

File No. 150216

Committee Item No. 3

Board Item No. 10

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Budget & Finance Sub-Committee

Date April 1, 2015

Board of Supervisors Meeting

Date April 7, 2015

Cmte Board

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Completed by: Linda Wong

Date March 27, 2015

Completed by: L.W.

Date April 2, 2015

1 [Annual Fundraising Drive - 2015]

2
3 **Resolution designating those agencies qualified to participate in the 2015 Annual Joint**
4 **Fundraising Drive for officers and employees of the City and County of San Francisco.**

5
6 WHEREAS, City and County of San Francisco Administrative Code, Section 16.93-4
7 requires that by May 1st of each year, the Board of Supervisors, by resolution, shall designate
8 those agencies that qualify to participate in the City's Annual Fundraising Drive for that year;
9 and

10 WHEREAS, The agencies referred to below have each submitted an application for
11 participation in the 2015 Annual Fundraising Drive; and

12 WHEREAS, Applicants are qualified to participate in the Annual Fundraising Drive if
13 they meet the requirements contained in Administrative Code, Section 16.93-2; now,
14 therefore, be it

15 RESOLVED, That the Board of Supervisors of the City and County of San Francisco
16 finds that applicants who participate in the City's Annual Fundraising Drive must meet the
17 following criteria contained in Administrative Code, Section 16.93-2:

- 18 1. An applicant must be a federated agency representing 10 or more charitable
19 organizations, of which at least 50 percent shall represent organizations located in
20 the counties of San Francisco, San Mateo, Santa Clara, Alameda, Contra Costa,
21 and Marin;
- 22 2. The federated agency must certify to the Board that the Internal Revenue Service
23 has determined that contributions to all of the represented charitable organizations
24 are tax deductible;
- 25

- 1 3. The federated agency must have been in existence with 10 or more qualified
2 charities for at least one year prior to the date of application and provide satisfactory
3 evidence to that effect at the time of filing an application with the Board;
- 4 4. The federated agency must submit its most recent certified audit at the time of filing
5 an application with the Board;
- 6 5. The federated agency must submit an application to the Board that includes all
7 information that may be relevant to the criteria listed above; and, be it

8 FURTHER RESOLVED, That the Board of Supervisors hereby finds and determines
9 that the requirements of Administrative Code, Section 16.93-2 have been met by the following
10 applicants:

11 Asian Pacific Fund; Bay Area Black United Fund; Local Independent Charities of
12 America; EarthShare California; Global Impact; United Way of the Bay Area; Community
13 Health Charities California; and, be it

14 FURTHER RESOLVED, That the Board of Supervisors hereby designates the following
15 agencies as agencies that qualify to participate in the City's Annual Fundraising Drive for
16 2015:

17 Asian Pacific Fund; Bay Area Black United Fund; Local Independent Charities of
18 America; EarthShare California; Global Impact; United Way of the Bay Area; Community
19 Health Charities California; and, be it

20 FURTHER RESOLVED, That the designated agencies shall fulfill all obligations and
21 responsibilities required of participants in the City's Annual Fundraising Drive.

22
23
24
25



OFFICE OF THE CITY ADMINISTRATOR



Edwin M. Lee, Mayor
Naomi M. Kelly, City Administrator

March 16, 2015

Angela Calvillo, Clerk of the Board
Board of Supervisors
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

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BOARD OF SUPERVISORS
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Subject: 2015 Combined Charities Annual Fundraising Drive, File No. 150216

Dear Ms. Calvillo:

Pursuant to Section 16.93-3 of the Administrative Code, my office has reviewed the applications to participate in the Annual Combined Charities Fundraising Drive. This review is in accordance with the criteria delineated in Administrative Code Section 16.93-2.

Our review indicates that all seven agencies that applied to participate have met the criteria determined by the Board of Supervisors. The agencies are: Asian Pacific Fund, Bay Area Black United Fund, Inc., Community Health Charities, Earth Share of California (Environmental Federation of California), Global Impact, Local Independent Charities and United Way of the Bay Area.

Our review addresses the criteria delineated in the Administrative Code. We have recommended that representatives of the applicant agencies attend the Budget and Finance Committee meeting to respond to any questions the committee may have. Applicants will be notified of the date and time of the meeting.

If you should have any questions or desire additional information, please contact Joan Lubamersky (415) 554-4859 of my office.

Very truly yours,

Naomi M. Kelly
City Administrator

Enclosures

cc: Applicant Federations

SUMMARY OF FINDINGS
2015 Review of Applications
To Participate in Annual Combined Charities Fundraising Drive

SUMMARY OF METHODOLOGY AND FINDINGS

Our review consisted of an examination of the materials provided in File No. 150216 and telephone conversations with representatives from applicant organizations.

All seven organizations that applied for participation in the 2015 Joint Fundraising Drive are in compliance with the criteria established by the Board of Supervisors as delineated in the Administrative Code Section 16.93-2.

CRITERIA

Following is a list of the criteria established by Ordinance and information as to how the applicants met each requirement. All agencies satisfy subsections (A) through (E).

Criterion A: Be a federated agency representing ten (10) or more charitable organizations of which 50 percent shall represent organizations located in the counties of San Francisco, San Mateo, Santa Clara, Alameda, Contra Costa and Marin.

According to the City Attorney, "located in the counties" may be defined as having offices, fundraising or otherwise doing business in those counties:

1. Asian Pacific Fund

Asian Pacific Fund represents over 40 organizations, with 50 percent or more of the agencies located in the Bay Area counties.

2. Bay Area Black United Fund, Inc.

Bay Area Black United Fund, Inc. represents more than 50 agencies with 50 percent or more of the agencies located in the Bay Area counties.

3. Community Health Charities

Community Health Charities represents more than 40 charitable agencies with 50 percent or more of the agencies located in the Bay Area counties.

4. EarthShare of California (Environmental Federation of California)

Earth Share of California represents more than 75 agencies, with 50 percent or more of the agencies located in the Bay Area counties.

5. Global Impact

Global Impact represents more than 70 agencies of which 50 percent or more are located in the Bay Area counties.

6. Local Independent Charities (LIC)

Local Independent Charities represents over 375 agencies of which 50 percent or more are located in the Bay Area counties.

7. United Way of the Bay Area

United Way of the Bay Area represents over 225 agencies, of which 50 percent or more are located in the Bay Area counties.

Criterion B: The federated agency must certify to the Board of Supervisors that the Federal Internal Revenue Service has determined that contributions to all of the represented charitable organizations are tax deductible.

Each of the applicant organizations included information from the Internal Revenue Service indicating proof of their tax-deductible status.

Criterion C: The federated agency must have been in existence with 10 or more qualified charities for at least one year prior to the date of application and provide satisfactory evidence to that effect at the time of filing an application with the Board.

This criterion was met by all agencies.

Criterion D: The federated agency must submit its most recent certified audit at the time of filing an application with the Board.

The applicant agencies provided these documents, as detailed below:

1. Asian Pacific Fund submitted an Independent Auditors Report and Audited Financial Statements and Supplementary Information dated December 17, 2014 performed by Burr Pilger Mayer, Inc.
2. Bay Area Black United Fund, Inc. submitted an Audited Financial Statement dated December 31, 2012, with an Independent Auditors' Report by Grant & Smith, LLP, dated September 9, 2014.
3. Community Health Charities of California submitted Financial Statements dated June 30, 2013, and an Independent Auditors' Report by Stroub & Company, CPAs dated December 24, 2013.

4. EarthShare of California (Environmental Federation of California, Inc.) submitted Financial Statements for the years ending June 30, 2013, with an Independent Auditors' Report by Bregante & Company, LLP, dated February 26, 2015.
5. Global Impact submitted Financial Statements and Supplemental Material for the years ended June 30, 2014 and 2013, with an Independent Auditors' Report by IBDO USA, LLP dated October 9, 2014.
6. Local Independent Charities submitted Financial Statements for the years ending April 30, 2013, with an Independent Auditor's Report by Maze & Associates Accountancy Corporation, dated August 19, 2013.
7. United Way of the Bay Area submitted Financial Statements for years ending June 30, 2014 and 2013, with a Report of Independent Auditors by Moss Adams LLP, dated November 5, 2014.

Criterion E: Agencies that wish to participate in the Annual Drive are required to submit applications to the Board of Supervisors that include all information that may be relevant to the criteria listed in the Section.

All applicants provided documentation in their letters of application to the Board of Supervisors or confirmed by telephone that they are in compliance with the requirements of Section 16.93-2. This constitutes "certification."

Therefore, all applicants were in compliance with Criterion E.

Attachment: Federation contacts for 2015 campaign

Contacts for Federations CCSF 2015 Campaign (File 150216)

Organization and address	Contact person, phone, fax, email
<p>Asian Pacific Fund 465 California Street, Suite 809 San Francisco, CA 94104</p>	<p>Audrey Yamamoto President and Executive Director (415) 395-9985 (415) 986-2040 (F) audrey@asianpacificfund.org</p>
<p>Bay Area Black United Fund, Inc. (BABUF) 1212 Broadway, Suite 810 Oakland, CA 94612</p>	<p>Linda Dails Office Manager (510) 763-7270 (510) 763-1155 (F) ldails@babuf.org</p>
<p>Community Health Charities 2363 Boulevard Circle, Suite 105. Walnut Creek, CA 94595</p>	<p>Krystie Scull Executive Director (925) 947-5771 (925) 947-5772 (F) kscull@healthcharitiescal.org</p>
<p>EarthShare of California 49 Powell Street, Suite 510 San Francisco, CA 94102</p>	<p>Dave Coyle Associate Director (415) 981-1999 x 305 (415) 800-6592 (F) dave@earthshareca.org</p>
<p>Global Impact 66 Canal Center Plaza, Suite 310 Alexandria, VA 22314</p>	<p>Jim Hill (510) 332-4179 (510) 482-5646 (F) jhillco@juno.com</p>
<p>Local Independent Charities 1100 Larkspur Landing Circle, Suite 340 Larkspur, CA 94939</p>	<p>Michelle Clancy Campaign & Membership Services (415) 925-2600 (415) 925-2540 (F) mclancy@mcguireinc.com</p>
<p>United Way of the Bay Area 221 Main Street, Suite 300 San Francisco, CA 94105</p>	<p>Gabriela Jimenez Development Officer (909) 489-4488 gjimenez@uwba.org</p>



**ASIAN
PACIFIC
FUND**

A Community Foundation

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Leg Clerk

February 19, 2015

Ms. Angela Calvillo
Clerk of the Board
San Francisco Board of Supervisors
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Dear Ms. Calvillo:

The Asian Pacific Fund is pleased to apply for participation in the 2015 San Francisco City and County Employees Combined Charities Campaign.

Founded in 1993, the Asian Pacific Fund is a charitable community foundation that is a federation representing over 75 organizations who serve the Asian and Pacific Islander community in the Bay Area. Given that over 36% of the population in San Francisco is Asian or Pacific Islander American, we believe that many donors would appreciate having options that directly benefit this substantial constituent of our San Francisco community.

Enclosed please find all required materials in accordance with our understanding of the Administrative Code set forth by the Board of Supervisors in Section 16.93-2, which includes:

1. A list of current Asian Pacific Fund affiliate organizations, all of which are located in one of the 6 counties listed in Section 16.93-2. (Criteria A)
2. A copy of our IRS 501(c)(3) Tax Exempt letter (Criteria B)
3. A copy of the Asian Pacific Fund's 2013-14 Annual Report (Criteria C-1)
4. A copy of the Asian Pacific Fund's most recent Form 990 (Criteria C-2)
5. A copy of the Asian Pacific Fund's most recent certified audit (Criteria D)

Any additional information we can present in order to support this application, please let us know.

Best regards,

Audrey Yamamoto
President & Executive Director

Board of Directors

Emerald Yeh - Chair
Journalist

Andrew Cuyugan McCullough - Treasurer
General Counsel, Spify Enterprises

Nelson Ishiyama - Secretary
President, Ishiyama Corporation

Laura Ching
Co-Founder, Tiny Prints

Kathy Chou
Senior Vice President of Sales Strategy and Operations, Informatica

David Chun
CEO & Founder, Equilar

Peter Y. Chung
Managing Director, Summit Partners

Tom Cole
CEO, Beau-coup

Andrew Ly
President & CEO, Sugar Bowl Bakery

Raymond L. Ocampo Jr.
President & CEO, Samurai Swfer LLC

Satish Rishi
Chief Financial Officer, Rambus

Leo Soong
Co-Founder, Crystal Geyser Water Company

Michael A. Yoshikami
CEO & Founder, Destination Wealth Management

Board Emeritus
Jerry Yang

President & Executive Director

Audrey Yamamoto

Asian Pacific Fund			
Code	Organization Name	City	Organization Phone
A800	Asian Pacific Fund	San Francisco	(415) 395-9985
A801	APA Family Support Services	San Francisco	(415) 617-0061
A802	Asian & Pacific Islander American Health Forum	San Francisco	(415) 954-9988
A803	Asian & Pacific Islander Wellness Center	San Francisco	(415) 292-3400
A804	Asian American Women Artists Association	San Francisco	(415) 252-7996
A805	Asian Americans for Community Involvement	San Jose	(408) 975-2730
A806	Santa Clara County Asian Law Alliance	San Jose	(408) 287-9710
A807	Asian Pacific American Community Center	San Francisco	(415) 587-2689
A808	Asian Pacific Environmental Network	Oakland	(510) 834-8920
A809	Asian Pacific Islander Legal Outreach	San Francisco	(415) 567-6255
A810	Center for Asian American Media	San Francisco	(415) 863-0814
A811	Charity Cultural Services Center	San Francisco	(415) 989-8224
A812	Chinatown YMCA	San Francisco	415-576-9622
A813	Chinese Culture Foundation of San Francisco	San Francisco	(415) 986-1822
A814	Chinese Newcomers Service Center	San Francisco	(415) 421-2111
A815	Chinese Progressive Association	San Francisco	415-391-6986
A816	Community Health for Asian Americans	Oakland	(510) 835-2777
A817	Community Youth Center of San Francisco	San Francisco	(415) 775-2636
A818	Donaldina Cameron House	San Francisco	(415) 781-0401
A819	Eth-Noh-Tec	San Francisco	(415) 282-8705
<i>Pending</i>	Family Bridges, Inc.	Oakland	(510) 839-2022
A820	Filipino Community Center (Fiscal Sponsor: Filipino-American Development Foundation)	San Francisco	(415) 333-6267
A821	Friends of Children with Special Needs	Fremont	(510) 739-6900
A822	Gum Moon Residence Hall	San Francisco	(415) 421-8827
A823	International Children Assistance Network	Milpitas	408-509-8788
A824	J-Sei, Inc.	Berkeley	(510) 848-3560
A825	Japanese Community Youth Council	San Francisco	(415) 202-7909
A826	Kearny Street Workshop	San Francisco	(415) 503-0520
A827	Kimochi, Inc.	San Francisco	(415) 931-2294
A828	Kokoro Assisted Living Inc.	San Francisco	(415) 776-8066
A829	Korean American Community Services, Inc.	San Jose	(408) 920-9733
A830	Korean Community Center of the East Bay	Oakland	(510) 547-2662
A831	Lao lu Mien Culture Association, Inc.	Oakland	(510) 635-8358
A832	Lotus Bloom	Oakland	(510) 735-9222
A833	Narika	Berkeley	(510) 444-6068
A834	NICOS Chinese Health Coalition	San Francisco	(415) 788-6426
A835	North East Medical Services	San Francisco	(415) 391-9686
A836	Oakland Asian Cultural Center	Oakland	(510) 637-0455
A837	Richmond Area Multi-Services, Inc.	San Francisco	(415) 668-5955
A838	Southeast Asian Community Center	San Francisco	(415) 885-2743

<i>New for 2015</i>	SteppingStone	San Francisco	(415) 974-6784
A839	Vietnamese American Community Center of the East Bay	Oakland	(510) 891-9999
A840	Vietnamese Voluntary Foundation (VIVO)	San Jose	(408) 532-7755
A841	Vietnamese Youth Development Center	San Francisco	(415) 771-2600
A842	Yu-Ai Kai / Japanese American Community Senior Service	San Jose	(408) 294-2505

OGDEN UT 84201-0038

In reply refer to: 0437874133
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BODC: TE

ASIAN PACIFIC FUND
225 BUSH ST STE 590
SAN FRANCISCO CA 94104-4294

Employer Identification Number: 94-3201522
Person to Contact: M. Pritchett
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your June 18, 2012, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(3) of the Internal Revenue Code in a determination letter issued in December 1994.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

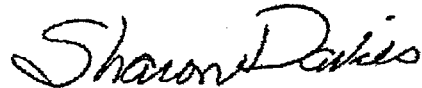
Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file. We will publish a list of organizations whose tax-exempt status was revoked under section 6033(j) of the Code on our website beginning in early 2011.

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ASIAN PACIFIC FUND
225 BUSH ST STE 590
SAN FRANCISCO CA 94104-4294

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,

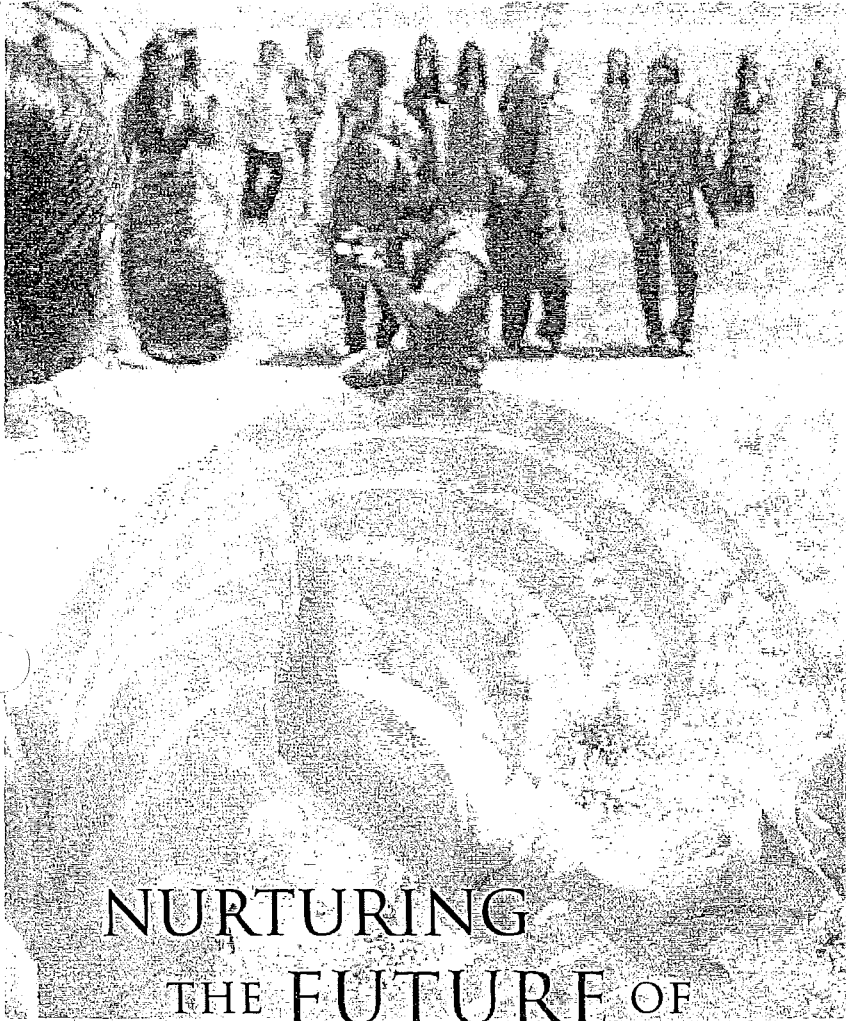


Sharon Davies
Accounts Management I



ASIAN
PACIFIC
FUND

A Community Foundation



NURTURING
THE FUTURE OF
OUR COMMUNITY



MESSAGE FROM THE CHAIR



Dear Friends,

Being with an organization from its inception and seeing it through its first 21 years gives one a rare and wonderful perspective. I have the privilege of being a founding board member of the Asian Pacific Fund and it will always be a source of pride that I was there from the beginning.

With that pride comes immense appreciation for not only how far we have come but the relationships we have built over the years, both with our donors and with our affiliate organizations serving the vulnerable in our community. As you can see with this annual report, an important way of demonstrating a non-profit's viability and value is in numbers—the dollars we raise, the grants we distribute and the number of people we reach.

Numbers are also useful in communicating the needs in our community and the impact the Asian Pacific Fund is having. Asian Americans and Pacific Islanders are the fastest growing ethnic group in the country. A recent report found that we also make up more than a third of those living in poverty in San Francisco.

In the past year we have more than doubled the number of dollars we distribute in grants and we have also engaged nearly 300 new donors for our affiliates through the City and County of San Francisco's Workplace Giving Campaign.

What's harder to measure, but perhaps more important, is the trust we earn in the way we spend the dollars you give to us. Whether it is something as personal as a scholarship for a well-deserving student or a grant to help a struggling service organization learn how to fundraise more effectively, the Asian Pacific Fund always has its eye on how best to strengthen the Asian Pacific Islander community in the Bay Area. We thank you for your trust and look forward to continuing our partnership with you in improving the quality of life for others.

Sincerely yours,

Emerald Yeh
Asian Pacific Fund Board Chair & Founding Board Member



The International Children Assistance Network, an affiliate of the Asian Pacific Fund, provides services across generations.

BOARD OF DIRECTORS

Emerald Yeh
Chair
Journalist

Andrew Cuyugan McCullough
Treasurer
General Counsel, Syfy Enterprises

Nelson Ishiyama
Secretary
President, Ishiyama Corporation

Laura Ching
Co-Founder, Tiny Prints

Kathy Chou
Senior Vice President of Sales
Strategy and Operations,
Informatica

David Chun
CEO & Founder, Equilar

Peter Y. Chung
Managing Director,
Summit Partners

Andrew Ly
President & CEO,
Sugar Bowl Bakery

Raymond L. Ocampo Jr.
President & CEO,
Samurai Surfer LLC

Satish Rishi
CFO, Rambus

Leo Soong
Co-Founder,
Crystal Geyser Water Company

Jerry Yang
Emeritus

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Vice President – Enterprise Solutions,
Robert Half

Tracy Chan
Senior Managing Director,
First Republic Bank

Tom Cole
CEO, Beau-coup

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Jill Kitazaki
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Yul Kwon
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Margaret Lapiz
Vice President for Strategy
and Integration,
The Permanente Medical Group

Lance Lew
Director of Community Marketing,
NBC Bay Area

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Bill Park
CEO, DeepDyve, Inc.

Hyun Park
Senior Vice President
& General Counsel, PG&E

Frederick Seguritan
Partner, Partner Fund Management

Anthony Soohoo
Co-Founder & CEO, Dot and Bo

Tim Vi Tran
Founder & President,
The Ivy Group

Thuy Vu
"KQED Newsroom" Host, KQED

Ken Young
Founder & President,
Prince of Peace Enterprises

IN THEIR OWN WORDS

"When I attended an Asian Pacific Fund gala four years ago, I finally learned about the needs of the Bay Area's Asian and Pacific Islander communities. I have attended the gala every year since then, and each year I get the sense that I have somehow come home. I am honored to have been elected to the Board this year and will do my best to serve."

Leo Soong
Board member of the Asian Pacific Fund



CHANGING LIVES THROUGH PHILANTHROPY

GRANTS TO OUR COMMUNITY

Over the past year, the Asian Pacific Fund has distributed nearly a half a million dollars in grants from donor advised funds and our own grant making initiatives. In 2014, we launched a Capacity Building and Civic Engagement Initiative that focuses on strengthening the sustainability and impact of non-profits who serve our most vulnerable API community members. It provides \$300,000 per year for three years to a cohort of 12 community partners. Our grants are supporting vital investments in areas like leadership development, fundraising and technology upgrades.

We designed this new initiative based on direct input from the executive directors of our affiliate organizations who told us that long-term capacity building is a top priority, yet funding for these efforts is often the hardest to secure.



CHOLAR POTLIGHT: EMILY H.

Emily H. and her mother immigrated to the United States from China when Emily was eight years old. She grew up in one of Oakland's toughest neighborhoods, moving so frequently that she "never had a place to call home." Her mother, who does not speak English, works three part-time jobs. Emily is now pursuing a economics degree at UC Berkeley with the help of the Frederick and Demi Seguritan Scholarship so she can "work towards a solution that helps low-income, immigrant families" like hers and "inspire others to give back to their own communities."

In 2014, we distributed over \$250,000 in scholarships to nearly 70 students primarily from low-income communities.

WHAT OUR PARTNERS ARE SAYING

"The Asian Pacific Fund approaches its relationship with community-based organizations from a partnership and supporter perspective by engaging at higher level organizational empowerment. This fills the gap in the foundation sector where most of the relationships are based on just program deliverables."

June Lee, Executive Director
Korean Community Center of the East Bay

"It's fortunate for us that the Asian Pacific Fund really sees that there's a need to provide services to the API community, and specifically to the most vulnerable groups, like Southeast Asians. The Fund recognizes these needs and supports these needs, which is unique."

Judy Young, Executive Director
Vietnamese Youth Development Center



"It is extremely gratifying to see Asian Pacific Fund be so responsive in input from its affiliates, and to take such interest in making our organization stronger—beyond giving out funding"

Vincent Pan, Executive Director

Congratulations to our Capacity Building and Civic Engagement Initiative grant recipients:

Asian & Pacific Islander Wellness Center, Asian Immigrant Women Advocates, Asian Pacific American Community Center, Asian Women's Shelter, CAA, Community Youth Center of San Francisco, East Bay Asian Youth Center, Filipino Advocates for Justice, International Children Assistance Network, Korean Community Center of the East Bay, Maitri, Vietnamese Youth Development Center. Collectively, these groups will reach over 20,000 API youth and adults as part of this initiative.

COMMUNITY SPOTLIGHT: MAITRI

A shocking 41.61% of Asian women report experiencing physical or sexual violence during their lifetime. For South Asian survivors of domestic violence, finding culturally appropriate care in the Bay Area can be incredibly challenging.

"What will happen if I leave? Will I lose custody of my child? Will I be deported because I am on a dependent visa — these are often the questions that our clients face," says Rama Jalan, Program Director of San Jose-based Maitri. Maitri supports South Asians facing situations of domestic violence, human trafficking, and cultural displacement. It provides peer counseling, case management, legal assistance, transitional housing, and referral services.

The organization's commitment and ability to impact the lives of those they serve in a meaningful way is a big reason why Rama loves working at Maitri. *"I have a passion for seeing social justice achieved and I am inspired by what might otherwise seem like a small accomplishment — like when a client calls to say they've cleared their driving test or enrolled in a class for the first time ever. It is a liberating event for our clients who have been controlled their entire lives,"* shares Rama.

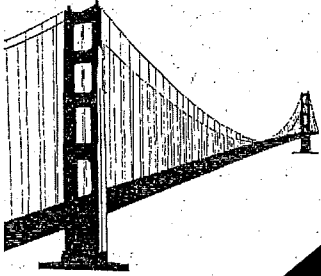
Maitri was founded in 1991 by a group of volunteers and has grown to a staff of ten, serving hundreds of women per year. The organization's team provides its services free of charge in 15 South Asian languages. The Asian Pacific Fund is supporting Maitri with a three-year Capacity Building and Civic Engagement grant. The grant is focused on expanding Maitri's long-term impact by supporting fund building activities and the creation of donor databases. This grant will allow Maitri to develop the first donor development plan in its history.



SHEDDING LIGHT ON API NEEDS

There is often a lack of awareness of the challenges faced by the API community. This perception means that many groups that provide essential services to the Asian community are overlooked and struggle to find funding. The Asian Pacific Fund supports organizations that serve our most vulnerable community members and brings attention to the hidden struggles that many Bay Area APIs face.

HIDDEN STRUGGLES OF THE BAY AREA'S API COMMUNITY



POVERTY

Poverty among APIs living in San Francisco jumped by 43% in a five year period. Asians now make up the largest ethnic group living in poverty in the city.



CITY AVERAGE



ASIANS



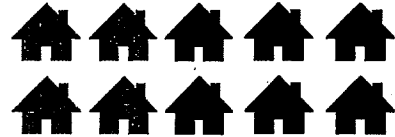
PACIFIC ISLANDERS

UNEMPLOYMENT

The unemployment rate of Asians (7%) and Pacific Islanders (14%) in San Francisco is substantially higher than the city average (5%).

HOUSING

In Santa Clara County, APIs make up 39% of households living in subsidized housing, the highest rate of any racial group.

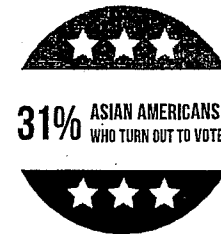


HEALTHCARE

Alameda County is one of the top counties with medically underserved API populations in the nation. As a result, many APIs living in Alameda County are struggling to access quality healthcare.

VOICE IN THE COMMUNITY

Only 31% of Asian Americans turn out to vote. Though they are the fastest growing racial group in the United States, Asian Americans continue to have one of the lowest voter turnout rates among all racial groups.



Sources: Asian and Pacific Islander Health and Wellness: A San Francisco Neighborhood Analysis, Pew Research Fact Tank, Community of Contrasts, Asian-American and Pacific Islander Mental Health



DONOR SPOTLIGHT: NAREN GUPTA

Naren Gupta has dedicated his life to building innovative companies. He co-founded Integrated Systems Inc. and today leads Nexus Venture Partners, one of the strongest venture capital funds in India. In between his business trips and his passion for world travel, Naren has also made time to champion the causes in the Bay Area that are important to him. He has been a long-time supporter of the Asian Pacific Fund and recently became part of the Leadership Circle for our Endowment Campaign.

Naren values the impact the Fund has and appreciates its work to encourage others to give back. According to Naren, "The way I think about all donations is the impact my donation has on society, on special individuals. And if you dig deep into Asian Pacific Fund's activities, we probably get the most benefit out of every dollar **342**end."

RECOGNIZING OUTSTANDING LEADERSHIP

LEADERSHIP IN PHILANTHROPY AWARD

Each year, the Fund's Board of Directors selects an individual who has achieved significant success while also making a difference by giving back. **Steve Chen, Co-Founder of YouTube**, has been a role model for the next generation of philanthropists and is the recipient of the 2014 Leadership in Philanthropy Award. Steve was instrumental in building YouTube, which has had a profound impact on the way we communicate, learn and connect. In 2013, he made a \$1 million gift to his alma mater, the Illinois Mathematics and Science Academy. His gift will go towards the creation of the "Innovation Hub," a facility to support student entrepreneurship. Steve is also a strong supporter of organizations in the Bay Area, including the Asian Art Museum and UCSF.



CHANG-LIN TIEN LEADERSHIP IN EDUCATION AWARD

The 2014 Chang-Lin Tien Leadership in Education Award recipient is **Dr. Liza Cariaga-Lo, Associate Provost of Brown University**. Dr. Cariaga-Lo is a leader in the fields of education program evaluation, minority student development, ethnic minority health care and public policy affecting children and families. She recently completed a book about the identity development of Asian Americans. The Tien Award honors the legacy of Dr. Chang-Lin Tien, the former Chancellor of the University of California, Berkeley and the first Asian American head of a major university. Dr. Tien was also a founding board member of the Asian Pacific Fund.

GROWING UP ASIAN IN AMERICA 2014: HOW FOOD SHAPES OUR IDENTITY

Food has always been a way to connect us with our families and communities. This year, we asked K-12 students across the Bay Area to share how food plays a role in their lives as Asian and Pacific Islanders growing up in America. Nearly 1,200 students submitted art, poetry and video entries for our 19th annual Growing Up Asian in America program. Students shared how food shapes their identity by connecting them with their family's stories, recipes and traditions. This is what a few of this year's winners shared with us:

"Even if I can't get on a plane, I've found that I can travel across oceans and continents in just a few bites! When I eat Asian food, it makes me feel like I'm back in Nepal with my family. Food helps me remember where I'm from."

"An Asian in America" by Lakpa G., Grade 6, San Francisco



"My Family Tradition"
Justin I., Grade 2, Pleasanton



"My Korean Heritage"
Rhee K., Grade 8, San Jose



"Daddy"
Yulun L., Grade 11, Los Altos

"Eating my favorite dishes like 'Sinigang' and 'Adobo' lifts me to heights of nostalgia, bringing me back to my vibrant past in the Philippines."

"Food for Thought and After Thoughts" by Agnes B., Grade 10, Vallejo

Many thanks to the following Advisory Committee members for helping to plan and shape this year's program:
Sally Carlson, Carlson Beck; Lance J. Lew, NBC Bay Area; Sandy Wee, San Mateo County Library; Vicky Wong, DAE Advertising, Inc.; Andrea Yamazaki Williamson, Multicultural Radio Broadcasting, Inc.; Jeffrey Yin, Asian Art Museum.

OUR SUPPORTERS AND FINANCIALS

LEADERSHIP CIRCLE DONORS

Our deepest gratitude goes to The Wallace H. Coulter Foundation for their generous \$5 million challenge grant, which will help us build one of the largest endowments of any Asian American organization in the nation. We have raised nearly \$3.5 million, thanks in large part to gifts from our generous Leadership Circle donors.

DIAMOND (\$100,000+)

Anonymous
Dado & Maria Banatao
Patricia & C.K. Chow
Betsy & Peter Chung
East West Bank
Kenneth Fong
Wells Fargo

PLATINUM (\$50,000-\$99,999)

Laura Ching & Eric Chen
Kathy & Tom Chou
David & Lillian Chun
Pamela Fong
Ly Brothers Corporation/
Sugar Bowl Bakery
Raymond L. Ocampo Jr. &
Sandra O. Ocampo

GOLD (\$25,000-\$49,999)

Blue Shield of California
Yank Sing
Emerald Yeh

SILVER (\$10,000-\$24,999)

Sally Carlson & Karl Keesling
Naren & Vinita Gupta
Dr. Ellen Junn
Robert & Carolyn Lee
Larry & Jeanne Lowe
Andrew Cuyugan McCullough &
Theresa Gschwind McCullough
Society of Asian Women Leaders
Sybase
Jan & Dick Yamagami
Audrey & Bruce Yamamoto
Mona Lisa Yuchengco

BRONZE (\$5,000-\$9,999)

Carol Izumi & Frank Wu
Maureen & Satish Rishi
Thuy Vu

CORPORATE AND FOUNDATION SUPPORTERS

Many thanks to our key supporters who have helped make the Asian Pacific Fund's work possible this year.

Achievo Corporation
Aka Chan LLP
Alston & Bird LLP
Audi of America LLC
Bank of America
Charitable Foundation
California Healthcare
Foundation
Cathay Bank
The Wallace H. Coulter
Foundation
CSAA Insurance Group
Dell YourCause, LLC
Deloitte
DFJ Athena Management, LLC
East West Bank
Equilar, Inc.
Fisher Investments
G&G Educational Foundation
H&N Foods, International
HSBC
Ishiyama Foundation
K. Iwata Associates, Inc.
Kaiser Permanente

Keynote Systems
Koret Foundation
Lee's Sandwiches
Minami Tamaki LLP
The Morrison & Foerster
Foundation
NBC Bay Area
Pacific Gas and Electric
Company
Philippine Development
Foundation
PricewaterhouseCoopers LLP
Salesforce.com Foundation
Silicon Valley Community
Foundation
Sugar Bowl Bakery
Summit Partners, LP
Target
Tiffany & Co.
Tiny Prints
Union Bank of California
United Way of the Bay Area
Walgreens
Wells Fargo Bank

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

	2014 Total	2013 Total
REVENUES AND SUPPORT		
Contributions	650,336	366,831
Foundation and corporate grants	511,700	1,301,664
Net realized and unrealized gains on investments	828,371	406,010
Special event income	156,061	176,879
Interest and dividend income	279,339	150,420
Change in value of charitable remainder trusts	48,855	(66,793)
Total revenues and support	2,474,662	2,335,011
EXPENSES		
Program services	1,774,662	752,421
Management and general	178,668	133,526
Fundraising - special event expense	93,028	68,206
Total expenses	2,046,358	954,153
CHANGE IN NET ASSETS	428,304	1,380,858
NET ASSETS		
Beginning of year	11,124,415	9,743,557
End of year	11,552,719	11,124,415

The condensed financial information above has been derived from preliminary financial statements for years ended June 30, 2013 and 2014 reported by Burr Pilger Mayer, Inc. For a complete copy of our final audit, please contact us.

PROFESSIONAL ADVISORS

John Muranishi, *OUM & Co. LLP*
Peter Namkung, *Fisher Investments*
Jeff C. Nguyen, *Manatt, Phelps & Phillips, LLP*
Lawrence K.Y. Pon, *Pon & Associates*
Richard Pon, *Morrison & Foerster LLP*
Salina W. Yeung, *Hall Capital Partners LLC*



STAFF (FROM LEFT TO RIGHT)

Rod Kyle R. Paras, *Program and Events Manager*
Sue May, *Administrative Coordinator*
Audrey Yamamoto, *President and Executive Director*
Joan Van, *Corporate and Community Liaison*
Golda Marie A. Hernandez, *Scholarship
and Donor Relations Manager*
Duc Luu, *Development and Marketing Manager*



**ASIAN
PACIFIC
FUND**

A Community Foundation

The Asian Pacific Fund is a non-profit foundation dedicated to strengthening the Bay Area's Asian and Pacific Islander communities. We help donors achieve their philanthropic goals, support organizations that serve our most vulnerable, and raise awareness about pressing community needs.

Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990 and its instructions is at www.irs.gov/form990

A For the 2013 calendar year, or tax year beginning **JUL 1, 2013** and ending **JUN 30, 2014**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ASIAN PACIFIC FUND Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 465 CALIFORNIA STREET, SUITE 809 City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94104-1820 F Name and address of principal officer: AUDREY YAMAMOTO SAME AS C ABOVE	D Employer identification number 94-3201522	E Telephone number 415-395-9985
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		G Gross receipts \$ 7,257,379. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶	
J Website: ▶ WWW.ASIANPACIFICFUND.ORG		K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶	
L Year of formation: 1993		M State of legal domicile: CA	

Part I Summary			
Activities & Governance	1 Briefly describe the organization's mission or most significant activities: THE MISSION OF THE ASIAN PACIFIC FUND IS TO STRENGTHEN THE ASIAN AND PACIFIC ISLANDER COMMUNITY IN		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	11
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	11
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	6
	6 Total number of volunteers (estimate if necessary)	6	66
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	b Net unrelated business taxable income from Form 990-T, line 34	7b	0.
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 1,791,624.	Current Year 1,242,684.
	9 Program service revenue (Part VIII, line 2g)	0.	0.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	283,673.	1,168,180.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	2,075,297.	2,410,864.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	287,743.	1,282,153.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	351,263.	395,213.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	14,456.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 17,615.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	246,941.	293,578.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	900,403.	1,970,944.
19 Revenue less expenses. Subtract line 18 from line 12	1,174,894.	439,920.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 11,943,985.	End of Year 12,919,327.
	21 Total liabilities (Part X, line 26)	819,570.	1,366,608.
	22 Net assets or fund balances. Subtract line 21 from line 20	11,124,415.	11,552,719.

Part II Signature Block				
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.				
Sign Here	▶ Signature of officer AUDREY YAMAMOTO, PRESIDENT/ED	Date		
	Type or print name and title			
Paid Preparer	Print/Type preparer's name JAMES PETRAY	Preparer's signature JAMES PETRAY	Date	Check if self-employed <input type="checkbox"/> PTIN P00351215
Use Only	Firm's name ▶ BURR PILGER MAYER, INC.	Firm's EIN ▶ 26-3839190		
	Firm's address ▶ 110 STONY POINT ROAD, #210 SANTA ROSA, CA 95401	Phone no. (707) 544-4078		

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: THE MISSION OF THE ASIAN PACIFIC FUND IS TO STRENGTHEN THE ASIAN AND PACIFIC ISLANDER COMMUNITY IN THE BAY AREA BY INCREASING PHILANTHROPY AND SUPPORTING THE ORGANIZATIONS THAT SERVE OUR MOST VULNERABLE COMMUNITY MEMBERS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 1,506,622. including grants of \$ 1,158,903.) (Revenue \$) SEE SCHEDULE O.

4b (Code:) (Expenses \$ 268,040. including grants of \$ 123,250.) (Revenue \$) SEE SCHEDULE O.

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 1,774,662.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	X	
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	
Note. All Form 990 filers are required to complete Schedule O		

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for question number, description, sub-questions (1a-14b), and Yes/No columns. Contains various tax compliance questions and their corresponding responses.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	X	
15b	Other officers or key employees of the organization	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **CA**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **►**
CECILIA ENG - 415-395-9985
465 CALIFONIA ST., SUITE 809, SAN FRANCISCO, CA 94104-1820

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(1) EMERALD YEH CHAIR	1.00	X		X			0.	0.	0.
(2) NELSON ISHIYAMA SECRETARY	1.00	X		X			0.	0.	0.
(3) ANDREW CUYUGAN MCCULLOUGH TREASURER	1.00	X		X			0.	0.	0.
(4) LAURA CHING DIRECTOR	1.00	X					0.	0.	0.
(5) KATHRYN (KATHY) KO CHOU DIRECTOR	1.00	X					0.	0.	0.
(6) DAVID CHUN DIRECTOR	1.00	X					0.	0.	0.
(7) PETER Y. CHUNG DIRECTOR	1.00	X					0.	0.	0.
(8) ANDREW LY DIRECTOR	1.00	X					0.	0.	0.
(9) RAYMOND L. OCAMPO JR. DIRECTOR	1.00	X					0.	0.	0.
(10) SATISH RISHI DIRECTOR	1.00	X					0.	0.	0.
(11) LEO SOONG DIRECTOR	1.00	X					0.	0.	0.
(12) MICHELLE LEE DIRECTOR	1.00	X					0.	0.	0.
(13) ROBERT LEE DIRECTOR	1.00	X					0.	0.	0.
(14) THUY VU DIRECTOR	1.00	X					0.	0.	0.
(15) AUDREY YAMAMOTO PRESIDENT & EXECUTIVE DIRECTOR	40.00			X			120,103.	0.	7,031.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

Table with 6 main columns: (A) Name and title, (B) Average hours per week, (C) Position (Individual trustee or director, Institutional trustee, Officer, Key employee, Highest compensated employee, Former), (D) Reportable compensation from the organization, (E) Reportable compensation from related organizations, (F) Estimated amount of other compensation. Includes sub-totals for 1b, 1c, and 1d.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization 1

Table with 3 columns: Question number, Question text, Yes, No. Contains questions 3, 4, and 5 regarding compensation reporting.

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

Table with 3 columns: (A) Name and business address, (B) Description of services, (C) Compensation. Row 1 contains 'NONE' in column A.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization 0

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514		
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	4,468.					
	b	Membership dues						
	c	Fundraising events	258,348.					
	d	Related organizations						
	e	Government grants (contributions)						
	f	All other contributions, gifts, grants, and similar amounts not included above	979,868.					
	g	Noncash contributions included in lines 1a-1f: \$	157,530.					
	h	Total. Add lines 1a-1f		1,242,684.				
Program Service Revenue	Business Code							
	2 a							
	b							
	c							
	d							
	e							
	f	All other program service revenue						
g	Total. Add lines 2a-2f							
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		179,139.		179,139.		
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6 a	Gross rents	(i) Real					
			(ii) Personal					
			b	Less: rental expenses				
			c	Rental income or (loss)				
	d	Net rental income or (loss)						
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	5,760,143.				
			(ii) Other					
			b	Less: cost or other basis and sales expenses	4,771,102.			
			c	Gain or (loss)	989,041.			
	d	Net gain or (loss)		989,041.		989,041.		
	8 a	Gross income from fundraising events (not including \$ 258,348. of contributions reported on line 1c). See Part IV, line 18	a	75,413.				
			b	Less: direct expenses	75,413.			
c			Net income or (loss) from fundraising events		0.			
9 a	Gross income from gaming activities. See Part IV, line 19	a						
		b	Less: direct expenses					
		c	Net income or (loss) from gaming activities					
10 a	Gross sales of inventory, less returns and allowances	a						
		b	Less: cost of goods sold					
		c	Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code						
11 a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d							
12	Total revenue. See instructions.		2,410,864.	0.	0.	1,168,180.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	1,158,903.	1,158,903.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	123,250.	123,250.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	143,269.	129,997.	6,696.	6,576.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	204,958.	185,948.	9,116.	9,894.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	20,321.	18,482.	1,839.	
10 Payroll taxes	26,665.	24,278.	1,242.	1,145.
11 Fees for services (non-employees):				
a Management				
b Legal	4,945.	3,265.	1,680.	
c Accounting	28,455.		28,455.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	62,632.		62,632.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	21,164.	10,260.	10,904.	
12 Advertising and promotion	1,781.	1,781.		
13 Office expenses				
14 Information technology	11,300.		11,300.	
15 Royalties				
16 Occupancy	54,527.	50,169.	4,358.	
17 Travel	29,685.	22,550.	7,135.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	5,555.		5,555.	
23 Insurance	3,287.	3,024.	263.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PRINTING AND PRODUCTION	15,728.	14,261.	1,467.	
b BAD DEBT	10,000.		10,000.	
c DUES, LICENSES, AND FEE	9,803.	1,495.	8,308.	
d EQUIPMENT RENTAL AND MA	9,575.	8,809.	766.	
e All other expenses	25,141.	18,190.	6,951.	
25 Total functional expenses. Add lines 1 through 24e	1,970,944.	1,774,662.	178,667.	17,615.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1	Cash - non-interest-bearing	1		
	2	Savings and temporary cash investments	259,580.	2	259,057.
	3	Pledges and grants receivable, net	3,424,653.	3	1,495,452.
	4	Accounts receivable, net		4	
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	40,052.	9	39,836.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 33,291.		
	b	Less: accumulated depreciation	10b 20,277.		
	11	Investments - publicly traded securities	12,087.	10c	13,014.
	12	Investments - other securities. See Part IV, line 11	6,975,167.	11	10,353,494.
	13	Investments - program-related. See Part IV, line 11		12	
	14	Intangible assets		13	
	15	Other assets. See Part IV, line 11	1,232,446.	14	758,474.
16	Total assets. Add lines 1 through 15 (must equal line 34)	11,943,985.	15	12,919,327.	
Liabilities	17	Accounts payable and accrued expenses	40,625.	17	61,281.
	18	Grants payable	408,429.	18	957,034.
	19	Deferred revenue	21,250.	19	0.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	349,266.	25	348,293.
	26	Total liabilities. Add lines 17 through 25	819,570.	26	1,366,608.
	Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
27		Unrestricted net assets	-2,545.	27	-1,318,730.
28		Temporarily restricted net assets	890,661.	28	2,109,652.
29		Permanently restricted net assets	10,236,299.	29	10,761,797.
Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.					
30		Capital stock or trust principal, or current funds		30	
31		Paid-in or capital surplus, or land, building, or equipment fund		31	
32		Retained earnings, endowment, accumulated income, or other funds		32	
33		Total net assets or fund balances	11,124,415.	33	11,552,719.
34		Total liabilities and net assets/fund balances	11,943,985.	34	12,919,327.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	2,410,864.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,970,944.
3	Revenue less expenses. Subtract line 2 from line 1	3	439,920.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	11,124,415.
5	Net unrealized gains (losses) on investments	5	-60,471.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	48,855.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	11,552,719.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2013)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support
Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.

OMB No. 1545-0047

2013

Open to Public Inspection

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Name of the organization

ASIAN PACIFIC FUND

Employer identification number

94-3201522

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III - Functionally integrated
 - d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box _____
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? Yes No
 - (ii) A family member of a person described in (i) above? 11g(ii)
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above? 11g(iii)
- h Provide the following information about the supported organization(s).

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	1018671.	3595326.	1399690.	1845374.	1242684.	9101745.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
4 Total. Add lines 1 through 3	1018671.	3595326.	1399690.	1845374.	1242684.	9101745.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						6569599.
6 Public support. Subtract line 5 from line 4.						2532146.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	1018671.	3595326.	1399690.	1845374.	1242684.	9101745.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...	68,929.	100,850.	112,027.	150,420.	179,139.	611,365.
9 Net income from unrelated business activities, whether or not the business is regularly carried on ...						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						9713110.

12 Gross receipts from related activities, etc. (see instructions) 12

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	26.07	%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	27.25	%
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			<input checked="" type="checkbox"/>
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

PART II, SECTION C, LINE 17A, FACTS AND CIRCUMSTANCES TEST:

EXPLANATION: AS REPORTED ON 2013 SCHEDULE A, ASIAN PACIFIC FUND'S ("APF") PUBLIC SUPPORT PERCENTAGE IS 26.07%. DURING 2010, APF RECEIVED TWO LARGE GRANTS IN THE AMOUNTS \$1,540,000 AND \$1,250,000, WHICH CAUSED THE PUBLIC SUPPORT PERCENTAGE TO DIP BELOW THE REQUIRED THRESHOLD IN 2010, 2011, 2012, AND 2013. HAD THE ORGANIZATION NOT RECEIVED THESE TWO GRANTS, IT WOULD EASILY HAVE MET THE PUBLIC SUPPORT TEST FOR ALL THREE YEARS.

THE FOUNDATION SATISFIES THE FACTS AND CIRCUMSTANCES TEST BASED ON TREASURY REGULATIONS SECTION 1.170A-9(E)(3), AND, THEREFORE, QUALIFIES AS A PUBLIC CHARITY BECAUSE:

- 1) ITS PUBLIC SUPPORT IS WELL IN EXCESS OF THE 10% REQUIREMENT;
- 2) IT MAINTAINS AN ACTIVE PROGRAM TO SOLICIT GRANTS;
- 3) ITS BOARD OF DIRECTORS IS REPRESENTATIVE OF THE PUBLIC, RATHER THAN ANY DONORS' INTEREST; AND,
- 4) ITS PROGRAMS ARE AVAILABLE TO THE PUBLIC.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Name of the organization

ASIAN PACIFIC FUND

Employer identification number

94-3201522

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
---------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2		\$ <u>6,291.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3		\$ <u>15,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4		\$ <u>15,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5		\$ <u>11,145.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
---------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	 <hr/> <hr/> <hr/>	\$ <u>1,820.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>8</u>	 <hr/> <hr/> <hr/>	\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>9</u>	 <hr/> <hr/> <hr/>	\$ <u>18,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>10</u>	 <hr/> <hr/> <hr/>	\$ <u>7,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>11</u>	 <hr/> <hr/> <hr/>	\$ <u>11,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<u>12</u>	 <hr/> <hr/> <hr/>	\$ <u>7,200.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13		\$ <u>5,100.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
14		\$ <u>6,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
15		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
16		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
17		\$ <u>25,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
18		\$ <u>80,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
---------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19		\$ <u>100,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
20		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
21		\$ <u>15,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
22		\$ <u>7,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
23		\$ <u>100,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
24		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
26		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
27		\$ <u>28,889.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
28		\$ <u>18,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
29		\$ <u>30,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
30		\$ <u>5,100.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
---------------------------------------------------	-----------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31		\$ <u>7,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
32		\$ <u>25,100.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
33		\$ <u>50,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
34		\$ <u>17,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
35		\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
36		\$ <u>22,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37		\$ <u>30,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
38		\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
39		\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
40		\$ <u>260,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
41		\$ <u>30,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
42		\$ <u>128,641.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
---------------------------------------------------	-----------------------------------------------------

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
27	PUBLICLY TRADED SECURITIES _____ _____ _____	\$ 28,889.	03/19/14
42	PUBLICLY TRADED SECURITIES _____ _____ _____	\$ 128,641.	11/12/13
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
---------------------------------------------------	-----------------------------------------------------

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013
Open to Public Inspection

Name of the organization **ASIAN PACIFIC FUND** Employer identification number **94-3201522**

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	12	
2 Aggregate contributions to (during year)	146,292.	
3 Aggregate grants from (during year)	129,841.	
4 Aggregate value at end of year	438,340.	
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- 1 Purpose(s) of conservation easements held by the organization (check all that apply).
- | | |
|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> Preservation of open space | |
- 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.
- | | Held at the End of the Tax Year |
|--------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|
| a Total number of conservation easements | 2a |
| b Total acreage restricted by conservation easements | 2b |
| c Number of conservation easements on a certified historic structure included in (a) | 2c |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register | 2d |
- 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____
- 4 Number of states where property subject to conservation easement is located ▶ _____
- 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?
- Yes No
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?
- Yes No
- 9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1
- (ii) Assets included in Form 990, Part X
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
- a Revenues included in Form 990, Part VIII, line 1
- b Assets included in Form 990, Part X

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	10,608,159.	9,952,793.	9,383,603.	6,764,844.	6,622,542.
b Contributions	471,498.	1,283,506.	569,190.	2,618,759.	142,302.
c Net investment earnings, gains, and losses	1,050,250.				
d Grants or scholarships					
e Other expenditures for facilities and programs	1,256,409.	1,000,000.			
f Administrative expenses	28,846.				
g End of year balance	10,844,652.	10,236,299.	9,952,793.	9,383,603.	6,764,844.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment .00 %
- b Permanent endowment 94.70 %
- c Temporarily restricted endowment 5.30 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) unrelated organizations

(ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		25,666.	18,307.	7,359.
e Other		7,625.	1,970.	5,655.

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) **13,014.**

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) CHARITABLE REMAINDER TRUST INVESTMENTS	758,474.
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	758,474.

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) LIABILITY SPLIT INTEREST GIFT	
(3) AGREEMENT	34,047.
(4) LIABILITY UNDER CRTS	314,246.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	348,293.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	2,474,661.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains on investments	2a		-60,471.
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		48,855.
e	Add lines 2a through 2d		2e	-11,616.
3	Subtract line 2e from line 1		3	2,486,277.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		-75,413.
c	Add lines 4a and 4b		4c	-75,413.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5	2,410,864.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	2,046,357.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		75,413.
e	Add lines 2a through 2d		2e	75,413.
3	Subtract line 2e from line 1		3	1,970,944.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5	1,970,944.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

EXPLANATION: THE FUND IS EXEMPT FROM FEDERAL INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND FROM CALIFORNIA FRANCHISE TAXES UNDER SECTION 23701D OF THE REVENUE AND TAXATION CODE. IN ADDITION, THE FUND QUALIFIES FOR THE CHARITABLE CONTRIBUTION DEDUCTION UNDER SECTION 170(B)(1)(A) AND HAS BEEN CLASSIFIED AS AN ORGANIZATION THAT IS NOT A PRIVATE FOUNDATION UNDER SECTION 509(A).

THE FUND HAS ADOPTED THE PROVISIONS RELATED TO ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES, WHICH DEFINES A RECOGNITION THRESHOLD AND MEASUREMENT ATTRIBUTE FOR THE FINANCIAL STATEMENT RECOGNITION AND MEASUREMENT OF A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. THE FUND'S

Part XIII Supplemental Information (continued)

MANAGEMENT HAS CONSIDERED ITS TAX POSITIONS AND BELIEVES THAT ALL OF THE POSITIONS TAKEN BY THE FUND IN ITS FEDERAL AND STATE TAX RETURNS ARE MORE LIKELY THAN NOT TO BE SUSTAINED UPON EXAMINATION. THE FUND FILES TAX RETURNS IN THE U.S. FEDERAL AND CALIFORNIA JURISDICTIONS. WITH FEW EXCEPTIONS, THE FUND IS NO LONGER SUBJECT TO FEDERAL TAX EXAMINATIONS BY TAX AUTHORITIES FOR TAX YEARS BEFORE 2010.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

CHANGE IN VALUE OF CHARITABLE REMAINDER TRUSTS 48,855.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

FUNDRAISING EVENT EXPENSES -75,413.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

FUNDRAISING EVENT EXPENSES 75,413.

SCHEDULE D, PART V, LINE 1A

EXPLANATION: 06.30.2013 BALANCE HAS BEEN RESTATED IN THE AUDITED FINANCIAL STATEMENTS.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

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Inspection

Name of the organization

ASIAN PACIFIC FUND

Employer identification number

94-3201522

Part I

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total				▶		

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

	(a) Event #1	(b) Event #2	(c) Other events NONE	(d) Total events (add col. (a) through col. (c))
	ANNUAL GALA (event type)	(event type)	(total number)	
Revenue				
1 Gross receipts	333,761.			333,761.
2 Less: Contributions	258,348.			258,348.
3 Gross income (line 1 minus line 2)	75,413.			75,413.
Direct Expenses				
4 Cash prizes				
5 Noncash prizes				
6 Rent/facility costs	437.			437.
7 Food and beverages				
8 Entertainment				
9 Other direct expenses	74,976.			74,976.
10 Direct expense summary. Add lines 4 through 9 in column (d)				75,413.
11 Net income summary. Subtract line 10 from line 3, column (d)				0.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

	(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue				
1 Gross revenue				
Direct Expenses				
2 Cash prizes				
3 Noncash prizes				
4 Rent/facility costs				
5 Other direct expenses				
6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)				
8 Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization operates gaming activities: _____
 a Is the organization licensed to operate gaming activities in each of these states? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
 b If "Yes," explain: _____

11 Does the organization operate gaming activities with nonmembers? Yes No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activity operated in:
a The organization's facility **13a** %
b An outside facility **13b** %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:
Name _____
Address _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
b If "Yes," enter the amount of gaming revenue received by the organization \$ _____ and the amount of gaming revenue retained by the third party \$ _____
c If "Yes," enter name and address of the third party:

Name _____
Address _____

16 Gaming manager information:
Name _____
Gaming manager compensation \$ _____
Description of services provided _____
 Director/officer Employee Independent contractor

17 Mandatory distributions:
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

**SCHEDULE I
(Form 990)**

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

OMB No. 1545-0047

2013

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Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990

Name of the organization **ASIAN PACIFIC FUND** Employer identification number **94-3201522**

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ASIAN & PACIFIC ISLANDER WELLNESS CENTER - 730 POLK STREET, 4TH FLOOR - SAN FRANCISCO, CA 94109	94-3096109	501(C)(3)	60,000.	0.			CAPACITY BUILDING GRANT
ASIAN ART MUSEUM 200 LARKIN ST. SAN FRANCISCO, CA 94109	94-1704765	501(C)(3)	11,500.	0.			GRANT FROM SHEN-LEI DAF: ANNUAL GIFT & CONNOISSEIURS' COUNCIL
ASIAN IMMIGRANT WOMEN ADVOCATE 310 - 8TH ST., STE. 301 OAKLAND, CA 94607	94-2977665	501(C)(3)	60,000.	0.			CAPACITY BUILDING GRANT
ASIAN PACIFIC AMERICAN COMMUNITY CENTER - 2442 BAYSHORE BLVD. - SAN FRANCISCO, CA 94134	94-3357710	501(C)(3)	60,000.	0.			CAPACITY BUILDING GRANT
ASIAN PACIFIC ISLANDER LEGAL OUTREACH - 1121 MISSION ST. - SAN FRANCISCO, CA 94134	94-2583284	501(C)(3)	8,270.	0.			GENERAL SUPPORT
ASIAN WOMEN'S SHELTER 3543 - 18TH ST., #19 SAN FRANCISCO, CA 94110	94-3030212	501(C)(3)	141,500.	0.			CAPACITY BUILDING GRANT

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **18.**

3 Enter total number of other organizations listed in the line 1 table **1.**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2013)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)							
(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CALIFORNIA ACADEMY OF SCIENCES 55 MUSIC CONCOURSE DR. GOLDEN GATE PARK - SAN FRANCISCO, CA 94118	94-1156258	501(C)(3)	45,900.	0.			SCIENCE ACTION CLUB PROGRAM
CHINESE FOR AFFIRMATIVE ACTION 17 WALTER U, LUM PL. SAN FRANCISCO, CA 94108	94-2161304	501(C)(3)	90,000.	0.			CAPACITY BUILDING GRANT
COMMUNITY YOUTH CENTER, SF 1038 POST ST. SAN FRANCISCO, CA 94109	94-1728818	501(C)(3)	90,363.	0.			CAPACITY BUILDING GRANT
EAST BAY ASIAN YOUTH CENTER 2025 EAST 12TH ST. OAKLAND, CA 94606	94-2925799	501(C)(3)	60,000.	0.			CAPACITY BUILDING GRANT
FILIPINO ADVOCATES FOR JUSTICE 310 - 8TH ST., STE. 306 OAKLAND, CA 94607	94-2218907	501(C)(3)	65,000.	0.			CAPACITY BUILDING GRANT
FILIPINO BAR ASSN OF NO. CALIF C/O LORNA GARCIA LAUGHLIN, FALBO, LEVY & MORESI LLP. 1520 THE ALAMEDA, #200			10,000.	0.			GRANT FOR FBANC SCHOLARSHIP, JUSTICE FUND GRANT
INTERNATIONAL CHILDREN ASSISTANCE NETWORK - 532 VALLEY WAY - MILPITAS, CA 95035	77-0541211	501(C)(3)	60,048.	0.			CAPACITY BUILDING GRANT
KOREAN COMMUNITY CTR OF THE EB 1700 BROADWAY, SUITE 400 OAKLAND, CA 94612	94-2503925	501(C)(3)	105,016.	0.			CAPACITY BUILDING GRANT
LICK WILMERDING HIGH SCHOOL 755 OCEAN AVE. SAN FRANCISCO, CA 94112	94-1186156	501(C)(3)	6,000.	0.			ANNUAL FUND

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MAITRI P.O. BOX 697 SANTA CLARA, CA 95052	94-3132087	501(C)(3)	90,000.	0.			CAPACITY BUILDING GRANT
SAN FRANCISCO CONTEMPORARY MUSIC PLAYERS - 55 TAYLOR ST. - SAN FRANCISCO, CA 94103	23-7408479	501(C)(3)	61,050.	0.			GRANT FOR "COMPOSE YOURSELF" PROJECT
SAN FRANCISCO FRIENDS SCHOOL 250 VALENCIA ST. SAN FRANCISCO, CA SAN FRANCISCO, CA 94103	94-3397589	501(C)(3)	6,000.	0.			ANNUAL FUND
VIETNAMESE YOUTH DEVELOPMENT CENTER - 150 EDDY ST. - SAN FRANCISCO, CA 94102	94-2532304	501(C)(3)	90,034.	0.			CAPACITY BUILDING GRANT

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Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
SCHOLARSHIPS AND FELLOWSHIPS	67	123,250.	0.		

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Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2:

EXPLANATION: ORGANIZATIONS THAT RECEIVE GRANTS TO SUPPORT PROJECTS OR
ACHIEVE PARTICULAR GOALS ARE REQUIRED TO SUBMIT A GRANT APPLICATION,
PROJECT OR PROGRAM BUDGET AND AGENCY BUDGET. THEY ARE ALSO REQUIRED TO
SUBMIT A COPY OF THE MOST RECENT FORM 990 AND INDEPENDENT AUDIT, WHICH ARE
REVIEWED TO COMPLETE THE DUE DILIGENCE PROCESS.

AFTER THE GRANT PERIOD IS ENDED, THE ORGANIZATION IS REQUIRED TO SUBMIT A
REPORT DESCRIBING WHAT HAS BEEN ACHIEVED WITH THE GRANT.

Part IV Supplemental Information

NEW GRANTEEES ARE ALSO CHECKED TO CONFIRM THEY ARE LISTED IN THE IRS ON-LINE
EO SELECT CHECK.

Lined area for supplemental information.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990

Name of the organization **ASIAN PACIFIC FUND** Employer identification number **94-3201522**

Part I	Types of Property	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded	X	3	157,530.	FMV
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ ()				
26	Other ▶ ()				
27	Other ▶ ()				
28	Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 - 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

SCHEDULE M, PART I, COLUMN (B):

EXPLANATION: THE ORGANIZATION REPORTS NUMBER OF CONTRIBUTIONS.

Lined area for supplemental information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

ASIAN PACIFIC FUND

Employer identification number
94-3201522

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

THE BAY AREA BY INCREASING PHILANTHROPY AND SUPPORTING THE
ORGANIZATIONS THAT SERVE OUR MOST VULNERABLE COMMUNITY MEMBERS.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

GRANTS AND SERVICES TO AFFILIATE NON-PROFIT ORGANIZATIONS INCLUDING
GRANTS TO COMMUNITY ORGANIZATIONS, SERVICES FOR ORGANIZATIONS AND
SERVICES TO DONORS.

SERVICES TO DONORS (AND THEIR LEGAL AND FINANCIAL ADVISORS) PROVIDE
INFORMATION ABOUT THE NEED IN THE ASIAN COMMUNITY WHICH IS OFTEN HIDDEN
FROM PUBLIC VIEW, AND NOW CHARITABLE GIVING CAN BECOME PART OF ESTATE
AND FINANCIAL PLANNING.

SERVICES FOR AFFILIATE ORGANIZATIONS INCLUDE HELPING 70 SAN FRANCISCO
BAY AREA ORGANIZATIONS WITH INFORMATION, CONSULTATIONS, AND WORKSHOPS
TO STRENGTHEN THEIR ORGANIZATIONAL CAPACITY IN FUND DEVELOPMENT AND
MANAGEMENT. SERVICE TO AFFILIATE ORGANIZATIONS ALSO INCLUDES REGULAR
OUTREACH TO BRING INFORMATION ABOUT THE NEEDS OF NON-PROFITS TO THE
ATTENTION OF POTENTIAL DONORS.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

GRANTS: DURING THE REPORTING PERIOD, THE ASIAN PACIFIC FUND
DISTRIBUTED ALMOST \$500K IN GRANTS TO A DIVERSE GROUP OF ASIAN
ORGANIZATIONS IN THE BAY AREA AND OTHER NON-PROFIT ORGANIZATIONS.

THESE GRANTS INCLUDED CAPACITY BUILDING SUPPORT FOCUSED LEADERSHIP

Name of the organization

ASIAN PACIFIC FUND

Employer identification number
94-3201522

DEVELOPMENT, FUNDRAISING AND TECHNOLOGY FOR ITS AFFILIATE ORGANIZATIONS, AND FUNDING FOR A NEW COLLABORATIVE INITIATIVE CALLED PATHWAYS TO CITIZENSHIP WHICH AIMS TO PROMOTE CITIZENSHIP AND CIVIC ENGAGEMENT.

SCHOLARSHIPS AND AWARDS: 67 STUDENTS RECEIVED SCHOLARSHIPS, ALL SUPPORTED BY INDIVIDUAL DONORS. SCHOLARSHIPS ARE DISTRIBUTED ON A COMPETITIVE BASIS.

SERVICES: THE ASIAN PACIFIC FUND ASSISTED DONORS THROUGH SCHOLARSHIP PROGRAMS, PERSONALIZED ADVICE REGARDING PROGRAMS AND GRANT OPPORTUNITIES IN THE SAN FRANCISCO BAY AREA AND DONOR ADVISED FUNDS. TO BUILD COMMUNITY AMONG AFFILIATE ORGANIZATIONS, AN ANNUAL WORKSHOP IS CONDUCTED THAT FOCUSES ON BUILDING THEIR CAPACITY.

PUBLIC EDUCATION PROJECTS: THE FUND ADMINISTERS THE LARGEST CELEBRATION OF ASIAN HERITAGE IN THE COUNTRY, GROWING UP ASIAN IN AMERICA, WHICH IS A YOUTH ESSAY AND ART COMPETITION. EIGHTEEN K-12 STUDENTS ARE SELECTED OUT OF OVER NEARLY 1,000 ENTRIES TO RECEIVE CASH AWARDS, AND THE WINNING ENTRIES ARE FEATURED IN AN EXHIBIT THAT IS HOSTED BY MORE THAN 50 PUBLIC LIBRARIES THROUGHOUT THE YEAR.

FORM 990, PART VI, SECTION B, LINE 11:

EXPLANATION: THE RETURN WILL BE SENT ELECTRONICALLY TO THE ENTIRE BOARD OF DIRECTORS WITH A DEADLINE TO RESPOND WITH QUESTIONS OR COMMENTS. THE EXECUTIVE COMMITTEE WILL THEN APPROVE THE FINAL VERSION.

FORM 990, PART VI, SECTION B, LINE 12C:

Name of the organization ASIAN PACIFIC FUND	Employer identification number 94-3201522
-------------------------------------------------------	-----------------------------------------------------

EXPLANATION: WE REGULARLY MONITOR AND ENFORCE COMPLIANCE WITH OUR CONFLICT OF INTEREST POLICY. AT THE ANNUAL RETREAT OF THE BOARD OF DIRECTORS, EACH DIRECTOR IS ASKED TO REVIEW AND SIGN A PERSONAL STATEMENT. THE RESPONSES ARE REVIEWED. NO DIRECTOR HAS YET REPORTED A CONFLICT OF INTEREST. IF ONE WERE NOTED, THIS WOULD BE DISCUSSED WITH THAT INDIVIDUAL DIRECTOR, DISCLOSED TO THE CHAIRMAN AND STEPS TAKEN TO ELIMINATE THE CONFLICT FORTHWITH. THE SIGNED STATEMENTS ARE RETAINED AS PART OF CORPORATE RECORDS.

FORM 990, PART VI, SECTION B, LINE 15:

EXPLANATION: AN ANNUAL REVIEW IS CONDUCTED BY THE ORGANIZATION'S COMMITTEE OF THE BOARD. ANY CHANGES IN COMPENSATION INCLUDE A CONSIDERATION OF COMPARABLES. AN ANNUAL PERFORMANCE AND COMPENSATION REVIEW IS COMPLETED FOR EACH EMPLOYEE ANNUALLY BY THE EXECUTIVE DIRECTOR.

FORM 990, PART VI, SECTION C, LINE 19:

EXPLANATION: GOVERNING DOCUMENTS AND THE CONFLICT OF INTEREST POLICY ARE MADE AVAILABLE ON REQUEST. A SUMMARY OF THE FINANCIAL STATEMENT IS PUBLISHED AS PART OF OUR ANNUAL REPORT AND MAILED TO ALL DONORS SUPPORTERS. IT IS ALSO POSTED ON-LINE ON THE ORGANIZATION'S WEBSITE.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

CHANGE IN VALUE OF CHARITABLE REMAINDER TRUSTS	48,855.
------------------------------------------------	---------

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

ASIAN PACIFIC FUND

Employer identification number

94-3201522

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

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Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2013

Part III Identification of Related Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

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Part IV Identification of Related Organizations Taxable as a Corporation or Trust Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
CHARITABLE REMAINDER TRUST (2)	TRUST	CA	ASIAN PACIFIC FUND					X	
CHARITABLE REMAINDER UNITRUST	TRUST	CA	ASIAN PACIFIC FUND					X	

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
o Sharing of paid employees with related organization(s)		X
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

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Part VI Unrelated Organizations Taxable as a Partnership Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

Table with 11 main columns: (a) Name, address, and EIN of entity; (b) Primary activity; (c) Legal domicile (state or foreign country); (d) Predominant income (related, unrelated, excluded from tax under section 512-514); (e) Are all partners sec. 501(c)(3) orgs.? (Yes/No); (f) Share of total income; (g) Share of end-of-year assets; (h) Disproportionate allocations? (Yes/No); (i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065); (j) General or managing partner? (Yes/No); (k) Percentage ownership.

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ASIAN PACIFIC FUND

**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**

June 30, 2014 and 2013



**ASIAN
PACIFIC
FUND**

ASIAN PACIFIC FUND

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Asian Pacific Fund
San Francisco, California

We have audited the accompanying financial statements of Asian Pacific Fund (a nonprofit organization), which comprise the statements of financial position as of June 30, 2014 and the related statements of activities and changes in net assets, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Asian Pacific Fund as of June 30, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

To the Board of Directors
Asian Pacific Fund

Prior Period Adjustment - Correction of an Error

As part of our audit of the June 30, 2014 financial statements, we also audited the adjustments described in Note 14 that were applied to restate the June 30, 2013 financial statements. In our opinion, such adjustments are appropriate and have been properly applied. We were not engaged to audit, review, or apply any procedures to the June 30, 2013 financial statements of Asian Pacific Fund other than with respect to the adjustments and, accordingly, we do not express an opinion or any other form of assurance on the June 30, 2013 financial statements as a whole.

Prior Period Financial Statements

The financial statements of Asian Pacific Fund as of June 30, 2013, were audited by other auditors whose report dated January 10, 2014, expressed an unmodified opinion on those statements.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The 2014 functional expenses on page 24 is presented for the purpose of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, such information is fairly stated in all material respects in relation to the consolidated financial statements as a whole. The 2013 schedules of functional expense on that page 24 was subjected to the auditing procedures applied in the 2013 audit of the basic financial statements by other auditors, whose report on such information stated that it was fairly stated in all material respects in relation to the 2013 financial statements as a whole.

Ben Pilger Mays, Inc.

San Francisco, California
December 17, 2014

ASIAN PACIFIC FUND
STATEMENTS OF FINANCIAL POSITION
June 30, 2014 and 2013

	2014	2013
ASSETS		<i>(Restated - Note 14)</i>
Cash and cash equivalents	\$ 259,057	\$ 259,580
Prepaid expenses and other assets	39,836	40,052
Pledges receivable, net	1,495,452	3,424,653
Investments	10,353,494	7,497,022
Investments held in charitable remainder trusts	758,474	710,591
Property and equipment, net	13,014	12,087
Total assets	\$ 12,919,327	\$ 11,943,985
LIABILITIES AND NET ASSETS		
Liabilities:		
Accounts payable and accrued expenses	\$ 61,281	\$ 40,625
Scholarships and grants payable, net	957,034	408,429
Deferred revenue	-	21,250
Liabilities under charitable remainder trusts	314,246	319,015
Liabilities under split-interest agreements	34,047	30,251
Total liabilities	1,366,608	819,570
Net assets:		
Unrestricted	(1,318,730)	(1,002,545)
Temporarily restricted	2,109,652	890,661
Permanently restricted	10,761,797	11,236,299
Total net assets	11,552,719	11,124,415
Total liabilities and net assets	\$ 12,919,327	\$ 11,943,985

The accompanying notes are an integral
part of these financial statements.

