

Form <b>1023</b>  (Rev. January 2020)  Department of the Treasury Internal Revenue Service	<b>Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code</b>  Do not enter social security numbers on this form as it may be made public.  Go to <a href="http://www.irs.gov/Form1023">www.irs.gov/Form1023</a> for instructions and the latest information.	OMB No. 1545-0047  <b>Note:</b> <i>If exempt status is approved, this application will be open for public inspection.</i>
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Use the "?" buttons throughout this form for help in completing this application. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500.

If you cannot complete required responses within the textbox limits throughout this form, upload your additional narratives with the other required documents.

<b>Part I Identification of Applicant</b>			
<b>1a</b> Full Name of Organization (exactly as it appears in your organizing document) MIAMI INSTITUTE FOR THE SOCIAL SCIENCES INC		<b>b</b> Care of Name (if applicable) MARIBEL MOREY	
<b>c</b> Mailing Address (Number, street and room/suite) 1825 PONCE DE LEON BLVD SUITE 209		<b>d</b> City CORAL GABLES	<b>e</b> Country UNITED STATES
<b>f</b> State FLORIDA		<b>g</b> Zip Code + 4 33134-4418	<b>h</b> Foreign Province (or State)
		<b>i</b> Foreign Postal Code	
<b>2</b> Employer Identification Number  85-2138536	<b>3</b> Month Tax Year Ends  JUNE		<b>4</b> Person to Contact if More Information is Needed (officer, director, trustee, or authorized representative)  AHMED MORI
<b>5</b> Contact Telephone Number 305-613-2709		<b>6</b> Fax Number (optional)	<b>7</b> User Fee Submitted \$600.00
<b>8</b> Organization's Website (if available): <a href="http://www.miamisocialsciences.org">www.miamisocialsciences.org</a>			
<b>9</b> List the names, titles, and mailing addresses of your officers, directors, and/or trustees.			
First Name: MARIBEL		Last Name: MOREY	
Mailing Address: 1825 PONCE DE LEON BLVD SUITE 209		City: CORAL GABLES	
State (or Province): FLORIDA		Zip Code (or Foreign Postal Code): 33134-4418	
First Name: EVELYNN		Last Name: HAMMONDS	
Mailing Address: 1 OXFORD STREET		City: CAMBRIDGE	
State (or Province): MASSACHUSETTS		Zip Code (or Foreign Postal Code): 02138	
First Name: CAROLINE		Last Name: SHENAZ HOSSEIN	
Mailing Address: 4700 KEELE STREET 7TH FL ROSS S		City: TORONTO	
State (or Province): ONTARIO		Zip Code (or Foreign Postal Code): M3J 1P3	
First Name: YAN		Last Name: LONG	
Mailing Address: 410 BARROWS HALL		City: BERKELEY	
State (or Province): CALIFORNIA		Zip Code (or Foreign Postal Code): 94720	
First Name: ALDEN		Last Name: YOUNG	
Mailing Address: 1308 ROLFE HALL PO BOX 957109		City: LOS ANGELES	
State (or Province): CALIFORNIA		Zip Code (or Foreign Postal Code): 90095	
<input checked="" type="checkbox"/> Check here to add more officers, directors, and/or trustees.			
Aziz Rana Cornell Law School 106 Myron Taylor Hall Ithaca, New York 14853, USA Inderjeet Parmar City, University of London Northampton Square London EC1V 0HB, United Kingdom Leah Wright Rigueur Harvard Kennedy School 79 John F. Kennedy St. Cambridge, Massachusetts 02138 USA			

**Part II Organizational Structure**

- 1** You must be a corporation, limited liability company (LLC), unincorporated association, or trust to be tax exempt.

Select your type of organization.

☒ Corporation

At the end of this form, you must upload a copy of your articles of incorporation (and any amendments) that shows proof of filing with the appropriate state agency.

☐ Limited Liability Company (LLC)

At the end of this form, you must upload a copy of your articles of organization (and any amendments) that shows proof of filing with the appropriate state agency. Also, if you adopted an operating agreement, upload a copy, along with any amendments.

☐ Unincorporated Association

At the end of this form, you must upload a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments.

☐ Trust

At the end of this form, you must upload a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments.

- 2** Enter the date you formed. (MM/DD/YYYY)

06/18/2020

- 3** Select your state (or U.S. territory) of incorporation or other formation. If you were formed under the laws of a foreign country, select Foreign Country.

Florida

- 4** Have you adopted bylaws? If "Yes," at the end of this form, upload a current copy showing the date of adoption. If "No," explain how you select your officers, directors, or trustees.

☒ Yes

☐ No

- 5** Are you a successor to another organization?

☐ Yes

☒ No

Answer "Yes" if you have taken or will take over the activities of another organization, you took over 25% or more of the fair market value of the net assets of another organization, or you were established upon the conversion of an organization from for-profit to nonprofit status. If "Yes," complete Schedule G.

**Part III Required Provisions in Your Organizing Document**

Part III helps ensure that, when you submit this application, your organizing document contains the required provisions to meet the organizational test under section 501(c)(3).

If you cannot check "Yes" in both Lines 1 and 2, your organizing document does not meet the organizational test. DO NOT file this application until you have amended your organizing document. Remember to upload your original and amended organizing documents at the end of this form.

- 1** Section 501(c)(3) requires that your organizing document limit your purposes to one or more exempt purposes within section 501(c)(3), such as charitable, religious, educational, and/or scientific purposes.

*The following is an example of an acceptable purpose clause: The organization is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.*

Does your organizing document meet this requirement?

☒ Yes ☐ No

- 1a** State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph):

Pages 1-2 Article III Paragraphs 1-7

- 2** Section 501(c)(3) requires that your organizing document provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.

*The following is an example of an acceptable dissolution clause: Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.*

Does your organizing document meet this requirement?

☒ Yes ☐ No

- 2a** State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph) or indicate that you rely on state law.

Page 2 Article III following Paragraph 7

**Part IV Your Activities**

1 Describe completely and in detail your past, present, and planned activities. Do not refer to or repeat the purposes in your organizing document. For each past, present, or planned activity, include information that answers the following questions:

- a. What is the activity?
- b. Who conducts the activity?
- c. Where is the activity conducted?
- d. What percentage of your total time is allocated to the activity?
- e. How is the activity funded (for example, donations, fees, etc.) and what percentage of your overall expenses is allocated to this activity?
- f. How does the activity further your exempt purposes?

Established as a nonprofit in the State of Florida in the summer of 2020, the Miami Institute aims to enable the scientific output of the Global Majority to play its proper role in the social transformation and development of our shared world as well as the theoretical advancement of the social sciences. As part of this mission, the Miami Institute first will focus on bringing together Global Majority scholars in the social sciences across the Global South and North to detect and mitigate discrimination and bias against the Global Majority in the construction of knowledge in these fields, as means for improving research quality in the social sciences and for building more inclusive national and global political economies.

During its first two years of existence, the Miami Institute plans to spend all of its time and operational budget to bring together scholars in common dialogue largely through virtual means on its open-access website. These online forums will be funded by direct financial contributions from Global Majority scholars around the world. In the first online forums, for example, social science scholars will work towards imagining what research in their fields would look like without white Anglo-American domination in universities and research funding, both past and present. We will begin with a forum on economics followed by forums on sociology, history, political science, law, psychology, and anthropology. These early forums will set the stage for the sorts of questions, scholars, and works - both past and present - that the Institute will probe and analyze online in its dual efforts to center the scientific output of Global Majority scholars in the social sciences and to address discrimination and bias against the Global Majority in the production of knowledge in the social sciences.

Over the span of its first fifteen years, the Miami Institute will continue dedicating all of its activities to hosting scholars as it develops into a bricks-and-mortar academic institute, inspired by the Institute for Advanced Study in Princeton, New Jersey, and will serve as an in-person and virtual meeting place for Global Majority scholars around the world, based in a city at the geographic crossroads of the Global North and South. To do so, Miami Institute will seek foundation and government grants to obtain a physical facility in South Florida, hire post-doctoral fellows and permanent faculty members, and support visiting scholars.

**Part IV** Your Activities *(continued)*

- 2 Enter the 3-character NTEE Code that best describes your activities.

V20

Or check here if you want the IRS to select the NTEE Code that best describes your activities.

☐

- 3 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes" if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program.

☐ Yes☒ No

- 4 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors? If "Yes," explain how these related individuals are eligible for goods, services, or funds.

☐ Yes☒ No

- 5 Do you or will you support or oppose candidates in political campaigns in any way? If "Yes," explain.

☐ Yes☒ No

- 6 Do you or will you attempt to influence legislation? If "Yes," explain how you attempt to influence legislation.

☐ Yes☒ No

**Part IV** Your Activities (continued)

- 6a** Did you or will you make an election to have your legislative activities measured by expenditures by filing Form 5768? If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities. ☐ Yes ☐ No

- 7** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other intellectual property? If "Yes," describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. ☒ Yes ☐ No

The Miami Institute will maintain an open-access website where scholars in the social sciences will come together to discuss ongoing scholarship and debates within their fields. Authors publishing essays on the Miami Institute's website will retain copyrights of their work. If republishing this work, the Miami Institute simply will ask the authors to acknowledge that the work was first published on the Institute's site. The website will be open-access, without restrictions to the public. The Miami Institute aims to gain funding, not by retaining copyright or charging readers for access to the website, but by soliciting grassroots funding (and after the first two years, also philanthropies) supporting the public-minded mission of the Institute.

- 8** Do you or will you provide educational information to the general public on budgeting, personal finance, financial literacy, saving and spending practices, the sound use of consumer credit, and/or assist individuals and families with financial problems such as credit card debt and foreclosure by providing them with counseling? If "Yes," explain. ☐ Yes ☒ No

- 9** Do you or will you make grants, loans, or other distributions to organizations? If "Yes," describe the type and purpose of the grants, loans, or distributions, how you select your recipients including submission requirements (such as grant proposals or application forms), and the criteria you use or will use to select recipients. Also describe how you ensure the grants, loans, and other distributions are or will be used for their intended purposes (including whether you require periodic or final reports on the use of funds and any procedures you have if you identify that funds are not being used for their intended purposes). Finally, describe the records you keep with respect to grants, loans, or other distributions you make and identify any recipient organizations and any relationships between you and the recipients. If "No," continue to Line 10. ☐ Yes ☒ No

**Part IV** Your Activities *(continued)*

- 9a** Do you or will you make grants, loans, or other distributions to organizations that are not recognized by the IRS as tax exempt under section 501(c)(3)? If "Yes," name and/or describe the non-section 501(c)(3) organizations to whom you do or will make distributions and explain how these distributions further your exempt purposes. ☐ Yes ☐ No

- 9b** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," name each foreign organization (if not already provided), the country and region within each country in which each foreign organization operates, any relationship you have with each foreign organization, and whether the foreign organization accepts contributions earmarked for a specific country or organization (if so, specify which countries or organizations). If "No," continue to Line 10. ☐ Yes ☐ No

- 9c** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. ☐ Yes ☐ No

- 9d** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. ☐ Yes ☐ No

- 9e** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including periodic reporting requirements, auditing grantees, site visits by your employees or compliance checks by impartial experts, etc., to verify that grant funds are being used appropriately. ☐ Yes ☐ No

**Part IV** Your Activities (continued)

- 9f** Do you share board members or other key personnel with the recipient organization(s)? If "Yes," identify the relationships. ☐ Yes ☐ No

- 9g** When you make grants, loans, or other distributions to foreign organizations, will you check the OFAC List of Specially Designated Nationals and Blocked Persons for names of individuals and entities with whom you are dealing to determine if they are included on the list? Describe any other practices you will engage in to ensure that foreign expenditures or grants are not diverted to support terrorism or other non-charitable activities. ☐ Yes ☐ No

- 9h** Will you comply with all United States statutes, executive orders, and regulations that restrict or prohibit U.S. persons from engaging in transactions and dealings with designated countries, entities, or individuals, or otherwise engaging in activities in violation of economic sanctions administered by OFAC? ☐ Yes ☐ No

- 9i** Will you acquire from OFAC the appropriate license and registration where necessary? ☐ Yes ☐ No

- 10** Do you or will you operate in a foreign country or countries? If "Yes," name each foreign country and region within each country in which you do or will operate and describe your operations in each one. If "No," continue to Line 11. ☐ Yes ☒ No

- 10a** When you conduct activities in foreign countries, will you check the OFAC List of Specially Designated Nationals and Blocked Persons for names of individuals and entities with whom you are dealing to determine if they are included on the list? Describe any other practices you will engage in to ensure that foreign expenditures or grants are not diverted to support terrorism or other non-charitable activities. ☐ Yes ☐ No

- 10b** Will you comply with all United States statutes, executive orders, and regulations that restrict or prohibit U.S. persons from engaging in transactions and dealings with designated countries, entities, or individuals, or otherwise engaging in activities in violation of economic sanctions administered by OFAC? ☐ Yes ☐ No

- 10c** Will you acquire from OFAC the appropriate license and registration where necessary? ☐ Yes ☐ No



**Part IV** Your Activities *(continued)*

- 11** Are you a sponsoring organization that maintains one or more donor advised funds? If yes, please provide a complete description of your program, including the specific advice that such donors may provide. Describe in detail the control you maintain (or will maintain) over the use of the funds. ☐ Yes ☒ No

- 12** Do you or will you operate a school? ☐ Yes ☒ No  
If "Yes," complete Schedule B.

