

One4All Charitable Fund

Donor Agreement

Welcome to One4All Charitable Fund ("One4All"). One4All is a 501(c)(3) public charity under the U.S. Internal Revenue Code (the "IRC") who manages and maintains donor advised funds ("DAFs"). This Donor Agreement ("Agreement") is intended to assist donors (who may be referred to in this Agreement as "account holders," "members," "you," or "your") in understanding both the benefits of participating in One4All's DAF program (the "Program"), and the important policies, procedures, rules and restrictions associated with establishing and maintaining a DAF account with One4All. Donor participation in the Program is subject to the terms and conditions of this Agreement, and by establishing a DAF account with One4All, you agree to accept and be bound by this Agreement. Subject to Internal Revenue Service ("IRS") rules and guidelines governing the operation of DAFs, One4All reserves the right to modify the Program and this Agreement at any time. In the event of any such modification, this Agreement will be updated and published on Cauze, Inc.'s website at www.cauze.com (the "Site"), specifically at <https://www.cauze.com/index/terms>.

One4All is not limited to U.S. donors. All figures in this Agreement are in U.S. dollars.

1. INTRODUCTION TO DONOR ADVISED FUNDS

The Site allows you to create your own charitable fund by opening a DAF account with One4All. A DAF account is a charitable giving vehicle administered by a third party (One4All) and created for the purpose of managing charitable donations on behalf of an organization, family, or individual. A DAF account offers you the opportunity to create an easy-to-establish, low cost, flexible vehicle to facilitate your charitable giving. While donors can enjoy administrative convenience, cost savings, and tax advantages by conducting their grant-making through a One4All DAF account, the DAF account is not a "private foundation" as that term is defined by the IRC. Once funds are donated to One4All through a contribution to a One4All DAF account, the funds will be tracked on the books of One4All as attributable to funds contributed by that particular donor, the funds will be owned and controlled by One4All, and One4All has the ultimate authority over how the assets in all One4All DAF accounts are invested and distributed. Donors may not impose restrictions or conditions on the assets in their One4All DAF account. However, the donor, or one or more persons appointed or designated by the donor (each a "donor advisor"), will have "advisory privileges" over the distribution of funds within the donor's One4All DAF account. This means that the donor (or his or her donor advisor(s)) will have the right to provide advisory recommendations and suggestions to One4All as to the U.S.- based 501(c)(3) public charities to receive distributions (i.e., "grants") from the donor's One4All DAF account. One4All is not obligated to follow these recommendations, however, and will only do so if the recommended organization meets the criteria set forth in this Agreement.

Contributions to a One4All DAF account can be made at any time, are irrevocable, are permanent gifts to One4All, cannot be returned or withdrawn, and are immediately tax deductible to the fullest extent provided by U.S. law, subject to individual and corporate limitations.*

* Availability of certain U.S. federal income tax deductions is limited to U.S. donors and may depend on whether you itemize deductions or not. Rules and regulations regarding tax deductions for charitable giving vary at the state level. Please check with your tax advisor. Tax deductions discussed herein refer specifically to U.S. federal taxes.

2. ATTRIBUTES OF A DONOR ADVISED FUND

One4All DAF account holders have the opportunity to:

- Make direct, irrevocable charitable contributions to their One4All DAF account via various online methods of payment.
- When this program is established, drive dollars to their One4All DAF account through employer matching programs.
- Recommend grants to a broad selection of other qualified U.S.-based charities that are IRS-approved, and in good standing, anywhere in the U.S., on the member's own timetable.
- Depending on eligibility based on the member's individual tax circumstances, receive a charitable deduction for direct contributions made to the member's One4All DAF account.

All donor funds established with One4All are subject to One4All's "variance power." The variance power gives One4All the authority to modify any donor recommendation or condition on grants from an account for any specified charitable purpose or to any specified charitable organization if, in the sole judgment of One4All, such recommendation or condition becomes unnecessary, incapable of fulfillment, or inconsistent with this Agreement. All contributions to One4All and grant recommendations are subject to the review and approval of One4All and its Board of Directors. One4All Directors may delegate any of their powers and authority under this Program to employees, agents, or other representatives of One4All.

3. ESTABLISHING A ONE4ALL DAF ACCOUNT

- Eligible Account Holders:

Any individual or organization located anywhere in the world is eligible to become a One4All DAF account holder.