ASIAN PACIFIC FUND

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

For the years ended June 30, 2014 and 2013

	2014				2013 (Restated - Note 14)			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenues and support:								
Contributions	\$ 160,668	\$ 283,670	\$ 205,998	\$ 650,336	\$ 55,042	\$ 89,783	\$ 222,006	\$ 366,831
Foundation and corporate grants	223,250	22,950	265,500	511,700	87,264	152,900	1,061,500	1,301,664
Net realized and unrealized gains on investments	31,780	796,591	-	828,371	16,768	389,242	-	406,010
Fundraising and special event income	156,061	-	-	156,061	176,879	-	-	176,879
Interest and dividend income	10,873	268,466	-	279,339	3,029	147,391	-	150,420
Change in value of charitable remainder trusts	-	48,855	-	48,855	-	(66,793)	-	(66,793)
Reclassification of net assets	-	(54,000)	54,000	-	-	-	-	-
Release of permanently restricted net assets	-	1,000,000	(1,000,000)	-	-	-	-	-
Net assets released from restrictions	1,147,541	(1,147,541)	-	-	680,825	(680,825)	-	-
Total revenues and support	1,730,173	1,218,991	(474,502)	2,474,662	1,019,807	31,698	1,283,506	2,335,011
Expenses:								
Program services	1,774,662	-	-	1,774,662	752,421	-	-	752,421
Management and general	178,668	-	-	178,668	133,526	-	-	133,526
Fundraising and special event income	93,028	-	-	93,028	68,206	-	-	68,206
Total expenses	2,046,358	-	-	2,046,358	954,153	-	-	954,153
Change in net assets	(316,185)	1,218,991	(474,502)	428,304	65,654	31,698	1,283,506	1,380,858
Net assets, beginning of year	(1,002,545)	890,661	11,236,299	11,124,415	(1,068,199)	858,963	9,952,793	9,743,557
Net assets, end of year	\$ (1,318,730)	\$ 2,109,652	\$ 10,761,797	\$ 11,552,719	\$ (1,002,545)	\$ 890,661	\$ 11,236,299	\$ 11,124,415

The accompanying notes are an integral
part of these financial statements.

ASIAN PACIFIC FUND
STATEMENTS OF CASH FLOWS
For the years ended June 30, 2014 and 2013

	2014	2013
Cash flows from operating activities:		
Change in net assets	\$ 428,304	\$ 1,380,858
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	5,555	1,146
Bad debt expense	10,000	-
Net realized and unrealized gains on investments	(828,371)	(406,010)
Contributed securities	(808,339)	(248,465)
Change in value of charitable remainder trusts and split interest agreement	(48,855)	66,793
Changes in operating assets and liabilities:		
Prepaid expenses and other assets	216	(33,254)
Pledges receivable, net	1,919,201	366,349
Accounts payable and accrued expenses	20,656	(7,561)
Scholarships and grants payable, net	548,605	(294,816)
Deferred revenue	(21,250)	3,500
	1,225,722	828,540
Net cash provided by operating activities		
Cash flows from investing activities:		
Proceeds from sales of investments	5,760,143	1,327,003
Purchases of furniture and equipment	(6,482)	(13,233)
Purchases of investments	(6,979,906)	(2,356,615)
	(1,226,245)	(1,042,845)
Net cash used in investing activities		
Net decrease in cash and cash equivalents	(523)	(214,305)
Cash and cash equivalents, beginning of year	259,580	473,885
Cash and cash equivalents, end of year	\$ 259,057	\$ 259,580

The accompanying notes are an integral part of these financial statements.

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

1. Organization

Asian Pacific Fund (the Fund) is a California nonprofit public benefit corporation organized in 1993. The Fund is a community fund established to improve the health and well-being of Asian Americans in the Bay Area through grants and services to agencies and collaboration with donors to fulfill their charitable goals.

2. Summary of Significant Accounting Policies

Basis of Accounting and Presentation

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP). Net assets and revenues, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions.

The Fund is required to report information regarding its financial position and activities in accordance with three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Unrestricted

Those net assets and activities which represent the portion of expendable funds that are available to support the Fund's operations. The Board of Directors may designate a portion of these net assets for specified purposes.

Temporarily Restricted

Those net assets and activities which are donor-restricted for (a) support for specific operating activities; (b) investment for a specified term; (c) use in a future period; or (d) acquisition of long-lived assets.

Permanently Restricted

Net assets that are subject to donor-imposed restrictions requiring that they be retained permanently by the Fund as donor restricted endowments. Some or all of the income and appreciation from such endowments, once appropriated for distribution, is available for general operations or specific programs as specified by the donor.

Use of Estimates

Preparation of financial statements, in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets, liabilities, revenues, and expenses and to disclose any material contingent amounts. Accordingly, actual results could differ from such estimates.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

2. Summary of Significant Accounting Policies, continued

Cash and Cash Equivalents

Cash and cash equivalents include cash balances and highly liquid investments with original maturities of three months or less at acquisition which are not managed as part of long-term investment strategies and are not legally restricted.

Pledges Receivable, net

Pledges receivable, net which are expected to be collected within one year are recorded at net realizable value. Pledges receivable, net which are expected to be collected in future years are recorded at the present value of their estimated future cash flows. Amortization of these discounts is included in contributions revenue in the accompanying statement of activities.

Investments

Investments are stated at fair value. The Fund has engaged professional investment advisors to manage its portfolio. The Board of Directors has provided the firms with guidelines consistent with a socially responsible prudent investment policy and the conservative nature of the Fund. Gains and losses that result from market fluctuations are recognized in the period in which such fluctuation occurs.

The Fund has approximately eleven endowment funds that are pooled for investment purposes in one investment account. Donated securities are sold immediately upon receipt. The value of donated securities is recorded at market price on the date of transfer.

Charitable Remainder Trusts

The Fund has been designated as the trustee for three irrevocable charitable remainder trusts, administered by Wells Fargo Bank. The trust agreements generally require the Fund to make annual payments to the trust beneficiaries based on stipulated payment rates ranging from 5% to 10%, applied to the fair value of the trust assets, as determined annually. Upon the death of the beneficiaries, or other termination of the trusts as may be defined in the individual agreements, the remaining trust assets will be distributed by the Fund to itself (and to other beneficiaries, as applicable), as stipulated in the trust agreements.

The fair value of the trust assets has been included in the Fund's statements of financial position. A corresponding liability, reported as liabilities under charitable remainder trusts in the accompanying statements of financial position, has been recorded to reflect the present value of required lifetime payments to the named income beneficiaries using discount rate of approximately 2% for each of the years ended June 30, 2014 and 2013. Management calculates valuations annually by updating life expectancy of the income beneficiaries and investment values.

Liabilities under split-interest agreements represent the present value of the investments held in charitable remainder trusts owed to remainder beneficiaries other than the Fund, at the settlement of the trusts. These liabilities are calculated as a percentage of the present value of the investments held in charitable remainder trusts. Split-interest agreements are charitable remainder trust agreements that name the Fund and one or more other charities as remainder beneficiaries.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

2. **Summary of Significant Accounting Policies, continued**

Charitable Remainder Trusts, continued

The difference between the fair value of the assets received and present value of the obligation to named beneficiaries under the agreements is recognized as contribution revenue in the year the agreement is signed. Realized and unrealized gains and losses, interest and dividend income from the investments and payments of the obligations are reflected as adjustments to obligations under split-interest agreements in the accompanying statements of financial position. Amortization of discounts and changes in actuarial assumptions are reflected in the statements of activities and changes in net assets as a change in value of charitable remainder trusts.

Property and Equipment

All acquisitions and major improvements of property and equipment in excess of \$1,000 are capitalized; maintenance and repairs which do not extend the useful life of the respective assets are expensed. Property and equipment are stated at cost or, if donated, at the approximate fair value at the date of donation. Depreciation is computed using the straight-line method over the estimated useful lives on the property and equipment. Estimated useful lives range from three to seven years.

Scholarships and Grants Payable

Grants and scholarships are recognized in the period the grant or scholarship is approved. Grants and scholarships payable that are expected to be paid in future years are recorded at the present value of expected future payments.

Fair Value of Financial Instruments

Financial instruments included in the Fund's statements of financial position include cash and cash equivalents, pledges receivable, net, investments, investments held in charitable remainder trusts, accounts payable and accrued expenses, scholarships and grants payable, net, liabilities under charitable remainder trusts and liabilities under split-interest agreements. For cash and cash equivalents, pledges receivable, net, accounts payable and accrued expenses and scholarships and grants payable, net, the carrying amounts represent a reasonable estimate of the corresponding fair values. Investments, investments held in charitable remainder trusts, liabilities under charitable remainder trusts and liabilities under split-interest agreements are reflected in the accompanying statements of financial position at their estimated fair values using methodologies described below.

Fair Value Measurements

The Fund carries certain assets and liabilities at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In addition, the Fund reports certain investments using the Net Asset Value (NAV) per share as determined by investment managers under the so-called "practical expedient." The practical expedient allows net asset value per share to represent fair value for reporting purposes when the criteria for using this method are met.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

2. Summary of Significant Accounting Policies, continued

Fair Value Measurements, continued

Fair value measurement standards also require the Fund to classify these financial instruments into a three-level hierarchy, based on the priority of inputs to the valuation technique or in accordance with net asset value practical expedient rules, which allow for either Level 2 or Level 3 reporting depending on lock up and notice periods associated with the underlying funds. The Fund classifies its financial assets and liabilities according to three levels, and maximizes the use of observable inputs and minimizes the use of unobservable inputs when measuring fair value.

Level 1 - quoted prices in active markets for identical investments

Level 2 - other significant observable inputs (including quoted prices for similar instruments, interest rates, prepayment speeds, credit risk, etc.).

Level 3 - significant unobservable inputs (including the Fund's own assumptions in determining fair value instruments).

Endowment Funds

Interpretation of Relevant Law

The Board of Directors of the Fund has interpreted California's enacted version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment fund, absent explicit donor stipulations to the contrary. As a result, the Fund classifies as permanently restricted net assets (1) the original value of gifts donated to the permanent endowment, (2) the original value of subsequent gifts donated to the permanent endowment, and (3) additions to the permanent endowment in accordance with donor directions. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Fund in a manner consistent with the standard of prudence prescribed by the enacted version of UPMIFA.

In accordance with the State of California's enacted version of UPMIFA, the Fund considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- (1) The duration and preservation of the fund
- (2) The purposes of the Fund and the endowment funds
- (3) General economic conditions
- (4) The possible effect of inflation and deflation
- (5) The expected total return from income and the appreciation of investments
- (6) Other resources of the Fund
- (7) The investment policies of the Fund

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

2. **Summary of Significant Accounting Policies, continued**

Endowment Funds, continued

Return Objectives and Risk Parameters

The Fund has adopted investment and spending policies for endowment assets that attempt to achieve a growth in principal that will support a continuing rise in charitable distributions from its endowments, avoid a high degree of risk and ensure endowment funds will operate in perpetuity. Accordingly, the investment process seeks to achieve an after-cost total real rate of return, including investment income as well as capital appreciation, which exceeds the annual distribution with acceptable levels of risk. Endowment assets are invested in a well diversified asset mix, which includes equity and debt securities, that is intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to make an annual distribution of 5%, while growing the funds if possible. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total endowment fund; investment assets and allocation between asset classes and strategies are managed to not expose the Fund to unacceptable levels of risk.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, the Fund relies on a total return strategy in which investment returns achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Fund targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

Spending Policy

The spending rate is set each year as part of the annual budget process for the subsequent fiscal year and is calculated every quarter as a percentage of the average endowed fund balance over the previous 36 months. In accordance with donor instructions, this amount is expendable for either general or specific purposes. Appropriations made from the endowment for the years ended June 30, 2014 and 2013 were \$251,406 and \$248,224, respectively.

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Fund to retain as a fund of perpetual duration. In accordance with accounting principles generally accepted in the United States of America, deficiencies of this nature that are reported in unrestricted net assets were \$493,416 and \$784,710 as of June 30, 2014 and 2013, respectively. These deficiencies resulted from unfavorable market fluctuations.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Temporarily restricted contributions are recorded to recognize donor-imposed or timing restrictions, including bequests and split interest agreements. Permanently restricted contributions are recorded where the donor has permanently restricted the gift. In the event that the Fund receives donated securities, the securities are liquidated shortly after receipt.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

2. Summary of Significant Accounting Policies, continued

Functional Expense

The costs of the Fund's various activities have been summarized on a functional basis in the accompanying statements of activities and changes in net assets and functional expenses. Expenses are allocated to program and supporting services based on the purpose of each expenditure, services provided for each program, and the respective usage of the Fund's assets. Expenses relating to more than one function are allocated to program service, management and general and fundraising costs based on employee time and expense studies or other appropriate usage factors.

Restricted Contributions

Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted support.

Grants and Scholarships Expense

Grant and scholarship expenditures are recognized in the period the grant or scholarship is approved provided the grant or scholarship is not subject to significant future conditions. Conditional grants and scholarships are recognized as grants and scholarships expense and as grants and scholarships payable in the period in which the grantee or student meets the terms of the conditions. Grants and scholarships are returned to the Fund if certain conditions are not met. Returned grants and scholarships are included as a reduction of grants and scholarship expense in the accompanying statements of activities and changes in net assets.

Advertising Costs

Advertising costs are expensed as incurred. Advertising expense for the years ended June 30, 2014 and 2013 was \$1,780 and \$1,813, respectively.

Income Taxes

The Fund is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and from California franchise taxes under Section 23701d of the Revenue and Taxation Code. In addition, the Fund qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization that is not a private foundation under Section 509(a).

The Fund has adopted the provisions related to accounting for uncertainty in income taxes, which defines a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. The Fund's management has considered its tax positions and believes that all of the positions taken by the Fund in its federal and state tax returns are more likely than not to be sustained upon examination. The Fund files tax returns in the U.S. federal and California jurisdictions. With few exceptions, the Fund is no longer subject to federal tax examinations by tax authorities for tax years before 2010.

Reclassification

Certain prior year balances have been reclassified to conform to the basis of presentation used as of June 30, 2014.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

3. Pledges Receivable, net

Pledges receivables, as of June 30, 2014 and 2013, consist of the following:

	2014	2013
Unconditional promise to give for endowment	\$ 1,505,452	\$ 3,421,274
Other	-	20,000
	1,505,452	3,441,274
Less discount to present value	-	(16,621)
Less allowance for uncollectible pledges	(10,000)	-
	\$ 1,495,452	\$ 3,424,653

At June 30, 2014 and 2013, scheduled unconditional promises to give are due as follows:

	2014	2013
Due within one year	\$ 1,505,452	\$ 3,191,274
Due within two to five years	-	250,000
	1,505,452	3,441,274
Discount to present value	-	(16,621)
	\$ 1,505,452	\$ 3,424,653

The future cash flows of promises to give have been discounted to present value using a discount rate of 3% as of June 30, 2013 and there is no discount to present value at June 30, 2014.

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

4. Investments and Fair Value Measurements

The Fund's investment portfolio, at June 30, 2014 consisted of the following:

	<u>Fair Value</u>	<u>Cost</u>	<u>Cumulative Unrealized Gains/(Loss)</u>
Money market	\$ 606,802	\$ 606,802	\$ -
Equity securities	5,298,512	4,991,727	306,785
Fixed income:			
Mutual funds - international and domestic	1,174,289	1,149,825	24,464
U.S. government bonds	100,371	99,825	546
Corporate and foreign bonds	2,110,644	2,081,290	29,354
Real estate investment trusts	551,307	531,264	20,043
Merger fund	254,154	250,000	4,154
Long-term return hedge fund	257,415	250,000	7,415
	<u>\$ 10,353,494</u>	<u>\$ 9,960,733</u>	<u>\$ 392,761</u>

The Fund's investment portfolio, at June 30, 2013 consisted of the following:

	<u>Fair Value</u>	<u>Cost</u>	<u>Cumulative Unrealized Gains/(Loss)</u>
Money market	\$ 521,855	\$ 521,855	\$ -
Equity securities	3,927,971	3,503,761	424,210
Fixed income:			
Mutual funds - international and domestic	1,116,153	1,128,942	(12,789)
Corporate and foreign bonds	1,566,508	1,560,554	5,954
Real estate investment trusts	364,535	328,597	35,938
	<u>\$ 7,497,022</u>	<u>\$ 7,043,709</u>	<u>\$ 453,313</u>

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

4. Investments and Fair Value Measurements, continued

The following table summarizes the valuation of the Fund's investments by the fair value hierarchy levels as of June 30, 2014:

	<u>Level 1</u>	<u>Total</u>
Money market	\$ 606,802	\$ 606,802
Equity securities:		
Consumer Discretionary	567,840	567,840
Consumer Staples	170,700	170,700
Energy	157,193	157,193
Financials	393,605	393,605
Health Care	406,213	406,213
Industrials	284,869	284,869
Information Technology	480,149	480,149
Materials	86,841	86,841
Telecommunication Services	74,668	74,668
Utilities	3,287	3,287
International Equities	384,251	384,251
Domestic Mutual Funds	558,673	558,673
International Mutual Funds	1,730,223	1,730,223
Fixed income:		
Government Obligations	100,371	100,371
Corporate Obligations	2,110,645	2,110,645
Domestic Mutual Funds	716,106	716,106
International Mutual Funds	458,182	458,182
Real assets:		
Real Estate Investment Trusts	28,950	28,950
Real Asset Funds	522,357	522,357
Merger fund	254,154	254,154
Long-term return hedge fund	257,415	257,415
	<u>\$ 10,353,494</u>	<u>\$ 10,353,494</u>

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

4. Investments and Fair Value Measurements, continued

The following table summarizes the valuation of the Fund's investments by the fair value hierarchy levels as of June 30, 2013:

	<u>Level 1</u>	<u>Total</u>
Money market	\$ 521,855	\$ 521,855
Equity securities:		
Domestic Mutual Funds	2,551,949	2,551,949
International Mutual Funds	1,376,021	1,376,021
Fixed income:		
Corporate Obligations	1,566,509	1,566,509
Domestic Mutual Funds	798,921	798,921
International Mutual Funds	317,232	317,232
Real assets:		
Real Asset Funds	<u>364,535</u>	<u>364,535</u>
Total investments at fair value	<u>\$ 7,497,022</u>	<u>\$ 7,497,022</u>

5. Property and Equipment

Property and equipment, as of June 30, 2014 and 2013, consists of the following:

	<u>2014</u>	<u>2013</u>
Furniture	\$ 7,625	\$ 11,980
Equipment	<u>25,666</u>	<u>40,488</u>
	33,291	52,468
Accumulated depreciation	<u>(20,277)</u>	<u>(40,381)</u>
	<u>\$ 13,014</u>	<u>\$ 12,087</u>

Depreciation expense for the years ended June 30, 2014 and 2013 was \$5,555 and \$1,146, respectively.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

6. Charitable Remainder Trusts and Fair Value Disclosures

Investments held in charitable remainder trusts, as of June 30, 2014 and 2013, consist of the following:

	<u>2014</u>	<u>2013</u>
Equities:		
Domestic Mutual Funds	\$ 292,488	\$ 291,379
International Mutual Funds	110,673	80,918
Fixed income securities:		
Domestic Mutual Funds	151,854	143,859
International Mutual Funds	57,102	49,136
Common Trust Funds	75,956	75,274
Real estate:		
Real Assets Fund	48,464	45,872
Cash and cash equivalents:		
Cash and cash equivalents	<u>21,937</u>	<u>24,153</u>
	<u>\$ 758,474</u>	<u>\$ 710,591</u>

The following tables present the fair value of charitable remainder trust's assets and liabilities on the accompanying statements of financial position, as of June 30, by fair value hierarchy. There have been no changes in valuation techniques and related inputs during the years ended June 30, 2014 and 2013.

	<u>2014</u>		
	<u>Level 1</u>	<u>Level 3</u>	<u>Total</u>
Investments held in charitable remainder trusts	\$ 758,474	\$ -	\$ 758,474
Liabilities under charitable remainder trusts	-	(314,246)	(314,246)
Liabilities under split-interest agreements	-	(34,047)	(34,047)
	<u>2013</u>		
	<u>Level 1</u>	<u>Level 3</u>	<u>Total</u>
Investments held in charitable remainder trusts	\$ 710,591	\$ -	\$ 710,591
Liabilities under charitable remainder trusts	-	(319,015)	(319,015)
Liabilities under split-interest agreements	-	(30,251)	(30,251)

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

6. Charitable Remainder Trusts and Fair Value Disclosures, continued

The following tables provide a roll forward of the liabilities listed above measured at fair value using significant unobservable inputs (Level 3) during the years ended June 30, 2014 and 2013.

	2014	2013
Liabilities under charitable remainder trusts:		
Beginning balance	\$ 319,015	\$ 240,014
(Decrease) increase in value due to change in actuarial life expectancy	(4,769)	79,001
Ending balance	\$ 314,246	\$ 319,015
	2014	2013
Liabilities under split-interest remainder trusts:		
Beginning balance	\$ 30,251	\$ 31,359
Increase (decrease) in liabilities due to change in value of liabilities under charitable remainder trusts	3,796	(1,108)
Ending balance	\$ 34,047	\$ 30,251

7. Scholarships and Grants Payable

The Fund has commitments to various scholars to fund their education. A portion of scholarship expenses will be paid at various times in future years and are discounted at 2.11% and 2.8% as of June 30, 2014 and 2013, respectively. Scholarships due in future years are conditional upon students meeting criteria, such as full-time enrollment or meeting a minimum grade point average. Grant awards require the fulfillment of certain conditions as set forth in the grant agreements.

As of June 30 2014, the Fund is liable for awarded scholarships and grants as follows:

	2014		
	Scholarships	Grants	Total
Due in less than one year	\$ 253,101	\$ 369,000	\$ 622,101
Due in two years	42,000	300,000	342,000
	295,101	669,000	964,101
Discount to reflect net present value	(868)	(6,199)	(7,067)
	\$ 294,233	\$ 662,801	\$ 957,034

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

7. Scholarships and Grants Payable, continued

As of June 30 2013, the Fund is liable for awarded scholarships and grants as follows:

	2013		
	Scholarships	Grants	Total
Due in less than one year	\$ 132,977	\$ 66,000	\$ 198,977
Due in two years	219,250	-	219,250
	352,227	66,000	418,227
Discount to reflect net present value	(9,798)	-	(9,798)
	\$ 342,429	\$ 66,000	\$ 408,429

8. Temporarily Restricted Net Assets

Temporarily restricted net assets as of June 30, 2014 and 2013, consists of the following purpose:

	2014	2013
Charitable remainder trusts	\$ 410,181	\$ 361,325
Donor advised funds	266,368	254,884
Health education and community programs	817,880	117,882
Endowment earnings	575,271	156,570
Scholarships, internships, and education programs	39,952	-
	\$ 2,109,652	\$ 890,661

Net assets released from donor restrictions by incurring expenses satisfying the restrictions specified by donors for the years ended June 30, 2014 and 2013, were as follows:

	2014	2013
Donor advised funds	\$ 145,095	\$ 111,358
Health education and community programs	300,000	11,742
Endowment earnings	631,550	448,703
Scholarships, internships, and education programs	70,896	109,022
	\$ 1,147,541	\$ 680,825

As of June 30, 2014, net assets were reclassified to meet changes in donor restriction of funds during the year. One donor contribution of \$54,000 in the prior year, was reclassified to the endowment from temporarily restricted contributions.

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

9. Endowment Funds

The Fund's endowment consists of eleven individual funds established for a variety of purposes. The Fund's endowment includes only donor-restricted endowments.

As of June 30, 2014, a donor released amounts from endowed funds from permanently restricted funds to temporarily restricted funds for \$1,000,000 to fund capacity building and civic engagement programs. Of this amount, \$300,000 was released to unrestricted net assets as of June 30, 2014 for grants paid during the year.

Permanently restricted net assets are available of June 30, 2014 and 2013 for the following purposes:

	2014	2013
		<i>(Restated - Note 14)</i>
General operations	\$ 4,138,380	\$ 3,935,083
Donor advised funds	248,924	228,924
Health education and community programs	1,750,000	2,492,199
Scholarships, internships, and education programs	4,624,493	4,580,093
	\$ 10,761,797	\$ 11,236,299

Endowment net asset composition by type of fund as of June 30 2014 and 2013, is as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Endowment Assets
Endowment net assets, June 30, 2014	\$ (493,416)	\$ 575,271	\$ 10,761,797	\$ 10,843,652
Endowment net assets, June 30, 2013 <i>(Restated - Note 14)</i>	\$ (784,710)	\$ 156,570	\$ 11,236,299	\$ 10,608,159

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS

June 30, 2014 and 2013

9. Endowment Funds, continued

Endowment funds consist of both donor-restricted and donor-advised endowment funds as of June 30, 2014 and 2013. During the year it was determined funds were being held in temporarily restricted net assets that the donor wished to be held in endowment and, as such, \$54,000 was reclassified to permanently restricted net assets as of June 30, 2014. During the year ended June 30, 2014, endowment net asset activity was as follows:

	2014			Total Net Endowment Assets
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment net assets, beginning of year	\$ (784,710)	\$ 156,570	\$ 11,236,299	\$ 10,608,159
Contributions	-	-	471,498	471,498
Investment income	-	281,474	-	281,474
Net realized and unrealized gains	-	768,776	-	768,776
Appropriated for spending	-	(310,409)	-	(310,409)
Reclassification from temporarily restricted net assets	-	-	54,000	54,000
Administration fees	-	(29,846)	-	(29,846)
Release from restriction	-	-	(1,000,000)	(1,000,000)
Reclassification of deficient endowment fund activity	291,294	(291,294)	-	-
Endowment net assets, end of year	<u>\$ (493,416)</u>	<u>\$ 575,271</u>	<u>\$ 10,761,797</u>	<u>\$ 10,843,652</u>

During the year ended June 30, 2013, endowment net asset activity was as follows:

	2013 (Restated - Note 14)			Total Net Endowment Assets
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment net assets, beginning of year	\$ (900,968)	\$ 74,916	\$ 9,952,793	\$ 9,126,741
Contributions	-	-	1,283,506	1,283,506
Investment income	-	122,374	-	122,374
Net realized and unrealized gains	1,417	407,983	-	409,400
Appropriated for spending	-	(311,507)	-	(311,507)
Administration fees	-	(22,355)	-	(22,355)
Reclassification of deficient endowment fund activity	114,841	(114,841)	-	-
Endowment net assets, end of year	<u>\$ (784,710)</u>	<u>\$ 156,570</u>	<u>\$ 11,236,299</u>	<u>\$ 10,608,159</u>

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

10. Management Fees

The Fund assesses a quarterly management fee on endowed funds at a percentage of the investment accounts' fair market value at the end of each quarter as follows:

Annual Management fee (assessed quarterly):	
The first \$25 million	1.00%
Assets between \$25-\$50 million	0.75%
Assets over \$50 million	0.50%

Minimum fee is \$100 per endowed fund

11. Lease Commitment

The Fund occupies its office facilities in San Francisco under an operating lease which expires in December 2017. Rent payments are payable monthly and annually increase in January.

Future obligations to pay under the lease agreement for the years ended June 30, consists of the following:

2015	\$ 55,893
2016	57,308
2017	58,723
2018	<u>29,715</u>
	<u>\$ 201,639</u>

Rent expense for the years ended June 30, 2014 and 2013 was \$54,964 and \$28,330, respectively.

12. Conditional Promise to Give

In October 2010, a foundation donor agreed to match contributions and firm commitments made to the Fund on a one-for-one basis up to \$5,000,000, received from July 1, 2009 through December 31, 2014. At least 50% of matched contributions must be raised directly by board members or come directly from them. The maximum amount of matching is \$1,000,000 per calendar year, paid in \$250,000 increments. Total funds collected and matched will add to existing endowed funds or create one or more new endowment funds. Funds matched under this agreement and recorded as foundation and corporate grant revenue during the years ended June 30, 2014 and 2013 totaled \$250,000 and \$1,000,000, respectively.

13. Concentrations of Credit Risk

Financial instruments that potentially subject to credit risk consist primarily of cash and cash equivalents, accounts receivable, and investments. The Fund maintains cash and cash equivalents with one major financial institution. The balances held by bank are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. Cash on deposit occasionally exceeds federally insured limits. The Fund has not experienced any losses in such accounts and management believes it is not exposed to any significant credit risk.

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

13. Concentrations of Credit Risk, continued

The Funds credit risk is inherent principally in its investments. Adverse economic conditions either nationwide or internationally may result in a reduction of the investments carrying amount. The maximum loss on the investments would be the carrying amount in the financial statement, less amounts insured by the Securities Investor Protection Corporation (SIPC). Balances may periodically exceed SIPC limits.

As of June 30, 2014 and 2013, one donor comprised approximately 91% and 59% of the net pledge receivable balance, respectively.

For the year ended June 30, 2014, one donor contributed amounts representing 20% of total contributions and 52% of foundation and corporate grants, respectively. For the year ended June 30, 2013, one donor contributed amounts representing 54% of total contributions and 74% of foundation and corporate grants, respectively.

14. Prior Period Adjustments - Correction of an Error

Permanently restricted net assets and unrestricted net assets as of June 30, 2013 have been adjusted for an improper release of permanently restricted net assets during 2013. The correction has no effect on the results of 2014 activities; however, the effect increases permanently restricted net assets and decreases unrestricted net assets at the end of 2013 by \$1,000,000. Accordingly, the Fund restated its net assets released as of June 30, 2013.

	As of June 30, 2013	
	Unrestricted Net Assets	Permanently Restricted Net Assets
Balances previously reported	\$ (2,545)	\$ 10,236,299
Correction of error	(1,000,000)	1,000,000
Balances corrected and restated	\$ (1,002,545)	\$ 11,236,299

	For the Year Ended June 30, 2013					
	Unrestricted Net Assets Released from Restrictions	Permanently Restricted Net Assets Released from Restrictions	Unrestricted Total Revenues and Support	Permanently Restricted Total Revenues and Support	Unrestricted Change in Net Assets	Permanently Restricted Change in Net Assets
Balances previously reported	\$ 1,680,825	\$ (1,000,000)	\$ 2,019,807	\$ 283,506	\$ 1,065,654	\$ 283,506
Correction of error	(1,000,000)	1,000,000	(1,000,000)	1,000,000	(1,000,000)	1,000,000
Balances corrected and restated	\$ 680,825	\$ -	\$ 1,019,807	\$ 1,283,506	\$ 65,654	\$ 1,283,506

Continued

ASIAN PACIFIC FUND
NOTES TO FINANCIAL STATEMENTS
June 30, 2014 and 2013

15. Unrestricted Net Asset Deficit

The accompanying financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America, which contemplates a composition of assets to satisfy donor restrictions. However, as of June 30, 2014 and 2013, unrestricted net assets have a deficit of \$1,318,730 and \$1,002,545, respectively, which reduces the net assets available for funding amounts that are temporarily restricted and potentially encumbers permanently restricted net assets. The current year deficit in net assets of \$316,185 includes the expense for multi-year grants made during the year of \$900,000 for capacity grants, which will be funded by amounts released from a donor's endowment at the donor's direction.

16. Subsequent Events

The Fund has evaluated subsequent events for potential recognition and/or disclosure through December 17, 2014, the date which the financial statements were available to be issued. No additional such events exist.

SUPPLEMENTARY INFORMATION

ASIAN PACIFIC FUND
SCHEDULES OF FUNCTIONAL EXPENSES
For the years ended June 30, 2014 and 2013

	2014						2013					
	Program Services			Supporting Services			Program Services			Supporting Services		
	Educational Programs	Grants and Services to Agencies	Program Services Total	Management and General	Fundraising	Total	Educational Programs	Grants and Services to Agencies	Program Services Total	Management and General	Fundraising	Total
Expenses:												
Salaries	\$ 67,950	\$ 241,600	\$ 309,550	\$ 15,175	\$ 16,470	\$ 341,195	\$ 64,028	\$ 213,240	\$ 277,268	\$ 16,764	\$ 13,500	\$ 307,532
Payroll taxes	5,629	18,649	24,278	1,242	1,145	26,665	5,285	16,782	22,067	1,141	956	24,164
Employee benefits	6,300	18,577	24,877	2,475	-	27,352	4,525	13,342	17,867	1,700	-	19,567
Total salaries and related expenses	79,879	278,826	358,705	18,892	17,615	395,212	73,838	243,364	317,202	19,605	14,456	351,263
Grants and scholarships	123,250	1,158,903	1,282,153	-	-	1,282,153	64,665	223,078	287,743	-	-	287,743
Travel and hospitality	19,045	3,505	22,550	7,135	57,107	86,792	32,493	5,121	37,614	4,719	41,971	84,304
Investment expenses	-	-	-	62,632	-	62,632	-	-	-	47,141	-	47,141
Occupancy	12,743	37,426	50,169	4,358	437	54,964	6,601	19,463	26,064	2,266	-	28,330
Accounting fees	-	-	-	28,455	-	28,455	-	865	865	27,611	-	28,476
Professional fees	8,947	1,313	10,260	10,904	3,050	24,214	12,451	400	12,851	13,013	685	26,549
Printing and production	11,469	2,792	14,261	1,467	6,448	22,176	13,718	2,110	15,828	241	6,315	22,384
Supplies	2,411	3,778	6,189	966	6,839	13,994	4,938	2,138	7,076	226	4,451	11,753
Website development	-	-	-	11,300	-	11,300	-	21,500	21,500	-	-	21,500
Bad debt	-	-	-	10,000	-	10,000	-	-	-	-	-	-
Postage	4,709	4,239	8,948	491	544	9,983	2,479	1,560	4,039	313	30	4,382
Dues, licenses, and fees	14	1,481	1,495	8,308	-	9,803	13	2,142	2,155	4,382	-	6,537
Equipment rental and maintenance	2,231	6,578	8,809	766	-	9,575	1,713	5,050	6,763	7,540	-	14,303
Depreciation	-	-	-	5,555	-	5,555	-	-	-	1,146	-	1,146
Other	30	-	30	4,116	988	5,134	55	239	294	840	298	1,432
Legal fees	-	3,265	3,265	1,680	-	4,945	-	1,264	1,264	3,670	-	4,934
Telephone	766	2,258	3,024	263	-	3,287	1,637	4,827	6,464	562	-	7,026
Insurance	766	2,258	3,024	263	-	3,287	731	2,155	2,886	251	-	3,137
Advertising and promotion	1,780	-	1,780	-	-	1,780	1,780	33	1,813	-	-	1,813
Software	-	-	-	1,117	-	1,117	-	-	-	-	-	-
Total expenses	\$ 268,040	\$ 1,506,622	\$ 1,774,662	\$ 178,668	\$ 93,028	\$ 2,046,358	\$ 217,112	\$ 535,309	\$ 752,421	\$ 133,526	\$ 68,206	\$ 954,153



Community Foundation



NURTURING THE FUTURE OF OUR COMMUNITY

Annual Report 2013-2014

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IN THEIR OWN WORDS

“When I attended an Asian Pacific Fund gala four years ago, I finally learned about the needs of the Bay Area’s Asian and Pacific Islander communities. I have attended the gala every year since then, and each year I get the sense that I have somehow come home. I am honored to have been elected to the Board this year and will do my best to serve.”



Leo Soong
Board member of the Asian Pacific Fund

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Our deepest gratitude goes to The Wallace H. Coulter Foundation for their generous \$5 million challenge grant, which will help us build one of the largest endowments of any Asian American organization in the nation. We have raised nearly \$3.5 million, thanks in large part to gifts from our generous Leadership Circle donors.

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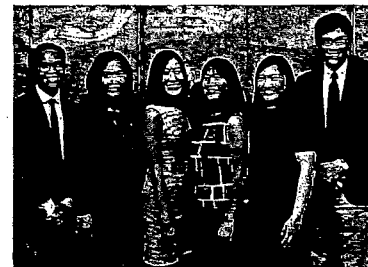
STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

	2014 Total	2013 Total
REVENUES AND SUPPORT		
Contributions	650,336	366,831
Foundation and corporate grants	511,700	1,301,664
Net realized and unrealized gains on investments	828,371	406,010
Special event income	156,061	176,879
Interest and dividend income	279,339	150,420
Change in value of charitable remainder trusts	48,855	(66,793)
Total revenues and support	2,474,662	2,335,011
EXPENSES		
Program services	1,774,662	752,421
Management and general	178,668	133,526
Fundraising - special event expense	93,028	68,206
Total expenses	2,046,358	954,153
CHANGE IN NET ASSETS	428,304	1,380,858
NET ASSETS		
Beginning of year	11,124,415	9,743,557
End of year	11,552,719	11,124,415

The condensed financial information above has been derived from preliminary financial statements for years ended June 30, 2013 and 2014 reported by Burr Pilger Mayer, Inc. For a complete copy of our final audit, please contact us.

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Duc Luu, *Development and Marketing Manager*



A Community Foundation

The Asian Pacific Fund is a non-profit foundation dedicated to strengthening the Bay Area's Asian and Pacific Islander communities. We help donors achieve their philanthropic goals, support organizations that serve our most vulnerable, and raise awareness about pressing community needs.

MESSAGE FROM THE CHAIR



Dear Friends,

Being with an organization from its inception and seeing it through its first 21 years gives one a rare and wonderful perspective. I have the privilege of being a founding board member of the Asian Pacific Fund and it will always be a source of pride that I was there from the beginning.

With that pride comes immense appreciation for not only how far we have come but the relationships we have built over the years, both with our donors and with our affiliate organizations serving the vulnerable in our community. As you can see with this annual report, an important way of demonstrating a non-profit's viability and value is in numbers—the dollars we raise, the grants we distribute and the number of people we reach.

Numbers are also useful in communicating the needs in our community and the impact the Asian Pacific Fund is having. Asian Americans and Pacific Islanders are the fastest growing ethnic group in the country. A recent report found that we also make up more than a third of those living in poverty in San Francisco.

In the past year we have more than doubled the number of dollars we distribute in grants and we have also engaged nearly 300 new donors for our affiliates through the City and County of San Francisco's Workplace Giving Campaign.

What's harder to measure, but perhaps more important, is the trust we earn in the way we spend the dollars you give to us. Whether it is something as personal as a scholarship for a well-deserving student or a grant to help a struggling service organization learn how to fundraise more effectively, the Asian Pacific Fund always has its eye on how best to strengthen the Asian Pacific Islander community in the Bay Area. We thank you for your trust and look forward to continuing our partnership with you in improving the quality of life for others.

Sincerely yours,

A handwritten signature in cursive script that reads "Emerald Yeh".

Emerald Yeh
Asian Pacific Fund Board Chair & Founding Board Member



RECOGNIZING OUTSTANDING LEADERSHIP

LEADERSHIP IN PHILANTHROPY AWARD

Each year, the Fund's Board of Directors selects an individual who has achieved significant success while also making a difference by giving back. **Steve Chen, Co-Founder of YouTube**, has been a role model for the next generation of philanthropists and is the recipient of the 2014 Leadership in Philanthropy Award. Steve was instrumental in building YouTube, which has had a profound impact on the way we communicate, learn and connect. In 2013, he made a \$1 million gift to his alma mater, the Illinois Mathematics and Science Academy. His gift will go towards the creation of the "Innovation Hub," a facility to support student entrepreneurship. Steve is also a strong supporter of organizations in the Bay Area, including the Asian Art Museum and UCSF.



CHANG-LIN TIEN LEADERSHIP IN EDUCATION AWARD

The 2014 Chang-Lin Tien Leadership in Education Award recipient is **Dr. Liza Cariaga-Lo, Associate Provost of Brown University**. Dr. Cariaga-Lo is a leader in the fields of education program evaluation, minority student development, ethnic minority health care and public policy affecting children and families. She recently completed a book about the identity development of Asian Americans. The Tien Award honors the legacy of Dr. Chang-Lin Tien, the former Chancellor of the University of California, Berkeley and the first Asian American head of a major university. Dr. Tien was also a founding board member of the Asian Pacific Fund.

GROWING UP ASIAN IN AMERICA 2014: HOW FOOD SHAPES OUR IDENTITY

Food has always been a way to connect us with our families and communities. This year, we asked K-12 students across the Bay Area to share how food plays a role in their lives as Asian and Pacific Islanders growing up in America. Nearly 1,200 students submitted art, poetry and video entries for our 19th annual Growing Up Asian in America program. Students shared how food shapes their identity by connecting them with their family's stories, recipes and traditions. This is what a few of this year's winners shared with us:

"Even if I can't get on a plane, I've found that I can travel across oceans and continents in just a few bites! When I eat Asian food, it makes me feel like I'm back in Nepal with my family. Food helps me remember where I'm from."

"An Asian in America" by Lakpa G., Grade 6, San Francisco



"My Family Tradition"
Justin I., Grade 2, Pleasanton



"My Korean Heritage"
Rhee K., Grade 8, San Jose



"Daddy"
Yulun L., Grade 11, Los Altos

"Eating my favorite dishes like 'Sinigang' and 'Adobo' lifts me to heights of nostalgia, bringing me back to my vibrant past in the Philippines."

"Food for Thought and After Thoughts" by Agnes B., Grade 10, Vallejo

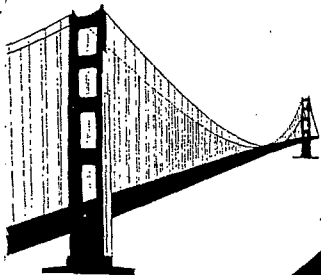
Many thanks to the following Advisory Committee members for helping to plan and shape this year's program:

Sally Carlson, Carlson Beck; Lance J. Lew, NBC Bay Area; Sandy Wee, San Mateo County Library; Vicky Wong, DAE Advertising, Inc.; Andrea Yamazaki Williamson, Multicultural Radio Broadcasting, Inc.; Jennifer Yin, Asian Art Museum

SHEDDING LIGHT ON API NEEDS

There is often a lack of awareness of the challenges faced by the API community. This perception means that many groups that provide essential services to the Asian community are overlooked and struggle to find funding. The Asian Pacific Fund supports organizations that serve our most vulnerable community members and brings attention to the hidden struggles that many Bay Area APIs face.

HIDDEN STRUGGLES OF THE BAY AREA'S API COMMUNITY



POVERTY

Poverty among APIs living in San Francisco jumped by 43% in a five year period. Asians now make up the largest ethnic group living in poverty in the city.



CITY AVERAGE



ASIANS



PACIFIC ISLANDERS

UNEMPLOYMENT

The unemployment rate of Asians (7%) and Pacific Islanders (14%) in San Francisco is substantially higher than the city average (5%).

HOUSING

In Santa Clara County, APIs make up 39% of households living in subsidized housing, the highest rate of any racial group.



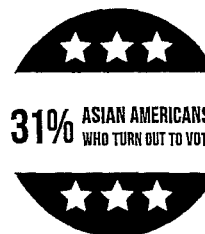
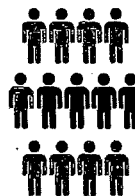
HEALTHCARE



Alameda County is one of the top counties with medically underserved API populations in the nation. As a result, many APIs living in Alameda County are struggling to access quality healthcare.

VOICE IN THE COMMUNITY

Only 31% of Asian Americans turn out to vote. Though they are the fastest growing racial group in the United States, Asian Americans continue to have one of the lowest voter turnout rates among all racial groups.



Sources: Asian and Pacific Islander Health and Wellness: A San Francisco Neighborhood Analysis, Pew Research Fact Tank, Community of Contrasts, Asian-American and Pacific Islander Mental Health



DONOR SPOTLIGHT: NAREN GUPTA

Naren Gupta has dedicated his life to building innovative companies. He co-founded Integrated Systems Inc. and today leads Nexus Venture Partners, one of the strongest venture capital funds in India. In between his business trips and his passion for world travel, Naren has also made time to champion the causes in the Bay Area that are important to him. He has been a long-time supporter of the Asian Pacific Fund and recently became part of the Leadership Circle for our Endowment Campaign.

Naren values the impact the Fund has and appreciates its work to encourage others to give back. According to Naren, "The way I think about all donations is the impact my donation has on society, on special individuals. And if you dig deep into Asian Pacific Fund's activities, we probably get the most benefit out of every dollar we spend."

CHANGING LIVES THROUGH PHILANTHROPY

GRANTS TO OUR COMMUNITY

Over the past year, the Asian Pacific Fund has distributed nearly a half a million dollars in grants from donor advised funds and our own grant making activities. In 2014, we launched a Capacity Building and Civic Engagement Initiative that focuses on strengthening the sustainability impact of non-profits who serve our most vulnerable API community members. It provides \$300,000 per year for three years to a cohort of community partners. Our grants are supporting investments in areas like leadership development, fundraising and technology upgrades.

We designed this new initiative based on direct input from the executive directors of our affiliate organizations who told us that long-term capacity building is a top priority, yet funding for these efforts is often the hardest to secure.



SOLAR SPOTLIGHT: EMILY H.



Emily H. and her mother immigrated to the United States from China when Emily was eight years old. She grew up in one of Oakland's poorest neighborhoods, moving so frequently she "never had a place to call home." Her mother, who does not speak English, works multiple part-time jobs. Emily is now pursuing a master's degree at UC Berkeley with the support of the Frederick and Demi Seguritan Scholarship so she can "work towards a solution that helps low-income, immigrant families" like her mother and "inspire others to give back to their own communities."

2014, we distributed over \$250,000 in grants to nearly 70 students primarily from low-income communities.

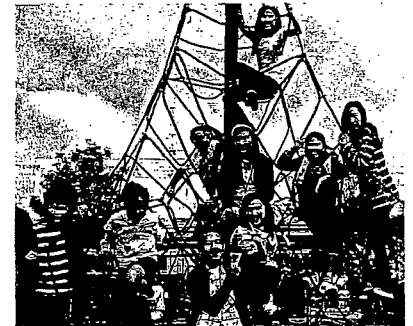
WHAT OUR PARTNERS ARE SAYING

"The Asian Pacific Fund approaches its relationship with community-based organizations from a partnership and supporter perspective by engaging at higher level organizational empowerment. This fills the gap in the foundation sector where most of the relationships are based on just program deliverables."

*June Lee, Executive Director
Korean Community Center of the East Bay*

"It's fortunate for us that the Asian Pacific Fund really sees that there's a need to provide services to the API community, and specifically to the most vulnerable groups, like Southeast Asians. The Fund recognizes these needs and supports these needs, which is unique."

*Judy Young, Executive Director
Vietnamese Youth Development Center*



"It is extremely gratifying to see the Asian Pacific Fund be so responsive to input from its affiliates, and to take such interest in making our organizations stronger—beyond giving out funding."

*Vincent Pan, Executive Director
CAA*

Congratulations to our Capacity Building and Civic Engagement Initiative grant recipients:

Asian & Pacific Islander Wellness Center, Asian Immigrant Women Advocates, Asian Pacific American Community Center, Asian Women's Shelter, CAA, Community Youth Center of San Francisco, East Bay Asian Youth Center, Filipino Advocates for Justice, International Children Assistance Network, Korean Community Center of the East Bay, Maitri, Vietnamese Youth Development Center Collectively, these groups will reach over 20,000 API youth and adults as part of this initiative.

COMMUNITY SPOTLIGHT: MAITRI

A shocking 41.61% of Asian women report experiencing physical or sexual violence during their lifetime. For South Asian survivors of domestic violence, finding culturally appropriate care in the Bay Area can be incredibly challenging.

"What will happen if I leave? Will I lose custody of my child? Will I be deported because I am on a dependent visa? — these are often the questions that our clients face," says Rama Jalan, Program Director of San Jose-based Maitri. Maitri supports South Asians facing situations of domestic violence, human trafficking, and cultural displacement. It provides peer counseling, case management, legal assistance, transitional housing, and referral services.

The organization's commitment and ability to impact the lives of those they serve in a meaningful way is a big reason why Rama loves working at Maitri. *"I have a passion for seeing social justice achieved and I am inspired by what might otherwise seem like a small accomplishment — like when a client calls to say they've cleared their driving test or enrolled in a class for the first time ever. It is a liberating event for our clients who have been controlled their entire lives,"* shares Rama.

Maitri was founded in 1991 by a group of volunteers and has grown to a staff of ten, serving hundreds of women per year. The organization's team provides its services free of charge in 15 South Asian languages. The Asian Pacific Fund is supporting Maitri with a three-year Capacity Building and Civic Engagement grant. The grant is focused on expanding Maitri's long-term impact by supporting fund building activity and the creation of donor databases. This grant will allow Maitri to develop the first donor development plan in its history.





Leg Clerk

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO

2015 FEB 24 PM 3:09

February 18, 2015

Ms. Angela Calvillo, Clerk of the Board
Board of Supervisors
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place,
San Francisco, CA 94102

Dear Ms. Calvillo:

The Bay Area Black United Fund wishes to apply for inclusion in the 2015 Annual Fundraising Drive. We are submitting the following information in accordance with section 16.93-2 of the San Francisco Municipal Code.

1. A list of our federated agencies. Section (a)
2. A copy of our IRS Tax Exempt letter. Section (b)
3. A certification letter certifying that we have represented 10 or more agencies with us for more than one year. Section (c)
4. A copy of our most recent audit. Section (d)
I have attached our 2012 audit, because our 2013 audit is in process and shall be completed by March 31, 2015. I will forward a copy to your office when it is completed.
5. Other relevant information section (e)
 - A. Mission Statement
 - B. Overhead Cost 14%
 - C. Member Agencies – that have already applied to be part of the BABUF federation. (See attached list)
 - D. BABUF Brochure

Thank you for your time and consideration in this matter.

Kindest regards,


Linda Davis
Office Manager

BAY AREA BLACK UNITED FUND, INC. (BABUF)						
MEMBER AGENCIES LISTING						
2014 WORKPLACE CAMPAIGNS						
						CRITERIA A
Code:	Member Agencies			Phone#	Website	
100	Bay Area Black United Fund, Inc. (BABUF)			510-763-7270	www.babuf.org	
262	African American Health Summit			520-763-7270	www.babuf.org	
	Critical Mass Health Conductors					
273	African American Calworks Coalition Options			510-893-4357	http://sites.google.com/site/optionsac	
104	African American Parent Center			510-562-1283		
178	AIDS Project Eas Bay			510-663-7979	www.apeb.org	
241	Allen Temple Health & Social Service Ministries			510-544-3939	www.allentemple.org	
102	Alta Bates Medical Center, Health Ministries/Parish			510-204-1667	www.absfdn.org	
242	Ariel Outreach Mission			510-978-5844	www.arielom.org	
101	A Safe Place			510-986-8600	www.asafeplacedvs.org	
105	Asian Women's Shelter			415-751-7110	www.sfaws.org	
230	Bayview Hunters Point Multipurpose Senior Services, Inc.			415-822-1444	www.bhpmss.org	
129	Berkeley Youth Alternatives			510-845-9010	www.byonline.org	
201	Big Brothers Big Sisters of the East Bay			415-503-4050	www.bbbsba.org	
142	Black Adoption Placement and Research Center			510-430-3615	www.baprc.org	
144	Black Coalition on AIDS			415-615-9945	www.bcoa.org	
289	Black Men Speaks, Inc.			510-415-2098	www.blackmenspeaks.net	
145	Boys & Girls Club of Oakland			510-444-8211	www.bgcoakland.org	
202	Building Opportunities for Self-Sufficiency (BOSS)			510-649-1930	www.self-sufficiency.org	
150	California Prevention Education Project (CAL-PEP)			510-874-7850	www.calpep.org	
276	Carnales Unidos Reformando Adictos, Inc.			510-713-3204	www.curainc.com	
203	Center for Elders Independence			510-433-1150	www.cei.elders.org	
109	Center For Family Counseling			510-562-3731	www.cffc.biz	
110	Center on Juvenile and Criminal Justice (CJCJ)			415-621-5661	www.cjcj.org	
245	Children Hospital Medical Center (Sickle Cell Program)			510-428-3772	www.childrenshospitaloakland.org	
286	Continental of Omega Boys and Girls Club of Vallejo			707-643-1728	www.omegaboyandgirlsclub.com	
288	Dads Club			510-396-7776	www.dadsclub7.org	
287	DASH Sports Education			510-982-9006	www.dashcamp.org	

Code:	Member Agencies	Phone#	Website
284	East Bay Performing Arts - Oakland	510-444-0801	www.eastbayperformingarts.org
283	Family and Child Empowerment Services SF	415-567-2357	www.www.facesf.org
168	Family Builders Bay Adoption	510-272-0204	www.familybuilders.org
117	Free At Last	650-462-6999	www.freeatlast.org
119	Girls Incorporated of West Contra Costa County	510-232-5440	www.girlsinc.org
211	Harbor House Ministries	510-536-7368	www.hhministries.org
258	Health & Human Resource Education Center	510-834-5990	www.hhrec.org
246	Healthy Oakland Resource Center	510-444-9655	www.healthycommunities.us
277	Hope 4 the Heart (Belivers' Gatherings)	510-581-4673	www.hope4theheart.org
121	Ingleside Community Center Inc.	415-587-5513	www.inglesidecc.org
181	JUMP/PREP	415- 921-4956	
165	Leadership Excellence	510-267-9770	www.leadershipexcellence.org
182	Lend a Hand Foundation	510-553-1262	www.lendahandfoundation.org
285	Motivating Inspiring Supporting and Servicing Sexually Exploited Youth, Inc.	510- 251-2070	www.missesey.org
107	Network For Elders	415-647-5353	www.networkforelders.org
209	Oakland Youth Orchestra	510-832-7710	www.oyo.org
268	Priority Africa Network	510-527-3917	www.priorityafrica.org
207	Standing Ovation Performing Arts	510-910-5310	
131	The Solid Foundation	510-482-6490	www.sfmandela.org
275	The G.R.E.E.N. Foundation	714- 507-0338	www.thegreenfoundation.net
134	Wee Poets	510-848-6905	
135	Westside Community Services	415-431-9000	www.westside-health.org
136	Whitney Young Child Development Center, Inc.	415-821-7550	www.whitneyyoungcdc.org
282	YOUTH ALIVE	510-594-2588	www.youthalive.org



Department of the Treasury
Internal Revenue Service

P.O. Box 35045
Jacksonville FL 32202-0000

CRITERIA B

In reply refer to: 0752139621
Feb. 28, 2013 LTR 4168C 0
94-2602958 000000 00

00019710
BODC: NOBOD

BAY AREA BLACK UNITED FUND INC
1212 BROADWAY STE 810
OAKLAND CA 94612-1806

IRAS

991

Employer Identification Number: 94-2602958
Person to Contact: Customer Service
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your Feb. 19, 2013, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(03) of the Internal Revenue Code in a determination letter issued in October 1979.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file. We will publish a list of organizations whose tax-exempt status was revoked under section 6033(j) of the Code on our website beginning in early 2011.



CRITERIA C

February 18, 2015

LETTER OF CERTIFICATION

I certify that for more than 20 years the Bay Area Black United Fund, Inc. represent 20 or more agencies under our federation. The brochure attached to this letter list those agencies (51) that are part of our federation and benefited from our 2014 campaign. Although agencies must reapply each year, we anticipated that the majority of agencies BABUF represented in 2014 would return to the federation 2015 campaign. BABUF application deadline is June 15, 2015.

Signed

Linda Dails, Office Manager
Bay Area Black United Fund, Inc.

CRITERIA D

**BAY AREA BLACK UNITED FUND, INC.
AUDITED FINANCIAL STATEMENTS
DECEMBER 31, 2012**

**BAY AREA BLACK UNITED FUND, INC.
AUDITED FINANCIAL STATEMENTS
DECEMBER 31, 2012**

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Statement of Financial Position	3
Statement of Activities and Changes in Net Assets	4
Statement of Functional Expenses	5
Statement of Cash Flows	6
Notes to Financial Statements	7



INDEPENDENT AUDITORS' REPORT

The Board of Directors
Bay Area Black United Fund, Inc.
Oakland, California

We have audited the accompanying financial statements of Bay Area Black United Fund, Inc. (a nonprofit organization), which comprise the statement of financial position as of December 31, 2012, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITORS' REPORT

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Bay Area Black United Fund as of December 31, 2012, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Grant & Smith, LLP

Oakland, California
September 9, 2014

BAY AREA BLACK UNITED FUND, INC.
STATEMENT OF FINANCIAL POSITION
AS OF DECEMBER 31, 2012
(With Summarized Totals for 2011)

ASSETS

	2012	2011
Current Assets		
Cash & Cash Equivalents	\$ 131,076	\$ 293,290
Unrestricted Promise to Give	46,405	48,056
Restricted Promise to Give	11,637	32,702
Management Fee Receivable	22,521	17,198
Prepaid Expenses	3,313	1,199
Total Current Assets	214,952	392,445
Fixed Assets		
Computers	8,229	7,701
Other Equipment	47,334	47,334
Total Fixed Assets	55,563	55,035
Less Accumulated Depreciation	(54,321)	(53,965)
Net Fixed Assets	1,242	1,070
Other Assets		
Investments		4,248
Total Investments	-	4,248
 TOTAL ASSETS	 \$ 216,194	 \$ 397,763

LIABILITIES & NET ASSETS

Current Liabilities		
Accounts Payable	\$ 10,185	\$ 11,253
Payroll Liabilities	10,381	658
Vacation Accrual	29,886	16,920
Line of Credit	122,159	123,239
Total Current Liabilities	172,611	152,070
Other Liabilities		
Agency Transaction Payable	236,541	295,604
Fiscal Agency Payable	22,285	68,390
Total Other Liabilities	258,826	363,994
Net Assets		
Unrestricted	(231,325)	(319,613)
Temporarily Restricted	16,082	201,312
Total Net Assets	(215,243)	(118,301)
 TOTAL LIABILITIES & NET ASSETS	 \$ 216,194	 \$ 397,763

See Accompanying notes.

BAY AREA BLACK UNITED FUND, INC.
STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED DECEMBER 31, 2012
(With Summarized Totals for 2011)

	2012		2012	2011
	Unrestricted	Temporarily Restricted		
REVENUE & SUPPORT				
Workplace Campaign	\$ 72,561		\$ 72,561	\$ 73,121
Grants	110,000	\$ 49,000	159,000	390,000
Government Contracts	56,924		56,924	
Contributions	71		71	
Other Income	318		318	2,529
Management Revenue	5,324		5,324	15,776
Interest Income	170		170	369
Miscellaneous Income	2,609		2,609	7,416
Unrealized Gain/(Loss) on Investments	2,823		2,823	(1,427)
Net Assets Released From Restrictions	234,230	(234,230)	-	
TOTAL REVENUE & SUPPORT	485,030	(185,230)	299,800	487,784
EXPENSES				
Workplace Campaign	96,074		96,074	81,178
Community Outreach	91,895		91,895	27,579
Critical Mass Conductors	154,551		154,551	18,497
Other	12,534		12,534	140,636
General & Administrative	63,011		63,011	132,726
TOTAL EXPENSES	418,065	-	418,065	400,616
CHANGE IN NET ASSETS	66,965	(185,230)	(118,265)	87,168
NET ASSETS - JANUARY 1,	(319,613)	201,312	(118,301)	(226,799)
PRIOR PERIOD ADJUSTMENT	21,323		21,323	21,330
NET ASSETS - DECEMBER 31,	\$ (231,325)	\$ 16,082	\$ (215,243)	\$ (118,301)

See accompanying notes.

BAY AREA BLACK UNITED FUND, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2012
(With Summarized Totals for 2011)

	2012							2011 TOTAL
	PROGRAM SERVICES				Other	General & Administrative	TOTAL	
	Workplace	Community Outreach	Critical Mass	Total				
EXPENSES								
Salaries & Wages	\$ 17,635	\$ 16,868	\$ 28,369	\$ 62,872	\$ 2,300	\$ 11,501	\$ 76,673	\$ 52,943
Payroll Processing Fees	337	322	542	1,201	44	220	1,465	1,201
Taxes- Payroll Related	2,628	2,514	4,228	9,370	343	1,714	11,427	5,180
Taxes-Non Payroll Related	764	730	1,228	2,722	100	498	3,320	3,600
Bad Debt								96,427
Bank Charges	113	108	182	403	15	74	492	335
Employee Benefits	6,942	6,640	11,167	24,749	905	4,527	30,181	21,175
Accounting & Legal	6,776	6,481	10,900	24,157	884	4,419	29,460	26,894
Advertising	443	423	712	1,578	58	289	1,925	3,234
Conferences & Meetings	4,989	4,772	8,025	17,786	651	3,254	21,691	18,555
Consultants	26,379	25,232	42,436	94,047	3,441	17,204	114,692	92,570
Depreciation						356	356	728
Donations/Contributions	311	297	500	1,108	41	203	1,352	
Dues & Subscriptions	270	258	434	962	35	176	1,173	
Equipment Rental	101	96	162	359	13	66	438	1,181
Insurance-Employee	945	904	1,520	3,369	123	616	4,108	4,824
Insurance-Others	818	782	1,315	2,915	107	533	3,555	1,984
Interest Expense	3,324	3,180	5,348	11,852	434	2,168	14,454	11,222
Grants/Awards	2,070	1,980	3,330	7,380	270	1,350	9,000	2,644
Postage & Delivery	1,290	1,234	2,075	4,599	168	841	5,608	1,207
Office Supplies	1,007	966	1,624	3,597	133	658	4,388	3,576
Printing & Copying	2,563	2,451	4,123	9,137	334	1,669	11,140	3,601
Repair & Maintenance Equipment	400	383	643	1,426	52	261	1,739	1,203
Rent & Property Expense	2,569	2,457	4,132	9,158	335	1,675	11,168	11,078
Software System Report	274	262	441	977	36	179	1,192	398
Telephone	1,591	1,522	2,559	5,672	208	1,038	6,918	5,701
Temporary Services	1,610	1,540	2,590	5,740	210	1,050	7,000	6,834
Travel/Local Parking	1,267	1,212	2,038	4,517	165	826	5,508	2,170
Refunds								1,649
Website Development	8,658	8,281	13,928	30,867	1,129	5,646	37,642	15,892
Miscellaneous								2,610
TOTAL EXPENSES	\$ 96,074	\$ 91,895	\$ 154,551	\$ 342,520	\$ 12,534	\$ 63,011	\$ 418,065	\$ 400,616

See accompanying notes.

(5)

BAY AREA BLACK UNITED FUND, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2012
(With Summarized Totals for 2011)

	2012	2011
CASH FLOW FROM OPERATING ACTIVITIES		
Changes in Net Assets	\$ (118,265)	\$ 87,168
Adjustments to Reconcile Changes in Net Assets		
Net Cash Provided/(Used) by Operating Activities:		
(Increases)/Decreases in Operating Assets		
Depreciation	356	728
Unrestricted Promise to Give	1,651	105,906
Restricted Promise to Give	21,065	63,428
Management Fee Receivable	(5,323)	(5,329)
Prepaid Expenses	(2,114)	(1,199)
Increases/(Decreases) in Operating Liabilities		
Accounts Payable	(1,068)	(1,079)
Payroll Liabilities	9,723	(3,507)
Vacation Accrual	12,966	(5,073)
Agency Transaction Payable	(59,063)	(24,838)
Fiscal Agency Payable	(46,105)	(1,659)
Prior Period Adjustment	21,323	21,330
Net Cash Provided/(Used) by Operating Activities:	(164,854)	235,876
CASH FLOW FROM FINANCING ACTIVITIES		
Purchases of Fixed Assets	(528)	-
Line of Credit	(1,080)	(932)
Net Cash Provided/(Used) by Financing Activities:	(1,608)	(932)
CASH FLOW FROM INVESTING ACTIVITIES		
Investments	4,248	1,427
Net Cash Provided/(Used) by Investing Activities:	4,248	1,427
Net Increase/(Decrease) in Cash	(162,214)	236,371
Cash at the beginning of the year	293,290	56,919
Cash at the end of the year	\$ 131,076	\$ 293,290
<i>Supplemental disclosure of cash flow information:</i>		
Cash paid for:		
Income Taxes Paid	\$ -	\$ -
Interest Paid	14,454	11,222

See accompanying notes.

(6)

BAY AREA BLACK UNITED FUND, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Bay Area Black United Fund, Inc. (BABUF) is a not-for-profit organization incorporated under the laws of the State of California in 1976. Through the community outreach program the primary mission of the corporation is to promote and build partnerships between the Bay Area Black United Fund and organizations that, together, maximize our capacity to serve African American people and other communities of color.

In pursuit of its mission, the Bay Area Black United Fund, Inc.'s primary goal is to build self-reliance and self-sufficiency in communities we serve by building institutions that seek solutions to community needs, and will "teach people how to fish" for themselves. While BABUF's initial focus has been on the black community, the institution has, through the years, demonstrated its capability and desire to respond to the changing demographics of its service area.

The BABUF family of assisted agencies, in the future, will include the Latino, Asian, and Native American communities, as well as the homeless population, where race makes little or no difference. We will bring together resources-people, competency, and money-in ways that support human growth and development, and community healing and renewal for African American people and other communities and activities aimed at increasing the quality of life for African American communities.

Basis of Presentation

The Organization receives various funds one of which is unrestricted, and the rest are permanently restricted. The permanently restricted funds are used to support specific programs within the Organization. The unrestricted funds are used to support general and administrative functions of the Organization as well as additional support of other programs.

The accompanying financial statements have been prepared to focus on the Organization as a whole and to present balances and transactions according to the existence or absence of donor-imposed restrictions. This has been accomplished by classification of net assets and transactions into the following classes of assets:

Temporarily Restricted Net Assets - Net assets subject to donor-imposed stipulations that they be maintained by the organization.

Unrestricted Net Assets - Net assets not subject to donor-imposed stipulations.

BAY AREA BLACK UNITED FUND, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2012

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Basis of Accounting

The Organization's books are maintained, and the financial statements have been prepared, on the accrual basis of accounting in accordance with generally accepted accounting principles.

Revenue Recognition

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions.

All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction.

When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished) temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Cash and Cash Equivalents

For purposes of the balance sheets and statement of cash flows, the Company considers all highly liquid investments, which are readily convertible into known amounts of cash and have a maturity of three months or less when acquired to be cash equivalents.

Fixed Assets

Furniture and equipment are capitalized using the straight-line method. Donated assets are recorded at fair market value at the time the assets are received. The Organization has established a capitalization policy to capitalize all purchases of \$500 or more of furniture and equipment. Depreciation is provided using the straight-line method over the expected useful lives of the asset. At December 31, 2012, the Organization incurred \$356 in depreciation expense.

Income Taxes

BABUF has obtained determination letters from the Internal Revenue Service and the California Franchise Tax Board to the effect that BABUF qualifies under Section 501(c)(3) of the Internal Revenue Code (IRC) and Section 23701(d) of the California Tax Code. Accordingly, the primary operations of BABUF are currently considered exempt from federal income and state franchise taxes.

BAY AREA BLACK UNITED FUND, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2012

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value of Financial Instruments

The carrying amounts of cash and cash equivalents approximate fair values due to the short-term maturities of these instruments.

Use of Estimates

The presentation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclose of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Promise to give

Pledges receivable consists of amounts due from funding sources, as described in Note 3.

Investments

Generally accepted accounting principles require that nonprofit organizations report certain investments at fair value. In accordance with that guidance, the Organization accounts for its equity securities that have readily determinable market values by recording and reporting those securities at fair value. Information about the fair value of investments and the unrealized gains and losses is discussed in Note 4.

Functional Expense Reporting

The cost of providing the Organization's programs has been summarized on a functional basis in these financial statements. Based on management estimates, costs have been allocated between programs and supporting services.

Comparative Information

The financial statements include certain summarized comparative information from the prior year. This information is presented in total and not by net asset class and does not include sufficient detail to be in conformity with generally accepted accounting principles. Such information should be read together with the Organization's financial statements for the year ended December 31, 2011, from which the summarized information was extracted.

BAY AREA BLACK UNITED FUND, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2012

NOTE 2 - CASH & CASH EQUIVALENTS

As of December 31, 2012, cash balances consisted of:

Unrestricted	\$ 106,720
Restricted	<u>24,356</u>
Total	<u>\$ 131,076</u>

NOTE 3 - PROMISE TO GIVE

As of December 31, 2012, Promise to Give consisted of:

	<u>Unrestricted</u>	<u>Restricted</u>	<u>Total</u>
Promise to Give	\$ 193,703	\$ 79,103	\$ 272,806
Less Allowance	<u>(147,298)</u>	<u>(67,466)</u>	<u>(214,764)</u>
Total	<u>\$ 46,405</u>	<u>\$ 11,637</u>	<u>\$ 58,042</u>

NOTE 4 - LINE OF CREDIT

At year ended December 31, 2012, the Organization had an unsecured line of credit with Wells Fargo Bank, in the amount of \$116,000. Advances on the credit line are payable on demand and carry an interest rate of 9.75 %. Amount payable at December 31, 2012 was \$114,776.

The Organization has another line of credit with Bank of America in the amount of \$15,000 at an interest rate of 17.99%. Balance due at December 31, 2012, was \$7,383.

BAY AREA BLACK UNITED FUND, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2012

NOTE 5 - AGENCY TRANSACTION PAYABLE

BABUF receives cash and other resources from various sources. In these transactions BABUF is acting as an agent, trustee, or intermediary for resource providers. These transactions are reported as increases in assets and liabilities. Distributions to third-party recipients are reported as decreases in those accounts.

NOTE 6 - FISCAL AGENCY PAYABLE

At year ended December 31, 2012, BABUF held \$22,285 as fiscal agent.

NOTE 7 - TEMPORARILY RESTRICTED NET ASSETS

Net assets balance as of December 31, 2012 for temporarily restricted funds represents the unspent portion of grants/contributions recorded as current year's increases to net asset. These funds are restricted for use in future fiscal years for the purpose set forth in the grant document.

The detail of temporarily restricted net assets as of December 31, 2012 is as follows:

Harriett Clark	\$	9,000
Brotherhood for the elders		<u>7,082</u>
Total	\$	<u>16,082</u>

NOTE 8-NET ASSETS RELEASED FROM RESTRICTION

Temporarily restricted net assets released as of December 31, 2012 are as follows:

California Endowment	\$	84,108
San Francisco Foundation		76,691
Urban Strategies Council		40,513
Brotherhood for the elders		<u>32,918</u>
Total	\$	<u>234,230</u>

BAY AREA BLACK UNITED FUND, INC.
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
DECEMBER 31, 2012

NOTE 9- PRIOR PERIOD ADJUSTMENT

During the year ended December 31, 2012, the Organization became aware of an adjustment to fiscal agency payable that was necessary to restate beginning net assets in order to present current year financial information accurately. As a result, a prior period adjustment of \$21,320 has been recorded to increase net assets.

NOTE 10 - SUBSEQUENT EVENTS

Subsequent events were evaluated through September 9, 2014 which is the date of the financial statements were available to be issued.



OTHER RELEVANT INFORMATION

Member Agencies – that have already applied to be part of the BABUF federation to date.

- A Safe Place
- AAHS Critical Mass Health Conductors
- AIDS Project of the Easy Bay
- Ariel Outreach & Mission
- A Foot in the Door Exchange
- Asian Women's Shelter
- Berkeley Youth alternatives
- Black Coalition on AIDS
- Building Opportunities for Self-Sufficiency (BOSS)
- Carnales Unidos Reformando Addictors, Inc.
- Center For Elders Independence
- Dad's Club
- DASH Sports Education
- Family Counseling
- Family Builder By Adoption
- Hope for the Heart (The Belivers Gathering)
- Lend a Hand Foundation
- Oakland Youth Orchestra
- Prioity Africa Network
- The Solid Foundation
- Wee Poets
- Westside Community Services
- Whitney Young Child Development Center, Inc.

OTHER RELEVANT INFORMATION

THE BAY AREA BLACK UNITED FUND, INC. (BABUF)

"Black In The Bay Since 1979"



Charity Code: 100

www.babuf.org

(510) 763-7270

Mission Statement – We lead the Bay Area Black Community and our partners in a unified effort to build financial resources that improve individual and institutional capacity.

BABUF's Guiding Principles

BABUF invests in a set of community assets that create pathways of opportunity regardless of religion, nationality, gender, sexual orientation or economic status that facilitate the advancement of the "self" in the built environment.

BABUF is an advocate for solutions that foster the development of programs and services that lead to community empowerment.

BABUF is the hub that utilizes research and data to change community deficits to assets.

BABUF is a focused funder that directs our donors' investment in a collaborative and responsible manner to ensure an impact towards measurable outcomes.

The Bay Area Black United Fund has been supporting African Americans and other communities-of-color through employee donations since 1979. Through the contributions of workplace campaigns, BABUF supports programs committed to reducing the violence among youth, strengthening families, developing our children and caring for our seniors. By raising money for community based organizations, BABUF reduces the threat of hardship for these organizations due to financial challenges. Your dollars can make a real difference too many people throughout the Bay Area.

*BABUF recognizes that dreams without resources remain only dreams. Whether you give \$5, \$10, \$15 or more, **you are the link** that creates change. We hope that you will partner with us to make a healthier and more productive community a reality by supporting BABUF and its 50 member agencies.*

Overhead Cost 14%

302958

2014
LOCAL WORKPLACE CAMPAIGN
CODE # 100



1212 BROADWAY, SUITE 640
OAKLAND, CA 94612
PHONE: 510-763-7270
www.babuf.org



@Babuf.talk • @GMHC.talk



Bay Area Black United Fund



BAY AREA BLACK UNITED FUND

BABUF

BLACK IN THE BAY SINCE 1979



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Overhead Cost: 14%



Building Strong Communities

Bay Area Black United Fund, Inc.
Dedicated to raising funds for community-based agencies to ensure that the needs of African Americans and other communities of color continue to be met.

Phone: 510-763-7270
Fax: 510-763-3625 www.babuf.org

The G.R.E.E.N. Foundation
Passionately assertive energy force to empower individuals how to make healthy lifestyle choices by connecting to culturally competent resources, health care services and emotional support.

Phone: 714-507-0338
www.thegreenfoundation333@gmail.com

Ingleside Community Center, Inc.
For more than 15 years, the center provides educational, recreational, and employment placement services for high-risk youth and young adults.

Phone: 415-587-5513 www.inglesidecc.org

Supporting Families and Children

African American Parent Center
Since 1992, the center has provided parent education workshops to African-American parents and class trainers, focuses on culturally appropriate parenting practices from historical traditional perspectives.

Phone: 510-562-1283
Big Brothers Big Sisters of the East Bay

BBBS provides Bay Area youth with professionally supported mentoring relationships in San Mateo, Santa Clara, San Francisco, Alameda, and Contra Costa Counties. Our mission is to provide children facing adversity with strong and enduring, professionally supported 1-to-1 relationships that change their lives for the better...forever.

Phone: 415-503-4050 www.bbbsba.org

Black Adoption Placement and Research Center

Recruit, train and certify adoptive and foster families for the placement of African American children waiting for permanent homes.

Phone: 510-430-3615 www.baprc.org

Boys & Girls Club of Oakland

Since 1941, providing a safe place for more than 2,000 school age children to learn, grow and benefit from on-going relationships with adults.

Phone: 510-444-8211 www.bgcoakland.org

Building Opportunities for Self-Sufficiency (BOSS)

BOSS helps homeless families and individuals find housing and jobs, improve their health, and build the skills needed to care for themselves and their families.

Phone: 510-849-1930 www.self-sufficiency.org

Center for Family Counseling

Provides no-cost array of mental health counseling services to at-risk youth ages eight through 17 and their families residing in the county of Alameda.

Phone: 510-562-3731 www.cffc.biz

Continental of Omega Boys and Girls Club of Vallejo

We provide a safe, positive place where members are nurtured academically and socially to become productive, responsible, family members and citizens.

Phone: 707-643-4728 www.omegaboyandgirlsclub.com

Dads Club

Dad's Club is a diverse group of men and their children. We share ideas, offer support and help fathers re-establish their role to their children.