- 13** Is your principal purpose or function to provide hospital or medical care? ☐ Yes ☒ No  
If "Yes," complete Schedule C.

- 14** Do you or will you provide low-income housing? ☐ Yes ☒ No  
If "Yes," complete Schedule F.

- 15** Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? ☐ Yes ☒ No  
If "Yes," complete Schedule H - Section I.

- 16** Check any of the following fundraising activities that you will undertake (check all that apply):

- |  |  |
|--|--|
| <input checked="" type="checkbox"/> Website, mail, email, personal, and/or phone solicitations | <input checked="" type="checkbox"/> Foundation grant solicitations |
| <input type="checkbox"/> Receive donations from another organization's website                 | <input checked="" type="checkbox"/> Government grant solicitations |
| <input type="checkbox"/> Bingo   | <input type="checkbox"/> Other (non-bingo) gaming activities       |
| <input type="checkbox"/> Other (describe)  |  |

- ☐ We will not engage in fundraising activities.

- 17** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements, including the names or descriptions of the organizations for which you raise funds. ☐ Yes ☒ No

**Part V Compensation and Other Financial Arrangements**

- 1** Do you or will you compensate officers, directors, or trustees, or do or will you have highest compensated employees, or highest compensated independent contractors? If "No," continue to Line 2. ☒ Yes ☐ No

In establishing compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors:

- 1a** Do or will the individuals that approve compensation arrangements follow a conflict of interest policy? ☒ Yes ☐ No
- 1b** Do or will you approve compensation arrangements in advance of paying compensation? ☒ Yes ☐ No
- 1c** Do or will you document in writing the date and terms of approved compensation arrangements? ☒ Yes ☐ No
- 1d** Do or will you record in writing the decision made by each individual who decided or voted on compensation arrangements? ☒ Yes ☐ No
- 1e** Do or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? ☒ Yes ☐ No
- 1f** Do or will you record in writing both the information on which you relied to base your decision and its source? ☒ Yes ☐ No
- 1g** Do or will you have any other practices you use to set reasonable compensation? If "Yes," describe these practices. ☒ Yes ☐ No

Executive staff within the organization will compile appropriate data, including compensation paid by comparable organizations (three are sufficient if the organization's income is less than \$1 million) for functionally similar positions, availability of similar services in the geographic area of the organization, and compensation surveys compiled by independent firms. The Board of Directors or an authorized Committee of the Board will approve compensation packages based on this data.

- 2** Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If you are a hospital, answer "Yes" if your conflict of interest policy includes provisions consistent with the additional healthcare related provisions in the sample document. If "No," describe the procedures you will follow to ensure that persons who have a conflict of interest will not have influence over setting their own compensation or regarding business deals with themselves. ☒ Yes ☐ No

- 3** Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. ☐ Yes ☒ No

**Part V Compensation and Other Financial Arrangements** *(continued)*

- 4 Do you or will you purchase or sell any goods, services, or assets from or to: (i) any of your officers, directors, or trustees; (ii) any family of any of your officers, directors, or trustees; (iii) any organizations in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest; (iv) your highest compensated employees; or (v) your highest compensated independent contractors? If "Yes," describe any such transactions that you made or intend to make, with whom you make or will make such transactions, how the terms are or will be negotiated at arm's length, and how you determine you pay no more than fair market value or you are paid at least fair market value.

☐ Yes ☒ No

- 5 Do you or will you have any leases, contracts, loans, or other agreements with: (i) your officers, directors, or trustees; (ii) any family of any of your officers, directors, or trustees; (iii) any organizations in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest; (iv) your highest compensated employees; or (v) your highest compensated independent contractors? If "Yes," describe any written or oral arrangements that you made or intend to make, with whom you have or will have such arrangements, how the terms are or will be negotiated at arm's length, and how you determine you pay no more than fair market value or you are paid at least fair market value.

☐ Yes ☒ No

- 6 Do you or will you contract with another organization to develop, build, market, or finance your facilities? If "Yes," describe each facility, the role of the other organization, and any business or family relationship between the organization and your officers, directors, or trustees. Explain how that entity is selected, how the terms of any contract(s) are negotiated at arm's length, and how you determine you will pay no more than fair market value for services.

☐ Yes ☒ No

**Part V Compensation and Other Financial Arrangements** (continued)

- 7 Does or will someone other than your own employees or volunteers manage your activities or facilities? ☐ Yes ☒ No
- If "Yes," describe the activities or facilities that will be managed by others, the names of the persons or organizations that manage or will manage your activities or facilities, and any business or family relationship between the organization and your officers, directors, or trustees. Explain how these managers were or will be selected, how the terms of any contracts or other agreements were or will be negotiated, and how you determine you will pay no more than fair market value for services.

- 8 Do you participate in any joint ventures, including partnerships or limited liability companies treated as partnerships, in which you share profits and losses with partners? If "Yes," state your ownership percentage in each joint venture, list your investment in each joint venture, describe the tax status of other participants in each joint venture (including whether they are section 501(c)(3) organizations), describe the activities of each joint venture, describe how you exercise control over the activities of each joint venture, and describe how each joint venture furthers your exempt purposes. ☐ Yes ☒ No

**Part VI Financial Data**

- 1 Select the option that best describes you to determine the years of revenues and expenses you need to provide.
- ☒ You completed less than one tax year.  
Provide a total of three years of financial information (including the current year and two future years of reasonable and good faith projections of your future finances) in the following Statement of Revenues and Expenses.
- ☐ You completed at least one tax year but fewer than five.  
Provide a total of four years financial information (including the current year and three years of actual financial information or reasonable and good faith projections of your future finances) in the following Statement of Revenues and Expenses.
- ☐ You completed five or more tax years.  
Provide financial information for your five most recent tax years (including the current year) in the following Statement of Revenues and Expenses.

**Part VI** Financial Data (continued)**A. Statement of Revenues and Expenses**

Type of revenue	Current tax year	4 prior tax years or 2 succeeding tax years			
	From: 07/01/2020 To: 06/30/2021	From: 07/01/2021 To: 06/30/2022	From: 07/01/2022 To: 06/30/2023	From: _____ To: _____	From: _____ To: _____
<b>1</b> Gifts, grants, and contributions received (do not include unusual grants)	\$62,500	\$170,000	\$390,000		
<b>2</b> Membership fees received					
<b>3</b> Gross investment income					
<b>4</b> Net unrelated business income					
<b>5</b> Taxes levied for your benefit					
<b>6</b> Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)					
<b>7</b> Any revenue not otherwise listed above or in lines 9 - 12 below (provide an itemized list below)					
<b>8</b> Total of lines 1 through 7	\$62,500	\$170,000	\$390,000	\$0	\$0
<b>9</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (provide an itemized list below)					
<b>10</b> Total of lines 8 and 9	\$62,500	\$170,000	\$390,000	\$0	\$0
<b>11</b> Net gain or loss on sale of capital assets (provide an itemized list below)					
<b>12</b> Unusual grants (provide an itemized list below)					
<b>13</b> Total Revenue (add lines 10 through 12)	\$62,500	\$170,000	\$390,000	\$0	\$0
Type of expense	Current tax year	4 prior tax years or 2 succeeding tax years			
<b>14</b> Fundraising expenses					
<b>15</b> Contributions, gifts, grants, and similar amounts paid out (provide an itemized list below)					
<b>16</b> Disbursements to or for the benefit of members (provide an itemized list below)					
<b>17</b> Compensation of officers, directors, and trustees					
<b>18</b> Other salaries and wages	\$55,000	\$110,000	\$270,000		
<b>19</b> Interest expense					
<b>20</b> Occupancy (rent, utilities, etc.)			\$50,000		
<b>21</b> Depreciation and depletion					
<b>22</b> Professional fees					
<b>23</b> Any expense not otherwise classified, such as program services (provide an itemized list below)	\$7,500	\$60,000	\$70,000		
<b>24</b> Total Expenses (add lines 14 through 23)	\$62,500	\$170,000	\$390,000	\$0	\$0

**25** Itemized financial data

Year One (2020-2021): \$7,500 USD One Summer Workshop (Virtual): \$2,500 USD Open-Access Website Budget: \$5,000 USD Year Two (2021-2022): \$60,000 USD Two Summer Workshops (One Virtual, One In-Person): \$45,000 USD Open-Access Website Budget: \$15,000 USD Year Three (2022-2023): \$70,000 USD Annual Board Meeting (Travel, Lodging & Other Expenses for South Florida Board Meeting): \$10,000 USD Two Summer Workshops (One Virtual, One In-Person): \$45,000 USD Open-Access Website Budget: \$15,000 USD

**Part VI** Financial Data (continued)

B. Balance Sheet (for your most recently completed tax year)		Year End: 06/30/2021
<b>Assets</b>		
1	Cash	\$0
2	Accounts receivable, net	\$0
3	Inventories	\$0
4	Bonds and notes receivable (provide an itemized list below)	\$0
5	Corporate stocks (provide an itemized list below)	\$0
6	Loans receivable (provide an itemized list below)	\$0
7	Other investments (provide an itemized list below)	\$0
8	Depreciable assets (provide an itemized list below)	\$0
9	Land	\$0
10	Other assets (provide an itemized list below)	\$0
11	Total Assets (add lines 1 through 10)	\$0
<b>Liabilities</b>		
12	Accounts payable	\$0
13	Contributions, gifts, grants, etc. payable	\$0
14	Mortgages and notes payable (provide an itemized list below)	\$0
15	Other liabilities (provide an itemized list below)	\$0
16	Total Liabilities (add lines 12 through 15)	\$0
<b>Fund Balances or Net Assets</b>		
17	Total fund balances or net assets	\$0
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	\$0

## 19 Itemized financial data

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**Part VII Foundation Classification**

Part VII is designed to classify you as an organization that is either a private foundation or a public charity. Public charity classification is a more favorable tax status than private foundation classification. If you are a private foundation, this part will further determine whether you are a private operating foundation.

**1** Select the foundation classification you are requesting from the list below.

- ☒ You are described in 509(a)(1) and 170(b)(1)(A)(vi) as an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- ☐ You are described in 509(a)(2) as an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(i) as a church or a convention or association of churches. Complete Schedule A.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(ii) as a school. Complete Schedule B.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(iii) as a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete Schedule C.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(iv) as an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- ☐ You are described in 509(a)(1) and 170(b)(1)(A)(ix) as an agricultural research organization directly engaged in the continuous active conduct of agricultural research in conjunction with a college or university.
- ☐ You are described in 509(a)(3) as an organization supporting either one or more organizations described in 509(a)(1) or 509(a)(2) or a publicly supported section 501(c)(4), (5), or (6) organization. Complete Schedule D.
- ☐ You are described in 509(a)(4) as an organization organized and operated exclusively for testing for public safety.
- ☐ You are a publicly supported organization and would like the IRS to decide your correct classification.
- ☐ You are a private foundation.

**1a** As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check this box to confirm that your organizing document includes these provisions or you rely on state law. ☐

State specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document (Page/Article/Paragraph) or state that you rely on state law.

**1b** Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? ☐ Yes ☐ No  
If "Yes," complete Schedule H - Section II.

**1c** Are you a private operating foundation? ☐ Yes ☐ No

To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations.

**Part VII** Foundation Classification *(continued)*

- 1d** Describe how you meet the requirements for private operating foundation status, including how you meet the income test and either the assets test, the endowment test, or the support test. If you've been in existence for less than one year, describe how you are likely to satisfy the requirements for private operating foundation status.

- 2** If you have been in existence more than 5 years, you must confirm your public support status. To confirm your qualification as a public charity described in 509(a)(1) and 170(b)(1)(A)(vi) in existence for five or more tax years, you must have received one-third or more of your total support from governmental agencies, contributions from the general public, and contributions or grants from other public charities; or 10% or more of your total support from governmental agencies, contributions from the general public, and contributions or grants from other public charities and the facts and circumstances indicate you are a publicly supported organization. Calculate whether you meet this support test for your most recent five-year period.

- i. Did you receive contributions from any person, company, or organization whose gifts totaled more than the 2% amount of line 8 in Part VI-A? ☐ Yes ☐ No

If "Yes," identify each person, company, or organization by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- ii. Based on your calculations, did you receive at least one-third of your support from public sources or did you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization? ☐ Yes ☐ No

- 2a** If you have been in existence more than 5 years, you must confirm your public support status. To confirm your qualification as a public charity described in 509(a)(2) in existence for five or more tax years, you must have normally received more than one-third of your support from contributions, membership fees, and gross receipts from activities related to your exempt functions, or a combination of these sources, and not more than one-third of your support from gross investment income and net unrelated business income. Calculate whether you meet this support test for your most recent five-year period.