- Opening an Account:

Unlike many other organizations that manage and maintain DAFs and that require an initial minimum contribution (often thousands of dollars) in order to establish an account, One4All permits a One4All DAF account to be opened with an initial contribution in any amount. The account can be established by completing an online application (found at www.cauze.com).

- Designating Donor Advisor(s):

At any point after your account has been established, you will have the opportunity to designate other persons who you authorize to make grant recommendations on your behalf with respect to a specific amount of your account balance. For example, you may wish to donate \$100.00 to your DAF account, designate 20 friends as your donor advisors, and give each of them the right to recommend a grant in the amount of \$5.00. You will be required to provide the name and an e-mail address for each donor advisor you designate, and One4All will send instructions to them about how to make grant recommendations. Once the donor advisor has made a recommendation, his or her advisory rights with respect to your DAF account will terminate. If you do not appoint any other persons to make grant recommendations on your behalf, you, as the named account holder, will be the only person who can make grant recommendations with respect to the funds in your One4All DAF account.

4. CONTRIBUTIONS TO ONE4ALL DAF ACCOUNTS

Contributions may be made to your One4All DAF account by any means of electronic payment currently offered by One4All (such as credit card, PayPal, or direct debit from your bank account) via the Site. You

may also have the opportunity to drive additional dollars to your One4All DAF account by purchasing merchandise from retail or corporate partners or through employer matching grants, if your employer participates in the Cauze employer matching program administered by Cauze, Inc.** These dollars will appear in your One4All DAF account balance at the Site and will be held by One4All until you have recommended a qualified charity to receive the funds that is approved by One4All or the account has been terminated in accordance with the terms and conditions set forth in this Agreement.

** Cauze, Inc. is a for profit that provides administrative, supportive, and technical services to One4All , holds and manages all intellectual property used by One4All, and that manages and maintains the online platform through which donors to One4All access and track their One4All DAF accounts. Cauze, Inc. may provide administrative, supportive, and technical services for business partnerships between One4All and corporate partners and employers, which partnerships facilitate and enhance individual philanthropy by consumers and employees who are members. Cauze, Inc. solely provides administrative, supportive, and technical services to One4All and does not conduct any solicitations on behalf of One4All.

5. CONTRIBUTIONS ARE IRREVOCABLE

Once a contribution is accepted by One4All, it is an irrevocable charitable contribution to One4All. Accepted contributions are not refundable. However, to the extent dollars in your One4All DAF account are attributable to donations made on your behalf by retail and corporate partners, returning the merchandise will cause your One4All DAF account to be debited the amount that was previously contributed on your behalf.

6. CHARITABLE INCOME TAX DEDUCTION

If you are a U.S. taxpayer, you may be eligible for an itemized U.S. income tax charitable deduction on the date that you make your direct contribution to One4All if it is processed and accepted, subject to applicable limits under federal law. If you are not a U.S. taxpayer, you may not be eligible for such a deduction. Donations made to your One4All DAF account by retail and corporate partners or employers may not be deducted from your taxable income. Notwithstanding anything in this Agreement to the contrary, you specifically acknowledge and agree that nothing in this Agreement constitutes or should be construed as legal or tax advice, and that you should consult your own legal or tax advisor about your personal situation.

7. NON-INTEREST BEARING ACCOUNTS; NO ADVISORY PRIVILEGES REGARDING INVESTMENT OF FUNDS

All DAF accounts at One4All are non-interest bearing. Donors have no advisory privileges over how funds in their One4All DAF accounts are invested, nor do donors have any ability to select or recommend investment options or provide advice on distributions from types of investments. All assets contributed to One4All DAF accounts will be managed by One4All or a delegate of One4All. One4All funds may be pooled for investment purposes. One4All's Board of Directors or a delegate of One4All's Board of Directors makes investment decisions for all assets of the One4All. IRS and Treasury regulations prevent fund donors (those who establish a fund) from making specific investment decisions.

8. ESTABLISHING A ONE4ALL DAF ACCOUNT

- U.S. Public Charities

Grants can be made only to U.S. charitable organizations recognized by the IRS as 501(c)(3) public charities described in IRC Section 509(a)(1) or 509(a)(2), and that are in good standing

(i.e., whose exempt status has not been revoked). Grants cannot be made to private foundations, IRC Section 509(a)(3) supporting organizations, individuals, or employer-sponsored disaster relief funds.

