

The Luc Cochran Foundation

GOVERNANCE & TRANSPARENCY

Governance Handbook

How The Luc Cochran Foundation is governed and held accountable.

PUBLISHED BY	The Luc Cochran Foundation Inc.
DOCUMENT	Governance Handbook
EDITION	Revised September 2026
APPLIES TO	Governance & transparency

Board structure, fiduciary duties, financial controls, risk oversight, and public disclosure commitments.

Purpose and authority

This handbook describes how The Luc Cochran Foundation Inc. is governed. It supplements — and does not replace — the Articles of Incorporation, the Bylaws, and applicable Georgia and federal law. Where this handbook conflicts with the Bylaws or law, the Bylaws and law control.

It is written to be read by directors, officers, staff, volunteers, funders, and members of the public. Governance transparency is not a marketing exercise for us; it is the mechanism by which a small charity earns the right to ask for money and to work with children and vulnerable adults.

Legal name	The Luc Cochran Foundation Inc.
Form	Georgia nonprofit corporation
Tax status	501(c)(3) tax-exempt public charity
EIN	99-1959689
Founded	2024
Principal office	1560 Commercial Court, Suite H, Jonesboro, GA 30238
Fiscal year	Calendar year

Charitable purpose

TLCF is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings inures to the benefit of any private individual. The organization does not participate in any political campaign on behalf of or in opposition to any candidate for public office, and attempts to influence legislation are not a substantial part of its activities.

The Board of Directors

Role

The Board holds the organization in trust for the public. It governs; it does not manage. Day-to-day operations are carried out by leadership, staff, and volunteers under the Board's oversight.

Oversight responsibilities

- Mission and strategic direction
- Executive leadership: selection, support, and evaluation

- Governance policies and procedures
- Legal and regulatory compliance
- Conflicts of interest
- Program effectiveness and community impact
- Financial stewardship and organizational risk
- Long-term planning and sustainability
- Protection of TLCF's charitable purpose

Duties of a director

Duty	What it requires in practice
Duty of care	Attend meetings prepared, read materials in advance, ask questions, and make decisions with the diligence an ordinarily prudent person would use in similar circumstances.
Duty of loyalty	Put the foundation's interests ahead of personal or business interests; disclose conflicts and abstain where required.
Duty of obedience	Keep the organization faithful to its charitable purpose and compliant with its governing documents and the law.

Composition and terms

The number of directors, their terms, election, removal, and vacancy procedures are set by the Bylaws. TLCF seeks directors who bring a mix of nonprofit finance, education, technology, community relationships, and lived experience of the barriers we work on.

Officers

Officer	Core responsibility
President / Executive Director	Leads the organization, executes Board direction, and represents TLCF publicly.
Secretary	Maintains corporate records, minutes, policies, and filings; serves as compliance and records officer.
Finance Officer / Treasurer	Oversees budgeting, financial reporting, internal controls, and the annual filing process.

Meetings and decision-making

- The Board meets regularly and may meet by telephone or video conference where permitted by the Bylaws and Georgia law.
- Notice, quorum, and voting requirements are governed by the Bylaws.
- Written minutes are taken for every meeting, approved at a subsequent meeting, and retained permanently.
- Action may be taken by unanimous written consent where the Bylaws and law allow.
- Directors with a conflict on an agenda item disclose it, may answer questions, and then leave the discussion and abstain from the vote. The abstention is recorded in the minutes.

Committees

The Board may establish standing or ad hoc committees — for example finance and audit, governance and nominating, or program review. Committees advise and prepare recommendations; only the Board may exercise the authority the Bylaws reserve to it.

Executive oversight and compensation

The Board reviews executive performance and any compensation arrangement. Compensation decisions are made by disinterested directors, informed by data on comparable positions at similar organizations, and documented contemporaneously in the minutes. Board members receive no compensation for their service as directors.

Financial controls

- An annual budget is approved by the Board before the fiscal year or as soon after as practicable.
- Financial statements are reviewed by the Board on a regular cycle.
- Segregation of duties is maintained to the extent our size permits: the person who authorizes a payment is not the person who reconciles the account.
- Restricted gifts are tracked separately and released only for their designated purpose.
- The annual IRS filing is reviewed by the Board before submission.
- Reserves, banking authority, and expenditure thresholds requiring Board approval are set by Board resolution.

Risk, compliance, and ethics

Core policies

The following written policies are adopted by the Board, reviewed periodically, and published in full on our website:

Policy	What it addresses
Conflict of Interest	Disclosure, recusal, annual statements, and handling of interested-party transactions.
Whistleblower	Confidential reporting of suspected misconduct and protection from retaliation.
Document Retention and Destruction	Retention periods by record type, secure destruction, and the litigation hold requirement.
Nondiscrimination	Equal access to programs, volunteering, and employment; accommodation requests.
Privacy Policy	Collection, use, sharing, and protection of personal information.
Accessibility Statement	Our commitment and process for digital and physical accessibility.

Child and vulnerable adult protection

- Background screening for volunteers and staff in roles with access to minors or vulnerable adults.
- A two-adult rule: no unsupervised one-to-one contact in a private setting.
- Boundaries on private communication, transportation, gifts, and social media contact.
- Mandated reporting of suspected abuse or neglect as required by Georgia law.
- Immediate suspension from participant contact pending review of any credible safety concern.

Insurance and risk

TLCF maintains insurance appropriate to its activities and reviews coverage as programs change. Risk review includes participant safety, food handling, transportation, data security, financial controls, and reputational exposure.

Grievances

Participants, volunteers, partners, and donors may raise a concern by emailing hi@luccares.org. Concerns are acknowledged within five business days. Matters implicating the Executive Director, financial integrity, or participant safety are escalated to the Board under the Whistleblower Policy.

Transparency and public disclosure

TLCF makes the following available to the public without requiring a request:

- Mission, program descriptions, service area, and leadership.
- Organizational facts including legal name, EIN, tax status, and founding year.
- Core governance policies in full.
- Annual impact reporting with program outcome measures.
- Privacy policy, terms of service, and accessibility statement.

Our status and filings can also be independently verified through the IRS Tax Exempt Organization Search, the Georgia Secretary of State business search, and our Candid (GuideStar) profile.

What we do not publish

We do not publish participant identities, case details, referral records, donor personal information without permission, staff and volunteer personnel files, or security-sensitive operational details. Protecting the people we serve is itself a governance obligation.

Reviewing this handbook

The Board reviews this handbook periodically and after any material change in structure, program scope, or law. The Secretary maintains the controlling version and the record of adoption.

Adoption

Adopted by the Board of Directors of The Luc Cochran Foundation Inc. Maintained by the Secretary as Compliance and Records Officer. This edition supersedes all prior editions.

How to reach us

General

hi@luccares.org

Toll-free	833-TLCF-NOW (833-852-3669)
Local	770-678-1667
Office	1560 Commercial Court, Suite H, Jonesboro, GA 30238
Website	luccares.org
Programs	luccares.org/programs
Partnerships	luccares.org/partners
Donations	luccares.org/donate
Resource directory	luccares.org/resources
Digital Foundations course catalog	www.digitalfoundations.app

Office hours are by appointment. Program schedules vary by season; confirm current times before referring someone or visiting in person.

Verify our nonprofit status

The Luc Cochran Foundation Inc. is a Georgia nonprofit corporation and a 501(c)(3) tax-exempt public charity, EIN 99-1959689. Our status and filings can be verified through the IRS Tax Exempt Organization Search, the Georgia Secretary of State business search, and our Candid (GuideStar) profile.