Phone: 510-396-7776 www.dadsclub7.org

Family Builders By Adoption

The organization raises awareness about the needs of children and youth in foster care; place kids with stable, loving families; and provide ongoing family support.

Phone: 510-272-0204 www.familybuilders.org

Family and Child Empowerment Services - San Francisco

The organization raises awareness about the needs of children and youth in foster care; place kids with stable, loving families; and provide ongoing family support.

Phone: 415-567-2357 www.facessf.org

Harbor House Ministries

For the last 38 years, Harbor House has served more than 10,000 people in spiritual, economic and educational development. We offer emergency food and clothing, youth tutoring, ESL classes, a thrift store and more.

Phone: 510-536-7368 www.hhministries.org

Hope 4 the Heart

Provides food for the hungry, donating over fifteen million dollars worth of food to over 12,000 needy families each year in the Bay Area.

Phone: 510-581-4673 www.hope4theheart.org

JUMP/PREP

This unique after-school literacy program created for Kindergarten - 5th-grade students offers a wealth of academic enrichment where individual creativity can be cultivated.

Phone: 415-921-4956

Motivating Inspiring Supporting and Servicing Sexually Exploited Youth, Inc.

MISSSEY is a community-based organization in Alameda County, CA, founded in 2007 to respond to this heartbreaking epidemic of sexual exploitation. We provide comprehensive services in a safe environment to support and serve sexually exploited youth. We also work to provide information to the community and government about the commercial sexual exploitation of children.

Phone: 510-261-2070 www.misssey.org

Priority Africa Network (PAN)

Inform, educate and mobilize people in support of the peoples of Africa for sustained peace, economic, political, social justice and democratic development.

Phone: 510-527-3917 www.priorityafrica.org

Whitney Young Child Development Center, Inc.

Devoted to providing full-day childcare for children of working parents, half-day (before and after school) enrichment for K-6th graders. In July 2011, WYCDC merged with one of San Francisco's oldest non-profits, Florence Crittenden Services to provide more comprehensive services to low-income families.

Phone: 415-821-7550 www.whitneyyoungcdc.org



Providing Youth and Senior Development

African American Calworks Coalition Options

The organization offers a fresh start to current Calworks clients and opportunity to apply for Offense Reduction Program to petition the courts for dismissal of a criminal record.

Phone: 510-893-4357

Bayview Hunters Point Multipurpose Senior Services, Inc.

BHPMSS helps low income, neighborhood remain independent in their community through

comprehensive senior and adult day health center services.

Phone: 415-822-1444 www.bhpmss.org

Berkeley Youth Alternatives

Providing services such as counseling, employment opportunities, recreation and after-school tutors to youths and their families that prevent problems from becoming crises and which intervene when children become involved with the criminal justice system.

Phone: 510-845-8010 www.byonline.org

Center for Elders Independence

Provides affordable, integrated health care services to the elderly, which promotes autonomy, quality of life and the ability for individuals to live in their communities.

Phone: 510-433-1150 www.cel.elders.org

Center on Juvenile and Criminal Justice (CJCJ)

Reducing society's reliance on incarceration as a solution to social problems by providing services and policy research in juvenile and adult criminal justice.

Phone: 415-621-5661 www.cjcj.org

Girls Incorporated of West Contra Costa County

Inspiring girls 6-18 years old to be strong, smart and bold by offering after-school programs, computer technology, economic literacy, entrepreneur classes that empower girls to understand value and assert their rights.

Phone: 510-232-5440 www.girlsincc.org

Leadership Excellence

The premier agency educating African-American children and youth in the Bay Area. Using African cultural traditions, hip-hop-based curriculum and a core of young staff and volunteers, LE succeeds in reaching "disengaged" children, youth and their parents where traditional program fail.

Phone: 510-267-9770 www.leadershipexcellence.org

Lend A Hand Foundation

LAHF empowers youth to stay in school through its various programs and services such as the annual back to school giveaways, scholarship fund and stay in school incentive program.

Phone: 510-553-1262 www.lendahandfoundation.org

Network For Elders

Increasing senior independence and quality of life by providing comprehensive services for frail Bayview Hunters Point elders and their families.

Phone: 415-847-5353 www.networkforelders.org



Fostering Cultural Understanding and the Arts

East Bay Center For The Performing Arts

Provides tuition free classical music training/education annually to qualified K-12 children in Oakland through Oakland East Bay Symphony and Oakland Youth Orchestra.

Phone: 510-444-0801 www.eastbayperformingarts.org

Oakland Youth Orchestra

OYO, now in its 48th season, is recognized as an outstanding musical organization in Oakland and San Francisco under the direction of Conductor Michael Morgan. The touring orchestra features 75 talented music students from 12 - 22 from throughout the region.

Phone: 510-832-7710 www.oyo.org

Standing Ovation Performing Arts

Professional musicians teaching music to at-risk students in a multi-cultural environment. They boost self-esteem by recognizing achievements via the universal language of music.

Phone: 510-910-5310

Wee Poets

Helps children develop reading, writing, public speaking and self-esteem, and trains teenagers as Television Technicians, alternatives to using alcohol drug and gang violence.

Phone: 510-848-6905

YOUTH ALIVE

Youths have the innate capacity to stop violence plaguing our communities. We nurture leadership and life skills of youth affected by violence to save lives.

Phone: 510-594-2588 www.youthalive.org

AIDS Project East Bay

APEB provides health education, HIV/STD testing, support groups, primary medical care, medical case management, and support and assistance for HIV positive individuals.
Phone: 510-663-7979 www.apeb.org

Allen Temple Health & Social Service Ministries

Serves East Oakland and greater Oakland residents by providing essential, low-cost, high-quality social and health services.
Phone: 510-544-3939 www.allentemple.org

Alta Bates Medical Center, Health Ministry Program

Promote whole person health care in faith-based organizations and congregations by working with spiritually oriented health care professionals, the clergy, and lay persons to develop health ministry programs within their congregations.
Phone: 510-204-1877 www.absfdn.org

Black Coalition on AIDS

BCOA provides housing, case management and other services, HIV prevention and education, and health promotion addressing other Black health disparities.
Phone: 415-615-9945 www.bcoa.org

Black Men Speaks, Inc.

The mission of black men speak is to inform and enlighten the mental health community and the general public about the issues concerning African American.

Phone: 510-415-2088 www.freeatlast.org

California Prostitutes Education Project

Provides comprehensive health education, HIV/STD treatment, case management, peer treatment and advocacy to hard-to-reach, high-risk populations in Alameda and San Francisco counties.
Phone: 510-874-7850 www.calpep.org

Camales Unidos Reformando Adictos, Inc.

C.U.R.A., Inc. provides an intensive yearlong program of rehabilitation in Oakland and Fremont for men and women whose lives have been destroyed by chemical dependency.
Phone: 510-713-3204 www.curainc.com



Children's Hospital Medical Center (Sickle Cell Pro

The largest sickle cell program in the Western United States. In addition to treating sickle cell patients, they research cures and treatments for the disease and its complications. Provides both in-patient and out-patient services.
Phone: 510-428-3372 www.childrenshoakland.org

DASH Sports Education

Providing safe environments, athletic role models and expert experience which creates a loving family around people living with diabetes so they can DASH to livabetes!
Phone: 510-982-9006 www.dashcamp.org

Free At Last

Breaks the cycle of addiction, prevent incarceration, reunify families, foster self-sufficiency through job readiness and career development, street outreach, and long-term support services.
Phone: 650-462-8999 www.freeatlast.org

Health & Human Resource Education Center

The center is committed to reducing the abuse of alcohol, tobacco and other drug use and eliminating racism and violence of all kinds.
Phone: 510- 834-5990 www.hhrec.org

Healthy Oakland Resource Center

Providing free to low-cost medical care, family resources, nutrition education, and physical fitness instruction.
Phone: 510-444-9655 www.healthycommunities.us

Westside Community Services

Provides a range of counseling, case management, education, medication and other services to San Francisco children, youth and adults who have been marginalized due to poverty, race, mental illness, substance abuse, HIV/AIDS and homelessness.
Phone: 415-431-9000 www.westside-health.org



Empowering Individuals

African American Health Summit-Critical Mass Health Conductors
Convenes Bay Area African American Health

Summit biennially and is recruiting 4,650 African American volunteers to promote healthy living and serve as beacons of good health in their community.
Phone: 510-763-7270 www.babuf.org

Support Services for Women in Distress

Ariel Outreach & Mission

Provides emergency shelter food, clothing and job training to over 4,000+year: homeless, men, women and children. Help to turn their lives around and regain independence.
Phone: 510-978-5844 www.arielom.org

A Safe Place

Provides shelter services to battered women and their children enabling them to break the cycle of violence by regaining a sense of self-esteem and personal empowerment.
Phone: 510-986-8600 www.asafepacedvs.org

Asian Women's Shelter

ASW is dedicated to ending domestic violence for all survivors through provision of a multilingual, multicultural shelter program and innovative community-based prevention collaborations.
Phone: 415-751-7110 www.sfaws.org

Casa Vincentia

Homeless shelter for pregnant women between the ages of 18 and 25. These services included parenting classes, building stronger families, and eliminating child abuse and neglect.
Phone: 510-729-0316 www.casavincenia.org

The Solid Foundation

The program is a 12-18 month residential program and includes highly structured classes in self-esteem, child development, NA/AA meetings, and group/individual counseling provided.
Phone: 510-482-8490 www.sfmandela.org



Critical Mass Health Conductors 14

The Critical Mass Health Conductors (HC) program is the preeminent behavioral health modification strategy created by and for the Black community. Begun in 2005, HC recruits, educates and trains volunteers during a four month "class" utilizing an afro-centric curriculum. During the process, participants become empowered through self-awareness, group support and guidance from a trained "Conductor" to embrace a personalized behavioral health modification strategy that becomes the framework for a life changing experience. Upon graduation, each participant receives a Health Conductor number that designates their "passage" into an empowered life of individual and community health advocacy. Over 900 Bay Area residents are Health Conductors. Check out our website at www.babuf.org or call us at (510) 763-7270 to find out how to join the next Health Conductor class.

Health Conductors (X) 2014

Based upon the Health Conductor model, the new curriculum will focus on engaging a young generation, 18-30 years old, in a behavioral health modification with a health intervention and community leadership component. The goal of this Conductor model is to develop life changing behaviors and attitudes earlier to avert potential chronic disease conditions. The behavior modification will focus on both face to face and online strategies. Look for the Health Conductors (X) program in the Fall of 2014.

African American Health Leadership Forum

The health and wellness of the Black community is the health of every community. The African American Health Leadership Forum, scheduled for October 2014 will empower, educate and galvanize attendees. With representatives from local, state and national institutions, this two day Health Leadership Forum will focus on the needs of youth, strategies to empower and improve our health and wellness and create an agenda to drive community change. Visit our website at www.babuf.org to learn more about the 2014 Forum.

Bay Area Black United Fund (BABUF) Black in the Bay

As an intermediary, BABUF connects the community—you, churches, CBO's to funders—businesses, foundations, and government agencies. Through that connection, we ensure much needed services are available to Black residents in the nine county regions.

We have reprioritized our service to the Bay Area Black community by focusing on the critical issues that define the health and vitality of our region. We focus on five key areas of development and represent organizations that are successfully delivering high quality services to communities of color.

What are the community development areas we prioritize?

- **Education**--It's the cornerstone of economic and social advancement
- **Health and Wellness**--Physical and emotional health is the foundation of a long life
- **Violence Elimination**--No one should live with neighborhood violence and it's traumatic effect on the human condition
- **Black men and boys**--We cannot stand on the sidelines and watch social genocide happen
- **Workforce Development and Economic Viability**--Local businesses, grocery stores, training programs, etc. are essential to building our communities from within.

Improving the quality of life in the Black community, improves the quality of life in every community.

Our strategies for achieving community impact prioritize results over activities.

- **Advocacy**--leading and promoting the causes, issues and solutions
- **Convening**--creating the space to keep the issues out front
- **Direct Services**--revising Health Conductors and bringing it to a younger generation
- **Strategic Partnerships**--collaborating with institutions at the forefront of change
- **Provides capacity enhancing services** that address the fiscal and administrative needs of community based organizations
- **Communicating**--utilizing both on-line and traditional media strategies to ensure that Black issues stay relevant

**BAY AREA BLACK UNITED FUND, IN 'BABUF) MEMBER AGENCIES LISTING
2014 WORKPLAN THE CAMPAIGNS**

<i>Code</i>	<i>Member Agencies</i>	<i>Telephone #</i>
100	Bay Area Black United Fund, Inc. (BABUF)	(510) 763-7270
262	African American Health Summit	(510) 763-7270
	Critical Mass Health Conductors	
273	African American Calworks Coalition Options	(510) 893-4355
104	African American Parent Center	(510) 562-12
178	AIDS Project East Bay	(510) 663-797
241	Allen Temple Health & Social Service Ministries	(510) 544-3939
102	Alra Bares Medical Center, Health Ministries/Parish	(510) 204-1667
242	Ariel Outreach & Mission	(510) 978-5844
101	A Safe Place	(510) 986-8600
105	Asian Women's Shelter	(415) 751-7110
230	Bayview Hunters Point Multipurpose Senior Services, Inc.	(415) 822-1444
129	Berkeley Youth Alternatives	(510) 845-9010
201	Big Brothers Big Sisters of the East Bay	(415) 503-4396
142	Black Adoption Placement and Research Center	(510) 430-3615
144	Black Coalition on AIDS	(415) 615-9945
289	Black Men Speaks, Inc	(510) 415-2098
145	Boys & Girls Club of Oakland	(510) 444-8211
202	Building Opportunities for Self-Sufficiency (BOSS)	(510) 649-1930
150	California Prostitutes Educational Project	(510) 874-7850
276	Carnales Unidos Reformando Adictos, Inc.	(510) 713-3204
203	Center for Elders Independence	(510) 433-1150
109	Center For Family Counseling	(510) 562-3731
110	Center On Juvenile And Criminal Justice (CJCJ)	(415) 621-5661
245	Children Hospital Medical Center (Sickle Cell Program)	(510) 428-3772
286	Continental of Omega Boys and Girls Club of Vallejo	(707) 643-1728
288	Dads Club	(510) 396-7776
287	DASH Sports Education	(510) 982-9006
283	Family and Child Empowerment Services SF	(415) 567-2357
168	Family Builders By Adoption	(510) 272-0204
117	Free Art Last	(650) 462-6999
119	Girls Incorporated of West Contra Costa County	(510) 232-5440
211	Harbor House Ministries	(510) 536-7368
258	Health & Human Resource Education Center	(510) 834-5990
246	Healthy Oakland Resource Center	(510) 444-9655
277	Hope 4 the Heart	(510) 581-4673
121	Ingleside Community Center Inc.	(415) 587-5513
181	JUMP/PREP	(415) 921-4956
165	Leadership Excellence	(510) 267-9770
182	Lend A Hand Foundation	(510) 553-1262
285	Motivating Inspiring Supporting and Servicing Sexually Exploited Youth, Inc.	(510) 261-2070
107	Network For Elders	(415) 647-5353
209	Oakland Youth Orchestra	(510) 832-7710
268	Priority Africa Network	(510) 527-3917
207	Standing Ovation Perform Arts	(510) 910-5310
131	The Solid Foundation	(510) 482-6490
283	The G.R.E.E.N. Foundation	(714) 507-0338
134	Wee Poets	(510) 848-6905
135	Westside Community Services	(415) 431-9000
136	Whitney Young Child Development Center, Inc.	(415) 821-7550
282	YOUTH ALIVE	(510) 594-258

2/20/15

Hello Anselm,

DROP ME AN
EMAIL AND LET ME
KNOW YOU RECEIVED
THE BABUF APPLICATION

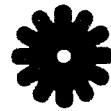
Thanks a million...

Linda Dait's

Email - Ldait's@babuf.org

Linda Dait's

Leg Clerk



COMMUNITY
HEALTH CHARITIES Give.
Connect.
Help.™

2015 FEB 24 PM 12:03
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February 24, 2015

Ms. Angela Calvillo
Clerk of the Board
Board of Supervisors
1 Dr. Carlton B. Goodlett Place, Room 244
San Francisco, CA 94102

Subject: 2015 Annual Joint Fundraising Drive

Dear Ms. Calvillo,

Enclosed you will find the following items in order to qualify for the City/County of San Francisco Annual Joint Fundraising Drive:

- Most recent Audited financial statement
- Current agency membership list for the 2015 campaign year
- Copy of the 501(c)3 IRS determination letter

If you should require any further information, please do not hesitate to contact me.

Sincerely,

Krystie Scull
Regional Director

Enclosures

Community Health Charities of California
(A California Nonprofit Corporation)

FINANCIAL STATEMENTS
and
INDEPENDENT AUDITORS' REPORT

JUNE 30, 2013

Stroub & Company, CPA's
1555 River Park Drive Suite 201
Sacramento, CA 95815

Community Health Charities of California

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JUNE 30, 2013

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INDEPENDENT AUDITORS' REPORT

Board of Directors
Community Health Charities of California
Sacramento, California

Report on the Financial Statements

We have audited the accompanying financial statements of Community Health Charities of California, which comprise the statement of financial position as of June 30, 2012 and as of June 30, 2013, and the related the related statement of activities and cash flows for the year then ended, and the related notes to the financial statements.

Management Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion

INDEPENDENT AUDITORS' REPORT
(continued)

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Community Health Charities of California as of June 30, 2012 and as of June 30, 2013, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Stroub and Company

Stroub & Company, CPAs

December 24, 2013

Community Health Charities of California

STATEMENT OF FINANCIAL POSITION

June 30, 2012 and 2013

ASSETS

	2013	2012
Current assets:		
Cash and cash equivalents	\$ 1,520,280	\$ 2,219,086
Pledges receivable (net of allowance of uncollectable pledges of \$435,203 and \$387,985)	3,123,848	3,154,922
Accounts receivable	149,444	62,861
Prepaid expenses	36,042	30,574
Total current assets	\$ 4,829,614	\$ 5,467,443
Property and equipment, at cost:		
Office equipment	\$ 48,340	\$ 48,340
Less accumulated depreciation	(48,151)	(42,147)
Net Property and Equipment	189	6,193
Other assets:		
Investments	\$ 201,347	301,557
	\$ 5,031,150	\$ 5,775,193

LIABILITIES AND NET ASSETS

Current liabilities:		
Distributions payable (net of allowance for fees and uncollectable pledges of \$435,203 and \$387,985)	\$ 3,420,907	\$ 4,149,391
Accounts payable	54,980	27,770
Accrued expenses	51,435	51,269
Total liabilities (All current)	\$ 3,527,322	\$ 4,228,430
Net assets:		
Unrestricted	\$ 1,503,828	\$ 1,546,763
Total liabilities and net assets	\$ 5,031,150	\$ 5,775,193

The accompanying notes to financial statements are an integral part of this statement.

Community Health Charities of California

STATEMENT OF ACTIVITIES

For the years ended June 30, 2012 and 2013

	<u>2013</u>	<u>2012</u>
Public support and contributions:		
Campaign pledges:		
Total amounts raised	\$ 4,609,392	\$ 4,648,040
Less provision for uncollectable pledges	<u>(449,584)</u>	<u>(578,199)</u>
Total amounts raised (net)	\$ 4,159,808	\$ 4,069,841
Less amounts retained by National CHC	(141,679)	(142,812)
Less amounts raised on behalf of others	<u>(3,074,638)</u>	<u>(3,106,924)</u>
	\$ 943,491	\$ 820,105
Other revenue:		
Interest income	3,729	4,977
Administrative fees	483,824	570,343
Other income	<u>25,470</u>	<u>39,383</u>
Total public support and revenue	\$ <u>1,456,514</u>	\$ <u>1,434,808</u>
Expenses:		
Program services:	\$ 1,083,881	\$ 1,297,642
Management and general	278,125	291,255
Fund raising	<u>137,443</u>	<u>164,149</u>
Total expenses	\$ <u>1,499,449</u>	\$ <u>1,753,046</u>
Decrease in unrestricted net assets	\$ <u>(42,935)</u>	\$ <u>(318,238)</u>
Net assets, beginning of year	<u>1,546,763</u>	<u>1,865,001</u>
Net assets, end of year	\$ <u>1,503,828</u>	\$ <u>1,546,763</u>

The accompanying notes to financial statements are an integral part of this statement.

Community Health Charities of California

STATEMENT OF FUNCTIONAL EXPENSES

For the year ended June 30, 2013

	Program Services	Management and General	Fund Raising	Total
Salaries	\$ 600,498	\$ 120,100	\$ 80,066	\$ 800,664
Rent	85,080	24,308	12,154	121,542
Employee benefits	71,877	14,375	9,584	95,836
Payroll taxes	47,672	9,534	6,356	63,562
Printing	57,842	3,044	0	60,886
Auto & travel	41,932	5,241	5,241	52,414
CHC national dues	40,145	5,590	5,082	50,817
Retirement benefits	35,293	7,059	4,706	47,058
Professional Fees	2,125	42,014	0	44,139
Office expense	17,437	11,096	3,170	31,703
Meetings & training	13,638	6,307	3,328	23,273
Telephone	12,766	3,647	1,824	18,237
Professional Fees-Marketing	14,755	0	728	15,483
Campaign promotion	13,715	0	1,524	15,239
Insurance	10,349	2,957	1,478	14,784
Postage	7,838	1,469	490	9,797
Equipment rentals	4,689	2,984	852	8,525
Bank charges	0	8,439	0	8,439
Depreciation	3,602	1,801	600	6,003
Legal Fees	638	1,913	0	2,551
Workers compensation	1,298	260	173	1,731
Dues & subscriptions	692	87	87	866
Miscellaneous	0	5,900	0	5,900
	<u>\$ 1,083,881</u>	<u>\$ 278,125</u>	<u>\$ 137,443</u>	<u>\$ 1,499,449</u>

The accompanying notes to financial statements are an integral part of this statement.

Community Health Charities of California

STATEMENT OF FUNCTIONAL EXPENSES

For the year ended June 30, 2012

	Program Services	Management and General	Fund Raising	Total
Salaries	\$ 703,998	\$ 140,800	\$ 93,866	\$ 938,664
Rent	87,960	25,132	12,566	125,658
Employee benefits	64,386	12,877	8,585	85,848
Payroll taxes	59,717	11,943	7,962	79,622
Printing	74,842	3,939	0	78,781
Auto & travel	53,524	6,690	6,690	66,904
Retirement benefits	48,079	9,616	6,411	64,106
Campaign promotion	47,994	0	5,333	53,327
CHC national dues	37,861	5,272	4,793	47,926
Office expense	19,698	12,535	3,581	35,814
Meetings & training	20,604	9,529	5,028	35,161
Professional Fees-Marketing	26,412	0	2,935	29,347
Telephone	16,224	4,635	2,318	23,177
Professional Fees	2,125	19,924	0	22,049
Postage	10,354	1,941	647	12,942
Insurance	9,054	2,587	1,293	12,934
Depreciation	5,419	2,710	903	9,032
Equipment rentals	4,541	2,890	826	8,257
Legal Fees	1,702	5,106	0	6,808
Bank charges	0	6,448	0	6,448
Workers compensation	2,281	456	304	3,041
Dues & subscriptions	867	108	108	1,083
Miscellaneous	0	6,117	0	6,117
	\$ 1,297,642	\$ 291,255	\$ 164,149	\$ 1,753,046

The accompanying notes to financial statements are an integral part of this statement.

Community Health Charities of California

STATEMENT OF CASH FLOWS

For the years ended June 30, 2012 and 2013

	2013	2012
Cash flows from operating activities:		
Decrease in unrestricted net assets	\$ (42,935)	\$ (318,238)
Adjustments to reconcile change in net assets to net cash used by operating activities:		
Depreciation	\$ 6,004	\$ 9,032
Decrease in pledges receivable	31,074	426,421
Increase in accounts receivable	(86,583)	(22,447)
Increase in prepaid expenses	(5,469)	(6,574)
Decrease in distributions payable	(728,485)	(437,105)
Increase in accounts payable and accrued liabilities	27,378	5,811
	(756,081)	(24,862)
Net cash used by operating activities	\$ (799,016)	\$ (343,100)
Cash flows from investing activities:		
Cash flows from financing activities		
Investment in Certificate of Deposits	\$ 100,210	\$ (1,534)
Net Cash provided by investing activities	\$ 100,210	\$ (1,534)
Net decrease in cash and cash equivalents	\$ (698,806)	\$ (344,634)
Cash and cash equivalents, beginning of year	\$ 2,219,086	\$ 2,563,720
Cash and cash equivalents, end of year	\$ 1,520,280	\$ 2,219,086

The accompanying notes to financial statements are an integral part of this statement.

Community Health Charities of California

NOTES TO FINANCIAL STATEMENTS

June 30, 2013

NOTE 1 NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization:

Community Health Charities of California (the "Organization") is a non-profit corporation in the state of California. The Organization changed to its current name on July 1, 1999 by filing an amendment to the Articles of Incorporation with the California Secretary of State to change to the current name. The Organization has been in existence since July, 1971.

The Organization is affiliated with the national organization of Community Health Charities and participates in employee giving campaigns nationwide which links the region's employees with the opportunity to give to America's leading health charities.

Nature of activities:

Community Health Charities of California (CHC) was organized to provide employers and employees, on a statewide basis an effective, economical and convenient method to give financial support to CHC charitable member agencies and non-member agencies through cash donations and payroll deductions.

The accounting policies of CHC conform to those recommended by the Committee on Voluntary Health and Welfare Organizations of the American Institute of Certified Public Accountants.

Basis of Presentation

In accordance with generally accepted accounting principles the Organization is required to report information regarding its financial position and activities according to three classes of net assets; unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. Unrestricted net assets are not subject to donor-imposed stipulations. Temporarily restricted net assets are subject to donor-imposed stipulations that will be met either by actions of the organization and/or the passage of time. Permanently restricted net assets are subject to limited by donor-imposed stipulations that neither expire by passage of time nor can be fulfilled or otherwise removed by actions of the Organization.

As of June 30, 2013, unrestricted net assets were \$1,503,828. There were no temporarily restricted or permanently restricted net assets.

Recognition of Pledges, Revenues and Expenses:

Pledges and revenue are accounted for on the accrual basis of accounting. Statewide campaigns for support and contributions are conducted annually. Pledges obtained from campaigns run during the current period are recognized as support in the current accounting period. Fund-raising expenses are deducted in the period incurred.

Community Health Charities of California

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

Public Support and Contributions:

Annual campaigns are conducted in the Fall to obtain pledges to support member agencies via the workplace payroll deduction programs offered by participating governmental agencies and other organizations. Payroll deductions begin in January of the subsequent year. Donors may designate their support to either a specific member agency, a non-member agency, a local non-participating agency, or indicate that their contribution is undesignated. Designated support is presented on the statement of activities as "amounts raised on behalf of others". Undesignated support, which includes pledges not designated to a specific agency, is presented as contributions.

All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Amounts received that are designated for future periods or restricted by the donor for specific purposes are reported as temporarily restricted or permanently restricted support. When a temporary restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restriction.

Distributions to Member Charities

All contributions are deemed by the Organization to be designated by donors to member charities. Contributions received by the Organization are allocated to member charities as specifically designated by the donor. Undesignated contributions are recorded as revenue of the organization. Contributions are distributed to member charities annually, less an allowance for uncollectable amounts and administrative charges. The Organization distributes the receipts from a given campaign proportionately according to the gross designation reports provided for the various campaigns. Distributions are generally made on a quarterly basis after completion of the campaign year. For the year ended June 30, 2013, campaign support received as a result of the fall 2011 campaign was distributed in the third and fourth quarters of 2012 and the first and second quarters of 2013.

Cash and cash equivalents:

Cash equivalents are considered to be short-term, highly liquid investments with original maturities of three months or less.

Pledges receivable and allowance for uncollectable pledges:

Pledges receivable represent pledges from the 2012 campaign which have not been collected as of June 30, 2013.

The allowance for uncollectable pledges represents an estimate of total campaign pledges receivable which will ultimately not be collected. Management's determination of the allowance is based on historical collection experience.

Community Health Charities of California

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

Property and equipment:

CHC follows the practice of capitalizing all expenditures for property and equipment in excess of \$500 and the fair value of any similar assets donated. Depreciation is provided over the estimated useful lives of the assets (primarily 3 years) using a straight-line basis.

Agency distributions:

Agency allocations represent distributions of available funds to member agencies. Distributions are allocated to member agencies based on the member's proportion of the total designated support.

Distributions payable and allowance for uncollectable pledges:

Distributions payable represent designated support received and receivable from the 2012 campaign which is to be distributed to specific agencies. An allowance was established to give effect to the reduction in net distributions payable for those designated pledges receivable which are estimated to be uncollectable.

Functional expenses:

CHC allocates its support service expenses on a functional basis according to time records and estimates made by management. Expenses which can be identified with a specific purpose are allocated directly according to their natural expenditure classification. Other expenses that are common to several functions are allocated on various statistical bases.

Combined Federal Campaign:

In March of 2010, CHC was appointed to serve as the Principal Combined Fund Organization (PCFO) for the 2011 So Cal Tri County Combined Federal Campaign (CFC), a fundraising campaign conducted among federal government employees. The campaign was completed during fiscal year ended June 30, 2013. The expenses incurred by CHC in its capacity as PCFO are under the budgetary control of the So Cal Tri County Local Federal Coordinating Committee for the CFC. In accordance with CFC guidelines, CHC is honoring all employee designations.

In March of 2012, CHC was appointed to serve as the PCFO for the 2013 California Gold Coast Combined Federal Campaign (CFC). The expenses incurred by CHC in its capacity as PCFO are under the budgetary control of the California Gold Coast Local Federal Coordinating Committee for the CFC. In accordance with CFC guidelines, CHC is honoring all employee designations.

Community Health Charities of California

NOTES TO FINANCIAL STATEMENTS

(Continued)

June 30, 2013

Income Taxes:

CHC has received a notice of exemption from income taxes under Section 501(c)(3) of the Internal Revenue Code

The Organization uses a loss contingencies, approach for evaluating uncertain tax positions and continually evaluates expiring statutes of limitations, audits, proposed settlements, changes in tax and new authoritative rulings. The Organization believes that it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements.

Use of Estimates:

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Concentration of Credit Risk:

Financial instruments that potentially subject CHC to concentrations of credit risk consist principally of pledges receivable. Pledges receivable are due from a large number of donor organizations across different industry and geographic areas, primarily in California.

Subsequent Events:

Management has evaluated subsequent events through December 24, 2013, the date which the financial statements were available to be issued.

NOTE 2 INVESTMENTS

Investments consist of bank certificates of deposit and are stated at fair value based on quoted prices in active markets (all Level 1 measurements). Certificates with an original investment of \$300,000. The certificates of deposit have interest rates from 1.05% to 1.50% and maturities from June, 2013 to January, 2015.

NOTE 3 EMPLOYEE BENEFIT PROGRAM

CHC contributes 7% of eligible compensation to a 403(b) plan for employees. Employees vest in the balance after three (3) years. Contributions to the program were \$47,057 for the year ended June 30, 2013 and \$64,105 for the year ended June 30, 2012.

Community Health Charities of California

**NOTES TO FINANCIAL STATEMENTS
(Continued)**

June 30, 2013

NOTE 4 LEASE COMMITMENTS

CHC leases office space in various locations within California. Future minimum annual lease payments are as follows:

Year Ended June 30,		
2014	\$	95,745
2015		88,527
2016		45,474
2017		0
2018		0
2019 and thereafter		<u>0</u>
	\$	<u>229,746</u>

Rental expense for the year ended June 30, 2013 amounted to \$121,542 and \$125,658 for the year ended June 30, 2012.


NOTE 5 OTHER CASH FLOWS DISCLOSURES


The Organization did not pay any income taxes or interest expense for the year ended June 30, 2013.

Community Health Charities of California

SUPPLEMENTAL UNAUDITED INFORMATION

JUNE 30, 2013


Stroub & Company, CPAs


1555 River Park Drive Suite 201, Sacramento, CA 95815

916.774.4675 Fax 916.218.6282 Email paul@mytaxrefund.com

INDEPENDENT AUDITOR'S REPORT ON SUPPLEMENTAL INFORMATION

Board of Directors
Community Health Charities of California
Sacramento, California

Our report on the audited basic financial statements of Community Health Charities of California for the year ended June 30, 2013, is presented on page 3.

That audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of cash distributions paid to member agencies and other federations is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has not been subjected to the auditing procedures applied in the audits of the basic financial statements; accordingly, we express no opinion on it.

Stroub and Company

Stroub & Company, CPAs
Sacramento, California

December 24, 2013

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
AIDS Research Foundation (amfAR)	\$19,313
AIDS Research Foundation (amfAR), California	15,224
Alisa Ann Ruch Burn Foundation, CA, Burbank	2,303
Alisa Ann Ruch Burn Foundation, CA, San Fran	8,657
ALS Association, California, Golden West Chapter	14,432
ALS Association, California, Greater Bay Area Chapter	1,219
ALS Association, California, Greater Sacramento Chapter	6,622
ALS Association, California, Greater Sacto Chapter	2,009
ALS Association, California, Orange County Chapter	3,052
ALS Association, California, San Diego County	1,866
ALS Association, The	23,658
Alzheimer's Association	76,697
Alzheimer's Association, California, Central Coast Santa Barbara	2,895
Alzheimer's Association, California, Coachella Valley	5,738
Alzheimer's Association, California, Inland Empire	2,186
Alzheimer's Association, California, Lafayette	7,060
Alzheimer's Association, California, Los Angeles	9,112
Alzheimer's Association, California, Mountain View	36,198
Alzheimer's Association, California, Northern California and Northern Nevada	3,960
Alzheimer's Association, California, Northern California Chapter	1,491
Alzheimer's Association, California, Orange County Chapter	6,125
Alzheimer's Association, California, Sacramento	6,269
Alzheimer's Association, California, Santa Cruz	1,322
Alzheimer's Association, California, Ventura	1,030
AMC Cancer Research Center	8,203
AMC Cancer Research Center, California	17,714
AMC Cancer Research Center, California, Los Angeles	1,496
AMC Cancer Research Center, California, San Diego	2,222
American Cancer Society	188,528
American Cancer Society, California, Oakland	1,889
American Diabetes Association	73,119
American Diabetes Association, California, Los Angeles	10,361
American Diabetes Association, California, Orange County	2,048
American Diabetes Association, California, Sacramento	21,339
American Diabetes Association, California, San Diego	24,633
American Diabetes Association, California, San Francisco	15,723

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
American Diabetes Association, California, San Jose	18,506
American Liver Foundation	5,068
American Liver Foundation, California, Los Angeles	1,694
American Liver Foundation, California, San Francisco	9,482
American Lung Association	13,961
American Lung Association California, Emeryville	2,094
American Lung Association California, Greater Bay Area	8,645
American Lung Association California, Greater Sacramento	2,883
American Lung Association California, Inland Empire	1,361
American Lung Association California, San Bernardino	1,212
Arthritis Foundation	13,236
Arthritis Foundation, California, Fountain Valley	3,937
Arthritis Foundation, California, Northern Calif Chapter	9,119
Arthritis Foundation, California, Sacramento	2,276
Autism Speaks	35,895
Autism Speaks, California (Central)	5,953
Autism Speaks, California, Los Angeles	39,216
Autism Speaks, California, San Anselmo	5,523
Be The Match Foundation	2,329
California Hospice Foundation - Central	1,813
California Hospice Foundation of Sacramento	19,486
Cancer Research Institute	27,940
Cancer Research Institute, California	21,439
Cancer Research Institute, California (Northern)	5,767
Cancer Research Institute, California (Southern)	9,941
Children's Tumor Foundation	2,951
Children's Tumor Foundation, California	5,955
Christopher and Dana Reeve Foundation, California	4,162
City of Hope	115,419
City of Hope, California	18,709
Crohn's & Colitis Foundation of America	19,002
Crohn's & Colitis Foundation of America, California, Los Angeles	5,638
Crohn's & Colitis Foundation of America, California, San Francisco	14,809
Crohn's & Colitis Foundation of America, San Diego Chapter	2,625
Cystic Fibrosis Foundation	15,159
Cystic Fibrosis Foundation, California, Anaheim	9,275

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
Cystic Fibrosis Foundation, California, Los Angeles	1,121
Cystic Fibrosis Foundation, California, Northern, Sunnyvale	4,748
Cystic Fibrosis Foundation, California, Sacramento	1,169
Cystic Fibrosis Foundation, California, San Francisco	5,600
Cystic Fibrosis Research - California (Northern)	5,221
Easter Seals	3,216
Easter Seals, California, Bay Area	3,652
Easter Seals, California, So Cal Santa Ana	2,313
Epilepsy Foundation of America	13,432
Epilepsy Foundation of Greater Los Angeles	4,340
Epilepsy Foundation of Northern California	9,373
Firefighters Burn Institute - California (Northern)	12,585
Firefighters Burn Institute - California, Southern	1,325
Hospice Foundation	4,014
Huntington's Disease Society of America	6,606
Huntington's Disease Society of America, CA	2,187
Huntington's Disease Society of America, California, Nor Cal	4,091
Huntington's Disease Society of America, California, San Diego	4,242
Hydrocephalus Association, California	1,393
Juvenile Diabetes Research Foundation California, Central Valley Council	1,368
Juvenile Diabetes Research Foundation California, Inland Empire Chapter	1,476
Juvenile Diabetes Research Foundation California, Los Angeles Chapter	3,295
Juvenile Diabetes Research Foundation California, NorCal Inland Chapter	8,966
Juvenile Diabetes Research Foundation California, Orange County Chapter	4,388
Juvenile Diabetes Research Foundation International	23,060
Juvenile Diabetes Research Foundation International, CA, Inland Empire	5,509
Juvenile Diabetes Research Foundation International, California, Los Angeles	1,297
Juvenile Diabetes Research Foundation International, California, Northern CA Inland Chapter	7,928
Juvenile Diabetes Research Foundation International, New York	1,452
Leukemia & Lymphoma Society, California, Los Angeles	3,360
Leukemia & Lymphoma Society, California, Orange County Inland Empire Chapter	2,089
Leukemia & Lymphoma Society, California, Sacramento	1,069
Leukemia & Lymphoma Society, California, San Francisco	22,528
Leukemia & Lymphoma Society, California, San Jose	15,636
Leukemia & Lymphoma Society, California, Santa Ana	9,102
Leukemia & Lymphoma Society, California, Santa Rosa	2,034

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
Leukemia & Lymphoma Society, The	35,107
Lupus Foundation of America	25,232
Lupus Foundation of America, California	13,261
Lupus Foundation of America, California (Southern)	2,632
Lupus Foundation of Southern California	4,048
March of Dimes Foundation	16,527
March of Dimes Foundation, California	13,405
March of Dimes Foundation, California, Bay Area Division	8,361
March of Dimes Foundation, California, Central Valley Division	1,244
March of Dimes Foundation, California, Greater Capital Division	4,169
March of Dimes Foundation, California, Greater Los Angeles Division	5,213
March of Dimes Foundation, California, Inland Empire Division	2,843
March of Dimes Foundation, California, South Bay Division	3,545
Mission Hospice & Home Care	1,355
Myasthenia Gravis Foundation of America	4,918
NAMI (National Alliance on Mental Illness)	10,408
NAMI (National Alliance on Mental Illness), California, Orange County	1,662
National Kidney Foundation	9,175
National Kidney Foundation of California, Northern Calif.	12,597
National Kidney Foundation of California, So Cal & So Nevada	7,020
National Multiple Sclerosis Society	39,777
National Multiple Sclerosis Society, California, Los Angeles	10,829
National Multiple Sclerosis Society, California, Northern Chapter	3,211
National Multiple Sclerosis Society, California, Palm Desert	1,088
National Multiple Sclerosis Society, California, Sacramento	1,119
National Multiple Sclerosis Society, California, San Francisco	17,665
National Multiple Sclerosis Society, California, Santa Barbara	1,087
National Multiple Sclerosis Society, California, Silicon Valley	2,200
National Psoriasis Foundation	4,357
Pancreatic Cancer Action Network	21,419
Pancreatic Cancer Action Network, California	13,394
Planned Parenthood of California, Mar Monte, Central	8,385
Planned Parenthood of California, Mar Monte, Hayward	1,359
Planned Parenthood of California, Mar Monte, Sacramento	14,178
Planned Parenthood of California, Mar Monte, San Jose	12,128
Planned Parenthood of California, Mar Monte, Santa Cruz	1,876

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
Prevent Blindness America (National Society to Prevent Blindness)	1,767
Prevent Blindness America, California (Northern)	2,562
Ronald McDonald House Charities of California, (SoCal)	71,422
San Jose Firefighters Burn Foundation	6,173
Sickle Cell Disease Foundation of California, Southern	20,092
St. Jude Children's Research Hospital	520,350
St. Jude Children's Research Hospital, California	3,761
St. Jude Children's Research Hospital, California (Northern)	108,238
St. Jude Children's Research Hospital, California (Southern)	98,040
St. Jude Children's Research Hospital, Tennessee	3,818
Susan G. Komen for the Cure	105,308
Susan G. Komen for the Cure, California, Central Valley Affiliate	13,375
Susan G. Komen for the Cure, California, Inland Empire Affiliate	20,199
Susan G. Komen for the Cure, California, Los Angeles County Affiliate	23,854
Susan G. Komen for the Cure, California, Orange County Affiliate	21,523
Susan G. Komen for the Cure, California, Sacramento Valley Affiliate	30,929
Susan G. Komen for the Cure, California, San Diego Chapter	37,756
Susan G. Komen for the Cure, California, San Fran Bay Area Affiliate	46,184
Susan G. Komen for the Cure, Massachusetts Affiliate	1,047
Team of Advocates for Special Kids - CA	3,334
The Painted Turtle - CA	1,296
The Parkinson's Institute, California	23,041
United Cerebral Palsy of California, Los Angeles & Ventura Counties	3,255
Various Charities - Under \$1000 Threshold	43,760
Total Distributions to Member Agencies and Other Federations	\$2,861,256

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS

(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

	Distributions
Non-Members of Community Health Charities California or Community Health Charities America:	July 1, 2012 - June 30, 2013
ABS - CBN Foundation, Inc (Bantay Bata 163)	\$1,167
Acts Full Gospel Church	2,525
Alameda County Community Food Bank	1,821
American Hearing Research Foundation	2,192
American Heart Association	47,952
American Heart Association, California, Western States Affiliate	19,402
American Kidney Fund	7,447
American Parkinson Disease Association	3,040
American Red Cross	1,043
Animal Care & Regulation (T.E.A.M.)	4,681
Arc of California, Southeast Los Angeles County	1,273
Asante Children's Theatre	1,849
ASPCA - American Society for The Prevention of Cruelty to Animals	1,138
Atlanta Bible College	2,712
Back To The Bible	2,002
Berea Baptist Church	1,623
Berkeley Mt Zion Baptist Church	3,145
Bishop O'Dowd High School	1,043
Bradshaw Christian School	1,232
Breast Cancer Network of Strength	2,267
Breast Cancer Network of Strength, California (Southern)	1,227
Breast Cancer Research Foundation, The	1,115
Brighter Beginnings	1,194
Bruce Verhoeven Foundation	3,388
Californians for Justice	1,700
Capital Christian Center	3,003
CaringBridge	6,010
Catholic Relief Services	1,137
Center Of Praise	1,386
Centro De Servicios	1,236
Children's Heart Foundation, The	3,456
Children's Home Society Of Ca	1,764
Collective Roots	1,398
Colon Cancer Alliance	7,347
Common Ground, Inc.	1,028
Contra Costa County Animal Benefit Fund	2,967
Contra Costa Regional Health Foundation	1,915

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Non-Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
Cornerstone Fellowship	5,808
Darius Jones Foundation	1,178
Depression and Bipolar Support Alliance	7,793
Destiny Christian Fellowship	1,552
Dharma Realm Buddhist Asso.	1,695
DHHS Cps Friends Of Ind. Livin	1,032
Doctors Without Borders (Donor Choice-NY)	1,561
Dr. Herbert Guice Christian Academy	3,228
Earthshare - UCSF	1,017
East Bay Childrens Law Offices	4,229
Emmanuel Baptist Church	3,823
Emmanuel Church of Christ U.S.A.	2,067
Endometriosis Association	3,181
Faith Landmark Mbc	5,389
Fame	1,921
Feed The Children/Abc Project	2,107
First Baptist Church	7,105
First Christian Church-Concord	2,271
First Presbyterian Church Of San Leandro	2,787
Food Bank of Contra Costa and Solano	1,372
Friends Of The Oakland Public Library	2,084
Glad Tidings Church Of God In Christ	1,418
Global Impact (Donor Choice)	5,372
Golden Hills Community Church	7,087
Greater St. Paul Church	1,289
Green For All	1,827
Hispanic Community Affairs Council	1,361
Hole in the Wall Foundation	2,689
Hospice Of Amador	1,680
Hospice of the Valley	1,333
Independent Living Skills Prog	1,504
Interfaith Food Bank of Amador County	1,032
Intervarsity Christian Fellowship	1,757
J-Sei - Japanese American Services of the East Bay	1,127
Juvenile Hall Auxiliary	2,033
Kids At Work	1,152
La Clinica De La Raza	1,328

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS

(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Non-Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
Las Trampas, Inc.	1,382
Latin American Community Assistance Foundation	1,845
Law Enforcement Chaplaincy	1,093
Legal Services For Children	1,143
Lifeskills 411	1,443
Lily Of The Valley Christian Center	1,623
Local Independent Charities	7,196
Lupus International - California	4,151
Lupus InterNational (Donor Choice)	4,525
Macedonia Baptist Church	3,057
McHenry House For The Homeless	1,333
Meals on Wheels by ACC	1,735
Mental Health America (formerly National Mental Health Association)	2,802
Mercy Ministries	1,002
Mission Housing Development Corporation	1,198
Moraga Education Foundation	2,621
Muscular Dystrophy Association	23,799
Muscular Dystrophy Association, California, San Diego	4,928
National Council on Alcoholism & Drug Dependence (NCADD)	5,928
National Headache Foundation	1,067
National Hemophilia Foundation	2,171
National Hospice and Palliative Care Organization	1,955
National Parkinson Foundation	3,589
National Parkinson Foundation (Donor Chc)	2,190
National Parkinson Foundation, California (Southern)	1,057
National Spinal Cord Injury Association	1,607
National Stroke Association	3,062
Neighborhood Church	1,895
New Birth Church	2,548
Oakland Police Emergency Net	2,414
One Hundred Club of Contra Costa County	1,046
Parkinson's Disease Foundation	9,148
Pentecostal Way Of Truth Church Corporation	5,310
Peter's Rock Deliverance Church	1,862
Praises of Zion Baptist	1,031
Progressive Community Church	5,134
Project Second Chance	1,663

COMMUNITY HEALTH CHARITIES OF CALIFORNIA

DISTRIBUTIONS PAID TO MEMBER AGENCIES AND OTHER FEDERATIONS
(UNAUDITED)

For the Fiscal Year Ended June 30, 2013

Non-Members of Community Health Charities California or Community Health Charities America:	Distributions July 1, 2012 - June 30, 2013
Pugsavers	1,497
Regina Mundi Society	1,113
Research to Prevent Blindness	3,738
Revival Center Ministries	1,623
Sacramento Loaves & Fishes	1,863
Sacramento Sheriff Canine Association	3,603
Salvation Army-Oakland	1,105
Scleroderma Foundation (Donor Choice)	1,420
Seneca Center Residential &	1,594
Shiloh Church	4,089
Shriners Children's Hospital	2,491
Sickle Cell Disease Association of America	21,788
SIDS Alliance / First Candle	9,301
Solano County Spca	1,019
Southern Poverty Law Center	1,121
Spina Bifida Association of America	5,616
St. Anne's Catholic Church	2,310
St. Marys College High School	1,110
St. Paul Ame Church	3,996
St. Vincent's Day Home	1,663
Tourette Syndrome Association	3,916
True Life Ministries	5,035
Turner Syndrome Society of Kansas City - Missouri	1,241
United Way Of The Bay	4,294
Unity Spiritual Community	1,678
Vestia Inc. (Volunteer Emergency Services Team In Action)	1,970
Watch Tower Bible & Tract Society	1,844
Water For People-USA	1,700
Water.org	1,448
Youth Uprising	1,093
Various Charities - Under \$1000 Threshold	253,315
Total Distributions to Non-Member Agencies and Other Federations	<u>\$719,161</u>
Total Distributions to Member and Non-Member Agencies and Other Federations	<u>\$3,580,417</u>



MEMBER CHARITIES 2015-16

- **Alisa Ann Ruch Burn Foundation, San Francisco, CA
- **ALS Association, San Francisco, CA 94105 415-904-2572
- **Alzheimer's Association, San Rafael, CA 94093 415-472-4340
- **American Diabetes Association, Emeryville, CA 94608 510-654-4499
- American Heart Association, Sacramento CA
- **American Liver Foundation, San Francisco, CA 94102 415-248-1060
- **American Lung Association, Oakland, CA 94608 510-893-5474
- Angel Flight West, Santa Monica CA
- **Anka Behavioral Health Inc, Concord CA
- **Arthritis Foundation, San Francisco, CA 415-356-1230
- **Autism Speaks, Los Angeles, CA 90036 323-549-0500
- California Hospice Foundation, Sacramento, CA 95834 916-925-3770
- Central Coast Hospice Foundation, Monterey CA 831-333-9023
- ** Crohn's & Colitis Foundation, San Francisco, CA 91405 415-356-2232
- **Cystic Fibrosis Foundation, San Francisco CA 415-331-0650
- **Easter Seals, Oakland, CA 94612 510-835-2131
- **Epilepsy Foundation, San Francisco CA 94588 925-224-7760
- **Hemophilia Foundation, Emeryville CA
- Huntington's Disease Society of America, Sacramento, CA 95833 916-927-4400
- Juvenile Diabetes Research Foundation, Sacramento CA 916-920-0790
- **Leukemia and Lymphoma Society, San Francisco, CA 94102 415-625-1115
- **March of Dimes, San Francisco, CA 94111 415-288-2202
- **Mission Hospice and Home Care, San Mateo, CA 94403 650.554.1000
- Muscular Dystrophy Association 310-390-6802
- Myasthenia Gravis Foundation, Los Angeles, CA 90040 323.887.0056
- NAMI Orange County 714-544-8488
- **National Kidney Foundation, San Francisco, CA 94105 415-543-3303
- **National Multiple Sclerosis Society, San Francisco CA 800-344-4867
- New Horizons- North Hills, CA 91343 818.894.9301
- **Planned Parenthood Mar Monte, San Mateo, CA 408-795-3769
- **Prevent Blindness-Northern California, San Francisco, CA 415-567-7500
- Ronald McDonald House Charities of So. California, Loma Linda, CA 92354 909.558.8338
- San Jose Firefighters Burn Foundation, San Jose, CA
- Sickle Cell Disease Association of America
- **St. Jude Children's Research Hospital, Emeryville CA
- **Susan G. Komen for the Cure San Francisco, CA 94108 415-397-8812
- The Painted Turtle – Santa Monica, CA 310-451-1353
- **The Parkinson's Institute, Sunnyvale, CA 94089 408-542-5663
- **UCSF Benioff Children's Hospital San Francisco CA 415-476-6922
- United Cerebral Palsy of Los Angeles 818-782-2211
- Venice Family Clinic 310-664-7912
- **Located in the counties of San Francisco, San Mateo, Santa Clara, Alameda, Contra Costa and Marin.

25 out of 41 = 60.9%

Internal Revenue Service

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: January 27, 2000

Person to Contact:
Tonya Martin 31-03017
Customer Service Representative
Telephone Number:
877-829-5500
Fax Number:
513-263-3756
Federal Identification Number:
94-1732878

Community Health charities of California
Natl. Voluntary Hlth Agencies of Cal.
530 Bercut Drive, Ste. C
Sacramento, CA 95814

Dear Sir or Madam:

This letter is in response to your letter dated December 16, 1999 requesting a change of address.

Our records indicate that a determination letter issued in September 1971 granting your organization exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code. That letter is still in effect.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.



RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
870 Market Street, Suite 703, San Francisco, CA 94102
T 800.368.1819 F 415.800.6592 earthshareca.org

2015 FEB 27 PM 1:35

ll

February 26, 2015

Ms. Angela Calvillo
Clerk of the Board of Supervisors
City and County of San Francisco
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Dear Ms. Calvillo,

EarthShare California hereby applies for inclusion in the 2015 Employee Joint Fundraising Drive.

EarthShare California is a charitable federation representing environmental and conservation nonprofits and meets the requirements for participating in the Annual Drive. Specifically:

- EarthShare California is a nonprofit federation representing more than ten IRS tax-exempt charitable organizations, of which half are located in the counties of San Francisco, San Mateo, Santa Clara, Alameda, Contra Costa and Marin. A list of our member nonprofits is enclosed, those in the Bay Area are indicated with an "x"
- EarthShare California was founded in 1982 and has been in existence with ten or more qualified charities since that time. A copy of our IRS 501c3 determination letter dated 2000 (referencing the original determination date of 1982) and a copy of our Letter of Incorporation in California dated 1982 are enclosed.
- Our most recent audited financial statement and IRS Form 990 are enclosed.

Since 1985, we have enjoyed partnering with the City and County of San Francisco on the Annual Fund Drive. We look forward to participating in the 2015 charitable giving campaign.

Thank you for your consideration of our application. Should you have any questions, please contact me.

Sincerely,

Dave Coyle
Associate Director, EarthShare California
dave@earthshareca.org
415-981-1999 ext 305

<u>EarthShare California</u>	<u>Located in</u>
<u>Member Nonprofits 2015</u>	<u>Bay Area</u>
African Wildlife Foundation	
Alaska Conservation Foundation	
American Farmland Trust	
American Forests	
American River Conservancy	
American Rivers	X
Anza-Borrego Foundation	
Arbor Day Foundation	
Bat Conservation International	
Bay Area Ridge Trail Council	X
Beyond Pesticides	
Butte Environmental Council	
California Audubon Society Chapters	X
California Native Plant Society	X
Californians Against Waste Foundation	
Center for Health, Environment and Justice	X
Clean Water Fund	X
Communities for a Better Environment	X
The Conservation Fund	X
Conservation International	
Defenders of Wildlife	
Desert Tortoise Preserve Committee, Inc.	
Earth Day Network	
Earth Island Institute	X
EARTH University Foundation	
Earthjustice	X
EcoLogic Development Fund	
Ecology Center	X
Environment America Research and Policy Center	
Environmental & Energy Study Institute	
Environmental Defense Fund	X
Environmental Law Institute	
Food & Water Watch	
Forest Service Employees for Environmental Ethics	
Friends of the Earth	X
Friends of the River Foundation	X
Galapagos Conservancy	
Golden Gate National Parks Conservancy	X
Green Corps, Inc.	X
Greenbelt Alliance	X
Heal the Bay	
Institute for Transportation and Development Policy	
The Izaak Walton League of America	
Land Trust Alliance	
Marin Agricultural Land Trust	X

Marin Conservation League	X
Mountain Lion Foundation	
National Audubon Society	X
National Fish and Wildlife Foundation	
National Forest Foundation	
National Parks Conservation Association	X
National Wildlife Federation	
Natural Resources Defense Council	X
The Nature Conservancy of California	X
The Ocean Conservancy	
Oceana, Inc.	X
Organic Farming Research Foundation	X
Our City Forest	X
Pacific Environment	X
The Peregrine Fund	
Pesticide Action Network	X
Placer Land Trust	
Planning & Conservation League Foundation	
Rails-to-Trails Conservancy	X
Rainforest Action Network	X
Rainforest Alliance	
Restore America's Estuaries	
Rocky Mountain Institute	
Sacramento Tree Foundation	
San Diego Coastkeeper	
San Francisco Baykeeper	X
San Geronio Wilderness Association	
San Jose Conservation Corps	X
Save Our Shores	X
Save The Bay	X
Scenic America	
Sierra Club Foundation, The	X
Slide Ranch	X
Student Conservation Association	X
Surfrider Foundation	X
Sustainable Harvest Intl.	
The Jane Goodall Institute for Wildlife	
The Trust for Public Land	X
Union of Concerned Scientists	X
Urban Corps of San Diego County	
The Wilderness Society	X
Wildlife Conservation Society	
World Resources Institute	
World Wildlife Fund	
Xerces Society	

Internal Revenue Service

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: May 2, 2000

Person to Contact:
Tonya Martin 31-03017
Customer Service Representative
Toll Free Telephone Number:
8:00 a.m. to 9:30 p.m. EST
877-829-5500

Environmental Federation of California
Earth Share of California
49 Powell St. 510
San Francisco, CA 94102-2811

Fax Number:
513-263-3756
— Federal Identification Number:
94-2840364

Dear Sir or Madam:

This letter is in response to your telephone call requesting a copy of your organization's determination letter. This letter will take the place of the copy you requested.

Our records indicate that a determination letter issued in November 1982 granting your organization exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code. That letter is still in effect.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2108, and 2522 of the Code.

TOTAL P.03

-2-

Environmental Federation of California
94-2840364

Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on the Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

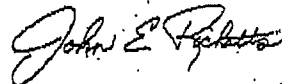
The law requires you to make your organization's annual return available for public inspection without charge for three years after the due date of the return. You are also required to make available for public inspection a copy of your organization's exemption application, any supporting documents and the exemption letter to any individual who requests such documents in person or in writing. You can charge only a reasonable fee for reproduction and actual postage costs for the copied materials. The law does not require you to provide copies of public inspection documents that are widely available, such as by posting them on the Internet (World Wide Web). You may be liable for a penalty of \$20 a day for each day you do not make these documents available for public inspection (up to a maximum of \$10,000 in the case of an annual return).

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the organization's permanent records.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

This letter affirms your organization's exempt status.

Sincerely,



John E. Ricketts
Director, TE/GE CAS



October 28, 1982

In reply refer to
342:R:jl:g

Environmental Federation of
California
Building E, Fort Mason Center
San Francisco, CA 94123

Purpose : Charitable
Form of Organization : Corporation
Accounting Period Ending: December 31
Organization Number : 1118060

On the basis of the information submitted and provided your present operations continue unchanged or conform to those proposed in your application, you are exempt from state franchise or income tax under Section 23701d, Revenue and Taxation Code. Any change in operation, character or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

You are required to file Form 199 (Exempt Organization Annual Information Return) or Form 199B (Exempt Organization Annual Information Statement) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 5th month (4 1/2 months) after the close of your annual accounting period.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

This exemption is granted on the express condition that the organization will secure federal exempt status with the Internal Revenue Service. The organization is required to furnish a copy of the final determination letter to the Franchise Tax Board within 9 months from the date of this letter.

This exemption effective as of July 26, 1982.

J. Kudo, Supervisor
Exempt Organizations
Telephone (800) 852-7050

cc: Morrison, et al
Registrar of Charitable Tru463

1118060

ARTICLES OF INCORPORATION

OF

ENVIRONMENTAL FEDERATION OF CALIFORNIA

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

JUL 26 1982

MARCH FONG EU, Secretary of State

Phyllis E. Biaggi
Deputy

I.

The name of this corporation is Environmental Federation of California.

II.

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable and public purposes.

B. The specific purpose of this corporation is to bring together various entities for the purpose of protecting and enhancing the environment through various cooperative programs.

III.

The name and address in the State of California of this corporation's initial agent for service of process are: Patricia L. Wells, 2606 Dwight Way, Berkeley, California 94704.

IV.

A. This corporation is organized and operated exclusively for charitable and public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise permitted in accordance with elections duly made pursuant to Section 501(h) of the Internal Revenue Code and Section 23704.5 of the California Revenue and Taxation Code. This corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

V.

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member hereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

DATED: July 23, 1982

Gail E. Giboney
GAIL E. GIBONEY

DATED: July 23, 1982

Judith D. Small
JUDITH D. SMALL

The undersigned hereby declare that they are the persons who executed the foregoing Articles of Incorporation, which execution is their act and deed.

Gail E. Giboney
GAIL E. GIBONEY

Judith D. Small
JUDITH D. SMALL

AUG 15 2014

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

ENVIRONMENTAL FEDERATION OF CALIFORNIA

FILE NUMBER: C1118060
FORMATION DATE: 07/26/1982
TYPE: DOMESTIC NONPROFIT CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of August 13, 2014.

Debra Bowen

DEBRA BOWEN
Secretary of State

**ENVIRONMENTAL FEDERATION
OF CALIFORNIA, INC.
(Operating as EarthShare California)**

FINANCIAL STATEMENTS

**For the Year Ended
June 30, 2013**

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Bregante Company LLP
CERTIFIED PUBLIC ACCOUNTANTS

Building Service Partnerships Since 1976

Independent Auditors' Report

Board of Directors
Environmental Federation of California, Inc.

We have audited the accompanying financial statements of Environmental Federation of California, Inc., (operating as EarthShare California) which comprise the statement of financial position as of June 30, 2013, and the related statements of activities, cash flows, and functional expenses for the year then ended, and the related notes to the financial statements.

Management Responsibility for the Financial Statements

Management is responsible for the preparation of fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Environmental Federation of California, Inc. as of June 30, 2013, and the changes in its net assets and its cash flows for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

San Francisco, California
February 26, 2015

Bregante + Company LLP

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San Francisco, CA 94111
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330 Ignacio Boulevard • Suite 201
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4309 Hacienda Drive • Suite 400
Pleasanton, CA 94588
T: 925.416.0550 • F: 925.416.0604

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

STATEMENT OF FINANCIAL POSITION

June 30, 2013

ASSETS

Cash	\$ 806,138
Pledges receivable, net of allowance for uncollectible pledges of \$75,820	731,722
Accounts receivable	1,220
Prepaid expenses	13,105
Property and equipment, net of accumulated depreciation of \$30,420	3,306
Deposits	<u>2,974</u>
Total assets	<u>\$ 1,558,465</u>

LIABILITIES AND NET ASSETS

Liabilities:	
Accounts payable and accrued liabilities	\$ 41,388
Campaign proceeds payable, net	1,117,523
Affiliation fees payable to national confederation	<u>74,905</u>
Total liabilities	1,233,816
Net assets:	
Unrestricted	319,938
Temporarily restricted	<u>4,711</u>
Total net assets	<u>324,649</u>
Total liabilities and net assets	<u>\$ 1,558,465</u>

See accompanying notes and auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

STATEMENT OF ACTIVITIES

For the Year Ended June 30, 2013

	<u>Unrestricted</u>	<u>Temporarily restricted</u>	<u>Total</u>
Support and revenue:			
Campaign revenue:			
Campaign results (gross)	\$ 1,263,673	\$ -	\$ 1,263,673
Total shrinkage	<u>(103,557)</u>	<u>-</u>	<u>(103,557)</u>
Net total pledges	<u>1,160,116</u>	<u>-</u>	<u>1,160,116</u>
Less designations to others	(683,461)	-	(683,461)
Shrinkage on designated to others	<u>56,009</u>	<u>-</u>	<u>56,009</u>
Net designations to others	<u>(627,452)</u>	<u>-</u>	<u>(627,452)</u>
Net undesignated pledges	532,664	-	532,664
Other revenue:			
Administrative fees for raising funds on behalf of others	477,758	-	477,758
Contributions	50,902	-	50,902
In-kind donations	950	-	950
Interest and dividend income	363	-	363
Net assets released from restrictions:			
Satisfaction of program restrictions	<u>1,000</u>	<u>(1,000)</u>	<u>-</u>
Total support and revenue	<u>1,063,637</u>	<u>(1,000)</u>	<u>1,062,637</u>
Expenses:			
Program services:			
Undesignated campaign proceeds distributions	532,664	-	532,664
Other program expenses	<u>344,236</u>	<u>-</u>	<u>344,236</u>
Total program services	876,900	-	876,900
General and administrative	136,478	-	136,478
Fundraising	<u>42,809</u>	<u>-</u>	<u>42,809</u>
Total expenses	<u>1,056,187</u>	<u>-</u>	<u>1,056,187</u>
Changes in net assets	7,450	(1,000)	6,450
Net assets, beginning of year	<u>312,488</u>	<u>5,711</u>	<u>318,199</u>
Net assets, end of year	<u>\$ 319,938</u>	<u>\$ 4,711</u>	<u>\$ 324,649</u>

See accompanying notes and auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

STATEMENT OF CASH FLOWS

For the Year Ended June 30, 2013

Cash flows from operating activities:	
Changes in net assets	\$ 6,450
Adjustments to reconcile changes in net assets to net cash provided by operating activities:	
Depreciation	640
(Increase) decrease in assets:	
Pledges receivable, net	14,582
Accounts receivable	(31)
Prepaid expenses	(7,963)
Deposits	(1,139)
Increase (decrease) in liabilities:	
Accounts payable and accrued liabilities	(1,781)
Campaign proceeds payable, net	238,063
Affiliation fees payable to national confederation	<u>26,406</u>
 Total adjustments	 <u>268,777</u>
 Net cash provided by operating activities	 <u>275,227</u>
Cash flows from investing activities:	
Purchases of property and equipment	<u>(1,845)</u>
 Net cash used by investing activities	 <u>(1,845)</u>
 Net increase in cash	 273,382
Cash, beginning of year	<u>532,756</u>
 Cash, end of year	 <u>\$ 806,138</u>

Noncash investing activities:

Fully depreciated equipment with an original cost of \$2,180 was retired during the year ended June 30, 2013.

See accompanying notes and auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

STATEMENT OF FUNCTIONAL EXPENSES

For the Year Ended June 30, 2013

	Other Program Expenses	General and Administrative	Fundraising	Total
Salaries and related expenses	\$ 223,154	\$ 76,330	\$ 38,563	\$ 338,047
Affiliation fees	44,228	-	-	44,228
Contract services	24,958	9,341	-	34,299
Accounting	-	32,000	-	32,000
Rent	18,971	3,805	2,004	24,780
Program expenses	11,627	-	-	11,627
Telephone	6,633	493	664	7,790
Office and computer supplies	5,285	1,290	956	7,531
Travel	6,025	-	349	6,374
Bank charges	-	5,746	-	5,746
Meetings and conferences	1,238	1,721	10	2,969
Insurance	-	2,705	-	2,705
Postage and delivery	1,430	87	139	1,656
Depreciation	569	-	71	640
Miscellaneous	118	2,960	53	3,131
Total	\$ 344,236	\$ 136,478	\$ 42,809	\$ 523,523

See accompanying notes and auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

NOTES TO FINANCIAL STATEMENTS

June 30, 2013

NOTE A -- Nature of the Federation

Environmental Federation of California, Inc. (the Federation), which operates as EarthShare California, was established in 1982 as a coalition of various independent environmental groups (affiliated organizations). The primary purpose of the Federation is to broaden its affiliates' financial support by obtaining access to and coordinating participation in corporate and governmental payroll deduction fundraising campaigns throughout California. This support will help: (1) prevent human health problems from air, water and toxic pollution; (2) preserve and conserve fresh water, marine and land resources; and (3) develop educational programs which promote a sound and balanced use of our natural resources. The Federation represents 83 environmental organizations in over 187 workplace-giving campaigns.

For an organization to be accepted in the Federation, the organization must meet the qualifications specified in the Federation's by-laws. The Board of Directors determines the acceptance of a new member organization. The new member organizations are required to pay a joining fee of \$5,000 plus 10% of their respective net income from distributions for the first three years. Member organizations are required to perform a minimum of 30 service hours per year. Undesignated monies, less expenses, are normally divided 60/40 between local/common members and national members. The Federation can choose to apply for a different split, on a year-by-year basis (see Note H). Local and common members receive an equal share of the Federation's undesignated monies less expenses and any other member fees levied by the Board of Directors. There are currently 46 local and common members in the Federation.

NOTE B -- Summary of significant accounting policies

Basis of accounting

The Federation maintains its accounting records and prepares its financial statements on the accrual basis.

Cash and cash equivalents

For the purpose of the Statement of Cash Flows, the Federation considers cash and cash equivalents to consist of demand deposits as well as cash on hand.

Pledges

Unconditional promises to give (pledges) are all expected to be collected within one year and are recorded at their net realizable value, net of uncollectible pledges. Conditional promises to give are not included as contributions until such time as the conditions are substantially met.

Allowance for uncollectible pledges

The allowance for uncollectible pledges is an estimate of annual campaign payroll pledges receivable that will not be collected. The estimate is based on collection history of prior year campaigns and is offset against campaign contribution revenue.

See auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

NOTE B -- Summary of significant accounting policies (continued)

Property and equipment

Property and equipment with useful lives of greater than one year costing \$1,000 or more are capitalized and are recorded at cost, or fair value if donated. Capitalized property and equipment are depreciated over their estimated useful lives of three to seven years on the straight-line basis. Donated material and equipment are recorded as contributions at their estimated value on the date of receipt.

Net assets

The Federation classifies its net assets and activities into one of three categories:

Unrestricted: Those net assets and activities which represent the portion of expendable funds available to support operations. A portion of these net assets may be designated by the Board of Directors for specific purposes.

Temporarily restricted: Those net assets and activities which are donor-restricted for: (a) support of specific operating activities; (b) investment for a specified term; (c) use in a specified future period; or (d) acquisition of long-lived assets. The Federation had \$4,711 of net assets temporarily restricted for specific activities and future periods at June 30, 2013.

Permanently restricted: Those net assets and activities which are permanently donor-restricted for holdings of: (a) assets donated with stipulations that they be preserved and not be sold; or (b) assets donated with stipulations that they be invested to provide a permanent source of income. The Federation has no permanently restricted net assets at June 30, 2013.

The expiration of a donor-imposed restriction on a contribution is recognized in the period in which the restriction expires. This occurs by increasing unrestricted net assets and decreasing temporarily restricted net assets in the Statement of Activities, and the release from restrictions is reported separately from other transactions.

Recognition of public support and allocations

The annual campaigns at worksites are conducted primarily in the fall of each year to raise support for allocations to the affiliated organizations. Donor contribution revenue is recognized as pledges are made based on donor pledge forms or employer summarized information. For campaigns where there is no such information, pledges are estimated based on prior year actual collections and allocations.

Contributions are allocated to affiliated organizations to the extent the donor designates a preference. The total amount of contributions allocated to affiliated organizations is ultimately determined by the Board of Directors.

See auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

NOTE B -- Summary of significant accounting policies (continued)

Recognition of public support and allocations (continued)

Affiliated organizations also receive contributions directly from donors or third party processors that are attributable to the Federation's annual worksite campaigns. The affiliated organizations are required to send these contributions to the Federation, so that these amounts may be recognized in the Federation's gross campaign results, and distributed appropriately. Management believes that not all of these direct payments are properly routed through the Federation, and the amounts may be significant, but difficult to ascertain.

Grants

Grants are recorded as revenue in accordance with generally accepted accounting principles. Revenue that is donor-restricted is included in temporarily restricted net assets. As the restrictions are met, the revenue is shown as a release from restrictions and transferred from temporarily restricted net assets to unrestricted net assets.

Contributed goods and services

The Federation's policy is to recognize the fair value of certain contributed goods and services received as both revenue and an offsetting expense in accordance with generally accepted accounting principles. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose. During the year ended June 30 2013, the value of contributed goods and services included as an in-kind donation in the accompanying financial statements was \$950 and consisted of the use of facilities for the Federation's annual general meeting. Other notable volunteer time that does not require recognition in the financial statements totaled over 1,600 hours during the year ended June 30, 2013.

Functional allocation of expenses

The costs of providing the program services and supporting activities of the Federation is summarized in the Statement of Activities and in the Statement of Functional Expenses. Expenses that can be directly identified with a specific function are allocated directly to that function. Expenses that cannot be directly identified with a specific function are allocated among the program services and the supporting activities benefited. Occupancy related expense allocation is based on the square footage of the space used. Personnel related expense allocation is based on the staff time spent on each function.

The Federation reports its expenses on a functional basis as follows:

- Program services include specific campaign activities and educational efforts on the part of the Federation, as well as activities dealing with and providing information and referral for member agencies. Additionally, program services also include activities expenses related to the management of existing campaigns.

See auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

NOTE B -- Summary of significant accounting policies (continued)

Functional allocation of expenses (continued)

- General and administrative relates to all Federation overhead activities, including management and general aspects that are not related to fundraising or program activities.

Income taxes

The Federation is a qualified organization exempt from federal and California income taxes under the provisions of Sections 501(c)(3) of the Internal Revenue Code and 23701d of the California Revenue and Taxation Code. Therefore, no provision for federal or California income tax is reflected in the financial statements.

The Federation's income tax returns are subject to examination by federal and state taxing authorities, generally for three years and four years, respectively, after they are filed. The Federation believes that there are no material uncertain tax positions which require adjustment to the financial statements or additional footnote disclosure.

Use of estimates

Management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from management's estimates. Significant estimates include accrual of pledges receivable and the provision for uncollectible pledges.

NOTE C -- Concentration of credit risk

Financial instruments that potentially subject the Federation to a concentration of credit risk consist primarily of cash and pledges receivable. The Federation maintains its cash in several accounts at one bank. The combined balance at times may exceed federally insured limits. Pledges receivable consist of promises from individuals to give through workplace giving campaigns. The Federation has not experienced any losses in these accounts and believes it is not exposed to any significant credit risk. A shrinkage allowance is recognized for expected uncollectible pledges. Management does not expect results to differ significantly from net pledge revenue recognized.

See auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

NOTE D – Property and equipment

Property and equipment at June 30, 2013 consist of the following:

Computer equipment	\$ 3,965
Software	25,812
Office equipment	<u>3,949</u>
	33,726
Less accumulated depreciation	<u>(30,420)</u>
Property and equipment, net	<u>\$ 3,306</u>

Depreciation expense was \$640 for the year ended June 30, 2013.

NOTE E -- Temporarily restricted net assets

Temporarily restricted net assets consisted of \$4,711 for investment in technology infrastructure at June 30, 2013.

NOTE F – Lease commitments

The Federation has a lease for its San Francisco office which expires on August 31, 2017. The Federation also rents office space in Los Angeles and storage space on a month-to-month basis.

The future minimum lease payments attributable to facility leases are as follows:

<u>Years Ending June 30,</u>	
2014	\$ 23,704
2015	24,410
2016	25,148
2017	25,902
2018	<u>4,338</u>
	<u>\$ 103,502</u>

See auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare California)

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

NOTE G -- Affiliation with EarthShare National

Environmental Federation of California, Inc. and other state environmental fundraising organizations have an affiliation agreement under the name EarthShare in their own respective states. The purpose of the agreement is to create a unified environmental fundraising confederation and adopt consistent financial accounting practices and disbursement arrangements.

Under the terms of the affiliation agreement, the Federation is required to remit 4% of net campaign revenue to EarthShare National as well as 40% of undesignated campaign revenue net of overhead and other allowable expenses to the members of EarthShare National. On a year-by-year basis, the Federation can submit a request to modify the required percentage remittance of the undesignated campaign revenue remittance.