- Non-U.S. Charitable Organizations

One4All does not distribute grants to non-U.S. charitable organizations.

- Pledges & Private Benefit, Etc.

Grants may not be used for any pre-existing pledge or any private benefit (such as school tuition or scholarships sent directly to individuals), dues, membership fees, tickets, or goods bought at charitable auctions. Grants may not be used to directly or indirectly provide more than incidental benefit to any donor, donor advisor, related person (i.e., family), or 35% controlled entity. Grants may not provide an excess benefit to any donor, donor advisor, related person, or 35% controlled entity. Grants also may not be used for lobbying, political contributions, or to support political campaign activities.

- Scholarships

Grants may be made to an educational institution generally (so long as such institution meets the criteria set forth above under "U.S. Public Charities") and then applied, by the institution, for scholarship purposes. The One4All DAF account holder may not choose the individual who receives the scholarship, and scholarship grants cannot follow a particular student chosen by the account holder.

- Compliance

To the extent that One4All is aware of an improper purpose, One4All will reject any grant recommendation for improper purposes and will take remedial action if One4All discovers that improper grants have been made. Action may include, but not be limited to, requiring that the grant be returned.

9. RECOMMENDING A GRANT

As a One4All DAF account holder, you have the right to recommend grants from your One4All DAF account to qualified charitable organizations. Grant recommendations can be made online at any time via the Site. Subject to the restrictions stated in Section 8 above, you may request that a grant be made to any charity that is listed on the Site. One4All retrieves the list of charities that appears on the Site from IRS data sources (such as IRS Publication 78 data and/or the IRS Exempt Organizations Business Master File). Charities featured on the Site are listed merely for informational purposes; the existence of the featured charities does not constitute a solicitation of donations. One4All and Cauze, Inc. are not soliciting donations for featured charities. One4All and Cauze, Inc. have not entered into a contract with a featured charity providing for solicitation and do not receive any compensation from any featured charity. One4All will review your completed and submitted recommendation to ensure that the proposed grant is consistent with charitable purposes within the meaning of IRC Section 501(c)(3) and that the recommended charitable organization satisfies the criteria set forth in Section 8 above.

Recommendations for grants are advisory only and are not binding on One4All. One4All reserves the right to deny a grant recommendation and will generally notify you of the denial within 30 days with a request that you provide a recommendation for a grant to an alternative charitable organization.

Grants are processed on a monthly basis. If other members have requested grants to the same eligible charity(s), these grants are aggregated and one payment is made to the charity(s). Due to the costs associated with processing small donations, One4All reserves the right to reserve disbursement of funds until the aggregate sum is greater than \$20.00.

10. GRANT AMOUNT AND NUMBER LIMITS

- (a) Amount

One4All will consider grant recommendations as low as \$1.00 and as high as the full balance of your One4All DAF account. You are not permitted to make a grant recommendation for an amount greater than your account balance.

- (b) Number of Grants

One4All allows members to recommend an unlimited number of grants in any fiscal year (January 1 – December 31).

11. MINIMUM GRANT ACTIVITY

One4All encourages all members to make grant recommendations on a regular and continuous basis throughout the year – after all, this is the best way to ensure that the funds in your One4All DAF account achieve immediate charitable impact – but, at a minimum, One4All requires that at least 5% of each DAF account be distributed over the course of a consecutive 12 month period. One4All monitors account activity on a regular basis to ensure that the minimum distribution requirement is met and flags accounts that are in danger of not meeting the requirement. If your account is flagged, One4All will contact you via e-mail as your minimum distribution deadline approaches and encourage you to make grant recommendations.

If you fail to make grant recommendations by the deadline, but have otherwise had account activity over the course of the past 12 months (such as logging in, making a direct donation, or receiving amounts in your account through donations by retail and corporate partners or employer matching programs), One4All will maintain your account in active status but will distribute 5% of the balance of your account in one of the following ways, as determined in One4All's sole discretion: (a) to one or more organization(s) that have previously received distributions from your One4All DAF account, as long as such organization(s) still satisfy the criteria set forth in Section 8 above; or (b) to One4All's general charitable operating fund (a One4All grant making program where funds will be distributed by the One4All to meet charitable needs identified by One4All), subject to administrative fees and transaction processing fees described below.