- i. Did you receive amounts from any disqualified persons? ☐ Yes ☐ No

If "Yes," identify each disqualified person by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- ii. Did you receive amounts from individuals or organizations other than disqualified persons that exceeded the greater of \$5,000 or 1% of the amount on line 10 of Part VI-A Statement of Revenues and Expenses? ☐ Yes ☐ No

If "Yes," identify each individual or organization by letter (A, B, C, etc.) and indicate the amount contributed by each. Keep a list showing the name of and amount contributed by each of these donors for your records.

- iii. Based on your calculations, did you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income? ☐ Yes ☐ No



**Part VIII Effective Date**

In general, a determination letter recognizing exemption of an organization described in section 501(c)(3) is effective as of the date of formation of an organization if: (1) its purposes and activities prior to the date of the determination letter have been consistent with the requirements for exemption; and (2) it has filed an application for recognition of exemption within 27 months from the end of the month in which it was organized.

1 Are you submitting this application within 27 months of the end of the month in which you were legally formed?

☒ Yes ☐ No

If "No," complete Schedule E.

**Part IX Annual Filing Requirements**

*If you fail to file a required information return or notice for three consecutive years, your exempt status will be automatically revoked.*

1 Certain organizations are not required to file annual information returns or notices (Form 990, Form 990-EZ, or Form 990-N, e-Postcard). If you are granted tax-exemption, are you claiming to be excused from filing Form 990, Form 990-EZ, or Form 990-N?

☐ Yes ☒ No

If "Yes," are you claiming you are excepted from filing because you are:

- ☐ A church or association of churches
- ☐ An integrated auxiliary (such as a men's or women's organization, religious school, mission society, or religious group)
- ☐ A church-affiliated organization (other than a section 509(a)(3) organization) that is exclusively engaged in managing funds or maintaining retirement programs and is described in Revenue Procedure 96-10, 1996-1 C.B. 577
- ☐ A school below college level affiliated with a church or operated by a religious order
- ☐ A mission society (other than a section 509(a)(3) supporting organization) sponsored by, or affiliated with, one or more churches or church denominations, if more than half of the society's activities are conducted in, or directed at, persons in foreign countries
- ☐ An affiliate of a governmental unit that meets the requirements of Revenue Procedure 95-48, 1995-2 C.B. 418 (other than a section 509(a)(3) supporting organization)
- ☐ Other (describe)

**Part X Signature**

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

Maribel Morey

(Type name of signer)

DIRECTOR

(Type title or authority of signer)

11/12/2020

(Date)

**Upload checklist:**

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- ☒ Organizing document (and any amendments)
- ☒ Bylaws, if adopted
- ☒ Form 2848, Power of Attorney and Declaration of Representative (if applicable)
- ☐ Form 8821, Tax Information Authorization (if applicable)
- ☒ Supplemental responses (if applicable)
- ☐ Expedited handling request (if applicable)

**Schedule A. Churches**

- 1** Do you have a written creed, statement of faith, or summary of beliefs? If "Yes," describe your written creed, statement of faith, or summary of beliefs. ☐ Yes ☐ No

- 2** Do you have a literature of your own? If "Yes," describe your literature. ☐ Yes ☐ No

- 3** Do you have a formal code of doctrine and discipline? If "Yes," describe your code of doctrine and discipline. ☐ Yes ☐ No

- 4** Describe your religious hierarchy or ecclesiastical government.

- 5** Are you part of a group of churches with similar beliefs and structures? If "Yes," explain. ☐ Yes ☐ No

- 6** Do you have a form of worship? If "Yes," describe your form of worship. ☐ Yes ☐ No

- 7** Do you have regularly scheduled religious services? If "Yes," describe the nature of the services. ☐ Yes ☐ No

- 7a** What is the average attendance at your regularly scheduled religious services?

- 8** Do you have an established place of worship? If "Yes," describe your established place of worship or where you meet to hold regularly scheduled religious services. ☐ Yes ☐ No

**Schedule A. Churches** *(continued)*

**9** Do you have an established congregation or other regular membership group? If "No," continue to Line 10. ☐ Yes ☐ No

**9a** How many members do you have?

**9b** Do you have a process by which an individual becomes a member? If "Yes," describe the process. ☐ Yes ☐ No

**9c** Do your members have voting rights, rights to participate in religious functions, or other rights? If "Yes," describe the rights your members have. ☐ Yes ☐ No

**9d** May your members be associated with another denomination or church? ☐ Yes ☐ No

**9e** Are all of your members part of the same family? ☐ Yes ☐ No

**10** Do you conduct baptisms, weddings, funerals, or other religious rites? ☐ Yes ☐ No

**11** Do you have a school for the religious instruction of the young? ☐ Yes ☐ No

**12** Do you have ministers or religious leaders? If "Yes," describe these roles and explain whether the ministers or religious leaders are ordained, commissioned, or licensed after a prescribed course of study. ☐ Yes ☐ No

**13** Do you have schools for the preparation of your ordained ministers or religious leaders? ☐ Yes ☐ No

**14** Do you ordain, commission, or license ministers or religious leaders? If "Yes," describe the requirements for ordination, commission, or licensure. ☐ Yes ☐ No

**15** Do you have other information you believe should be considered regarding your status as a church? If "Yes," explain. ☐ Yes ☐ No

**Schedule B. Schools, Colleges, and Universities**

**1** Do you normally have a regularly scheduled curriculum, a regular faculty of qualified teachers, a regularly enrolled student body, and facilities where your educational activities are regularly carried on? ☐ Yes ☐ No

**2** Is the primary function of your school the presentation of formal instruction? If "No," continue to Line 3. ☐ Yes ☐ No

**2a** Select the best description(s) of your school:

- ☐ Elementary school
- ☐ Secondary school
- ☐ Charter school
- ☐ College or university
- ☐ Technical school
- ☐ Other school (describe)

**3** Are you a public school because you are operated by a state or subdivision of a state or operated wholly or predominantly from government funds or property? If "Yes," explain how you are operated by a state or subdivision of a state. Do not complete the remainder of Schedule B. ☐ Yes ☐ No

**4** Were you formed or substantially expanded at the time of public school desegregation in the school district or county in which you are located? ☐ Yes ☐ No

**5** Has a state or federal administrative agency or judicial body ever determined that you are racially discriminatory? If "Yes," explain. ☐ Yes ☐ No

**6** Has your right to receive financial aid or assistance from a governmental agency ever been revoked or suspended? If "Yes," explain. ☐ Yes ☐ No

**Information Required by Revenue Procedure 75-50 as Modified by Revenue Procedure 2019-22**

**7** Have you adopted a racially nondiscriminatory policy as to students in your organizing document, bylaws, or by resolution of your governing body? ☐ Yes ☐ No

State where the policy is located or if adopted by resolution of your governing body.

**8** Do your brochures, application forms, advertisements, and catalogues dealing with student admissions, programs, and scholarships contain a statement of your racially nondiscriminatory policy? If "Yes," continue to Line 9. ☐ Yes ☐ No

**8a** ☐ By checking this box, you agree that all future printed materials, including website content, will contain the required nondiscriminatory policy statement.

**Schedule B. Schools, Colleges, and Universities** *(continued)*

- 9** Have you made your racially nondiscriminatory policy known to all segments of the general community you serve by: a) publishing a notice of your policy in a newspaper of general circulation that serves all racial segments of the community; b) publicizing your policy over broadcast media in a way that is reasonably expected to be effective; or c) displaying a notice of your policy at all times on your primary, publicly accessible internet home page in a manner reasonably expected to be noticed by visitors to the homepage? If "Yes," continue to Line 10. ☐ Yes ☐ No

- 9a** ☐ By checking this box, you agree that you will publicize your nondiscriminatory policy in a way that meets the requirements of Revenue Procedure 75-50, 1975-2 C.B. 587, as modified by Revenue Procedure 2019-22, I.R.B. 1260.

- 10** Do or will you (or any department or division of your organization) discriminate in any way on the basis of race with respect to admissions, use of facilities or exercise of student privileges, faculty or administrative staff, or scholarship or loan programs? If "Yes," for any of the above, explain fully. ☐ Yes ☐ No

- 11** Complete the table below to show the racial composition for the current academic year and projected for the next academic year. If you are not operational, submit an estimate based on the best information available (such as the racial composition of the community you serve).

For each racial category, enter the number of (a) students, (b) faculty, and (c) administrative staff. Provide actual numbers rather than percentages for each racial category.

Racial Category	(a) Student Body		(b) Faculty		(c) Administrative Staff	
	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year
<b>Total</b>						

- 12** In the table below, enter the number and amount of loans and scholarships awarded to enrolled students by racial categories. Provide actual numbers rather than percentages for each racial category.

☐ Check here if you will not provide any loans or scholarships to students.

Racial Category	Number of Loans		Amount of Loans		Number of Scholarships		Amount of Scholarships	
	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year	Current Year	Next Year
<b>Total</b>								

**Schedule B. Schools, Colleges, and Universities** *(continued)*

- 13** List your incorporators, founders, board members, and donors of land or buildings, whether individuals or organizations.

- 14** Do any of your incorporators, founders, board members, and donors of land or buildings, whether individuals or organizations, have an objective to maintain segregated public or private school education? If "Yes," explain.

☐ Yes☐ No

- 15** Will you maintain records according to the nondiscrimination provisions contained in Revenue Procedure 75-50? If "No," explain.

☐ Yes☐ No

**Schedule C. Hospitals and Medical Research Organizations**

- 1** Are you a medical research organization (an organization whose principal purpose or function is medical research and which is directly engaged in the continuous active conduct of medical research) operated in conjunction with a hospital? If "No," continue to Line 2. ☐ Yes ☐ No

- 1a** Name the hospitals with which you have a relationship and describe the relationship.

- 1b** List your assets showing their fair market value and the portion of your assets directly devoted to medical research.

Do not complete the remainder of Schedule C.

- 2** Are you applying for exemption as a cooperative hospital service organization described in section 501(e)? ☐ Yes ☐ No  
If "Yes," explain.

Do not complete the remainder of Schedule C.

- 3** Are all the doctors in the community eligible for staff privileges? If "No," give the reasons why and explain how the medical staff is selected. ☐ Yes ☐ No



**Schedule C. Hospitals and Medical Research Organizations** *(continued)*

- 4** Do or will you provide medical services to all individuals in your community who can pay for themselves or are able to pay through some form of insurance? If "No," explain. ☐ Yes ☐ No

- 5** Do you or will you maintain a full-time emergency room? If "Yes," continue to Line 6. ☐ Yes ☐ No

- 5a** Are you a specialty hospital or would emergency services be duplicative based on your region or locality? ☐ Yes ☐ No

- 6** Do you provide free or below cost services? If "Yes," describe your policy for determining when and to whom you provide these services and how these services promote the organization's benefit to the community. ☐ Yes ☐ No

- 7** Do you or will you carry on a formal program of medical training or medical research? If "Yes," describe such programs, including the type of programs offered, the scope of such programs, and affiliations with other hospitals or medical care providers with which you carry on the medical training or research programs. ☐ Yes ☐ No

- 8** Do you or will you carry on a formal program of community education? If "Yes," describe such programs, including the type of programs offered, the scope of such programs, and affiliation with other hospitals or medical care providers with which you offer community education programs. ☐ Yes ☐ No

**Schedule C. Hospitals and Medical Research Organizations** *(continued)*

- 9** Is your board of directors composed of a majority of individuals who are representative of the community you serve, or do you operate under a parent organization whose board of directors is composed of a majority of individuals who are representative of the community you serve? If "Yes," continue to Line 10. ☐ Yes ☐ No

- 9a** List each board member's name and business, financial, or professional relationship with the hospital. Also, identify each board member who is representative of the community and describe how that individual is a community representative. If you operate under a parent organization whose board of directors is not composed of a majority of individuals who are representative of the community you serve, provide the requested information for your parent's board of directors as well.

- 10** Do you operate a facility which is required by a state to be licensed, registered, or similarly recognized as a hospital? If "No," do not complete the rest of Schedule C. ☐ Yes ☐ No

- 10a** Do you conduct a community health needs assessment (CHNA) at least once every three years and adopt an implementation strategy to meet the community health needs identified in the assessment as required by section 501(r)(3)? If "No," explain. ☐ Yes ☐ No

- 10b** Do you have a written financial assistance policy (FAP) and a written policy relating to emergency medical care as required by section 501(r)(4)? If "No," explain. ☐ Yes ☐ No

**Schedule C. Hospitals and Medical Research Organizations** *(continued)*

**10c** Do you both (1) limit amounts charged for emergency or other medically necessary care provided to individuals eligible for assistance under your FAP to not more than amounts generally billed to individuals who have insurance covering such care, and (2) prohibit use of gross charges as required by section 501(r)(5)? If "No," explain.

☐ Yes☐ No

**10d** Do you make reasonable efforts to determine whether an individual is FAP-eligible before engaging in extraordinary collection actions as required by section 501(r)(6)? If "No," explain.

☐ Yes☐ No

**Schedule D. Section 509(a)(3) Supporting Organizations**

**1** List the names, addresses, and EINs of the organizations you support.

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**2** Are all your supported organizations public charities under section 509(a)(1) or (2)? If "Yes," continue to Line 3.

