "non-accountable" plan. All receipts and other documentary evidence used by a President or other employee to substantiate the business nature and amount of business expenses incurred on behalf of the organization shall be retained by the organization. The President or employee may, at his or her election, make copies of such evidence.

The organization reserves the right to deny a reimbursement request for the following reasons:

1. The individual requesting the reimbursement incurred an unauthorized expenditure;
2. The individual does not submit the request within 60 days of incurring the expenditure; or
3. The organization's budget cannot support the reimbursement.

In the case where the organization denies a reimbursement request, a written explanation shall be given to the individual stating one of the three items described above.

Anti-Terrorism Policy

WHEREAS, exempt organizations under section 501(c) of the internal revenue code may engage in activities overseas and give money and support to foreign organizations that have not qualified for tax-exempt status in the United States, Revenue Ruling 68-489, 1968-2 C.B. 210 clearly indicates that " An organization will not jeopardize its exemption under section 501(c)(3) of the Code, even though it distributes funds to nonexempt organizations, provided it retains control and discretion over use of the funds for section 501(c)(3) purposes so long as it meets certain requirements."

1. All foreign activities and support of foreign organizations shall be to further the purposes of this organization as stated in the articles of incorporation.
2. The exempt organization will be required to ensure that use of the funds for section 501(c)(3) purposes will be limited to specific projects that are in furtherance of this organization's exempt purposes.
3. This organization shall retain control and discretion as to the use of the funds and;
4. Maintain records establishing that the funds were used for section 501(c)(3) purposes.

WHEREAS, Executive Order 12947, and its annex 13099, issued by President Bill Clinton and Executive Order 13224, issued by president George W. Bush, blocking certain transactions between U.S. citizens, including corporations and persons who commit, threaten to commit or support terrorism.

Be it RESOLVED, that this organization adopts an International Activities and Terrorism Policy effective immediately and unless rescinded or amended shall remain in effect perpetually. This policy is based on the voluntary best practices guidelines issued by the U.S. Treasury Department. The organization shall take all reasonable steps to stay up to date with the latest list of countries considered state sponsors of terrorism and are subject to special sanctions under 31 CFR Part 596. This organization shall regularly check and rely upon the data provided by the U.S. Department of State as found in the "Specially Designated Nationals and Blocked Persons List" and "List of Sanctioned Countries".

Furthermore, this organization shall ensure that all transactions between this organization and any foreign entity or individual will be for the furtherance of our exempt purposes, and that the following information be gathered:

1. The foreign organization's name in English, in its native language, and any other identifying information;
2. The places where the foreign organization maintains a physical presence;
3. Copies of the organization's formation documents as approved by the proper authorities;

4. The addresses and telephone numbers for the organization's offices;
5. The organization's principal purpose;
6. The full names, addresses and other identifying information of the individuals in charge of the organization;
7. The names of financial institutions where funds will be deposited;
8. The names and addresses of its employees, contractors and subcontractors;
9. A written agreement describing how the funds will be used, and how it will further our exempt purposes.

Benevolence Policy

This church, in exercise of its religious and charitable purposes, has the ability to establish a benevolence fund to assist persons who are truly in need.

Title 26 CF 1.170A-4A(D) defines a truly in need person as: A person who lacks the necessities of life, involving physical, mental, or emotional well-being, as a result of poverty or temporary distress. Examples of needy persons include a person who is financially impoverished as a result of low income and lack of financial resources, a person who temporarily lacks food or shelter (and the means to provide for it), a person who is the victim of a natural disaster (such as fire or flood), a person who is the victim of a civil disaster (such as a civil disturbance), a person who is temporarily not self-sufficient as a result of a sudden and severe personal or family crisis (such as a person who is the victim of a crime of violence or who has been physically abused), a person who is a refugee or immigrant and who is experiencing language, cultural, or financial difficulties, a minor child who is not self-sufficient and who is not cared for by a parent or guardian, and a person who is not self-sufficient as a result of previous institutionalization (such as a former prisoner or a former patient in a mental institution).

This church would further need to refrain from the giving of benevolence to any persons that would be considered disqualified, as defined in section IRC § 4946. Disqualified persons are any individual who is:

1. A substantial contributor to you;
2. An officer, director, trustee, or any other individual who has similar powers or responsibilities;
3. An individual who owns more than 20% of the total combined voting power of a corporation that is a substantial contributor to you;
4. An individual who owns more than 20% of the profits interest of a partnership that is a substantial contributor to you;
5. An individual who owns more than 20% of the beneficial interest of a trust or estate that is a substantial contributor to you.;
6. A member of the family of any individual described in 1, 2, 3, 4, or 5 above;
7. A corporation in which any individuals described in 1, 2, 3, 4, 5, or 6 above hold more than 35% of the total combined voting power;
8. A trust or estate in which any individuals described in 1, 2, 3, 4, 5, or 6 above hold more than 35% of the beneficial interests; and
9. A partnership in which any individuals described 1, 2, 3, 4, 5, or 6 above hold more than 35% of the profits interest.