If you fail to make grant recommendations by the deadline, and your account has otherwise been inactive over the course of the past 12 months, your account will be terminated and 100% of the account balance will be distributed as set forth in Section 12 below.

12. INACTIVE ACCOUNTS

An account will be deemed inactive if over a consecutive 12 month period there is no activity in the account such as logging in, making a direct donation, receiving amounts in the account through donations by retail and corporate partners or employer matching programs, or making a grant recommendation. One4All will make reasonable efforts to contact the account holder via e-mail prior to the end of such 12 month period and encourage him/her to engage in some activity with the account. If the account holder(s)

does not respond, One4All will terminate the account and distribute the account balance to one or more organization(s) that satisfy the criteria set forth in Section 8 above, as determined by One4All in its sole discretion.

13. RECORD KEEPING AND REPORTING

One4All or Cauze, as directed by One4All, will provide confirmations of all account transactions, usually within two business days after the transaction. Contribution confirmations serve as your receipts, and should be kept with your tax records.

14. APPLICABLE FEES

CONTRIBUTION PROCESSING FEE: For all contribution transactions, a transaction processing fee of approximately 2.2% of the amount of the contribution + \$.30 per transaction is payable by the associated account holder to One4All (these fees may vary, depending on the transaction processing fees charged by third-parties). One4All's policy requires the account holder to pay this transaction processing fee up-front at the time of the contribution to the DAF account. One4All reserves the right to change the transaction processing fee and this policy at any time.

ADMINISTRATIVE FEES: Except for grants from an account holder's Gift Balance account (as set forth below), in order to offset One4All's administrative cost of managing and maintaining its DAF accounts and use of the Cauze Platform, One4All currently charges an administrative fee of 2.9% of the amount of each grant made by an account holder. One4All reserves the right to change the amount of the applicable administrative fee at any time.

Gift Balance account transactions: To the extent an account holder elects to make a grant using a Gift Balance account associated with their DAF account, One4All currently charges an administrative fee of 7.9% of the grant amount. One4All reserves the right to change the amount of the applicable administrative fee at any time.

The following example illustrates how One4All's current processing fee and administrative fee policies work for contributions and grant recommendations:

- When a contribution of \$20.00 is made, the account holder will be charged \$20.74 (based on a processing fee of 2.2% of the \$20.00 contribution + \$.30). \$20.00 will be credit to the account holder's One4All DAF account, for distribution to qualified charities, and \$0.74 would be credited to One4All (or the relevant third-party processor). Subject to applicable limits under U.S. tax law, if the account holder is a U.S. taxpayer, the full amount of the charge (i.e., \$20.74) would be eligible for an itemized U.S. income tax charitable deduction.
- Subsequently, unless an account holder wishes to use a Gift Balance account for a grant, when a grant of \$20.00 is made to a qualified charity by an account holder, \$19.42 will be distributed to the qualified charity and \$.58 will be credited to the One4All's general operating funds to account for the administrative fee.
 - If the account holder wishes to make the \$20.00 donation to a qualified charity from their Gift Balance account, then \$18.42 would be distributed to the qualified charity and \$1.58 would be credited to the One4All's general operating funds to account for the administrative fee.

15. ONLINE ACCOUNT ACCESS

One4All DAF account holders may access their account online at any time by logging into the Site with the username and password created at signup. Your account allows you to:

- See the cash balance of the account (money that you have directly donated to your account via the Site);
- See the donations that corporate partners have made on your behalf, based on your purchases;
- See the donations made by and through employer matching programs;
- Recommend grants to charities; and
- Review the status of grants that have been recommended.

Since members can access account information on their own at any time via the Site, One4All's current policy (which is subject to change at any time) is that One4All will not separately e-mail or otherwise provide statements to members reporting account information about the member's One4All DAF account. However, as noted in Sections 11 and 12 above, One4All will contact members via e-mail in the event an account is in danger of not meeting the minimum distribution requirement and/or of being deemed inactive. Each One4All DAF account holder is responsible for making recommendations via the Site using their username and password and each One4All DAF account holder is responsible for ensuring the security of their username and password. Each One4All account holder is responsible for all activities occurring under their email address.

16. ADDITIONAL INFORMATION

If you have any questions about this Agreement, please direct them to: info@cauze.com.

Information concerning One4All may also be obtained, without cost, by writing to its principal place of business at the following address:

One4All Charitable Fund
300 Main Street, Suite 300
Boise, ID 83702