☐ Yes☐ No

**2a** Are your supported organizations tax exempt under section 501(c)(4), 501(c)(5), or 501(c)(6) and do your supported organizations meet the public support test under section 509(a)(2)? If "No," explain how each organization you support is a public charity under section 509(a)(1) or 509(a)(2).

☐ Yes☐ No

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**3** Which of the following describes your relationship with your supported organization(s)?

☐ A majority of your governing board or officers are elected or appointed by your supported organization(s). (Type I supporting organization)

☐ Your control or management is vested in the same persons who control or manage your supported organization(s). (Type II supporting organization)

☐ One or more of your officers, directors, or trustees are elected or appointed by the officers, directors, trustees, or membership of your supported organization(s), or one or more of your officers, directors, trustees, or other important office holders, are also members of the governing body of your supported organization(s), or your officers, directors, or trustees maintain a close and continuous working relationship with the officers, directors, or trustees of your supported organization(s). (Type III supporting organization)

**4** Describe how your governing board and officers are selected. If you are a Type III organization, also describe how your officers, directors, or trustees maintain a close and continuous working relationship with the officers, directors, or trustees of your supported organization(s).

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**Schedule D. Section 509(a)(3) Supporting Organizations** *(continued)*

- 5** Do any persons who are disqualified persons (except individuals who are disqualified persons only because they are foundation managers) with respect to you or persons who have a family or business relationship with any disqualified persons appoint any of your foundation managers? If "Yes," (1) describe the process by which disqualified persons appoint any of your foundation managers, (2) provide the names of these disqualified persons and the foundation managers they appoint, and (3) explain how control is vested over your operations (including assets and activities) by persons other than disqualified persons. ☐ Yes ☐ No

- 6** Do any persons who are disqualified persons (except individuals who are disqualified persons only because they are foundation managers) have any influence regarding your operations, including your assets or activities? If "Yes," (1) provide the names of these disqualified persons, (2) explain how influence is exerted over your operations (including assets and activities), and (3) explain how control is vested over your operations (including assets and activities) by individuals other than disqualified persons. ☐ Yes ☐ No

- 7** Does your organizing document specify your supported organization(s) by name? ☐ Yes ☐ No  
If "Yes" and you selected Type I above, continue to Line 8.  
If "Yes," and you selected Type II, do not complete the rest of Schedule D.  
If "No" and you selected Type III above, amend your organizing document to specify your supported organization(s) by name or you will not meet the organizational test and need to reconsider your requested public charity classification; then continue to Line 8.

- 7a** Does your organizing document name a similar purpose or charitable class of beneficiaries as to your supported organization(s)? If "No," amend your organizing document to specify your supported organization(s) by name, purpose, or class or you will not meet the organizational test and need to reconsider your requested public charity classification. ☐ Yes ☐ No

If you selected Type II above, do not complete the rest of Schedule D.

- 8** Do you or will you receive contributions from any person who alone, or combined with family members or an entity at least 35% controlled by that person, controls any of your supported organizations, or will you receive contributions from any family member of, or an entity at least 35% controlled by, any person who controls any of your supported organizations? If "Yes," explain. ☐ Yes ☐ No

If you selected Type I above, do not complete the rest of Schedule D.

**Schedule D. Section 509(a)(3) Supporting Organizations** (continued)

- 9** Do the officers, directors, or trustees of your supported organization have a significant voice in your investment policies, the timing and making of grants, the selection of grant recipients, and in otherwise directing the use of your income or assets? If "Yes," explain. ☐ Yes ☐ No

- 10** In each taxable year, do you or will you provide each of your supported organizations with (a) a written notice addressed to a principal officer of the supported organization describing the type and amount of all of the support you provided to the supported organization during the immediately preceding taxable year, (b) a copy of your most recently filed Form 990-series return or notice, and (c) a copy of your governing documents? If 'No,' explain. ☐ Yes ☐ No

- 11** Do you exercise a substantial degree of direction over the policies, programs, and activities of your supported organization(s) and appoint or elect (directly or indirectly) a majority of the officers, directors, or trustees of your supported organization(s)? If "Yes," explain. ☐ Yes ☐ No

- 12** Do substantially all of your activities directly further the exempt purposes of one or more supported organizations to which you are responsive by performing the functions of, or carrying out the purposes of, such supported organization(s) and but for your involvement would normally be engaged in by such supported organization(s). If "Yes," explain and do not complete the rest of Schedule D. ☐ Yes ☐ No

**Schedule D. Section 509(a)(3) Supporting Organizations** *(continued)*

- 13** Do you distribute at least 85% of your annual net income or 3.5% of the aggregate fair market value of all of your non-exempt-use assets (whichever is greater) to your supported organization(s)? If "No," explain.

☐ Yes ☐ No

- 13a** How much do you contribute annually to each supported organization?

- 13b** What is the total annual revenue of each supported organization?

- 13c** Do you or the supported organization(s) earmark your funds for support of a particular program or activity? If "Yes," explain.

☐ Yes ☐ No

**Schedule E. Effective Date**

- 1** Are you applying for reinstatement of exemption after being automatically revoked for failure to file required returns or notices for three consecutive years? If "No," continue to Line 2. ☐ Yes ☐ No

- 1a** Revenue Procedure 2014-11, 2014-1 C.B. 411, provides procedures for reinstating your tax-exempt status. Select the section of Revenue Procedure 2014-11 under which you want us to consider your reinstatement request.

☐ Section 4. You are seeking retroactive reinstatement under section 4 of Revenue Procedure 2014-11. By selecting this line, you attest that you meet the specified requirements of section 4, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future. Do not complete the rest of Schedule E.

☐ Section 5. You are seeking retroactive reinstatement under section 5 of Revenue Procedure 2014-11. By selecting this line, you attest that you meet the specified requirements of section 5, that you have filed required annual returns, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future.

Describe how you exercised ordinary business care and prudence in determining and attempting to comply with your filing requirements in at least one of the three years of revocation and the steps you have taken or will take to avoid or mitigate future failures to file timely returns or notices. Do not complete the rest of Schedule E.

☐ Section 6. You are seeking retroactive reinstatement under section 6 of Revenue Procedure 2014-11. By selecting this line, you attest that you meet the specified requirements of section 6, that you have filed required annual returns, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future.

Describe how you exercised ordinary business care and prudence in determining and attempting to comply with your filing requirements in each of the three years of revocation and the steps you have taken or will take to avoid or mitigate future failures to file timely returns or notices. Do not complete the rest of Schedule E.

☐ Section 7. You are seeking reinstatement under section 7 of Revenue Procedure 2014-11, effective the date you are filling this application. Do not complete the rest of Schedule E.

- 2** Generally, if you did not file Form 1023 within 27 months of formation, the effective date of your exempt status will be the date you filed Form 1023 (submission date). Requests for an earlier effective date may be granted when there is evidence to establish you acted reasonably and in good faith and the grant of relief will not prejudice the interests of the government.

☐ Check this box if you accept the submission date as the effective date of your exempt status. Do not complete the rest of Schedule E.

☐ Check this box if you are requesting an earlier effective date than the submission date.

- 2a** Explain why you did not file Form 1023 within 27 months of formation, how you acted reasonably and in good faith, and how granting an earlier effective date will not prejudice the interests of the Government.

You may want to include the events that led to the failure to timely file Form 1023 and to the discovery of the failure, any reliance on the advice of a qualified tax professional and a description of the engagement and responsibilities of the professional as well as the extent to which you relied on the professional, a comparison of (1) what your aggregate tax liability would be if you had filed this application within the 27-month period with (2) what your aggregate liability would be if you were exempt as of your formation date, or any other information you believe will support your request for relief.



**Schedule F. Low-Income Housing**

- 1** Describe each facility including the type of facility, whether you own or lease the facility, how many residents it can accommodate, the current number of residents, and whether the residents purchase or rent housing from you.

- 2** Describe who qualifies for your housing in terms of income levels or other criteria and explain how you select residents.

- 3** Do you meet the safe harbor requirements outlined in Revenue Procedure 96-32, 1996-1 C.B. 717, which provides guidelines for providing low-income housing that will be treated as charitable, including for each project that (a) at least 75 percent of the units are occupied by residents that qualify as low-income and (b) either at least 20 percent of the units are occupied by residents that also meet the very low-income limit for the area or 40 percent of the units are occupied by residents that also do not exceed 120 percent of the area's very low-income limit, and less than 25 percent of the units are provided at market rates to persons who have incomes in excess of the low-income limit?

☐ Yes☐ No

- 4** Is your housing affordable to low-income residents? If "Yes," describe how your housing is made affordable to low-income residents.

☐ Yes☐ No

- 5** Do you impose any restrictions to make sure that your housing remains affordable to low-income residents? If "Yes," describe these restrictions.

☐ Yes☐ No

**Schedule F. Low-Income Housing** *(continued)*

- 6** In addition to rent or mortgage payments, do residents pay periodic fees or maintenance charges? If "Yes," describe what these charges cover and how they are determined. ☐ Yes ☐ No

- 7** Do you provide social services to residents? If "Yes," describe these services. ☐ Yes ☐ No

- 8** Do you participate in any government housing programs? If "Yes," describe these programs. ☐ Yes ☐ No

**Schedule G. Successors to Other Organizations**

- 1** List the name, last address, and EIN of your predecessor organization and describe its activities.

- 2** List the owners, partners, principal stockholders, officers, and governing board members of your predecessor organization. Include their names, addresses, and share/interest in the predecessor organization (if for-profit).

- 3** Are you a successor to a for-profit organization? If "Yes," explain your relationship with the predecessor organization that resulted in your creation and explain why you took over the activities or assets of a for-profit organization or converted from for-profit to nonprofit status; continue to Line 4.

☐ Yes☐ No

- 3a** Explain your relationship with the other organization that resulted in your creation and why you took over the activities or assets of another organization.

**Schedule G. Successors to Other Organizations** (continued)

- 4** Do or will you maintain a working relationship with any of the persons listed in question 2 or with any for-profit organization in which these persons own more than a 35% interest? If "Yes," describe the relationship. ☐ Yes ☐ No

- 5** Were any assets transferred, whether by gift or sale, from the predecessor organization to you? If "Yes," provide a list of assets, indicate the value of each asset, explain how the value was determined, and attach an appraisal, if available. For each asset listed, also explain if the transfer was by gift, sale, or combination thereof and describe any restrictions that were placed on the use or sale of the assets. ☐ Yes ☐ No

- 6** Were any debts or liabilities transferred from the predecessor for-profit organization to you? If "Yes," provide a list of the debts or liabilities that were transferred to you, indicating the amount of each, how the amount was determined, and the name of the person to whom the debt or liability is owed. ☐ Yes ☐ No

- 7** Will you lease or rent any property or equipment to or from the predecessor organization or any persons listed in Line 2 or a for-profit organization in which these persons own more than a 35% interest? If "Yes," describe the arrangement(s) including how the lease or rental value was determined. ☐ Yes ☐ No

**Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures****Section I** Public charities and private foundations complete lines 1 through 8 of this section.

- 1** Describe the types of educational grants you provide to individuals, such as scholarships, fellowships, loans, etc., including the purpose, number and amount(s) of grants, how the program is publicized, and if you award educational loans, the terms of the loans.

- 2** Do you maintain case histories showing recipients of your scholarships, fellowships, educational loans, or other educational grants, including names, addresses, purposes of awards, amount of each grant, manner of selection, and relationship (if any) to officers, trustees, or donors of funds to you? If "No," explain. ☐ Yes ☐ No

- 3** Describe the specific criteria you use to determine who is eligible for your program (for example, eligibility selection criteria could consist of graduating high school students from a particular high school who will attend college, writers of scholarly works about American history, etc.).

- 4** Describe the specific criteria you use to select recipients (for example, specific selection criteria could consist of prior academic performance, financial need, etc.).

**Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures** *(continued)*

- 5** Describe any requirement or condition you impose on recipients to obtain, maintain, or qualify for renewal of a grant (for example, specific requirements or conditions could consist of attendance at a four-year college, maintaining a certain grade point average, teaching in public school after graduation from college, etc.).

- 6** Describe your procedures for supervising the scholarships, fellowships, educational loans, or other educational grants. Explain whether you obtain reports and grade transcripts from recipients, or you pay grants directly to a school under an arrangement whereby the school will apply the grant funds only for enrolled students who are in good standing. Also, describe your procedures for taking action if the terms of the award are violated.

- 7** How do you determine who is on the selection committee for the awards made under your program?

- 8** Are relatives of members of the selection committee, or of your officers, directors, or substantial contributors eligible for awards made under your program? If "Yes," what measures do you take to ensure unbiased selections?

☐ Yes☐ No

Do not complete the rest of Schedule H. If you are a private foundation, you will be directed to complete Section II of Schedule H later in the application.

**Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures** *(continued)***Section II****Private foundations complete lines 1 through 7 of this section. Public charities do not complete this section.**

- 1** As a private foundation, do you want this application to be considered as a request for advance approval of grant making procedures? ☐ Yes ☐ No

If "No," do not complete the rest of Schedule H.

