ARTICLE A:

ECOPHI ECOSYSTEM CHARTER, MISSION LOCK & REGENERATIVE GOVERNANCE

Section 1: Purpose and Regenerative Mandate

EcoPhi Associates, L3C ("EcoPhi L3C") exists as the regenerative mission steward of the EcoPhi ecosystem.

EcoPhi LLC and all affiliated entities exist to deliver regenerative architecture, ecological manufacturing, community development, and related services in alignment with this Charter.

The EcoPhi ecosystem is organized for the primary purpose of:

Φ ecological regeneration
Φ community resilience and affordability
Φ sustainable housing and infrastructure
Φ ethical economic participation
Φ long-term stewardship of land, people, and resources

Profit is a tool to support regeneration, not the primary objective.

This Charter shall govern all EcoPhi entities, subsidiaries, project vehicles, and affiliated partnerships.

Its core principles are permanent and may not be amended in any manner that permits extractive or speculative business practices.

Section 2: Structural Mapping of the EcoPhi Ecosystem

2.1 EcoPhi Associates, L3C

EcoPhi L3C shall function as:

Φ mission steward and governing umbrella
Φ holder of regenerative standards and ethics
Φ coordinator of capital flows and reinvestment strategy
Φ guardian of the non-extractive profit model
Φ continuity and legacy protection entity

All major strategic decisions affecting mission, capital philosophy, surplus reinvestment, or ecosystem structure shall remain under the authority of EcoPhi L3C.

2.2 EcoPhi LLC

EcoPhi LLC shall function as:

Φ architectural, engineering, and construction delivery entity
Φ operational revenue generator

Φ project management and development arm
Φ service provider to project SPVs and communities

EcoPhi LLC operates commercially while remaining contractually bound to this Charter.

2.3 Project Entities and Manufacturing Entities

Project-specific SPVs and manufacturing entities may be formed as needed to:

Φ ring-fence risk
Φ manage development projects
Φ operate production facilities
Φ partner with local communities

All such entities remain subordinate to EcoPhi L3C mission governance.

Failure of any single project shall not compromise the ecosystem as a whole.

Section 3: Non-Extractive Capital & 33% Profit Limitation

3.1 Profit Cap

Across the EcoPhi ecosystem:

Φ Net profit shall not exceed thirty-three percent (33%) of project or operational surplus

Remaining value shall be allocated toward:

Φ reinvestment into regenerative infrastructure
Φ community development initiatives
Φ ecological restoration
Φ education and workforce uplift
Φ resilience reserves

3.2 Community Reinvestment Commitment

EcoPhi shall reinvest no less than:

Φ three percent (3%) of annual project value into community benefit initiatives

Upon post-founder continuity, this minimum increases to:

Φ eight percent (8%)

3.3 Capital Philosophy

Capital shall be structured to prioritize:

Φ revenue-based returns
Φ project-level ring-fencing

Φ capped participation mechanisms
Φ long-term regeneration

The following are disfavored and require express approval by EcoPhi L3C governance:

Φ exit-driven equity
Φ speculative valuation structures
Φ control through capital
Φ disproportionate value extraction

Section 4: Compensation Equity

EcoPhi shall maintain internal economic balance:

Φ minimum compensation above local living wage standards
Φ maximum compensation not exceeding twelve (12) times minimum compensation per region

Compensation structures shall support fairness, sustainability, and mission integrity.

Section 5: EcoPhi Participation & Contribution Framework

EcoPhi may establish participation pools at ecosystem or project levels to recognize:

Φ long-term contributors
Φ builders and operators
Φ aligned partners
Φ regenerative investors

Participation:

Φ reflects contribution and stewardship
Φ does not convey default governance control
Φ does not guarantee distributions
Φ remains subject to profit caps and reinvestment priority

Distributions occur only from surplus after:

Φ operations
Φ reserves
Φ community reinvestment
Φ regenerative growth needs

Participation is non-transferable absent mission-aligned approval.

Section 6: Reinvestment Priority

Surplus not distributed through approved participation mechanisms shall be reinvested into:

Φ manufacturing and innovation capacity
Φ new regenerative developments

Φ community infrastructure
Φ ecological restoration
Φ risk buffers and reserves

Growth shall be governed by readiness and impact, not financial pressure.

Section 7: Governance & Stewardship

EcoPhi governance is designed to:

Φ protect regenerative mission
Φ prevent extractive drift
Φ ensure transparency
Φ maintain long-term continuity

Initial governance authority resides with the Founder through EcoPhi L3C.

As the ecosystem matures, governance may expand to include:

Φ stewardship councils
Φ community representation
Φ contributor participation mechanisms

All governance shall prioritize regeneration over short-term financial optimization.

Section 8: Post-Founder Continuity & Legacy Protection

EcoPhi is structured to persist beyond any individual.

Leadership succession may pass to mission-aligned successors, including family stewardship, provided that:

Φ the 33% profit cap remains enforced
Φ community reinvestment commitments increase, not decrease
Φ non-extractive capital principles remain intact
Φ regenerative purpose remains primary

No successor may convert EcoPhi into a speculative or extractive enterprise.

Section 9: Ethical Partnerships

EcoPhi shall partner only with organizations aligned with regenerative values.

Partnership standards include:

Φ transparent pricing
Φ fair compensation
Φ community respect
Φ non-exploitative practices

EcoPhi revenue shall derive solely from disclosed fees or agreed participation structures.

Section 10: Knowledge Commons & Intellectual Stewardship

EcoPhi favors open regenerative knowledge sharing.

Where intellectual property is protected, it shall be solely to:

Φ prevent extractive enclosure
Φ protect mission integrity
Φ support long-term community benefit

Protected innovations may later be released to the commons when aligned with ecosystem health.

Section 11: Mission Lock

No amendment to this Operating Agreement or affiliated entity agreements may:

Φ remove the profit cap
Φ eliminate community reinvestment
Φ permit extractive capital models
Φ subordinate regeneration to speculation

Any such amendment shall be void.

Practical Flow Summary (for clarity inside the Operating Agreement)

EcoPhi Associates, L3C

- Holds mission authority
- Controls profit cap enforcement
- Oversees reinvestment
- Guards non-extractive principles
- Ensures continuity

EcoPhi LLC

- Generates revenue
- Delivers projects
- Provides services
- Operates commercially within Charter constraints

SPVs / Manufacturing Entities

- Ring-fenced operations
- Local partnerships
- Project execution

All report upstream to EcoPhi L3C for mission compliance.