Related party balances and related party transactions under the terms of the affiliation agreement are as follows:

Assets and liabilities as of June 30, 2013:

Net campaign proceeds payable to national confederation	\$ 129,304
Affiliation fees payable to national confederation	<u>74,905</u>
Total due to national confederation	<u>\$ 204,209</u>

Revenue and expenses for the year ended June 30, 2013:

Campaign proceeds distributions (net of fees)	\$ 133,561
Affiliation fees expense	<u>44,228</u>
	<u>\$ 177,789</u>

NOTE H -- Subsequent event

The current year allocation of undesignated campaign proceeds of \$532,664 was made based on the normal 60/40 split between local/common members and national members. This allocation affects only the split between the national confederation and the local/common affiliated organizations, and will have no effect on the change in net assets of the Federation. Actual allocation of disbursements of undesignated campaign proceeds made during the year ending June 30, 2013 may vary from amounts accrued at June 30, 2014.

See auditors' report.

ENVIRONMENTAL FEDERATION OF CALIFORNIA, INC.
(Operating as EarthShare of California)

NOTES TO FINANCIAL STATEMENTS (Continued)

June 30, 2013

NOTE H -- Subsequent event (continued)

The date to which events occurring after June 30, 2013 have been evaluated for possible adjustments to the financial statements or disclosure is February 26, 2015, which is the date on which the financial statements were available to be issued.

See auditors' report.

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2012 calendar year, or tax year beginning **7/01**, 2012, and ending **6/30**, 2013

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C ENVIRONMENTAL FEDERATION OF CALIFORNIA DBA EARTH SHARE CALIFORNIA 870 MARKET STREET #703 SAN FRANCISCO, CA 94102	D Employer identification number 94-2840364
		E Telephone number 415-981-1999
F Name and address of principal officer: SAME AS C ABOVE		G Gross receipts \$ 1,690,088.
H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list. (see instructions)
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	J Website: WWW.EARTHSHARECA.ORG	
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other	L Year of formation: 1982	M State of legal domicile: CA

Part I Summary

1 Briefly describe the organization's mission or most significant activities: <u>THE PRIMARY PURPOSE OF THE ORGANIZATION IS TO BROADEN ITS AFFILIATES' (501(C)(3) ORGANIZATIONS) FINANCIAL SUPPORT BY OBTAINING ACCESS TO AND COORDINATING PARTICIPATION IN CORPORATE AND GOVERNMENTAL PAYROLL DEDUCTION FUNDRAISING CAMPAIGNS.</u>	
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.	
Activities & Governance	3 Number of voting members of the governing body (Part VI, line 1a)..... 15
	4 Number of independent voting members of the governing body (Part VI, line 1b)..... 15
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)..... 7
	6 Total number of volunteers (estimate if necessary)..... 52
7a Total unrelated business revenue from Part VIII, column (C), line 12..... 0.	7b Net unrelated business taxable income from Form 990-T, line 34..... 0.
Revenue	8 Contributions and grants (Part VIII, line 1h)..... 1,265,924.
	9 Program service revenue (Part VIII, line 2g)..... 454,433.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)..... 257.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)..... 361.
	12 Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)..... 1,720,614.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)..... 1,240,349.
	14 Benefits paid to or for members (Part IX, column (A), line 4).....
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)..... 265,530.
	16a Professional fundraising fees (Part IX, column (A), line 11e).....
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 42,809.
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)..... 170,148.	
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)..... 1,676,027.	
19 Revenue less expenses. Subtract line 18 from line 12..... 44,587.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)..... 1,289,327.
	21 Total liabilities (Part X, line 26)..... 971,128.
	22 Net assets or fund balances. Subtract line 21 from line 20..... 318,199.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	<i>Patricia Smith</i> Signature of officer	5/29/2014 Date
	PATRICIA SMITH Type or print name and title	EXECUTIVE DIRECTOR
Paid Preparer Only	KENNETH A. PRESTON Print/Type preparer's name	<i>Ken Preston</i> Preparer's signature
	BREGANTE + COMPANY LLP, CPA'S Firm's name 301 BATTERY ST, 2 MEZZANINE SAN FRANCISCO, CA 94111 Firm's address	5/29/14 Date Check <input type="checkbox"/> if self-employed PTIN P01437149 Firm's EIN ▶ 94-2861940 Phone no. 415-777-1001

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1 Briefly describe the organization's mission:

THE PRIMARY PURPOSE OF THE ORGANIZATION IS TO BROADEN ITS AFFILIATES' (501(C)(3) ORGANIZATIONS) FINANCIAL SUPPORT BY OBTAINING ACCESS TO AND COORDINATING PARTICIPATION IN CORPORATE AND GOVERNMENTAL PAYROLL DEDUCTION FUNDRAISING CAMPAIGNS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If 'Yes,' describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If 'Yes,' describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 1,504,351. including grants of \$ 1,160,116.) (Revenue \$ 477,758.)

THE PRIMARY PURPOSE OF THE FEDERATION IS TO BROADEN ITS AFFILIATES' FINANCIAL SUPPORT BY OBTAINING ACCESS TO AND COORDINATING PARTICIPATION IN CORPORATE AND GOVERNMENTAL PAYROLL FUNDRAISING CAMPAIGNS. AS OF JUNE 30, 2013, THE AGENCY REPRESENTED 91 ENVIRONMENTAL ORGANIZATIONS IN OVER 171 WORKPLACE GIVING CAMPAIGNS.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services. (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 1,504,351.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A.....	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?.....		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I.....		X
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II.....		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III.....		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I.....		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II.....		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III.....		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV.....		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V.....		X
11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI.....	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII.....		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII.....		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX.....		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X.....	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X.....		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII.....		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional.....		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E.....		X
14a Did the organization maintain an office, employees, or agents outside of the United States?.....		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV.....		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV.....		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV.....		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions).....		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II.....		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III.....		X
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H.....		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?.....		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If 'Yes,' complete Schedule I, Parts I and II.</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If 'Yes,' complete Schedule I, Parts I and III.</i>		X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J.</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25.</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If 'Yes,' complete Schedule L, Part I.</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If 'Yes,' complete Schedule L, Part I.</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If 'Yes,' complete Schedule L, Part II.</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If 'Yes,' complete Schedule L, Part III.</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M.</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If 'Yes,' complete Schedule M.</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I.</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If 'Yes,' complete Schedule N, Part II.</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If 'Yes,' complete Schedule R, Part I.</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1.</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If 'Yes,' complete Schedule R, Part V, line 2.</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If 'Yes,' complete Schedule R, Part V, line 2.</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If 'Yes,' complete Schedule R, Part VI.</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

BAA

Form 990 (2012)

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V.

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	4	
1 b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1 c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2 a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	7	
2 b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions)			
3 a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3 b	If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O.		
4 a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4 b	If 'Yes,' enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5 b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5 c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6 a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
6 b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7 Organizations that may receive deductible contributions under section 170(c).			
7 a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
7 b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
7 c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7 d	If 'Yes,' indicate the number of Forms 8282 filed during the year.		
7 e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7 f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7 g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7 h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			
9 Sponsoring organizations maintaining donor advised funds.			
9 a	Did the organization make any taxable distributions under section 4966?		
9 b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10 Section 501(c)(7) organizations. Enter:			
10 a	Initiation fees and capital contributions included on Part VIII, line 12.		
10 b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11 Section 501(c)(12) organizations. Enter:			
11 a	Gross income from members or shareholders.		
11 b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12 a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12 b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
13 a	Is the organization licensed to issue qualified health plans in more than one state?		
Note. See the instructions for additional information the organization must report on Schedule O.			
13 b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13 c	Enter the amount of reserves on hand.		
14 a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14 b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O.		

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1 a	Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	15	
b	Enter the number of voting members included in line 1a, above, who are independent	15	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?	X	
7 a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O.		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10 a	Did the organization have local chapters, branches, or affiliates?	X	
b	If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	X	
11 a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990. SEE SCHEDULE O		
12 a	Did the organization have a written conflict of interest policy? If 'No,' go to line 13.	X	
b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done SEE SCHEDULE O	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official.	X	
b	Other officers of key employees of the organization. SEE SCHEDULE O. If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)	X	
16 a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed ▶ NONE
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. SEE SCHEDULE O
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
 ▶ PATRICIA SMITH 870 MARKET STREET #703 SAN FRANCISCO CA 94102 415-981-1999

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII.

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1 a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) KLARA ARTER BOARD MEMBER	1 0	X						0.	0.	0.
(2) ISAAK EGGE BOARD MEMBER	1 0	X						0.	0.	0.
(3) MEGAN BAEHRENS BOARD MEMBER	1 0	X						0.	0.	0.
(4) GEOFFREY BAUMAN TREASURER	1 0	X						0.	0.	0.
(5) JENNIFER BOWEN BOARD MEMBER	1 0	X						0.	0.	0.
(6) NEIL KOZUMA BOARD MEMBER	1 0	X						0.	0.	0.
(7) NONA DENNIS AT LARGE BM	1 0	X						0.	0.	0.
(8) ROBERT J. WILSON BOARD MEMBER	1 0	X						0.	0.	0.
(9) MICHELLE KREMER BOARD MEMBER	1 0	X						0.	0.	0.
(10) ELLEN MANCHESTER BOARD MEMBER	1 0	X						0.	0.	0.
(11) SCOTT MCINTYRE PRESIDENT	1 0	X						0.	0.	0.
(12) CARI PORTER BOARD MEMBER	1 0	X						0.	0.	0.
(13) TED SCHOFIELD SECOND VP	1 0	X						0.	0.	0.
(14) RAY SULLIVAN AT LARGE BM	1 0	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(15) PATRICIA SMITH EXECUTIVE DIREC	38 0			X			73,922.	0.	10,397.
(16) SUSAN ROJAS INTERIM CFO	38 0			X			28,792.	0.	0.
(17) -----									
(18) -----									
(19) -----									
(20) -----									
(21) -----									
(22) -----									
(23) -----									
(24) -----									
(25) -----									
1 b Sub-total							102,714.	0.	10,397.
c Total from continuation sheets to Part VII, Section A							0.	0.	0.
d Total (add lines 1b and 1c)							102,714.	0.	10,397.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ▶ 0

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual	3	X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes,' complete Schedule J for such individual	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person	5	X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶ 0

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
CONTRIBUTIONS, GIFTS, GRANTS, AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a	1,160,116.				
	b Membership dues	1 b					
	c Fundraising events	1 c					
	d Related organizations	1 d					
	e Government grants (contributions)	1 e					
	f All other contributions, gifts, grants, and similar amounts not included above	1 f	51,853.				
	g Noncash contributions included in lns 1a-1f: \$						
	h Total. Add lines 1a-1f			1,211,969.			
PROGRAM SERVICE REVENUE	Business Code						
	2 a ADMINISTRATIVE FEES	561000		477,758.	477,758.		
	b						
	c						
	d						
	e						
	f All other program service revenue						
g Total. Add lines 2a-2f			477,758.				
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)			361.		361.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		b Less: cost or other basis and sales expenses					
		c Gain or (loss)					
		d Net gain or (loss)					
	8 a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18.	a					
		b Less: direct expenses	b				
		c Net income or (loss) from fundraising events					
9 a Gross income from gaming activities. See Part IV, line 19.	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code					
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions			1,690,088.	477,758.	0.	361.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	1,160,116.	1,160,116.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	143,556.	69,301.	62,741.	11,514.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	125,978.	105,451.		20,527.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	44,709.	32,916.	8,034.	3,759.
10 Payroll taxes	23,802.	15,485.	5,554.	2,763.
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	32,000.		32,000.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O)	5,746.		5,746.	
12 Advertising and promotion	11,627.	11,627.		
13 Office expenses	7,531.	5,285.	1,290.	956.
14 Information technology				
15 Royalties				
16 Occupancy	24,780.	18,971.	3,805.	2,004.
17 Travel	6,374.	6,025.		349.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	2,969.	1,238.	1,721.	10.
20 Interest				
21 Payments to affiliates	44,228.	44,228.		
22 Depreciation, depletion, and amortization	640.	569.		71.
23 Insurance	2,705.		2,705.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>CONTRACT SERVICES</u>	34,299.	24,958.	9,341.	
b <u>TELEPHONE</u>	7,790.	6,633.	493.	664.
c <u>PRINTING AND PUBLICATIONS</u>	2,318.	80.	2,190.	48.
d <u>POSTAGE AND SHIPPING</u>	1,656.	1,430.	87.	139.
e All other expenses	813.	38.	770.	5.
25 Total functional expenses. Add lines 1 through 24e	1,683,637.	1,504,351.	136,477.	42,809.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X.

		(A) Beginning of year		(B) End of year	
ASSETS	1	Cash — non-interest-bearing.....	478,304.	1	751,606.
	2	Savings and temporary cash investments.....	54,452.	2	54,532.
	3	Pledges and grants receivable, net.....	746,304.	3	731,722.
	4	Accounts receivable, net.....	1,189.	4	1,220.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.....		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L.....		6	
	7	Notes and loans receivable, net.....		7	
	8	Inventories for sale or use.....		8	
	9	Prepaid expenses and deferred charges.....	5,142.	9	13,105.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.....	10a 33,726.		
	10b	Less: accumulated depreciation.....	10b 30,420.		
	11	Investments — publicly traded securities.....	2,101.	10c	3,306.
	12	Investments — other securities. See Part IV, line 11.....		11	
	13	Investments — program-related. See Part IV, line 11.....		12	
	14	Intangible assets.....		13	
	15	Other assets. See Part IV, line 11.....	1,835.	14	
16	Total assets. Add lines 1 through 15 (must equal line 34).....	1,289,327.	15	2,974.	
17	Accounts payable and accrued expenses.....	43,169.	16	1,558,465.	
18	Grants payable.....	879,460.	17	41,388.	
19	Deferred revenue.....		18	1,115,003.	
20	Tax-exempt bond liabilities.....		19		
21	Escrow or custodial account liability. Complete Part IV of Schedule D.....		20		
22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L.....		21		
23	Secured mortgages and notes payable to unrelated third parties.....		22		
24	Unsecured notes and loans payable to unrelated third parties.....		23		
25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.....	48,499.	24		
26	Total liabilities. Add lines 17 through 25.....	971,128.	25	74,905.	
LIABILITIES	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			26	1,231,296.
	27	Unrestricted net assets.....	312,488.	27	322,458.
	28	Temporarily restricted net assets.....	5,711.	28	4,711.
	29	Permanently restricted net assets.....		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds.....		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund.....		31	
	32	Retained earnings, endowment, accumulated income, or other funds.....		32	
	33	Total net assets or fund balances.	318,199.	33	327,169.
34	Total liabilities and net assets/fund balances.	1,289,327.	34	1,558,465.	

BAA

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	1,690,088.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,683,637.
3	Revenue less expenses. Subtract line 2 from line 1	3	6,451.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	318,199.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O). SEE SCHEDULE O	9	2,519.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	327,169.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.		
2 a Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2 a	X
b Were the organization's financial statements audited by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2 b	X
c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2 c	
3 a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3 a	X
b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3 b	

BAA

Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2012

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization: **ENVIRONMENTAL FEDERATION OF CALIFORNIA
DBA EARTH SHARE CALIFORNIA** Employer identification number: **94-2840364**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions -- subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III -- Functionally integrated d Type III -- Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (i) and (ii) below, the governing body of the supported organization?.....		
(ii) A family member of a person described in (i) above?.....		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?.....		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants'.)	1,806,662.	1,642,766.	1,454,777.	1,353,891.	1,211,969.	7,470,065.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge...						0.
4 Total. Add lines 1 through 3...	1,806,662.	1,642,766.	1,454,777.	1,353,891.	1,211,969.	7,470,065.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) ..						0.
6 Public support. Subtract line 5 from line 4 ..						7,470,065.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4.	1,806,662.	1,642,766.	1,454,777.	1,353,891.	1,211,969.	7,470,065.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ..	7,215.	3,306.	1,054.	257.	361.	12,193.
9 Net income from unrelated business activities, whether or not the business is regularly carried on ..						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) ..						0.
11 Total support. Add lines 7 through 10 ..						7,482,258.
12 Gross receipts from related activities, etc (see instructions) ..					12	0.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ..						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) ..	14	99.84 %
15 Public support percentage from 2011 Schedule A, Part II, line 14 ..	15	99.67 %

16a 33-1/3% support test – 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.

b 33-1/3% support test – 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.

17a 10%-facts-and-circumstances test – 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.

b 10%-facts-and-circumstances test – 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.

18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions.

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants'.)						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose.						
3 Gross receipts from activities that are not an unrelated trade or business under section 513.						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						
5 The value of services or facilities furnished by a governmental unit to the organization without charge.						
6 Total. Add lines 1 through 5.						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons.						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year.						
c Add lines 7a and 7b.						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.						
c Add lines 10a and 10b.						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lns 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here.

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15.	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)).	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17.	18	%

19a 33-1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization.

b 33-1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization.

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions.

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

Employer identification number

ENVIRONMENTAL FEDERATION OF CALIFORNIA
DBA EARTH SHARE CALIFORNIA

94-2840364

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year.....		
2 Aggregate contributions to (during year).....		
3 Aggregate grants from (during year).....		
4 Aggregate value at end of year.....		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?..... Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?..... Yes No

Part II Conservation Easements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements.....	2 a
b Total acreage restricted by conservation easements.....	2 b
c Number of conservation easements on a certified historic structure included in (a).....	2 c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register.....	2 d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?..... Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?..... Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1..... ▶ \$ _____

(ii) Assets included in Form 990, Part X..... ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1..... ▶ \$ _____

b Assets included in Form 990, Part X..... ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1 a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance.....	1 c
d Additions during the year.....	1 d
e Distributions during the year.....	1 e
f Ending balance.....	1 f

2 a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

Part V Endowment Funds. Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance.....					
b Contributions.....					
c Net investment earnings, gains, and losses.....					
d Grants or scholarships.....					
e Other expenditures for facilities and programs.....					
f Administrative expenses.....					
g End of year balance.....					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ _____ %
 - b Permanent endowment ▶ _____ %
 - c Temporarily restricted endowment ▶ _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.

3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations.....	3a(i)	
(ii) related organizations.....	3a(ii)	
b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?.....	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part V Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land.....				
b Buildings.....				
c Leasehold improvements.....				
d Equipment.....		6,974.	3,668.	3,306.
e Other.....		26,752.	26,752.	0.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				3,306.

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives.....		
(2) Closely-held equity interests.....		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15. N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) AFFILIATION FEES PAYABLE	74,905.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	74,905.

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII.

Part X Reconciliation of Revenue per Audited Financial Statements With Revenue per Return N/A

1	Total revenue, gains, and other support per audited financial statements.....		1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
	a Net unrealized gains on investments.....	2a		
	b Donated services and use of facilities.....	2b		
	c Recoveries of prior year grants.....	2c		
	d Other (Describe in Part XIII.).....	2d		
	e Add lines 2a through 2d.....		2e	
3	Subtract line 2e from line 1.....		3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
	a Investment expenses not included on Form 990, Part VIII, line 7b.....	4a		
	b Other (Describe in Part XIII.).....	4b		
	c Add lines 4a and 4b.....		4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.).....		5	

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return N/A

1	Total expenses and losses per audited financial statements.....		1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
	a Donated services and use of facilities.....	2a		
	b Prior year adjustments.....	2b		
	c Other losses.....	2c		
	d Other (Describe in Part XIII.).....	2d		
	e Add lines 2a through 2d.....		2e	
3	Subtract line 2e from line 1.....		3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
	a Investment expenses not included on Form 990, Part VIII, line 7b.....	4a		
	b Other (Describe in Part XIII.).....	4b		
	c Add lines 4a and 4b.....		4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.).....		5	

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SCHEDULE I
(Form 990)

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

Name of the organization

Employer identification number

ENVIRONMENTAL FEDERATION OF CALIFORNIA

94-2840364

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) AFRICAN WILDLIFE FDN 1400 16TH ST. NW, SUITE 120 WASHINGTON, DC 20036	52-0781390		6,635.	0.	BOOK	N/A	UNRESTRICTED
(2) AMERICAN RIVER CONSER. 348 HIGHWAY 49 COLOMA, CA 95613	68-0195752		12,422.	0.	BOOK	N/A	UNRESTRICTED
(3) ANZA-BORREGO FDN P.O. BOX 2001 BORREGO SPRINGS, CA 92004	33-0334338		8,116.	0.	BOOK	N/A	UNRESTRICTED
(4) BAY AREA RIDGE TRAIL 1007 GENERAL KENNEDY AVE., SU SAN FRANCISCO, CA 94129	94-3148503		11,431.	0.	BOOK	N/A	UNRESTRICTED
(5) BUTTE ENVIRON. COUNCIL 116 WEST SECOND ST., SUITE 3 CHICO, CA 95928	94-2309829		5,775.	0.	BOOK	N/A	UNRESTRICTED
(6) CA NATIVE PLANT SOC. 2707 K STREET, SUITE 1 SACRAMENTO, CA 95816	94-6116403		7,804.	0.	BOOK	N/A	UNRESTRICTED
(7) CALIF. AGAINST WASTE P.O. BOX 289 SACRAMENTO, CA 95812	68-0032326		5,151.	0.	BOOK	N/A	UNRESTRICTED
(8) CLEAN WATER FUND 111 NEW MONTGOMERY ST., SUITE SAN FRANCISCO, CA 94105	52-1043444		7,012.	0.	BOOK	N/A	UNRESTRICTED

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 46

3 Enter total number of other organizations listed in the line 1 table 2

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

TEEA3901L 11/30/12

Schedule I (Form 990) (2012)

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Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART IV - ADDITIONAL SUPPLEMENTAL INFORMATION

EARTHSHARE ANNUALLY RECEIVES FROM ITS MEMBERS AUDITS, IRS FORM 990S, 501(C)(3)

DETERMINATION LETTERS, STATEMENTS OF THEIR ACTIVITIES IN THE UNITED STATES, AND AN

ANNUAL REPORTING ON THE USES OF FUNDS RECEIVED FROM EARTHSHARE.

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Continuation Sheet for Schedule I (Form 990)

2012

▶ Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

Continuation Page 1 of 4

Name of the organization ENVIRONMENTAL FEDERATION OF CALIFORNIA	Employer identification number 94-2840364
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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMM. FOR BETTER ENVIR 1440 BROADWAY, SUITE 701 OAKLAND, CA 94612	94-2998086		6,296.		BOOK	N/A	UNRESTRICTED
DEFENDERS OF WILDLIFE 1130 17TH STREET NW WASHINGTON, DC 20036	53-0183181		5,646.		BOOK	N/A	UNRESTRICTED
DESERT TORTOISE PRES. 4967 MISSION INN AVE RIVERSIDE, CA 92501	23-7413415		10,589.		BOOK	N/A	UNRESTRICTED
EARTH ISLAND INSTITUTE 300 BROADWAY, SUITE 28 SAN FRANCISCO, CA 94133	94-2889684		6,350.		BOOK	N/A	UNRESTRICTED
EARTH SHARE NATIONAL 7735 OLD GEORGETOWN RD., SUITE 9 BETHESDA, MD 20814	52-1601960		123,427.		BOOK	N/A	UNRESTRICTED
EARTH SHARE NAT'L MS 7735 OLD GEORGETOWN RD., SUITE 9 BETHESDA, MD 20814	52-1601960		10,115.		BOOK	N/A	UNRESTRICTED
ECOLOGY CENTER 2530 SAN PABLO AVENUE BERKELEY, CA 94702	94-1703351		6,345.		BOOK	N/A	UNRESTRICTED
ENVIRONMENTAL DEFENSE 5655 COLLEGE AVE., SUITE 304 OAKLAND, CA 94618	11-6107128		6,701.		BOOK	N/A	UNRESTRICTED
FRIENDS OF THE EARTH 311 CALIFORNIA ST., SUITE 510 SAN FRANCISCO, CA 94104	23-7420660		6,216.		BOOK	N/A	UNRESTRICTED
FRIENDS OF THE RIVER 1418 20TH STREET, SUITE 100 SACRAMENTO, CA 95811	94-2400210		8,866.		BOOK	N/A	UNRESTRICTED

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Continuation Sheet for Schedule I (Form 990)

2012

▶ Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

Continuation Page 2 of 4

Name of the organization ENVIRONMENTAL FEDERATION OF CALIFORNIA	Employer identification number 94-2840364
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Part III Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GOLDEN GATE NAT'L PARK FORT MASON CENTER, BUILDING 201 SAN FRANCISCO, CA 94123	94-2781708		9,193.		BOOK	N/A	UNRESTRICTED
GREATER LA ZOO ASSOC 5333 ZOO DRIVE LOS ANGELES, CA 90027	95-2369545		6,135.		BOOK	N/A	UNRESTRICTED
GREENBELT ALLIANCE 312 SUTTER STREET, SUITE 510 SAN FRANCISCO, CA 94108	94-1676747		8,556.		BOOK	N/A	UNRESTRICTED
HEAL THE BAY 1444 9TH ST. SANTA MONICA, CA 90401	95-4031055		15,653.		BOOK	N/A	UNRESTRICTED
LEAGUE TO SAVE L TAHOE 2608 LAKE TAHOE BOULEVARD S. LAKE TAHOE, CA 96150	94-6128680		7,037.		BOOK	N/A	UNRESTRICTED
MARIN AGRIC. LAND TR. P.O. BOX 809 POINT REYES ST., CA 94956	94-2689383		6,385.		BOOK	N/A	UNRESTRICTED
MOUNTAIN LION FDN 1107 9TH STREET, SUITE 340 SACRAMENTO, CA 95814	94-3015360		9,096.		BOOK	N/A	UNRESTRICTED
NATIONAL AUDUBON SOCIETY 1200 18TH STREET NW SUITE 500 WASHINGTON, DC 20036	13-1624102		6,393.		BOOK	N/A	UNRESTRICTED
NATIONAL PARKS CONSER. 777 6TH STREET, NW, SUITE 700 WASHINGTON, DC 20001	53-0225165		16,378.		BOOK	N/A	UNRESTRICTED
NAT'L WILDLIFE FED 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	53-0204616		10,922.		BOOK	N/A	UNRESTRICTED

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Continuation Sheet for Schedule I (Form 990)

2012

▶ Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

Continuation Page 3 of 4

Name of the organization ENVIRONMENTAL FEDERATION OF CALIFORNIA	Employer identification number 94-2840364
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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
<u>NATURAL RESOURCES DEF.</u> <u>111 SUTTER ST., 20TH FLOOR</u> <u>SAN FRANCISCO, CA 94104</u>	13-2654926		21,904.		BOOK	N/A	UNRESTRICTED
<u>NATURE CONSERVANCY CA</u> <u>201 MISSION ST., 4TH FLOOR</u> <u>SAN FRANCISCO, CA 94105</u>	53-0242652		64,508.		BOOK	N/A	UNRESTRICTED
<u>OCEAN CONSERVANCY</u> <u>1300 19TH ST. NW, 8TH FLOOR</u> <u>WASHINGTON, DC 20036</u>	24-7245152		9,447.		BOOK	N/A	UNRESTRICTED
<u>ORGANIC FARMING RES.</u> <u>303 POTRERO ST., STE. 29-203</u> <u>SANTA CRUZ, CA 95060</u>	77-0252545		9,454.		BOOK	N/A	UNRESTRICTED
<u>PESTICIDE ACTION NET.</u> <u>49 POWELL STREET, SUITE 500</u> <u>SAN FRANCISCO, CA 94102</u>	94-2949686		5,997.		BOOK	N/A	UNRESTRICTED
<u>RAILS TO TRAILS CONSER</u> <u>235 MONTGOMERY ST., STE 769</u> <u>SAN FRANCISCO, CA 94104</u>	52-1437006		11,453.		BOOK	N/A	UNRESTRICTED
<u>RAINFOREST ACTION NETW</u> <u>425 BUSH ST., STE 300</u> <u>SAN FRANCISCO, CA 94108</u>	94-3045180		8,573.		BOOK	N/A	UNRESTRICTED
<u>SACRAMENTO TREE FDN</u> <u>191 LATHROP WAY, SUITE D</u> <u>SACRAMENTO, CA 95815</u>	94-2825234		5,190.		BOOK	N/A	UNRESTRICTED
<u>SAN DIEGO COASTKEEPER</u> <u>2924 EMERSON ST., SUITE 220</u> <u>SAN DIEGO, CA 92106</u>	33-0647946		6,630.		BOOK	N/A	UNRESTRICTED
<u>SAN GORGONIO WILDERNES</u> <u>34701 MILL CREEK ROAD</u> <u>MENTONE, CA 92359</u>	33-0478045		5,889.		BOOK	N/A	UNRESTRICTED

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Continuation Sheet for Schedule I (Form 990)

2012

Attach to Form 990 to list additional information for Schedule I (Form 990), Part II and Part III.

Continuation Page 4 of 4

Name of the organization ENVIRONMENTAL FEDERATION OF CALIFORNIA	Employer identification number 94-2840364
---------------------------------------------------------------------------	-----------------------------------------------------

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAVE OUR SHORES 345 LAKE AVE., SUITE A SANTA CRUZ, CA 95062	94-2745941		8,480.		BOOK	N/A	UNRESTRICTED
SAVE THE BAY 1330 BROADWAY, STE 1800 OAKLAND, CA 94612	94-6078420		7,934.		BOOK	N/A	UNRESTRICTED
SF BAYKEEPER 785 MARKET STREET, SUITE 850 SAN FRANCISCO, CA 94103	68-0120240		8,804.		BOOK	N/A	UNRESTRICTED
SIERRA CLUB FOUNDATION 85 SECOND ST., SUITE 780 SAN FRANCISCO, CA 94105	94-6069890		29,938.		BOOK	N/A	UNRESTRICTED
SLIDE RANCH 2025 SHORELINE HIGHWAY MUIR BEACH, CA 94965	23-7069469		5,839.		BOOK	N/A	UNRESTRICTED
SURFRIDER FOUNDATION 942 CALLE NEGOCIO, STE 350 SAN CLEMENTE, CA 92673	95-3941826		36,330.		BOOK	N/A	UNRESTRICTED
TRUST FOR PUBLIC LAND 116 NEW MONTGOMERY ST., 4TH FLOOR SAN FRANCISCO, CA 94105	23-7222333		5,667.		BOOK	N/A	UNRESTRICTED
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQ. CAMBRIDGE, MA 02138	04-2535767		6,936.		BOOK	N/A	UNRESTRICTED
URBAN CORPS SAN DIEGO 3127 JEFFERSON ST. SAN DIEGO, CA 92110	33-0352148		6,443.		BOOK	N/A	UNRESTRICTED
WORLD WILDLIFE FUND 1250 24TH ST. NW WASHINGTON, DC 20037	52-1693387		25,350.		BOOK	N/A	UNRESTRICTED

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SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

2012

Department of the Treasury
Internal Revenue Service

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

Open to Public
Inspection

▶ Attach to Form 990 or 990-EZ.

Name of the organization

ENVIRONMENTAL FEDERATION OF CALIFORNIA
DBA EARTH SHARE CALIFORNIA

Employer identification number

94-2840364

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

1) CFO WORKS WITH TAX PREPARERS TO FINALIZE DRAFT OF FORM 990. 2) ONCE DRAFT IS COMPLETED, COPY OF DRAFT WILL BE SUBMITTED TO ESCA FINANCE AND AUDIT COMMITTEE MEMBERS, AS WELL AS ESCA'S EXECUTIVE DIRECTOR. 3) ESCA FINANCE AND AUDIT COMMITTEE MEMBERS, AS WELL AS EXECUTIVE DIRECTOR, WILL REVIEW THE DRAFT AND MAKE SUGGESTIONS FOR NECESSARY CHANGES TO CFO, WHO WILL REVIEW COMMENTS AND DISCUSS AS NEEDED WITH TAX PREPARERS. 4) IF NECESSARY, ANY CHANGES NEEDED WILL BE INCORPORATED INTO THE FORM 990 AND A SECOND DRAFT PREPARED. 5) A FORMAL MEETING OF THE FINANCE AND/OR AUDIT COMMITTEES WILL BE SCHEDULED, DURING WHICH THE PROPOSED FINAL VERSION OF THE FORM 990 WILL BE DISCUSSED AND A VOTE TAKEN TO APPROVE THE DRAFT. 6) SHOULD THE MEETING OF THE FINANCE AND/OR AUDIT COMMITTEES RESULT IN MORE SUGGESTED CHANGES, THEN THESE CHANGES WILL BE DISCUSSED WITH THE TAX PREPARERS AND INCORPORATED INTO THE FORM 990. THEN, A FINAL DRAFT WILL BE RE-SUBMITTED TO THE FINANCE AND/OR AUDIT COMMITTEES FOR THEIR FINAL APPROVAL. 7) ONCE THE FINANCE AND/OR AUDIT COMMITTEES APPROVE THE FINAL VERSION OF THE FORM 990, THE TAX PREPARERS WILL THEN FILE THE FORM 990.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

PER THE WRITTEN CONFLICT OF INTEREST POLICY, IT IS THE RESPONSIBILITY OF EACH BOARD MEMBER TO REPORT ANY POTENTIAL CONFLICTS OF INTEREST ON AN ANNUAL BASIS. THEREFORE, EACH YEAR, ALL BOARD MEMBERS OF ESCA ARE REQUIRED TO COMPLETE A FULL DISCLOSURE FORM CONCERNING PERTINENT ASPECTS OF ANY POTENTIAL OR ACTUAL CONFLICTS OF INTEREST AND TO SIGN AND DATE THE FORM. THESE FORMS ARE REVIEWED TO DETERMINE IF THERE HAVE BEEN ANY REPORTED CONFLICTS OF INTEREST. ANY REPORTED POTENTIAL OR ACTUAL CONFLICTS OF INTEREST WOULD BE INVESTIGATED BY THE EXECUTIVE COMMITTEE TO DETERMINE WHETHER OR NOT THEY CONSTITUTE ANY ACTION ON THE PART OF THE FULL BOARD, UP TO AND INCLUDING REMOVAL FROM THE BOARD SHOULD THAT BE DEEMED NECESSARY.

Name of the organization ENVIRONMENTAL FEDERATION OF CALIFORNIA
DBA EARTH SHARE CALIFORNIA

Employer identification number
94-2840364

FORM 990, PART VI, LINE 15B - COMPENSATION REVIEW & APPROVAL PROCESS - OFFICERS & KEY EMPLOYEES

THE PROCESS FOR DETERMINING THE INITIAL COMPENSATION TO OFFER THE EXECUTIVE DIRECTOR AND THE CHIEF FINANCIAL OFFICER IS CONDUCTED BY THE PERSONNEL COMMITTEE. THE COMMITTEE CONSIDERS COMPARABILITY DATA, DUTIES AND RESPONSIBILITIES OF THE POSITION(S) AND THE ORGANIZATION'S CURRENT FINANCIAL STATE. THE PERSONNEL COMMITTEE SUBMITS ITS REVIEW AND RECOMMENDATION OF COMPENSATION TO THE EXECUTIVE COMMITTEE FOR FINAL APPROVAL BEFORE THE INITIAL OFFER IS MADE.

THE ANNUAL REVIEW OF THE EXECUTIVE DIRECTOR IS CONDUCTED BY THE PERSONNEL COMMITTEE. THE PERSONNEL COMMITTEE CONDUCTS AN ANNUAL 360 REVIEW ALLOWING FOR INPUT FROM THE ED, ORGANIZATION'S STAFF, MEMBER GROUPS AND BOARD OF DIRECTORS. A REVIEW OF THE ED'S ACCOMPLISHMENTS IS ALSO TAKEN IN CONSIDERATION AND REVIEWED AGAINST THE ANNUAL WORK PLAN AND REVENUE. ONCE THE REVIEW IS COMPLETED THE PERSONNEL COMMITTEE HAS A CLOSED DOOR SESSION FOR REVIEW AND DISCUSSION. THE COMMITTEE THEN MEETS IN A CLOSED DOOR SESSION WITH THE EXECUTIVE COMMITTEE MEMBERS FOR FINAL APPROVAL OF SALARY INCREASE AND BONUS, IF TO BE OFFERED, TO THE ED. ANY CONSIDERATION OF A SALARY INCREASE OR BONUS IS DONE WITHIN THE CONSTRAINTS OF THE ORGANIZATION'S ANNUAL BUDGET. THE PRESIDENT OF THE BOARD HAS THE FINAL MEETING WITH THE ED TO PRESENT THE ANNUAL REVIEW AND THE SALARY AND BONUS TO BE OFFERED.

PRESENTLY THE ANNUAL REVIEW OF THE CFO IS CONDUCTED BY THE EXECUTIVE DIRECTOR. IN THE FUTURE, SHOULD THE ORGANIZATION GROW TO ACCOMMODATE ADDITIONAL KEY EMPLOYEES A REVIEW OF COMPENSATION WILL BE DONE BY THE PERSONNEL COMMITTEE.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

FOR THE PRESENT TIME, THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST. FORM 990 CAN BE VIEWED ONLINE AT GUIDESTAR.

2012

SCHEDULE O - SUPPLEMENTAL INFORMATION

PAGE 1

CLIENT 2025

ENVIRONMENTAL FEDERATION OF CALIFORNIA
DBA EARTH SHARE CALIFORNIA

94-2840364

FORM 990, PART XI, LINE 9

OTHER CHANGES IN NET ASSETS OR FUND BALANCES

OTHER INCREASES.....	\$	2,519.
TOTAL	\$	<u>2,519.</u>



Leg Clerks

February 25, 2015

Angela Calvillo, Clerk of the Board
Board of Supervisors
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
FEB 26 AM 11:24
AK

Dear Ms. Calvillo:

On behalf of our member charities, Global Impact requests participation in the 2015 San Francisco City and County Annual Joint Fundraising Drive. Enclosed for your review is the list showing those of our member charities with representation in the counties of San Francisco, San Mateo, Santa Clara, Alameda, Contra Costa, and Marin. In addition, nearly all of our member charities participate in federal and state workplace giving campaigns in the Bay Area. Enclosed is a list of all participating member charities.

Per section 16.93-2, Global Impact is in compliance with all criteria. Global Impact and its members are exempt under Section 501(c)(3) of the United State Internal Revenue Code of 1954. Global Impact serves as the fiscal representative for its members and will provide documentation supporting their eligibility upon request.

If you have questions or need additional information, please contact me at 703-717-5232. We thank the campaign committee for their consideration of our application and look forward to a successful 2015 campaign.

Sincerely,

Priti Derrick
Director of Charity Services
priti.derrick@charity.org

GLOBAL IMPACT
2015 San Francisco City and County Annual Joint Fundraising Drive
Participating Member Charities

Global Impact	International Youth Foundation
Accion International	Kickstart International
Africare	Lutheran World Relief
Albert B. Sabin Vaccine Institute	Made In a Free World
American Himalayan Foundation	MAP International
American Jewish World Service	Medical Team International
American Near East Refugee Aid (ANERA)	Mercy Corps
American Refugee Committee	Nepal Youth Foundation
American Society of Hematology	Operation Smile
AmeriCares	Opportunity International
Amref Health Africa	Oxfam America
Ashoka	Pact
Clinton Foundation	Pan American Development Foundation
CARE	Partners In Health
ChildFund International	PATH
Children International	PCI-Media Impact
Church World Service	Plan International USA
Counterpart International	Project HOPE
Doctors Without Borders/Medécins Sans Frontières USA	Refugees International
ECHO	Rotary Foundation of Rotary International
EngenderHealth	Salvation Army World Service Office (SAWSO)
Episcopal Relief & Development	Save the Children
FINCA International	SEE International
Freedom from Hunger	SightLife
Global Partners in Care	Sightsavers International
Handicap International	SOS Children's Villages – USA
Health Volunteers Overseas	Stop Hunger Now
Heifer International	TechnoServe
Helen Keller International	UNICEF, The U.S. Fund for
HIAS	Unitarian Universalist Service Committee
International Center for Research on Women	United Methodist Committee on Relief
International Eye Foundation	United Seamen's Service
International Medical Corps	Water for People
International Orthodox Christian Charities	Women for Women International
International Relief Teams	World Relief
International Rescue Committee	World Renew
	World Vision

Global Impact Federation

2015 San Francisco City & County Annual Joint Fundraising Drive

Global Impact 800-836-4620

Supports respected and effective international charities to address critical humanitarian issues throughout the world, such as disaster response, human trafficking, education, malaria, water and hunger. <http://www.charity.org/>

Accion International 617-625-7080

Building a financially inclusive world, with access to economic opportunity for all, by giving people the financial tools they need to improve their lives. www.accion.org

Africare 202-462-3614

Develops self-help programs in Africa to increase food production, develop clean water resources, manage the environment, strengthen health care and deliver emergency assistance. www.africare.org

Albert B. Sabin Vaccine Institute, Inc. 202-842-5025

We are dedicated to reducing needless human suffering from vaccine preventable and neglected tropical diseases through advocacy, resource mobilization, research and vaccine development. www.sabin.org

American Himalayan Foundation 415-288-7245

For Tibetans, Sherpas, and Nepalis in the Himalaya who are in need and have no one else, we bring life-changing education, healthcare, and opportunity. www.himalayan-foundation.org

American Jewish World Service, Inc. 800-889-7146

Inspired by Jewish commitment to justice, AJWS works to realize human rights and end poverty in the developing world. www.ajws.org

American Near East Refugee Aid, Inc. (ANERA) 202-266-9700

American Near East Refugee Aid (ANERA) advances the well-being of people in the West Bank, Gaza, Lebanon and Jordan. www.anera.org

American Refugee Committee 612-872-7060

International relief and development agency empowering people impacted by conflict and disaster to recover and rebuild their lives with dignity. www.arcrelief.org

American Society of Hematology 202-552-4912

The American Society of Hematology is dedicated to curing blood diseases worldwide by enabling doctors in developing countries to address local hematology disease burdens. www.hematology.org

AmeriCares 800-486-4357

Restores health and saves lives by delivering donated medicines, medical supplies and humanitarian aid to people in need around the world and here at home. www.americares.org/

Amref Health Africa 212-768-2440

Our mission is to improve the health of people in Africa by partnering with and empowering communities, and strengthening health systems. www.amrefusa.org

Ashoka 703-527-8300

To advance an Everyone a Changemaker world, where anyone can apply the skills of changemaking to solve complex social problems. www.ashoka.org/

CARE 800-422-7385

CARE began in 1945 delivering CARE Packages to war-torn Europe. Today, CARE delivers lasting solutions to poverty in 87 countries by empowering girls and women. www.care.org

ChildFund International 800-776-6767

Helping deprived, excluded and vulnerable children have the capacity to become young adults and leaders who bring lasting and positive change in their communities. www.childfund.org

Children International 800-888-3089

Our Mission is to bring lasting change to impoverished children by reducing their daily struggles and providing opportunities for better health, education and success. www.children.org

Church World Service, Inc. 800-297-1516

Church World Service works with partners to eradicate hunger and poverty and promote peace and justice among the world's most vulnerable people. www.cwsglobal.org

Clinton Foundation 646-775-9179

We convene businesses, governments, NGOs, and individuals to improve global health and wellness, increase opportunity for women and girls, reduce childhood obesity, create economic opportunity. www.clintonfoundation.org/

Counterpart International, Inc. 571-447-5700

Working in partnership to empower people, communities and institutions to drive and sustain their own development. www.counterpart.org

Doctors Without Borders USA, Inc./Medecins Sans Frontieres USA, Inc. 888-392-0392

An independent international medical humanitarian organization that delivers emergency aid to people affected by armed conflict, epidemics and natural disasters in more than 70 countries. www.doctorswithoutborders.org

ECHO 239-543-3246

ECHO fights world hunger by using science and technology to develop agricultural solutions to aid farmers in developing countries. www.echonet.org

EngenderHealth, Inc. 212-561-8021

Global women's health organization committed to ensuring that every pregnancy is planned, every child is wanted, and every mother has the best chance at survival. www.engenderhealth.org

Episcopal Relief and Development 855-312-HEAL (4325)

Works with more than 3 million people in nearly 40 countries to overcome poverty, hunger and disease through programs that utilize local resources and expertise. www.episcopalrelief.org

FINCA International, Inc. 202-682-1510

Provides financial services to the world's lowest-income entrepreneurs so they can create jobs, build assets and improve their standard of living. www.finca.org

Freedom from Hunger 800-708-2555

Combines microfinance, education and health protection services to help poor families in the developing world improve their incomes, safeguard their health and achieve food security. www.freedomfromhunger.org

Global Partners in Care, Inc. (703) 647-5176

Improving access to hospice and palliative care worldwide where the need is great and the resources are few through partnerships between US and international organizations. www.globalpartnersincare.org

Handicap International (301) 891-2138

Co-winner of the Nobel Peace Prize, we support people with disabilities and other vulnerable groups in situations of poverty, exclusion, conflict and disaster. www.handicap-international.us

Health Volunteers Overseas 202-296-0928

Trains, mentors and provides critical professional support to more than 3000 healthcare providers who care for the neediest populations in over 25 countries. www.hvousa.org

Heifer International, Inc. 855-948-6437

Helps poor families worldwide become self-sufficient by providing food- and income-producing animals and training in animal management, environmentally-sound farming and community development. www.heifer.org

Helen Keller International, Inc. 877-535-5374

Saves the sight and lives of the most vulnerable and disadvantaged; combats the causes and consequences of blindness and malnutrition. www.hki.org

HIAS, Inc. (212)-613-1438

For more than 130 years, HIAS has been helping refugees rebuild their lives in safety and freedom. www.hias.org

International Center for Research on Women 202-742-1239

Create a brighter, more equitable future for women and girls. ICRW empowers women, advances gender equality and fights poverty through research, capacity building and advocacy. www.icrw.org

International Eye Foundation 240-290-0263

A global leader in sustainability programming changing how eye care is delivered in the developing world through training, technical assistance, and investments in capacity building. www.iefusa.org

International Medical Corps 310-826-7800

Global humanitarian organization saving lives and building self-reliance by providing vital medical care; training healthcare providers; rebuilding clinics; and improving water & sanitation.
www.internationalmedicalcorps.org/

International Orthodox Christian Charities, Inc. 877-803-4622

Provides humanitarian/development assistance to people in U.S., Africa, Asia, Europe and the Middle East who have been devastated by man-made and natural disasters. www.iocc.org

International Relief Teams 619-284-7979

Assists victims of disaster, poverty, and neglect worldwide, providing immediate relief and long-term programs including medical training, surgical and clinical outreach, and health promotion.
www.irteams.org

International Rescue Committee 212-551-2982

Our commitment to freedom, human dignity, and self-reliance is reflected in well-planned global emergency relief, rehabilitation assistance, resettlement services, and advocacy for refugees.
<http://www.rescue.org/>

International Youth Foundation 410-951-1500

IYF programs are catalysts of change that help young people obtain a quality education, gain employability skills, make healthy choices and improve their communities. www.iyfnet.org

KickStart International, Inc. 415-346-4820 Our mission is to help millions of people out of poverty quickly, cost-effectively and sustainably by developing and promoting money-making tools for the rural poor. www.kickstart.org/

Lutheran World Relief 800-597-5972 Affirming God's love for all people, we work with Lutherans and partners around the world to end poverty, injustice and human suffering. <http://www.lwr.org/>

Made In A Free World 415-398-4111

MIAFW is creating a committed movement of individuals, businesses, and groups who use the power of the marketplace to disrupt the business of slavery www.madeinafreeworld.com

MAP International (800) 225-8550

MAP International is a global health organization that partners with people living in conditions of poverty to save lives and develop healthier families and communities.

Medical Teams International (503) 624-1000

Medical Teams International is a Christian relief and development organization serving people affected by disaster, conflict and poverty around the world. <http://www.medicalteams.org>

Mercy Corps 888-747-7440

Saves and improves lives in the world's toughest places. Alleviating suffering, poverty and oppression by helping people build secure, productive and just communities. www.mercycorps.org

Nepal Youth Foundation (415) 331-8585

Nepal Youth Foundation is a U.S. based nonprofit that works to provide Nepal's most impoverished children with freedom, health, shelter and education. nepalyouthfoundation.org

Operation Smile, Inc. 888-677-6453 Driven by our compassion for children, we work to repair childhood facial deformities by delivering safe, effective surgery and related medical care directly to patients. <http://www.operationssmile.org/>

Opportunity International, Inc. 630-645-4100

We collaborate with local partners worldwide to provide microfinance services allowing poor entrepreneurs to develop steady income, provide for families and create jobs for neighbors. www.opportunity.org

Oxfam America, Inc. 800-776-9326

Oxfam America is a global organization working to right the wrong of poverty. www.oxfamamerica.org/

Pact, Inc. (202) 466-5666

Enables solutions allowing the poor and marginalized to earn a living and be healthy by strengthening local capacity, forging effective governance systems, and transforming markets. www.pactworld.org

Pan American Development Foundation, Inc. 202-458-3969

Empowers disadvantaged people in Latin America and the Caribbean to achieve economic and social progress, strengthen civil society, and prepare for and respond to disasters. www.pdf.org

Partners In Health 617-384-5465

Our mission is to provide a preferential option for the poor in health care. www.pih.org

PATH 206-302-4516

Poor communities have the right to safer childbirth, life-saving vaccines, and lives free from AIDS, tuberculosis, and malaria. We create solutions for better health worldwide. www.path.org

PCI-Media Impact, Inc. 212-687-3366 Media Impact's unique approach to communications combines the principles of Entertainment-Education with the reach of mass media to mobilize individual, community creating positive change. www.mediaimpact.org

Plan International USA, Inc. 800-556-7918

Plan International USA is part of a global organization that works with communities in 50 developing countries to end the cycle of poverty for children. www.planusa.org

Project HOPE 800-544-4673 Project HOPE provides sustainable improvements in health around the globe through education and humanitarian assistance with more than 92 percent of revenues dedicated to programs. www.projecthope.org

Refugees International (202)-828-0110

Refugees receive food, shelter and protection; displaced families return home, stateless people obtain legal status, the weak protected. We advocate to resolve refugee crises. www.refugeesinternational.org

The Rotary Foundation of Rotary International 866-976-8279 Our mission is to advance world understanding, goodwill and peace through the improvement of health, the support of education and the alleviation of poverty. www.rotary.org/

Salvation Army World Service Office 800-725-2769

Create a world where people live in safe and sustainable communities in which differences are respected and basic needs are met. www.sawso.org

Save the Children 800-728-3843 Our Mission is to inspire breakthroughs in the way the world treats children, and to achieve immediate and lasting change in their lives. www.savethechildren.org/

SEE International (877) 937-3133

Volunteer ophthalmologists, supported by donated medical supplies, provide sustainable medical, surgical and educational services to prevent and restore blindness to disadvantaged individuals worldwide. www.seeintl.org

SightLife 800-847-5786 Our mission is to be a leader and partner to eliminate corneal blindness worldwide. www.sightlife.org

Sightsavers International, Inc. (800) 707-9746

One of the world's leading non-profits dedicated to combating avoidable blindness and promoting equal opportunities for people with disabilities in developing countries. www.sightsaversusa.org

SOS Children's Villages – USA 202-347-7920

We provide loving, stable homes for orphaned and abandoned children, and education, medical, and community strengthening programs to help empower vulnerable families. www.sos-usa.org

Stop Hunger Now, Inc. (919) 839 0689

Provides food and lifesaving aid to the world's most vulnerable and supports the movement to end hunger in our lifetime. www.stophungernow.org/

TechnoServe 800-999-6757

We work with enterprising people in the developing world to build competitive farms, businesses and industries. <http://www.technoserve.org/>

UNICEF, The U.S. Fund for 212-686-5522 We believe in a world where ZERO children die from causes we can prevent. Join us, and we can get there. www.unicefusa.org

Unitarian Universalist Service Committee, Inc. 617-301-4350

We defend human rights and civil liberties, promoting environmental and economic justice with grassroots partners worldwide, while engaging our members to serve as citizen-activists. <http://www.uusc.org/>

United Methodist Committee on Relief 800-554-8583

To alleviate human suffering. We provide practical, proactive support to the most vulnerable survivors of chronic or temporary emergencies due to natural or civil causes. www.umcor.org

United Seamen's Service 201-369-1100

Provides overseas health and welfare services to the American Merchant Marine, seafarers of allied nations, US Govt, military & civilian personnel & persons engaged in maritime industry.
www.unitedseamensservice.org

Water For People 720-488-4590

Water For People is an international organization that supports the development of sustainable drinking water resources, sanitation facilities, and hygiene education programs in developing countries.
www.waterforpeople.org

Women for Women International 888-504-3247

Women for Women International supports women in war-torn regions with financial and emotional aid, job-skills training, rights education and small business assistance so they can rebuild their lives.
www.womenforwomen.org

World Relief 443-451-1990

Provides emergency relief and community-based solutions to alleviate poverty in 18 countries and provides assistance to refugees in the United States. www.worldrelief.org

World Renew 800-552-7972

Fighting poverty, hunger and injustice through partnerships and locally originated community development programs; responding to disasters with emergency supplies and reconstruction of homes and livelihoods. www.worldrenew.net

World Vision 888-511-6548

Relief and development organization helping children worldwide by tackling causes of poverty and developing access to clean water, food, health care, education and economic opportunity.
www.worldvision.org

Global Impact
San Francisco Bay Area Members
2015 City and County of San Francisco Listing

Global Impact

James Hill, Regional Representative
Post Office Box 10081
Oakland, CA 94610
510-332-4179

ACCION

Mr. Ronald Hoge
1200 California St Unit 24C
San Francisco, CA 94109
(650) 246-6002

American Himalayan Foundation

Erica Stone, President
909 Montgomery Street, Suite 400
San Francisco, CA 94133
415-288-7245

American Jewish World Service

Matthew Balaban, Development Officer
131 Steuart Street, Suite 200, San Francisco CA
94105-1242
415.593.3298

American Near East Refugee Aid (ANERA)

Mr. Kamel Ayoub, Director
972 Mission Street
San Francisco, CA 94103
640.347.4444

American Refugee Committee

Richard Voelbel
124 8th Avenue
San Francisco, CA 94118
rvoelbel@zelle.com

Ashoka – Silicon Valley

Darlene Damm
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Mountain View, CA 94040
ddamm@ashoka.org

CARE

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465 California Street, #1210
San Francisco, CA 94104
(415) 874 4512

Children International

Maria Franco
387 Fair Oaks Street
San Francisco, CA 94110
mfranco@children.org

Church World Service

Rev. Patricia De Jong
1st Vice Chairperson, CWS Board of Directors
First Congregational Church of Berkeley
2345 Channing Way
Berkeley, CA 94704
510-848-3696

**Doctors Without Borders/Medécins Sans
Frontières USA**

Dr. Brian Hertz
401 D Pine Street
Mill Valley, CA 94941
415-592-2712

EngenderHealth

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486 Grizzly Peak Boulevard
Berkeley, CA 94708
tkim@engenderhealth.org

FINCA International

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San Francisco, CA 94109
415-992-2407
colstonyoung@yahoo.com

Health Volunteers Overseas
San Francisco General Hospital
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1001 Potrero Avenue, 3A36
San Francisco, CA 94110
415-206-8812

Heifer International
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– Western Region
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San Francisco, CA 94131
Connie.george@heifer.org

Helen Keller International
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Past President
International Council of Ophthalmology
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415-409-8410

International Center for Research on Women
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McKinsey Global Institute
555 California Street, Suite 4700
San Francisco, CA 94104
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lareina_yee@mckinsey.com

International Relief Teams
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397 Arlington Street
San Francisco, CA 94131
415-584-9376

International Rescue Committee, Oakland
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Oakland, CA 94612
christine.lemonda@rescue.org

International Orthodox Christian Charities
Steve Kreta
Charities Metropolitan Committee
2754 Larkey Lane
Walnut Creek, CA 94596
707-654-1019

International Youth Foundation
Lindsay Vignoles
1212 Juanita Dr.
Walnut Creek, California 94595
l.vignoles@iyfnet.org
925-639-6604

KickStart International
Michael Mills
Business Operations Manager
c/o Sandbox Suites,
567 Sutter St, 3rd Floor,
San Francisco, CA 94102
415 346 4820

Lutheran World Relief
Dr. Gloria S. Edwards, Board Chair
317 Ramona Rd
Portola Valley, CA 94028
gselwml@aol.com

Mercy Corps
Gisel Kordestani
COO and Co-founder Crowdpack
11 Faxon Forest
Atherton, CA 94027
(415) 994-6359

Nepal Youth Foundation
Jackie Frost
3030 Bridgeway, Suite 202
Sausalito California 94965
jfrost@nepalyouthfoundation.org

Opportunity International
Tara Kramlich
330A Lombard Street
San Francisco, CA 94133
630.242.4204
tkramlich@opportunity.org

Oxfam America
Ms. Smita Singh
Board member
1801 Wedemeyer Street
San Francisco, CA 94129
650-804-0523

Pact

Pamela Roussos
Senior Director at Global Social Benefit Institute
Santa Clara University
500 El Camino Real
Santa Clara, CA 95033
pamela_roussos@hotmail.com

Refugees International

Mrs. Joy Alferness
658 Wisconsin St
San Francisco, CA 94107-2734
415-596-7757
Joy.ian@gmail.com

Salvation Army World Service Office (SAWSO)

Lt. Col. Stephen Smith
832 Folsom Street
San Francisco, CA 94107
415-553-3500

Save the Children USA

Susan Decker
2494 Sand Hill Road, Suite 200
Menlo Park, CA 94025
susan.decker@yahoo.com

SEE International

Andrew Doraiswamy, Ph.D.
Vice President of Operations & Quality
Oculeve Inc.
1082 Pennsylvania Avenue, Suite 409
San Francisco, CA 94107
andyswamy@gmail.com

Stop Hunger Now

Karen Noe
1567 Alvarado Street
San Leandro, CA 94577,
(408) 781-6166
knoe@stophungernow.org

SightLife

Drew Maxwell
150 North Hill Dr, Ste 23
Brisbane, CA 94005
15-330-0900
california@sightlife.org

United Seamen's Service

Mr. David Heindel
Secretary-Treasurer
Seafarers International Union of N.A.
1121 7th Street
Oakland, CA 94607-2601
(510) 444-2360

**Unitarian Universalist Service Committee
(UUSC)**

Roy King
member of the Board of Trustees
1075 Space Park Way, Mountain View, CA 94043
Email: royking@stanford.edu

Water For People

Vicky Andersen –
c/o Brown & Caldwell
201 N. Civic Drive, Suite 115
Walnut Creek, CA 94596
925 210 2226

World Vision

Natasha Hjelm
4808 Townsend Ave
Los Angeles, CA 90041
323.246.8470



Department of the Treasury
Internal Revenue Service

P.O. Box 2508
Cincinnati OH 45201

In reply refer to: 0752255943
July 02, 2014 LTR 4168C 0
52-1273585 000000 00

00048152

BODC: TE

GLOBAL IMPACT
1199 N FAIRFAX STE 300
ALEXANDRIA VA 22314



033502

Employer Identification Number: 52-1273585
Person to Contact: Customer Service
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your June 23, 2014, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(3) of the Internal Revenue Code in a determination letter issued in MAY 1983.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

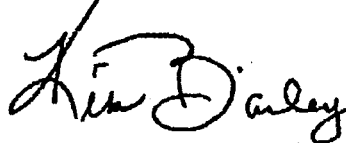
Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file. We will publish a list of organizations whose tax-exempt status was revoked under section 6033(j) of the Code on our website beginning in early 2011.

0752255943
July 02, 2014 LTR 4168C 0
52-1273585 000000 00
00048153

GLOBAL IMPACT
1199 N FAIRFAX STE 300
ALEXANDRIA VA 22314

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,

A handwritten signature in black ink, appearing to read "Kim D. Bailey". The signature is written in a cursive style with a large initial "K".

Kim D. Bailey
Operations Manager, AM Operations 3

033502.461446.123113.8814 1 AB 0.406 530
|||||

 GLOBAL IMPACT
1199 N FAIRFAX STE 300
ALEXANDRIA VA 22314

033502

CUT OUT AND RETURN THE VOUCHER IMMEDIATELY BELOW IF YOU ONLY HAVE AN INQUIRY.
DO NOT USE IF YOU ARE MAKING A PAYMENT.

CUT OUT AND RETURN THE VOUCHER AT THE BOTTOM OF THIS PAGE IF YOU ARE MAKING A PAYMENT,
EVEN IF YOU ALSO HAVE AN INQUIRY.

The IRS address must appear in the window.
0752255943

BODCD-TE

Use for inquiries only

Letter Number: LTR4168C
Letter Date : 2014-07-02
Tax Period : 000000

INTERNAL REVENUE SERVICE
P.O. Box 2508
Cincinnati OH 45201
|||||



521273585

GLOBAL IMPACT
1199 N FAIRFAX STE 300
ALEXANDRIA VA 22314

521273585 QZ GLOB 00 2 000000 670 000000000000

The IRS address must appear in the window.
0752255943

BODCD-TE

Use for payments

Letter Number: LTR4168C
Letter Date : 2014-07-02
Tax Period : 000000

INTERNAL REVENUE SERVICE

KANSAS CITY MO 64999-0204
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521273585

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1199 N FAIRFAX STE 300
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529

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ENTITY NAME : AFRICAN MEDICAL & RESEARCH FOUNDATION, INC.

DOCUMENT TYPE : ASSUMED NAME CERTIFICATE

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PHILIP M. PERLAH C/O AFRICAN MEDICAL &
RESEARCH FOUNDATION, INC
4 WEST 43RD ST., (2ND FLOOR)
NEW YORK NY 10036

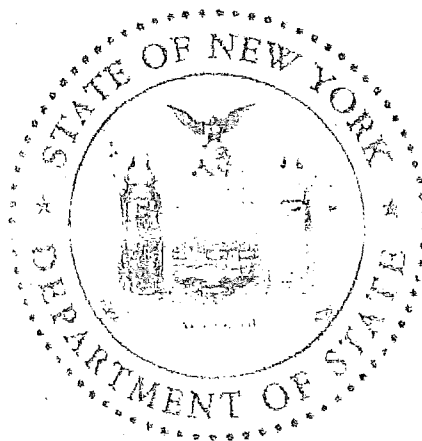
PRINCIPAL LOCATION

4 WEST 43RD STREET
2ND FLOOR
NEW YORK
NY 10036

COMMENT:

ASSUMED NAME

AMREF HEALTH AFRICA



=====

SERVICE COMPANY : +++ NO SERVICE COMPANY +++

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BOX :

FEEs 125.00

PAYMENTS: 125.00

FILING : 25.00
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DAVID A. CHASE
C/O AMREF HEALTH AFRICA INC.
4 WEST 43RD STREET 2ND FLOOR
NEW YORK, NY 10036

ADDRESS FOR PROCESS:

THE CORPORATION
4 WEST 43RD STREET (2ND FLOOR)
NEW YORK, NY 10036

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SERVICE COMPANY: ** NO SERVICE COMPANY **

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Global Impact

Financial Statements and Supplemental Material Years Ended June 30, 2014 and 2013

Global Impact

**Financial Statements
and Supplemental Material**
Years Ended June 30, 2014 and 2013

Global Impact

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Tel: 301-654-4900
Fax: 301-654-3567
www.bdo.com

7101 Wisconsin Ave, Suite 800
Bethesda, MD 20814

Independent Auditor's Report

To the Board of Directors
Global Impact
Alexandria, Virginia

Report on the Financial Statements

We have audited the accompanying financial statements of **Global Impact**, which comprise the statements of financial position as of June 30, 2014 and 2013, and the related statements of activities, changes in net assets, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

BDO USA, LLP, a Delaware limited liability partnership, is the U.S. member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

BDO is the brand name for the BDO network and for each of the BDO Member Firms.



Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Global Impact as of June 30, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

BDO USA, LLP

October 9, 2014

Financial Statements

Global Impact

Statements of Financial Position

June 30,	2014	2013
Assets		
Cash and cash equivalents	\$ 3,974,512	\$ 4,766,712
Pledges receivable (net of shrinkage for uncollectible pledges of \$736,080 and \$809,968, respectively)	12,168,092	12,288,147
Accounts receivable	401,596	277,859
Due from Combined Federal Campaigns	169,496	771,608
Investments	1,113,443	831,720
Property and equipment, net	1,456,984	713,289
Other assets	111,985	160,027
Total assets	\$ 19,396,108	\$ 19,809,362
Liabilities and Net Assets		
Liabilities		
Lines-of-credit	\$ 94,463	\$ 673,601
Accounts payable	170,758	93,326
Accrued expenses	496,732	511,437
Campaign funds payable to member charities	11,045,387	12,110,639
Donor advised funds payable	774,808	697,547
Other distributions payable	138,381	36,847
Deferred rent liability	818,884	17,028
Total liabilities	13,539,413	14,140,425
Commitments and Contingencies		
Net Assets		
Unrestricted		
Available for general use	5,146,818	4,579,384
Microsoft gift fund	209,877	589,553
Opportunity fund	500,000	500,000
Total unrestricted net assets	5,856,695	5,668,937
Temporarily restricted	-	-
Total net assets	5,856,695	5,668,937
Total liabilities and net assets	\$ 19,396,108	\$ 19,809,362

See accompanying notes to financial statements.

Global Impact

Statements of Activities

Years ended June 30,	2014	2013
Amounts Raised in Campaigns (Net of campaign expense and shrinkage)		
Combined Federal Campaigns	\$ 5,252,243	\$ 6,608,742
State government employee	1,983,161	1,999,613
Private sector employee	3,474,481	3,365,328
Employee campaigns - indirect payments	4,112,047	3,436,880
Local government employee	593,674	672,182
Total Raised in Campaigns	15,415,606	16,082,745
Less: distributions to member charities	14,503,736	15,005,527
Public support designated to Global Impact	911,870	1,077,218
Revenue, gains and other support		
Donor advised funds	7,902,052	9,775,193
Administrative charges for raising funds on behalf of others	4,945,965	4,680,961
Advisory services, program grants and related revenue	1,535,948	1,068,303
Non-recurring giving for international relief and development	700,382	130,256
Program support services	478,369	421,025
Cost share reimbursements	109,938	205,678
Net investment return	85,324	60,212
Contributions	38,373	43,024
In-kind contributions	4,935	-
Other revenue	9,383	20,141
Net assets released from time restriction	-	37,123
Total revenue, gains and other support	15,810,669	16,441,916
Total public support, revenue, gains and other support	16,722,539	17,519,134
Expenses		
Program Services		
Distribution to charities		
Donor advised funds	7,902,052	9,775,193
International relief and development	787,951	87,339
CFC campaigns	-	11,426
Total distributions to charities	8,690,003	9,873,958
Campaign Support		
General campaigns	1,933,521	1,970,294
Special programmatic services	1,202,121	962,306
Donor advised funds	33,737	106,497
Total campaign support	3,169,379	3,039,097
Total program services	11,859,382	12,913,055
Supporting Services		
Management and general	4,073,470	3,914,152
Fundraising	601,929	453,617
Total supporting services	4,675,399	4,367,769
Total expenses	16,534,781	17,280,824
Change in unrestricted net assets	187,758	238,310
Change in temporarily restricted net assets		
Net assets released from time restriction	-	(37,123)
Change in temporarily restricted net assets	-	(37,123)
Change in net assets	\$ 187,758	\$ 201,187

See accompanying notes to financial statements.

Global Impact

Statements of Changes in Net Assets

	Unrestricted			Total	Temporarily Restricted	Total
	General Use	Microsoft Gift Fund	Opportunity Fund			
Net assets, June 30, 2012	\$ 4,046,298	\$ 884,329	\$ 500,000	\$ 5,430,627	\$ 37,123	\$ 5,467,750
Change in net assets	238,310	-	-	238,310	(37,123)	201,187
Transfers	294,776	(294,776)	-	-	-	-
Net assets, June 30, 2013	4,579,384	589,553	500,000	5,668,937	-	5,668,937
Change in net assets	187,758	-	-	187,758	-	187,758
Transfers	379,676	(379,676)	-	-	-	-
Net assets, June 30, 2014	\$ 5,146,818	\$ 209,877	\$ 500,000	\$ 5,856,695	\$ -	\$ 5,856,695

See accompanying notes to financial statements.

Global Impact

Statements of Cash Flows

Years ended June 30,	2014	2013
Cash flows from operating activities		
Change in net assets	\$ 187,758	\$ 201,187
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Net unrealized gains on investments	(53,487)	(38,582)
Depreciation and amortization	500,940	376,479
In-kind contributions	(4,935)	-
(Increase) decrease in assets		
Pledges receivable	120,055	(222,664)
Accounts receivable	(123,737)	(144,309)
Charitable lead trust receivable	-	43,351
Due from Combined Federal Campaigns	602,112	545,095
Due from Global Reach	-	8,866
Other assets	48,042	(10,093)
Increase (decrease) in liabilities		
Accounts payable	77,432	(683,526)
Accrued expenses	(14,705)	(160,644)
Campaign funds payable to member charities	(1,065,252)	(984,730)
Donor advised funds payable	77,261	(95,308)
Other distributions payable	101,534	(7,605)
Deferred rent	71,841	(7,246)
Net cash provided by (used in) operating activities	524,859	(1,179,729)
Cash flows from investing activities		
Purchases of investments	(502,173)	(625,658)
Proceeds from sales of investments	273,937	604,323
Purchases of property and equipment	(509,685)	(23,718)
Net cash used in investing activities	(737,921)	(45,053)
Cash flows from financing activities		
Repayments on lines-of-credit	(2,232,893)	(5,563,275)
Borrowings on lines-of-credit	1,653,755	5,585,757
Net cash (used in) provided by financing activities	(579,138)	22,482
Net decrease in cash and cash equivalents	(792,200)	(1,202,300)
Cash and cash equivalents, beginning of year	4,766,712	5,969,012
Cash and cash equivalents, end of year	\$ 3,974,512	\$ 4,766,712

See accompanying notes to financial statements.

Global Impact

Notes to Financial Statements

1. Summary of Accounting Policies

Organization Purpose

Global Impact's vision is to be the leader in growing global philanthropy and its mission is to build partnerships and resources for the world's most vulnerable people. Its primary activities include:

- a) Participating in nearly 450 workplace giving campaigns including the federal government, state governments, local governments and private workplaces to provide a means for employees of participating institutions to donate either to Global Impact or to its more than 120 member charities;
- b) Creating alliances with funding organizations to address specific relief or development needs in developing countries;
- c) Provide philanthropic services including campaign management services, secretariat services, focused signature and high impact fund campaign management services including employer-based emergency relief campaigns, advisory services, support services, state charitable registration services and the management of donor advised funds;
- d) Distribute funds raised on behalf of member charities to them based on criteria established by the Board of Directors;
- e) Adherence to distributions formulae established by the Board of Directors for other funds raised; and
- f) Performing such other charitable and educational activities as may be necessary in order to support or accomplish the foregoing.

Basis of Accounting

Global Impact's financial statements are prepared using the accrual basis of accounting.

Cash and Cash Equivalents

Global Impact considers cash on hand, deposits in banks, and investments purchased with an original maturity of three months or less to be cash and cash equivalents other than those included in Global Impact's investment portfolio.

Pledges Receivable

Pledges are recorded in the financial statements upon receipt of pledge information from the campaigns. Global Impact honors designations made to each member organization. As all pledges are expected to be collected within one year, they are recorded at their net realizable value. This is achieved by creating an allowance for estimated uncollectible pledges and for estimated campaign expenses. At the end of each fiscal year, any amounts receivable from the previous year's campaign are written off. Subsequent receipts relating to such amounts are set off against the shrinkage expense.

Global Impact

Notes to Financial Statements

Accounts Receivable

Accounts receivable consists primarily of amounts due from member charities and other corporate clients for which Global Impact provides advisory, cooperative advertising, secretariat services, and fund management services. There is no allowance for doubtful accounts due to management's belief that all accounts receivable are collectible.

Investments

Investments are stated at fair value. Shares of mutual funds are valued at quoted market prices which represent the net asset value of shares held by Global Impact at year-end.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is accrued when earned. Dividends are recorded on the ex-dividend date. Unrealized and realized gains and losses are included in the statements of activities.

Property and Equipment

Property and equipment with unit values in excess of \$1,000 are recorded at cost. Depreciation is provided for using the straight-line method of depreciation over the estimated useful lives of the assets which range from three to ten years. Leasehold improvements are amortized on the straight-line basis over the lesser of the estimated service lives of the assets or the remaining lease term. Assets acquired under capital leases are recorded at the lower of the present value of the future minimum lease payments or the fair value of the assets. The assets are amortized over the lesser of the related lease term or their estimated useful life. Cost and related accumulated depreciation and amortization are removed from the accounts when the assets are disposed of, with any gain or loss recognized currently. Repairs and maintenance are charged to expense when incurred.

Campaign Funds Payable to Member Charities

Pledges that are designated to charity alliance members are recorded as campaign funds payable to member charities. Cash received from campaigns is distributed to each participating member charity in the ratio of its designated pledges to total Global Impact pledges from the relevant campaign. Prior to the monthly distribution of the campaign receipts to the member charities, Board approved expenses less undesignated pledges and other non-designated revenues are deducted on the same ratio as designated pledges and are recorded as administrative charges for raising funds on behalf of others.

Deferred Rent Liability

A deferred rent liability has been recorded to reflect the benefit of lease incentives in the lease of the office space. The benefits of the lease incentives, including free rent and a tenant improvement allowance, are being recognized ratably over the term of the lease.

Global Impact

Notes to Financial Statements

Unrestricted Net Assets

Global Impact's unrestricted net assets are composed of the following:

Available for General Use

Unrestricted amounts to be used for Global Impact's ongoing operations.

Microsoft Gift Fund

In 2012, the Board authorized the establishment of a fund in which to record an in-kind gift of software from Microsoft. The fund is reduced by the amount of the annual amortization expense pertaining to the software.

Opportunity Fund

The Board authorized this fund in 1994 to make funds available for new opportunities in accordance with the mission of Global Impact.

Temporarily Restricted Net Assets

Global Impact reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets by time or purpose. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions.

Revenue Recognition

Revenue is recognized in the period in which it is earned. Revenue received in advance is deferred to the applicable period. Some workplace campaigns choose to distribute employee charitable contributions directly to member charities. Campaigns in which Global Impact and its funded charities actively participate are recorded based on campaign reports received from the employee campaigns. These direct payments are presented under amounts raised in campaigns in the statements of activities.

In-Kind Contributions

Donated property and equipment is recorded at fair value at the date of donation. If the donors stipulate how long assets must be used, the contributions are recorded as restricted support. In the absence of such stipulations, contributions of property and equipment are recorded as unrestricted support.