- 1a** Check the box(es) indicating under which section(s) you want your grant making procedures to be considered.

- ☐ 4945(g)(1) - Scholarship or fellowship grant to an individual for study at an educational institution
- ☐ 4945(g)(3) - Other grants, including loans, to an individual for travel, study, or other similar purposes, to enhance a particular skill of the grantee or to produce a specific product

- 2** Do you represent that you will (1) arrange to receive and review grantee reports annually and upon completion of the purpose for which the grant was awarded, (2) investigate diversions of funds from their intended purposes, and (3) take all reasonable and appropriate steps to recover diverted funds, ensure other grant funds held by a grantee are used for their intended purposes, and withhold further payments to grantees until you obtain grantees' assurances that future diversions will not occur and that grantees will take extraordinary precautions to prevent future diversions from occurring? ☐ Yes ☐ No

- 3** Do you represent that you will maintain all records relating to individual grants, including information obtained to evaluate grantees, identify whether a grantee is a disqualified person, establish the amount and purpose of each grant, and establish that you undertook the supervision and investigation of grants described in Line 2? ☐ Yes ☐ No

- 4** Do you or will you award scholarships, fellowships, and educational loans to attend an educational institution based on the status of an individual being an employee of a particular employer? ☐ Yes ☐ No

If "No," do not complete the rest of Schedule H.

- 5** Will you comply with the seven conditions and either the percentage tests or facts and circumstances test for scholarships, fellowships, and educational loans to attend an educational institution as set forth in Revenue Procedures 76-47, 1976-2 C.B. 670, and 80-39, 1980-2 C.B. 772, which apply to inducement, selection committee, eligibility requirements, objective basis of selection, employment, course of study, and other objectives? ☐ Yes ☐ No

- 6** Do you or will you provide scholarships, fellowships, or educational loans to attend an educational institution to employees of a particular employer? If "No," continue to Line 7. ☐ Yes ☐ No

- 6a** Will you award grants to 10% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No

- 7** Do you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer? ☐ Yes ☐ No

If "No," do not complete the rest of Schedule H.

- 7a** Will you award grants to 25% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No

If "Yes," do not complete the rest of Schedule H.

**Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures** *(continued)*

- 7b** Will you award grants to 10% or fewer of the number of employees' children who can be shown to be eligible for grants (whether or not they submitted an application) in that year, as provided by Revenue Procedures 76-47 and 80-39? If "Yes," describe how you will determine who can be shown to be eligible for grants without submitting an application, such as by obtaining written statements or other information about the expectations of employees' children to attend an educational institution; do not complete the rest of Schedule H.

☐ Yes ☐ No

- 7c** Will you award grants based on facts and circumstances that demonstrate that the grants will not be considered compensation for past, present, or future services or otherwise provide a significant benefit to the particular employer? If "Yes," describe the facts and circumstances you believe will demonstrate that the grants are neither compensatory nor a significant benefit to the particular employer. In your explanation, describe why you cannot satisfy either the 25% test or the 10% test in questions 7a and 7b.

☐ Yes ☐ No



**EXHIBIT A**  
**AUTHORIZED REPRESENTATIVE**

Authorized Representative

Ahmed Mori, Esq.  
FL Bar No.: 1017062  
Ahmed Mori, PLLC  
880 NW 131 Avenue  
Miami, Florida 33182-2395  
Phone: 1-305-613-2709  
Email: [ahmedmoripllc@gmail.com](mailto:ahmedmoripllc@gmail.com)

## Power of Attorney and Declaration of Representative

► Go to [www.irs.gov/Form2848](http://www.irs.gov/Form2848) for instructions and the latest information.

OMB No. 1545-0150

**For IRS Use Only**

Received by:

Name \_\_\_\_\_

Telephone \_\_\_\_\_

Function \_\_\_\_\_

Date \_\_\_\_/\_\_\_\_/\_\_\_\_

### Part I Power of Attorney

**Caution:** A separate Form 2848 must be completed for each taxpayer. Form 2848 will not be honored for any purpose other than representation before the IRS.

**1 Taxpayer information.** Taxpayer must sign and date this form on page 2, line 7.

Taxpayer name and address

Taxpayer identification number(s)

**85-2138536**

Daytime telephone number

**917-434-4286**

Plan number (if applicable)

**Miami Institute for the Social Sciences, Inc.**

hereby appoints the following representative(s) as attorney(s)-in-fact:

**2 Representative(s)** must sign and date this form on page 2, Part II.

Name and address

**Ahmed Mori, Esq.  
880 NW 131 Avenue  
Miami, Florida 33182-2395**

**Check if to be sent copies of notices and communications** ☒

Name and address

**Check if to be sent copies of notices and communications** ☐

Name and address

(Note: IRS sends notices and communications to only two representatives.)

Name and address

(Note: IRS sends notices and communications to only two representatives.)

to represent the taxpayer before the Internal Revenue Service and perform the following acts:

- 3 Acts authorized (you are required to complete this line 3).** With the exception of the acts described in line 5b, I authorize my representative(s) to receive and inspect my confidential tax information and to perform acts that I can perform with respect to the tax matters described below. For example, my representative(s) shall have the authority to sign any agreements, consents, or similar documents (see instructions for line 5a for authorizing a representative to sign a return).

Description of Matter (Income, Employment, Payroll, Excise, Estate, Gift, Whistleblower, Practitioner Discipline, PLR, FOIA, Civil Penalty, Sec. 4980H Shared Responsibility Payment, etc.) (see instructions)	Tax Form Number (1040, 941, 720, etc.) (if applicable)	Year(s) or Period(s) (if applicable) (see instructions)
Application for recognition of exemption under 501(c)(3)	1023	Not applicable

- 4 Specific use not recorded on Centralized Authorization File (CAF).** If the power of attorney is for a specific use not recorded on CAF, check this box. See Line 4. Specific Use Not Recorded on CAF in the instructions . . . . . ☐

- 5a Additional acts authorized.** In addition to the acts listed on line 3 above, I authorize my representative(s) to perform the following acts (see instructions for line 5a for more information): ☐ Access my IRS records via an Intermediate Service Provider;

☐ Authorize disclosure to third parties; ☐ Substitute or add representative(s); ☐ Sign a return; \_\_\_\_\_

☐ Other acts authorized: \_\_\_\_\_

- b Specific acts not authorized.** My representative(s) is (are) not authorized to endorse or otherwise negotiate any check (including directing or accepting payment by any means, electronic or otherwise, into an account owned or controlled by the representative(s) or any firm or other entity with whom the representative(s) is (are) associated) issued by the government in respect of a federal tax liability.


List any other specific deletions to the acts otherwise authorized in this power of attorney (see instructions for line 5b): \_\_\_\_\_

- 6 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this document. If you **do not** want to revoke a prior power of attorney, check here ☐ **►**

**YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**

- 7 Signature of taxpayer.** If a tax matter concerns a year in which a joint return was filed, each spouse must file a separate power of attorney even if they are appointing the same representative(s). If signed by a corporate officer, partner, guardian, tax matters partner, partnership representative (or designated individual, if applicable), executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the legal authority to execute this form on behalf of the taxpayer.

**► IF NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THIS POWER OF ATTORNEY TO THE TAXPAYER.**


11/11/2020
Founding Executive Director  
 \_\_\_\_\_  
 Signature Date Title (if applicable)

Maribel Morey

Print name

Miami Institute for the Social Sciences

Print name of taxpayer from line 1 if other than individual

## Part II Declaration of Representative

Under penalties of perjury, by my signature below I declare that:

- I am not currently suspended or disbarred from practice, or ineligible for practice, before the Internal Revenue Service;
- I am subject to regulations contained in Circular 230 (31 CFR, Subtitle A, Part 10), as amended, governing practice before the Internal Revenue Service;
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there; and
- I am one of the following:
  - a** Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
  - b** Certified Public Accountant—a holder of an active license to practice as a certified public accountant in the jurisdiction shown below.
  - c** Enrolled Agent—enrolled as an agent by the IRS per the requirements of Circular 230.
  - d** Officer—a bona fide officer of the taxpayer organization.
  - e** Full-Time Employee—a full-time employee of the taxpayer.
  - f** Family Member—a member of the taxpayer's immediate family (spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister).
  - g** Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the IRS is limited by section 10.3(d) of Circular 230).
  - h** Unenrolled Return Preparer—Authority to practice before the IRS is limited. An unenrolled return preparer may represent, provided the preparer (1) prepared and signed the return or claim for refund (or prepared if there is no signature space on the form); (2) was eligible to sign the return or claim for refund; (3) has a valid PTIN; and (4) possesses the required Annual Filing Season Program Record of Completion(s). **See Special Rules and Requirements for Unenrolled Return Preparers in the instructions for additional information.**
  - k** Qualifying Student—receives permission to represent taxpayers before the IRS by virtue of his/her status as a law, business, or accounting student working in an LITC or STCP. See instructions for Part II for additional information and requirements.
  - r** Enrolled Retirement Plan Agent—enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

**► IF THIS DECLARATION OF REPRESENTATIVE IS NOT COMPLETED, SIGNED, AND DATED, THE IRS WILL RETURN THE POWER OF ATTORNEY. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN PART I, LINE 2.**

**Note:** For designations d–f, enter your title, position, or relationship to the taxpayer in the "Licensing jurisdiction" column.

Designation— Insert above letter (a–r).	Licensing jurisdiction (State) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable)	Signature	Date
a	Florida	1017062	Ahmed Mori	11/11/2020

**EXHIBIT B**  
**ARTICLES OF INCORPORATION**

**ARTICLES OF INCORPORATION**  
**OF**  
**MIAMI INSTITUTE FOR THE**  
**SOCIAL SCIENCES, INC.**

A Florida Not for Profit Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of the corporation is **Miami Institute for the Social Sciences, Inc.** (the "Corporation").

**ARTICLE II: PRINCIPAL AND MAILING ADDRESS**

The principal and mailing address of the corporation, located in Miami-Dade County, is 1825 Ponce De Leon Blvd, #209, Coral Gables, Florida 33134.

**ARTICLE III: PURPOSE**

The purposes for which this corporation is formed are exclusively charitable, educational, and scientific within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended, and consist of, but are not limited to, the following:

1) To enable the scientific output of the Global Majority to play its proper role in the social transformation and development of our shared world, as well as the theoretical advancement of the social sciences.

2) To detect and mitigate discrimination and bias against the Global Majority in the construction of knowledge in the social sciences, as means for improving research quality in these fields and for building more inclusive national and global political economies

3) To support or assist other organizations as may be reasonably related to the foregoing and following purposes.

4) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, invest corporate funds, to spend corporate funds for corporate purposes and to engage in any activity which is in furtherance of, incidental to, or connected with any of the foregoing or following purposes.

5) To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

6) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

7) All of the foregoing purposes shall be exercised in such a manner that the Corporation will qualify as an exempt organization under § 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

The Corporation is not organized for profit and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended.

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt § 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

#### **ARTICLE IV: BOARD OF DIRECTORS**

The Board of Directors shall manage the Corporation. The number of directors shall be provided in the bylaws but shall never be less than three. The method of election of the Board of Directors shall be stated in the bylaws.

#### **ARTICLE V: MEMBERSHIP**

The qualification for members, if any, and the manner of their admission shall be stated in the bylaws.

#### **ARTICLE VI: REGISTERED AGENT**

The name and address of the registered agent of the corporation is:

MARIBEL MOREY  
1825 PONCE DE LEON BLVD, #209  
CORAL GABLES, FLORIDA 33134

#### **ARTICLE VII: INCORPORATOR**

The name and address of the incorporator is:

MARIBEL MOREY  
1825 PONCE DE LEON BLVD, #209  
CORAL GABLES, FLORIDA 33134

#### **ARTICLE VIII: DURATION**

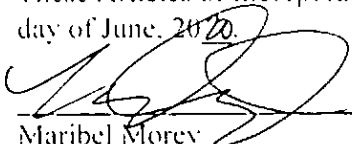
The period of duration is perpetual.

#### **ARTICLE IX: INDEMNIFICATION**

Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that they, she or he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by their, her or his heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Director or officer is liable for negligence or misconduct in the performance of their, her or his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

#### **EXECUTION**

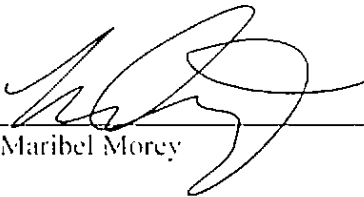
These Articles of Incorporation are hereby executed by the incorporator on this 13 day of June, 2020.

  
\_\_\_\_\_  
Maribel Morey



**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

Having been named as registered agent to accept service of process for the Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Maribel Morey

June 13, 2020  
\_\_\_\_\_  
Date

**EXHIBIT C**  
**BYLAWS**

**BYLAWS  
OF  
MIAMI INSTITUTE FOR THE SOCIAL SCIENCES, INC.  
(the “Corporation”)**

**ARTICLE 1, NAME AND OFFICES**

**1.01 Name.** The name of this non-profit corporation shall be Miami Institute for the Social Sciences, Inc. (the “Corporation”). The business of the Corporation may be conducted as Miami Institute for the Social Sciences, Inc. or Miami Institute for the Social Sciences.

