

INFORMATION TRUST EXCHANGE GOVERNING ASSOCIATION
(Also referred to below as "ITEGA")

Incorporated, Jan. 30, 2017 as a California Not for Profit Public Benefit Corporation

IRS FORM 1023
ADDITIONAL SHEETS

Part V, Section 1a – Additional Directors not shown on Form 1023

NAME	TITLE	ADDRESS	COMPENSATION
Linda K. Miller	Director	4455 Oxbow Circle S Afton MN 55001	-0-
John G. Taysom	Director	9 Lower Common South London UK SW15 1BP	-0-

Part III, Line 1 – Organizing purpose

In addition to Article 2, Sections B & C of the Articles of Incorporation, enclosed and found at:
<http://newshare.com/itega1/itega-CA-incorporation-01-30-2017.pdf>

Also please refer to the Corporation's Bylaws, Article I, Section I, entitled, "Mission", enclosed and also found at:
<http://newshare.com/itega1/itega-bylaws-04-27-17-FINAL.pdf>

Part IV – Narrative Description of Activities

WHAT IS THE ACTIVITY?

ITEGA is a nonstock, nonprofit, public-benefit corporation that benefits the public as a whole and lessens the burden of government to regulate. It allows all of the various participants in the Internet a place to develop the protocols and processes for protecting and balancing trust, privacy, identity and other interests in an even-handed and agnostic manner and environment. It provides the environment for the various participants to come together to actually allow such an environment to operate.

Please refer to the "Mission" page of the Corporation's website, reproduced below:

<https://informationtrust.wordpress.com/mission/>

MISSION

The Information Trust Exchange Governing Association, an outgrowth of the Information Trust Exchange Project, seeks to help the public manage online trust, identity, privacy and information commerce.

Its activities seek to:

1. **PRIVACY** — Help public users regained control of their privacy and identity. Individuals' security and privacy on the Internet are fundamental and must not be treated as optional. When users share information about themselves they need to do it voluntarily and know what they are sharing and whom they are sharing it to or with.
2. **PERSONALIZATION** — Help quality publishers to improve the relevance and value of advertising in part through deeper knowledge about their users' collective interests. Commercial involvement in the development of the Internet brings many benefits; a balance between commercial profit and public benefit is critical.
3. **PAYMENT** — Create a public-interest internet ecosystem where an individual "fast pass" to trustworthy information — by subscription or by click — is possible without a required dependence upon one commercial platform.

Journalism worldwide is under financial pressure as the advertising, which supported it, migrates from print to digital and, on digital, to mobile and web platforms managed primarily by Facebook and Google. Publishers are looking for ways to re-assert a close, "first-party" relationship with users/viewers/readers and to help users manage their "personas" — their digital identity. The ITEGA seeks to define the business rules and technology for shared-user networks for trust, identity, privacy and information commerce.

Our first two efforts:

- Help publishers understand the impact of user-data leakage and the opportunity to encourage users to install tracking protection.
- Deploy a proof-of-concept for a first-party-user-data exchange that would be privacy-by-design.

Long term, we want the ITEGA-certified networks to support single sign-on, sharing of value (payments for content, advertising, etc.) and site access control through sharing of user permissions and attributes. And we intend that the network's rules and protocols (probably open source), will be controlled and governed by this non-profit, non-governmental organization.

The ITE project has been incubated by the Donald W. Reynolds Journalism Institute at the Missouri School of Journalism. An independent non-profit, member association, the Information Trust Exchange Governing Association, was incorporated Jan. 30, 2017.

RELATED LINKS:

- How the ITE solves data leakage and fosters ethical advertising for publishers and users
- Why local news sites are giving their advertisers' best customers away — and how the ITE can stop it
- How the ITE can fix internet advertising through sharing of Audience Profile Books

Among other expected activities are set forth in the Bylaws, Article I, Section 1 as follows:

1. Help members of the public to safely manage their privacy, identity and information payments on the Internet;
2. Research, develop, test, adopt and promote technology, protocols, business standards and rules for governing the exchange of information about and for Internet users, their activities and purchases;
3. Own, manage, perform, license, certify, assigns or oversee functions related to the coordination and value of user-data exchange;
4. Help to teach, research, promote and sustain the values, principles and purposes of independent, fact-based journalism particularly in the service of democracies and open societies;
5. Facilitate open and public access to digital information;
6. Helps preserve and enhance the operational stability, reliability, security and global interoperability of the Internet;
7. Where feasible and appropriate, depends on market mechanisms to promote and sustain a competitive information environment;
8. Introduce and promote competition in the exchange and management of public user data and value exchange where practicable and beneficial in the public interest;

WHO CONDUCTS THE ACTIVITY?