Global Impact records donated services, including consulting and speaker fees, at their estimated fair value when they create or enhance nonfinancial assets or they require specialized skills which would need to be purchased if they were not donated. For the years ended June 30, 2014 and 2013, Global Impact received in-kind contributions of \$4,935 and \$0, respectively, that were recorded under in-kind contributions in the statements of activities.

Global Impact

Notes to Financial Statements

Expenses

Expenses are recognized by Global Impact during the period in which they are incurred. Expenses paid in advance and not yet incurred are deferred to the applicable period.

Donor advised funds consist of amounts distributed to member charities and other charities from contributions raised through workplace giving under donor advised fund agreements. Non-recurring giving for international relief and development are non-recurring contributions made for disaster response and other programs from sources other than annual workplace giving campaigns. As described in Note 12, CFC campaigns expense consists of amounts distributed to CFC Overseas charities in 2013 as required by OPM as a result of the OPM/OIG audit of Fall 2010 and 2009 campaigns.

Campaign support consists of costs associated with increasing overall recognition and representation of funded charities; costs that benefit the overall campaign; and expenses incurred under cost-sharing arrangements. Special programmatic services expenses consist of costs associated with advisory, fiscal agent, grant, signature and high impact fund and secretariat programs.

Management and general expenses consist of cost directly related to the overall operations of Global Impact and maintenance of its corporate existence, including general office management, reception, and financial reporting. Fundraising includes those costs associated with accessing new workplace fundraising campaigns.

Functional Allocation of Expenses

The costs of providing various program and supporting services have been summarized on a functional basis in the statements of activities. Accordingly, certain costs have been allocated among the program and supporting services benefited.

Financial Instruments and Credit Risk

Financial instruments which potentially subject Global Impact to concentrations of credit risk consist principally of cash balances and pledges receivable. At June 30, 2014, Global Impact had deposits in a single financial institution totaling approximately \$4.3 million in excess of the Federal Depository Insurance limit. Global Impact has never experienced any losses related to these balances and believes it is not exposed to any significant credit risk on its cash balances. Credit risk with respect to pledges receivable is limited because Global Impact participates with a significant number of campaigns whose participants are spread over a wide geographic region.

Use of Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP or U.S. GAAP) requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Global Impact

Notes to Financial Statements

Income Tax Status

Global Impact is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. In addition, Global Impact is classified by the Internal Revenue Service as an organization that is not a private foundation. Global Impact is required to report unrelated business income to the Internal Revenue Service and the Commonwealth of Virginia taxing authorities. Global Impact's source of unrelated business income consists of a portion of the advisory services income. No provision for income taxes has been made at June 30, 2014 and 2013 as expenses offset taxable income.

Under Accounting Standards Codification (ASC) 740-10, *Accounting for Uncertainty in Income Taxes*, Global Impact must recognize the tax benefit associated with tax positions taken for tax return purposes when it is more-likely than not that the position will be sustained. Global Impact does not believe there are any unrecognized tax benefits or liabilities that should be recorded. For the years ended June 30, 2014 and 2013, there were no interest or penalties recorded or included in the statements of activities. Global Impact is still open to examination by taxing authorities from fiscal year 2011 forward.

Reclassification

Certain amounts in the 2013 financial statements have been reclassified to conform to the current year financial statement presentation.

2. Due from Combined Federal Campaigns

Global Impact has been the Principal Combined Fund Organization (PCFO) for the Department of Defense Combined Federal Campaign (the Overseas Campaign or Overseas) since 1996 and for the National Capital Area's Combined Federal Campaign (the National Capital Area Campaign or NCA) from 2003 to 2012. Global Impact pays for the expenses of the Overseas Campaign and the National Capital Area Campaign and is reimbursed from funds collected. Amounts due to Global Impact from the Overseas Campaign for unreimbursed expenditures totaled \$196,133 and \$406,598 as of June 30, 2014 and 2013, respectively. Amounts due/(payable by) Global Impact (to)/from the National Capital Area Campaign for unreimbursed expenditures and advances totaled \$(26,637) and \$365,010 as of June 30, 2014 and 2013, respectively.

Global Impact

Notes to Financial Statements

3. Fair Value of Financial Investments

Global Impact follows the provisions of ASC 820, *Fair Value Measurements*, in accounting for the fair value of financial investments. ASC 820 establishes a common definition for fair value to be applied under generally accepted accounting principles requiring use of fair value, establishes a framework for measuring fair value, and expands disclosures about such fair value measurements.

ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., the “exit price”) in an orderly transaction between market participants at the measurement date. ASC 820 establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the observable inputs be used when available.

Observable inputs are inputs that market participants operating within the same marketplace as Global Impact would use in pricing its asset or liability based on independently derived and observable market data. Unobservable inputs are inputs that cannot be sourced from a broad active market in which assets or liabilities identical or similar to those of Global Impact are traded. The input hierarchy is broken down into three levels based on the degree to which the exit price is independently observable or determinable as follows:

Basis of Fair Value Measurement:

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instrument’s level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Investments measured at fair value on a recurring basis consist of the following based on the fair value hierarchy noted above:

June 30, 2014

	Quoted prices in active markets for identical assets (level 1)	Significant other observable inputs (level 2)	Significant other unobservable inputs (level 3)	Balance as of June 30, 2014
Mutual funds - equities	\$ 676,803	\$ -	\$ -	\$ 676,803
Mutual funds - fixed income	321,255	-	-	321,255
Money market fund	115,385	-	-	115,385
Total assets at fair value	\$1,113,443	\$ -	\$ -	\$1,113,443

Global Impact

Notes to Financial Statements

June 30, 2013

	Quoted prices in active markets for identical assets (level 1)	Significant other observable inputs (level 2)	Significant other unobservable inputs (level 3)	Balance as of June 30, 2013
Mutual funds - equities	\$ 484,499	\$ -	\$ -	\$ 484,499
Mutual funds - fixed income	314,971	-	-	314,971
Money market fund	32,250	-	-	32,250
Total assets at fair value	\$ 831,720	\$ -	\$ -	\$ 831,720

4. Investments

Investments consist of the following:

<i>June 30,</i>	2014	2013
Mutual funds - equities	\$ 676,803	\$ 484,499
Mutual funds - fixed income	321,255	314,971
Money market fund	115,385	32,250
	\$ 1,113,443	\$ 831,720

Net investment return consists of the following:

<i>Years ended June 30,</i>	2014	2013
Interest and dividends	\$ 31,837	\$ 21,630
Net unrealized gains	53,487	38,582
	\$ 85,324	\$ 60,212

5. Property and Equipment

Property and equipment consists of the following at:

<i>June 30,</i>	2014	2013
Office furniture and equipment	\$ 513,723	\$ 428,185
Leasehold improvements	898,073	58,567
Software	1,013,070	1,090,470
	2,424,866	1,577,222
Less accumulated depreciation and amortization	(967,882)	(863,933)
	\$ 1,456,984	\$ 713,289

Global Impact

Notes to Financial Statements

Depreciation and amortization expense for the years ended June 30, 2014 and 2013 was \$500,940 and \$376,479, respectively.

6. Lines-of-Credit

Global Impact maintains a revolving line-of-credit arrangement to administer the Combined Federal Campaign Overseas. The agreement has a tiered borrowing structure based on the life cycle of the campaign with a borrowing amount ranging from \$2,200,000 to \$1,000,000 which will expire in March 2015. Global Impact had a second agreement with a maximum borrowing amount of \$500,000 that expired on March 2014. The interest rate is based on the 30 day LIBOR rate plus 2.375% for both agreements. The interest rate was 2.53% and 2.57% as of June 30, 2014 and 2013, respectively. The lines-of-credit are secured by a blanket lien on Global Impact's receivables and property and equipment. The amount due on the lines-of-credit was \$94,463 and \$673,601 as of June 30, 2014 and 2013, respectively. Interest expense incurred and paid for the years ended June 30, 2014 and 2013 was \$9,072 and \$86,121, respectively.

7. Opportunity Fund

The Board authorized this fund in 1994 to make funds available for new opportunities in accordance with the mission of Global Impact. Effective June 30, 2004, at management's request, the Board set a limit of \$500,000 for the Opportunity Fund. There were no expenditures from the Fund during the years ended June 30, 2014 and 2013.

8. Amounts Raised in Campaigns

Public support on the statements of activities is represented net of estimated campaign expenses incurred by other organizations and estimated shrinkage of the campaigns. Global Impact includes funds raised in combined federal campaigns (CFC) and other campaigns that are distributed directly to its charity alliance members if Global Impact has had substantial involvement in that campaign. The following tables present gross pledges raised by Global Impact and the reconciliation to net amounts raised in campaigns.

Campaigns for the year ended June 30, 2014:

	Gross Pledges	Shrinkage	Campaign Expenses	Net Pledges
Combined Federal Campaigns	\$ 6,479,942	\$ (407,744)	\$ (819,955)	\$ 5,252,243
State government employee	2,264,172	(97,508)	(183,503)	1,983,161
Private sector employee	3,773,384	(204,547)	(94,356)	3,474,481
Employee campaigns - indirect payments	4,115,365	(1,544)	(1,774)	4,112,047
Local government employee	654,210	(24,737)	(35,799)	593,674
	\$ 17,287,073	\$ (736,080)	\$ (1,135,387)	\$ 15,415,606

Global Impact

Notes to Financial Statements

Campaigns for the year ended June 30, 2013:

	Gross Pledges	Shrinkage	Campaign Expenses	Net Pledges
Combined Federal Campaigns	\$ 7,796,024	\$ (402,764)	\$ (784,518)	\$ 6,608,742
State government employee	2,274,694	(90,599)	(184,482)	1,999,613
Private sector employee	3,765,041	(300,038)	(99,675)	3,365,328
Employee campaigns - indirect payments	3,442,798	(3,014)	(2,904)	3,436,880
Local government employee	725,248	(13,553)	(39,513)	672,182
	\$ 18,003,805	\$ (809,968)	\$ (1,111,092)	\$ 16,082,745

9. Pension Plan

Global Impact has a retirement plan called the Global Impact 401(k) Profit Sharing Plan and Trust, which has two components, a money purchase pension plan and a 401(k) plan. The money purchase pension plan covers all full-time employees who have met the eligibility requirements during the plan year.

During the years ended June 30, 2014 and 2013, Global Impact contributed ten percent as defined in the money purchase plan, of each eligible employee's annual salary to the plan, subject to certain statutory limits. For the years ended June 30, 2014 and 2013, contributions totaled \$231,620 and \$284,655, respectively.

Under the terms of the 401(k) profit sharing plan, eligible employees may make contributions to the extent allowed by law. Global Impact will match employee contributions up to a maximum of five percent of a participant's compensation. For the years ended June 30, 2014 and 2013, contributions totaled \$119,958 and \$185,523, respectively.

10. Lease Commitments

On November 7, 2013, Global Impact entered into an eleven-year lease agreement for a new office space commencing on March 2014 through February 2025. The lease contains rent escalations of approximately 2.75% annually and a fixed rent abatement in the amount of \$243,328 applied towards the first two-year period. In addition, the landlord made concessions to pay for the leasehold improvements up to \$730,015.

Global Impact is obligated under several operating leases for office equipment, which expire in 2017.

Global Impact

Notes to Financial Statements

Future annual commitments under these leases are as follows:

Years Ending June 30,

2015	\$ 221,667
2016	334,779
2017	358,015
2018	342,867
2019	347,487
Thereafter	2,156,240
	<hr/>
	\$ 3,761,055

Rent expense for the years ended June 30, 2014 and 2013 was \$299,005 and \$313,912, respectively.

11. Commitments and Contingencies

Employment Agreement

Global Impact has a long-term contract with an employee that extends through April 2018. If the agreement is terminated without cause, the employee shall continue to receive base salary and full benefits for twenty-four months or until April 2018, whichever comes first.

12. OIG/OPM Audits

As the PCFO of the National Capital Area and Overseas Campaigns, Global Impact is subject to audit by the Inspector General, U.S. Office of Personnel Management, U.S. Office of Management and Budget and the U.S. Government Accountability Office. In February 2012, the Office of the Inspector General of the U.S. Office of Personnel Management (OIG/OPM) began audits of the Overseas' Fall 2011, 2010 and 2009 campaigns. On March 18, 2013, the OIG/OPM issued its final report of the Overseas' audit and OPM required Global Impact to reimburse the Campaign a total of \$11,426 for what it deemed as unreasonable, unallowable or unsupported expenditures. Global Impact made this reimbursement in May 2013.

13. Subsequent Events

Global Impact evaluated subsequent events through October 9, 2014 which is the date the financial statements were available to be issued. There were no events noted that required adjustment to or disclosure in these financial statements.

Supplemental Material



Tel: 301-654-4900
Fax: 301-654-3567
www.bdo.com

7101 Wisconsin Ave, Suite 800
Bethesda, MD 20814

Independent Auditor's Report on Supplemental Material

To the Board of Directors
Global Impact
Alexandria, Virginia

Our audits of the financial statements included in the preceding section of this report were conducted for the purpose of forming an opinion on those statements as a whole. The supplemental material presented in the following section of this report is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

BDO USA, LLP

October 9, 2014

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BDO is the brand name for the BDO network and for each of the BDO Member Firms.

Global Impact

Schedule of Functional Expenses (With Comparative Totals for the Year Ended June 30, 2013)

	2014					2013			
	Program Services					Supporting Services			
	Distribution to Charities		Campaign Support			Management and General	Fundraising	Total	Total
	Donor Advised Funds	International Relief and Development	General Campaigns	Special Programmatic Services	Donor Advised Funds				
Salaries - headquarters and field	\$ -	\$ -	\$ 957,133	\$ 507,137	\$ 14,469	\$ 1,738,107	\$ 244,013	\$ 3,460,859	\$ 3,302,247
Employee fringe benefits	-	-	269,596	144,454	4,466	533,120	72,570	1,024,206	1,083,625
Consulting services	-	-	106,176	333,297	-	393,104	81,091	913,668	894,383
Campaign material and expenses	-	-	343,368	63,061	-	49,910	91,860	548,199	481,761
Depreciation and amortization	-	-	-	-	-	500,940	-	500,940	376,479
Rent and occupancy	-	-	89,925	36,537	1,980	164,534	16,298	309,274	318,047
Travel	-	-	76,837	73,951	-	78,622	62,045	291,455	262,359
Office supplies and expenses	-	-	76,133	41,607	12,822	126,101	22,562	279,225	185,831
Legal	-	-	-	-	-	180,725	-	180,725	180,000
Data network operations	-	-	-	1,806	-	149,205	-	151,011	127,130
Insurance	-	-	-	-	-	54,541	-	54,541	45,874
Accounting and auditing	-	-	-	-	-	52,916	-	52,916	54,926
Telephone	-	-	12,574	-	-	26,203	2,188	40,965	57,724
Conferences and seminars	-	-	1,779	271	-	25,442	9,302	36,794	36,480
Distributions to members and others	7,902,052	787,951	-	-	-	-	-	8,690,003	9,873,958
Total	\$ 7,902,052	\$ 787,951	\$ 1,933,521	\$ 1,202,121	\$ 33,737	\$ 4,073,470	\$ 601,929	\$ 16,534,781	\$ 17,280,824

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Exempt Organization Declaration and Signature for Electronic Filing

For calendar year 2013, or tax year beginning JUL 1, 2013, and ending JUN 30, 2014

2013

Department of the Treasury Internal Revenue Service

For use with Forms 990, 990-EZ, 990-PF, 1120-POL, and 8868

Name of exempt organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the type of return being filed with Form 8453-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a below and the amount on that line of the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). If you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than one line in Part I.

Table with 5 rows (1a-5a) and 2 columns (b). Includes checkboxes for Form 990, 990-EZ, 1120-POL, 990-PF, and 8868. Total revenue is 40,175,470.

Part II Declaration of Officer

6 I authorize the U.S. Treasury and its designated Financial Agent to initiate an Automated Clearing House (ACH) electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.

If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

COPY FOR

Under penalties of perjury, I declare that I am an officer of the above named organization and that the information on the organization's 2013 electronic return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund.

Sign Here

Handwritten signature of officer

2/10/15

Date

SECRETARY/TREASURER Title

Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)

I declare that I have reviewed the above organization's return and that the entries on Form 8453-EO are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The organization officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in Pub. 4163, Modernized e-file (MeF) Information for Authorized IRS e-file Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

Form section for ERO's Use Only. Includes fields for ERO's signature (Dore Underwood), Date (2/10/15), Check if also paid preparer (checked), Check if self-employed, ERO's SSN or PTIN (P00022361), Firm's name (BDO USA, LLP), address (7101 WISCONSIN AVE., SUITE 800, BETHESDA, MD 20814-4827), and Phone no. ((301) 654-4900).

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

Form section for Paid Preparer Use Only. Includes fields for Print/Type preparer's name, Preparer's signature, Date, Check if self-employed, Firm's name, Firm's EIN, and Phone no.

Form **990**

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2013

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990 and its instructions is at www.irs.gov/form990

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning JUL 1, 2013 **and ending** JUN 30, 2014

B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization GLOBAL IMPACT		D Employer identification number 52-1273585
	Doing Business As		E Telephone number 703-717-5200
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 40,442,783.
	1199 NORTH FAIRFAX STREET	300	
City or town, state or province, country, and ZIP or foreign postal code ALEXANDRIA, VA 22314		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
F Name and address of principal officer: SCOTT JACKSON SAME AS C ABOVE		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No	
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		If "No," attach a list. (see instructions)	
J Website: WWW.CHARITY.ORG		H(c) Group exemption number ▶	
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1981	M State of legal domicile: DC

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: GLOBAL IMPACT BUILDS PARTNERSHIPS AND RESOURCES FOR THE WORLD'S MOST VULNERABLE PEOPLE.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	17
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	16
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	86
	6 Total number of volunteers (estimate if necessary)	6	16
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	12,954.
7b Net unrelated business taxable income from Form 990-T, line 34	7b	-12,120.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	COPY FOR	Prior Year: 98,081,574. Current Year: 38,186,920.
	9 Program service revenue (Part VIII, line 2g)	PUBLIC INSPECTION	1,489,327. 1,949,817.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		38,382. 39,733.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		0. 0.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		99,609,283. 40,176,470.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		85,790,069. 30,750,330.
	14 Benefits paid to or for members (Part IX, column (A), line 4)		0. 0.
Expenses	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		7,312,386. 5,165,688.
	16a Professional fundraising fees (Part IX, column (A), line 11e)		0. 0.
	b Total fundraising expenses (Part IX, column (D), line 25)	601,929.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		6,336,090. 4,126,181.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)		99,438,545. 40,042,199.
	19 Revenue less expenses. Subtract line 18 from line 12		170,738. 134,271.
	Net Assets or Fund Balances	20 Total assets (Part X, line 16)	
21 Total liabilities (Part X, line 26)			14,140,425. 13,539,413.
22 Net assets or fund balances. Subtract line 21 from line 20			5,668,937. 5,856,695.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer		Date
	JAMES B. KANUCH, CPA, SECRETARY/TREASURER		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	JOYCE M. UNDERWOOD		
Paid Preparer Use Only	Firm's name ▶ BDO USA, LLP	Firm's EIN ▶ 13-5381590	Check if self-employed <input type="checkbox"/> PTIN P00022361
	Firm's address ▶ 7101 WISCONSIN AVE., SUITE 800 BETHESDA, MD 20814-4827	Phone no. (301) 654-4900	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: GLOBAL IMPACT BUILDS PARTNERSHIPS AND RESOURCES FOR THE WORLD'S MOST VULNERABLE PEOPLE. (CONTINUED ON SCHEDULE O)

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [X] Yes [] No If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 25,664,431. including grants of \$ 22,283,820.) (Revenue \$) CAMPAIGN SOLUTIONS. (SEE SCHEDULE O FOR CONTINUATION.)

4b (Code:) (Expenses \$ 7,935,789. including grants of \$ 8,300,022.) (Revenue \$ 505,492.) PROGRAM SUPPORT SOLUTIONS. (SEE SCHEDULE O FOR CONTINUATION.)

4c (Code:) (Expenses \$ 1,766,580. including grants of \$ 166,488.) (Revenue \$ 1,444,325.) PARTNER SOLUTIONS. (SEE SCHEDULE O FOR CONTINUATION.)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 35,366,800.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(n) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	X	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b <i>If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?</i>		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	X	
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	X	
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for line numbers (1a-14b), descriptions of questions, and Yes/No columns. Includes sub-questions for various IRS forms and reporting requirements.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8a	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following: a The governing body?	X	
8b	b Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	a The organization's CEO, Executive Director, or top management official	X	
15b	b Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed **AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, IL, IN**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website
 Another's website
 Upon request
 Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **MARK MILLIGAN, CONTROLLER & SR DIR OF FIN AND ACCTG - 703-717-5200**
1199 NORTH FAIRFAX STREET, NO. 300, ALEXANDRIA, VA 22314

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) STEVE POLO BOARD CHAIRMAN	1.00	X		X				0.	0.	0.
(2) NANCY KELLY BOARD VICE CHAIRMAN	1.00	X		X				0.	0.	0.
(3) JAMES KANUCH, CPA BOARD SECRETARY/TREASURER	1.00	X		X				0.	0.	0.
(4) TIMOTHY BLOECHL BOARD MEMBER	1.00	X						0.	0.	0.
(5) JOSEPH CRUPI BOARD MEMBER	2.00	X						0.	0.	0.
(6) KENNETH FLEISHMAN BOARD MEMBER	1.00	X						0.	0.	0.
(7) MOUHAMED DJALO BOARD MEMBER	1.00	X						0.	0.	0.
(8) PETER GRANT BOARD MEMBER	2.00	X						0.	0.	0.
(9) STAN HARRELL BOARD MEMBER	1.00	X						0.	0.	0.
(10) KAREN JOHNSON BOARD MEMBER	1.00	X						0.	0.	0.
(11) MARYON DAVIES LEWIS BOARD MEMBER	1.00	X						0.	0.	0.
(12) DAVID WU BOARD MEMBER	1.00	X						0.	0.	0.
(13) RABIH TORBAY BOARD MEMBER	1.00	X						0.	0.	0.
(14) SUZANNE TURNER BOARD MEMBER	1.00	X						0.	0.	0.
(15) MAURICIO VIVERO BOARD MEMBER	1.00	X						0.	0.	0.
(16) EDWARD ZELLEM BOARD MEMBER	1.00	X						0.	0.	0.
(17) SCOTT JACKSON PRESIDENT AND CEO	40.00	X		X				332,689.	0.	44,000.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) STANLEY BERMAN CHIEF FINANCIAL OFFICER	40.00				X			230,857.	0.	38,199.
(19) MARK OLIPHANT FORMER CHIEF INFO. & OPER.	40.00				X			205,522.	0.	36,488.
(20) ANN CANELA VP, PARTNER SOLUTIONS	40.00					X		152,084.	0.	6,251.
(21) TERESA CONNOR SENIOR DIRECTOR	40.00					X		142,337.	0.	32,619.
(22) JOSEPH METTIMANO VP FOR MARKETING AND CAMPAIGN ENGAGE	40.00					X		132,494.	0.	31,739.
(23) VICTORIA ADAMS EXECUTIVE DIRECTOR, CFC-OVERSEAS	40.00					X		131,778.	0.	19,498.
(24) MARK MILLIGAN CONTROLLER	40.00					X		124,171.	0.	18,618.
(25) RENEE ACOSTA FORMER PRESIDENT (SEE SCHEDULE O)	40.00						X	583,146.	0.	31,187.
1b Sub-total								2,035,078.	0.	258,599.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								2,035,078.	0.	258,599.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization 16

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3 X	
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4 X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5	X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
RENEE ACOSTA 12 GLENEAGLE CIRCLE, NAPA, CA 94558	CONSULTING (SEE SCHEDULE O)	216,667.
CHARITABLE PLEDGE PROCESSING P.O. BOX 12906, NORFOLK, VA 23541	PLEDGE PROCESSING	198,626.
SCHANER & LUBITZ, PLLC 6931 ARLINGTON ROAD, BETHESDA, MD 20814	LEGAL	180,000.
RACKSPACE MANAGED HOSTING P.O. BOX 730759, DALLAS, TX 75373	INTERNET HOSTING/SERVER MAINTENANCE	125,112.
JOHN COY ROUTE 1, PO BOX 601, ROSELAND, VA 22967	CONSULTING	115,623.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization 6

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A)	(B)	(C)	(D)	
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a	29,606,523.				
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	8,580,397.				
	g	Noncash contributions included in lines 1a-1f: \$		4,935.				
	h	Total. Add lines 1a-1f			38,186,920.			
Program Service Revenue				Business Code				
	2 a	ADV SVCS/PR GR/REL REV		900099	1,535,948.	1,522,994.	12,954.	
	b	MEMBER REGISTRATION		900099	282,094.	282,094.		
	c	COOPERATIVE ADVERT.		900099	131,775.	131,775.		
	d							
	e							
	f	All other program service revenue						
g	Total. Add lines 2a-2f			1,949,817.				
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)			32,109.		32,109.	
	4	Income from investment of tax-exempt bond proceeds						
	5	Royalties						
	6 a	Gross rents	(i) Real	(ii) Personal				
	b	Less: rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss)						
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
b	Less: cost or other basis and sales expenses			266,313.				
c	Gain or (loss)			7,624.				
d	Net gain or (loss)				7,624.			
8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a						
b	Less: direct expenses	b						
c	Net income or (loss) from fundraising events							
9 a	Gross income from gaming activities. See Part IV, line 19	a						
b	Less: direct expenses	b						
c	Net income or (loss) from gaming activities							
10 a	Gross sales of inventory, less returns and allowances	a						
b	Less: cost of goods sold	b						
c	Net income or (loss) from sales of inventory							
Miscellaneous Revenue				Business Code				
11 a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d							
12	Total revenue. See instructions.			40,176,470.	1,936,863.	12,954.	39,733.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>				
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	30,175,439.	30,175,439.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	574,891.	574,891.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	913,617.	289,203.	592,031.	32,383.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	3,260,351.	1,770,024.	1,273,022.	217,305.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	275,286.	135,901.	125,999.	13,386.
9 Other employee benefits	442,313.	262,030.	145,194.	35,089.
10 Payroll taxes	274,121.	135,580.	122,109.	16,432.
11 Fees for services (non-employees):				
a Management	1,002,429.	513,374.	405,976.	83,079.
b Legal	180,725.		180,725.	
c Accounting	74,416.	21,500.	52,916.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	9,177.		9,177.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	100,000.	100,000.		
12 Advertising and promotion	820,131.	678,361.	49,910.	91,860.
13 Office expenses	463,240.	295,363.	143,127.	24,750.
14 Information technology	174,059.	24,854.	149,205.	
15 Royalties				
16 Occupancy	334,747.	153,915.	164,534.	16,298.
17 Travel	356,904.	216,237.	78,622.	62,045.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	37,324.	2,580.	25,442.	9,302.
20 Interest	17,548.	17,548.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	500,940.		500,940.	
23 Insurance	54,541.		54,541.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a				
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	40,042,199.	35,366,800.	4,073,470.	601,929.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1	Cash - non-interest-bearing	200.	1	200.
	2	Savings and temporary cash investments	4,798,762.	2	3,974,312.
	3	Pledges and grants receivable, net	12,288,147.	3	12,168,092.
	4	Accounts receivable, net	277,859.	4	401,596.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	160,027.	9	111,985.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	2,424,866.		
		10a			
	b	Less: accumulated depreciation	967,882.	10b	1,456,984.
	11	Investments - publicly traded securities	799,470.	11	1,113,443.
	12	Investments - other securities. See Part IV, line 11		12	
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
15	Other assets. See Part IV, line 11	771,608.	15	169,496.	
16	Total assets. Add lines 1 through 15 (must equal line 34)	19,809,362.	16	19,396,108.	
Liabilities	17	Accounts payable and accrued expenses	604,763.	17	667,490.
	18	Grants payable		18	
	19	Deferred revenue	17,028.	19	818,884.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	673,601.	23	94,463.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	12,845,033.	25	11,958,576.
	26	Total liabilities. Add lines 17 through 25	14,140,425.	26	13,539,413.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	5,668,937.	27	5,856,695.
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	5,668,937.	33	5,856,695.	
34	Total liabilities and net assets/fund balances	19,809,362.	34	19,396,108.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	40,176,470.
2	Total expenses (must equal Part IX, column (A), line 25)	2	40,042,199.
3	Revenue less expenses. Subtract line 2 from line 1	3	134,271.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	5,668,937.
5	Net unrealized gains (losses) on investments	5	53,487.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	5,856,695.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other		
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		X
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:			
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis			
2b	Were the organization's financial statements audited by an independent accountant?	X	
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:			
<input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis			
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	X	
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2013)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) A family member of a person described in (i) above?		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2013

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	104,868,838.	102,042,793.	100,508,279.	98,081,574.	38,186,920.	443,688,404.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	104,868,838.	102,042,793.	100,508,279.	98,081,574.	38,186,920.	443,688,404.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						443,688,404.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	104,868,838.	102,042,793.	100,508,279.	98,081,574.	38,186,920.	443,688,404.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	22,229.	36,094.	24,045.	22,078.	32,109.	136,555.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						443,824,959.
12 Gross receipts from related activities, etc. (see instructions)					12	5,119,355.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	99.97 %
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	99.97 %
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>	
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization GLOBAL IMPACT	Employer identification number 52-1273585
-------------------------------------------	--------------------------------------------------

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	 <hr/> <hr/> <hr/>	\$ 10,978,113.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	 <hr/> <hr/> <hr/>	\$ 1,798,250.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	 <hr/> <hr/> <hr/>	\$ 908,121.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	 <hr/> <hr/> <hr/>	\$ 1,247,044.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	 <hr/> <hr/> <hr/>	\$ 1,143,572.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	 <hr/> <hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization GLOBAL IMPACT	Employer identification number 52-1273585
-------------------------------------------	--------------------------------------------------

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	
		\$ _____	

Name of organization GLOBAL IMPACT	Employer identification number 52-1273585
----------------------------------------------	----------------------------------------------

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.
 ▶ See separate instructions. ▶ Information about Schedule C (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization GLOBAL IMPACT	Employer identification number 52-1273585
---------------------------------------	----------------------------------------------

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ _____
- 3 Volunteer hours _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2013

LHA

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11-08-13

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)	0.													
d	Other exempt purpose expenditures	40,042,199.													
e	Total exempt purpose expenditures (add lines 1c and 1d)	40,042,199.													
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.													
<table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)	250,000.													
h	Subtract line 1g from line 1a. If zero or less, enter -0-	0.													
i	Subtract line 1f from line 1c. If zero or less, enter -0-	0.													
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period						
Calendar year (or fiscal year beginning in)	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) Total	
2a	Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b	Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c	Total lobbying expenditures					
d	Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e	Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f	Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c Media advertisements?			
d Mailings to members, legislators, or the public?			
e Publications, or published or broadcast statements?			
f Grants to other organizations for lobbying purposes?			
g Direct contact with legislators, their staffs, government officials, or a legislative body?			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).	
a Current year	2a
b Carryover from last year	2b
c Total	2c
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4
5 Taxable amount of lobbying and political expenditures (see instructions)	5

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, line 2; and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D
(Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	9	
2 Aggregate contributions to (during year)	7,902,052.	
3 Aggregate grants from (during year)	7,902,052.	
4 Aggregate value at end of year	773,284.	
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment %
- b Permanent endowment %
- c Temporarily restricted endowment %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		898,073.	158,522.	739,551.
d Equipment		513,723.	27,215.	486,508.
e Other		1,013,070.	782,145.	230,925.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				1,456,984.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) CAMPAIGN FUNDS PAYABLE TO MEMBER CHARITIES	11,045,387.
(3) DONOR ADVISED FUNDS PAYABLE	774,808.
(4) OTHER DISTRIBUTIONS PAYABLE	138,381.
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	11,958,576.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	16,722,539.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains on investments	2a	53,487.	
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e	53,487.	
3	Subtract line 2e from line 1	3	16,669,052.	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b	23,507,418.	
c	Add lines 4a and 4b	4c	23,507,418.	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	40,176,470.	

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	16,534,781.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d	2e	0.	
3	Subtract line 2e from line 1	3	16,534,781.	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b	23,507,418.	
c	Add lines 4a and 4b	4c	23,507,418.	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	40,042,199.	

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X, LINE 2:

UNDER ACCOUNTING STANDARDS CODIFICATION (ASC) 740-10,

ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES, GLOBAL IMPACT MUST RECOGNIZE

THE TAX BENEFIT ASSOCIATED WITH TAX POSITIONS TAKEN FOR TAX RETURN

PURPOSES WHEN IT IS MORE-LIKELY THAN NOT THAT THE POSITION WILL BE

SUSTAINED. GLOBAL IMPACT DOES NOT BELIEVE THERE ARE ANY UNRECOGNIZED TAX

BENEFITS OR LIABILITIES THAT SHOULD BE RECORDED. FOR THE YEARS ENDED JUNE

30, 2014 AND 2013, THERE WERE NO INTEREST OR PENALTIES RECORDED OR

INCLUDED IN THE STATEMENTS OF ACTIVITIES. GLOBAL IMPACT IS STILL OPEN TO

EXAMINATION BY TAXING AUTHORITIES FROM FISCAL YEAR 2011 FORWARD.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

332054
09-25-13

SCHEDULE F
(Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
EAST ASIA AND THE PACIFIC	0	0	GRANTS TO CHARITIES IN THE REGION	GRANTS	110,370.
EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	GRANTS TO CHARITIES IN THE REGION	GRANTS	373,271.
NORTH AMERICA	0	0	GRANTS TO CHARITIES IN THE REGION	GRANTS	49,750.
SOUTH AMERICA	0	0	GRANTS TO CHARITIES IN THE REGION	GRANTS	41,500.
3 a Sub-total	0	0			574,891.
b Total from continuation sheets to Part I	0	0			0.
c Totals (add lines 3a and 3b)	0	0			574,891.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2013

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	7,000.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	7,275.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	8,500.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	7,200.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	5,750.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	7,170.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	6,000.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	5,500.	CHECK	0.		

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2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter 33

3 Enter total number of other organizations or entities 0

Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	12,225.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	6,000.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	7,250.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	9,250.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	9,000.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	6,000.	CHECK	0.		
		EAST ASIA AND THE PACIFIC	GENERAL SUPPORT	6,250.	CHECK	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	GENERAL SUPPORT	6,050.	CHECK	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	GENERAL SUPPORT	8,745.	CHECK	0.		

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Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		EUROPE (INCLUDING ICELAND & GREENLAND)	GENERAL SUPPORT	6,216.	CHECK	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	GENERAL SUPPORT	38,095.	CHECK	0.		
		EUROPE (INCLUDING ICELAND & GREENLAND)	GENERAL SUPPORT	314,165.	CHECK	0.		
		NORTH AMERICA	GENERAL SUPPORT	6,000.	CHECK	0.		
		NORTH AMERICA	GENERAL SUPPORT	6,000.	CHECK	0.		
		NORTH AMERICA	GENERAL SUPPORT	6,000.	CHECK	0.		
		NORTH AMERICA	GENERAL SUPPORT	6,250.	CHECK	0.		
		NORTH AMERICA	GENERAL SUPPORT	9,000.	CHECK	0.		
		NORTH AMERICA	GENERAL SUPPORT	8,000.	CHECK	0.		

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Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States. (Schedule F (Form 990), Part II, line 1)

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		NORTH AMERICA	GENERAL SUPPORT	8,500.	CHECK	0.		
		SOUTH AMERICA	GENERAL SUPPORT	6,000.	CHECK	0.		
		SOUTH AMERICA	GENERAL SUPPORT	7,200.	CHECK	0.		
		SOUTH AMERICA	GENERAL SUPPORT	7,200.	CHECK	0.		
		SOUTH AMERICA	GENERAL SUPPORT	9,600.	CHECK	0.		
		SOUTH AMERICA	GENERAL SUPPORT	6,000.	CHECK	0.		
		SOUTH AMERICA	GENERAL SUPPORT	5,500.	CHECK	0.		

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Part IV Foreign Forms

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* Yes No

- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* Yes No

- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* Yes No

- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* Yes No

- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* Yes No

- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report. (see Instructions for Form 5713)* Yes No

Schedule F (Form 990) 2013

Part V Supplemental Information

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

PART I, LINE 2:

THE ORGANIZATION PERFORMS ITS INTERNAL VETTING PROCESS AND

USES THIRD PARTY VENDORS TO ENSURE COMPLIANCE.

Multiple horizontal lines for supplemental information.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ACCION INTERNATIONAL 56 ROLAND STREET SUITE 300 BOSTON, MA 02129	132535763	501(C)(3)	23,866.	0.			GENERAL SUPPORT
AFRICAN MEDICAL AND RESEARCH FOUNDATION (AMREF) - 4 WEST 43RD STREET 2ND FLOOR - NEW YORK, NY 10036	131867411	501(C)(3)	56,480.	0.			GENERAL SUPPORT
AFRICARE 440 R STREET NW WASHINGTON, DC 20001	237116952	501(C)(3)	129,094.	0.			GENERAL SUPPORT
AMERICAN HIMALAYAN FOUNDATION 909 MONTGOMERY ST. SUITE 400 SAN FRANCISCO, CA 94133	942951480	501(C)(3)	12,159.	0.			GENERAL SUPPORT
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	222584370	501(C)(3)	74,882.	0.			GENERAL SUPPORT
AMERICAN NEAR EAST REFUGEE AID (ANERA) - 1522 K STREET, NW SUITE 600 - WASHINGTON, DC 20005	520882226	501(C)(3)	30,121.	0.			GENERAL SUPPORT

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 321.
- 3** Enter total number of other organizations listed in the line 1 table 0.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2013)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN REFUGEE COMMITTEE 430 OAK GROVE STREET SUITE 204 MINNEAPOLIS, MN 55403	363241033	501(C)(3)	45,839.	0.			GENERAL SUPPORT
AMERICARES 88 HAMILTON AVENUE STAMFORD, CT 06902	061008595	501(C)(3)	168,373.	0.			GENERAL SUPPORT
ASHOKA 1700 N MOORE ST SUITE 2000 ARLINGTON, VA 22209	510255908	501(C)(3)	33,022.	0.			GENERAL SUPPORT
BOY SCOUTS OF AMERICA - ALOHA COUNCIL #104 - 42 PUIWA ROAD - HONOLULU, HI 96817	990073482	501(C)(3)	14,283.	0.			GENERAL SUPPORT
BOY SCOUTS OF AMERICA - TRANSATLANTIC COUNCIL - UNIT 29242 - APO, AP 09102	980000121	501(C)(3)	26,855.	0.			GENERAL SUPPORT
CARE (COOPERATIVE FOR ASSISTANCE AND RELIEF EVERYWHERE) - 151 ELLIS STREET, NE - ATLANTA, GA 30303	131685039	501(C)(3)	515,512.	0.			GENERAL SUPPORT
CHILDFUND INTERNATIONAL 2821 EMERYWOOD PKWY. RICHMOND, VA 23294	540536100	501(C)(3)	123,874.	0.			GENERAL SUPPORT
CHILDREN INTERNATIONAL 2000 EAST RED BRIDGE ROAD KANSAS CITY, MO 64131	446005794	501(C)(3)	116,715.	0.			GENERAL SUPPORT
CHURCH WORLD SERVICE/CROP 28606 PHILLIPS STREET P.O. BOX 968 ELKHART, IN 46515	134080201	501(C)(3)	23,941.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
DOCTORS WITHOUT BORDERS USA 333 SEVENTH AVENUE 2ND FLOOR NEW YORK, NY 10001-5004	133433452	501(C)(3)	2,350,684.	0.			GENERAL SUPPORT
ECHO 17391 DURRANCE ROAD NORTH FT. MYERS, FL 33917	237275283	501(C)(3)	9,414.	0.			GENERAL SUPPORT
EPISCOPAL RELIEF & DEVELOPMENT 815 SECOND AVENUE NEW YORK, NY 10017	731635264	501(C)(3)	91,236.	0.			GENERAL SUPPORT
FEED MY STARVING CHILDREN 401 93RD AVE NW COON RAPIDS, MN 55433	411601449	501(C)(3)	257,127.	0.			GENERAL SUPPORT
FINCA INTERNATIONAL 1101 14TH STREET, NW 11TH FLOOR WASHINGTON, DC 20005	133240109	501(C)(3)	76,644.	0.			GENERAL SUPPORT
FREEDOM FROM HUNGER 1644 DA VINCI COURT P.O. BOX 2000 DAVIS, CA 95618	951647835	501(C)(3)	48,867.	0.			GENERAL SUPPORT
GIRL SCOUTS OVERSEAS 420 FIFTH AVENUE NEW YORK, NY 10018-2798	131624016	501(C)(3)	13,310.	0.			GENERAL SUPPORT
HEALTH VOLUNTEERS OVERSEAS 1900 L STREET NW SUITE 310 WASHINGTON, DC 20036	521485477	501(C)(3)	13,577.	0.			GENERAL SUPPORT
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202	351019477	501(C)(3)	712,351.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HELEN KELLER INTERNATIONAL 352 PARK AVENUE SOUTH SUITE 1200 NEW YORK, NY 10010	135562162	501(C)(3)	21,146.	0.			GENERAL SUPPORT
INTERNATIONAL EYE FOUNDATION 10801 CONNECTICUT AVE KENSINGTON, MD 20895	520742301	501(C)(3)	15,531.	0.			GENERAL SUPPORT
INTERNATIONAL MEDICAL CORPS 1919 SANTA MONICA BLVD. SUITE 400 SANTA MONICA, CA 90404	953949646	501(C)(3)	41,506.	0.			GENERAL SUPPORT
INTERNATIONAL ORTHODOX CHRISTIAN CHARITIES - 110 WEST ROAD SUITE 360 - BALTIMORE, MD 21204	251679348	501(C)(3)	96,505.	0.			GENERAL SUPPORT
INTERNATIONAL RELIEF TEAMS 4560 ALVARADO CANYON ROAD SUITE 2G SAN DIEGO, CA 92120	330412751	501(C)(3)	29,788.	0.			GENERAL SUPPORT
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND ST. 12TH FLOOR NEW YORK, NY 10168-1289	135660870	501(C)(3)	170,541.	0.			GENERAL SUPPORT
INTERNATIONAL YOUTH FOUNDATION 32 SOUTH STREET SUITE 500 BALTIMORE, MD 21202	382935397	501(C)(3)	5,269.	0.			GENERAL SUPPORT
LUTHERAN WORLD RELIEF 700 LIGHT STREET BALTIMORE, MD 21230	132574963	501(C)(3)	381,695.	0.			GENERAL SUPPORT
MERCY CORPS 3015 SW FIRST AVENUE PORTLAND, OR 97201	911148123	501(C)(3)	247,787.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NETHOPE 10615 JUDICIAL DR STE 402 FAIRFAX, VA 22030	201782011	501(C)(3)	9,875.	0.			GENERAL SUPPORT
OPERATION SMILE, INC 6435 TIDEWATER DRIVE NORFOLK, VA 23509	541460147	501(C)(3)	87,243.	0.			GENERAL SUPPORT
OPPORTUNITY INTERNATIONAL 2122 YORK ROAD SUITE 150 OAK BROOK, IL 60523	540907624	501(C)(3)	28,726.	0.			GENERAL SUPPORT
OXFAM AMERICA 226 CAUSEWAY STREET 5TH FLOOR BOSTON, MA 02114	237069110	501(C)(3)	380,456.	0.			GENERAL SUPPORT
PARTNERS IN HEALTH 888 COMMONWEALTH AVE 3RD FLOOR BOSTON, MA 02215	043567502	501(C)(3)	163,952.	0.			GENERAL SUPPORT
PATH 1455 NW LEARY WAY SEATTLE, WA 98107	911157127	501(C)(3)	60,252.	0.			GENERAL SUPPORT
PLAN USA 155 PLAN WAY WARWICK, RI 02866-1099	135661832	501(C)(3)	25,122.	0.			GENERAL SUPPORT
PLANNED PARENTHOOD - WORLD POPULATION - 434 WEST 33RD STREET - NEW YORK, NY 10001	131644147	501(C)(3)	199,667.	0.			GENERAL SUPPORT
PROJECT HOPE - THE PEOPLE-TO-PEOPLE HEALTH FOUNDATION, INC. - 255 CARTER HALL LANE - MILLWOOD, VA 22646	530242962	501(C)(3)	65,664.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ROTARY FOUNDATION OF ROTARY INTERNATIONAL - 1560 SHERMAN AVENUE - EVANSTON, IL 60201-3698	363245072	501(C)(3)	59,887.	0.			GENERAL SUPPORT
SALVATION ARMY WORLD SERVICE OFFICE (SAWSO) - 615 SLATERS LANE - ALEXANDRIA, VA 22314	132923701	501(C)(3)	347,139.	0.			GENERAL SUPPORT
SAVE THE CHILDREN FEDERATION, INC. 54 WILTON ROAD WESTPORT, CT 06880	060726487	501(C)(3)	446,406.	0.			GENERAL SUPPORT
SOS CHILDREN'S VILLAGES 1001 CONNECTICUT AVE, NW STE 125 WASHINGTON, DC 20036	136188433	501(C)(3)	29,601.	0.			GENERAL SUPPORT
TECHNOSERVE, INC. 49 DAY STREET NORWALK, CT 06854	132626135	501(C)(3)	7,589.	0.			GENERAL SUPPORT
U.S. FUND FOR UNICEF 125 MAIDEN LN 10TH FL NEW YORK, NY 10038	131760110	501(C)(3)	819,737.	0.			GENERAL SUPPORT
UNITARIAN UNIVERSALIST SERVICE COMMITTEE - 689 MASSASSACHUSETTS AVENUE - CAMBRIDGE, MA 02139	046186012	501(C)(3)	59,707.	0.			GENERAL SUPPORT
UNITED METHODIST COMMITTEE ON RELIEF - 475 RIVERSIDE DRIVE, ROOM 330 - NEW YORK, NY 10115	135562279	501(C)(3)	294,377.	0.			GENERAL SUPPORT
WATER FOR PEOPLE 666 WEST QUINCY AVE DENVER, CO 80235	841166148	501(C)(3)	106,345.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WILLIAM J. CLINTON FOUNDATION 610 PRESIDENT CLINTON AVENUE LITTLE ROCK, AR 72201	311580204	501(C)(3)	91,324.	0.			GENERAL SUPPORT
WOMEN FOR WOMEN INTERNATIONAL 4455 CONNECTICUT AVE NW SUITE 200 WASHINGTON, DC 20008	521838756	501(C)(3)	121,347.	0.			GENERAL SUPPORT
WORLD RELIEF CORPORATION 7 EAST BALTIMORE STREET BALTIMORE, MD 21202	236393344	501(C)(3)	128,825.	0.			GENERAL SUPPORT
WORLD RENEW (CRWRC) 2850 KALAMAZOO AVENUE SE GRAND RAPIDS, MI 49560-0600	381708140	501(C)(3)	52,100.	0.			GENERAL SUPPORT
WORLD VISION INC. 34834 WEYERHAUSER WAY SOUTH FEDERAL WAY, WA 98063-9716	951922279	501(C)(3)	432,228.	0.			GENERAL SUPPORT
DIRECT RELIEF 27 S. LA PATERA LANE SANTA BARBARA, CA 93117	951831116	501(C)(3)	15,685.	0.			GENERAL SUPPORT
ECPAT - USA 30 THIRD AVE., SUITE 800A BROOKLYN, NY 11217	133755580	501(C)(3)	5,886.	0.			GENERAL SUPPORT
FISTULA FOUNDATION 1900 THE ALAMEDA SUITE 500 SAN JOSE, CA 95126	770547201	501(C)(3)	9,317.	0.			GENERAL SUPPORT
GLOBALGIVING FOUNDATION 1110 VERMONT AVE., NW SUITE 550 WASHINGTON, DC 20005	300108263	501(C)(3)	14,659.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HIMALAYAN CATARACT PROJECT 57 SOUTH MAIN ST WATERBURY, VT 05676	030362926	501(C)(3)	17,635.	0.			GENERAL SUPPORT
KICKSTART INTERNATIONAL 567 SUTTER ST., 3RD FLR SAN FRANCISCO, CA 94102	061613235	501(C)(3)	6,572.	0.			GENERAL SUPPORT
WORLD CHILDHOOD FOUNDATION 183 MADISON AVE, SUITE 715 NEW YORK, NY 10016	161559586	501(C)(3)	5,886.	0.			GENERAL SUPPORT
HABITAT FOR HUMANITY INTERNATIONAL 121 HABITAT ST AMERICUS, GA 31709	911914868	501(C)(3)	10,025.	0.			GENERAL SUPPORT
COMMUNITY HEALTH CHARIT NATL PO BOX 75153 BALTIMORE, MD 21275	136167225	501(C)(3)	734,419.	0.			GENERAL SUPPORT
MILITARY FAMILY & VET SVC OR PO BOX 45754 SANFRANCISCO, CA 94145	943193418	501(C)(3)	598,528.	0.			GENERAL SUPPORT
CHRISTIAN SERVICE CHARITIES P.O. BOX 79704 BALTIMORE, MD 21279-9704	943193374	501(C)(3)	430,728.	0.			GENERAL SUPPORT
ANIMAL CHARITIES OF AMERICA PO BOX 45754 SANFRANCISCO, CA 94145	943193389	501(C)(3)	402,736.	0.			GENERAL SUPPORT
WOUNDED WARRIOR PROJECT 4899 BELFORT RD., STE 300 JACKSONVILLE, FL 32256	202370934	501(C)(3)	379,370.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CANCERCURE AMERICA PO BOX 45754 SANFRANCISCO, CA 94145	810648432	501(C)(3)	378,568.	0.			GENERAL SUPPORT
HEALTH & MEDICAL RESEARCH CH PO BOX 45754 SANFRANCISCO, CA 94145	943217739	501(C)(3)	334,676.	0.			GENERAL SUPPORT
CHILDRENS CHARITIES OF AMER PO BOX 45754 SANFRANCISCO, CA 94145	943148588	501(C)(3)	323,464.	0.			GENERAL SUPPORT
CHRISTIAN CHARITIES USA PO BOX 45754 SANFRANCISCO, CA 94145	943255961	501(C)(3)	314,246.	0.			GENERAL SUPPORT
NATIONAL AMERICAN RED CROSS 2025 E ST, NW WASHINGTON, DC 20006	530196605	501(C)(3)	294,875.	0.			GENERAL SUPPORT
CHILDRENS MEDICAL & RSCH CHA PO BOX 45754 SANFRANCISCO, CA 94145	270093393	501(C)(3)	208,451.	0.			GENERAL SUPPORT
MILITARY SUPPORT GROUPS PO BOX 45754 SANFRANCISCO, CA 94145	272242752	501(C)(3)	203,200.	0.			GENERAL SUPPORT
CHILDREN FIRST-AMERICAS CHAR 14150 NEWBROOK DR STE 110 CHANTILLY, VA 20151	300186795	501(C)(3)	189,637.	0.			GENERAL SUPPORT
AMERICA'S CHARITIES 14150 NEWBROOK DR, STE 110 CHANTILLY, VA 20151	541517707	501(C)(3)	185,717.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
USO WORLD HEADQUARTERS 2111 WILSON BLVD. STE 1200 ARLINGTON, VA 22201	131610451	501(C)(3)	151,118.	0.			GENERAL SUPPORT
CHARITIES UNDER 1% OVERHEAD PO BOX 45754 SANFRANCISCO, CA 94145	273132554	501(C)(3)	146,037.	0.			GENERAL SUPPORT
EARTH SHARE YOUR CFC REGION #, DEPT. 4011 WASHINGTON, DC 20042	521601960	501(C)(3)	137,783.	0.			GENERAL SUPPORT
MEDICAL RESEARCH AGY OF AMER 125 WASHINGTON ST, STE 201 SALEM, MA 01970	943148591	501(C)(3)	135,850.	0.			GENERAL SUPPORT
HEALTH FIRST-AMERICA'S CHAR 14150 NEWBROOK DR, STE 110 CHANTILLY, VA 20151	300186796	501(C)(3)	110,708.	0.			GENERAL SUPPORT
WOMEN CHILDREN & FAM CHARIT PO BOX 45754 SANFRANCISCO, CA 94145	943193386	501(C)(3)	102,635.	0.			GENERAL SUPPORT
CONSERVATION & PRES CHAR AME PO BOX 45754 SANFRANCISCO, CA 94145	943217738	501(C)(3)	96,672.	0.			GENERAL SUPPORT
HUMAN CARE CHARITIES OF AMER PO BOX 45754 SANFRANCISCO, CA 94145	943067804	501(C)(3)	94,835.	0.			GENERAL SUPPORT
DO UNTO OTHERS PO BOX 45754 SANFRANCISCO, CA 94145	943148590	501(C)(3)	88,401.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SPORTS CHARITIES USA PO BOX 45754 SANFRANCISCO, CA 94145	470863988	501(C)(3)	70,127.	0.			GENERAL SUPPORT
EDUCATE AMERICA PO BOX 45754 SANFRANCISCO, CA 94145	943193387	501(C)(3)	68,271.	0.			GENERAL SUPPORT
ARCHDIOCESE FOR MILITARY SVC USA 1025 MICHIGAN AVE NE WASHINGTON, DC 20017	131624090	501(C)(3)	56,544.	0.			GENERAL SUPPORT
HUMAN SVC CHARTIES OF AMERIC P.O. BOX 79770 BALTIMORE, MD 21279-9770	943240353	501(C)(3)	54,733.	0.			GENERAL SUPPORT
CHRISTIAN CHILDRENS CHARITIE PO BOX 45754 SANFRANCISCO, CA 94145	452919697	501(C)(3)	52,708.	0.			GENERAL SUPPORT
CHARITIES UNDER 5% OVERHEAD PO BOX 45754 SANFRANCISCO, CA 94145	273132492	501(C)(3)	46,287.	0.			GENERAL SUPPORT
AID FOR AFRICA FEDERATION PO BOX 8734 TOPEKA, KS 66608	061703295	501(C)(3)	41,106.	0.			GENERAL SUPPORT
HISPANIC & LATINO CHAR OF US PO BOX 45754 SANFRANCISCO, CA 94145	680455509	501(C)(3)	38,873.	0.			GENERAL SUPPORT
WILD ANIMALS WORLDWIDE PO BOX 45754 SANFRANCISCO, CA 94145	208774272	501(C)(3)	38,839.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HUMAN & CIVIL RIGHTS ORGANIZ 125 WASHINGTON ST STE 201 SALEM, MA 01970	943193388	501(C)(3)	38,384.	0.			GENERAL SUPPORT
WOUNDED WARRIORS FAMILY SUPPORT 920 S. 107TH AVE. STE 250 OMAHA, NE 68114-4719	201407520	501(C)(3)	29,069.	0.			GENERAL SUPPORT
UNITED NEGRO COLLEGE FUND 1805 7TH ST NW WASHINGTON, DC 20001	131624241	501(C)(3)	26,239.	0.			GENERAL SUPPORT
NATL PUBLIC RADIO PO BOX 79540 BALTIMORE, MD 21279	520907625	501(C)(3)	24,424.	0.			GENERAL SUPPORT
NRA CIVIL RIGHTS DEFENSE FUND 11250 WAPLES MILL RD, FAIRFAX, VA 22030-9400	521136665	501(C)(3)	23,912.	0.			GENERAL SUPPORT
CHILD AID INTERNATIONAL 125 WASHINGTON ST, STE 201 SALEM, MA 01970	201358458	501(C)(3)	23,663.	0.			GENERAL SUPPORT
MENTAL HEALTH & ADDICTION NW 125 WASHINGTON ST STE 201 SALEM, MA 01970	201358397	501(C)(3)	22,128.	0.			GENERAL SUPPORT
NRA FOUNDATION INC THE 11250 WAPLES MILL RD FAIRFAX, VA 22030	521710886	501(C)(3)	18,721.	0.			GENERAL SUPPORT
NATL BLACK UNIT FEDR OF CHAR 40 CLINTON ST - 5TH FLR NEWARK, NJ 07102	952970559	501(C)(3)	17,674.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CHRISTIAN AID USA 125 WASHINGTON ST, STE 201 SALEM, MA 01970	263070569	501(C)(3)	15,204.	0.			GENERAL SUPPORT
DUCKS UNLIMITED INC ONE WATERFOWL WAY MEMPHIS, TN 38120	135643799	501(C)(3)	15,060.	0.			GENERAL SUPPORT
ARTS FEDERATION 125 WASHINGTON ST, STE 201 SALEM, MA 01970	030524939	501(C)(3)	14,442.	0.			GENERAL SUPPORT
CHILD AID USA FEDERATION 125 WASHINGTON ST, STE 201 SALEM, MA 01970	263061082	501(C)(3)	14,181.	0.			GENERAL SUPPORT
JEWISH CHARITIES OF AMER PO BOX 45754 SANFRANCISCO, CA 94145	680473577	501(C)(3)	12,215.	0.			GENERAL SUPPORT
LUPUS RESEARCH INSTITUTE 330 SEVENTH AVE, STE 1701 NEWYORK, NY 10001	061565950	501(C)(3)	11,958.	0.			GENERAL SUPPORT
173D AIRBORNE BRIGADE ASSOC FND 4004 SHEFFIELD MUSKOGEE, OK 74403	331139977	501(C)(3)	11,264.	0.			GENERAL SUPPORT
BUILD A BETTER WORLD 125 WASHINGTON ST, STE 201 SALEM, MA 01970	201348415	501(C)(3)	10,389.	0.			GENERAL SUPPORT
HEALTH & HUMAN SVC CHAR AMER 125 WASHINGTON ST STE 201 SALEM, MA 01970-3131	205300189	501(C)(3)	9,830.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
FOOD FOR THE POOR INC 6401 LYONS RD COCONUTCREEK, FL 33073	592174510	501(C)(3)	7,903.	0.			GENERAL SUPPORT
GUN OWNERS FOUNDATION 8001 FORBES PLACE, STE 102, SPRINGFIELD, VA 22151-2205	521297380	501(C)(3)	7,363.	0.			GENERAL SUPPORT
FREEDOM FROM RELIGION FND INC 304 WEST WASHINGTON AVE MADISON, WI 53703	391302520	501(C)(3)	7,317.	0.			GENERAL SUPPORT
HEART AND STROKE RESEARCH FUND 6509 E. CLINTON ST. SCOTTSDALE, AZ 85254	262498876	501(C)(3)	6,808.	0.			GENERAL SUPPORT
NATL FALLEN FIREFIGHTERS FND PO DRAWER 498 EMMITSBURG, MD 21727	521832634	501(C)(3)	6,546.	0.			GENERAL SUPPORT
UNITED WAY WORLDWIDE 701 NORTH FAIRFAX ST ALEXANDRIA, VA 22314	131635294	501(C)(3)	6,079.	0.			GENERAL SUPPORT
HONOR FLIGHT INC 300 EAST AUBURN AVE SPRINGFIELD, OH 45505	202751460	501(C)(3)	6,030.	0.			GENERAL SUPPORT
OUR LADY LOURDES HOSP NA LOURDE 1118 COURT ST STE 44 SYRACUSE, NY 13208	760721842	501(C)(3)	5,847.	0.			GENERAL SUPPORT
CROSS INTL CATHOLIC OUTREACH INC 2700 N. MILITARY TRAIL, STE 240 BOCARATON, FL 33427	651156061	501(C)(3)	5,601.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GREEN BERET FOUNDATION 18756 STONE OAK PARKWAY STE #200 SANANTONIO, TX 78258	271206961	501(C)(3)	5,563.	0.			GENERAL SUPPORT
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON RD KANAB, UT 84741	237147797	501(C)(3)	5,494.	0.			GENERAL SUPPORT
MILITARY CIVIL UNITED PEACE 125 WASHINGTON ST STE 201 SALEM, MA 01970	205300252	501(C)(3)	5,402.	0.			GENERAL SUPPORT
A SOLDIERS CHILD INC P.O. BOX # 11242 MURFREESBORO, IN 37129-0025	263032468	501(C)(3)	5,400.	0.			GENERAL SUPPORT
HERITAGE FOUNDATION 214 MASSACHUSETTS AVE., NE, WASHINGTON, DC 20002	237327730	501(C)(3)	5,286.	0.			GENERAL SUPPORT
ISLAMIC RELIEF USA 3655 WHEELER AVE ALEXANDRIA, VA 22304	954453134	501(C)(3)	5,014.	0.			GENERAL SUPPORT
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET ST, STE 400 SAN FRANCISCO, CA 94103	942927405	501(C)(3)	7,700.	0.			GENERAL SUPPORT
FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE, STE 420 ROCKVILLE, MD 20850	113158401	501(C)(3)	7,022.	0.			GENERAL SUPPORT
READING IS FUNDAMENTAL, INC. (RIF) P.O. BOX 33728 WASHINGTON, DC 20033	520976257	501(C)(3)	6,240.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MILITARY OFFICERS ASSOCIATION OF AMERICA SCHOLARSHIP FUND - 201 NORTH WASHINGTON STREET - ALEXANDRIA, VA 22314	541659039	501(C)(3)	18,300.	0.			GENERAL SUPPORT
SECOND HARVEST FOOD BANK OF SANTA CLARA & SAN MATEO COUNTIES - 750 CURTNER AVENUE - SAN JOSE, CA 95125-2118	942614101	501(C)(3)	10,384.	0.			GENERAL SUPPORT
FOOD FOR THE POOR INC. 6401 LYONS RD COCONUT CREEK, FL 33073	592174510	501(C)(3)	16,445.	0.			GENERAL SUPPORT
FEED THE CHILDREN PO BOX 36 OKLAHOMA CITY, OK 73101	736108657	501(C)(3)	5,003.	0.			GENERAL SUPPORT
HEIFER INTERNATIONAL PO BOX 8058 LITTLE ROCK, AR 72203	351019477	501(C)(3)	13,865.	0.			GENERAL SUPPORT
SAVE THE CHILDREN FEDERATION, INC. 54 WILTON ROAD WESTPORT, CT 06880	060726487	501(C)(3)	7,064.	0.			GENERAL SUPPORT
CHRISTIAN FOUNDATION FOR CHILDREN AND AGING - 1 ELMWOOD AVE - KANSAS CITY, KS 66103	431243999	501(C)(3)	5,302.	0.			GENERAL SUPPORT
WYCLIFFE BIBLE TRANSLATORS P.O. BOX 628200 ORLANDO, FL 32862	951831097	501(C)(3)	14,351.	0.			GENERAL SUPPORT
WOLF TRAP FOUNDATION FOR THE PERFORMING ARTS - 1645 TRAP RD - VIENNA, VA 22182	237011544	501(C)(3)	17,500.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HABITAT FOR HUMANITY - TWIN CITIES 1954 UNIVERSITY AVE W ST PAUL, MN 55104	363363171	501(C)(3)	5,895.	0.			GENERAL SUPPORT
HARVARD UNIVERSITY 124 MOUNT AUBURN STREET SUITE 430N CAMBRIDGE, MA 02138	042103580	501(C)(3)	6,612.	0.			GENERAL SUPPORT
KANSAS STATE UNIVERSITY FOUNDATION 2323 ANDERSON AVE, STE 500 MANHATTAN, KS 66502-2911	480667209	501(C)(3)	19,551.	0.			GENERAL SUPPORT
SANKARA EYE FOUNDATION USA 1900 MCCARTHY BLVD #302 MILPITAS, CA 95035	776141976	501(C)(3)	23,179.	0.			GENERAL SUPPORT
HELPHOPELIVE INC. 100 MATSONFORD RD., STE. 100 RADNOR, PA 19087	521322317	501(C)(3)	8,090.	0.			GENERAL SUPPORT
UNITED STATES NAVAL ACADEMY FOUNDATION, INC. - 247 KING GEORGE ST - ANNAPOLIS, MD 21402	237003516	501(C)(3)	11,390.	0.			GENERAL SUPPORT
NATIONAL MULTIPLE SCLEROSIS SOCIETY - NORTHERN CALIFORNIA - 1700 OWENS ST STE 190 - SAN FRANCISCO, CA 94158	941294935	501(C)(3)	8,220.	0.			GENERAL SUPPORT
MORAGA EDUCATIONAL FOUNDATION PO BOX 34 MORAGA, CA 94556	942791659	501(C)(3)	7,000.	0.			GENERAL SUPPORT
SAN CARLOS EDUCATIONAL FOUNDATION P.O. BOX 1214 SAN CARLOS, CA 94070	942842712	501(C)(3)	5,654.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
KANSAS FOOD BANK 1919 EAST DOUGLAS AVE WICHITA, KS 67211	480959213	501(C)(3)	9,451.	0.			GENERAL SUPPORT
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E. LOWERY BLVD., NW ATLANTA, GA 30318	581376648	501(C)(3)	5,003.	0.			GENERAL SUPPORT
WAKE FOREST UNIVERSITY UNIVERSITY ADVANCEMENT BOX 7227 WINSTON-SALEM, NC 27109	560532138	501(C)(3)	10,000.	0.			GENERAL SUPPORT
AMERICAN RED CROSS - DISASTER RELIEF FUND - P.O. BOX 37243 - WASHINGTON, DC 20013	530196605	501(C)(3)	12,225.	0.			GENERAL SUPPORT
NATURE CONSERVANCY 4245 N. FAIRFAX DR, STE 100 ARLINGTON, VA 22203	530242652	501(C)(3)	6,327.	0.			GENERAL SUPPORT
AMERICAN CANCER SOCIETY - NATIONAL CHAPTER - 250 WILLIAMS STREET - ATLANTA, GA 30303	131788491	501(C)(3)	5,573.	0.			GENERAL SUPPORT
MEMORIAL SLOAN-KETTERING CANCER CENTER - 1275 YORK AVE - NEW YORK, NY 10065	131924236	501(C)(3)	5,027.	0.			GENERAL SUPPORT
DOCTORS WITHOUT BORDERS USA P.O. BOX 5030 HAGERSTOWN, MD 21741	133433452	501(C)(3)	18,259.	0.			GENERAL SUPPORT
SMILE TRAIN 41 MADISON AVE NEW YORK, NY 10010	133661416	501(C)(3)	9,245.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ST JUDE CHILDREN'S RESEARCH HOSPITAL - 501 ST. JUDE PLACE - MEMPHIS, TN 38105	620646012	501(C)(3)	37,468.	0.			GENERAL SUPPORT
CATHOLIC RELIEF SERVICES 228 W LEXINGTON ST BALTIMORE, MD 21201	135563422	501(C)(3)	46,591.	0.			GENERAL SUPPORT
MERCY CORPS PO BOX 2669 DEPT W PORTLAND, OR 97208	911148123	501(C)(3)	11,309.	0.			GENERAL SUPPORT
WORLD VISION INTERNATIONAL 34834 WEYERHAEUSER WAY S FEDERAL WAY, WA 98063-9716	951922279	501(C)(3)	18,812.	0.			GENERAL SUPPORT
HUMANE SOCIETY OF THE UNITED STATES - 2100 L ST, NW - WASHINGTON, DC 20037	530225390	501(C)(3)	6,292.	0.			GENERAL SUPPORT
UNITED WAY OF WESTERN CONNECTICUT (STAMFORD) - 85 WEST STREET - DANBURY, CT 06810	060879004	501(C)(3)	15,644.	0.			GENERAL SUPPORT
UNITED WAY OF CENTRAL OHIO 360 S 3RD ST COLUMBUS, OH 43215	314393712	501(C)(3)	103,490.	0.			GENERAL SUPPORT
UNITED WAY OF DOUGLAS COUNTY 2518 RIDGE COURT, SUITE 200 LAWRENCE, KS 66046-4029	480796320	501(C)(3)	7,056.	0.			GENERAL SUPPORT
UNITED WAY OF GREATER TOPEKA PO BOX 4188 TOPEKA, KS 66604-0188	480561978	501(C)(3)	34,141.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNITED WAY OF WESTERN CONNECTICUT 85 WEST STREET DANBURY, CT 06810	060646577	501(C)(3)	6,190.	0.			GENERAL SUPPORT
UNITED WAY OF SOUTH HAMPTON ROADS PO BOX 41069 NORFOLK, VA 23541-1069	540506322	501(C)(3)	12,500.	0.			GENERAL SUPPORT
UNITED WAY OF ULSTER COUNTY, INC. 450 ALBANY AVE KINGSTON, NY 12401-2139	141409654	501(C)(3)	6,000.	0.			GENERAL SUPPORT
UNITED WAY OF DELAWARE COUNTY, INC. - PO BOX 319 - DELAWARE, OH 43015	314423899	501(C)(3)	6,098.	0.			GENERAL SUPPORT
UNITED WAY OF EAST CENTRAL ALABAMA, INC. - PO BOX 1122 - ANNISTON, AL 36202-1122	630350957	501(C)(3)	6,176.	0.			GENERAL SUPPORT
UNITED WAY OF COASTAL FAIRFIELD COUNTY - 855 MAIN STREET, 10TH FLOOR - BRIDGEPORT, CT 06604	060864341	501(C)(3)	7,500.	0.			GENERAL SUPPORT
UNITED WAY OF IDAHO FALLS & BONNEVILLE COUNTY INC - PO BOX 51114 - IDAHO FALLS, ID 83405-1114	820233588	501(C)(3)	12,084.	0.			GENERAL SUPPORT
UNIVERSITY OF ROCHESTER PO BOX 270032 ROCHESTER, NY 14627	160743209	501(C)(3)	5,150.	0.			GENERAL SUPPORT
TULANE UNIVERSITY P.O. BOX 61075 NEW ORLEANS, LA 70161-9986	720423889	501(C)(3)	7,000.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GRAND VALLEY STATE UNIVERSITY 301 MICHIGAN ST NE, STE 100 GRAND RAPIDS, MI 49503-3314	381684280	501(C)(3)	6,000.	0.			GENERAL SUPPORT
OTTERBEIN COLLEGE 1 SOUTH GROVE ST. WESTERVILLE, OH 43081	314379532	501(C)(3)	8,702.	0.			GENERAL SUPPORT
DENISON UNIVERSITY 150 RIDGE ROAD GRANVILLE, OH 43023	314379459	501(C)(3)	32,138.	0.			GENERAL SUPPORT
KEEP AMERICA BEAUTIFUL 1010 WASHINGTON BLVD STAMFORD, CT 06901	131761633	501(C)(3)	9,000.	0.			GENERAL SUPPORT
ASPCA 424 E. 92ND ST NEW YORK, NY 10128	131623829	501(C)(3)	8,352.	0.			GENERAL SUPPORT
GIRL SCOUTS OF OHIOS HEARTLAND COUNCIL INC - 1700 WATERMARK DR - COLUMBUS, OH 43215-1097	314379475	501(C)(3)	8,684.	0.			GENERAL SUPPORT
ALZHEIMER'S ASSOCIATION - CENTRAL OHIO CHAPTER - 1379 DUBLIN RD - COLUMBUS, OH 43215	310996236	501(C)(3)	8,073.	0.			GENERAL SUPPORT
COLUMBUS ACADEMY 4300 CHERRY BOTTOM ROAD GAHANNA, OH 43230-1724	314379445	501(C)(3)	10,060.	0.			GENERAL SUPPORT
AMERICAN DIABETES ASSOCIATION - CENTRAL OHIO AREA - 1701 N BEAUREGARD ST - ALEXANDRIA, VA 22311	131623888	501(C)(3)	27,601.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
AMERICAN HEART ASSOCIATION - COLUMBUS METRO - 5455 NORTH HIGH STREET - COLUMBUS, OH 43214-1127	135613797	501(C)(3)	9,418.	0.			GENERAL SUPPORT
HUMANE SOCIETY - CAPITAL AREA 3015 SCIOTO-DARBY EXECUTIVE CT HILLIARD, OH 43026	314379492	501(C)(3)	10,016.	0.			GENERAL SUPPORT
URBAN CONCERN 1000 BONHAM AVENUE COLUMBUS, OH 43211-2904	311327346	501(C)(3)	7,130.	0.			GENERAL SUPPORT
A KID AGAIN 777-G DEARBORN PARK LN COLUMBUS, OH 43085	311440073	501(C)(3)	6,437.	0.			GENERAL SUPPORT
HELPING UP MISSION OF BALTIMORE CITY, INC. - 1029 E BALTIMORE STREET - BALTIMORE, MD 21202-4705	520635090	501(C)(3)	8,294.	0.			GENERAL SUPPORT
TEXAS A&M UNIVERSITY 12TH MAN FOUNDATION - PO BOX 2800 - COLLEGE STATION, TX 77841	741185725	501(C)(3)	6,707.	0.			GENERAL SUPPORT
HABITAT FOR HUMANITY - GREATER COLUMBUS - 3140 WESTERVILLE RD - COLUMBUS, OH 43224	311217994	501(C)(3)	9,350.	0.			GENERAL SUPPORT
PAN MASSACHUSETTS CHALLENGE 77 FOURTH AVE NEEDHAM, MA 02494	042746912	501(C)(3)	5,058.	0.			GENERAL SUPPORT
U.S. FUND FOR UNICEF 125 MAIDEN LN 10TH FL NEW YORK, NY 10038	131760110	501(C)(3)	8,524.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BALLET METROPOLITAN INC 322 MT. VERNON AVE. COLUMBUS, OH 43215-2131	310858562	501(C)(3)	5,546.	0.			GENERAL SUPPORT
AMERICAN CANCER SOCIETY - OHIO DIVISION - 5555 FRANTZ RD. - DUBLIN, OH 43017	131788491	501(C)(3)	8,852.	0.			GENERAL SUPPORT
BAPS CHARITIES 81 SUTTONS LN, STE 201 PISCATAWAY, NJ 08854	261530694	501(C)(3)	6,101.	0.			GENERAL SUPPORT
JUNIOR ACHIEVEMENT OF NEW YORK 420 LEXINGTON AVE STE 205 NEW YORK, NY 10170	133031828	501(C)(3)	6,000.	0.			GENERAL SUPPORT
COLUMBUS SYMPHONY ORCHESTRA 55 EAST STATE STREET COLUMBUS, OH 43215	316402408	501(C)(3)	7,597.	0.			GENERAL SUPPORT
COMMUNITY SHELTER BOARD 111 LIBERTY STREET, SUITE 150 COLUMBUS, OH 43215	311181284	501(C)(3)	6,428.	0.			GENERAL SUPPORT
RESOURCE AREA FOR TEACHERS (RAFT) 1355 RIDDER PARK DRIVE SAN JOSE, CA 95131-2306	770365627	501(C)(3)	5,355.	0.			GENERAL SUPPORT
ST. PATRICKS CATHOLIC ELEMENTARY SCHOOL - PO BOX 10 - ELKHORN, NE 68022	470379377	501(C)(3)	10,800.	0.			GENERAL SUPPORT
FORT HILL CHRISTIAN YOUTH CAMP 13500 FORT HILL ROAD HILLSBORO, OH 45133	310804748	501(C)(3)	11,200.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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CENTRAL OHIO DIABETES ASSOCIATION 1100 DENNISON AVE COLUMBUS, OH 43201	316054100	501(C)(3)	5,818.	0.			GENERAL SUPPORT
PURDUE UNIVERSITY 403 WEST WOOD STREET W LAFAYETTE, IN 47907	356002041	501(C)(3)	16,370.	0.			GENERAL SUPPORT
COLUMBUS MUSEUM OF ART 480 EAST BROAD STREET COLUMBUS, OH 43215	314379447	501(C)(3)	7,660.	0.			GENERAL SUPPORT
SUSAN G. KOMEN FOR THE CURE - COLUMBUS - 929 EASTWIND DR, STE 211 - WESTERVILLE, OH 43081	752844651	501(C)(3)	8,146.	0.			GENERAL SUPPORT
COLUMBUS COUNCIL ON WORLD AFFAIRS 51 JEFFERSON AVENUE COLUMBUS, OH 43215	510180760	501(C)(3)	10,369.	0.			GENERAL SUPPORT
DODGE COUNTY BOARD OF EDUCATION PO BOX 1029 EASTMAN, GA 31023	586000229	501(C)(3)	7,500.	0.			GENERAL SUPPORT
WHITEHALL DISTRICT SCHOOLS 541 SLOCUM WHITEHALL, MI 49461	386002973	501(C)(3)	6,250.	0.			GENERAL SUPPORT
LIVING LANDS & WATERS 17615 RTE 84 NORTH GREAT RIVER ROA EAST MOLINE, IL 61244	364244353	501(C)(3)	23,000.	0.			GENERAL SUPPORT
DANA-FARBER CANCER INSTITUTE 450 BROOKLINE AVE. BOSTON, MA 02215-5450	042263040	501(C)(3)	5,396.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 20037	541722887	501(C)(3)	10,048.	0.			GENERAL SUPPORT
AMERICAN RED CROSS - NATIONAL HEADQUARTERS - P.O. BOX 37295 - WASHINGTON, DC 20013	530196605	501(C)(3)	24,013.	0.			GENERAL SUPPORT
ALZHEIMER'S LAKEWAY PROGRAM SERVICES - 600 NORTH DAISY STREET - MORRISTOWN, TN 37814	581726410	501(C)(3)	5,500.	0.			GENERAL SUPPORT
OHIO STATE UNIVERSITY FOUNDATION 1480 W LANE AVE COLUMBUS, OH 43221	311145986	501(C)(3)	41,775.	0.			GENERAL SUPPORT
UNITED JEWISH APPEAL FEDERATION OF JEWISH PHILANTHROPIES OF NEW YORK, INC - 130 E 59TH ST STE 417 - NEW YORK, NY 10022	510172429	501(C)(3)	7,980.	0.			GENERAL SUPPORT
AMERICAN RED CROSS - GREATER COLUMBUS - 995 EAST BROAD ST. - COLUMBUS, OH 43205-1339	530196605	501(C)(3)	5,492.	0.			GENERAL SUPPORT
CHILDRENS HUNGER ALLIANCE 370 S FIFTH ST COLUMBUS, OH 43215	237303509	501(C)(3)	13,585.	0.			GENERAL SUPPORT
GODMAN GUILD ASSOCIATION 303 E 6TH AVE COLUMBUS, OH 43201	314379478	501(C)(3)	5,484.	0.			GENERAL SUPPORT
VIENNA PRESBYTERIAN CHURCH 124 PARK STREET NE VIENNA, VA 22180	546025443	501(C)(3)	9,094.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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FISTULA FOUNDATION 1900 THE ALAMEDA # 500 SAN JOSE, CA 95126	770547201	501(C)(3)	11,036.	0.			GENERAL SUPPORT
INJURED MARINE SEMPER FI FUND 825 COLLEGE BLVD, SUITE 102 PMB 60 OCEANSIDE, CA 92057	260086305	501(C)(3)	10,093.	0.			GENERAL SUPPORT
CONNECTICUT HUMANE SOCIETY 701 RUSSELL ROAD NEWINGTON, CT 06111	060667605	501(C)(3)	5,126.	0.			GENERAL SUPPORT
NATIONWIDE CHILDRENS HOSPITAL FOUNDATION - 700 CHILDRENS DR - COLUMBUS, OH 43205	311036370	501(C)(3)	9,944.	0.			GENERAL SUPPORT
619 CYSTIC FIBROSIS FOUNDATION OF GREATER NEW YORK, INC. - 424 MADISON AVE 6TH FL - NEW YORK, NY 10017	131930701	501(C)(3)	10,000.	0.			GENERAL SUPPORT
SCHOOL OF THE HOLY CHILD 2225 WESTCHESTER AVENUE RYE, NY 10580	131635305	501(C)(3)	30,000.	0.			GENERAL SUPPORT
PAUL TAYLOR DANCE COMPANY FOUNDATION - 551 GRAND ST - NEW YORK, NY 10002	132665475	501(C)(3)	6,000.	0.			GENERAL SUPPORT
UNITED SERVICE ORGANIZATIONS (USO) P.O. BOX 96322 WASHINGTON, DC 20090	131610451	501(C)(3)	5,304.	0.			GENERAL SUPPORT
CANINE COMPANIONS FOR INDEPENDENCE - NORTH CENTRAL REGIONAL CENTER - 4989 STATE ROUTE 37 EAST - DELAWARE, OH 43015	942494324	501(C)(3)	5,100.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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FRIENDS OF THE MUSKETAWA TRAIL 3056 FRUITVALE RD MONTAGUE, MI 49434	383357738	501(C)(3)	16,000.	0.			GENERAL SUPPORT
MUSKEGON RESCUE MISSION 1715 PECK STREET MUSKEGON, MI 49441	383525239	501(C)(3)	6,000.	0.			GENERAL SUPPORT
SALVATION ARMY - COLUMBUS 966 EAST MAIN STREET COLUMBUS, OH 43205	135562351	501(C)(3)	17,994.	0.			GENERAL SUPPORT
SECOND HARVEST GLEANERS FOOD BANK - WEST MICHIGAN - 864 WEST RIVER CENTER DRIVE - COMSTOCK PARK, MI 49321-8955	382439659	501(C)(3)	6,000.	0.			GENERAL SUPPORT
AMHERST EARLY MUSIC, INC. PO BOX 229 ARLINGTON, MA 02476	133345308	501(C)(3)	10,500.	0.			GENERAL SUPPORT
AREA CONGREGATIONS TOGETHER, INC./SPOONER HOUSE (ACT, INC.) - 30 TODD RD - SHELTON, CT 06484	222653859	501(C)(3)	6,265.	0.			GENERAL SUPPORT
KANSAS HUMANE SOCIETY OF WICHITA INC - 3313 N HILLSIDE ST - WICHITA, KS 67220	480554339	501(C)(3)	8,478.	0.			GENERAL SUPPORT
PITNEY BOWES RELIEF FUND 1 ELMCROFT RD MSC 63-09 STAMFORD, CT 06926	273398652	501(C)(3)	68,518.	0.			GENERAL SUPPORT
AUTISM SPEAKS- NEW YORK 1060 STATE RD 2ND FL PRINCETON, NJ 08540	202329938	501(C)(3)	5,314.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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STAMFORD HOSPITAL FOUNDATION 1351 WASHINGTON BLVD, STE 202 STAMFORD, CT 06902	222478748	501(C)(3)	9,763.	0.			GENERAL SUPPORT
CHRISTIAN LIFE SCHOOL 10700 75TH STREET KENOSHA, WI 53142	392003070	501(C)(3)	26,466.	0.			GENERAL SUPPORT
DIOCESE OF BRIDGEPORT CATHOLIC CHARITIES - 238 JEWETT AVENUE - BRIDGEPORT, CT 06606-2892	060653053	501(C)(3)	8,998.	0.			GENERAL SUPPORT
BRIDGEPORT RESCUE MISSION PO BOX 9057 BRIDGEPORT, CT 06601	061362705	501(C)(3)	10,414.	0.			GENERAL SUPPORT
CATHOLIC CHARITIES OF FAIRFIELD COUNTY - 238 JEWETT AVENUE - BRIDGEPORT, CT 06606	060653053	501(C)(3)	18,400.	0.			GENERAL SUPPORT
WOUNDED WARRIOR PROJECT 4899 BELFORT RD. STE. 300 JACKSONVILLE, FL 32256	202370934	501(C)(3)	16,918.	0.			GENERAL SUPPORT
GOODCITY 5049 W HARRISON CHICAGO, IL 60644	363467921	501(C)(3)	38,318.	0.			GENERAL SUPPORT
RENSSELAER POLYTECHNIC INSTITUTE PO BOX 3164 BOSTON, MA 02241	141340095	501(C)(3)	8,628.	0.			GENERAL SUPPORT
LUTHERAN SOCIAL SERVICES OF CENTRAL OHIO - 500 W. WILSON BRIDGE RD. STE. 245 - WORTHINGTON, OH 43085	314412586	501(C)(3)	6,010.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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GEORGE WASHINGTON UNIVERSITY 2100 M ST NW, STE 310 WASHINGTON, DC 20052	530196584	501(C)(3)	6,050.	0.			GENERAL SUPPORT
ELON UNIVERSITY 2600 CAMPUS BOX ELON, NC 27244	560532303	501(C)(3)	10,000.	0.			GENERAL SUPPORT
BOY SCOUTS OF AMERICA - SIMON KENTON COUNCIL - 807 KINNEAR RD - COLUMBUS, OH 43212	314388520	501(C)(3)	8,317.	0.			GENERAL SUPPORT
XENOS CHRISTIAN FELLOWSHIP, INC 1340 COMMUNITY PARK DR COLUMBUS, OH 43229	310996318	501(C)(3)	8,400.	0.			GENERAL SUPPORT
SOUTH RIDING CHURCH ANGLICAN, INC 43547 KIPLINGTON SQ. SOUTH RIDING, VA 20152	651262156	501(C)(3)	28,105.	0.			GENERAL SUPPORT
ST. JUDE CHILDREN'S RESEARCH HOSPITAL NATIONAL CHAPTER - 501 ST. JUDE PLACE - MEMPHIS, TN 38105	351044585	501(C)(3)	13,544.	0.			GENERAL SUPPORT
MID-WESTERN CHILDREN'S HOME PO BOX 48 - 4585 LONG-SPURLING ROA PLEASANT PLAIN, OH 45162	310722339	501(C)(3)	10,200.	0.			GENERAL SUPPORT
JUNIOR ACHIEVEMENT OF WESTERN PENNSYLVANIA - ONE ALLEGHENY CENTER STE 430 - PITTSBURGH, PA 15212	250983059	501(C)(3)	6,000.	0.			GENERAL SUPPORT
FAIRFIELD COUNTY COMMUNITY FOUNDATION INC - 383 MAIN AVE - NORWALK, CT 06851-1543	061083893	501(C)(3)	5,250.	0.			GENERAL SUPPORT