The administration of the benevolence fund, including all disbursements made to fully-qualified individuals, is subject to the exclusive control and the discretion of the board of directors or other designated body of this church.

Corporate Expenditures Policy

Any form of withdrawal at or more than \$2,500.00 shall require the signatures of two officers who are also authorized signees on the bank account, one which must be the Treasurer.

The Well Church, with the approval of the board of directors, has the ability to obtain debit cards for the general checking account or credit cards in the name of the organization for organizational use. Access to these cards will be at the discretion of the board of directors. Spending on any debit/credit card must be reported to the treasurer or the board of directors along with a receipt of the spending.

- Debit/credit cards will be used only for business purposes. Personal purchases of any type are not allowed.
- No one other than the approved card holder can use any issued card.
- Lost or stolen cards must be reported immediately.
- Each card holder will sign a copy of this policy at the time the card is issued.

The organization will annually approve an official operating budget. The board of directors will create an effective process for estimating the next years cash flow necessary to create a reasonable budget.

Conflict of Interest Policy

Article I

Purpose

The purpose of the Conflict of Interest Policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II

Definitions

Interested Person

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

Financial Interest

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

1. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
2. Compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.
4. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.
5. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III

Procedures

Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all

material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

Determining Whether a Conflict of Interest Exists:

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

Procedures for Addressing the Conflict of Interest:

An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

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

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

Violations of the Conflicts of Interest Policy

If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV

Records of Proceedings

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

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was

present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

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

Article V

Compensation

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

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

No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI

Annual Statements

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

1. Has received a copy of the conflicts of interest policy,
2. Has read and understands the policy,
3. Has agreed to comply with the policy, and
4. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Article VII

Periodic Reviews

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

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.

2. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII

Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Donated Property Policy

In the event that the church receives a donation of personal property that does not have a useful church function, the board of directors will meet at a regularly called board meeting and decide how to put the property to use or dispose thereof. The church will follow the procedures outlined below:

1. We will first attempt to find an applicable use of the property.
2. The property will be evaluated and an estimated value will be established that is as close to the fair market value of that item. An attempt to sell the property at that price will be made. The monies raised from the sale of the item shall be used solely for church purposes.
3. If efforts to sell the property fail, then it shall be auctioned off on the church property to the highest bidder. At all times the funds from the sale of the item shall be used solely for church purposes.

The organization may accept gifts of real estate, including houses, condominiums, commercial properties, farmland, rental property and undeveloped land, after a thorough review of the following factors:

1. The usefulness of the property for church purposes
2. The marketability of the property
3. The existence of restrictions, reservations, easements, and/or other limitations
4. The existence of encumbrances, such as mortgages and mechanics liens
5. Carrying costs, such as property owner's association dues, taxes, insurance, and other maintenance expenses, and
6. Fair market value in relation to the costs and limits listed above as determined by a qualified appraisal conducted in accordance with IRS standards

Prior to the acceptance of any parcel of real property, an assessment of the potential environmental risks may be conducted. This assessment may include the following:

1. An inquiry of the present owner regarding his, her or its knowledge of the history of the property
2. A title search to determine who the prior owners might have been
3. A consultation with federal, state, and local environmental agencies to find out whether the property has any history of hazardous waste contamination: and
4. A visual inspection of the property for any evidence of environmental hazards

An environmental audit conducted by a professional service also may be required. The decision to accept gifts of real estate requires approval by the Board of Directors.

The organization reserves the right to require that the donor or the donor's personal representative pay the cost, including professional fees, of any review or investigation described above as a condition of considering acceptance of the property in question.

The undersigned hereby certifies that he/she is the duly elected and qualified secretary and the custodian of the books and records and seal of The Well Church, a corporation duly formed pursuant to the laws of the State of Washington and that these Corporate Policies have been duly adopted at a meeting of the official board of directors and that said meeting was held in accordance with state law and the bylaws of the above-named corporation and that the policies therein are now in full force and effect without modification or rescission.

Secretary

Additional Information

Anti-Terrorism Policy

You may find below, by clicking on the links, the U.S. Government list of Sanctioned Countries, and the list of Specially Designated Nationals and Blocked Persons List.