The activities noted above will be conducted by the executive management, employees, consultants, contractors and members, statutory or non-statutory, of the ITEGA, under the guidance of the Board of Directors.

WHEN IS THE ACTIVITY CONDUCTED?

The activities will be conducted as required.

WHERE IS THE ACTIVITY CONDUCTED?

The activities will be conducted from the principal place of business of the ITEGA, generally across public Internet services and within the scope of the businesses of affiliated consultants, contractors and members.

HOW DO THESE ACTIVITIES FURTHER ITEGA'S EXEMPT PURPOSE?

The activities, taken in their entirety, act to establish a shared-user network for trust, identity, privacy and information commerce on the web that have neither been controlled by a government nor any single private, non-charitable entity. It allows all of the various participants in the Internet a place to develop the protocols and processes for protecting and balancing the various interests in an even-handed and agnostic manner. It provides the environment for the various participants to come together to actually allow such an environment to operate.

WHAT PERCENTAGE OF YOUR TOTAL TIME IS ALLOCATED TO THE ACTIVITIES?

It is the intention of ITEGA that 100% of its time will be devoted to these activities or closely related activities.

HOW ARE THE ACTIVITIES FUNDED?

The activities are funded through member dues and transaction or licensing fees, and charitable grants and gifts from the public, all of which support ongoing research, governance, certification, compliance and rulemaking.

LIST ANY ALTERNATIVE NAMES

The Information Trust Exchange Governing Association may also become know as "ITEGA". We have registered the domains "ITEGA.ORG" and "INFOTRUST.ORG". ITEGA currently has web services at both of those addresses, which are public. See: <http://www.infotrust.org>

Printed copies of selected web pages most relevant to this application are included in this submission as marked.

Part V, Line 3a – Name, qualifications, hours, duties

William P. Densmore Jr., Executive Director

Average hours worked: 35 hours/week / general management of the business, fund-raising, public speaking and writing.

Densmore's career spans journalism, publishing and entrepreneurship. He is a Donald W. Reynolds Journalism Institute (RJI) fellow and author of its white paper, "*From Persona to Payment: A Status Report on the News Ecosystem, and a Challenge to Create the Next One.*" (2015).¹ Densmore has been an editor/writer for The Associated and for trade publications in business, law, insurance and information-technology in Boston, Chicago, San Francisco and New York. He co-owned and published the Advocate newsweeklies for the Berkshires/southwestern Vermont, from 1983-1992. Densmore founded Amherst, Mass.-based Clickshare Service Corp., which provides user registration, authentication, content access control and transaction services to Internet web content sites and publishers. He is co-founder of Taxonometrics Inc., a New York-based company incubating a news- and information-personalization service called LifeStream®. He's a founding member and director of Journalism That Matters and also served eight years on the board of the New England Newspaper & Press Association and four years on the board of Shires Media Partnership, Inc. Densmore also served as director/editor of the Media Giraffe Project at the University of Massachusetts-Amherst from 2005-2008. It was an effort to find and spotlight individuals making sustainable, innovative use of media (old and new) to foster participatory democracy and community. He is a member of the editorial advisory board of The Berkshire Eagle. Densmore holds a B.A. from the University of Massachusetts-Amherst in environmental policy and communications.

Board of Directors

¹ -- The report may be accessed from: <http://www.newshare.com/report.pdf>

Collectively directors' duties include attending meetings and general supervision of the business and adherence to its mission. They are not compensated except for reasonable expenses in performing their board roles. Their hours are not tracked.

BOARD BIOS:

Scott O. Bradner is a senior figure in the area of Internet governance and served in multiple roles for the Internet Engineering Task Force (IETF), which develops Internet standards. He served as a trustee, VP for standards and then as secretary to The Internet Society and as a director of the American Registry for Internet Numbers (ARIN), the North American IP address registry. Until his Nov. 1, 2016 retirement, he was university technology security officer and then senior technical consultant in the office of the CTO at Harvard University, where he spent 50 years working in computers, networking, security and identity management. Bradner was involved with the process of developing an institution to succeed the Internet Assigned Numbers Authority (IANA), which managed the Internet's domain name system. In 1996 at a conference of the Harvard Information Infrastructure Project, Mr. Bradner famously described two conundrums of the Internet that still hold: "Who says who makes the rules?" and "Who says who pays for what?" He has been a frequent speaker at technical conferences, a weekly columnist for Network World, and, now, an independent consultant and patent expert witness. He lives near Boston.