**1.02 Registered Office and Agent.** The principal office of the Corporation shall be located in Miami-Dade County, Florida. The Corporation shall designate and maintain continuously a registered office in the State of Florida, which may be the same as the principal office, and shall have a registered agent whose address is identical with the address of such registered office.

**ARTICLE 2, PURPOSES AND POWERS**

**2.01 Purpose.**

(a) The Corporation is a non-profit corporation and shall be operated exclusively, as set forth in the Articles of Incorporation, to promote charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as may be amended, or the corresponding section of any future Federal tax code.

(b) The purpose and mission of the Corporation consists of, but is not limited to, (i) enabling the scientific output of the Global Majority to play its proper role in the social transformation and the development of our shared world, as well as the theoretical advancement of the social sciences, and; (ii) detecting and mitigating discrimination and bias against the Global Majority in the construction of knowledge in the social sciences, as means for improving research quality in these fields and for building more inclusive national and global political economies.

**2.02 Powers.** The Corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts that may be necessary or convenient to affect the charitable, educational and scientific purposes for which the Corporation is organized. The Corporation shall also have the power to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the Corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.

## ARTICLE 3, MEMBERS

The Corporation shall have no members.

## ARTICLE 4, BOARD OF DIRECTORS

**4.01 Powers.** The Board shall exercise all corporate powers and manage the business, affairs, and property of the Corporation per the purposes and limitations outlined in the Articles of Incorporation.

**4.02 Number.** The Corporation shall have a Board consisting of at least 5 and no more than 15 directors. The Board may increase or decrease the number by a vote of a majority of the entire Board. No decrease shall shorten the term of any incumbent director or reduce the number of directors to fewer than three. The Founding Executive Director<sup>1</sup> shall run for a voting director position on the Board. If elected, the Founding Executive Director can continue to serve on the Board, even if they step down as the organization's executive director. Any subsequent Executive Director shall be an ex officio, voting director of the Board.

**4.03 Qualifications.** Directors must be natural persons who, as required by Florida law, are 18 years of age or older and demonstrate a commitment to the purpose and mission of the Corporation as stated in Article 2 of these Bylaws.

### **4.04 Election and Term of Office.**

(a) The initial directors shall be the persons appointed during the Organizational Meeting and they shall serve until the first annual meeting of the Board.

(b) All directors shall be elected to serve a four-year term. The term may be extended until a successor has been elected. Directors may serve up to five total terms. Directors may, but are not required to, serve terms in succession. Term limits for initial directors shall not commence until the first election of their respective Class at an annual meeting of the Board, as defined below.

(c) Directors shall be staggered into the following three Classes of directors, as equal in number as possible: (i) the first Class ("Class I") shall be up for election at the first annual meeting of the Board and thereafter every four years; (ii) the second Class ("Class II") shall be up for election at the second annual meeting of the Board and thereafter every four years; and (iii) the third Class ("Class III") will be up for election at the third annual meeting of the Board and thereafter every four years. Under this structure, no directors in Classes I through III will be up for election during the fourth annual meeting of the Corporation. If new members or vacancies are filled during the fourth annual meeting of the Corporation, or a future annual meeting where no

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<sup>1</sup> The first executive director of the organization shall be the Founding Executive Director. Subsequent executive directors shall assume the title of Executive Director. The Founding Executive Director shall have all powers and duties ascribed to the Executive Director under these Bylaws.

elections are scheduled for Classes I-III, then that Class becomes Class IV. Terms for future directors shall begin upon their election at an annual meeting of the Board.

(d) Except in the case of death, resignation or removal under these Bylaws, directors shall hold office until the expiration of their terms and the election of their successors.

(e) Directors shall be nominated for vacancies by a majority of the entire Board either at the regular meeting preceding the annual meeting, or via written consent at least thirty (30) days before the annual meeting during which an election will be held.

**4.06 Removal.** The Board may remove any director for cause by a majority of the entire Board. A director elected or appointed by the Board may be removed without cause by a vote of two-thirds of the entire Board.

**4.07 Resignation.** A director may resign at any time by delivering a written notice to the Chair, Vice Chair, or the Executive Director. Unless otherwise specified in the notice, a written resignation is effective when the notice is delivered. If the resignation is made effective at a later date, the Board may fill the pending vacancy before the effective date if the Board provides that the successor did not take office until the effective date. Acceptance of the resignation, unless required by its terms, shall not be necessary to make the resignation effective.

#### **4.08 Vacancies and Newly Created Directorships.**

(a) A majority of the entire Board may fill any vacancy on the Board, even if the remaining directors constitute less than a quorum. If a sole director remains, then the director may fill any vacancy. If no director remains, then on the application of any person, the circuit court of the county where the registered office of the Corporation is located may fill any vacancy.

(b) The term of a director elected or appointed to fill a vacancy expires at the next annual meeting at which directors are elected. Any directorship to be filled due to an increase in the number of directors may be filled by the Board, but only for such term of office as is provided in these Bylaws.

(c) A vacancy that will occur at a specific later date, by reason of a resignation effective at a later date or otherwise, may be filled before the vacancy occurs. However, the new director may not take office until the vacancy occurs.

**4.09 Compensation.** The Board may fix the compensation of directors.

### **ARTICLE 5, MEETINGS OF BOARD OF DIRECTORS**

**5.01 Place and Time of Meetings.** The Board shall hold an annual meeting in June of each year. The Board shall set the time and place of the annual and three regular meetings, stated in the notice of each meeting. Assuming favorable travel conditions, the annual meeting will take place in the State of Florida. The three regular meetings shall be held at such place and time as the

Board determines, including via phone or teleconference, to transact any and all business that may properly come before the members

**5.02 Frequency.** The Board shall meet at least three (3) times per year in addition to the annual meeting.

**5.03 Special Meetings.** The Chair, acting alone, or at least two directors may call a special meeting at any time and shall specify the time and place of the meeting. No business other than that specified in the notice of the meeting will be transacted at any such meeting.

**5.04 Notice of Meetings.**

(a) Notice stating the place, day and hour of meetings of the Board shall be forwarded to each director not less than thirty (30) days before the date of the annual meeting, and not less than seven (7) days before the date of any regular meeting. Notice shall be provided by or at the direction of the Chair, the Executive Director, or the Secretary using a reasonable method of communication, including in-person delivery, mail, or electronic mail.

(b) Notice of the time and place of special meetings shall be given to each director at least three days before the day on which the meeting is to be held using a reasonable method of communication, including in-person delivery, mail, or electronic mail. The purpose or purposes for which the meeting is called shall be stated in the notice.

**5.05 Waiver of Notice.** A director may waive notice of any meeting by submitting a waiver in writing, including by electronic mail, either before or after the meeting or by attending the meeting without protesting at its commencement the lack of notice. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place of the meeting, the time of the meeting, or the manner in which it has been called or convened, except when a director states, at the beginning of the meeting or promptly upon arrival at the meeting, any objection to the transaction of affairs because the meeting is not lawfully called or convened.

**5.06 Quorum and Voting.**

(a) At all meetings of the Board, a majority of the entire Board shall constitute a quorum for the transaction of business. If a quorum is present when a vote is taken, the affirmative vote of a majority of directors present is an act of the Board.

(b) A director present at a meeting of the Board or a committee of the Board when corporate action is taken is deemed to have assented to the action taken unless: (1) the director objects, at the beginning of the meeting or promptly upon their arrival, to holding the meeting or transacting specified affairs at the meeting, or (2) the director votes against or abstains from the action taken.

(c) If less than a quorum of the Board is present at such meeting, those present may adjourn the meeting at any time without further notice.

(d) Once attained, a quorum continues until adjournment despite the voluntary withdrawal of

enough members to leave less than a quorum.

**5.07 Proxies.** A director entitled to vote may vote in person or by proxy, either in the form of the director's representative by proxy executed in writing, or electronic communication by the director. If the validity of any proxy is questioned, it must be submitted to the Board.

**5.08 Presiding Officer.** The Chair of the Board shall preside at all meetings of the members, or in the absence of the Chair, the Vice Chair shall preside, or in the absence of the Chair and the Vice Chair, the directors present shall choose a presiding officer. The Secretary of the Board, if one is appointed, shall act as secretary of all meetings of the directors. In the absence of the Secretary, the Assistant Secretary shall preside, or in the absence of the Secretary and the Assistant Secretary, the presiding officer may appoint any director to act as secretary of the meeting.

**5.09 Action by Directors without a Meeting.** Any action required or permitted to be taken by the Board or by any of its committees may be taken without a meeting if all members of the Board or the committee consent in writing – including by electronic mail – to the adoption of a resolution authorizing the action. The resolution and the written consents shall be filed with the minutes of the meetings of the Board or committee. Action taken under this section is effective when the last director signs the consent unless the consent specifies a different effective date. A consent signed under this section has the effect of a meeting vote and may be described as such in any document.

**5.10 Executive and other Committees of the Board.**

(a) The Board, by resolution adopted by a majority of the entire Board, may designate from among its members an executive committee and one or more other committees each of which, to the extent provided in the resolution, has and shall have the authority of the Board to the extent provided in the resolution creating the committee, except that no committee shall have authority as to the following matters:

- a. filling of vacancies on the Board or any committee;
- b. amendment or repeal of the Bylaws or the adoption of new Bylaws;
- c. amendment or repeal of any resolution of the Board which by its terms shall not be so amended or repealed;
- d. fixing of compensation of the directors for serving on the Board or any committee;
- e. election or removal of officers and directors;
- f. approval of a merger or plan of dissolution;
- g. authorization of the sale, lease, exchange or other disposition of all or substantially all of the assets of the Corporation;
- h. approval of amendments to the Articles of Incorporation.

(b) All requirements applying to the Board regarding meetings, notice, waiver of notice, quorum,

and voting apply to committees and their members as well.

(c) Each committee must have two or more members who serve at the pleasure of the Board. The Board, by resolution adopted under this section, may designate one or more directors as alternate members of any such committee, who may act in the place and stead of any absent member or members at any meeting of such committee.

(d) Neither the creation of any committee, the delegation of authority to any committee, nor action by any committee will alone constitute compliance by any director not a member of such committee with such director's obligation to act in good faith, in a manner reasonably believed to be in the best interest of the Corporation, and with such care as an ordinarily prudent person in a similar position would use under similar circumstances.

**5.11 Committees of the Corporation.** The Board may create other committees as committees of the Corporation, including, but not limited to, an advisory board. The Board may elect directors or others to serve on these committees. No such committee shall have the authority to bind the Board.

**5.12 Director Conflicts of Interest.** No contract or other transaction between the Corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested will be either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of the Board or a committee thereof which authorizes, approves, or ratifies such contract or transaction, or because the votes of such director or directors are counted for such purpose, if:

(a) the fact of such relationship or interest is disclosed or known to the Board or a committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors;

(b) the fact of such relationship or interest is disclosed or known to the members entitled to vote on such contract or transaction, if any, and they authorize, approve, or ratify it by vote or written consent, or;

(b) the contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board or a committee.

## ARTICLE 6, OFFICERS, EMPLOYEES AND AGENTS

### **6.01 Officers.**

(a) The officers of the Corporation shall be a Chair, a Vice Chair, a Secretary, an Assistant Secretary, a Treasurer, and an Assistant Treasurer. No person may hold the offices of both Chair and Secretary. No employee may serve as Chair.

(b) The officers will be elected initially by the Board at the organizational meeting of the Board and thereafter at the annual meeting of the Board or at a special meeting called for such purpose.



All officers will hold office until their successors have been appointed and have qualified or until their earlier resignation, removal from office, or death. One person may simultaneously hold any two or more offices, except as noted in 6.01(a).

(c) All officers shall be elected by a majority vote of the entire Board.

**6.02 Election and Term of Office.** The Board shall elect officers to a four-year term at the annual meeting of the Board, immediately following the election of directors. Except in the case of death, resignation or removal under these Bylaws, officers shall continue in office until the expiration of their terms and the election of their successors. Officers may be reelected to serve a maximum of two terms.

**6.03 Duties.** Each officer has the authority and shall perform the duties prescribed by the Board or by the direction of any officer that the Board authorizes to prescribe the duties of other officers.

**6.04 Removal.** The Board may remove any officer, with or without cause, by a vote of a majority of the entire Board.

**6.05 Resignation.** An officer may resign at any time by delivering written notice to the Chair, Vice Chair, or the Executive Director. A resignation is effective when the notice is delivered unless the notice specifies a later effective date. Acceptance of the resignation, unless required by its terms, shall not be necessary to make the resignation effective.

**6.06 Vacancies.** The Board may fill any vacancy, however it occurs. The person elected to fill the vacancy shall serve until the next annual meeting of the Board and the election of their successor.