<http://www.treasury.gov/resource-center/sanctions/SDN-List/Pages/default.aspx>

<http://www.treas.gov/offices/enforcement/ofac/programs/>

Supplemental Policies

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Cell Phone Use Policy

This policy provides direction for the use of a “wireless telecommunications device” for any reason while performing a function of The Well Church either directly or indirectly.

All employees, volunteers, or other personnel of The Well Church performing a function of the church either directly or indirectly are included in this policy. There are no excluded individuals, groups, or departments to this policy.

The term “wireless telecommunications device” shall include a cellular telephone, a text messaging device, a personal digital assistant, a stand alone computer, or any other substantially similar wireless device that is used to initiate or receive a wireless communication with another person.

The Senior Pastor of The Well Church is responsible for the management of this policy. The Senior Pastor of the church provides practical administration of this policy. The Board of Directors of The Well Church is authorized to make changes to the scope and details of this policy in accordance with the bylaws of The Well Church.

Use of any wireless telecommunications device for any reason while performing a function of The Well Church either directly or indirectly is governed by the following provisions:

1. Use of a wireless telecommunications device to make or receive calls while operating a motor vehicle is prohibited unless:
 - a. The individual uses a handsfree device.
 - b. The individual is reporting a traffic accident, medical emergency, fire, serious road hazard, or a situation in which the individual reasonably believes a person's health or safety is in immediate jeopardy.
 - c. The individual is reporting the perpetration or potential perpetration of a crime, or
 - d. The vehicle is lawfully parked.
2. Use of a wireless telecommunications device to write, send, or read any text based communication, including but not limited to a text message, instant message, e-mail, or Internet data while operating a motor vehicle is prohibited unless:
 - a. The vehicle is lawfully parked.

3. Use of a wireless telecommunications device in a manner that is inconsistent with any federal, state, or local ordinance is prohibited.

Cell Phone Provision Policy

This policy provides direction for the provision of “wireless telecommunications devices” for church purposes and the proper use thereof.

All employees of The Well Church who require the use of a cell phone for the conduct of church business are included in this policy. There are no excluded individuals, groups, or departments to this policy.

The term “wireless telecommunications device” shall include a cellular telephone, a text messaging device, a personal digital assistant, a stand alone computer, or any other substantially similar wireless device that is used to initiate or receive a wireless communication with another person.

The Senior Pastor of The Well Church is responsible for the management of this policy. The Senior Pastor of the church provides practical administration of this policy. The Board of Directors of The Well Church is authorized to make changes to the scope and detail of this policy in accordance with the bylaws of The Well Church.

The possession and use of a wireless telecommunications device by certain designated employees of The Well Church is a requirement and is needed for the proper performance of church functions. The costs associated with the purchase and use of a wireless telecommunications device by designated employees of The Well Church will either be paid directly by the church to the service provider or reimbursed to the employee at the discretion of The Well Church.

All wireless telecommunications devices used by designated employees of The Well Church are provided and/or reimbursed for the convenience of the church. Inasmuch as wireless telecommunications device are required for certain designated employees of the church to properly perform their responsibilities, they are provided for the following substantial non-compensatory church reasons in accordance with Section 280F of the Internal Revenue Code:

1. Immediate accessibility to the employee in the event of an emergency; or
2. The employee’s office telephone is inadequate, as they are away from the church office frequently during office hours.

Use of a wireless telecommunications device provided by The Well Church is governed by the following provisions:

1. The device will be returned to the church when employment is terminated;
2. Devices are not to be “shared” by more than one employee;

3. Employees should report the loss of a device to the church office immediately so that service to the device can be terminated and a replacement procured;
4. Service charges in excess of that deemed reasonable and proper for the conduct of church business will not be eligible for reimbursement to the employee or direct payment by the church subject to the following stipulations:
 - a. Limited reimbursement/direct pay: reimbursement or direct pay will be limited to the monthly rate plus fees as contracted with the service provider. All charges incurred in excess of the monthly usage limit will be reimbursed or paid at the discretion of the church, but will be reported as taxable income to the employee; or
 - b. Church use reimbursement/direct pay: reimbursement or direct pay will be made at the discretion of the church but must be properly substantiated as being a church requirement.
5. The use of wireless telecommunications devices provided by the church shall not violate any provision of the Cell Phone Use Policy of The Well Church.

The undersigned hereby certifies that he/she is the duly elected and qualified secretary and the custodian of the books and records and seal of The Well Church, a corporation duly formed pursuant to the laws of the State of Washington and that these Corporate Policies have been duly adopted at a meeting of the official board of directors and that said meeting was held in accordance with state law and the bylaws of the above-named corporation and that the policies therein are now in full force and effect without modification or rescission.

Secretary