William E. Buzenberg has spent 35 years as a journalist and news executive at newspapers and public radio. From 1978-1997 he was a reporter, foreign correspondent and then vice president of news for National Public Radio. During his tenure, the NPR News Division was honored with nine DuPont-Columbia University batons and 10 Peabody Awards. He was also senior vice president of news at American Public Media / Minnesota Public Radio from 1998-2006 where he won his second DuPont-Columbia gold baton. A former Peace Corps volunteer in Bolivia, he was co-editor of the memoirs of the late CBS News President Richard Salant. Buzenberg has won numerous awards, including the prestigious Edward R. Murrow Award, public radio's highest honor and he has held fellowships at the Shorenstein Center for Media, Politics and Public Policy and the JFK Institute of Politics, both at Harvard University; at the University of Michigan and the Johns Hopkins University School of Advanced International Studies. From 2007-20015, he was responsible for raising millions for dollars while serving as director of the Center for Public Integrity, an investigative news organization based in Washington, D.C. with a 20-year track record and some 37 first place national journalism awards. He has served on the board of the Institute for Nonprofit News and as a strategic advisor to Yes! Magazine. A graduate of Kansas State University, he now lives on Bainbridge Island, Wash.

Jo Ellen Green Kaiser is executive director of The Media Consortium and has worked in independent, progressive media for over 15 years, as both an editor and publisher. She also serves on foundation boards for the Alliance of Community Media and the Association of Alternative Newsmedia. She is driven by a belief that democratic societies thrive only when their members have access to accurate information and informed opinion. Before coming to the Media Consortium, Kaiser was a leading figure in Jewish media. As a project manager, she specializes in bringing together volunteers. A signature project was managing the production of Siddur Sha'ar Zahav, the first complete LGBT Jewish prayerbook, to which 200 volunteers contributed time and effort. She received a B.A. at Yale University and a Ph.D. in English from the University of California, Berkeley. She taught modern poetry, women's studies and literary theory for six years at the University of Kentucky before leaving academia for media. She lives in San Francisco.

Linda K. Miller is a project director at American Public Media (APM) in St. Paul, Minn. As the general manager of the Public Insight Network at APM, and seeded with a \$4.1-million Corporation for Public Broadcasting grant, she helps journalists deepen relationships with the communities they serve, albeit with better technology. Prior to joining APM, she spent 12 years as a reporter and editor at The Salt Lake Tribune. She has taught public- insight reporting and journalism ethics at Arizona State University and her alma mater, University of Wyoming. She became a journalist in the small towns of Wyoming, where newspapers were pieced together with hot wax -- held together by trust, transparency and reader partnerships. Miller is also a director of the nonprofit Journalism That Matters.

John G. Taysom is a British-based technology investor and entrepreneur. He is a board member and trustee of The Web Science Trust. From 1983-2001 he was a product manager, strategy director and then venture-investing executive at Reuters PLC in Hong Kong, the Middle East, Europe and the United States. He started the Reuters Venture Capital Fund in Palo Alto in 1995, making 82 investments in Internet and web infrastructure and services, including Infoseek, Yahoo and Verisign. He acquired the fund in an MBO in 2002. His investments in 18 companies have lead to IPOs. He holds groundbreaking U.S. and European patents for the anonymization of private user data for advertising purposes. He served as a director of Forbes.com until 2006. An alumnus of Pricewaterhouse-Coopers, he was chairman of Performance Horizon Group Ltd. until Sept. 2015, and earlier, a director of Advertising.com Inc. Taysom earned a Bsc in economics, with honors, from the University of Bath. He is a visiting professor at University College, London, and a senior fellow in the advanced leadership initiative at Harvard University. In 2016, he helped organize the Privacy Summit of the Alan Turing Institute. He also runs a small farm in Devon, UK.