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SHOW HOPE PO BOX 647 FRANKLIN, TN 37065	320011220	501(C)(3)	50,960.	0.			GENERAL SUPPORT
LIFETIME ASSISTANCE FOUNDATION INC 425 PAUL RD ROCHESTER, NY 14624	133754497	501(C)(3)	6,702.	0.			GENERAL SUPPORT
RONALD MCDONALD HOUSE OF WICHITA 1110 N EMPORIA WICHITA, KS 67214	480918101	501(C)(3)	9,745.	0.			GENERAL SUPPORT
STEP UP WOMEN'S NETWORK - NEW YORK OFFICE - 159 BLEECKER STREET 2B - NEW YORK, NY 10012	954701468	501(C)(3)	11,000.	0.			GENERAL SUPPORT
HEMOPHILIA FOUNDATION OF NORTHERN CALIFORNIA - 6400 HOLLIS ST STE 6 - EMERYVILLE, CA 94608	941638703	501(C)(3)	5,755.	0.			GENERAL SUPPORT
MONTAGUE MUSEUM AND HISTORICAL ASSOCIATION - 8778 FERRY ST - MONTAGUE, MI 49437	510156948	501(C)(3)	7,500.	0.			GENERAL SUPPORT
WESTPORT COUNTRY PLAYHOUSE 25 POWERS CT WESTPORT, CT 06880	237357943	501(C)(3)	42,270.	0.			GENERAL SUPPORT
WEST MICHIGAN VETERANS, INC. 165 E. APPLE AVE, STE 201 MUSKEGON, MI 49442	383036621	501(C)(3)	6,000.	0.			GENERAL SUPPORT
INSTITUTE OF INTERNATIONAL EDUCATION (WEST COAST OFFICE) - 530 BUSH STREET SUITE 1000 - SAN FRANCISCO, CA 94108	131624046	501(C)(3)	7,350.	0.			GENERAL SUPPORT

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CATHOLIC FOUNDATION 5310 HARVEST HILL RD STE 248 DALLAS, TX 75230	751106620	501(C)(3)	15,000.	0.			GENERAL SUPPORT
HUMANE SOCIETY OF MADISON COUNTY 2020 PLAIN CITY-GEORGESVILLE ROAD WEST JEFFERSON, OH 43162	311269669	501(C)(3)	5,870.	0.			GENERAL SUPPORT
FAMILY PROMISE OF BLOUNT COUNTY PO BOX 4457 MARYVILLE, TN 37802	261457703	501(C)(3)	6,000.	0.			GENERAL SUPPORT
FRIENDS OF GWINNETT COUNTY SENIOR SERVICES - PO BOX 1680 - LAWRENCEVILLE, GA 30046	582479011	501(C)(3)	6,000.	0.			GENERAL SUPPORT
OHIO STATE UNIVERSITY FOUNDATION - PELONIA - 351 W. NATIONWIDE BLVD. - COLUMBUS, OH 43215	311145986	501(C)(3)	43,105.	0.			GENERAL SUPPORT
SAINT JOHN THE BAPTIST SCHOOL 500 S 18TH ST PLATSMOUTH, NE 68048-2001	052830531	501(C)(3)	6,000.	0.			GENERAL SUPPORT
MUSKEGON AREA CHAMBER OF COMMERCE FOUNDATION - 380 W. WESTERN AVENUE SUITE 202 - MUSKEGON, MI 49440	383634571	501(C)(3)	6,000.	0.			GENERAL SUPPORT
OPEN DOOR MISSION-OMAHA PO BOX 8340 OMAHA, NE 68108-0340	470411375	501(C)(3)	6,769.	0.			GENERAL SUPPORT
BARAT ACADEMY 17815 WILD HORSE CREEK ROAD CHESTERFIELD, MO 63005	202666579	501(C)(3)	14,130.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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LUMEN CHRISTI CATHOLIC SCHOOL 580 E STEVENS ST INDIANAPOLIS, IN 46203	562289793	501(C)(3)	9,900.	0.			GENERAL SUPPORT
CATHOLIC CHARITIES OF THE DIOCESE OF ALBANY - 40 N MAIN AVE - ALBANY, NY 12203	270398298	501(C)(3)	5,520.	0.			GENERAL SUPPORT
THE LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVENUE WHITE PLAINS, NY 10605	135644916	501(C)(3)	5,789.	0.			GENERAL SUPPORT
UNIVERSITY OF MICHIGAN 3003 SOUTH STATE STREET STE 8000 ANN ARBOR, MI 48109	386006309	501(C)(3)	14,900.	0.			GENERAL SUPPORT
DREAM COME TRUE OF WESTERN CONNECTICUT - P.O. BOX 2415 - DANBURY, CT 06813	061318497	501(C)(3)	5,095.	0.			GENERAL SUPPORT
ST GABRIEL RADIO INC. 4673 WINTERSET DR COLUMBUS, OH 43220	300220140	501(C)(3)	15,815.	0.			GENERAL SUPPORT
NEIGHBORHOOD CONSERVATION SERVICES OF BARBERTON - 104 3RD STREET NW - BARBERTON, OH 44203	341326318	501(C)(3)	11,500.	0.			GENERAL SUPPORT
VT SEVA P.O. BOX 406 PRINCETON JUNCTION, NJ 08550	800271287	501(C)(3)	5,390.	0.			GENERAL SUPPORT
ALL BLESSINGS INTERNATIONAL 3808 S. GRIFFITH AVE OWENSBORO, KY 42301	300090752	501(C)(3)	9,352.	0.			GENERAL SUPPORT

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UNITED WAY OF JOHNSON COUNTY PO BOX 871400 KANSAS CITY, MO 64112	440545812	501(C)(3)	9,765.	0.			GENERAL SUPPORT
LIFECARE ALLIANCE 1699 WEST MOUND STREET COLUMBUS, OH 43223	314379494	501(C)(3)	5,622.	0.			GENERAL SUPPORT
MID-OHIO FOOD BANK 3960 BROOKHAVEN DRIVE GROVE CITY, OH 43123	310865343	501(C)(3)	57,317.	0.			GENERAL SUPPORT
HOMELESS FAMILIES FOUNDATION OF COLUMBUS - 33 N. GRUBB ST - COLUMBUS, OH 43215	311179492	501(C)(3)	10,921.	0.			GENERAL SUPPORT
CATHOLIC SOCIAL SERVICES, INC./COLUMBUS - 197 E GAY ST - COLUMBUS, OH 43215	314379437	501(C)(3)	8,332.	0.			GENERAL SUPPORT
UNITED WAY OF THE PLAINS 245 NORTH WATER STREET WICHITA, KS 67202-2090	480547688	501(C)(3)	27,139.	0.			GENERAL SUPPORT
JAMES CANCER HOSPITAL FOUNDATION 300 WEST 10TH AVENUE COLUMBUS, OH 43210	311301428	501(C)(3)	9,604.	0.			GENERAL SUPPORT
FIRST COMMUNITY FOUNDATION 1320 CAMBRIDGE BLVD. COLUMBUS, OH 43212	316027662	501(C)(3)	13,000.	0.			GENERAL SUPPORT
HABITAT FOR HUMANITY METRO LOUISVILLE - 1620 BANK ST - LOUISVILLE, KY 40203	611242075	501(C)(3)	26,000.	0.			GENERAL SUPPORT

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FAITH MISSION INC 500 W WILSON BRIDGE RD STE 245 COLUMBUS, OH 43085	310809759	501(C)(3)	12,170.	0.			GENERAL SUPPORT
FUTURE GENERATIONS GRADUATE SCHOOL 390 ROAD LESS TRAVELED FRANKLIN, WV 26807	204093450	501(C)(3)	5,392.	0.			GENERAL SUPPORT
IVY CREEK CHURCH 1416 BRASELTON HWY LAWRENCEVILLE, GA 30043	582166101	501(C)(3)	5,547.	0.			GENERAL SUPPORT
HOPE FOR HILLTRIBES PO BOX 14091 COLUMBUS, OH 43214	270400885	501(C)(3)	5,550.	0.			GENERAL SUPPORT
HORIZON COMMUNITY ENGAGEMENT CORPORATION - 34 GLENCOE ROAD - COLUMBUS, OH 43214	263052918	501(C)(3)	10,000.	0.			GENERAL SUPPORT
PALMER DRUG ABUSE PROGRAM PO BOX 782155 SAN ANTONIO, TX 78278	742216041	501(C)(3)	8,550.	0.			GENERAL SUPPORT
SMOKY ROW BRETHERN CHURCH 7260 SMOKY ROW ROAD COLUMBUS, OH 43235	310992807	501(C)(3)	7,800.	0.			GENERAL SUPPORT
JOSHUA TREE ELEMENTARY SCHOOL PTO 4950 SUNBURST AVE. JOSHUA TREE, CA 92252	330053758	501(C)(3)	16,000.	0.			GENERAL SUPPORT
OHIO STATE UNIVERSITY COMPREHENSIVE CANCER CENTER - 300 WEST 10TH AVENUE STE 519 - COLUMBUS, OH 43210	311145986	501(C)(3)	7,582.	0.			GENERAL SUPPORT

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WORTHINGTON CHRISTIAN SCHOOLS INC. 6675 WORTHINGTON GALENA ROAD WORTHINGTON, OH 43085	271698164	501(C)(3)	8,760.	0.			GENERAL SUPPORT
TRBMM OF ASSOCIATION FOR THE INTEGRATION OF THE WHOLE PERSON - 22 LIVE OAK AVE. - FAIRFAX, CA 94930	953455451	501(C)(3)	6,000.	0.			GENERAL SUPPORT
WOSU PUBLIC MEDIA 2400 OLENTANGY RIVER RD. COLUMBUS, OH 43210	311145986	501(C)(3)	6,586.	0.			GENERAL SUPPORT
CHRIST LUTHERAN SCHOOL 11720 NIEMAN RD OVERLAND PARK, KS 66210	480915087	501(C)(3)	11,400.	0.			GENERAL SUPPORT
ST GABRIEL SCHOOL 1 TUDOR RD MILFORD, CT 06460	066055388	501(C)(3)	6,400.	0.			GENERAL SUPPORT
BOOKS FOR KEEPS PO BOX 49761 ATHENS, GA 30606	274714080	501(C)(3)	5,613.	0.			GENERAL SUPPORT
SECOND CHANCE SHELTER 130 COUNTRY ROAD 398 BOAZ, AL 35957	262717351	501(C)(3)	19,500.	0.			GENERAL SUPPORT
ARC / PROJECT DESERVE 1900 E DOUGLAS WICHITA, KS 67201	480543701	501(C)(3)	5,647.	0.			GENERAL SUPPORT
BOYS AND GIRLS CLUB OF TOPEKA 550 SE 27TH TOPEKA, KS 66605	480636732	501(C)(3)	31,832.	0.			GENERAL SUPPORT

Schedule I (Form 990)

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Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HARVESTERS 215 SE QUINCY TOPEKA, KS 66603	431208665	501(C)(3)	21,959.	0.			GENERAL SUPPORT
HELPING HANDS HUMANE SOCIETY 5720 SW 21ST ST TOPEKA, KS 66604	480597124	501(C)(3)	16,595.	0.			GENERAL SUPPORT
BOY SCOUTS OF AMERICA / JAYHAWK AREA COUNCIL - 1020 SE MONROE - TOPEKA, KS 66612	480543748	501(C)(3)	7,748.	0.			GENERAL SUPPORT
MIDLAND CARE CONNECTION 200 SW FRAZIER CIRCLE TOPEKA, KS 66606	480883888	501(C)(3)	9,353.	0.			GENERAL SUPPORT
PROJECT TOPEKA FOOD DRIVE 1315 SW ARROWHEAD DR. TOPEKA, KS 66604	300596254	501(C)(3)	10,007.	0.			GENERAL SUPPORT
TOPEKA RESCUE MISSION 600 N KANSAS TOPEKA, KS 66608	480688068	501(C)(3)	61,085.	0.			GENERAL SUPPORT
HABITAT FOR HUMANITY / WICHITA 130 E MURDOCK, STE 102 WICHITA, KS 67214	581735540	501(C)(3)	6,131.	0.			GENERAL SUPPORT
MEALS ON WHEELS / SHAWNEE AND JEFFERSON COUNTY - 2701 EAST CIRCLE DR S, STE 2 - TOPEKA, KS 66606	480792685	501(C)(3)	9,718.	0.			GENERAL SUPPORT
TARC 2701 SW RANDOLPH TOPEKA, KS 66611	486086732	501(C)(3)	15,113.	0.			GENERAL SUPPORT

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HABITAT FOR HUMANITY OF GREATER CLEVELAND - 2110 W. 110TH STREET - CLEVELAND, OH 44102	311209423	501(C)(3)	6,000.	0.			GENERAL SUPPORT
LEADERSHIP EDUCATION FOR ASIAN PACIFICS INC (LEAP) - 327 E. 2ND ST STE 226 - LOS ANGELES, CA 90012	953879677	501(C)(3)	15,000.	0.			GENERAL SUPPORT
SECURELY SPEAKING TOASTMASTERS 350 ELLIS ST. MOUNTAIN VIEW, CA 94043	260510392	501(C)(3)	5,090.	0.			GENERAL SUPPORT
CRISTO REY JESUIT HIGH SCHOOL 420 S. CHESTER ST. BALTIMORE, MD 21231	050632734	501(C)(3)	15,000.	0.			GENERAL SUPPORT
DIAMOND BASEBALL FOUNDATION 144 WEST END AVE KNOXVILLE, TN 37934	454443436	501(C)(3)	10,600.	0.			GENERAL SUPPORT
SILICON VALLEY COMMUNITY FOUNDATION - 2440 WEST EL CAMINO REAL STE 300 - MOUNTAIN VIEW, CA 94040	205205488	501(C)(3)	35,500.	0.			GENERAL SUPPORT

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Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

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Part IV Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2:

THE ORGANIZATION USES A COMBINATION OF AN ANNUAL
RECERTIFICATION PROCESS AND THIRD PARTY VENDORS TO ENSURE COMPLIANCE.

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--------------------------------------------------------------------|--------------------------------------------------------------------------|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|-------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a Receive a severance payment or change-of-control payment?
- b Participate in, or receive payment from, a supplemental nonqualified retirement plan?
- c Participate in, or receive payment from, an equity-based compensation arrangement?
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a The organization?
- b Any related organization?
- If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a The organization?
- b Any related organization?
- If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule J (Form 990) 2013

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) SCOTT JACKSON PRESIDENT AND CEO	(i)	292,689.	25,000.	15,000.	25,500.	18,500.	376,689.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) STANLEY BERMAN CHIEF FINANCIAL OFFICER	(i)	181,939.	25,926.	22,992.	23,076.	15,123.	269,056.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) MARK OLIPHANT FORMER CHIEF INFO. & OPER.	(i)	180,066.	16,200.	9,256.	20,542.	15,946.	242,010.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) ANN CANELA VP, PARTNER SOLUTIONS	(i)	147,617.	0.	4,467.	4,264.	1,987.	158,335.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) TERESA CONNOR SENIOR DIRECTOR	(i)	123,168.	12,500.	6,669.	14,224.	18,395.	174,956.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) JOSEPH METTIMANO VP FOR MARKETING AND CAMPAIGN ENGAGE	(i)	122,638.	3,197.	6,659.	13,239.	18,500.	164,233.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) VICTORIA ADAMS EXECUTIVE DIRECTOR, CFC-OVERSEAS	(i)	111,653.	8,500.	11,625.	12,375.	7,123.	151,276.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) RENEE ACOSTA FORMER PRESIDENT (SEE SCHEDULE O)	(i)	532,664.	45,162.	5,320.	24,904.	6,283.	614,333.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

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SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

FORM 990, PART III, LINE 1 - MISSION:

(CONTINUED)

GLOBAL IMPACT IS A LEADER IN GROWING GLOBAL PHILANTHROPY. THE

ORGANIZATION BUILDS PARTNERSHIPS AND RAISES RESOURCES THAT HELP THE

WORLD'S MOST VULNERABLE PEOPLE BY PROVIDING INTEGRATED,

PARTNER-SPECIFIC ADVISORY AND SECRETARIAT SERVICES; CAMPAIGN DESIGN,

MARKETING AND IMPLEMENTATION FOR WORKPLACE AND SIGNATURE FUNDRAISING

CAMPAIGNS; AND FISCAL AGENCY, TECHNOLOGY SERVICES AND INTEGRATED GIVING

PLATFORMS. GLOBAL IMPACT WORKS WITH APPROXIMATELY 450 PUBLIC AND

PRIVATE SECTOR WORKPLACE GIVING CAMPAIGNS TO GENERATE FUNDING FOR AN

ALLIANCE OF MORE THAN 120 INTERNATIONAL CHARITIES, INCLUDING CARE,

DOCTORS WITHOUT BORDERS, HELPER INTERNATIONAL, SAVE THE CHILDREN, THE

U.S. FUND FOR UNICEF AND WORLD VISION. THROUGH THESE PARTNERSHIPS,

GLOBAL IMPACT MEETS REAL NEEDS WITH REAL RESULTS BY SUPPORTING PROGRAMS

FOCUSED ON CLEAN WATER, DISASTER RELIEF AND RESILIENCY, ECONOMIC

DEVELOPMENT, EDUCATION, ENVIRONMENTAL SUSTAINABILITY, GLOBAL HEALTH AND

CHILD SURVIVAL, HUMAN TRAFFICKING, HUNGER, AND WOMEN AND GIRLS.

GLOBAL IMPACT EQUIPS PRIVATE SECTOR AND NONPROFIT SECTOR ORGANIZATIONS

TO ACHIEVE THEIR PHILANTHROPIC GOALS BY PROVIDING REVENUE

DIVERSIFICATION STRATEGIES, EMPLOYEE ENGAGEMENT PROGRAMS, CSR

STRATEGIES, AND CUSTOM PHILANTHROPIC FUNDS. GLOBAL IMPACT SERVES AS THE

SECRETARIAT OF GLOBAL HEALTH COUNCIL, THE HILTON HUMANITARIAN PRIZE

LAUREATES COLLABORATIVE AND THE CENTRAL AMERICA DONORS FORUM. THE

ORGANIZATION ALSO SERVES AS ADMINISTRATOR FOR ONE OF THE WORLD'S

LARGEST WORKPLACE GIVING CAMPAIGNS, THE COMBINED FEDERAL

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2013)

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Name of the organization GLOBAL IMPACT	Employer identification number 52-1273585
-------------------------------------------	----------------------------------------------

CAMPAIGN-OVERSEAS.

SINCE 1956, GLOBAL IMPACT HAS GENERATED MORE THAN \$1.7 BILLION TO HELP THE WORLD'S MOST VULNERABLE PEOPLE. LEARN MORE AT CHARITY.ORG.

FORM 990, PART III, LINE 3, CHANGES IN PROGRAM SERVICES:

EXPLANATION: GLOBAL IMPACT CEASED THE MANAGEMENT OF THE COMBINED FEDERAL CAMPAIGN OF THE NATIONAL CAPITAL AREA. THIS IS A DIRECT EFFECT OF THE DROP IN REVENUE AND EXPENSES. THE PREVIOUS YEAR'S 990 REVENUE SPECIFICALLY FOR CFCNCA WAS \$56,012,164 AND EXPENSES WERE \$56,012,164.

FORM 990, PART III, LINE 4A - CAMPAIGN SOLUTIONS:

GLOBAL IMPACT CREATES AND IMPLEMENTS A FULL SUITE OF WORKPLACE FUNDRAISING CAMPAIGN SOLUTIONS THAT INCLUDES CAMPAIGN DESIGN, THE OVERALL AND ONGOING MANAGEMENT OF A CAMPAIGN, AND ONGOING REPRESENTATION WITH EMPLOYEES, DONORS AND INSTITUTIONS. DURING THIS YEAR, GLOBAL IMPACT ADMINISTERED THE COMBINED FEDERAL CAMPAIGN-OVERSEAS, WHICH RAISED OVER \$10 MILLION IN GROSS PLEDGES. AS A FUNDRAISING INTERMEDIARY FOR MORE THAN 60 YEARS, ON BEHALF OF ITS ALLIANCE OF 120+ INTERNATIONALLY-FOCUSED CHARITIES, GLOBAL IMPACT ENGAGED NEARLY 450 PUBLIC AND PRIVATE-SECTOR WORKPLACE GIVING CAMPAIGNS, WHICH COLLECTIVELY RAISED OVER \$17 MILLION IN GROSS PLEDGES. GLOBAL IMPACT ALSO PROVIDES IMPACT FUNDS, WHICH CURRENTLY ARE BUILT AROUND NINE THEMATIC AREAS: DISASTER RELIEF, ECONOMIC DEVELOPMENT, EDUCATION, CLEAN WATER, GLOBAL HEALTH AND CHILD SURVIVAL, HUMAN TRAFFICKING, HUNGER, MALARIA AND WOMEN AND GIRLS. THESE FUNDS ARE

DESIGNED FOR THE DONOR WHO IS CONCERNED ABOUT A PARTICULAR ISSUE, AND

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Name of the organization GLOBAL IMPACT	Employer identification number 52-1273585
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CAN BE PROVIDED AS A GIVING OPTION WITHIN AN EXISTING WORKPLACE GIVING CAMPAIGN OR CAN BE TAILORED TO THE SPECIFIC PHILANTHROPIC NEEDS OF A CORPORATION OR PRIVATE OR COMMUNITY FOUNDATION. BY LEVERAGING A BROAD AND LONG-STANDING NETWORK OF MEDIA ALLIANCES, GLOBAL IMPACT PROVIDES CHARITIES A MEANS OF PARTICIPATING IN PRINT AND ELECTRONIC COOP ADVERTISING CAMPAIGNS.

FORM 990, PART III, LINE 4B - PROGRAM SUPPORT SOLUTIONS:

FOR NEARLY 10 YEARS GLOBAL IMPACT HAS SERVED AS FIDUCIARY FOR DONOR ADVISED FUNDS ON BEHALF OF CORPORATE FOUNDATIONS AND FOR TEMPORARILY RESTRICTED CHARITABLE FUNDS CREATED FOR CORPORATIONS. THROUGH THESE EFFORTS, ABOUT \$8 MILLION WAS RAISED AND DISTRIBUTED TO CHARITIES DURING THE YEAR. THROUGH ITS WORK TO ANNUALLY RECERTIFY THE 120+ MEMBERS OF ITS CHARITY ALLIANCE, GLOBAL IMPACT USES ITS EXTENSIVE EXPERIENCE TO VET AND CERTIFY BOTH DOMESTIC AND INTERNATIONAL CHARITABLE ORGANIZATIONS. USING ITS PROPRIETARY MODEL, GLOBAL IMPACT HAS BUILT A SUCCESSFUL CHARITY VETTING, CERTIFICATION AND STATE REGISTRATION PRACTICE AREA THAT INCORPORATES IRS REQUIREMENTS, FINANCIAL ANALYSIS AND MONITORING. GLOBAL IMPACT AUGMENTS, LEVERAGES OR CREATES STAND-ALONE PRIVATE LABEL PLATFORM THAT CAN BE EASILY LAUNCHED WITH MINIMAL SETUP AND A SEAMLESS USER EXPERIENCE TO MEET PHILANTHROPIC NEEDS.

FORM 990, PART III, LINE 4C - PARTNER SOLUTIONS:

BUILDING ON ITS 60 YEARS OF EXPERIENCE IN WORKPLACE FUNDRAISING, GLOBAL IMPACT PROVIDES COUNSEL TO CORPORATIONS ON THE FULL

Name of the organization GLOBAL IMPACT	Employer identification number 52-1273585
-------------------------------------------	----------------------------------------------

SCOPE OF STRATEGY DEVELOPMENT AROUND GLOBAL PHILANTHROPY AND CORPORATE SOCIAL RESPONSIBILITY (CSR), TO INCLUDE THE DEVELOPMENT OF ISSUES-ORIENTED GIVING FUNDS AND MATCHING GIFT PROGRAMS, DEVELOPING CSR MARKETING, VISIBILITY AND REPORTING STRATEGIES AND CSR BENCHMARKING. IT HELPS CORPORATIONS PARTNER WITH LIKE-MINDED ORGANIZATIONS AND TO IMPROVE THEIR EMPLOYEE ENGAGEMENTS STRATEGIES. ADDITIONALLY, WORKING WITH CHARITIES AND OTHER NGOS, GLOBAL IMPACT ASSISTS IN STRATEGIC PLANNING AND ORGANIZATIONAL DEVELOPMENT WITH A FOCUS IDENTIFYING REVENUE SOURCES AND STRATEGIES, DEVELOPING BOARD AND DONOR ENGAGEMENT AND TRAINING AND BENCHMARKING FUNDRAISING PROGRAMS. AS NEEDED, GLOBAL IMPACT PROVIDES SECRETARIAT LEVEL SUPPORT TO CHARITIES AND PROGRAMS, TO INCLUDE AIDING EXISTING BOARDS OR PROGRAM MANAGERS WITH STRATEGIC PLANNING AND ORGANIZATIONAL DEVELOPMENT SERVICES, DEVELOPING AND IMPLEMENTING MEMBERSHIP AND FUNDRAISING PROGRAMS AND PROVIDING ADMINISTRATIVE SUPPORT.

FORM 990, PART VI, SECTION B, LINE 11:
 THE ORGANIZATION'S FORM 990 UNDERGOES A NUMBER OF INTERNAL AND EXTERNAL REVIEWS BEFORE IT IS FILED WITH THE IRS. THE RETURN IS PREPARED BY THE ORGANIZATION'S PUBLIC ACCOUNTING FIRM, BDO USA, AND IS REVIEWED BY THE ORGANIZATION'S SENIOR DIRECTOR OF FINANCE AND ACCOUNTING. FORM 990 IS THEN REVIEWED BY THE AUDIT COMMITTEE PRIOR TO A BOARD MEETING. THE FORM IS PRESENTED TO THE BOARD BY THE AUDIT COMMITTEE CHAIR OR THE SENIOR DIRECTOR OF FINANCE AND ACCOUNTING. EACH BOARD MEMBER THEN RECEIVES BY EMAIL AN ELECTRONIC VERSION OF THE FORM, SO THAT EACH CAN REVIEW IT AND RAISE QUESTIONS BEFORE THE FORM IS FILED.

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

FORM 990, PART VI, SECTION B, LINE 12C:

A YEARLY SIGNING OF CONFLICT OF INTEREST IS DONE BY ALL

MEMBERS OF THE BOARD AND STAFF.

FORM 990, PART VI, SECTION B, LINE 15:

THE BOARD'S EXECUTIVE COMMITTEE SERVES AS THE COMPENSATION

COMMITTEE AND MAKES THE DECISION ON EXECUTIVE COMPENSATION. THE COMMITTEE

CONDUCTS A COMPENSATION REVIEW AND PRESENTS COMPARABLE SALARIES FOR EACH

POSITION.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, IL, IN, KS, KY, ME, MD, MA, MI, MS, MO, MN, NH, NJ, NM, NY

NC, ND, OH, OK, OR, PA, RI, SC, TN, TX, UT, VT, VA, WV, WA, WI, HI

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF

INTEREST POLICY, AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON

REQUEST. ADDITIONALLY, THE FINANCIAL STATEMENTS ARE POSTED ON ITS WEBSITE.

FORM 990, PART VII - COMPENSATION

RENEE ACOSTA RECEIVED COMPENSATION AS A CONSULTANT DURING

THE CALENDAR YEAR 2013. THIS AMOUNT IS REPORTED UNDER PART VII, SECTION

A AS COMPENSATION TO A FORMER OFFICER AND IN PART VII, SECTION B AS ONE

OF THE TOP FIVE INDEPENDENT CONTRACTORS. THE AMOUNT IS THEREFOR

REPORTED TWICE ON THE 2013 FORM 990. IT IS ALSO INCLUDED IN THE

COMPENSATION REPORTED ON SCHEDULE J. RENEE ACOSTA WAS COMPENSATED AS

PRESIDENT IN THE AMOUNT OF \$366,479 FOR THE TIME PERIOD OF JANUARY 1,

332212
09-04-13

Name of the organization GLOBAL IMPACT	Employer identification number 52-1273585
-------------------------------------------	----------------------------------------------

2013 TO APRIL 30, 2013. THE TOTAL COMPENSATION AMOUNT CONSISTS OF
 SALARY, VACATION, RETIREMENT, AND BONUS. MS. ACOSTA WAS COMPENSATED AS
 A CONSULTANT IN THE AMOUNT OF \$216,667 FOR THE TIME PERIOD OF MAY 1,
 2013 TO DECEMBER 31, 2013.

FORM 990, PART X, LINE 19 - CHANGE IN DEFERRED REVENUE
 THIS YEAR'S DEFERRED REVENUE REFLECTS THE BENEFIT OF
 INCENTIVES IN THE LEASE OF THE OFFICE SPACE. THE BENEFITS OF THE LEASE
 INCENTIVES, INCLUDING FREE RENT AND A TENANT IMPROVEMENT ALLOWANCE, ARE
 BEING RECOGNIZED RATABLY OVER THE TERM OF THE LEASE.

FORM 990, PART XII, LINE 2C - OVERSIGHT OF AUDIT:
 THERE HAVE BEEN NO CHANGES DURING THE YEAR IN THE PROCESS
 FOR OVERSIGHT OF THE AUDIT OF THE FINANCIAL STATEMENTS.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

GLOBAL IMPACT

Employer identification number

52-1273585

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

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Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
GLOBAL REACH - 26-3265577 1199 N FAIRFAX ST., SUITE 300 ALEXANDRIA, VA 22314	CONNECTOR LINKING ORGANIZATIONS TO DELIVER MORE HELP TO PEOPLE.	DISTRICT OF COLUMBIA	501(C)(3)	170(B)(1)(A) (VI)	GLOBAL IMPACT	X	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2013

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

	Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?		
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	X	
o Sharing of paid employees with related organization(s)	X	
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

643

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions. GLOBAL IMPACT	Employer identification number (EIN) or 52-1273585
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 66 CANAL CENTER PLAZA, NO. 310	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ALEXANDRIA, VA 22314	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STANLEY M. BERMAN, CPA, CGMA, CFO

- The books are in the care of ▶ **66 CANAL CENTER PLAZA, STE 310 - ALEXANDRIA, VA 22314**
Telephone No. ▶ **703-717-5200** Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2015**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

- ▶ calendar year _____ or
- ▶ tax year beginning **JUL 1, 2013**, and ending **JUN 30, 2014**.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

Leg Clerk

Ms. Angela Calvillo
Office of the Clerk
San Francisco Board of Supervisors
City Hall, Room 244
1Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

RECEIVED
BOARD OF SUPERVISORS
SAN FRANCISCO
2015 FEB 20 AM 10:55
AK

RE: 2015 City & County of San Francisco Annual Fundraising Drive

Dear Ms. Calvillo:

Please find attached an application with attachments for the 2015 Fundraising Campaign. I have attached all required material based on my understanding of Section 16.93-3 of the Administrative Code.

It was a pleasure to work with the City and County on the 2014 Campaign and we look forward to 2015.

Thank you for your consideration of this application and please let me know if you have any questions.

Best regards,



Michelle C Clancy
Membership Services
Local Independent Charities of America

February 19, 2015

RE: SF City & County Combined Charities Campaign

San Francisco Board of Supervisors
City Hall, Room 244
1Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Dear Sir or Madam:

Local Independent Charities of America (LICA) would like to formally request that we be included on the Pledge Card for the 2015 City & County of San Francisco Annual Joint Fundraising Drive. LICA is a qualified federation in accordance with Administrative Code, Section 16.93-2.

LICA is aware of the responsibilities of being a participating federation as outlined by the Memorandum of Understanding and will gladly work with the other members to ensure the 2015 campaign is a success. LICA's administrative and fundraising overhead is currently less than 3%.

Thank you for your time and consideration. If you require any additional information, please call me at (800) 876-0413, extension 100.

Sincerely,

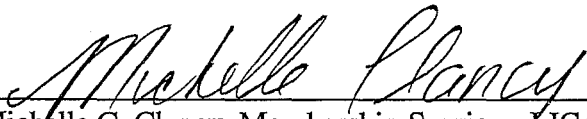


Michelle C Clancy
Membership Services
Local Independent Charities of America

Enclosed:

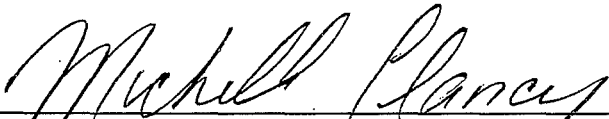
- LICA Certification Page
- LICA List of Agencies
- LICA 501(c)3 Letter
- LICA 4/30/2013 Audit
- LICA 4/30/2013 Form 990

I certify that Local Independent Charities of America (LICA) is a federated agency representing over 300 charitable organizations of which at least 90% are located in the counties of San Francisco, San Mateo, Santa Clara, Alameda, Contra Costa, and Marin. Please refer to the attached list of agencies.



Michelle C. Clancy, Membership Services, LICA

I certify that Local Independent Charities of America (LICA) has been in existence with ten (10) or more qualified member charities for at least one year prior to the date of this application. Please refer to the partial listing of LICA and it's member charities from the 2014 SF City and County Campaign Brochure.



Michelle C. Clancy, Membership Services, LICA

Local Independent Charities of America

Local Independent Charities of America is a federation of local charities who specialize in feeding the hungry, sheltering the homeless, protecting children, and defending animals. Our members also service, inform, educate and empower people in need throughout the community.

Help our members continue to do great work in your community with your generous support.

Arts & Education

10,000 Degrees	Marin	www.10000degrees.org
Astronomical Society of the Pacific	San Francisco	www.astrosofpl.org
BOOKS for the BARRIOS, Inc.	Contra Costa	www.booksforthebarrios.com
California Historical Artillery Society	Sacramento	www.warhorse.org
California Shakespeare Theater	Alameda	www.calshakes.org
Canine Wounded Heroes	Marin	www.caninewoundedheroes.org
Center for the Dance Theatre Co.	Alameda	www.centerforthedance.home.comcast.net
Chinese Culture Foundation of San Francisco	San Francisco	www.c-c-c.org
Clayton Community Library Foundation	Contra Costa	www.claytonlibrary.org
DonorsChoose.org	San Francisco	www.DonorsChoose.org
Educate America! The Education, School Support and Scholarship Funds Coalition	Marin	www.educateamerica.org
Friends & Foundation of the San Francisco Public Library	San Francisco	www.friendsfpl.org
Gateway High School	San Francisco	www.gwhs.org
Golden Gate Council of American Youth Hostels	San Francisco	www.norcalhostels.org
Green Planet Films, Inc.	Marin	www.greenplanetfilms.org
Hispanic Scholarship Fund	San Francisco	www.hsf.net
Hungry for Music	Washington DC	www.hungryformusic.org
Irish Cultural Centre of California	San Francisco	www.icccsf.org
Jerry Day Committee * (Fiscal Sponsor: San Francisco Parks Trust, Inc.)	San Francisco	www.jerryday.org
Mexican Museum, The	San Francisco	www.mexicanmuseum.org
Performing Arts Workshop	San Francisco	www.performingartsworkshop.org
Prince Hall Memorial Education and Scholarship Fund	Solano	www.phmesf.com
San Francisco Symphony	San Francisco	www.sfsymphony.org
San Mateo County Community Colleges Foundation	San Mateo	www.smcccfoundation.org
San Mateo Public Library Foundation *	San Mateo	www.smlibraryfoundation.org
SETI Institute	Santa Clara	www.seti.org
Sojourn to the Past	San Mateo	www.sojournproject.com
United Negro College Fund	San Francisco	www.uncf.org
West Contra Costa Public Education Fund	Contra Costa	www.edfundwest.org

Children, Women & Family Services

A.P.P.L.E. Familyworks	Marin	www.familyworks.org
Abandoned Children's Fund	Sonoma	www.abandonedchildrensfund.org
Abducted & Missing Children's Recovery Project (Polly Klaas Foundation)	Sonoma	www.pollyklass.org
Aid For Starving Children	Sonoma	www.aashf.org
Alameda Boys and Girls Club (Alameda Boys' Club, Inc.)	Alameda	www.alamedabgc.org
America SCORES Bay Area (America Scores)	San Francisco	www.AmericaSCORESBayArea.org
Ames Child Care Center	Santa Clara	www.amesccc.org
BAYC (Fiscal Sponsor: Sunny Hills Services)	Marin	www.baycyouth.org
Bay Area Crisis Nursery	Contra Costa	www.bacn.info
Beyond Emancipation *	Alameda	www.beyondemancipation.org
Big Brothers Big Sisters of the Bay Area	San Francisco	www.bbbsba.org
Birthright Of San Jose, Inc.	Santa Clara	www.birthright.org
Birthright Of Walnut Creek	Contra Costa	www.birthright.org
Black Adoption Placement & Research Center	Alameda	www.baprc.org
Blind Babies Foundation (Variety Club Blind Babies Foundation)	Alameda	www.blindbabies.org
Blind Vietnamese Children Foundation (Viet Blind Babies Foundation)	San Francisco	www.bvcf.net
Boy Scouts of America, Marin Council	Marin	www.boyscouts-marin.org
Boy Scouts of America, San Francisco Bay Area Council	Alameda	www.sfbac.org
Boy Scouts of America, Santa Clara County Council	Santa Clara	www.scccbsa.org
Boys & Girls Clubs of Marin and Southern Sonoma Counties	Sonoma	www.petalumabgc.org

Local Independent Charities of America

Boys & Girls Clubs of San Francisco	San Francisco	www.kidclub.org
Boys Hope Girls Hope of San Francisco	San Francisco	www.bhghsf.org
Building Futures with Women and Children (Cornerstone Community Development Corporation)	Alameda	www.bfwc.org
California Right To Life Education Fund	Contra Costa	www.calright2life.org
Center for Domestic Peace	Marin	www.maws.org
Child Abuse Prevention Council Of Contra Costa County	Contra Costa	www.capc-coco.org
Child Advocates of Silicon Valley (Court Designated Child Advocates)	Santa Clara	www.BeMyAdvocate.org
Child Family Health International	San Francisco	www.cfhi.org
Children's Charitable Alliance	Marin	www.lic.org
Children's Charities of America	Marin	www.childrenscharities.org
Children's Nurturing Project	Solano	www.childrensnurturingproject.org
Children's Path Programs *	San Francisco	www.childrenspath.org
City Youth Now	San Francisco	www.cityyouthnow.org
Community Child Care Council Of Sonoma County	Sonoma	www.sonoma4cs.org
Court Appointed Special Advocates Of Santa Cruz County	Santa Cruz	www.casaofsantacruz.org
Extend Your Heart	Santa Clara	www.extendyourheart.org
Family Caregiver Alliance	San Francisco	www.caregiver.org
Family Supportive Housing	Santa Clara	www.familysupportivehousing.org
Family Violence Law Center	Alameda	www.fvlc.org
First Place for Youth	Alameda	www.firstplaceforyouth.org
Friends of Alameda County CASA, Inc. *	Alameda	www.casaofalamedacounty.org
Futures Without Violence	San Francisco	www.futureswithoutviolence.org
Geokids (Menlo Survey Daycare Center)	San Mateo	www.geokids.org
George Mark Children's House (George Mark Children's Fund)	Alameda	www.georgemark.org
Global Fund for Women	San Francisco	www.globalfundforwomen.org
Half the Sky Foundation	Alameda	www.halfthesky.org
Healthy Environments Daycare Advisory Committee	San Francisco	
Hispanic and Asian Children Services	Sacramento	
Homeless Children's Network	San Francisco	www.hcnkids.org
Jenny Lin Foundation	Alameda	www.jennylinfoundation.org
Junior Achievement of Northern California (JA Worldwide)	Contra Costa	www.janorcal.org
Kidpower Teenpower Fullpower International	Monterey	www.kidpower.org
Lavender Youth Recreation & Information Center	San Francisco	www.lyric.org
Legal Services For Children, Inc. *	San Francisco	www.lsc-sf.org
Lifehouse, Inc.	Marin	www.lifehouseagency.org
Lilliput Children's Services	Sacramento	www.lilliput.org
Little Wishes *	Marin	www.littlewishes.org
Loved Twice *	Alameda	www.lovedtwice.org
MAITRI Compassionate Care	San Francisco	www.maitrisf.org
Make-A-Wish Foundation, Greater Bay Area (Greater Bay Area Make-A-Wish Foundation)	San Francisco	www.sfwish.org
Marin Advocates for Children	Marin	www.marinadvocates.org
Matrix Parent Network And Resource Center	Marin	www.matrixparents.org
Mujeres Unidas y Activas (Women United and Active)	San Francisco	www.mujeresunidas.net
National Center for Youth Law	Alameda	www.youthlaw.org
Philippine Children's Fund of America	Sacramento	www.pinoykids.org
Portola Family Connection Center, Inc.	San Francisco	www.portolafc.org
Project AVARY, Inc.	Marin	www.projectavary.org
Ronald McDonald House Of San Francisco	San Francisco	www.ronaldhouse-sf.org
San Francisco Child Abuse Prevention Center	San Francisco	www.sfcapc.org
San Francisco Foster Youth Fund (Workers' Children's Fund)	San Francisco	www.workerschildrensfund.org
San Francisco Women Against Rape	San Francisco	www.sfwar.org
Sisters Network Solano County	Solano	www.sistersnetworksolanocounty.com
SonRise Equestrian Foundation	Alameda	www.sonriseequestrianfoundation.org
Sunny Hills Services	Marin	www.sunnyhillsservices.org
Support For Families Of Children With Disabilities	San Francisco	www.supportforfamilies.org
Toys and Joys Children's Charitable Foundation (Valley Toys and Joys Charitable Foundation)	Marin	
Victory Ranch, Inc. *	Santa Clara	www.victoryranchinc.org
Voices United *	Santa Clara	www.VoicesUnited.net
Women, Children, and Family Service Charities of America	Marin	www.womenandchildren.org
Women's Cancer Resource Center	Alameda	www.wcrc.org
Women's Recovery Services, A Unique Place	Sonoma	www.womensrecoveryservices.org
World Children's Fund	Santa Clara	www.worldchildrensfund.org
Youth Enrichment Strategies	Contra Costa	www.yesfamilies.org

Local Independent Charities of America

World Children's Fund	Santa Clara	www.worldchildrensfund.org
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Conservation & Animal Rescue Services

Animal Charities of America	Marin	www.animalcharitiesofamerica.org
Animal Legal Defense Fund	Sonoma	www.ALDF.org
Animal Place	Nevada County	www.animalplace.org
Animal Spay Neuter International (Romania Animal Rescue)	Alameda	www.romaniaanimalrescue.com
Any Dog Rescue of Vallejo	Solano	www.anydogrescue.org
Assistance Dog Institute (Bergin University of Canine Studies)	Sonoma	www.berginu.edu
Assistance Dog United Campaign	Sonoma	www.assistedogunitedcampaign.org
Audubon Canyon Ranch	Marin	www.egret.org
Avian Rescue Corporation	Contra Costa	www.avianrescuecorp.org
Berkely-East Bay Humane Society	Alameda	www.berkeleyhumane.org
Born Free USA: Keep Wildlife in the Wild (Born Free USA, united with Animal Protection Institute)	Sacramento	www.bornfreeusa.org
California Potbellied Pig Association	Contra Costa	www.cppa4pigs.org
Canine Companions for Independence	Sonoma	www.cci.org
Cats on Death Row	Marin	www.catsondeathrow.org
Conservation & Preservation Charities of America	Marin	www.conservenow.org
Conservation Corps North Bay, Inc.	Marin	www.conservationcorpsnorthbay.org
Coral Reef Alliance	San Francisco	www.coral.org
Critter Creek Wildlife Station (Animals for Education)	Fresno	www.crittercreek.org
Dogs & Cats Stranded on the Streets	San Francisco	www.unwantedanimals.org
Dogs for Diabetics, Inc.	Contra Costa	www.dogs4diabetics.com
Dogs On Death Row	Marin	www.dodr.org
Dolphins, Whales & Sea Turtles: Save and Protect	San Francisco	www.sealifedefenders.org
Early Alert Canines	Contra Costa	www.earlyalertcanines.org
East Bay SPCA Tri-Valley SPCA	Alameda County	www.eastbayspca.org
East Contra Costa County Homeless Animals' Lifeline Organization *	Contra Costa	www.eccchalo.org
Felidae Conservation Fund	San Francisco	www.felidaefund.org
Friends of San Francisco Animal Care and Control *	San Francisco	helpacc.org
Friends Of The Animals In The Redwood Empire (FAIRE)	Sonoma	www.faireonline.org
German Shepherd Rescue of Northern California, Inc. *	Alameda	www.GSRNC.org
Golden Gate Labrador Retriever Rescue *	Marin	www.labrescue.org
Guide Dogs for the Blind, Inc.	Marin	www.guidedogs.com
Habitats for Dogs & Cats	Marin	
Harvest Home Animal Sanctuary	San Joaquin	www.harvesthomeanimal.org
Hoofprints on the Heart Adaptive Riding Center, Inc.	Marin	www.hotharc.org
Horses On Death Row *	Marin	www.horsesondeathrow.org
Humane Farming Association	Marin	www.hfa.org
Humane Society of Sonoma County	Sonoma	www.sonomahumane.org
Humane Society Silicon Valley	Santa Clara	www.hssv.org
In Defense of Animals	Marin	www.idausa.org
Island Cat Resources and Adoption *	Alameda	www.icraeastbay.org
Lily's Legacy Senior Dog Sanctuary	Sonoma	www.lilyslegacy.org
Lindsay Wildlife Museum	Contra Costa	www.wildlife-museum.org
Local Animal Charities of America	Marin	www.localanimalcharities.org
Marin Friends of Ferals	Marin	www.marinferals.org
Marin Humane Society	Marin	www.marinhumanesociety.org
Marine Mammal Center	Marin	www.MarineMammalCenter.org
Market Street Railway Company *	San Francisco	www.streetcar.org
Muttville *	San Francisco	www.muttville.org
Oakland Zoo (East Bay Zoological Society)	Alameda	www.oaklandzoo.org
Pacific Crest Trail Association	Sacramento	www.pcta.org
Pets In Need	San Mateo	www.petsinneed.org
Pets Unlimited	San Francisco	www.petsunlimited.org
Polar Bears International	Marin	www.polarbearsinternational.org
Preventing Euthanasia Through Rescue	Alameda	www.preventingeuthanasiathroughrescue.com
Sacramento SPCA (Sacramento Society for the Prevention of Cruelty to Animals (SPCA))	Sacramento	www.sspca.org
San Francisco Society for the Prevention of Cruelty to Animals (SPCA)	San Francisco	www.sfspca.org
SAVE THE FROGS	Santa Cruz	www.savethefrogs.com

Local Independent Charities of America

Sonoma Humane Society	Sonoma	www.sonomahumane.org
South Bay Purebred Rescue	Santa Clara	www.sbprdogs.org
Tri-Valley Animal Rescue *	Alameda	www.tvr.org
United Animal Nations	Sacramento	www.uan.org
Warrior Canine Connection, Inc.		www.warriorconnection.org
Wild Animals Worldwide	Marin	www.savewildanimals.org
WildAid, Inc.	San Francisco	www.wildaid.org
WildCare	Marin	www.wildcarebayarea.org
Yosemite Conservancy (Yosemite Foundation)	San Francisco	www.yosemiteconservancy.org

Faith Based Organizations

Bay Area Rescue Mission (Richmond Rescue Mission)	Contra Costa	www.BayAreaRescue.org
Bethany Christian Services of Northern California, Inc.	Stanislaus	www.bethany.org/northerncalifornia
Catholic Service Organizations of America *	Marin	www.catholicca.org
Christ-Centered Education/Redwood Christian Schools (Redwood Christian Schools)	Alameda	www.RCS.edu
Christian Charities USA	Marin	www.ccusa.org
Covenant House California	Alameda	www.covdove.org
Epiphany Center (Mount St. Joseph-St. Elizabeth)	San Francisco	www.msjsse.org
Friends Of St. Francis Childcare Center	San Francisco	www.fosfchildcare.org
Jewish Charities of America	Marin	www.jewishcoa.org
Jewish Home (Hebrew Home for Aged Disabled)	San Francisco	www.jhsf.org
New Vistas Christian School	Contra Costa County	www.newvistaschristian.com
Redwood Gospel Missions	Sonoma	www.srmission.org
Shepherd's Gate	Alameda	www.shepherdsgate.org
St. Anthony Foundation	San Francisco	www.stanthonyssf.org
Valley Christian Schools	Santa Clara	www.vcs.net
YMCA of the Central Bay Area (Young Mens Christian Association of Berkeley)	Alameda	www.ymc-cba.org
Zen Hospice Project	San Francisco	www.zenhospice.org

Health & Medical Services

AIDS Emergency Fund (San Francisco AIDS Fund)	San Francisco	www.aidsemergencyfund.org
AIDS Treatment and Research Information (Project Inform, Inc.)	San Francisco	www.projectinform.org
Alameda County Health Care Foundation	Alameda	www.achcf.org
Alopecia Areata Foundation National (National Alopecia Areata Foundation)	Marin	www.naaf.org
Alzheimer's Services Of The East Bay	Alameda	www.aseb.org
American Chronic Pain Association	Placer	www.theacpa.org
Autism Society San Francisco Bay Area	San Mateo	www.sfautismsociety.org
Asthma, Cancer & Heart Disease Prevention Through Smokefree Air (American Nonsmokers' Rights Foundation)	Alameda	www.anrf.org
Breast Cancer Action	San Francisco	www.bcaction.org
Breast Cancer Emergency Fund	San Francisco	www.breastcanceremergencyfund.org
Breast Cancer Fund	San Francisco	www.breastcancerfund.org
Breathe California Central Coast	Monterey	www.BreatheCentral.org
Breathe California, Golden Gate Public Health Partnership	San Mateo	www.ggbreathe.org
Cancer in the Family Relief Fund	Marin	www.cancerfamilyrelieffund.org
Cancer Research Wellness Institute	Monterey	www.cancer-research.net
Cancer Support Community San Francisco Bay Area	Contra Costa	www.twcba.org
CancerCURE of America: Care, Understand, Research & End	Marin	www.cancercureamerica.org
Center for Early Intervention on Deafness *	Alameda	www.ceid.org
Children's Hospital & Research Center Foundation	Alameda	www.chofoundation.org
Children's Inherited Brain Disorders Foundation (National Fragile X Foundation)	Contra Costa	www.FragileX.org
Children's Medical & Research Charities of America	Marin	www.childrenmedical.org
Children's Medical Aid Foundation	Sonoma	www.childrensmedaid.org
Community Institute for Psychotherapy	Marin	www.cipmarin.org
Down Syndrome Research & Treatment Foundation	Santa Clara	www.dsrtf.org
Face To Face Sonoma County AIDS Network	Sonoma	www.f2f.org

Local Independent Charities of America

Giant Steps Therapeutic Equestrian Center	Sonoma	www.giantstepsriding.org
Global AIDS Interfaith Alliance	San Francisco	www.thegaia.org
Haight Ashbury Free Clinics	San Francisco	www.hafci.org
Health & Medical Research Charities of America	Marin	www.hmr.org
Hope Hospice	Alameda	www.hopehospice.com
Hospice by the Bay	Marin	www.hospicebythebay.org
Hospice of the East Bay (East Bay Integrated Care)	Contra Costa	www.hospiceeastbay.org
Hospice of the Valley	Santa Clara	www.hospicevalley.org
Hospice, Pathways Home Health and Hospice	Santa Clara	www.pathwayshealth.org
Junior Blind of America	Los Angeles	www.juniorblind.org
Juvenile Diabetes Research Foundation - Greater Bay Area Chapter	San Francisco	www.jdrf.org/greaterbay
Lung Cancer Research Foundation, Bonnie J. Addario	San Francisco	www.lungcancerfoundation.org
Lupus Foundation Of Northern California	Santa Clara	www.lfnc.org
Lymphedema Network (National Lymphedema Network, Inc.)	San Francisco	www.lymphnet.org
Marin AIDS Project	Marin	www.marinaidsproject.org
Marin Community Clinic	Marin	www.marinclinic.org
National Eczema Association for Science and Education	Marin	www.nationaleczema.org
Parkinson's and Brain Research Foundation (Children's Gaucher Research Fund)	Placer County	www.cgrf.org
Planned Parenthood Shasta Pacific	Contra Costa	www.ppsshastadiablo.org
ReSurge International	Santa Clara	www.resurge.org
RoomsThatRock4Chemo * (Fiscal Sponsor: Sweet Relief Musicians Fund)	San Francisco	www.roomsthatrock4chemo.us
Sakura Kai	Contra Costa	www.sakurakaiec.org
San Francisco Firefighters Cancer Prevention Foundation	San Francisco	www.sffccpf.org
San Francisco General Hospital Foundation *	San Francisco	www.sfgfhf.org
San Mateo County Health Foundation	San Mateo	www.smchf.org
Santa Clara Family Health Foundation	Santa Clara	www.healthfamilyfund.org
Scleroderma Research Foundation	San Francisco	www.sclerodermaresearch.org
Shanti Project	San Francisco	www.shanti.org
Shriners Hospitals for Children - Northern California *	Sacramento	www.shrinershq.org/hospital/northern-california
Spinal Cord Injury Network International	Sonoma	www.spinalcordinjury.org
Stand Up To Cancer	Los Angeles	www.standup2cancer.org
That Man May See, Inc.	San Francisco	www.ucsfeye.net/tmms.shtml
Tri-City Health Center	Alameda	www.tri-cityhealth.org
United States Adaptive Recreation Center	San Bernardino	www.usarc.org
Where There Is No Doctor (Hesperian Foundation)	Alameda	www.hesperian.org

Human Care Services

Adult Day Services Network of Alameda County	Alameda	www.adult-day-services.org
Affordable Housing for Americans in Need (Mercy Housing, Inc.)	San Francisco	www.mercyhousing.org
Alameda County Community Food Bank	Alameda	www.accfb.org
Alameda County Meals on Wheels, Inc.	Alameda	www.feedingseniors.org
Alameda Meals on Wheels *	Alameda	www.alamedamealsonwheels.org
American Red Cross Silicon Valley Chapter	Sanata Clara	www.siliconvalley-redcross.org
Asian Law Caucus	San Francisco	www.asianlawcaucus.org
Asian Neighborhood Design	San Francisco	www.andnet.org
Assistance League of Diablo Valley	Contra Costa	www.diablovalley.assistanceleague.org
Bay Area Legal Aid	Alameda	www.baylegal.org
Black Organizing Project (Fiscal Sponsor: Center for Third World Organizing) *	Alameda	www.ctwo.org
Bonita House, Inc.	Alameda	www.bonitahouse.org
Bridges of Promise	Marin	www.bridgesofpromise.org
Campaign for Better Nutrition (Fiscal Sponsor: Community Initiatives of San Francisco)	San Francisco	www.campaignforbetternutrition.org
Casa Allegra Community Services	Marin	www.casaallegra.org
CARH: Community Assistance for the Retarded and Handicapped, Inc	Alameda	www.carh-inc.org
Ceres Community Project of Marin	Marin	www.marin.ceresproject.org
Chinese For Affirmative Action	San Francisco	www.caasf.org
CityTeam Ministries	Santa Clara	www.cityteam.org
City Hall Fellows, a Project of Community Partners (Fiscal Sponsor: Community Partners)	San Francisco	www.cityhallfellows.org
Community Board Program	San Francisco	www.communityboard.org

Local Independent Charities of America

Curry Senior Center	San Francisco	www.curryseniorcenter.org
DISABLEDperson Inc.	San Diego	www.disabledperson.com
Discovery Blind Sports	Alpine	www.discoveryblindsports.org
Do Unto Others: America's Emergency Relief, Development, and Humanitarian Outreach Charities	Marin	www.duo.org
Eden I&R (Information and Referral)	Alameda	www.edenir.org
Elderly Nutrition Program (People Resources)	Yolo County	www.elderlynutrition.org
Employment & Community Options *	Santa Clara	www.communityoptions.org
EcoViva	Alameda County	www.eco-viva.org
Fertile Ground	Marin	www.ourfertileground.org
Filipino American Rural Mission	Sacramento	www.filamruralmission.org
Food for Thought	Sonoma	www.fftfoodbank.org
Friends in Sonoma Helping (F.I.S.H.) *	Sonoma	www.friendsinsonomahelping.org
Friends of the San Francisco Independent Living Skills Program	San Francisco	www.friendsofsfilsp.org
Good Karma Bikes	Santa Clara	www.goodkarmabikes.org
Goodwill Industries of San Francisco, San Mateo & Marin Counties	San Francisco	www.sfgoodwill.org
Greenacre Homes, Inc.	Sonoma	www.greenacrehomes.org
HALO Trust USA, Inc., The	San Francisco	www.halousa.org
Hispanic & Latino Charities of the U.S. and the Americas	Marin	www.hispanicunitedfund.org
Hispanics in Philanthropy	Alameda	www.hiponline.org
Homeless Prenatal Program, Inc.	San Francisco	www.homelessprenatal.org
Homeless Rescue Service	Contra Costa	www.homelessrescue.org
Hope Strengthens Foundation	Alameda	www.hopestrengthens.org
Horizons Foundation *	San Francisco	www.horizonsfoundation.org
Human Investment Project (HIP Housing)	San Mateo	www.hiphousing.org
Independent Charities of America	Marin	www.independentcharities.org
Janet Pomeroy Center *	San Francisco	www.janetpomeroy.org
Kiva Micro Funds	San Francisco	www.kiva.org
Legal Aid Society - Employment Law Center	San Francisco	www.las-elc.org
LightHouse for the Blind and Visually Impaired	San Francisco	www.lighthouse-sf.org
LITAMARIN (Love is the Answer) *	Marin	www.litamarin.org
Local Independent Charities of America	Marin	www.lic.org
Martha's Kitchen	Santa Clara	www.marthas-kitchen.org
Meals on Wheels Family and Senior Outreach Services	Contra Costa	www.mowsos.org
Meals on Wheels of Contra Costa, Inc.	Contra Costa	www.mealsonwheelsofcontracosta.org
Meals On Wheels Of San Francisco	San Francisco	www.mowsf.org
Nicaraguan Childrens Friendship Committee	San Francisco	www.ncfckids.com
North Bay Developmental Disabilities Services	Napa	www.nbrc.net
Nuru International	Santa Clara	www.nuruinternational.org
Options Recovery Services	Alameda	www.optionsrecovery.org
People Organized To Win Employment Rights (POWER)	San Francisco	www.peopleorganized.org
Ploughshares Fund	San Francisco	www.ploughshares.org
Project Open Hand	San Francisco	www.openhand.org
Raphael House of San Francisco	San Francisco	www.raphaelhouse.org
Reach Vietnam	Alameda	www.eastmeetswest.org
Rebuilding Together San Francisco	San Francisco	www.rebuildingtogethersf.org
Rebuilding Together Silicon Valley	Santa Clara	www.rebuildingtogether-sv.org
Ritter Center	Marin	www.rittercenter.org
Safe Alternatives to Violent Environments (SAVE)	Alameda	www.save-dv.org
San Francisco AIDS Foundation	San Francisco	www.sfaf.org
San Francisco Bay Area Little Brothers-Friends of the Elderly *	San Francisco	www.littlebrotherssf.org
San Francisco Food Bank	San Francisco	www.sffoodbank.org
Senior Access	Marin	www.senioraccess.org
Seniors Activity and Recreation Fund	Sacramento	www.seniorsfund.org
Service Opportunities for Seniors, Inc.	Alameda	www.sosmealsonwheels.org
SEVA Foundation	Alameda	www.seva.org
Significant Others and Spouses - SOS (Fiscal Sponsor: First Responders Support Network, Inc. - FRSN)	San Francisco	
Spanish Speaking Unity Council of Alameda County	Alameda	www.unitycouncil.org
Special Olympics Northern California	Contra Costa	www.sonc.org
Sports Charities USA - Supporting Youth, Disabled and National Team (athletics)	Marin	www.sportscharities.org
StarVista	San Mateo	www.yfes.org
Tipping Point Community	San Francisco	www.tippingpoint.org
U.S. Crisis Care *	Sacramento	www.crisiscare.us
Vietnam Health, Education and Literature Projects	Santa Clara	www.vnhelp.org

Local Independent Charities of America

Volunteers in Asia	San Francisco	www.viaprograms.org
Walk San Francisco * (Fiscal Sponsor: Transportation for a Livable City)	San Francisco	www.walksf.org
West Coast Post Trauma Retreat – RCPR (Fiscal Sponsor – First Responder Support Network, Inc. – FRSN)	Marin	www.wcpr2001.org
Whistlestop (Marin Senior Coordinating Council)	Marin	www.thewhistlestop.org

Law Enforcement & Military Support Services

Alameda County Sheriff's K-9 Association *	Alameda	www.acsok9.org
Bay Area Law Enforcement Assistance Fund	San Francisco	www.baleaf.org
Blue Star Mothers of America, Inc	Contra Costa	www.bluestarmothers.org
California Law Enforcement "Wish Upon A Star"	Tulare	www.wishuponastar.org
Coming Home Project (Deep Streams Institute)	San Francisco	www.cominghomeproject.net
Correctional Peace Officers Foundation	Sacramento	www.cpod.org
Military Family and Veterans Service Organizations of America	Marin	www.mfvsoa.org
Military Support Groups of America	Marin	www.militarysupportgroups.org
Operation: Care And Comfort	Santa Clara	www.occ-usa.org
Operation Homefront Southern California	San Diego	www.operationhomefront.net/socal
San Francisco Police Activities League *	San Francisco	www.sfpal.org
Search & Rescue Assist, Inc.	Santa Clara	www.SearchAndRescueAssist.com
Sentinels of Freedom Scholarship Foundation	Contra Costa	www.sentinelsoffreedom.org
Support Our Troops - California Chapter, Inc.	Sacramento	www.supportourtroops.org
Support the Enlisted Project (STEP)	San Diego	www.stepsocal.org
Supporters of San Francisco Police Department's Wilderness Program	San Francisco	www.sf-police.org/index.aspx?page=91
United Through Reading	San Diego	www.unitedthroughreading.org
Veterans Resource Centers of America (Vietnam Veterans Of California)	Sonoma	www.vietvets.org
Veterans Transition Center of Monterey County	Monterey	www.vtc@monterey.org

* Local Associate Member. Not listed in Combined Federal Campaigns.

The Workplace is a Great Place to Give!

- A cost effective and convenient giving option
- An efficient way to give - Through payroll deduction
 - An easy way to give - One time pledge form
- Monthly payroll deductions - Allows you to give more
 - Certified charities - You can give with confidence
- Work with your fellow employees to make a difference

Local Independent Charities of America members participate in employee giving campaigns in federal, state, municipal and corporate workplaces throughout the United States.

Look for your favorite charities in your company's workplace giving campaign.
If you don't see them, call (800) 876-0413 for information on how to add them to your list.

Internal Revenue Service
P.O. Box 2508
Cincinnati, OH 45201

Department of the Treasury

Date: MAR 25 2008

Person to Contact:
Sally Froehle ID# 31-08058
Toll Free Telephone Number:
877-829-5500
Employer Identification Number:
94-3042430

Local Independent Charities of America
1100 Larkspur Circle Suite 340
Larkspur, CA 94939

Dear Sir or Madam:

This is in response to your request of February 29, 2008 regarding your tax-exempt status.