**6.07 Compensation.** The Board from time to time will fix the salaries of the officers.

## ARTICLE 7, POWERS AND DUTIES OF OFFICERS

**7.01 Executive Director.** The Executive Director – an office that includes the Founding Executive Director – shall supervise the affairs of the Corporation, with responsibility for the management and direction of its operations, programs and activities, including objectives and programs as generally determined by the Board. The Executive Director shall be an ex officio, voting member of the Board. The Executive Director shall have authority, with the approval of the Board and/or of an Executive Committee, to make appointments to the faculty for indefinite terms or for limited periods. The Executive Director shall also perform all duties incident to the office of Executive Director and such other duties as may be prescribed from time to time by the Board.

**7.02 Chair.** The Chair of the Board of Directors shall preside over all meetings of the Corporation, decide all points of order and procedures at such meetings unless otherwise directed by a majority of the members of the Corporation and perform any other duties customary to the office.

**7.03 Vice Chair.** The Vice Chair shall, in the absence of the Chair, perform the duties and has the authority to exercise the powers of the Chair. The Vice Chair shall also have such powers and perform such duties as may, from time to time, be prescribed by the Board.

**7.04 Secretary.** The Secretary shall attend all meetings of the Board of Directors, record all proceedings of such meetings in the minute book of the Corporation, authenticate records of the Corporation, and perform all duties incident to the office of Secretary and any other duties assigned by the Board.

**7.05 Assistant Secretary.** The Assistant Secretary shall, in the absence of the Secretary, perform the duties and has the authority to exercise the powers of the Secretary. The Assistant Secretary shall also have such powers and perform such duties as may, from time to time, be prescribed by the Board.

**7.06 Treasurer.** The treasurer will (1) have charge and custody of and be responsible for all funds and securities of the Corporation, (2) keep full and accurate accounts of receipts and disbursements, (3) receive and give receipts for monies due and payable to the Corporation, and deposit monies in the name of the Corporation in the depositories designated by the Board, (4) work closely with the Board and Executive Director to meet the financial expectations and fundraising needs of the organization, and (5) perform all other duties as may, from time to time, be prescribed by the Board. If required by the Board, the Treasurer will give a bond for the faithful discharge of the Treasurer's duties in the sum and with the surety or sureties that the Board determines.

**7.07 Assistant Treasurer.** The Assistant Treasurer shall, in the absence of the Treasurer, perform the duties and has the authority to exercise the powers of the Treasurer. The Assistant Treasurer shall also have such powers and perform such duties as may, from time to time, be prescribed by the Board.

**7.08 Employees and Other Agents.** The Board may appoint employees and other agents to serve at the pleasure of the Board and have the authority and perform the duties determined by the Board.

**7.09 Compensation.** The Board, or a committee delegated by the Board, shall fix the compensation, if any, of any officer or employee. The Board has the authority to fix the salaries

of all employees of the Corporation. Compensation for employees shall be fixed in accordance with the conflict of interest policy adopted by the Board.

## ARTICLE 8, CONTRACTS, CHECKS, BANK ACCOUNTS, AND INVESTMENTS

**8.01 Contracts.** The Board determines who shall be authorized to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation. Such authority may be general or confined to specific instances, and it must be in writing. No instrument required to be signed by more than one officer may be signed by one person in more than one capacity.

**8.02 Checks, Drafts, Notes, Documents.** All checks, drafts, other orders for the payment of money, notes or other evidences of indebtedness issued in the Corporation's name may be signed by the Executive Director and any other Board director listed as an authorized representative with the banking institution. Any check, draft, other order for the payment of money, note or other evidence of indebtedness issued in the Corporation's name over fifty thousand dollars (\$50,000) must be signed by two authorized representatives.

**8.03 Bank Accounts and Investments.** The Board shall select banks or other depositories for the funds of the Corporation. The funds of the Corporation may be held in cash or invested from time to time in such property, real, personal or otherwise, or stocks, bonds, or other securities as the Board may deem desirable. All decisions regarding financial depositories and investments in property and/or financial instruments shall be made in a socially conscious manner and rooted in the values of the organization, as determined by the Board.

**8.04 Deposits.** All funds of the Corporation shall be deposited to the credit of the Corporation in such banks, trust companies or other depositories used by the Corporation. The Executive Director, Treasurer and any other officer listed as an authorized representative with the banking institution has the authority to make these deposits.

## ARTICLE 9, BOOKS, RECORDS, AND REPORTS

**9.01 Books and Records.** The Corporation will maintain: minutes of the proceedings of its Board and committees of directors; accurate accounting records; a copy of the current Articles of Incorporation and Bylaws of the Corporation; a list of the names and businesses addresses of the current officers and directors of the Corporation; and a copy of the most recent annual report for the Corporation as filed with the Secretary of State.

**9.02 Annual Report.** The Corporation shall prepare an annual report of its activities and make it available to all directors and Affiliates, as well as the general public. The Executive Director shall also present a balance sheet as of the close of the fiscal year of the Corporation to the

Board. Such financial statements shall be prepared in accordance with the books of the Corporation, in conformity with general accepted accounting principles.

## ARTICLE 10, NON-PROFIT OPERATION

**10.01 Operation.** The Corporation will not have or issue shares of stock. No dividends will be paid and no member of the Corporation has any vested right, interest or privilege in or to the assets, property, functions or activities of the Corporation.

**10.02 Tax Exempt Status.** The affairs of the Corporation shall be conducted at all times in such a manner as to assure its status as a publicly supported organization to qualify for exemption from income tax pursuant to section 501(c)(3) of the Internal Revenue Code.

**10.03 Prohibition Against Sharing in Corporate Earnings.** No officer, director, or member of a sub-committee, or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided that this prohibition shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes as shall be fixed by the Board; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. Upon such dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Board may determine or as may be determined by a court of competent jurisdiction, exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as they now exist or as they may hereafter be amended; provided, however, that any distributions upon dissolution of this Corporation shall be to and for the exempt purposes of this Corporation as enumerated in the Articles of Incorporation of this Corporation.

## ARTICLE 11, FISCAL YEAR

**11.01 Fiscal Year.** The Corporation's fiscal year shall be July 1 through June 30. The Board may change the fiscal year if deemed appropriate.

## ARTICLE 12, INDEMNIFICATION

**12.01 Indemnification.** The Corporation shall indemnify each officer and director to the full extent permitted by the Florida General Corporation Act and the Florida Not for Profit Corporation Act.

## ARTICLE 13, AMENDMENTS

**13.01 Power to Alter, Amend, or Repeal.** The Board, by a vote of a majority of the entire Board, has the power to alter, amend, or repeal these Bylaws or adopt new Bylaws at any meeting of the Board, provided that notice of the proposed amendment has been included in the notice of meeting.

## ARTICLE 14, DISSOLUTION

**14.01 Dissolution.** The dissolution of the Corporation shall only be decided by an affirmative vote of the entire Board. Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Service Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purposes.

**EXHIBIT D**  
**NARRATIVE DESCRIPTION OF ACTIVITIES**

## Narrative Description of Activities

Established as a nonprofit in the State of Florida in the summer of 2020, the Miami Institute aims to enable the scientific output of the Global Majority to play its proper role in the social transformation and development of our shared world as well as the theoretical advancement of the social sciences. As part of this mission, the Miami Institute first will focus on bringing together Global Majority scholars in the social sciences across the Global South and North to detect and mitigate discrimination and bias against the Global Majority in the construction of knowledge in these fields, as means for improving research quality in the social sciences and for building more inclusive national and global political economies.

During its first two years of existence, the Miami Institute plans to bring together scholars in common dialogue largely through virtual means on its open-access website. In the first online forums, for example, social science scholars will work towards imagining what research in their fields would look like without white Anglo-American domination in universities and research funding, both past and present. We will begin with a forum on economics followed by forums on sociology, history, political science, law, psychology, and anthropology. These early forums will set the stage for the sorts of questions, scholars, and works—both past and present—that the Institute will probe and analyze online in its dual efforts to center the scientific output of Global Majority scholars in the social sciences and to address discrimination and bias against the Global Majority in the production of knowledge in the social sciences.

Over the span of its first fifteen years, the Miami Institute will develop into a bricks-and-mortar academic institute, inspired by the Institute for Advanced Study in Princeton, New Jersey, and will serve as an in-person and virtual meeting place for Global Majority scholars around the world, based in a city at the geographic crossroads of the Global North and South.

**EXHIBIT E**  
**LIST OF BOARD DIRECTORS**



### Complete List of Board Members

Maribel Morey, Founding Executive Director, Miami Institute for the Social Sciences, Inc.  
1825 Ponce de Leon Blvd, #209  
Coral Gables, Florida 33134, USA

Evelynn Hammonds, Chair and Barbara Gutmann Rosenkrantz Professor, Department of the History of Science, Harvard University  
Harvard University Department of the History of Science, Science Center, Room 371  
1 Oxford Street  
Cambridge, Massachusetts 02138, USA

Caroline Shenaz Hossein, Associate Professor, Department of Social Science, York University  
York University Department of Social Science  
4700 Keele Street, 7<sup>th</sup> Fl., Ross S Rm 763  
Toronto, Ontario M3J 1P3, Canada

Yan Long, Assistant Professor, Department of Sociology, UC Berkeley  
UC Berkeley Department of Sociology  
410 Barrows Hall, Berkeley, California 94720, USA

Alden Young, Assistant Professor, Department of African American Studies, UCLA  
UCLA Department of African American Studies  
1308 Rolfe Hall, P.O. Box 957109  
Los Angeles, California 90095, USA

Aziz Rana, Professor of Law, Cornell Law School  
Cornell Law School  
106 Myron Taylor Hall  
Ithaca, New York 14853, USA

Inderjeet Parmar, Professor of International Politics, City, University of London, UK.  
City, University of London  
Northampton Square  
London EC1V 0HB, United Kingdom

Leah Wright Rigueur, Associate Professor of Public Policy, Harvard Kennedy School  
Harvard Kennedy School  
79 John F. Kennedy St.  
Cambridge, Massachusetts 02138 USA

**EXHIBIT F**  
**DIRECTOR DUTIES**

Description of Director Duties:

The main duty of the Board Members is to prepare for, attend, and participate in the Miami Institute's four yearly meetings (one annual and three regular) of the Board of Directors:

- During the Miami Institute's first two years, all four Board meetings will be virtual.
- After two years, the annual meeting will be held in South Florida while the three regular meetings remain virtual.

**EXHIBIT G**  
**SALARY ANALYSIS – EXECUTIVE DIRECTOR**

## **Executive Director Salary – Comparative Analysis**

- [Data & Society Research Institute](#), Executive Director, 153,987 USD.
- [Brooklyn Institute for Social Research](#), Executive Director, 67,490 USD.
- [Social Science Research Council](#), President, 363,091 USD
  - SSRC President Ira Katznelson thru 8/31/17 (287,776 USD), then SSRC President Alondra Nelson, as of 9/1/17 (75,315 USD).
- [National Humanities Center](#), Director and President, 415,000 USD.
- [Institute for Advanced Study](#), Director, 697,615 USD.
- [Institute for New Economic Thinking](#), President, 600,000 USD.

**EXHIBIT H**  
**CONFLICT OF INTEREST POLICY**

## **Conflict of Interest Policy of Miami Institute for the Social Sciences, Inc.**

### **ARTICLE 1, PURPOSE**

The directors, officers, employees and other key persons of Miami Institute for the Social Sciences, Inc. (the "Corporation") owe a duty of loyalty to the Corporation. This duty requires that in serving the Corporation, they act solely in the interests of the Corporation and not in their personal interests or in the interests of their relatives, businesses or others.

The purpose of this Conflict of Interest Policy (the "Policy") is to (a) help directors, officers and key employees to meet their ongoing responsibility to disclose any interests that conflict or may appear to conflict with the interests of the Corporation; and (b) protect the interests of the Corporation when it is contemplating entering into a transaction, agreement or other arrangement that might benefit the private interest of a director, officer, employee or other key person of the Corporation or might result in an "excess benefit transaction" (a transaction subject to IRS penalty taxes in which a director, officer, employee or other key person receives an economic benefit that exceeds the value of the services, property or payment the Corporation receives in return).

This Policy is intended to supplement but not replace any applicable state and federal laws governing conflicts of interest applicable to charitable organizations.

### **ARTICLE 2, DEFINITIONS**

#### **1. Related Party**

- (a) an employee, officer, director, director nominee or any key person, i.e., someone that manages the Corporation, or a segment of the Corporation that represents a substantial portion of the activities, assets, income or expenses of the Corporation and/or any of its subsidiaries;
- (b) an employee, officer, director or director nominee of an affiliate of the Corporation;
- (c) a relative of any employee, officer, director nominee or any person that manages the Corporation, or a segment of the Corporation that represents a substantial portion of the activities, assets, income or expenses of the Corporation and/or any of its subsidiaries or an affiliate of the Corporation;
- (d) an entity in which an employee, officer, director or director nominee of the Corporation or of an affiliate of the Corporation or a relative of any such individual has a thirty-five percent (35%) or greater ownership or beneficial interest or, in the case of a partnership or professional corporation, a direct or indirect ownership interest in excess of five percent (5%).