Part V, Line 5a – Conflicts of Interest policy

Article II, Section 3 of the Bylaws of the Information Trust Exchange Governing Association, as adopted April 27, 2017, reads as follows:

Directors shall serve as individuals who have the duty to act in what they reasonably believe are the best interests of ITEGA and not as representatives of the entity that selected them, their employers, or any other organizations or constituencies. Conflicts of interest may arise from time to time between a Director's personal interest and his or her professional obligations to ITEGA. The Board shall establish in a timely manner and follow, review or revise a Conflict of Interest Policy. At no time shall any Director vote on any matter in which he or she has a material and direct financial interest that would be affected by the outcome of the vote. No person may assume the office of Director while employed by, having a consulting relationship with, or receiving compensation from the employer or a related corporate organization of a sitting Trustee.

California Section 5233. Each Director shall be responsible for disclosing to ITEGA any matter that could reasonably be considered to make such Director an "interested director" within the meaning of Section 5233 of the California Nonprofit Public Benefit Corporation Law ("CNPBCL"). In addition, each Director shall disclose to ITEGA any relationship or other factor that could reasonably be considered to cause the Director to be considered to be an "interested person" within the meaning of Section 5227 of the CNPBCL.

In general, and for matters not otherwise covered by Bylaws Article II, Section 3 or CNPBCL, ITEGA's Board of Directors will adopt and/or be guided by a conflict-of-interest policy identical or similar the terms of *Appendix A: Sample Conflict of Interest Policy* to the IRS Form 1023

Instructions (2006). Any officer, director or employee who has a personal or business stake in a contemplated transaction will take no part in the ITEGA's strategy, deliberations, negotiations or approval processes, including any Board votes.

Part V, Line 8a – Contracts with an Officer

It is contemplated that the Board of Directors may wish to negotiate a written employment agreement with William P. Densmore Jr. Mr. Densmore served as secretary, treasurer and executive director as of the date of this application. Mr. Densmore will recuse himself and stand at arms length from ITEGA and the Board of Directors will exercise due diligence in order to pay Mr. Densmore at or below fair market for his services.

Part VI, Lines 1a and 1b – Services provided to individuals or organizations

The Information Trust Exchange Governing Association plans to provide certain services to individuals and organizations. As representative examples, we expect those services will include one or more of the following:

- Business rules authoring, compiling or certifying
 - Technology protocol authoring, certification or development
 - Authentication or authorization of users for access to digital information
 - User data sharing facilitation and / or management
 - Notational exchange of data for aggregation and settlement of payments
 - Conference and meeting services
 - Educational or training materials
-

Part VI, Line 2 – Certain limitation of services provided

The Information Trust Exchange Governing Association plans to generally, but not necessarily exclusively, provide services to individuals and organizations who have met certain technical, privacy and operating requirements for certification to use or join ITEGA-compliant networks, without particular limitation as to their business class or competition.

Part VIII, Line 4a – Fund-raising activities

Personal – There will be no effort at personal or other solicitation to the general public. Any personal solicitation will be limited to the purposes described below under “foundation grant solicitations” and “other.”

Foundation grant solicitations -- Our business plan calls for seeking donations from foundations to support up to the first three years of operation of the Information Trust Exchange Governing Association. This will be executed through personal contact, augmented by phone and email contact.

Other – We plan to ask certain organizations – not individuals -- to become founding, non-statutory members of the ITEGA. These would be principally selected publishers and information-technology companies.

Part VIII, Line 4d – Geographic scope of fundraising activities

We do not plan any fundraising to the general public in any geographic area. We will conduct foundation grant solicitations and other solicitations, as noted in our answer to Part VIII, Line 4a, above, from our principal place of business (presently Williamstown, Mass.) and in meetings with potential grant-makers or organizational members – wherever they wish to meet. Information on our website may incidentally lead to fund-raising contacts, but will not be geographically limited.

Part VIII, Line 6a – Economic development to lessen government burdens

In general, the purposes of ITEGA do not encompass any specific geographic or private economic-development mission other than to lessen the burdens of government and “promote the global public interest in the operational stability of the Internet.” (Bylaws, Article I, Section 1, Mission). The safe and efficient operation of Internet services, particularly for business purposes, increasingly requires managing the identity of users as well as assuring respect for their privacy desires. It is intended that ITEGA will facilitate both in the public interest, lessening the need for government or governments to do so.

Part VIII, Line 7a – Facilities development – Related party contracts

It is possible that some contractors will help to develop facilities such as computer code. There will be no business or family relationships between such contractors and ITEGA’s officers or directors, except that Grafton V. Mouen, to the extent he may become a contractor of ITEGA, is principal owner of Taxonometrics Inc. , a business in which William P. Densmore Jr. is also a 15% equity holder; and Clickshare Service Corp., to the extent it may become a contractor of the ITEGA, is a business in which Mr. Densmore holds a less than 15% equity stake; and Privitar (U.K.), to the extent it may be a contractor to ITEGA, is a business in which Mr. John G. Taysom, holds a non-controlling equity stake.