Our records indicate that a determination letter was issued in August 1987 that recognized you as exempt from Federal income tax, and reflect that you are currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records also indicate you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



Cindy Westcott
Manager, Exempt Organizations
Determinations

LOCAL INDEPENDENT CHARITIES OF AMERICA
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
APRIL 30, 2013

INTRODUCTORY SECTION

LOCAL INDEPENDENT CHARITIES OF AMERICA

**Financial Statements
For the Year Ended April 30, 2013**

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INTRODUCTORY SECTION

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LOCAL INDEPENDENT CHARITIES OF AMERICA

BOARD OF DIRECTORS

APRIL 30, 2013

Don McPartland – President
Paul Krintz – Vice President
Marganetta Finney – Treasurer/Secretary
Dianne Ayon – Board Member
Frances Gordon – Board Member

FINANCIAL SECTION



INDEPENDENT AUDITOR'S REPORT

Board of Directors
Local Independent Charities of America
Larkspur, California

We have audited the accompanying financial statements of Local Independent Charities of America (a nonprofit organization), which comprise the statement of financial position as of April 30, 2013, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the organization's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Local Independent Charities of America as of April 30, 2013, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Local Independent Charities of America's 2012 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated August 17, 2012. In our opinion, the summarized comparative information as of and for the year ended April 30, 2012 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Mazel Associate

Pleasant Hill, California
August 19, 2013

LOCAL INDEPENDENT CHARITIES OF AMERICA

STATEMENTS OF FINANCIAL POSITION
AS OF APRIL 30, 2013 AND 2012

	<u>2013</u>	<u>2012</u>
ASSETS		
Current Assets:		
Cash in banks (Note 3)	\$2,454,615	\$2,336,815
Pledges receivable, net of estimated uncollectible pledges of \$650,560 and \$555,364 for 2013 and 2012 (Note 2B)	3,098,286	3,386,643
Receivables from other federations (Note 5)	<u>99,173</u>	<u>92,912</u>
Total Assets	<u><u>\$5,652,074</u></u>	<u><u>\$5,816,370</u></u>
LIABILITIES AND NET ASSETS		
Current Liabilities:		
Accounts payable	\$47,140	\$16,950
Estimated distributions payable to member agencies (Note 4)	<u>5,604,934</u>	<u>5,799,420</u>
Total Current Liabilities	<u>5,652,074</u>	<u>5,816,370</u>
Total Net Assets - Unrestricted	<u>0</u>	<u>0</u>
Total Liabilities and Net Assets	<u><u>\$5,652,074</u></u>	<u><u>\$5,816,370</u></u>

See accompanying notes to financial statements

LOCAL INDEPENDENT CHARITIES OF AMERICA

STATEMENTS OF ACTIVITIES
AND CHANGES IN NET ASSETS
FOR THE YEARS ENDED APRIL 30, 2013 AND 2012

	<u>Totals</u>	
	<u>2013</u>	<u>2012</u>
CHANGES IN UNRESTRICTED NET ASSETS		
Public revenue and support:		
Combined Federal Campaigns	\$2,058,719	\$2,451,090
State, corporate & other campaigns	2,011,947	1,825,583
Online Giving System donations	3,608,831	3,045,815
Less: Estimated uncollectible pledges	(650,560)	(555,364)
Less: Amounts designated to member agencies	(6,986,229)	(6,711,742)
Charges to member agencies (Note 2C)	472,840	467,814
Fiscal services	44,683	35,045
Total Unrestricted Public Revenue and Support	<u>560,231</u>	<u>558,241</u>
EXPENSES		
Program-related expenses	420,105	420,858
Nonprogram-related expenses		
Management and general costs	50,036	48,771
Fund raising expenses	90,090	88,612
Total Expenses	<u>560,231</u>	<u>558,241</u>
CHANGES IN NET ASSETS	0	0
NET ASSETS, BEGINNING OF YEAR	<u>0</u>	<u>0</u>
NET ASSETS, END OF YEAR	<u>\$0</u>	<u>\$0</u>

See accompanying notes to financial statements

LOCAL INDEPENDENT CHARITIES OF AMERICA

STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED APRIL 30, 2013

WITH SUMMARIZED AMOUNTS FOR THE YEAR ENDED APRIL 30, 2012

	Program Services	Supporting Services		Totals	
		Management and General	Fund Raising	2013	2012
Campaign and agency services	\$328,291	\$21,886	\$87,544	\$437,721	\$443,060
Field representatives			1,042	1,042	0
State registration fees	1,312			1,312	1,266
Travel/Board meetings		151		151	971
Accounting and auditing fees		20,544		20,544	20,281
Legal		1,109		1,109	168
Insurance		6,346		6,346	5,198
On line credit card system	90,502			90,502	87,297
Advertising			1,504	1,504	0
Total Expenses	\$420,105	\$50,036	\$90,090	\$560,231	\$558,241

See accompanying notes to financial statements

LOCAL INDEPENDENT CHARITIES OF AMERICA
 STATEMENTS OF CASH FLOWS
 FOR THE YEARS ENDED APRIL 30, 2013 AND 2012

	2013	2012
CASH FLOWS FROM OPERATING ACTIVITIES		
Changes in net assets	\$0	\$0
Adjustments to reconcile changes in net assets to net cash provided by (used for) operating activities:		
Increase (decrease) in provision for estimated uncollectible pledges	95,196	(58,983)
Decrease in pledges receivable	193,161	230,503
(Increase) decrease in receivables from other agencies	(6,261)	52,088
Increase (decrease) in accounts payable	30,190	1,294
(Decrease) Increase in estimated distributions payable to member agencies	(194,486)	92,379
Total Adjustments	117,800	317,281
Net Cash Provided by Operating Activities	117,800	317,281
Cash in Banks, Beginning of Year	2,336,815	2,019,534
Cash in Banks, End of Year	\$2,454,615	\$2,336,815

See accompanying notes to financial statements

LOCAL INDEPENDENT CHARITIES OF AMERICA
Notes to Financial Statements
For Year Ended April 30, 2013

NOTE 1 - REPORTING ENTITY

Local Independent Charities of America (LIC) was incorporated under the laws of California on July 15, 1987. LIC receives funds from the government and private sector workplace payroll deduction fund drives for distribution to member agencies. A member agency must be accepted for participation by completing an application and qualifying under certain restrictions.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting and Financial Statement Presentation

The financial statements are prepared on the accrual basis in accordance with accounting principles generally accepted in the United States of America.

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions.

Local Independent Charities of America recognizes unconditional promises to give as pledges receivable in the period the pledge is made. Support that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the reporting period in which the support is recognized. All other donor restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statement of Activities as net assets released from restrictions. Presently, all net assets of LIC are unrestricted as the restriction expires in the reporting period.

B. Use of Estimates - Allowance for Uncollectible Pledges

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates. Specific areas requiring estimation of LIC's financial statements are the Allowance for Estimated Uncollectible Pledges and the Estimated Distributions Payable to Member Agencies.

LIC makes an estimation of the percentage of pledges that are made but, due to a variety of circumstances, are not collected during the year. This estimate in 2012 and 2011 is 16% and 13%, respectively, which is based on historical campaign results.

LOCAL INDEPENDENT CHARITIES OF AMERICA
Notes to Financial Statements
For Year Ended April 30, 2013

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

C. *Charges to Member Agencies and Member Distributions*

Charges for federation operating expenses are made to each member agency based on the relative amount of total pledges made to the particular agency compared to the sum of all agency pledges. Pledges designated to the federation itself (versus to a member agency) and other federation revenue, such as interest income, are shared amongst all the agencies in this same proportion.

Therefore, as a net result, should the federation's revenue exceed expenses, the agencies share the excess income. Conversely, should the federation's expenses exceed revenue, the excess cost is likewise apportioned amongst the member agencies.

For the Fall 2012 and 2011 campaigns, federation expenses exceeded revenue by \$472,840 and \$467,814, respectively, which has been collected from the member agencies.

D. *Income Tax Status*

LIC is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and state income taxes under 23701(d) of the California Revenue Taxation Code. Accordingly, no provision for income taxes has been provided in these financial statements. In addition, LIC qualifies for the charitable contribution deduction under Section 170(b)(1)(a) and has been classified as an organization that is not a private foundation under Section 509(a)(1). Unrelated business income, if any, may be subject to income tax. LIC paid no taxes on unrelated business income in the years ended April 30, 2013 and 2012.

Generally accepted accounting principles require the recognition, measurement, classification, and disclosure in the financial statements of uncertain tax positions taken or expected to be taken in the organization's tax returns. Management has determined that LIC does not have any uncertain tax positions and associated unrecognized benefits that materially impact the financial statements or related disclosures. Since tax matters are subject to some degree of uncertainty, there can be no assurance that LIC's tax returns will not be challenged by the taxing authorities and that LIC will not be subject to additional tax, penalties, and interest as a result of such challenge. Generally, LIC's tax returns remain open for federal income tax examination for three years from the date of filing.

E. *Functional Allocation of Expenses*

The costs of providing various programs and other activities have been summarized on a functional basis in the statement of activities and changes in net assets. Accordingly, costs have been allocated to program services, management and general, and fund-raising expenses based on management's identifying of direct expenses by category and allocating indirect expenses by time logs and management's estimates.

LOCAL INDEPENDENT CHARITIES OF AMERICA
Notes to Financial Statements
For Year Ended April 30, 2013

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

F. Advertising

Advertising costs are expensed as incurred.

G. Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Accounting standards set a framework for measuring fair value using a three tier hierarchy based on the extent to which inputs used in measuring fair value are observable in the market. The three levels are defined as follows:

Level 1: Quoted prices in active markets for identical assets or liabilities.

Level 2: Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or inputs (interest rates, currency exchange rates, commodity rates and yield curves) that are observable or corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3: Inputs that are not observable in the market and reflect management's judgment about the assumptions that market participants would use in pricing the asset or liability.

H. Summarized Comparative Information

The financial statement information for the year ended April 30, 2012, presented for comparative purposes, is not intended to be a complete financial statement presentation. For a complete presentation, please refer to the financial statements for that fiscal year.

NOTE 3 - CASH IN BANKS

Cash held by LIC with its bank may at times exceed the Federal Deposit Insurance Corporation (FDIC) coverage limit. Management believes LIC is not exposed to any significant credit risk related to cash.

NOTE 4 - ESTIMATED DISTRIBUTIONS PAYABLE

LIC has estimated that it will pay out to the various member agencies approximately eighty-six percent of the cash received from the pledges net of the estimated uncollectible pledges for the Fall 2011 campaign. The estimate is based on the fact that LIC will pay out all funds in excess of its costs. Management has estimated the distribution to be approximately \$3,178,730 for the campaign year. If these costs are higher or lower the actual distribution to the various agencies will be different. This estimate is shown as an expense on the financial statements. This estimate is shown as an expense on the financial statements. The estimated distributions payable as of April 30, 2013 include an estimate for the Fall 2012 campaign, plus the Fall 2011 campaign final distribution.

Verification that LIC is honoring designations made to each member organization have been performed.

LOCAL INDEPENDENT CHARITIES OF AMERICA
Notes to Financial Statements
For Year Ended April 30, 2013

NOTE 5 - CONTRACTS WITH OTHER FEDERATIONS

LIC had entered into an agreement with Local Independent Charities of Texas (LIC of Texas), Local Independent Charities of Minnesota (LICMN), Local Animal Charities of America (LACA), Children's Charitable Alliance (CCAL), Children's Charitable Alliance of Texas (CCALT), and Christian Community Charities (CCC), whereby the costs of campaign support expenses will be borne by each organization based upon designations for the campaign year. The total costs incurred by all seven federations for the years ended April 30, 2013 and 2012 amount to \$1,058,054 and \$1,042,958, of which \$560,231 and \$558,241 respectively represented LIC's share. These organizations had amounts due to LIC of \$99,173 and \$92,912 for the years ended April 30, 2013 and 2012, respectively.

LIC had also entered into agreements with Do Unto Others: America's Emergency Relief, Development, and Humanitarian Outreach Charities, Inc., Children's Charities of America, Inc., Conservation & Preservation Charities of America, Inc., Health and Medical Research Charities of America, Inc., Independent Charities of America, Inc., Animal Charities of America, Inc., Military Family and Veterans Service Organizations of America, Hispanic & Latino Charities of the U.S. and the Americas, Christian Charities, U.S.A., Women, Children and Family Service Charities of America, Educate America: The Education, School Support, and Scholarship Funds Coalition, Inc., Sports Charities, U.S.A. - Supporting Youth, Disabled and National Team Athletics, Jewish Charities of America, Cancer CURE - Care, Understand, Research and End, Children's Medical & Research Charities of America, Wild Animals Worldwide, Charities Under 1% Overhead, Charities Under 5% Overhead and Military Support Groups of America, whereby LIC is to perform fiscal services for these federations.

Verification that LIC is performing services in accordance with the terms of its contracts has been performed.

NOTE 6 - BUSINESS SERVICES CONTRACT

LIC entered into a business services contract with Maguire/Maguire, Inc. (M/M). Under the terms of the contract M/M acted as business agent, provided administrative and secretarial services, maintained the books and records, maintained necessary corporate documents, and provided other such services as deemed necessary. M/M did not perform policy making or decision making functions. LIC compensated M/M for services rendered based on a fee schedule agreed by the parties. In addition, M/M was reimbursed for all out-of-pocket expenses incurred while carrying out the duties outlined in the contract. The contract expires on October 31, 2013.

Verification that Maguire/Maguire Inc. is performing services in accordance with the terms of its contract has been performed.

NOTE 7 - SUBSEQUENT EVENTS

LIC evaluated subsequent events for recognition and disclosure through August 19, 2013, the date which these financial statements were available to be issued. Management concluded that no material subsequent events have occurred since April 30, 2013 that require recognition or disclosure in such financial statements.

Form **8879-EO**

IRS e-file Signature Authorization for an Exempt Organization

OMB No. 1545-1878

For calendar year 2012, or fiscal year beginning 5/01, 2012, and ending 4/30, 2013.

2012

Department of the Treasury
Internal Revenue Service

▶ Do not send to the IRS. Keep for your records.

Name of exempt organization

Employer identification number

LOCAL INDEPENDENT CHARITIES OF AMERICA

94-3042430

Name and title of officer

MARGANETTA FINNEY

TREAS/SECRETARY

Part I Type of Return and Return Information (Whole Dollars Only)

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a, below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than 1 line in Part I.

1 a Form 990 check here.... ▶ <input checked="" type="checkbox"/>	b Total revenue, if any (Form 990, Part VIII, column (A), line 12).....	1 b	<u>7,073,620.</u>
2 a Form 990-EZ check here.... ▶ <input type="checkbox"/>	b Total revenue, if any (Form 990-EZ, line 9).....	2 b	
3 a Form 1120-POL check here.... ▶ <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22).....	3 b	
4 a Form 990-PF check here.... ▶ <input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)....	4 b	
5 a Form 8868 check here... ▶ <input type="checkbox"/>	b Balance Due (Form 8868, Part I, line 3c or Part II, line 8c).....	5 b	

Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2012 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize MAZE & ASSOCIATES to enter my PIN 29313 as my signature
ERO firm name Enter five numbers, but do not enter all zeros

on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature ▶

Rud Kavalish

Date ▶

10/1/2013

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.....

68580583086

do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2012 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶

Marganetta L. Finney

Date ▶

10/7/2013

**ERO Must Retain This Form - See Instructions
Do Not Submit This Form To the IRS Unless Requested To Do So**

BAA For Paperwork Reduction Act Notice, see Instructions.

Form 8879-EO

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

► The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2012 calendar year, or tax year beginning 5/01, 2012, and ending 4/30, 2013

B Check if applicable:	C	D Employer Identification Number
<input type="checkbox"/> Address change	LOCAL INDEPENDENT CHARITIES OF AMERICA 1100 LARKSPUR LANDING CIRCLE #340 LARKSPUR, CA 94939-1827	94-3042430
<input type="checkbox"/> Name change		E Telephone number
<input type="checkbox"/> Initial return		(800) 876-0413
<input type="checkbox"/> Terminated		G Gross receipts \$ <u>7,073,620.</u>
<input type="checkbox"/> Amended return		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<input type="checkbox"/> Application pending	F Name and address of principal officer: <u>MARGANETTA FINNEY</u>	H(b) Are all affiliates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'No,' attach a list. (see instructions)
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		H(c) Group exemption number ►
J Website: ► <u>WWW.LIC.ORG</u>		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►	L Year of Formation: <u>1987</u>	M State of legal domicile: <u>CA</u>

Part I Summary

1	Briefly describe the organization's mission or most significant activities: <u>LOCAL INDEPENDENT CHARITIES OF AMERICA RECEIVES FUNDS FROM WORKPLACE PAYROLL DEDUCTION FUND DRIVES FOR DISTRIBUTION TO MEMBER AGENCIES.</u>			
Activities & Governance	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.			
	3 Number of voting members of the governing body (Part VI, line 1a).....	3		5
	4 Number of independent voting members of the governing body (Part VI, line 1b).....	4		5
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a).....	5		0
	6 Total number of volunteers (estimate if necessary).....	6		5
	7a Total unrelated business revenue from Part VIII, column (C), line 12.....	7a		0.
	7b Net unrelated business taxable income from Form 990-T, line 34.....	7b		0.
Revenue	8 Contributions and grants (Part VIII, line 1h).....	6,767,124.	Prior Year	7,028,937.
	9 Program service revenue (Part VIII, line 2g).....		Current Year	
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d).....			
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e).....	35,045.		44,683.
	12 Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12).....	6,802,169.		7,073,620.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3).....	6,243,928.		6,513,389.
	14 Benefits paid to or for members (Part IX, column (A), line 4).....			
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10).....			
	16a Professional fundraising fees (Part IX, column (A), line 11e).....			
	b Total fundraising expenses (Part IX, column (D), line 25) ► <u>90,090.</u>			
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e).....	558,241.		560,231.	
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25).....	6,802,169.		7,073,620.	
19 Revenue less expenses. Subtract line 18 from line 12.....			0.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16).....	5,816,370.	Beginning of Current Year	5,652,074.
	21 Total liabilities (Part X, line 26).....	5,816,370.	End of Year	5,652,074.
	22 Net assets or fund balances. Subtract line 21 from line 20.....	0.		0.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer	Date	
	MARGANETTA FINNEY Type or print name and title.	TREAS/SECRETARY	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	RICHARD B KOWALSKI	<i>Richard Kowalski</i>	10/1/2013
	Firm's name ► MAZE & ASSOCIATES	Check <input type="checkbox"/> if self-employed	PTIN P00283086
	Firm's address ► 3478 BUSKIRK AVE STE 215 PLEASANT HILL, CA 94523-4346	Firm's EIN ► 94-2590179	Phone no. (925) 930-0902

May the IRS discuss this return with the preparer shown above? (see instructions)..... Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III. []

1 Briefly describe the organization's mission:

LOCAL INDEPENDENT CHARITIES OF AMERICA RECEIVES FUNDS FROM WORKPLACE PAYROLL DEDUCTION FUND DRIVES FOR DISTRIBUTION TO MEMBER AGENCIES.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

4 a (Code:) (Expenses \$ 6,513,389. including grants of \$ 6,513,389.) (Revenue \$) THE FEDERATION'S PRIMARY PURPOSE IS TO SCREEN AND CERTIFY CHARITIES THAT MEET STANDARDS FOR INCLUSION IN CORPORATE AND GOVERNMENT WORKPLACE CHARITABLE FUND DRIVES AND TO ACT AS THE CENTRAL REPRESENTATIVE AND FISCAL AGENT IN THOSE DRIVES, THEREBY REDUCING FUND RAISING COSTS FOR BOTH THE CHARITIES AND CONTRIBUTORS. THESE EXPENSES RELATE TO DISTRIBUTIONS TO THE EIGHT HUNDRED AND SIX MEMBER AGENCIES FROM AMOUNTS COLLECTED THROUGH THE CAMPAIGN.

4 b (Code:) (Expenses \$ 420,105. including grants of \$) (Revenue \$) TO PROVIDE TELEPHONE, PRINT AND WEB-BASED EDUCATION AND INFORMATION SERVICES FOR CONTRIBUTORS TO USE IN GIFT-MAKING DECISIONS; TO TRAIN CHARITIES ON HOW TO SERVE WORKPLACE CONTRIBUTORS; TO PROVIDE LOGISTICAL SUPPORT TO FUND DRIVE ORGANIZERS; TO OPEN NEW WORKPLACE FUND DRIVES; AND TO PROVIDE NECESSARY MANAGEMENT AND FISCAL SERVICES.

4 c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4 d Other program services. (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4 e Total program service expenses 6,933,494.

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A.....	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?.....		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I.....		X
4	Section 501(c)(3) organizations Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II.....		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III.....		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I.....		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II.....		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III.....		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV.....		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V.....		X
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI.....		X
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII.....		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII.....		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX.....		X
e	Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X.....	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X.....		X
12 a	Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII.....	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional.....		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E.....		X
14 a	Did the organization maintain an office, employees, or agents outside of the United States?.....		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV.....		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV.....		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV.....		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions).....		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II.....		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III.....		X
20 a	Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H.....		X
b	If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?.....		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If 'Yes,' complete Schedule I, Parts I and II.</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If 'Yes,' complete Schedule I, Parts I and III.</i>		X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J.</i>		X
24 a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25.</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
25 a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If 'Yes,' complete Schedule L, Part I.</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If 'Yes,' complete Schedule L, Part I.</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If 'Yes,' complete Schedule L, Part II.</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If 'Yes,' complete Schedule L, Part III.</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M.</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If 'Yes,' complete Schedule M.</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I.</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If 'Yes,' complete Schedule N, Part II.</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If 'Yes,' complete Schedule R, Part I.</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1.</i>		X
35 a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If 'Yes,' complete Schedule R, Part V, line 2.</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If 'Yes,' complete Schedule R, Part V, line 2.</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If 'Yes,' complete Schedule R, Part VI.</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

BAA

Form 990 (2012)

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

Table with columns for question number, description, and Yes/No boxes. Includes questions 1a-14b regarding IRS filings, tax compliance, and organizational details.

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
 Check if Schedule O contains a response to any question in this Part VI.

Section A. Governing Body and Management

		Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year.	1 a	5	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.			
b Enter the number of voting members included in line 1a, above, who are independent	1 b	5	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee or key employee?	2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? .SEE .SCH .O	3	X	
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6 Did the organization have members or stockholders?	6		X
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7 a		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?	7 b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a The governing body?	8 a	X	
b Each committee with authority to act on behalf of the governing body?	8 b		X
9 Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O.	9		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10 a Did the organization have local chapters, branches, or affiliates?	10 a	X
b If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10 b	
11 a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11 a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990. SEE SCHEDULE O		
12 a Did the organization have a written conflict of interest policy? If 'No,' go to line 13.	12 a	X
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12 b	X
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is doneSEE SCHEDULE O	12 c	X
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15 a	X
b Other officers of key employees of the organization	15 b	X
If 'Yes' to line 15a or 15b, describe the process in Schedule O. (See instructions.)		
16 a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16 a	X
b If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16 b	

Section C: Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ▶ CA
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501 (c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. SEE SCHEDULE O
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization:
 ▶ LISA FIERRO 1100 LARKSPUR LANDING CIRCLE, SUITE 340 LARKSPUR CA 94939 (415) 925-2600

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII.

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1 a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of 'key employee.'
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) DON MCPARTLAND BOARD PRESIDENT	1 0	X		X				0.	0.	0.
(2) PAUL KRAINTZ BOARD VP	1 0	X		X				0.	0.	0.
(3) MARGANETTA FINNEY BOARD SEC/TRSR	1 0	X		X				0.	0.	0.
(4) DIANNE AYON BOARD MEMBER	1 0	X						0.	0.	0.
(5) FRANCES GORDON BOARD MEMBER	1 0	X						0.	0.	0.
(6) -----										
(7) -----										
(8) -----										
(9) -----										
(10) -----										
(11) -----										
(12) -----										
(13) -----										
(14) -----										

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(15) -----									
(16) -----									
(17) -----									
(18) -----									
(19) -----									
(20) -----									
(21) -----									
(22) -----									
(23) -----									
(24) -----									
(25) -----									

1 b Sub-total	0.	0.	0.
c Total from continuation sheets to Part VII, Section A	0.	0.	0.
d Total (add lines 1b and 1c)	0.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual	3	X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If 'Yes' complete Schedule J for such individual	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If 'Yes,' complete Schedule J for such person	5	X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
MAGUIRE/MAGUIRE, INC. 1100 LARKSPUR LANDING CIR. STE 340 LARKSPUR, C	ASSOC MGMT SVCS	437,721.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **1**

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a 7,028,937.				
	b Membership dues	1 b				
	c Fundraising events	1 c				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above ...	1 f				
	g Noncash contributions included in lns 1a-1f: \$					
	h Total. Add lines 1a-1f		7,028,937.			
PROGRAM SERVICE REVENUE	Business Code					
	2 a					
	b					
	c					
	d					
	e					
	f All other program service revenue ...					
g Total. Add lines 2a-2f						
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)					
	4 Income from investment of tax-exempt bond proceeds ..					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss) ...				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory.	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)					
	8 a Gross income from fundraising events (not including, \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b Less: direct expenses	b			
		c Net income or (loss) from fundraising events				
	9 a Gross income from gaming activities. See Part IV, line 19	a				
b Less: direct expenses		b				
c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b				
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a FISCAL SVC REVENUE	900099	44,683.	44,683.			
b						
c						
d All other revenue						
e Total. Add lines 11a-11d		44,683.				
12 Total revenue. See instructions		7,073,620.	44,683.	0.	0.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	6,513,389.	6,513,389.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	0.	0.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management	437,721.	328,291.	21,886.	87,544.
b Legal	1,109.		1,109.	
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O)				
12 Advertising and promotion	1,504.			1,504.
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel	151.		151.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	6,346.		6,346.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>ONLINE CREDIT CARD SYSTEM</u>	90,502.	90,502.		
b <u>AUDIT</u>	20,544.		20,544.	
c <u>STATE REGISTRATION FEES</u>	1,312.	1,312.		
d <u>FIELD REPRESENTATIVES</u>	1,042.			1,042.
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	7,073,620.	6,933,494.	50,036.	90,090.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X.

		(A) Beginning of year		(B) End of year	
ASSETS	1	Cash — non-interest-bearing	2,336,815.	1	2,454,615.
	2	Savings and temporary cash investments		2	
	3	Pledges and grants receivable, net	3,386,643.	3	3,098,286.
	4	Accounts receivable, net	92,912.	4	99,173.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D		10a	
	b	Less: accumulated depreciation		10b	10c
	11	Investments — publicly traded securities		11	
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11		15	
16	Total assets. Add lines 1 through 15 (must equal line 34)	5,816,370.	16	5,652,074.	
LIABILITIES	17	Accounts payable and accrued expenses	16,950.	17	47,140.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	5,799,420.	25	5,604,934.
	26	Total liabilities. Add lines 17 through 25	5,816,370.	26	5,652,074.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets		27	
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances	0.	33	0.	
34	Total liabilities and net assets/fund balances	5,816,370.	34	5,652,074.	

BAA

Form 990 (2012)

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI.

1	Total revenue (must equal Part VIII, column (A), line 12)	1	7,073,620.
2	Total expenses (must equal Part IX, column (A), line 25)	2	7,073,620.
3	Revenue less expenses. Subtract line 2 from line 1	3	0.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	0.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	0.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII.

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.		

BAA

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2012

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization LOCAL INDEPENDENT CHARITIES OF AMERICA	Employer identification number 94-3042430
---------------------------------------------------------------------------	-----------------------------------------------------

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III — Functionally integrated d Type III — Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11 g (i)	
(ii) A family member of a person described in (i) above?	11 g (ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11 g (iii)	

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2012

Part III Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants'.)	6,677,543.	6,533,724.	6,020,830.	6,767,124.	7,028,937.	33,028,158.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge.						0.
4 Total. Add lines 1 through 3.	6,677,543.	6,533,724.	6,020,830.	6,767,124.	7,028,937.	33,028,158.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						0.
6 Public support. Subtract line 5 from line 4.						33,028,158.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4.	6,677,543.	6,533,724.	6,020,830.	6,767,124.	7,028,937.	33,028,158.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.						0.
9 Net income from unrelated business activities, whether or not the business is regularly carried on.						0.
10 Other income. Do not include gain or loss from the sale of capital assets. (Explain in Part IV.)	37,063.	54,005.	41,757.	35,045.	44,683.	212,553.
11 Total support. Add lines 7 through 10.						33,240,711.
12 Gross receipts from related activities, etc (see instructions).					12	0.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)).	14	99.36%
15 Public support percentage from 2011 Schedule A, Part II, line 14.	15	99.38%
16a 33-1/3% support test – 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. <input checked="" type="checkbox"/>		
b 33-1/3% support test – 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
17a 10%-facts-and-circumstances test – 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
b 10%-facts-and-circumstances test – 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants.').....						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose.....						
3 Gross receipts from activities that are not an unrelated trade or business under section 513.						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.....						
5 The value of services or facilities furnished by a governmental unit to the organization without charge....						
6 Total. Add lines 1 through 5....						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons.....						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year.....						
c Add lines 7a and 7b.....						
8 Public support (Subtract line 7c from line 6.).....						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6.....						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.....						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975....						
c Add lines 10a and 10b.....						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.....						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.).....						
13 Total support. (Add lns 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**.....

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)).....	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15.....	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)).....	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17.....	18	%

19a 33-1/3% support tests – 2012. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization.....

b 33-1/3% support tests – 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization....

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions.....

PART II, LINE 10 - OTHER INCOME

NATURE AND SOURCE	2012	2011	2010	2009	2008
FISCAL SERVICES REVENUE	\$ 44,683.	\$ 35,045.	\$ 41,757.	\$ 54,005.	\$ 37,063.
TOTAL	<u>\$ 44,683.</u>	<u>\$ 35,045.</u>	<u>\$ 41,757.</u>	<u>\$ 54,005.</u>	<u>\$ 37,063.</u>

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered 'Yes' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

Employer identification number

LOCAL INDEPENDENT CHARITIES OF AMERICA

94-3042430

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered 'Yes' to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year.....		
2 Aggregate contributions to (during year).....		
3 Aggregate grants from (during year).....		
4 Aggregate value at end of year.....		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?..... Yes No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?..... Yes No

Part II Conservation Easements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements.....	2 a
b Total acreage restricted by conservation easements.....	2 b
c Number of conservation easements on a certified historic structure included in (a).....	2 c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register.....	2 d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?..... Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?..... Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1..... ▶ \$ _____

(ii) Assets included in Form 990, Part X..... ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1..... ▶ \$ _____

b Assets included in Form 990, Part X..... ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1 a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance.....	1 c
d Additions during the year.....	1 d
e Distributions during the year.....	1 e
f Ending balance.....	1 f

2 a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

Part V Endowment Funds. Complete if the organization answered 'Yes' to Form 990, Part IV, line 10.

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance.....					
b Contributions.....					
c Net investment earnings, gains, and losses.....					
d Grants or scholarships.....					
e Other expenditures for facilities and programs.....					
f Administrative expenses.....					
g End of year balance.....					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ _____ %
 - b Permanent endowment ▶ _____ %
 - c Temporarily restricted endowment ▶ _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.

3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations.....	3a(i)	
(ii) related organizations.....	3a(ii)	
b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?.....	3b	

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land.....				
b Buildings.....				
c Leasehold improvements.....				
d Equipment.....				
e Other.....				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				0.

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives.....		
(2) Closely-held equity interests.....		
(3) Other		
(A) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15. N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) EST DISTR PAYABLE TO MEMBER AGENCIE	5,604,934.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	5,604,934.

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII.

2012

SCHEDULE D, PART XIII - SUPPLEMENTAL INFORMATION PAGE 5

LOCAL INDEPENDENT CHARITIES OF AMERICA

94-3042430

**SCHEDULE D, PART XI, LINE 4B
OTHER REVENUE INCLUDED ON FORM 990 BUT NOT INCLUDED IN F/S**

MEMBER DISTRIB. INCLUDED AS CONTRA-REV.....	\$ 6,513,389.
TOTAL	<u>\$ 6,513,389.</u>

**SCHEDULE D, PART XII, LINE 4B
OTHER EXPENSES INCLUDED ON FORM 990 BUT NOT INCLUDED IN F/S**

MEMBER DISTRIB. INCLUDED AS CONTRA-REV.....	\$ 6,513,389.
TOTAL	<u>\$ 6,513,389.</u>

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

LOCAL INDEPENDENT CHARITIES OF AMERICA

Employer identification number

94-3042430

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. **SEE PART IV**

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) ESTIMATED DISTRIBUTIONS REFER TO PDF SCHEDULE I LARKSPUR, CA 94939			5,707,818.	0.			
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							
(8) -----							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **806**

3 Enter total number of other organizations listed in the line 1 table **0**

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Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2 - PROCEDURES FOR MONITORING USE OF GRANTS FUNDS IN U.S.

GRANTEE ORGANIZATIONS ARE REQUIRED ON AN ANNUAL BASIS TO SUBMIT COPIES OF THEIR FORM 990, AUDITED FINANCIAL STATEMENTS AND OTHER DOCUMENTATION TO THE GOVERNING BOARD FOR REVIEW OF FUNDS GRANTED BY THE ORGANIZATION WHICH ARE USED TO SUPPORT GRANTEE PROGRAMS.

PART IV - ADDITIONAL SUPPLEMENTAL INFORMATION

PLEASE REFER TO ATTACHED PDF FOR DISTRIBUTION DETAIL.

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SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

2012

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

Employer identification number

LOCAL INDEPENDENT CHARITIES OF AMERICA

94-3042430

FORM 990, PART IV, LINE 29

ALTHOUGH THE ORGANIZATION DID NOT RECEIVE MORE THAN \$25,000 IN NON-CASH CONTRIBUTIONS, IT PARTICIPATES IN A VEHICLE DONATION PROGRAM ADMINISTERED BY INDEPENDENT CHARITIES OF AMERICA, OF WHICH THE ORGANIZATION IS A MEMBER. THE ORGANIZATION DOES NOT TAKE TITLE TO OR POSSESSION OF DONATED VEHICLES, DOES NOT ISSUE RECEIPTS, AND HAS NO CONTROL OVER THE PROGRAM, BUT A CONTRIBUTOR MAY SPECIFY THAT NET PROCEEDS FROM THE RESALE OF THE CONTRIBUTOR'S VEHICLE BE DIRECTED TO THE ORGANIZATION.

FORM 990, PART VI, LINE 15

THE ORGANIZATION IS SUPPORTED BY VOLUNTEERS AND DOES NOT INTEND TO EMPLOY INDIVIDUALS.

FORM 990, PART VI, LINE 3 - DESCRIPTION OF DELEGATED DUTIES TO MANAGEMENT COMPANY

THE FEDERATION OUTSOURCES CERTAIN ENUMERATED ADMINISTRATIVE AND MINISTERIAL SERVICES TO MAGUIRE/MAGUIRE ASSOCIATION MANAGEMENT, SPECIFICALLY INCLUDING MAINTAINING A HEADQUARTERS ADDRESS AND STORAGE FOR THE FEDERATION, PREPARING CAMPAIGN APPLICATIONS AND REGISTRATIONS AS REQUIRED TO MAINTAIN CAMPAIGN ELIGIBILITY, COORDINATING MARKETING & ADVERTISING ACTIVITIES, AND CONSULTING TO THE MEMBER CHARITIES ON ISSUES OF THEIR INDIVIDUAL CAMPAIGN ELIGIBILITY AND CAMPAIGN PRESENTATION. THE CONTRACT EXCLUDES PROVIDING DECISION-MAKING OR POLICY-MAKING FUNCTIONS, WHICH ARE RESERVED TO THE BOARD.

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

THE TREASURER REVIEWS THE FORM 990 FOR ACCURACY AND COMPLETENESS, SIGNS AND FILES THE RETURN ON BEHALF OF THE GOVERNING BOARD. COPIES OF THE FORM 990 INCLUDING ATTACHMENTS ARE SENT TO EACH BOARD MEMBER FOR REVIEW AND DISCUSSION AT THE NEXT SCHEDULED BOARD MEETING.

Name of the organization

LOCAL INDEPENDENT CHARITIES OF AMERICA

Employer identification number

94-3042430

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

THE WRITTEN CONFLICT OF INTEREST POLICY IS REVIEWED ANNUALLY BY THE GOVERNING BOARD FOR ADHERENCE AND NEW BOARD MEMBERS ARE REQUIRED TO AFFIRM ACCEPTANCE OF THE POLICY.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

PRIOR YEAR INFORMATION RETURNS (FORM 990) ARE AVAILABLE FOR PUBLIC INSPECTION ON THE GUIDESTAR WEBSITE LOCATED AT WWW.GUIDESTAR.ORG.

THE ORGANIZATION'S GOVERNING DOCUMENTS, POLICIES, FINANCIAL STATEMENTS AND INFORMATION RETURNS ARE AVAILABLE UPON REQUEST.

Local Independent Charities of America
94-3042430

Form 990, Schedule I, Part II
Form 199, Part II, Line 9

Name of Organization	EIN	Amount of Grant
A Helping Paw	03-0385126	18,207
A Legacy of Hope Scholarships for Survivors of Childhood Cancer	84-1491959	5,704
AARP Legal Counsel for the Elderly	52-1194741	18,330
Abandoned Children's Fund	20-5967513	14,707
Abused and Homeless Children's Refuge - Alternative House	54-0899463	161,091
Academy of Hope	52-1730021	16,809
ACLU, American Civil Liberties Union Of Washington Foundation	23-7076867	34,705
Adopt-A-Stream Foundation	91-1333737	7,946
Ahimsa House	31-1833734	9,604
Aid For Starving Children	52-1224507	5,756
AIDS Action Baltimore	52-1512614	20,644
AIDS Emergency Fund	94-2922039	14,438
Alameda County Community Food Bank	94-2960297	179,233
Alameda County Meals on Wheels, Inc.	94-2651065	18,664
Alameda County Sheriff's K-9 Association	26-4589658	7,659
Alzheimer's Services Of The East Bay	94-3081330	16,774
American Red Cross - Southeast Minnesota Chapter	41-0693841	5,367
American Red Cross Silicon Valley Chapter	94-1156472	27,865
Angel Flight of Maryland	52-2230992	26,570
Angel Flight of Virginia	54-1595644	39,056
Animal Rescue, Inc.	23-2180310	10,898
Animal Welfare League Of Arlington	54-0603502	246,618
Arc of Maryland, Inc.	52-0741602	15,200
Asian Law Caucus	94-2176139	7,114
Atlanta Ronald McDonald House Charities	58-1295754	11,148
Barker Foundation, Inc.	52-0642791	32,326
Bay Area Crisis Nursery	94-2681676	8,113
Bay Area Law Enforcement Assistance Fund	91-2006597	60,752
Bay Area Legal Aid	94-1631316	10,801
Bay Area Rescue Mission	94-6124054	15,344
Bello Machre	52-0915574	9,367
Berkeley-East Bay Humane Society	94-1347069	6,346
Bethany Christian Services of Colorado	31-1196720	7,624
Bethany Christian Services of Georgia	31-1284895	13,321
Bethany Christian Services of Maryland	31-1282580	14,548
Bethany Christian Services of Northern California, Inc.	31-1282585	5,104
Bethany Christian Services of Virginia	31-1196727	20,244
Beyond Emancipation	94-3219520	8,034
Big Brothers Big Sisters of the Bay Area	23-7108045	9,918
Bishop McNamara High School	52-0805939	77,281
Black Adoption, Placement & Research Center	94-2910400	10,682
Blind Babies Foundation	94-1156630	23,666
Books for Kids	91-1600084	6,366
Boston Ronald McDonald House	04-2627411	7,626
Bowie Crofton Pregnancy Center	52-1436787	27,791
Boys & Girls Clubs of San Francisco	94-1156608	10,596
Breast Cancer Emergency Fund	20-3203899	27,060
Breast Cancer Fund	94-3155886	11,766

Local Independent Charities of America
94-3042430

Form 990, Schedule I, Part II
Form 199, Part II, Line 9

Name of Organization	EIN	Amount of Grant
Burn Survivors Throughout the World	94-3403785	5,130
California Law Enforcement "Wish Upon A Star"	94-2904385	30,816
Calvary Women's Services	52-1307706	30,930
Campaign for Equal Justice	94-3131284	7,425
Cancer Support Community San Francisco Bay	68-0157858	6,962
Canine Angels Service Teams	26-1514610	6,313
Canine Companions for Independence	94-2494324	11,481
Canine Partners of the Rockies, Inc.	75-3025982	24,708
Cat Adoption Team	20-0773189	9,222
Catholic Service Organizations of America	45-1679647	7,511
Catholic Urban Programs	27-1442590	16,377
Cats on Death Row	27-2033192	12,366
Catty Shack Ranch Wildlife Sanctuary	59-3698971	5,054
Central Virginia Battlefields Trust, Inc.	54-1828344	14,484
Chihuahua & Small Dog Rescue, Inc.	20-3492450	15,363
ChildKind	58-1800382	13,754
Children's Cancer Center, Inc.	59-1779035	7,254
Children's Hospital & Research Center Foundation	94-1657474	36,148
Children's Hunger Fund	95-4335462	9,149
Chinese Culture And Community Service Center, Inc. (CCACC)	52-1307918	45,140
Chinese For Affirmative Action	94-2161304	5,987
Christmas House	91-1177244	6,703
Circle of Concern	23-7085010	14,842
CityTeam Ministries	94-1501265	29,412
Common Good City Farm	80-0365344	12,931
Community Services for Autistic Adults and Children (CSAAC)	52-1263443	22,348
Concerns of Police Survivors, Inc. (COPS)	52-1354370	32,650
Connecticut National Guard Foundation, Inc.	91-2188542	8,725
Court Appointed Special Advocates - Casa Prince George's	52-1772617	17,488
Court Appointed Special Advocates of Montgomery County	52-1639595	15,726
Covenant House California	13-3391210	23,916
Covenant House Florida	59-2323607	8,384
Covenant House New York	13-3076376	12,473
Covenant House Washington	13-3537709	81,648
DC SCORES	52-2230721	12,927
Deaf Outreach	52-1560101	9,174
Dogs & Cats Stranded on the Streets	27-2063483	9,850
Dogs for Diabetics, Inc.	20-2250869	5,314
Dogs On Death Row	20-5530700	35,651
Downtown Cluster Of Congregations	52-1338443	10,116
Dream-A-Wish	59-3436624	6,671
East Bay SPCA Tri-Valley SPCA	94-1322202	16,889
Empty Stocking Fund	23-7159125	13,499
Enchanted Closet	06-1703633	17,528
Exotic Feline Breeding Compound	95-3808610	15,485
Families of Children Under Stress	58-1577602	6,316
Family Caregiver Alliance	94-2687079	5,016
Feed My People	43-1264877	17,938

Local Independent Charities of America
94-3042430

Form 990, Schedule I, Part II
Form 199, Part II, Line 9

Name of Organization	EIN	Amount of Grant
Filipino American International Youth Development Foundation	32-0255827	29,533
Fisher House Naval Medical Center San Diego	95-1645429	60,453
Florida Council Against Sexual Violence	59-3432096	5,688
Food Bank For New York City, Food For Survival	13-3179546	49,042
Food for Thought	68-0181095	5,647
Foodbank of Southern California	95-3557056	50,103
Forestville Pregnancy Center, Inc.	52-1299511	17,232
Founders Benefactors Supervisors & Friends of Frying Pan Farm Park, Inc	54-2000959	16,646
Franciscan Outreach Association	36-2928835	6,572
Friends of Greyhounds Inc	65-1109527	5,060
Friends of San Francisco Animal Care and Control	94-3371620	9,053
Furkids	01-0766844	31,863
George Mark Children's House	94-3255845	13,163
German Shepherd Rescue of Northern California, Inc.	52-2331060	6,802
Good Karma Bikes	27-1552370	8,663
Great Peninsula Conservancy	91-1110978	6,217
Greenhill Humane Society, SPCA	93-0467412	23,240
Guide Dogs for the Blind, Inc.	94-1196195	12,950
H.O.R.S.E., Inc.	59-3718855	5,086
Habitat For Humanity Spokane	94-3066722	7,956
Halifax Humane Society	59-0530990	5,812
Hispanic Scholarship Fund	52-1051044	14,380
Homeless Children's Network	94-3266686	10,386
Hope for New York	13-3713484	6,561
Hopelink	91-0982116	43,805
Hosea Feed the Hungry and Homeless	58-1340903	16,563
Hospice by the Bay	94-2890791	8,896
Hospice of the East Bay	94-2515405	18,707
Hospice of the Valley	94-2803411	10,074
Hospice, Pathways Home Health and Hospice	94-2823240	7,044
Humane Society of Greater Miami, Inc.	59-0711176	22,834
Humane Society of Sonoma County	94-6001315	11,188
Humane Society Silicon Valley	94-1196215	28,712
Hungry for Music	54-1699478	5,541
IONA Senior Services	52-1039553	20,789
Islamic-American Zakat Foundation, Inc.	52-1492341	68,848
Jeannette Rankin Women's Scholarship Fund	58-1273122	5,120
Jubilee Housing, Inc.	52-0986261	11,329
Junior Blind of America	95-1977659	9,400
Juvenile Diabetes Research Foundation - Greater Bay Area Chapter	23-1907729	18,156
Kamp Ritter Rescue Foundation	61-1467958	5,359
Kennedy Krieger Foundation	52-1734695	33,221
Kin On Community Health Care	91-1286273	12,935
Kin On Health Care Center	91-1620786	15,875
KOVAR Corporation Knights of Virginia	23-7337216	81,555
La Clinica del Pueblo	52-1942551	29,916
Larimer Humane Society	84-0611804	14,429
Laurel Advocacy and Referral Services, Inc.	52-1537336	50,402

Local Independent Charities of America
94-3042430

Form 990, Schedule I, Part II
Form 199, Part II, Line 9

Name of Organization	EIN	Amount of Grant
Laurel Pregnancy Center	52-1608500	29,599
Lavender Youth Recreation & Information Center	94-3227296	8,273
Life Education Center, Inc.	20-5939621	5,333
Life Enhancement Awards Fund, Inc.	20-2652012	6,541
LightHouse for the Blind and Visually Impaired	94-1415317	10,141
Lily's Legacy Senior Dog Sanctuary	26-4273729	5,050
Little Wishes	52-2386886	7,846
Los Angeles Mission	95-3134049	22,507
Los Angeles Regional Food Bank	95-3135649	51,623
Lupus Foundation Of Northern California	94-2469741	24,644
Make-A-Wish Foundation of Minnesota	41-1422893	5,039
Make-A-Wish Foundation, Greater Bay Area	94-2958481	43,340
Manna, Inc.	52-1260698	21,292
Marine Corps Heritage Foundation	26-0803466	14,721
Marine Mammal Center	51-0144434	5,725
Martha's Kitchen	91-2091094	13,391
Maryville Academy	36-2170873	22,366
Meals on Wheels and Senior Outreach Services	68-0044205	13,010
Meals on Wheels of Contra Costa, Inc.	68-0231350	16,546
Meals On Wheels Of San Francisco	94-1741155	18,421
Meals on Wheels West	95-4613280	7,838
Merit School of Music	36-3028768	9,760
Military Family and Veterans Service Organizations of America	94-3193418	6,447
Military Support Groups of America	27-2242752	7,813
Millionair Club, Inc.	91-0607513	5,568
Montgomery Housing Partnership, Inc.	52-1631939	7,318
MSPCA/Massachusetts Society For The Prevention Of Cruelty To Animals	04-2103597	35,141
Muttville	26-0416747	8,892
National Foundation for Animal Rescue	51-0486475	5,756
Neurofibromatosis, Inc. Mid-Atlantic	22-2580179	11,101
Nicaraguan Childrens Friendship Committee	73-1682075	7,711
Northern Illinois Food Bank	36-3203648	40,231
Northwest Organization for Animal Help (NOAH)	91-1362069	28,680
Oakland Zoo	94-1687847	5,538
Operation Food Search	43-1241854	40,591
Operation Homefront - Florida, Inc.	26-2289875	9,220
Operation Homefront - Georgia	20-2716275	12,586
Operation Homefront - Hampton Roads Inc.	20-5695927	20,721
Operation Homefront - Pennsylvania & Delaware	20-3491357	8,818
Operation Homefront of Colorado	45-2277577	24,023
Operation Homefront of Missouri and Southwest	01-0777850	9,593
Operation Homefront of Washington, Inc.	27-1132675	26,662
Operation Homefront Southern California	20-3051279	10,171
Operation Homefront-DC Metro Inc.	03-0609399	41,085
Oregon Humane Society	93-0386880	103,833
Orlando Union Rescue Mission	59-1035082	10,617
Parent Encouragement Program (PEP) Inc.	52-1379642	11,072
Pasadena Humane Society	95-1643344	5,899

Local Independent Charities of America
94-3042430

Form 990, Schedule I, Part II
Form 199, Part II, Line 9

Name of Organization	EIN	Amount of Grant
Paws4Vets	54-1948479	55,548
Pawsitive Alliance	84-1679356	13,813
Paws'itive Teams, Inc.	33-0851474	19,743
People, Animals, Love	52-1282069	8,648
Pets In Need	94-6139667	15,055
Pets Unlimited	94-1358298	7,055
Philippine Children's Fund of America	94-3162880	9,450
PHILLIPS Programs for Children and Families	54-0833311	17,183
Planned Parenthood Federation of America	13-3772613	17,794
Planned Parenthood Los Angeles	95-2408623	29,175
Planned Parenthood of Illinois	36-2170901	29,052
Planned Parenthood of the Pacific Southwest	95-6111785	29,712
Planned Parenthood Of The St. Louis Region	43-0652666	23,084
Planned Parenthood Shasta Pacific	94-1575233	23,973
Pregnancy Aid Centers, Inc.	23-7418649	13,538
Prevent Child Abuse Virginia	54-1149882	9,965
Preventing Euthanasia Through Rescue	27-0225418	11,011
Project Angel Food	95-4115863	13,446
Project Open Hand	94-3023551	30,444
Project Wildlife	95-3005393	9,544
Rape Victim Advocates	36-3049386	9,191
Redwood Gospel Missions	94-6122045	12,405
Roanoke Valley Horse Rescue	02-0654488	17,998
Rocky Mountain Rescue Group	84-6036199	6,463
Ronald McDonald House Charities of Chicagoland and Northwest Indiana (36-3532553	11,517
Ronald McDonald House Charities of South Florida,	59-1899866	9,416
Ronald McDonald House Charities of Western Washington & Alaska	91-1061043	28,020
Ronald McDonald House Of San Francisco	94-2951627	11,970
Rosehedge: AIDS Housing and Health Care	91-1532298	5,928
Rowena Wildlife Clinic	26-0048729	6,196
Sacramento SPCA	94-1312343	158,468
Safe Alternatives to Violent Environments (SAVE)	94-2520559	8,142
Sakura Kai	94-2258682	6,441
Salem Friends of Felines	68-0577560	5,419
San Diego Military Outreach Ministries	76-0817487	8,284
San Francisco AIDS Foundation	94-2927405	13,456
San Francisco Child Abuse Prevention Center	94-2455072	8,341
San Francisco Food Bank	94-3041517	136,350
San Francisco General Hospital Foundation	94-3189424	30,332
San Francisco Police Activities League	94-6106198	15,141
San Francisco Society for the Prevention of Cruelty to Animals (SPCA)	94-0836580	40,799
San Francisco Women Against Rape	94-2756753	5,842
Sarah's Circle	36-3043662	10,319
Second Chance for Strays Inc.	59-3609184	13,098
SEEC Corporation	52-1557285	12,790
Shady Grove Adventist Hospital Foundation	52-1216429	8,701
Shady Grove Pregnancy Center	52-1308640	27,123
Shepherd's Gate	94-2902803	9,768

Local Independent Charities of America
94-3042430

Form 990, Schedule I, Part II
Form 199, Part II, Line 9

Name of Organization	EIN	Amount of Grant
Shriners Hospitals for Children - Northern California	00-0002014	15,982
Side By Side, Inc.	26-0573831	8,092
Sisters4Sisters, Inc.	48-1279445	16,907
Society of St. Vincent de Paul Council of Seattle/King County	91-0583891	12,459
Soldiers Undertaking Disabled SCUBA Diving,	26-1315733	18,208
South Florida SPCA Society For The Prevention of Cruelty to Animals	65-0338657	7,240
Special Olympics Northern California	68-0363121	13,138
St. Anthony Foundation	94-1513140	65,063
St. Coletta's Of Illinois	36-2171735	6,478
St. Joseph's Catholic School	52-0735883	15,956
St. Luke's House, Inc.	52-0937199	23,397
St. Vincent de Paul of Baltimore	52-0597056	83,767
Street Sense	20-1297050	60,436
Summit Assistance Dogs	91-2048706	13,723
Support For Families Of Children With Disabilities	94-2819062	7,692
Support Our Troops®, Inc. - California Chapter	20-5098605	28,278
Support Our Troops®, Inc. - Colorado Chapter	00-0002067	8,276
Support Our Troops®, Inc. - Florida Chapter	00-0002080	6,660
Support Our Troops®, Inc. - Georgia Chapter	20-5098716	12,580
Support Our Troops®, Inc. - Maryland Chapter	20-5622170	15,121
Support Our Troops®, Inc. - New Jersey Chapter	00-0002084	5,050
Support Our Troops®, Inc. - Oregon Chapter	00-0002086	8,120
Support Our Troops®, Inc. - Pennsylvania Chapter	00-0002085	5,989
Support Our Troops®, Inc. - Virginia Chapter	20-5098731	15,102
Support Our Troops®, Inc. - Washington Chapter	20-5090232	11,944
Supporters of San Francisco Police Department's Wilderness Program	94-3197237	8,122
Tri-Valley Animal Rescue	94-3156937	8,739
United Methodist Family Services of Virginia	54-0505969	12,195
Veterans, Forever Soldiers	42-1622383	32,737
Victory Housing, Inc.	52-1261881	6,542
Vietnam Veterans Of California	94-2699571	32,757
Volunteer Way	59-3555687	11,048
Washington Air Search and Rescue	91-1599436	5,715
Willamette Humane Society	93-0577975	32,402
Women's Cancer Resource Center	94-3131204	10,342
Workers' Children's Fund	94-3048844	45,136
Yosemite Conservancy	94-3058041	8,399
Total		<u>\$5,707,818</u>

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BOARD OF SUPERVISORS
SAN FRANCISCO

2015 FEB 27 AM 9:56

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February 27, 2015

Ms. Angela Calvillo
Office of the Clerk
San Francisco Board of Supervisors
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102

Re: 2015 Combined Charities Campaign

Dear Ms. Calvillo:

The United Way of the Bay Area wishes to apply for participation in the 2015 San Francisco City and County Employees Combined Charities Campaign in accordance with the regulations set forth by the Board of Supervisors in Section 16.93-2. You will find enclosed:

1. A list of 2015 United Way of the Bay Area Grantees and Certified Agencies with all organizations representing Bay Area counties (Criteria A) and with all being in existence for at least one year (Criteria C).
2. A copy of our IRS 501(c)(3) Tax Exempt letter (Criteria B).
3. A copy of United Way of the Bay Area's 2013-2014 certified audit (Criteria D).

Thank you for your time and consideration in this matter.

Sincerely,



Anne Wilson
Chief Executive Officer

AW/kp
Enclosures: (3)
cc: Gabriela Jimenez



United Way of the Bay Area

550 Kearny St., Suite 1000
San Francisco, CA 94108
415.808.4300

1970 Broadway, Suite 400
Oakland, CA 94612
510.238.2410

401 Amador St.
Vallejo, CA 94590
707.551.3141

www.uwba.org

2015 United Way of the Bay Area - Agency List

Agency Name	Address	City	State	Zip code				Tax ID Number	Website	Telephone
211 (Fiscal Sponsor: United Way of the Bay Area)	550 Kearny Street, Suite 1000	San Francisco	CA	94108				94-1312348	www.211bayarea.org	415 808-4300
Community Action Marin	29 Marin Street	San Rafael	CA	94901	415	485-1489	94-6136365	94-6136365	www.camarin.org	415 485-1489
Community School Initiative (Fiscal Sponsor: United Way of the Bay Area)	505 Santa Clara Street, 3rd Floor	Vallejo	CA	94590	415	808-4300	94-1312348	94-1312348	www.uwba.org/Community-Schools	415 808-4300
Earn It! Keep It! Save It! (Fiscal Sponsor: United Way of the Bay Area)	550 Kearny Street, Suite 1000	San Francisco	CA	94108	415	808-4300	94-1312348	94-1312348	www.earnitkeepitsaveit.org	415 808-4300
East Bay Asian Local Development Corporation	310 - 8th Street, Suite 200	Oakland	CA	94607	510	287-5353	51-0171851	51-0171851	www.ebaldc.org	510 287-5353
MatchBridge (Fiscal Sponsor: United Way of the Bay Area)	550 Kearny Street, Suite 1000	Oakland	CA	94621	415	808-4300	94-1312348	94-1312348	www.matchbridge.org	415 808-4300
SparkPoint Center Initiative (Fiscal Sponsor: United Way of the Bay Area)	550 Kearny Street, Suite 1000	San Francisco	CA	94110	415	808-4300	94-1312348	94-1312348	www.sparkpointcenters.org	415 808-4300
Stride Center	1212 Broadway, Suite 400	Oakland	CA	94612	510	234-1300	94-3333571	94-3333571	www.stridecenter.org	510 234-1300
Alameda County Central Labor Council	100 Hegenberger Road, Suite 150	Oakland	CA	94621	510	632-4242	94-0272624	94-0272624	www.alamedalabor.org	510 632-4242
Alternatives In Action	3666 Grand Avenue, Suite A	Oakland	CA	94610	510	285-6290	94-3210413	94-3210413	www.alternativesinaction.org	510 285-6290
American Canyon Family Resource Center	3431 Broadway, #A-5	American Canyon	CA	94503	707	980-7024	36-4612853	36-4612853	www.americancanyonfrc.org	707 980-7024
Bay Area Council Economic Institute	353 Sacramento Street, 10th Floor	San Francisco	CA	94111	415	981-7117	23-7325853	23-7325853	www.bayareaeconomy.org	415 981-7117
Bay Area Legal Aid	1735 Telegraph Avenue	Oakland	CA	94612	510	250-5241	94-1631316	94-1631316	www.baylegal.org	510 250-5241
Berkeley Food and Housing Project	2362 Bancroft Way	Berkeley	CA	94704	510	649-4965	94-2979073	94-2979073	www.bfhp.org	510 649-4965
Bernal Heights Neighborhood Center	515 Cortland Avenue	San Francisco	CA	94110	415	206-2140	94-2536500	94-2536500	www.bhnc.org	415 206-2140
Brighter Beginnings	2595 International Blvd.	Oakland	CA	94601	510	437-8950	94-2949749	94-2949749	www.brighter-beginnings.org	510 437-8950
Building Futures with Women and Children	1395 Bancroft Avenue	San Leandro	CA	94577	510	357-0205	94-3100741	94-3100741	www.bfwc.org	510 357-0205
Building Skills Partnership	3411 East 12th Street, Suite 200	Oakland	CA	94601	510	437-8144	26-1254255	26-1254255	www.buildingskills.org	510 437-8144
Catholic Charities CYO	180 Howard Street, Suite 100	San Francisco	CA	94105	415	972-1200	94-1498472	94-1498472	www.community.ccyo.org	415 972-1200
Catholic Charities of the East Bay	433 Jefferson Street	Oakland	CA	94607	510	768-3125	94-2677202	94-2677202	www.cceb.org	510 768-3125
Catholic Charities Santa Rosa Diocese	P.O. Box 4900	Santa Rosa	CA	95402	707	528-8712	94-2479393	94-2479393	www.srcharities.org	707 528-8712
Charity Cultural Services Center	731 Commercial Street	San Francisco	CA	94108	415	989-8224	94-2922453	94-2922453	www.sfccsc.org	415 989-8224
Children Now	1212 Broadway Street #530	Oakland	CA	94612	510	763-2444	94-3059243	94-3059243	www.childrennow.org	510 763-2444
Children's Network of Solano County	2320 Courage Drive, Suite 107	Fairfield	CA	94533	707	421-7229	68-0014506	68-0014506	www.childnet.org	707 421-7229
Children's Nurturing Project	P.O. Box 304	Fairfield	CA	94533	707	422-0464	72-1553818	72-1553818	www.childrensnurturingproject.org	707 422-0464
Chinatown Community Children's Center	979 Clay Street	San Francisco	CA	94108	415	986-2528	23-7126354	23-7126354	www.childrencenter.org	415 986-2528
Community Action Partnership of Solano, Inc.	1545 N. Texas Street, Suite 201	Fairfield	CA	94533	707	422-8810	27-1003520	27-1003520	www.capsolano.org	707 422-8810
Community Child Care Council (4C's) of Alameda	22351 City Center Drive, #200	Hayward	CA	94541	510	582-2182	23-7218859	23-7218859	www.4c-alameda.org	510 582-2182
Community Youth Center	1038 Post Street	San Francisco	CA	94109	415	775-2636	94-1728818	94-1728818	www.cycsf.org	415 775-2636
Contra Costa Crisis Center	P.O. Box 3364	Walnut Creek	CA	94598	925	939-1916	94-1747227	94-1747227	www.crisis-center.org	925 939-1916
Contra Costa Central Labor Council	1333 Pine Street, Suite E	Martinez	CA	94553	925	228-0161	94-0272624	94-0272624	www.cocolabor.org	925 228-0161
Curran Senior Center	333 Turk Street	San Francisco	CA	94102	415	885-2274	23-7362588	23-7362588	www.curryseniorcenter.org	415 885-2274
Davis Street Community Services	3081 Teagarden Street	San Leandro	CA	94577	510	347-4620	94-3121699	94-3121699	www.davisstreet.org	510 347-4620
East Oakland Community Project	7515 International Blvd.	Oakland	CA	94621	510	532-3211	94-3078181	94-3078181	www.eocp.net	510 532-3211
Eden I&R, Inc.	570 - B Street	Hayward	CA	94541	510	537-2710	94-2339050	94-2339050	www.edenir.org	510 537-2710
Fighting Back Partnership	505 Santa Clara Street, 3rd Floor	Vallejo	CA	94590	707	651-7183	68-0298092	68-0298092	www.fight-back.org	707 651-7183
First Place for Youth	426 17th Street	Oakland	CA	94612	510	272-0979	94-3341034	94-3341034	www.firstplacefund.org	510 272-0979
Food Bank of Contra Costa and Solano	P.O. Box 6324	Concord	CA	94524	925	676-7543	94-2418054	94-2418054	www.foodbankcccs.org	925 676-7543
Fremont Family Resource Center	39155 Liberty Street, Suite A110	Fremont	CA	94537	510	574-2007	94-3333831	94-3333831	www.fremont.gov	510 574-2007
Global Center for Success	1055 Azuar Avenue	Vallejo	CA	94592	707	562-5673	71-0896807	71-0896807	www.globalcenterforsuccess.org	707 562-5673
Greenlining Institute, The	1918 University Avenue, 2nd Floor	Berkeley	CA	94704	510	926-4003	94-3173571	94-3173571	www.greenlining.org	510 926-4003
Homebase The Center for Common Concerns	870 Market Street, Suite 1228	San Francisco	CA	94102				94-3148303	www.homebaseccc.org	415 788-7960
InnVision Shelter Network	415 E. 2nd Avenue	San Mateo	CA	94401	650	340-6733	77-0160469	77-0160469	www.ivsn.org	650 340-6733
Insight Center for Community Economic Development	2201 Broadway Street, Suite 815	Oakland	CA	94612	510	251-2600	94-2410277	94-2410277	www.insightcced.org	510 251-2600
Jewish Community Relations Council	121 Steuart Street, Suite 301	San Francisco	CA	94105	415	957-1551	94-1156335	94-1156335	www.jcrc.org	415 957-1551
Larkin Street Youth Services	701 Sutter Street, Suite 2	San Francisco	CA	94109	415	673-0911	94-2917999	94-2917999	www.larkinstreetyouth.org	415 673-0911
Latino Community Foundation	225 Bush Street, Suite 500	San Francisco	CA	94104	415	733-8591	81-0564400	81-0564400	www.latinocf.org	415 733-8591

2015 United Way of the Bay Area - Agency List

Agency Name	Address	City	State	Zip code				Tax ID Number	Website
Homebase The Center for Common Concerns	870 Market Street, Suite 1228	San	CA	94102				94-3148303	www.homebaseccc.org
InnVision Shelter Network	415 E. 2nd Avenue	San Mateo	CA	94401	650	340-6733	77-0160469	77-0160469	www.ivsn.org
Insight Center for Community Economic	2201 Broadway Street, Suite 815	Oakland	CA	94612	510	251-2600	94-2410277	94-2410277	www.insightcced.org
Jewish Community Relations Council	121 Steuart Street, Suite 301	San	CA	94105	415	957-1551	94-1156335	94-1156335	www.jcrc.org
Larkin Street Youth Services	701 Sutter Street, Suite 2	San	CA	94109	415	673-0911	94-2917999	94-2917999	www.larkinstreetyouth.org
Latino Community Foundation	225 Bush Street, Suite 500	San	CA	94104	415	733-8591	81-0564400	81-0564400	www.latinocf.org
Latino Council of Marin	555 Northgate Drive	San Rafael	CA	94903	415	492-4420	94-3213100	94-3213100	www.sanrafael.patch.com/listings/l/
Lavender Youth Recreation & Info Center	127 Collingwood Street	San	CA	94114	415	703-6150	94-3227296	94-3227296	www.lyric.org
Loaves and Fishes of Contra Costa	1985 Bonfacio Street, Suite 100	Concord	CA	94520	925	687-6760	68-0018077	68-0018077	www.loavesfishescc.org
Low Income Families Empowerment-LIFETIME	1905 San Pablo Avenue	Oakland	CA	94612	510	352-5160	94-3348126	94-3348126	www.geds-to-phds.org
Marin Community Foundation	5 Hamilton Landing, Suite 200	Novato	CA	94949	415	339-2837	94-3007979	94-3007979	www.sanrafael.patch.com
MarinKids (Fiscal Sponsor: Marin Education	781 Lincoln Avenue, Suite 140	San Rafael	CA	94901				95-3667812	www.marinkids.org
Marion Wheels of San Francisco, Inc.	1375 Fairfax Avenue	San	CA	94124	415	920-1111	94-1741155	94-1741155	www.mowfsf.org
Mission Economic Development Agency	2301 Mission Street, Suite 301	San	CA	94110	415	282-3334	51-0187791	51-0187791	www.medasf.org
NICOS Chinese Health Coalition	1208 Mason Street	San	CA	94108	415	788-6426	94-3184812	94-3184812	www.nicoschc.org
On Lok Senior Health Services Lifeways	1333 Bush Street	San	CA	94109	415	292-8888	94-3101464	94-3101464	www.onlok.org
On The Move	780 Lincoln Avenue	Napa	CA	94558	510	599-7785	75-3149095	75-3149095	www.onthemovebayarea.org
Operation Hope, Inc.	3062 E 9th Street	Oakland	CA	94601	510	535-6700	95-4378084	95-4378084	www.operationhope.org
Opportunity Junction	3102 Delta Fair Blvd.	Antioch	CA	94509	925	776-1131	68-0459131	68-0459131	www.opportunityjunction.org
Parent Services Project	79 Belvedere Street, Suite 101	San Rafael	CA	94901	415	454-1870	68-0169962	68-0169962	www.parentservices.org
Partnership for Children and Youth	1330 Broadway, Suite 601	Oakland	CA	94612	510	830-4200	04-3653529	04-3653529	www.partnerforchildren.org
Project Open Hand San Francisco	730 Polk Street	San	CA	94109	415	447-2490	94-3023551	94-3023551	www.openhand.org
Richmond Community Foundation	1014 Florida Avenue, Suite 200	Richmond	CA	94804	510	234-1200	94-3337754	94-3337754	www.richmondcf.org
San Francisco Central Labor Council	1188 Franklin Street, Suite 203	San	CA	94109	415	440-4809	94-0348191	94-0348191	www.sflaborcouncil.org
San Mateo County Central Labor Council	1153 Chess Drive, Suite 200	Foster City	CA	94404	650	572-8848	94-0348191	94-0348191	www.sanmateolaborcouncil.org
Self Help for the Elderly	407 Sansome Street	San Francisco	CA	94124	415	677-7618	94-1750717	94-1750717	www.selfhelpelderly.org
Seven Tepees Youth Program	3177 17th Street	San	CA	94110	415	522-1550	94-3231059	94-3231059	www.7tepees.org
SHELTER Inc. of Contra Costa County	1815 Arnold Drive	Martinez	CA	94553	925	335-0698	68-0117241	68-0117241	www.shelterincofccc.org
Solano Coalition for Better Health	One Harbor Way, Suite 270	Suisun	CA	94585	707	863-4444	94-3189914	94-3189914	www.solanocoalition.org
Solano Family and Children's Services	421 Executive Court North	Fairfield	CA	94534	707	863-3950	94-2369308	94-2369308	www.solanofamily.org
St. Mary's Center	925 Brockhurst Street	Oakland	CA	94608	510	923-9600	68-0172229	68-0172229	www.stmaryscenter.org
St. Vincent de Paul of Contra Costa County	2210 Gladstone Drive	Pittsburg	CA	94565	925	439-5060	94-1448577	94-1448577	www.svdpc-cc.org
Street Soccer USA	44 Gough Street, Suite 209	San	CA	94103	202	400-7000	26-4694946	26-4694946	www.igc.stanford.edu/our_work/s
Success Center San Francisco	375 Woodside Avenue, Building W2	San	CA	94127	415	753-7690	94-2844443	94-2844443	www.successcentersf.org
Tax Aid	55 New Montgomery Street, Suite 500	San	CA	94105	415	963-5133	94-3062518	94-3062518	www.tax-aid.org
Thrive Alliance	330 Twin Dolphin Drive, Suite 155	Redwood	CA	94065	650	773-4076	20-4745089	20-4745089	www.thrivealliance.org
Y & H Soda Foundation	1635 School Street	Moraga	CA	94556	925	253-2630	94-1611668	94-1611668	www.yhsodafoundation.org
YMCA of San Francisco	50 California Street, Suite 650	San	CA	94111	415	777-9622	94-0997140	94-0997140	www.ywca-sf-marine.org
AASK - Adopt a Special Kid	8201 Edgewater Drive, Suite 103	Oakland	CA	94621	510	553-1748	23-7353698	23-7353698	www.aask.org
ABS-CBN Foundation	150 Shoreline Drive	Redwood City	CA	94605	650	508-6117	94-3292281	94-3292281	www.abscbnfoundation.org
Adult Day Services Network of Contra Costa	490 Golf Club Road	Pleasant Hill	CA	94523	925	785-5244	45-0516536	45-0516536	www.adultdaycc.org
AIDS Emergency Fund	12 Grace Street, Suite 300	San Francisco	CA	94103	415	558-6999	94-2922039	94-2922039	www.aef-sf.org
AIDS Legal Referral Panel	1663 Mission Street, Suite 500	San Francisco	CA	94103	415	701-1200	94-3111738	94-3111738	www.alrp.org
Alive & Free (formerly Omega Boys Club)	1060 Tennessee Street	San Francisco	CA	94107	415	826-8664	94-3171846	94-3171846	www.stayaliveandfree.org

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2015 United Way of the Bay Area - Agency List

Agency Name	Address	City	State	Zip code				Tax ID Number	Website
America SCORES Bay Area	1610 Harrison Street	San Francisco	CA	94103	603	560-5552	48-1272959	48-1272959	www.americascorresbayarea.org
American Indian Child Resource Center	522 Grand Avenue	Oakland	CA	94610	510	208-1870	23-7394584	23-7394584	www.aicrc.org
American Red Cross Bay Area	1663 Market Street	San Francisco	CA	94103	415	427-8133	53-0196605	53-0196605	www.redcross.org/bayarea
Asian & Pacific Islander Wellness Center	730 Polk Street, 4th Floor	San Francisco	CA	94109	415	292-3400	94-3096109	94-3096109	www.apiwellness.org
Asian Health Services	818 Webster Street	Oakland	CA	94607	510	986-6830	94-2235908	94-2235908	www.asianhealthservices.org
Asian Immigrant Women Advocates	310 8th Street, Suite 301	Oakland	CA	94607	510	268-0192	94-2977665	94-2977665	www.aiwa.org
BANANAS, Inc.	5232 Claremont Avenue	Oakland	CA	94618	510	658-7353	94-2247074	94-2247074	www.bananasinc.org
Bay Area Urban Debate League	287 17th Street, Suite 201	Oakland	CA	94612	510	415-4020	80-0473270	80-0473270	www.baudl.org
Big Brothers Big Sisters of the North Bay, Inc.	1618 Second Street	San Rafael	CA	94901	415	453-3800	94-2502278	94-2502278	www.bbbsnorthbay.org
Boys & Girls Clubs of North San Mateo County	201 W. Orange Avenue	South San Fra	CA	94080	650	589-7090	94-1497000	94-1497000	www.theclubs.org
Boys Hope Girls Hope of San Francisco Bay Area	P.O. Box 347359	San Francisco	CA	94134	415	657-9302	91-2002481	91-2002481	www.bhghsf.org
Breast Cancer Connections	390 Cambridge Avenue	Palo Alto	CA	94306	650	326-6299	770417605	770417605	www.bcconnections.org
Breast Cancer Emergency Fund	12 Grace Street, Suite 300	San Francisco	CA	94103	415	558-6999	20-3203899	20-3203899	www.bcef.org
Bucklew Programs	900 Fifth Avenue, Suite 150	San Rafael	CA	94901	415	526-0409	22-7088977	22-7088977	www.bucklew.org
CALICO Center for Abused Children	524 Estudillo Avenue	San Leandro	CA	94577	510	895-0702	94-3256781	94-3256781	www.calicoenter.org
California Advocates for Nursing Home Reform	650 Harrison Street, 2nd Floor	San Francisco	CA	94107	415	974-5171	942939542	942939542	www.canhr.org
Cancer Prevention Institute of California	2201 Walnut Ave., Suite 300	Fremont	CA	94538	510	608-5003	23-7427232	23-7427232	www.cpic.org
Casa Allegra Community Services	35 Mitchell Blvd. Suite 8	San Rafael	CA	94903	415	300-7466	94-2775979	94-2775979	www.casaallegra.org
Catholic Social Service	125 Corporate Place, Suite A	Vallejo	CA	94590	707	644-8909	94-2576612	94-2576612	www.csssolano.org
Center for Domestic Peace	734 A Street	San Rafael	CA	94901	415	457-2464	94-2415856	94-2415856	www.c4dp.org
Center for Human Development	901 Sunvalley Blvd., Suite 220	Concord	CA	94520	925	687-8844	94-2520840	94-2520840	www.chd-prevention.org
Center for Independent Living, Inc.	3075 Adeline Street, Suite 100	Berkeley	CA	94703	510	841-4776	23-7175191	23-7175191	www.cilberkeley.org
Challenge Day	2520 Stanwell Drive, Suite 160	Concord	CA	94520	925	957-0234	943386810	943386810	www.challengeday.org
Children In Need of Hugs, (CINOH)	274E Sunset Avenue #201	Suisun City	CA	94585	707	425-2720	68-0453188	68-0453188	www.cinoh.org
Children's Council of San Francisco	445 Church Street	San Francisco	CA	94114	415	276-2968	94-2221305	94-2221305	www.childrenscouncil.org
Chinatown Community Development Center	1525 Grant Avenue	San Francisco	CA	94133	415	984-1493	94-2514053	94-2514053	www.chinatowncdc.org
Coastside Adult Day Health Center	645 Correas Street	Half Moon Ba	CA	94019	650	726-5067	94-2935784	94-2935784	www.coastsideadultdayhealth.org
College Summit California	703 Market Street, Suite 205	San Francisco	CA	94103	415	227-9905	52-2007028	52-2007028	www.collegesummit.org/region/no
Community Housing Opportunities Corporation	5030 Business Center Drive, Suite 26	Fairfield	CA	94534	707	759-6043	68-0038964	68-0038964	www.chohousing.org
Community Resources for Children	3299 Claremont Way, Suite 1	Napa	CA	94558	707	253-0376	94-2524785	94-2524785	www.crcnapa.org
Costa Child Care Council	1035 Detroit Ave., Suite 200	Concord	CA	94518	925	676-5442	942383037	942383037	www.cocokids.org
Contra Costa Interfaith Housing	3164 Putnam Blvd., Suite C	Walnut Creek	CA	94597	925	944-2244	91-1797391	91-1797391	www.ccinterfaithhousing.org
Cope Family Center	1340 Fourth Street	Napa	CA	94559	707	252-1123	94-2322399	94-2322399	www.copefamilycenter.org
Diabetic Youth Foundation	5167 Clayton Road, Suite F	Concord	CA	94521	925	680-4994	94-6003673	94-6003673	www.dyf.org
Discovery Counseling Center	115 A Town & Country Drive	Danville	CA	94507	925	837-0505	94-1705971	94-1705971	www.discoveryctr.net
Dogs4Diabetics	1647 Willow Pass Road #157	Concord	CA	94520	480	319-1055	20-2250869	20-2250869	www.dogs4diabetics.com
Early Childhood Mental Health Program	4101 Macdonald Avenue	Richmond	CA	94805	510	412-9200	94-2883469	94-2883469	www.ecmhp.org
East Bay Asian Youth Center (EBAYC)	2025 E. 12th Street	Oakland	CA	94606	510	533-1092	94-2925799	94-2925799	www.ebayc.org
East Bay Community Law Center	2921 Adeline Street	Berkeley	CA	94703	510	548-4040	94-3042565	94-3042565	www.ebclc.org
East Bay United Soccer Club	5940 College Avenue	Oakland	CA	94618	510	759-2255	90-0640942	90-0640942	www.eastbayunitedsoccer.org
East Oakland Youth Development Center	8200 International Blvd.	Oakland	CA	94621	510	569-8088	237334590	237334590	www.eoydc.org
Episcopal Community Services - San Francisco, CA	165 Eighth Street	San Francisco	CA	94103	415	487-3300	94-3096716	94-3096716	www.ecs-sf.org
Family Bridges, Inc.	168-11th Street	Oakland	CA	94501	510	839-2022	94-1725018	94-1725018	www.fambridges.org
Family Emergency Shelter Coalition	21455 Birch Street #5	Hayward	CA	94541	510	886-5473	94-3029991	94-3029991	www.fescofamilyshelter.org/