## **2. Related Party Transaction**

Any transaction, agreement or other arrangement in which a director, officer, employee or other Related Party has an Interest (defined below) and in which the Corporation or any affiliate of the Corporation is a participant. However, a transaction is not a Related Party Transaction if the transaction constitutes a benefit provided to the Related Party solely as a member of a class of the beneficiaries that the Corporation intends to benefit as part of the accomplishment of its mission, which benefit is available to all similarly situated members of the same class on the same terms.

## **3. Affiliate**

Any entity controlled by, or in control of, the Corporation.

## **5. Relative**

A person's spouse or domestic partner, ancestors, siblings (whether whole or half-blood), children (including adopted children), grandchildren, and great-grandchildren and the spouses or domestic partners of a person's siblings, children, grandchildren and great-grandchildren.

## **6. Financial interest**

A Related Party has a financial interest if the Related Party directly has or is negotiating a transaction, agreement or other arrangement with the Corporation from which the Related Party receives or will receive an economic benefit, or the Related Party has, directly or indirectly:

- a.** A current or potential ownership or investment interest in any entity with which the Corporation has or is negotiating a transaction, agreement or other arrangement, or
- b.** A current or potential compensation arrangement with any entity or individual with which the Corporation has or is negotiating a transaction, agreement or other arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

## **7. Interest**

A financial interest or other material interest. "Other material interest" includes any interest other than a financial interest that impairs or might impair a director's, officer's, employee's or other key person's independence or objectivity in the discharge of their duties to the Corporation. Examples of a material interest include, but are not limited to: (i) a participant in a proposed Related Party Transaction is an individual, or an entity owned by an individual, with whom the director, officer, employee or key person has a close personal or business relationship; (ii) the director, officer, employee or key person, or one of their Relatives, serves on the board of directors of another nonprofit organization that is a participant in, or competing with the Corporation in connection with, a proposed Related Party Transaction; or (iii) the transaction or arrangement that is the subject of a proposed Related Party Transaction is one that the director,



officer, employee or key person would like to pursue for their personal benefit or that of one of their Relatives.

### **ARTICLE 3, CONFLICTS OF INTEREST AND RELATED PARTY TRANSACTIONS**

A conflict of interest arises when a person has an actual or potential financial interest or other material interest that impairs, or might appear to impair their independence or objectivity in the discharge of their responsibilities and duties to the Corporation.

Related Party Transactions always involve actual or possible conflicts of interest. They are not necessarily improper, but must be handled in accordance with the procedures below to ensure that the Corporation only enters into transactions that are in the best interests of the Corporation.

Although Related Party Transactions are the focus of this Policy, there may be other conflicts of interest that could harm the Corporation or its reputation. Directors, officers, employee or other key persons should err on the side of caution and make full disclosure of any financial interest or other material interest that might impair or appear to impair their independence or objectivity.

### **ARTICLE 4, PROCEDURES**

#### **1. Duty to Disclose**

**a.** Upon initial election or appointment, and annually thereafter, each director, officer, employee, director nominee and key person must complete, sign and submit to the Chair or the Secretary of the Board the attached Conflict of Interest Disclosure Statement attached to this Policy.

**b.** In addition, directors, officers, employees and key persons must disclose in good faith any Interest which they have (or, to the best of their knowledge, any of their Relatives or businesses have) in any proposed Related Party Transaction as soon as they become aware of the Interest and always before the consideration of the transaction, agreement or other arrangement by the Board of Directors (“Board”) or authorized committee of the Board (“Committee”). The disclosure should be made in writing to the Chair or the Secretary of the Board of Directors and include all material facts about the Interest. The Chair or the Secretary of the Board shall provide a copy of all disclosures to the Board, or to the Committee considering the transaction. The Chair, together with at least two other directors, or the Committee considering the transaction, shall review all disclosure statements and retain them in the confidential files of the Corporation.

## **2. Procedures for Addressing a Proposed Related Party Transaction**

**a.** Upon receiving a disclosure (or otherwise becoming aware) that a Related Party has or may have an Interest in a proposed Related Party Transaction, the Board or Committee shall determine whether the transaction, agreement or other arrangement requires review and approval under this Policy by considering whether the Related Party actually has an Interest and whether the transaction otherwise meets the definition of a Related Party Transaction.<sup>2</sup>

**b.** The director, officer, employee or key person who disclosed the actual or possible Interest may make a presentation to and respond to questions by the Board or Committee but may not be present at, participate in, or attempt to improperly influence Board or Committee deliberations or voting regarding whether the transaction, agreement or other arrangement constitutes a Related Party Transaction and, if so, further deliberations or voting regarding the Related Party Transaction. The remaining Board or Committee members shall decide if a Related Party Transaction exists.

**c.** If a Related Party has a substantial financial interest in the proposed Related Party Transaction, the Board or Committee shall consider alternatives to the Related Party Transaction to the extent available (e.g., alternatives that would be equally or more advantageous that could be obtained with reasonable effort). A financial interest shall be considered substantial if it involves:

- (i) an ownership or investment interest representing more than 1% of the outstanding shares of a publicly traded company or 10% of the outstanding shares or comparable interest of a privately owned company with which the Corporation has or is negotiating a transaction, agreement or arrangement or which is otherwise involved in a transaction, agreement or arrangement with the Corporation; or
- (ii) an ownership or investment interest which produces a significant amount of income for or constitutes a significant part of the net worth of the director, officer, employee or key person, or a Relative of the director, officer, employee or key person, in any entity with which the Corporation has or is negotiating a transaction, agreement or arrangement or which is otherwise involved in a transaction, agreement or arrangement with the Corporation; or
- (iii) a compensation arrangement of any kind with any entity or individual with which the Corporation has or is negotiating a transaction, agreement or arrangement or with any entity or individual which is otherwise involved in a transaction, agreement or arrangement with the Corporation if the compensation of the

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<sup>2</sup> Example: The Corporation is considering the purchase of some office equipment. A director, officer, employee or key person discloses that she owns a small number of shares in the company that produces the equipment. The Board or Committee may decide that there is no Related Party Transaction either because the transaction is too small or routine to warrant the attention of the Board or because their ownership is too insignificant to impair or appear to impair their objectivity in deciding whether the Corporation should buy the equipment.

director, officer, employee or key person is contingent on the transaction, agreement or arrangement or is likely to be materially increased as a result of it.

The Board or Committee may, after review, consider other financial interests to be substantial.

**d.** After considering alternatives if required, the Board or Committee shall determine by majority vote of the directors present (provided a quorum is present at the time of the vote), whether the Related Party Transaction is fair, reasonable and in the Corporation's best interest at the time of the determination, and, if so, whether to enter into the Related Party Transaction.

### **3. Violations of the Conflict of Interest Policy**

**a.** If the Board or Committee has reasonable cause to believe that a director, officer, employee or key person has failed to disclose an actual or possible Interest or otherwise violated this Policy, it shall inform the director, officer, employee or key person of the basis for such belief and afford the director, officer, employee or key person an opportunity to explain the alleged failure or violation.

**b.** If, after hearing the response of such individual and after making further investigation as warranted by the circumstances, the Board or Committee determines that the director, officer, employee or key person has failed to disclose an actual or possible Interest or otherwise violated this Policy, it shall take appropriate disciplinary and corrective action.

## **ARTICLE 5, RECORDS OF PROCEEDINGS**

The minutes of meetings of the Board or Committee at which a Related Party Transaction was discussed or voted on shall be prepared contemporaneously and shall contain:

**a.** The names of the directors, officers, employees and key persons who disclosed or otherwise were found to have an actual or possible Interest in a Related Party Transaction, the nature of the actual or possible Interest, and the extent of the director's, officer's, employee's or key person's participation in the meeting;

**b.** A record of any determination as to whether the disclosed transaction, agreement or other arrangement constituted a Related Party Transaction, and the specific reasons supporting the determination.

**c.** A record of any determination as to whether the Related Party Transaction was fair, reasonable and in the best interest of the Corporation, notwithstanding the Interest, and the reasons for the determination, including any alternatives to the Related Party Transaction which were considered; and

**d.** The names of the persons who were present for discussions and votes relating to the Related Party Transaction, the content of the discussions, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken.

## **ARTICLE 6, COMPENSATION**

**a.** No person shall be present for or participate in the discussion or vote pertaining to:

- (i) their own compensation;
- (ii) the compensation of their relative(s);
- (iii) the compensation of any person who is in a position to direct or control them in an employment relationship;
- (iv) the compensation of any person who is in a position to directly affect their financial interests; or
- (v) any other compensation decision from which the person stands to benefit.

**b.** In the case of compensation of employees and key persons, the following additional procedures apply:

- (i) The Board or a Committee authorized by the Board shall approve compensation before the compensation is paid.
- (ii) The Board or authorized Committee shall base approval of compensation on appropriate data, including compensation paid by comparable organizations (three are sufficient if the Corporation's income is less than \$1,000,000) for functionally similar positions, availability of similar services in the geographic area of the Corporation, and compensation surveys compiled by independent firms.
- (iii) The Board or authorized Committee shall contemporaneously document:
  - (a) the terms of compensation and date of determination;
  - (b) the members of the Board or Committee who were present and those who voted for it;
  - (c) the comparability data relied on and how it was obtained;
  - (d) if the compensation is higher or lower than the range of comparable data, the basis for the determination, and;
  - (e) any actions with respect to consideration of the compensation by anyone on the Board or Committee who had a conflict of interest with respect to the matter.

## **ARTICLE 7, ADOPTION AND AMENDMENT**

This Board may amend this Policy by majority vote of the directors present at any meeting of the Board, provided that a quorum is present at the time of the vote.

**Miami Institute for the Social Sciences, Inc.**

**Conflict of Interest Disclosure Statement**

**[SAMPLE]**

Please complete this Statement and return it to the Chair or the Secretary of the Board of Directors.

I hereby acknowledge that I have: (1) received a copy of the Corporation's Conflict of Interest Policy ("Policy"); (2) read and understood the Policy; and (3) agree to comply with the Policy.

The information set forth below is correct and complete to the best of my knowledge. During the time I am a director, officer, employee or key person of the Corporation, I agree to keep this information up to date and promptly report any actual or possible Interest that is required to be disclosed under the Policy.

I hereby disclose:

- (1) All entities in which I hold a position as director, trustee, officer, owner (either as a sole proprietor or partner), member, or employee and with which the Corporation has a relationship:

[list name of entity and position held]

- (2) Any transaction in which the Corporation is or may be a participant and as to which I may have a conflicting interest, either personally or through my Relative or business:

[list name of Relative or business (if relevant), name of entity and nature of interest]

Dated:

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

**EXHIBIT I**  
**FUNDRAISING PROGRAMS**

## Descriptions of Fundraising Programs

*Personal solicitations.* During the first two years, the Miami Institute will solicit personal donations from scholars in the social sciences within the vast network of the Founding Executive Director, as well as the networks of other scholars on the Board of Directors. The Miami Institute plans to sustain itself mostly through personal solicitations from scholars, both domestic and international.

*Email solicitations.* While many of the personal solicitations described above will be conducted via email, Miami Institute may also create a sign-up form on its website for scholars and other supporters of the organization interested in updates. The Miami Institute may use this email list to solicit contributions to the organization.

*Website donations.* Miami Institute will enable its website to accept website donations. Before doing so, Miami Institute will ensure it complies with charitable solicitation registration requirements across the country.

*Foundation and government grant solicitations.* After two years of mostly personal donations and establishing its core mission and values, Miami Institute will seek foundation and government grants to help the organization expand, e.g., obtaining a physical facility in South Florida, hiring post-doctoral fellows and permanent faculty members, and supporting visiting scholars.

**EXHIBIT J**  
**INTELLECTUAL PROPERTY**



### Description of Intellectual Property

The Miami Institute will maintain an open-access website where scholars in the social sciences will come together to discuss ongoing scholarship and debates within their fields. Authors publishing essays on the Miami Institute's website will retain copyrights of their work. If republishing this work, the Miami Institute simply will ask the authors to acknowledge that the work was first published on the Institute's site. The website will be open-access, without restrictions to the public. The Miami Institute aims to gain funding, not by retaining copyright or charging readers for access to the website, but by soliciting grassroots funding (and after the first two years, also philanthropies) supporting the public-minded mission of the Institute.

**EXHIBIT J**  
**ITEMIZED LIST OF NON-CLASSIFIED EXPENSES**

**Itemized List of Expenses Not Otherwise Classified:**

*Year One (2020-2021): \$7,500 USD*

- One Summer Workshop (Virtual): \$2,500 USD
- Open-Access Website Budget: \$5,000 USD

*Year Two (2021-2022): \$60,000 USD*

- Two Summer Workshops (One Virtual, One In-Person): \$45,000 USD
- Open-Access Website Budget: \$15,000 USD

*Year Three (2022-2023): \$70,000 USD*

- Annual Board Meeting (Travel, Lodging & Other Expenses for South Florida Board Meeting): \$10,000 USD
- Two Summer Workshops (One Virtual, One In-Person): \$45,000 USD
- Open-Access Website Budget: \$15,000 USD