To the extent ITEGA proposes any relationship for development of facilities with any of the entities mentioned in Part VIII, Section 7a, above, such agreements will be negotiated at an arms length basis without participation of the related parties and in conformance with ITEGA’s Bylaws, Section 3, the California Nonprofit Public Benefit Corporation Law, and the terms of *Appendix A: Sample Conflict of Interest Policy* to the IRS Form 1023 Instructions (2006).

Part VIII, Line 10 – Rights in intellectual property

The Information Trust Exchange Governing Association does not own any patents or other intellectual property other than rights to the registration of the domain names ITEGA.ORG and INFOTRUST.ORG. While ITEGA does not plan to create any patentable or copyrightable

software or intellectual property; to the extent any is created as the result of its charitable or educational (or other) purposes, it would intent to apply such rights within and for those purposes. ITEGA may wish to license certain intellectual property from contractors or other third parties in order to facilitate the operation of shared-user networks for trust, identity, privacy and information commerce. Such licenses would permit ITEGA or its sublicenses to operate certain services primarily for its charitable and educational purposes and in the public interest. License agreements might permit ITEGA to collect sub-royalties or realize other benefits.

Part VIII, Line 11 – Contributions of intellectual property

The Information Trust Exchange Governing Association may wish to accept gifts of certain rights in patents or other intellectual property. The terms of any such gifts would be arranged by the Board of Directors so as to primarily support the charitable and education purposes of ITEGA in the public interest.

Part VIII, Lines 12 a-d inclusive – Foreign operations

ITEGA does not plan on having any physical assets or tangible operations outside the United States for the foreseeable future. However, the nature of the Internet is inherently not exclusive to the United States. The provision of developing, supporting or operating primarily technical services that manage trust, identity, privacy or information commerce across the Internet will therefore involve activities that may benefit or affect people in many foreign countries. It is not currently possible to specify how or when citizens and organizations of foreign countries will be materially affected -- or at what times.

Part VIII, Lines 13a-g – Grants to organizations

The ITEGA business plan projects that within Year Three of operations, the revenue from such items as member fees, transaction fees, exchange fees and royalties may permit it to begin to make grants to other charitable organizations for purposes related to ITEGA's mission. It is premature to plan or indicate which organizations might receive such grants. But the purposes contemplated might include, among other things, the support of community and public research and writing for the public about important public-policy issues, digital library-pass access to information necessary to foster participatory democracy and one or more "Report for America" initiatives. Such grants will be intended to support the charitable and education aims of ITEGA with particular respect to number Items 1-9 as set forth in Bylaws Article 1, Section 1, attached hereto.

At this time, ITEGA does not require an application form or a grant proposal because it does not yet know if it will be able to support such grant making. Should it be able to do so, management will develop documentary record keeping, grant application and proposal processes consistent with the practices of other 501(c)(3) public charities and will document their creation in a timely Form 990 Annual Information Return.

Part VIII, Line 15 – Close connection with organizations

JoEllen Green Kaiser, a director and current chair of the ITEGA board, is executive director of The Media Consortium, a San Francisco-based not-for-profit membership organization. Its website says it is a fiscally sponsored 501(c)(3) network of independent and community media outlets dedicated to values-driven journalism. It is possible that The Media Consortium (TMC) may coordinate with ITEGA to market and advance the use of ITEGA-sanctioned network services by one or more of TMC's member organizations. To the extent the coordination involves any financial or tangible value exchange between TMC and ITEGA, such arrangement will be negotiated in a manner consistent with Conflict of Interest policies as earlier described and with Ms. Kaiser recused and at an arms length from Board or management deliberations and decisions.

Part X, Line 5i – Sources of financial support

For at least the first two years of operation, the good-faith projected budget of the ITEGA shows that more than one third of its financial support will come from grants from foundations, other publicly support organizations or from the general public.

Beginning in the third year of operation, or thereafter, but before the fifth year of operation, the projected budget shows that more than one third of its financial support will begin to come from membership fees, and gross receipts from activities related to its exempt functions.

Consequently, it would appear that initially ITEGA would qualify under 5g, and indefinitely thereafter under 5h. We ask the IRS to rule on the appropriate status for ITEGA.

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