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2015 United Way of the Bay Area - Agency List

Agency Name	Address	City	State	Zip code				Tax ID Number	Website
Family Paths	1727 Martin Luther King Jr. Way #10	Oakland	CA	94612	510	380-1731	23-7181846	23-7181846	www.familypaths.org
Family Service Agency of Marin	555 Northgate Drive, Suite 100	San Rafael	CA	94903	415	491-5701	23-7088977	23-7088977	www.fsamarin.org
Family Service of Napa Valley	709 Franklin Street	Napa	CA	94558	707	255-0966	94-1236934	94-1236934	www.familyservicenapa.org
Filipino Advocates for Justice	310 8th Street, Suite 306	Oakland	CA	94607	510	465-9876	94-2218907	94-2218907	www.filipino4justice.org
Filipino-American Development Foundation	1010 Mission Street	San Francisco	CA	94103	415	348-8042	94-3300090	94-3300090	www.bayanlhacc.org
Girl Scouts of Northern California	1650 Harbor Bay Parkway, Suite 100	Alameda	CA	94568	800	447-4475	94-1551410	94-1551410	www.girlscoutsnorcal.org
Global Community Monitor	6263 Bernhard Avenue	Richmond	CA	94805	510	233-1870	27-2523757	27-2523757	www.gcmonitor.org
Good Samaritan Family Resource Center	1294 Potrero Avenue	San Francisco	CA	94110	415	401-4262	94-3154078	94-3154078	www.goodsamfrc.org
Habitat for Humanity East Bay/Silicon Valley	2619 Broadway Street	Oakland	CA	94612	510	803-3384	943053687	943053687	www.habitatbbsv.org
Hayward Friends of Animals	24982 2nd Street	Hayward	CA	94540	510	886-7546	94-3064882	94-3064882	www.SecondChanceFortBragg.org
Hemophilia Foundation of Northern California	6400 Hollis Street, Suite 6	Emeryville	CA	94608	510	658-3324	94-1638703	94-1638703	www.hemofoundation.org
Homeless Children's Network	3265 17th Street, Suite 404	San Francisco	CA	94110	415	437-3990	94-3266686	94-3266686	www.hcnkids.org
Howard Bound of Marin	1385 N Hamilton Parkway	Novato	CA	94949	415	382-3363	68-0011405	68-0011405	www.hbofm.org
Horizons Foundation	550 Montgomery Street, Suite 700	San Francisco	CA	94111	415	398-2333	94-2686530	94-2686530	www.horizonsfoundation.org
Hospice of the East Bay	3470 Buskirk Avenue	Pleasant Hill	CA	94523	925	887-5678	94-2515405	94-2515405	www.hospiceeastbay.org
Japanese American Citizens League	1765 Sutter Street	San Francisco	CA	94115	415	921-5225	94-1245885	94-1245885	http://jacl.org
JCC East Bay	1414 Walnut Street	Berkeley	CA	97409	510	848-0237	71-0995500	71-0995500	www.jccestbay.org
Jewish Family and Children's Services of San Francisco, the Peninsula, Marin and Sonoma Counties	2150 Post Street	San Francisco	CA	94115	415	449-1261	94-1156528	94-1156528	www.jfcs.org
Jewish Vocational Service	225 Bush Street, Suite 400	San Francisco	CA	94104	415	391-6300	94-2213100	94-2213100	www.jvs.org
John Muir Health Foundation	1400 Treat Blvd.	Walnut Creek	CA	94597	925	947-4449	94-2650855	94-2650855	www.johnmuirhealth.com
J-Sei	2126 Channing Way	Berkeley	CA	94704	510	848-3560	94-2496799	94-2496799	www.j-sei.org
Justice & Diversity Center of the Bar Association of San Francisco	301. Battery St., Third Floor	San Francisco	CA	94111	415	782-8915	94-2931349	94-2931349	www.sfbar.org/jdc
La Casa de las Madres	1663 Mission Street, Suite 225	San Francisco	CA	94103	415	503-0500	94-2330864	94-2330864	www.lacasa.org
Latina Breast Cancer Agency	4271 Mission Street, 2nd Floor	San Francisco	CA	94112	415	584-3444	01-0628124	01-0628124	www.latinabca.org
Legal Aid Society of San Mateo County	330 Twin Dolphin Drive, Suite 123	Redwood City	CA	94065	650	558-0915	94-1451894	94-1451894	www.legalaidsmc.org
Legal Aid Society-Employment Law Center	180 Montgomery Street	San Francisco	CA	94104	415	864-8848	94-2783401	94-2783401	www.las-elc.org
LIFE ElderCare	3300 Capitol Avenue	Fremont	CA	94538	510	574-2091	23-7455567	23-7455567	www.lifeeldercare.org
Lighthouse for the Blind and Visually Impaired	214 Van Ness Avenue	San Francisco	CA	94102	415	694-7344	941415317	941415317	www.lighthouse-sf.org
Lilliput Children's Services	8391 Auburn Blvd.	Citrus Heights	CA	95630	916	567-4472	94-2614102	94-2614102	www.lilliput.org
Loved Twice	4123 Broadway, Suite 815	Oakland	CA	94611	510	652-2229	94-3441434	94-3441434	www.lovedtwice.org
Lutheran Social Services of Northern California	988 Oak Grove Road	Concord	CA	94518	925	825-1060	94-1659687	94-1659687	www.lssnorcal.org
Lyon-Martin Health Services	1748 Market Street, Suite 201	San Francisco	CA	94102	415	565-7667	94-2597707	94-2597707	www.lyon-martin.org
Marin Medical Reserve Corps Foundation	24 Hillside Avenue	Mill Valley	CA	94941	415	897-2662	27-1795730	27-1795730	www.mmrcfoundation.org
Meals on Wheels and Senior Outreach Services	1300 Civic Drive	Walnut Creek	CA	94596	925	891-4855	68-0044205	68-0044205	www.mowsos.org
Meals on Wheels of Solano County	95 Marina Center	Suisun City	CA	94585	707	425-0638	94-2453452	94-2453452	www.mealsonwheelsolano.org
Mental Health Association of Alameda County	954 60th Street, Suite 10	Oakland	CA	94608	510	835-5010	94-1254645	94-1254645	www.mhaac.org
Mercy Retirement and Care Center	3431 Foothill Blvd.	Oakland	CA	94601	510	534-8540	94-1156579	94-1156579	www.mercyretirementcenter.org
MESA (Mathematics, Engineering, Science)	1111 Franklin Street	Oakland	CA	94607	510	987-9381	94-3067788	94-3067788	www.mesa.ucop.edu
Mid-Peninsula Boys & Girls Club	200 North Quebec Street	San Mateo	CA	94401	650	347-9891	94-1431583	94-1431583	www.midpenbgc.org
Mothers Against Drunk Driving - SF Bay Area	7027 Dublin Blvd., #110	Dublin	CA	94568	925	452-8752	94-2707273	94-2707273	www.madd.org
NAMI San Francisco	1010 Gough Street	San Francisco	CA	94109	415	474-7310	94-2914709	94-2914709	www.namif.org
Napa Valley Hospice & Adult Day Services	414 S Jefferson Street	Napa	CA	94559	707	258-9080	68-0393144	68-0393144	www.nvhads.org

2015 United Way of the Bay Area - Agency List

Agency Name	Address	City	State	Zip code				Tax ID Number	Website
National Council on Crime and Delinquency	1970 Broadway, Suite 500	Oakland	CA	94612	800	306-6224	13-1624111	13-1624111	www.nccdglobal.org
Native American Health Center	1151 Harbor Bay Parkway Suite #203	Alameda	CA	94502	510	7473053	23-7135928	23-7135928	www.nativehealth.org
Network on Women in Prison dba Legal Services for Prisoners with Children	1540 Market St., Suite 490	San Francisco	CA	94102	415	255-7036	94-3080408	94-3080408	www.prisonerswithchildren.org
Nihonmachi Little Friends	2031 Bush Street	San Francisco	CA	94115	415	922-8898	94-2325686	94-2325686	www.nlfchildcare.org
North Bay Children's Center	932 C Street	Novato	CA	94949	415	883-6222	94-3024246	94-3024246	www.nbcc.net
Northern California Council of Black Professional	722 Chester Street	Oakland	CA	94607	510	893-6426	94-2432887	94-2432887	www.ncaliflackengineers.org
Old Skool Cafe	1429 Mendell Street	San Francisco	CA	94124	415	822-8531	20-3913900	20-3913900	www.oldschoolcafe.org
Peninsula Family Service	24 2nd Avenue	San Mateo	CA	94401	650	403-4300	94-1186169	94-1186169	www.peninsulafamilyservice.org
Philippine International Aid	5226 Diamond Heights Blvd.	San Francisco	CA	94131	415	401-7157	94-3008383	94-3008383	www.phil-aid.org
Positive Resource Center	785 Market Street, 10th Floor	San Francisco	CA	94103	415	777-0333	94-3078431	94-3078431	www.positiveresource.org
Raising A Reader San Francisco and Alameda Counties	470 3rd Street, Suite 102	San Francisco	CA	94107	510	296-5462	27-1584676	27-1584676	www.rarbayarea.org
Rehabilitation Services of Northern California	490 Golf Club Road	Pleasant Hill	CA	94523	925	682-6330	94-2822559	94-2822559	www.rsncc-centers.org
Rubys Place, Inc. (formerly Emergency Shelter	1180 B Street	Hayward	CA	94541	510	581-5626	94-2212241	94-2212241	www.rubysplace.org
San Francisco Education Fund	2370 Bryant Street, Second Floor	San Francisco	CA	94110	415	695-5400	94-1592822	94-1592822	www.sfedfund.org
San Francisco Suicide Prevention	P.O. Box 191350	San Francisco	CA	94119	415	288-7107	94-1581618	94-1581618	www.SFsuicide.org
Sandra J. Wing Healing Therapies Foundation	1807 Santa Rita Road, D182	Pleasanton	CA	94566	866	862-7270	80-0476824	80-0476824	www.healingtherapiesfoundation.org
Seneca Family of Agencies	6925 Chabot Road	Oakland	CA	94618	510	654-4004	94-2971761	94-2971761	www.senecacenter.org
Senior Access	70 Skyview Terrace, Bldg. B	San Rafael	CA	94903	415	491-2500	94-2268460	94-2268460	www.senioraccess.org
SOAR for Youth	P.O. Box 1291	Berkeley	CA	94701	510	632-0888	26-4425202	26-4425202	www.soarfor youth.org
STAND! For Families Free of Violence	1410 Danzig Plaza, Suite 200	Concord	CA	94520	925	603-0138	94-2476576	94-2476576	www.standffov.org
Super Stars Literacy	333 Hegenberger Road, Suite 503	Oakland	CA	94621	925	787-8351	51-0666163	51-0666163	www.superstarsliteracy.org
The Arc of Alameda County	14700 Doolittle Drive	San Leandro	CA	94577	510	394-9881	94-1707724	94-1707724	www.arcalameda.org
The Arc of San Francisco	1500 Howard Street	San Francisco	CA	94103	415	255-7200	94-1415287	94-1415287	www.thearcsof.org
The Mentoring Center	672 - 13th Street, Suite 200	Oakland	CA	94612	510	891-0427	94-3167241	94-3167241	www.mentor.org
Tranquility House Alternatives	1171 Lovelock Way	Hayward	CA	94544	510	750-9655	45-1260583	45-1260583	www.thaeastbay.org
Trips for Kids	138 Sunnyside	Mill Valley	CA	94941	415	381-2941	68-0159458	68-0159458	www.tripsforkids.org/marin
Tri-Valley Haven	3663 Pacific Avenue	Livermore	CA	94550	925	449-5845	94-2462357	94-2462357	www.trivalleyhaven.org
UCSF Alliance Health Project	P.O. Box 0884	San Francisco	CA	94102	415	476-3951	94-6036493	94-6036493	www.ucsf-ahp.org
Violablythe Community Service Center of Newark	P.O. Box 362	Newark	CA	94560	510	794-3437	94-3122617	94-3122617	www.violablythe.org
Weight of Life	968 23rd Street	Richmond	CA	94804	510	323-3052	20-3752206	20-3752206	www.weighoflife.org
Western Center on Law and Poverty	3701 Wilshire Blvd., Suite 208	Los Angeles	CA	90010	213	235-2639	95-2897721	95-2897721	www.wclp.org
Women Organized to Make Abuse Non Existent, Inc.	333 Valencia Street, Suite 450	San Francisco	CA	94103	415	864-4777	94-2607750	94-2607750	www.womaninc.org
Wu Yee Children's Services	717 California Street, FL1	San Francisco	CA	94108	415	230-7500	94-2387002	94-2387002	www.wuyee.org
Youth ALIVE!	3300 Elm Street	Oakland	CA	94609	510	594-2288	94-3143254	94-3143254	www.youthalive.org
Youth Homes, Inc.	3480 Buskirk Avenue, Suite 210	Pleasant Hill	CA	94523	925	933-2627	94-6132571	94-6132571	www.youthhomes.org

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Department of the Treasury
Internal Revenue Service
P.O. Box 2508, Room 4010
Cincinnati OH 45201

In reply refer to: 4077589886
May 08, 2014 LTR 4168C 0
94-1312348 000000 00

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BODC: TE

UNITED WAY OF THE BAY AREA
550 KEARNY ST STE 1000
SAN FRANCISCO CA 94108-2524



014695

Employer Identification Number: 94-1312348
Person to Contact: M SCHATZ
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your Apr. 14, 2014, request for information regarding your tax-exempt status.

Our records indicate that you were recognized as exempt under section 501(c)(03) of the Internal Revenue Code in a determination letter issued in October 1956.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Please refer to our website www.irs.gov/eo for information regarding filing requirements. Specifically, section 6033(j) of the Code provides that failure to file an annual information return for three consecutive years results in revocation of tax-exempt status as of the filing due date of the third return for organizations required to file. We will publish a list of organizations whose tax-exempt status was revoked under section 6033(j) of the Code on our website beginning in early 2011.

4077589886

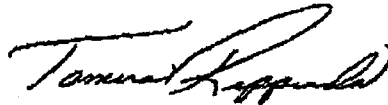
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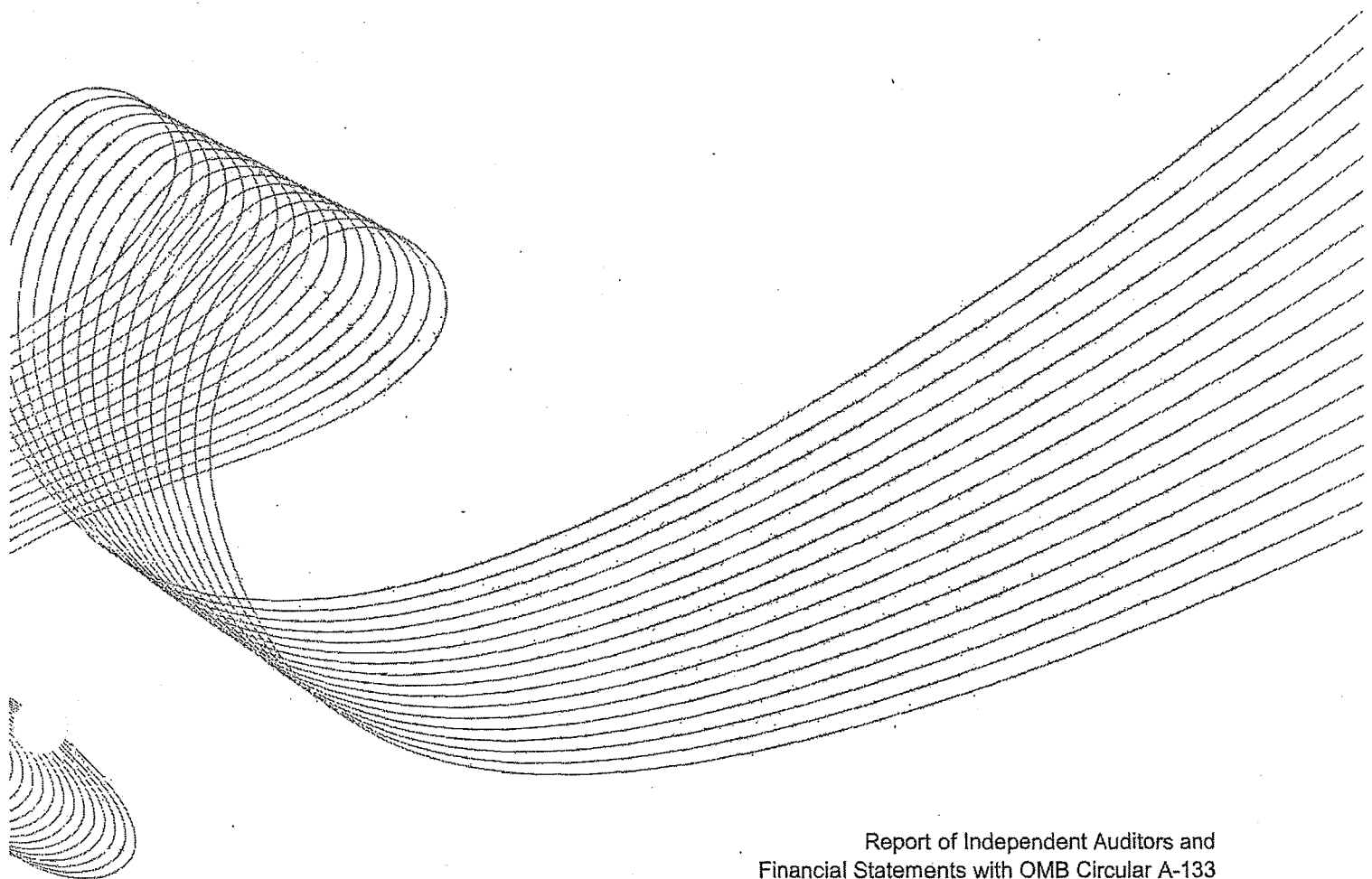
UNITED WAY OF THE BAY AREA
550 KEARNY ST STE 1000
SAN FRANCISCO CA 94108-2524

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,



Tamera Ripperda
Director, Exempt Organizations



Report of Independent Auditors and
Financial Statements with OMB Circular A-133
Audit Reports and Supplementary Information



United Way of the Bay Area
June 30, 2014 and 2013

MOSS ADAMS LLP

Certified Public Accountants | Business Consultants

Acumen. Agility. Answers.

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REPORT OF INDEPENDENT AUDITORS

To the Board of Directors
United Way of the Bay Area

Report on the Financial Statements

We have audited the accompanying financial statements of United Way of the Bay Area ("UWBA") which comprise the statements of financial position as of June 30, 2014 and 2013 and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to UWBA's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of UWBA's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of United Way of the Bay Area as of June 30, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of expenditures of federal awards as required by Office of Management and Budget Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations* is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 5, 2014, on our consideration of UWBA's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering UWBA's internal control over financial reporting and compliance.

Mass Adams LLP

San Francisco, California
November 5, 2014

FINANCIAL STATEMENTS

UNITED WAY OF THE BAY AREA
STATEMENTS OF FINANCIAL POSITION
June 30, 2014 and 2013

	2014	2013
ASSETS		
Cash and cash equivalents	\$ 842,095	\$ 2,298,055
Pledges receivable, net of provision for uncollectible pledges of \$ 616,000 and \$631,000, at June 30, 2014 and 2013, respectively	6,940,911	5,564,037
Grants receivable, net of discount	3,161,476	4,074,756
Investments	12,390,099	11,630,889
Prepays and other receivables	229,563	657,107
Furniture, equipment, and leasehold improvements, net	965,470	1,108,675
Total assets	<u>\$ 24,529,614</u>	<u>\$ 25,333,519</u>
LIABILITIES AND NET ASSETS		
LIABILITIES		
Donor designations payable	\$ 3,404,251	\$ 3,121,545
Operating payables and accruals	1,575,281	3,995,412
Line of credit	1,000,000	-
Accrued vacation and related costs	472,243	378,862
Deferred rent	710,545	398,927
Accrued pension costs	2,204,618	3,158,730
Total liabilities	<u>9,366,938</u>	<u>11,053,476</u>
NET ASSETS		
Unrestricted		
Undesignated	8,191,378	9,072,183
Board designated	3,956,426	3,861,279
Pension liability in excess of intangible pension assets	(4,488,110)	(4,635,018)
Total unrestricted net assets	7,659,694	8,298,444
Temporarily restricted	3,612,007	2,091,624
Permanently restricted	3,890,975	3,889,975
Total net assets	<u>15,162,676</u>	<u>14,280,043</u>
Total liabilities and net assets	<u>\$ 24,529,614</u>	<u>\$ 25,333,519</u>

See accompanying notes.

UNITED WAY OF THE BAY AREA
STATEMENT OF ACTIVITIES
For the Year Ended June 30, 2014

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
PUBLIC SUPPORT AND REVENUE				
Public Support:				
Gross campaign results	\$ 28,259,107	\$ 3,191,985	\$ 1,000	\$ 31,452,092
Less donor designations	(21,884,446)	-	-	(21,884,446)
Campaign revenue	6,374,661	3,191,985	1,000	9,567,646
Less provision for uncollectible pledges	(616,000)	-	-	(616,000)
Net campaign revenue	5,758,661	3,191,985	1,000	8,951,646
Grants	493,509	3,834,664	-	4,328,173
Miscellaneous contributions	725,096	1,142,301	-	1,867,397
Planned giving	133,768	1,588	-	135,356
Net assets released from restrictions and reclassifications	7,500,223	(7,500,223)	-	-
Total public support	14,611,257	670,315	1,000	15,282,572
Service fees & Earned Income	261,846	29,900	-	291,746
Investment income, net	132,051	78,677	-	210,728
Net realized and unrealized gains on investments	637,102	740,718	-	1,377,820
Other (expense) income	(1,492)	773	-	(719)
Total public support and revenue	15,640,764	1,520,383	1,000	17,162,147
ALLOCATIONS AND EXPENSES				
Program services:				
Gross funds awarded/allocated to agencies	20,641,478	-	-	20,641,478
2-1-1 initiative	821,677	-	-	821,677
Economic Success	5,013,858	-	-	5,013,858
Other community services	3,386,772	-	-	3,386,772
Education	667,523	-	-	667,523
Jobs+	1,764,386	-	-	1,764,386
Donor designations	(21,884,446)	-	-	(21,884,446)
Total program services	10,411,248	-	-	10,411,248
Support services:				
Management and general	3,348,800	-	-	3,348,800
Fundraising	2,666,374	-	-	2,666,374
Total support services	6,015,174	-	-	6,015,174
Total allocations and expenses	16,426,422	-	-	16,426,422
CHANGE IN NET ASSETS BEFORE PENSION RELATED CHANGES	(785,658)	1,520,383	1,000	735,725
PENSION RELATED CHANGES OTHER THAN NET PERIODIC PENSION COST	146,908	-	-	146,908
CHANGE IN NET ASSETS	(638,750)	1,520,383	1,000	882,633
NET ASSETS, beginning of year	8,298,444	2,091,624	3,889,975	14,280,043
NET ASSETS, end of year	\$ 7,659,694	\$ 3,612,007	\$ 3,890,975	\$ 15,162,676

See accompanying notes.

UNITED WAY OF THE BAY AREA
STATEMENT OF ACTIVITIES
For the Year Ended June 30, 2013

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
PUBLIC SUPPORT AND REVENUE				
Public Support:				
Gross campaign results	\$ 29,645,436	\$ 1,318,618	\$ 1,000	\$ 30,965,054
Less donor designations	(21,894,270)	-	-	(21,894,270)
Campaign revenue	7,751,166	1,318,618	1,000	9,070,784
Less provision for uncollectible pledges	(631,000)	-	-	(631,000)
Net campaign revenue	7,120,166	1,318,618	1,000	8,439,784
Grants	72,039	6,055,332	-	6,127,371
Miscellaneous contributions	823,027	1,450,433	-	2,273,460
Planned giving	63,784	25,411	-	89,195
Net assets released from restrictions and reclassifications	8,596,769	(8,596,769)	-	-
Total public support	16,675,785	253,025	1,000	16,929,810
Service fees	391,819	-	-	391,819
Investment income, net	190,852	96,559	-	287,411
Net realized and unrealized gains on investments	348,484	423,397	-	771,881
Other income	5,271	28,500	-	33,771
Total public support and revenue	17,612,211	801,481	1,000	18,414,692
ALLOCATIONS AND EXPENSES				
Program services:				
Gross funds awarded/allocated to agencies	19,567,525	-	-	19,567,525
2-1-1 initiative	1,089,620	-	-	1,089,620
Economic Success	4,195,083	-	-	4,195,083
Other community services	7,144,701	-	-	7,144,701
Education	281,726	-	-	281,726
Jobs+	939,060	-	-	939,060
Donor designations	(21,894,270)	-	-	(21,894,270)
Total program services	11,323,445	-	-	11,323,445
Support services:				
Management and general	3,609,535	-	-	3,609,535
Fundraising	2,940,892	-	-	2,940,892
Total support services	6,550,427	-	-	6,550,427
Total allocations and expenses	17,873,872	-	-	17,873,872
CHANGE IN NET ASSETS BEFORE PENSION RELATED CHANGES	(261,661)	801,481	1,000	540,820
PENSION RELATED CHANGES OTHER THAN NET PERIODIC PENSION COST	3,310,632	-	-	3,310,632
CHANGE IN NET ASSETS	3,048,971	801,481	1,000	3,851,452
NET ASSETS, beginning of year	5,249,473	1,290,143	3,888,975	10,428,591
NET ASSETS, end of year	\$ 8,298,444	\$ 2,091,624	\$ 3,889,975	\$ 14,280,043

See accompanying notes.

UNITED WAY OF THE BAY AREA
STATEMENT OF FUNCTIONAL EXPENSES
For the Year Ended June 30, 2014

	Program Services							Support Services				Total
	Funds Awarded/ Allocated to Agencies	2-1-1 Initiative	Economic Success	Education	Jobs+	Other Community Services	Donor Designations	Total Program Services	Management and General	Fundraising	Total Support Services	
ALLOCATIONS AND EXPENSES												
Salaries	\$ -	\$ 211,031	\$ 966,383	\$ 23,350	\$ 484,481	\$ 1,879,391	\$ -	\$ 3,564,636	\$ 1,732,197	\$ 1,344,097	\$ 3,076,294	\$ 6,640,930
Payroll taxes and employee benefits	-	55,994	334,765	7,954	135,902	576,940	-	1,111,555	542,076	338,732	880,808	1,992,363
Subtotal	-	267,025	1,301,148	31,304	620,383	2,456,331	-	4,676,191	2,274,273	1,682,829	3,957,102	8,633,293
Professional services	-	335,285	264,312	7,391	459,399	305,884	-	1,372,271	284,520	177,824	462,344	1,834,615
Supplies	-	2,462	32,161	1,759	6,504	23,585	-	66,471	25,449	23,769	49,218	115,689
Telephone	-	4,534	28,628	1,943	11,755	27,814	-	74,674	31,045	31,297	62,342	137,016
Postage, warehouse, and delivery	-	543	5,007	233	1,076	3,465	-	10,324	6,866	8,912	15,778	26,102
Occupancy	-	41,341	188,641	26,339	79,451	165,910	-	501,682	351,097	351,929	703,026	1,204,708
Furniture, equipment, and leasehold improvements	-	3,816	53,145	2,798	10,987	21,463	-	92,209	36,087	32,005	68,092	160,301
Media and printing	-	25,054	149,675	3,181	74,503	50,398	-	302,811	56,434	59,105	115,539	418,350
Travel	-	4,842	33,826	1,015	9,301	54,807	-	103,791	32,821	31,812	64,633	168,424
Conference, training, and meetings	-	17,132	60,333	1,671	64,929	112,855	-	256,920	41,700	115,187	156,887	413,807
Bank, interest, merchant, and other fees	-	956	4,349	238	2,531	2,883	-	10,957	64,894	5,474	70,368	81,325
Miscellaneous	-	291	1,150	56	436	1,345	-	3,278	2,691	4,166	6,857	10,135
United Way Worldwide dues	-	9,949	44,319	6,331	18,994	53,062	-	132,655	84,417	84,417	168,834	301,489
Moving costs	-	31	136	19	58	163	-	407	260	260	520	927
Uncollectible pledge expense	-	-	-	-	40,000	-	-	40,000	5,341	-	5,341	45,341
Depreciation and amortization expense, loss on sale/abandonment of furniture, equipment, and leasehold improvements, net	-	8,416	78,234	5,845	16,179	46,674	-	155,348	71,088	71,088	142,176	297,524
Cost recovery reimbursements	-	-	-	-	-	-	-	-	(20,183)	(13,700)	(33,883)	(33,883)
Total	-	721,677	2,245,064	90,123	1,416,486	3,326,639	-	7,799,989	3,348,800	2,666,374	6,015,174	13,815,163
Allocations/awards/designations	20,641,478	100,000	2,768,794	577,400	347,900	60,133	(21,884,446)	2,611,259	-	-	-	2,611,259
TOTAL ALLOCATIONS AND EXPENSES	\$ 20,641,478	\$ 821,677	\$ 5,013,858	\$ 667,523	\$ 1,764,386	\$ 3,386,772	\$ (21,884,446)	\$ 10,411,248	\$ 3,348,800	\$ 2,666,374	\$ 6,015,174	\$ 16,426,422

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UNITED WAY OF THE BAY AREA
STATEMENT OF FUNCTIONAL EXPENSES
For the Year Ended June 30, 2013

	Program Services							Support Services				Total
	Funds Awarded/Allocated to Agencies	2-1-1 Initiative	Economic Success	Education	Jobs+	Other Community Services	Donor Designations	Total Program Services	Management and General	Fundraising	Total Support Services	
ALLOCATIONS AND EXPENSES												
Salaries	\$ -	\$ 342,618	\$ 634,338	\$ 3,823	\$ 272,331	\$ 2,054,008	\$ -	\$ 3,307,118	\$ 1,756,487	\$ 1,283,023	\$ 3,039,510	\$ 6,346,628
Payroll taxes and employee benefits	-	120,376	249,241	3,970	95,371	690,097	-	1,159,055	690,518	459,566	1,150,084	2,309,139
Subtotal	-	462,994	883,579	7,793	367,702	2,744,105	-	4,466,173	2,447,005	1,742,589	4,189,594	8,655,767
Professional services	-	233,487	293,066	14,076	273,213	371,293	-	1,185,135	316,078	317,069	633,147	1,818,282
Supplies	-	2,718	20,532	1,230	5,754	41,388	-	71,622	17,492	18,542	36,034	107,656
Telephone	-	35,597	26,863	1,877	4,676	37,868	-	106,881	40,085	39,624	79,709	186,590
Postage, warehouse, and delivery	-	1,771	2,943	133	964	6,141	-	11,952	10,642	12,330	22,972	34,924
Occupancy	-	70,468	136,413	-	46,633	158,928	-	412,442	316,068	337,830	653,898	1,066,340
Furniture, equipment, and leasehold improvements	-	11,226	35,266	1,016	6,154	31,047	-	84,709	37,680	36,040	73,720	158,429
Media and printing	-	107,619	143,230	98	74,158	123,630	-	448,735	41,297	122,147	163,444	612,179
Travel	-	2,981	26,067	3,069	2,938	55,197	-	90,252	28,729	31,138	59,867	150,119
Conference, training, and meetings	-	17,480	51,574	13,072	14,381	104,541	-	201,048	30,028	139,990	170,018	371,066
Bank, interest, merchant, and other fees	-	949	2,500	-	700	2,576	-	6,042	63,042	2,833	65,875	72,600
Miscellaneous	-	189	618	30	334	1,856	-	3,027	3,963	1,454	5,417	8,444
United Way Worldwide dues	-	17,906	34,392	2,558	11,938	50,877	-	117,671	80,437	86,121	166,558	284,229
Moving costs	-	3,591	8,079	513	2,394	10,714	-	25,291	16,165	17,305	33,470	58,761
Uncollectible pledge expense	-	-	-	-	-	-	-	-	134,520	-	134,520	134,520
Depreciation and amortization expense, loss on sale/abandonment of furniture, equipment, and leasehold improvements, net	-	20,644	35,077	1,661	6,721	35,445	-	99,548	45,754	48,955	94,709	194,257
Cost recovery reimbursements	-	-	-	-	-	-	-	-	(19,450)	(13,075)	(32,525)	(32,525)
Total	-	989,620	1,700,199	47,126	818,660	3,775,606	-	7,331,211	3,609,535	2,940,892	6,550,427	13,881,638
Allocations/awards/designations	19,567,525	100,000	2,494,884	234,600	120,400	3,369,095	(21,894,270)	3,992,234	-	-	-	3,992,234
TOTAL ALLOCATIONS AND EXPENSES	\$ 19,567,525	\$ 1,089,620	\$ 4,195,083	\$ 281,726	\$ 939,060	\$ 7,144,701	\$ (21,894,270)	\$ 11,323,445	\$ 3,609,535	\$ 2,940,892	\$ 6,550,427	\$ 17,873,872

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See accompanying notes.

UNITED WAY OF THE BAY AREA
STATEMENTS OF CASH FLOWS
For the Years Ended June 30, 2014 and 2013

	2014	2013
CASH FLOWS (USED IN) FROM OPERATING ACTIVITIES		
Change in net assets	\$ 882,633	\$ 3,851,452
Adjustments to reconcile change in net assets to net cash (used in) from operating activities		
Provision for uncollectible pledges	616,000	631,000
Change in discount on grants receivable	(1,862)	(304)
Depreciation and amortization	297,524	177,391
Loss on abandonment/sale of property and equipment, net	-	16,866
Net realized and unrealized gains on investments	(1,377,820)	(771,881)
Pension related changes other than net periodic pension costs	(146,908)	(3,310,632)
Changes in assets and liabilities		
Pledges receivable	(1,992,874)	723,794
Grants receivable	915,142	(1,981,942)
Prepays and other receivables	427,544	(344,044)
Donor designations and allocations payable	282,706	60,980
Operating payables and accruals	(2,420,131)	2,408,020
Accrued vacation and related costs	93,381	(98,157)
Deferred rent	311,618	322,013
Accrued pension costs	(807,204)	(589,053)
Contributions restricted for investment in endowment	(1,000)	(1,000)
Net cash (used in) from operating activities	<u>(2,921,251)</u>	<u>1,094,503</u>
CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES		
Purchases of investments	(1,259,927)	(1,893,946)
Proceeds from sale of investments	1,878,537	2,629,267
Purchases of furniture, equipment, and leasehold improvements	(154,319)	(1,061,068)
Net cash from (used in) investing activities	<u>464,291</u>	<u>(325,747)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Borrowing on the line of credit	1,500,000	-
Repayment of the line of credit	(500,000)	-
Contributions restricted for investment in endowment	1,000	1,000
Net cash from financing activities	<u>1,001,000</u>	<u>1,000</u>
CHANGE IN CASH AND CASH EQUIVALENTS	<u>(1,455,960)</u>	<u>769,756</u>
CASH AND CASH EQUIVALENTS, beginning of year	<u>2,298,055</u>	<u>1,528,299</u>
CASH AND CASH EQUIVALENTS, end of year	<u>\$ 842,095</u>	<u>\$ 2,298,055</u>

See accompanying notes.

NOTE 1 - ORGANIZATION AND PURPOSE

United Way of the Bay Area ("UWBA"), incorporated in California in 1955, is an independent, locally managed nonprofit organization. It has been granted tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code. UWBA has also made the 501(h) election under the IRS code. Accordingly, no provision for income taxes is included in the financial statements.

As UWBA approaches its centennial, it is proud to be continuing a long tradition of leadership in the local nonprofit community by encouraging philanthropy and investing those dollars in programs to serve the health and human services needs of Bay Area residents. UWBA currently serves Alameda, Contra Costa, Marin, Napa, San Francisco, San Mateo, and Solano Counties.

The Bay Area Community Fund ("BACF") is comprised of the unrestricted funds donated to UWBA to support the achievement of its Community Impact goals. UWBA is committed to creating community change by positioning itself as an inclusive community leader in the seven Bay Area counties served, while honoring donors' philanthropic interests. UWBA's five-year Community Impact goals were identified in 2008 through a process of staff and partner research, community input sessions, and board and constituent discussion.

In response to the needs of the community, UWBA focuses its goals and its use of resources. In doing so, it may, from time to time, discontinue the management of specific programs. Discontinuance may include closing, merging, or establishing the independence of programs. When such transitions take place, the purpose has been and will continue to be enhancing the ability of the UWBA to concentrate its efforts on helping to cut the number of families living in poverty. The organization pursues a selected, targeted set of programs that help people survive the struggles of poverty and move toward economic success. Each of these programs also has a role in helping to evolve the public and private systems around them to better serve people in poverty. UWBA's programs may take the form of providing direct service to clients, issuing grants to organizations to provide services, and/or engaging in collaborative partnerships. Grant proposals are evaluated on the basis of their alignment with UWBA's strategic plan as well as the agency's ability to demonstrate high standards in fiscal and programmatic operations, and overall organizational strength. Grants and the focus of grant-making activities are reported to and approved by UWBA's Board of Directors.

The following are specific programs and strategies managed by United Way of the Bay Area:

211 - 211 is a free, easy-to-remember phone number and web resource that anyone can call for information and referral to resources. Last year, UWBA and its partner call centers in ten Bay Area counties responded to over 225,000 calls. More than half of the requests come from people who are requesting help with poverty/basic needs issues such as food, jobs and shelter. The UWBA 211 resource database now includes over 2,556 agency listings and is updated on a regular basis. In addition to daily information and referral, 211 is a critical resource for disasters. In recent years 211 has been available for responses to an earthquake, a tsunami, and major fires. Looking ahead UWBA plans to update 211's technology platform to make sure it is accessible to as many people in need as possible. For example, we are exploring development of a "just-in-time" application for service providers to inform the public about open child-care slots, open beds at shelters, etc.

Economic Success: SparkPoint - During fiscal year 2014, SparkPoint Centers served more than 6,000 people across the Bay Area. In total they have served more than 16,000 people since the first SparkPoint Center opened in 2009. In fiscal year 2014, 80% of clients for whom we have evaluation data increased their income, savings, and credit scores; and/or reduced their debt. More than 900 got jobs, at an average wage of more than \$16.00/hour. SparkPoint Centers offer an array of services in one convenient location for a person or family trying to move out of poverty, including financial coaching on budgeting and savings, credit and debt management, career or education counseling, screening for public benefits, and others. SparkPoint's desired outcomes are for clients to move out of poverty to economic success by (1) increasing income; (2) reducing debt; (3) increasing credit scores; and (4) increasing savings. The SparkPoint regional network includes over 75 outstanding partner organizations across the Bay Area. In 2013 SparkPoint also began opening up satellite locations at public schools and community colleges. See more on this strategy under "Education."

Economic Success: Earn It! Keep It! Save It! - Earn It! Keep It! Save It! (EKS) is a UWBA-led coalition of partners that prepares tax returns for free, ensuring low to moderate income families get refunds and credits for which they are eligible. During the 2014 tax season, over 3,000 volunteers prepared 71,000 returns and brought back over \$78 million in refunds. \$26 million of those refunds were in Earned Income Tax Credit (EITC). EITC goes to the poorest, most vulnerable Bay Area households and has been identified by poverty-fighting experts as one of the most effective programs nationally, lifting millions of people above the federal poverty level every year. Families use their refunds primarily to pay bills, rent and buy food or clothes. EKS provides resources to meet basic needs, which is critical on the roadmap out of poverty. EKS has 200 locations in 7 counties. 10 of those locations are at SparkPoint Centers. In addition to preparing tax returns, EKS uses the program visit as a moment to offer low-income families the opportunity increase their savings, complete the federal college financial aid application (FAFSA), and enroll in health coverage.

UNITED WAY OF THE BAY AREA NOTES TO FINANCIAL STATEMENTS

Jobs+ – Jobs+ helps prepare low-income youth and young adults to become the 21st century workforce for employers in San Francisco and across the Bay Area. Connecting business, government, schools, non-profits and youth, Jobs+ helps young people get work experience and pay, plan career paths, and become motivated to finish high-school and go to college or post-secondary training. Since it began as San Francisco Summer Jobs+ in 2012, the initiative has served over 19,000 youth in San Francisco and last year expanded to include services in Oakland. Within the next several years, Jobs+ expects to expand into all seven counties served by United Way of the Bay Area. In San Francisco Jobs+ partners include 50 city departments, 120 employers, 60 non-profit organizations, and the San Francisco Unified School District. In 2014 the program expanded from summer to offer year-round job opportunities and services.

Education - As its primary Education strategy, United Way promotes the education model, which places services for children and families at the public schools they attend. Education is proven to increase attendance, academic achievement, parent engagement, and health. Our goal is to have 200 high-performing schools in the Bay Area by 2020. In the last three years the number has grown from 43 to 92, with more than 3,000 children and adults served. UWBA offers planning and operational grants and technical assistance to school districts interested in adopting the education model. Since 2013 we have also begun testing a “two generation” approach, which couples the community school’s social and academic supports for children with services for parents to help them achieve academic success. This innovative approach includes the same services as United Way’s SparkPoints and also refers families to their local SparkPoint center.

Other community programs – Like United Ways around the country, UWBA manages the local activities of the federal Emergency Food and Shelter Program (EFSP), which distributes federal funds to local programs that feed and provide shelter to people in need. Last year we distributed a total allocation of \$2.2 million in 7 counties. The EFSP-funded food and shelter providers served more than 279,000 unduplicated individuals, providing to them 2.6 million meals, 187,000 bed nights, and 192 rent bills paid.

UWBA operates the Labor Community Services program in partnership with the labor councils in the counties of Alameda, Contra Costa, San Mateo and San Francisco. Staff called labor liaisons improve the lives of struggling union workers and their families, as well as other community members in need, through direct services and information/referral. In FY14 the program helped more than 600 families a month, typically with food, cash assistance, job search for displaced workers, and/or individual case management for other needs. Where possible the liaisons refer people in need to other UWBA programs like 211, EKS, and SparkPoint.

In addition to the services it provides, UWBA advocates for public policy changes that will help people in poverty survive and move to economic success. Our agenda includes issues like health coverage and care, access to the safety net and public benefits, education, jobs and wages, funding for key services, and others. This work is primarily focused at the local level with cities, counties, school districts, etc. UWBA’s policy advocacy is overseen by the board of directors and complies in all respects with all legal requirements governing policy activity by non-profit organizations.

Finally, UWBA has formed a coalition called Rise Together, comprising more than 150 leading institutions that have come together to cut poverty in half in the Bay Area by 2020. Launched by UWBA in 2012, Rise Together continues to stand out as a pivotal regional strategy through a collective impact approach. In the last two years Rise Together has given grants to local leaders and partnerships who are fighting poverty; selectively engaged on key policy issues; hosted major events to showcase the issues and solutions of poverty; and won an award from the National Association of Counties. UWBA staffs the coalition and helps the partners decide and implement key initiatives. Partners include political and faith leaders, businesses, non-profits, government, academia, media, and others.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting – The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) and with the financial statement standards of United Way Worldwide. United Way Worldwide standards are required for membership and fully comply with U.S. Statements of Financial Accounting Standards applicable for not-for-profit organizations.

Use of estimates – Management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and contingencies at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from management’s estimates. Significant estimates include the provision for uncollectible pledges, useful lives of furniture, equipment, and leasehold improvements, fair value of investment, allocation of functional expenses, and the unfunded pension liabilities. The fair value of investments and pension assets are subject to material volatility based on market conditions. This could have a significant effect on these financial statements.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

Classes of net assets – The accompanying financial statements are presented on the basis of unrestricted, temporarily restricted, and permanently restricted net assets.

Unrestricted net assets – Unrestricted net assets include resources available to support UWBA operations and temporarily restricted resources which become available for use by UWBA in accordance with the intentions of the donors. Unrestricted net assets are designated by UWBA’s Board of Directors for specified purposes as follows:

	2014	2013
Future grants and programs	\$ 3,295,000	\$ 3,295,000
General use	661,426	566,279
	\$ 3,956,426	\$ 3,861,279

As of June 30, 2014, the Board of Directors approved a full year’s grants allocation as had been the practice in years prior.

Temporarily restricted net assets – Temporarily restricted net assets include resources with donor-imposed restrictions that will be fulfilled by actions of UWBA and/or become unrestricted by the passage of time. UWBA’s temporarily restricted net assets include multi-year pledges as well as grants restricted for specific UWBA community projects. When the donor or time restriction is fulfilled, temporarily restricted net assets are released to unrestricted net assets and are reported in the accompanying statements of activities as net assets released from restrictions.

Permanently restricted net assets – Permanently restricted net assets are comprised of the historical dollar value of contributions that were received with donor restrictions requiring the assets be maintained in perpetuity and that only the income generated from these assets is made available for grants, programs, or support services in accordance with the donor restrictions.

Cash and cash equivalents – All highly liquid investments, with an original maturity of three months or less when purchased and not held through the investment account, are considered to be cash equivalents. Substantially all of the cash equivalent balances held in financial institutions at June 30, 2014 and 2013, exceeded federal depository insurance coverage. UWBA has not experienced any losses in such accounts.

Pledges receivable – Pledges receivable consist of unconditional promises to give by donors and are recorded at fair value. Pledges receivable are net of provisions for uncollectible pledges.

Provisions for uncollectible pledges – The provision for uncollectible pledges is computed based upon historical averages and management’s consideration of current economic factors that could affect pledge collections. Using this criteria, the provision as of June 30, 2014 and 2013, was determined to be 6% and 6% of gross campaign pledges, respectively. For years ended June 30, 2014, and June 30, 2013 there was no bad debt recovery.

Grants receivable – Grants receivable consist of unconditional promises to give by granting organizations. Unconditional promises to give that are expected to be collected during the following fiscal year are recorded at the amount contributed. Unconditional promises to give that are expected to be collected in future years are recorded at the fair value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable in the years in which those promises are received. The discount rates range from .11% to .41%. Grants receivable are net of discounts of \$ 758 and \$2,620 at June 30, 2014 and 2013, respectively.

Investments – UWBA’s investments are stated at fair value based on quoted market prices at the fiscal year end. Investments include money market funds and marketable securities held principally for investment purposes. Unrealized gains and losses that result from market fluctuations are recognized in the period such fluctuations occur in the accompanying statements of activities. Realized gains and losses that result from sales or maturities of securities during the year are calculated on an adjusted cost basis and are reflected in the accompanying statements of activities. Marketable securities received as donations are recorded at fair value at the date of the donation, and are generally sold as soon as practical after receipt.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

Fair value of assets and liabilities – Fair Value Measurements define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. It also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of input that may be used to measure fair value:

- Level 1:* Quoted prices in active markets for identical assets or liabilities.
- Level 2:* Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in active markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3:* Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The following is a description of the valuation methodologies used for instruments measured at fair value on a recurring basis and recognized in the accompanying statements of financial position, as well as the general classification of such instruments pursuant to the valuation hierarchy.

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include cash and cash equivalents, fixed income securities, and exchange traded equities. Level 2 securities include investments held in pooled income funds and are valued at market price as provided by the custodian of the funds.

Furniture, equipment, and leasehold improvements – Furniture, equipment, and leasehold improvements are stated at cost, if purchased, or if donated, at fair value at the date of the donation for items exceeding \$5,000. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets, ranging from three to ten years. Leasehold improvements are amortized over the lesser of the useful life of the asset or the term of the lease. Total depreciation and amortization expense amounted to \$ 297,524 and \$177,391 for the years ended June 30, 2014 and 2013, respectively.

Deferred rent – Certain leases of UWBA contain lease incentives and fixed escalations. UWBA recognizes the related rent expense on a straight-line basis over the life of the lease and records the difference between the expense included in the accompanying statements of activities and the amount recorded as deferred rent. For the year ended June 30, 2014, deferred rent related to three UWBA locations: 550 Kearny St., San Francisco; 1970 Broadway, Suite 400, Oakland; and 8200 Bancroft, Oakland.

Gross campaign results – Gross campaign results consist of cash and unconditional promises to give to UWBA during the annual fundraising campaigns and include contributions processed by third-party processors. Donor designations and the provision for uncollectible pledges are deducted from gross campaign results to arrive at campaign revenue.

Donor designations and service fee revenue – Donor designations, contributions that are designated by the donor to nonprofit organizations other than UWBA including contributions processed by third-party processors, are deducted from gross campaign results to arrive at net campaign revenue. Donor designations are paid to the designated organizations on a monthly basis, by electronic funds transfer (“EFT”) as information allows and on a quarterly basis by check for all others, as pledges are collected. Proportionate shares of the receipts are distributed out to the agencies net of service fees. Service fee revenue is reported in the accompanying statements of activities. This designation processing is inclusive of pledges and payments processed as part of UWBA's role as a federation for the Combined Federal Campaign as well as other state and local government-sponsored fundraising campaigns.

Planned gifts – Planned gifts that are irrevocable are recognized as a receivable when amounts due to UWBA can be reasonably estimated. As of June 30, 2014 and 2013, UWBA has only one type of planned gift – pooled income funds. Assets associated with these gifts totaled \$ 162,476 and \$161,595 as of June 30, 2014 and 2013, respectively, at fair value and are included in investments in the accompanying statements of financial position. Liabilities associated with these gifts totaled \$ 26,975 and \$28,198 as of June 30, 2014 and 2013, respectively, at fair value and are included in operating payables and accruals in the accompanying statements of financial position.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

Donated goods and services – UWBA recognizes the value of donated equipment and/or supplies at the fair value for similar items. Donated goods and services for the years ended June 30, 2014 and 2013, of \$ 312,007 and \$448,380, respectively, were reflected in miscellaneous contributions in the accompanying statements of activities. UWBA will recognize the fair value of donated services if the services meet the recognition criteria which include: a) requiring specialized skills; b) provided by someone with those skills; and c) would have to be purchased if they were not donated. Although UWBA receives a significant amount of contributed time from volunteers, this time does not meet the recognition criteria. Accordingly, the value of this contributed time is not reflected in the accompanying financial statements.

Gross funds awarded/allocated to agencies – The amount shown on the accompanying statements of activities includes grants to fund local community partners, UWBA initiatives and programs which amounted to \$3,000,000 during the years ended June 30, 2014 and 2013, respectively. These grants have been recommended by staff working with a sub-committee of the Board of Directors and have been approved by the Board. However, to comply with financial statement presentation requirements, these grants are shown net of an offset amount to prevent revenue duplication between unrestricted and temporarily restricted accounts.

Functional allocation of expenses – The majority of expenses can be directly identified with the program or supporting services to which they relate and are charged accordingly. Other expenses have been allocated among program and supporting services classification based on the average number of full-time employees, the time study allocation method, and on a direct cost basis. This is consistent with the standards for allocation of functional expenses in accordance with GAAP and United Way Worldwide.

Concentrations of risk – UWBA receives approximately 44% of its gross campaign revenue from five employers. All five of these employers are nationally aligned through United Way Worldwide; therefore, the risk of loss of these employers by UWBA is remote.

Reclassifications—Certain amounts reflected in UWBA's prior year financial statements have been reclassified in these financial statements to reflect current year presentation. These reclassifications have no effect on net assets or changes in net assets.

Income taxes – UWBA is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (IRC) and Section 23701d of the Revenue and Taxation Code except to the extent of unrelated business taxable income as defined under IRC sections 511 through 515. Since UWBA has no unrelated business taxable income, no provision for income taxes has been provided in these financial statements. UWBA has no unrecognized tax benefits or uncertain tax positions as of June 30, 2014. With few exceptions, UWBA is no longer subject to United States federal or state/local income tax examinations by tax authorities for fiscal years before 2009.

Subsequent events – Subsequent events are events or transactions that occur after the statement of financial position date but before financial statements are issued. UWBA recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statements of financial position, including the estimates inherent in the process of preparing the financial statements. UWBA's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statements of financial position but arose after the statement of financial position date and before the financial statements are available to be issued.

UWBA has evaluated subsequent events through November 5, 2014, which is the date the financial statements were available to be issued.

NOTE 3 – GRANTS RECEIVABLE

UWBA expected to receive grants receivable at June 30, 2014 and 2013, respectively, are as follows:

	2014	2013
Amount due:		
In the next year	\$ 2,767,234	\$ 3,537,376
Between two and five years	395,000	540,000
	3,162,234	4,077,376
Discount	(758)	(2,620)
Grants receivable, net	\$ 3,161,476	\$ 4,074,756

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

NOTE 4 - INVESTMENTS

The following tables present the investments carried at fair value on the accompanying statements of financial position as of June 30, 2014 and 2013, by valuation hierarchy:

Fair Value Measurement Inputs	2014		
	Level 1	Level 2	Total
Balanced fund	\$ 421,903	\$ -	\$ 421,903
Domestic equities	2,990,329	-	2,990,329
Small cap funds	787,896	-	787,896
Commodities/natural resources fund	443,852	-	443,852
International equity	2,432,187	-	2,432,187
Low duration and intermediate bonds	4,231,428	-	4,231,428
International global bonds	852,692	-	852,692
Cash and cash equivalents (held for investment)	67,336	-	67,336
Pooled income funds	-	162,476	162,476
Total	\$ 12,227,623	\$ 162,476	\$ 12,390,099

Fair Value Measurement Inputs	2013		
	Level 1	Level 2	Total
Balanced fund	\$ 780,342	\$ -	\$ 780,342
Domestic equities	1,910,800	-	1,910,800
Small cap funds	925,379	-	925,379
Commodities/natural resources fund	408,103	-	408,103
International equity	1,842,979	-	1,842,979
Low duration and intermediate bonds	4,146,011	-	4,146,011
International global bonds	900,596	-	900,596
Cash and cash equivalents (held for investment)	555,084	-	555,084
Pooled income funds	-	161,595	161,595
Total	\$ 11,469,294	\$ 161,595	\$ 11,630,889

Net unrealized and realized gains are as follows for the years ended June 30:

	2014	2013
Unrealized gains	\$ 798,644	\$ 410,062
Realized gains	579,176	361,819
Net realized and unrealized gains on investments	\$ 1,377,820	\$ 771,881

Investment income is as follows for the years ended June 30:

	2014	2013
Interest and dividend income	\$ 266,236	\$ 330,032
Less investment management fees	(55,508)	(42,621)
Total investment income, net	\$ 210,728	\$ 287,411

UWBA's long term asset allocation policy was developed by staff and approved by the Board to manage market fluctuations over time. UWBA is aware there are challenges in the current financial markets and continues to monitor related volatility.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

NOTE 5 – FURNITURE, EQUIPMENT, AND LEASEHOLD IMPROVEMENTS

Furniture, equipment, and leasehold improvements consisted of the following at June 30:

	2014	2013
Computer software and equipment	\$ 880,835	\$ 800,703
Office furniture	489,197	490,022
Equipment	205,537	208,667
Leasehold improvements	434,995	396,095
Vehicles	24,240	24,240
Total	2,034,804	1,919,727
Less accumulated depreciation and amortization	(1,069,334)	(811,052)
Total furniture, equipment, and leasehold improvements, net	\$ 965,470	\$ 1,108,675

NOTE 6 – MISCELLANEOUS CONTRIBUTIONS

Miscellaneous contributions are comprised of the following as of June 30:

	2014	2013
Unrestricted		
Donated goods and services	\$ 138,777	\$ 195,272
Non-campaign donations	218,659	281,210
Prior year campaign revenue	15,882	19,694
Revenue - other United Ways	91,817	94,393
Special events income	15,711	8,578
Sponsorship fees	244,250	223,880
	725,096	823,027
Temporarily restricted		
Donated goods and services	173,230	253,108
Non-campaign donations and miscellaneous income	805,000	533,010
Special events income	24,371	-
Sponsorship fees	139,700	664,315
	1,142,301	1,450,433
Total miscellaneous contributions	\$ 1,867,397	\$ 2,273,460

NOTE 7 – COMMITMENTS

UWBA leases office space under noncancelable operating leases expiring at various dates through March 31, 2023. Lease agreements generally provide for both renewal options and escalation clauses for increased operating expenses and real estate taxes. UWBA is also committed under noncancelable operating leases for various office equipment.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

Future minimum commitments under noncancelable operating leases having lease terms in excess of one year as of June 30, 2014, are as follows:

<u>Years Ending June 30.</u>	
2015	\$ 1,230,305
2016	1,237,585
2017	1,223,679
2018	1,168,862
2019	1,167,300
Thereafter	4,318,133
Total	<u>\$ 10,345,864</u>

Rent expense for the years ended June 30, 2014 and 2013, was \$ 1,204,708 and \$1,066,340, respectively.

NOTE 8 – PENSION PLAN

The Pension Plan of United Way of the Bay Area (the "Plan") is a single employer defined benefit pension plan with UWBA as plan sponsor.

The Plan was amended to freeze participation and benefit accruals under the Plan effective December 31, 2006. Accordingly, no employees will become participants after the December 1, 2006 entry date, and participants' Plan benefits will not increase after December 31, 2006. In no event will the accrued benefit of any participant be less than that calculated as of December 31, 2006.

Accrued pension costs consist of the following at June 30:

	<u>2014</u>	<u>2013</u>
Defined benefit pension plan liabilities	\$ 2,062,606	\$ 3,014,123
Defined early retirement medical and long term care benefit plans	142,012	144,607
Total accrued pension costs	<u>\$ 2,204,618</u>	<u>\$ 3,158,730</u>

The following information sets forth the Plan's projected benefit obligation, fair value of plan assets, unfunded status, and accumulated benefit obligation as of June 30:

	<u>2014</u>	<u>2013</u>
Projected benefit obligation		
Beginning of year	\$ 15,416,556	\$ 18,465,482
Service cost	165,110	168,237
Interest costs	676,584	697,845
Actuarial (gain) loss	1,060,874	(2,390,448)
Benefits paid	(707,402)	(1,323,553)
Administrative expenses paid	(171,520)	(201,007)
End of year	<u>\$ 16,440,202</u>	<u>\$ 15,416,556</u>
Fair value of plan assets		
Beginning of year	\$ 12,402,434	\$ 11,503,746
Actual return on plan assets	2,006,211	1,458,834
Employer contributions	900,000	964,414
Benefits paid	(707,402)	(1,323,553)
Administrative expenses paid	(171,520)	(201,007)
End of year	<u>\$ 14,429,723</u>	<u>\$ 12,402,434</u>
Funded status of the Plan at year-end (underfunded)	<u>\$ (2,010,479)</u>	<u>\$ (3,014,122)</u>

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

Amounts recognized for the defined pension plan only in the accompanying statements of financial position are as follows as of June 30:

	2014	2013
Prepaid benefit cost	\$ 2,477,630	\$ 1,620,895
Additional accrued pension liability for pension plans with a benefit obligation in excess of plan assets	(4,488,110)	(4,635,018)
Defined benefit pension liabilities	\$ (2,010,480)	\$ (3,014,123)
Unrestricted net assets, pension liability in excess of intangible pension assets	\$ 4,488,110	\$ 4,635,018

Amounts reflected in the accompanying statements of activities are as follows for the years ended June 30:

	2014	2013
Service cost	\$ 165,110	\$ 168,237
Interest cost	676,584	697,845
Expected return on assets	(1,000,751)	(921,638)
Amortization loss	202,322	382,989
Net periodic pension cost	\$ 43,265	\$ 327,433

The projected unit credit cost method was utilized for measuring net periodic pension cost over the employee's estimated service life. The following table summarizes the assumptions used in computing the present value of projected benefit obligations and net periodic cost as of June 30:

	2014	2013
Assumptions used in computing benefit obligation		
Discount rate	4.00%	4.50%
Rate of compensation increase	N/A	N/A
Assumptions used in computing the net periodic pension costs		
Discount rate	4.50%	3.85%
Expected return on assets	8.00%	8.00%
Rate of compensation increase	N/A	N/A

The investment objective for the Plan is to maximize total return within reasonable and prudent levels of risk. The Plan's weighted-average asset allocations are as follows as of June 30:

Asset category	2014	2013
Common and collective trusts		
Equity	60.6%	60.3%
Debt	36.8%	37.6%
Cash and cash equivalents	2.6%	2.1%
Total	100.0%	100.0%

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

The fair values of the UWBA's defined benefit plan assets at June 30, 2014, by asset category, are as follows:

Fair Value Measurement Inputs	Level 1	Level 2	Total
Cash and cash equivalents	\$ 373,142	\$ -	\$ 373,142
Large cap equities fund	4,637,672	-	4,637,672
Small cap equities fund	697,236	-	697,236
Mid cap fund	1,240,896	-	1,240,896
International equities fund	2,165,105	-	2,165,105
Fixed income securities	5,315,672	-	5,315,672
Total	\$ 14,429,723	\$ -	\$ 14,429,723

The fair values of the UWBA's defined benefit plan assets at June 30, 2013, by asset class are as follows:

Fair Value Measurement Inputs	Level 1	Level 2	Total
Cash and cash equivalents	\$ 265,552	\$ -	\$ 265,552
Large cap equities fund	3,968,919	-	3,968,919
Small cap equities fund	603,054	-	603,054
Mid cap fund	1,054,971	-	1,054,971
International equities fund	1,842,811	-	1,842,811
Fixed income securities	4,667,127	-	4,667,127
Total	\$ 12,402,434	\$ -	\$ 12,402,434

The estimated minimum benefit payments which reflect expected future service, as appropriate, to be paid by UWBA are as follows:

Estimated minimum benefit payments	
Year Ending June 30,	
2015	\$ 761,014
2016	768,777
2017	789,897
2018	814,031
2019 - 2020	5,701,164
	\$ 8,834,883

UWBA contributed \$ 900,000 and \$964,414 to the Plan during the years ended June 30, 2014 and 2013, respectively.

Effective January 1, 2007, UWBA established the UWBA 401(k) Plan. Eligible employees become 401(k) Plan participants on the first day of the calendar quarter following date of hire. 401(k) Plan participants may elect to reduce their compensation by a specific percentage or dollar amount and have that amount contributed to the 401(k) Plan on a pre-tax basis as a salary deferral. UWBA matches 100% of participants' salary deferral contributions, up to a maximum of 2% of compensation (temporarily suspended during the period January 1 - December 31, 2010, according to the Collective Bargaining Agreement dated April 1, 2009 to March 31, 2012). In addition, UWBA makes an employer "nonelective" contribution according to a formula that is based on a participant's age plus service. For employees hired before January 1, 2010, matching and employer nonelective contributions will be 100% vested after two years of service (or age 65, if earlier). Effective January 1, 2014, employees hired after January 1, 2010 will be 25% vested after 1 year of service, 50% after 2 years of service, 75% vested after 3 years of service and 100% vested after 4 years of service.

UWBA instituted a voluntary long term care insurance program in fiscal year 2013. As a part of that program, it made arrangements to pay 83% of the cost of the long term premiums for the CEO from March 2013 until her death. The estimated cost of future premiums as of June 30, 2014, is \$ 56,958.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

UWBA had a defined benefit early retirement medical benefits plan that covered certain full-time employees who retired as of June 30, 1993. UWBA does not contribute to this plan except to reimburse certain medical and other costs submitted by the Plan's retirees as defined within the agreement. The estimated cost of future medical and other payments as of June 30, 2014 and 2013, is \$ 85,055 and \$91,751, respectively, and is included in accrued pension costs. In April 2012, the Board of Directors unanimously passed a resolution to freeze the 403(b) plan and accept no new contributions. In October 2013, the Board of Directors voted to unanimously terminate the plan.

In the fiscal year ended 2014, UWBA established an eligible deferred compensation plan for a select group of highly compensated employees under Section 457(b) of the Internal Revenue Code. The plan allows pre-tax contributions of the maximum amount allowed by law per year through payroll deduction. At June 30, 2014, three employees, respectively, had elected to participate in the plan. The investments in this plan remain as assets of the organization until the employees retire. The balance in the plan as of June 30, 2014, is \$ 25,152.

NOTE 9 – TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets were available for the following purposes as of June 30:

	2014	2013
UWBA community programs	1,448,336	1,362,969
Time Restricted multi-year gifts	800,000	-
Endowment activity	1,363,671	728,655
Total	\$ 3,612,007	\$ 2,091,624

NOTE 10 – ENDOWMENT DISCLOSURES

Interpretation of relevant law – The Board of Directors of UWBA has interpreted the California Prudent Management of Institutional Funds Act (“CPMIFA”) as requiring the preservation of the fair value of the original gift as of the date of the donor restricted endowment funds, absent explicit donor stipulations to the contrary. As a result of this interpretation, UWBA classifies as permanently restricted net assets: (a) the original value of gifts donated to the permanent endowment; (b) the original value of subsequent gifts to the permanent endowment; and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the UWBA Board of Directors in a manner consistent with the standard prudence prescribed by CPMIFA. In accordance with CPMIFA, UWBA considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- a. The duration and preservation of the fund
- b. The purposes of UWBA and the donor-restricted endowment fund
- c. General economic conditions
- d. The possible effect of inflation and deflation
- e. The expected total return from income and the appreciation of investments
- f. Other resources of UWBA
- g. The investment policies of UWBA

Spending policy and how the investment objectives relate to spending policy – The endowment fund has a spending policy of appropriating all of the net income earned on the investment of these funds for distribution according to the instructions of the donor at the time the gift is made. The original value of the gifts donated to the permanent endowment is to be classified as permanently restricted and any earnings are classified as temporarily restricted until appropriated for expenditure.

**UNITED WAY OF THE BAY AREA
NOTES TO FINANCIAL STATEMENTS**

Funds with deficiencies – From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or CPMIFA requires UWBA to retain as a fund of perpetual duration. As of June 30, 2014 and 2013, there were no deficiencies.

The composition and changes in the endowment net assets as of June 30, 2014 and 2013, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Assets
Endowment net assets, June 30, 2012	\$ 261,322	\$ 195,175	\$ 3,888,975	\$ 4,345,472
Contribution	-	-	1,000	1,000
Investment income	-	164,963	-	164,963
Net appreciation	-	283,266	-	283,266
Amounts appropriated for expenditure	(85,251)	85,251	-	-
Endowment net assets, June 30, 2013	176,071	728,655	3,889,975	4,794,701
Contribution	-	-	1,000	1,000
Investment income	-	411,171	-	411,171
Net appreciation	-	408,308	-	408,308
Amounts appropriated for expenditure	(176,071)	(184,463)	-	(360,534)
Endowment net assets, June 30, 2014	\$ -	\$ 1,363,671	\$ 3,890,975	\$ 5,254,646

NOTE 11 – RELATED PARTY TRANSACTIONS

UWBA's volunteer members of the Board of Directors participate in fundraising events, activities and by making private contributions. UWBA may also have Board members that have other direct transactions with the organization. All related parties of UWBA are annually required to read and sign a conflict of interest policy which covers any relationship with board members, volunteers, and staff.

NOTE 12 – LINE OF CREDIT

UWBA entered into a line of credit agreement with a financial institution effective August 9, 2013. The terms of this agreement call for the pledging of securities and other investments maintained in the financial institution for any and all obligations taken by UWBA under this agreement. The agreement provides for a credit limit of \$3,500,000 with interest charged at a rate determined by the lender on a periodic basis. As of June 30, 2014, there was a \$ 1,000,000 outstanding debt for the line of credit. We also issued a letter of credit to the landlord under the same credit limit for \$ 230,000.

SUPPLEMENTARY INFORMATION

UNITED WAY OF THE BAY AREA
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
Year Ended June 30, 2014

<u>Title</u>	<u>Federal CFDA Number</u>	<u>Funding Agent</u>	<u>Federal Contract/ Grant Number</u>	<u>2014 Amount</u>
<u>Department of the Treasury</u>				
Volunteer Income Tax Assistance (VITA) Matching Grant Program	21.009	Department of Treasury	14VITA0027	\$ 360,050
Total Department of Treasury				360,050
<u>US Department of Agriculture</u>				
State Administrative Matching Grants for Food Stamp Program	10.561	San Diego County (211 San Diego)	12-10125	72,975
Total Department of Agriculture				72,975
<u>Department of Homeland Security</u>				
Emergency Food and Shelter National Board Program	97.024	United Way Worldwide	Oakland 31-0646-00 Alameda 31-0634-00 Contra Costa 31-0660-00 San Mateo 31-0866-00 Solano 31-0902-00 Marin 31-0762-00 Napa 31-0780-00 San Francisco 31-0858-00	38,858
Total Department of Homeland Security				38,858
<u>Corporation for National and Community Service</u>				
VISTA Program	94.013	Corporation for National & Community Service	10VSPCA003	20,915
Total Corporation for National & Community Service				20,915
<u>Department of Health and Human Services</u>				
Community Services Block Grant-OCAP	93.569	Alameda County- Oakland Community Action Partnership (AC-OCAP)	Resolution # 83125 C.M.S & Resolution # 83589 C.M.S	15,000
Total Department of Health and Human Services				15,000
Total Federal Awards				\$ 507,798

The accompanying notes are an integral part of this schedule.

UNITED WAY OF THE BAY AREA
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
Year Ended June 30, 2014

NOTE 1 – BASIS OF PRESENTATION

The accompanying Schedule of Expenditures of Federal Awards (the "Schedule") includes the federal grant activity of the United Way of the Bay Area ("UWBA") under programs of the federal government for the year ended June 30, 2014. The information in this schedule is presented in accordance with the requirements of the Office of Management and Budget ("OMB") Circular A-133 *Audits of States, Local Governments, and Non-Profit Organizations*. Because the schedule presents only a selected portion of the operations of UWBA, it is not intended to and does not present the financial position, changes in net assets or cash flows of UWBA.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in OMB Circular A-122, *Cost Principles for Non-profit Organizations*, wherein certain types of expenditures are not allowable or are limited as to reimbursement. Pass-through entity identifying numbers are presented where available.

REPORT OF INDEPENDENT AUDITORS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors
United Way of the Bay Area

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of United Way of the Bay Area ("UWBA"), which comprise the statements of financial position as of June 30, 2014, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated November 5, 2014.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered UWBA's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of UWBA's internal control. Accordingly, we do not express an opinion on the effectiveness of UWBA's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of UWBA's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether UWBA's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering UWBA's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Moss Adams LLP

San Francisco, California
November 5, 2014

REPORT OF INDEPENDENT AUDITORS ON COMPLIANCE FOR THE MAJOR FEDERAL PROGRAM AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE

To the Board of Directors
United Way of the Bay Area

Report on Compliance for the Major Federal Program

We have audited United Way of the Bay Area's ("UWBA") compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on UWBA's major federal program for the year ended June 30, 2014. UWBA's major federal program is identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for UWBA's major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on the major federal program occurred. An audit includes examining, on a test basis, evidence about UWBA's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination on UWBA's compliance.

Opinion on the Major Federal Program

In our opinion, UWBA complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended June 30, 2014.

Report on Internal Control Over Compliance

Management of UWBA is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit, we considered UWBA's internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of UWBA's internal control over compliance.

A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.

Moss Adams LLP

San Francisco, California
November 5, 2014

UNITED WAY OF THE BAY AREA
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
Year Ended June 30, 2014

Section I - Summary of Auditor's Results

Financial Statements

Type of auditor's report issued:

Unmodified

Internal control over financial reporting:

- Material weakness(es) identified? Yes No
- Significant deficiency(ies) identified? Yes None reported

Noncompliance material to financial statements noted?

Yes No

Federal Awards

Internal control over major programs:

- Material weakness(es) identified? Yes No
- Significant deficiency(ies) identified? Yes None reported

Any audit findings disclosed that are required to be reported in accordance with section 510(a) of Circular A-133?

Yes No

Identification of Major Programs

<i>CFDA Numbers</i>	<i>Name of Federal Program or Cluster</i>	<i>Type of Auditor's Report Issued</i>
21.009	Volunteer Income Tax Assistance	<i>Unmodified</i>

Dollar threshold used to distinguish between type A and type B programs:

\$ 300,000

Auditee qualified as low-risk auditee?

Yes No

Section II - Financial Statement Findings

None reported

Section III - Federal Award Findings and Questioned Costs

None reported

